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of ContentsUNITED STATES SECURITIES AND EXCHANGE COMMISSIONWashington,Â D.C. 20549FormÂ 10-Kâ˜ ANNUAL REPORT PURSUANT TO SECTIONÂ 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the fiscal year ended December 31, 2024 orâ˜ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934For the transition period from _____ to _____Commission file number: 1-14267REPUBLIC SERVICES, INC.(Exact Name of Registrant as Specified in its Charter)_____Â Delaware65-0716904(State or Other Jurisdiction of Incorporation or Organization)(IRS Employer Identification No.)18500 North Allied WayPhoenix, Arizona85054(Zip Code)(Address of Principal Executive Offices)Registrantâ€™s telephone number, including area code: (480)Â 627-2700_____Â Securities registered pursuant to Section 12(b) of the Act:Title of Each ClassTrading Symbol(s)Name of Each Exchange On Which RegisteredCommon Stock, par value $0.01 per shareRSGThe New York Stock ExchangeSecurities registered pursuant to SectionÂ 12(g) of the Act: NoneIndicate by check mark if the registrant is a well-known seasoned issuer, as defined in RuleÂ 405 of the Securities Act.Â Â Â Â YesÂ Â Ã¾Â Â Â NoÂ Â Â¨Indicate by check mark if the registrant is not required to file reports pursuant to SectionÂ 13 or SectionÂ 15(d) of the Act.Â Â Â Â YesÂ Â Â¨Â Â Â NoÂ Â Ã¾Note â€“ Checking the box above will not relieve any registrant required to file reports pursuant to Section 13 or 15(d) of the Exchange Act from their obligations under those Sections.Indicate by check mark whether the registrant: (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12Â months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90Â days.Â Â Â Â YesÂ Â Ã¾Â Â Â NoÂ Â Â¨Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to RuleÂ 405 of RegulationÂ S-T (Â§232.405 of this chapter) during the preceding 12Â months (or for such shorter period that the registrant was required to submit such files).Â Â Â Â YesÂ Â Ã¾Â Â Â NoÂ Â Â¨Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in RuleÂ 12b-2 of the Exchange Act.Large accelerated filerÂ Â Ã¾AcceleratedÂ filerÂ Â oSmallerÂ reportingÂ company Â˜Emerging growth companyÂ Â Â˜Non-accelerated filer Â Â oÂ Â If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. Â¨Indicate by check mark whether the registrant has filed a report on and attestation to its managementâ€™s assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. Â˜ If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. Â¨Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrantâ€™s executive officers during the relevant recovery period pursuant to Â§240.10D-1(b). Â¨Indicate by check mark whether the registrant is a shell company (as defined in RuleÂ 12b-2 of the Act).Â Â Â Â YesÂ Â Â˜Â Â Â NoÂ Â Ã¾As of JuneÂ 30, 2024, the aggregate market value of the shares of the Common Stock held by non-affiliates of the registrant was $61.0 billion.As of FebruaryÂ 6, 2025, the registrant had outstanding 312,284,953 shares of Common Stock (excluding treasury shares of 907,491).DOCUMENTS INCORPORATED BY REFERENCEPortions of the Registrantâ€™s Proxy Statement relative to the 2025 Annual Meeting of Shareholders are incorporated by reference in PartÂ III hereof.Table of ContentsTABLE OF CONTENTSÂ PARTÂ IItem 1.Business2Item 1A.Risk Factors20Item 1B.Unresolved Staff Comments31Item 1C.Cybersecurity31Item 2.Properties32Item 3.Legal Proceedings32Item 4.Mine Safety Disclosures33PARTÂ IIItem 5.Market for Registrantâ€™s Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities34Item 6.[Reserved]35Item 7.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations36Item 7A.Quantitative and Qualitative Disclosures About Market Risk59Item 8.Financial Statements and Supplementary Data61Item 9.Changes in and Disagreements with Accountants on Accounting and Financial Disclosure110Item 9A.Controls and Procedures110Item 9B.Other Information111Item 9C.Disclosure Regarding Foreign Jurisdictions that Prevent Inspections111PARTÂ IIIItem 10.Directors, Executive Officers and Corporate Governance112Item 11.Executive Compensation112Item 12.Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters112Item 13.Certain Relationships and Related Transactions and Director Independence112Item 14.Principal Accountant Fees and Services112PARTÂ IVItem 15.Exhibits and Financial Statement Schedules113Item 16.Form 10-K Summary117Signatures118Table of ContentsUnless the context requires otherwise, all references in this FormÂ 10-K to Republic, the Company, we, us and our refer to Republic Services, Inc. and its consolidated subsidiaries.PARTÂ IITEM 1.BUSINESSOverviewRepublic is one of the largest providers of environmental services in the United States, as measured by revenue. We operate across the United States and Canada through 367 collection operations, 248 transfer stations, 75 recycling centers, 208 active landfills, 2 treatment, recovery and disposal facilities, 23 treatment, storage and disposal facilities (TSDF), 5 salt water disposal wells, 14 deep injection wells, and 1 polymer center. We are engaged in 79 landfill gas-to-energy and other renewable energy projects and had post-closure responsibility for 125 closed landfills. We believe the total addressable North American environmental services market in which we operate generates approximately $165 billion of annual revenue, which includes the $105 billion United States and Canada recycling and waste industry, $35 billion of the broader environmental solutions industry, and $25 billion in sustainability innovation (described below) and emerging waste and recycling technologies. Within our recycling and waste business, we prioritize investments in market verticals with above average growth rates and higher return profiles. Environmental solutions remains fragmented, which provides consolidation opportunities to drive scale. We believe customer demand for products and services that respond to evolving environmental trends, including decarbonization and circularity, should support above average growth rates and attractive returns in our sustainability innovation businesses. We believe we can further expand our addressable market into other segments of the environmental services industry over time by leveraging our differentiated capabilities, including (1) customer zeal, (2) digital and (3) sustainability.We operate throughout North America, but the physical collection and recycling or disposal of material is very much a local business, and the dynamics and opportunities differ in each of the markets we serve. By combining local operating management with standardized business practices, we drive greater overall operating efficiency across the Company while maintaining day-to-day operating decisions at the local level, closest to the customer.Our purpose-driven vision is to partner with customers to create a more sustainable world. We believe that our products and services are valuable to our customers and essential for long-term sustainability. We further believe our focus on and commitment to sustainability allows us to attract and retain the best talent, win more customers, increase customer loyalty and, ultimately, drive higher revenue and profits. Foundational ElementsOur strategy is designed to generate profitable growth by sustainably managing our customersâ€™ needs, and it is underpinned by three foundational elements â€“ (1) our market position, (2) our operating model and (3) our people and talent agenda.Market PositionOur goal is to develop the best vertically integrated market position to enable us to build density and improve returns. We strive to have a leading market position in each of the markets we serve, or have a clear path toward how we will achieve a leading market position over time. In situations where we cannot establish a leading market position, or where operations are not generating acceptable returns, we may decide to divest certain assets and reallocate resources to other markets. We have a robust market planning process to identify opportunities to grow internally through capital investments and infrastructure development and externally through acquisitions and public-private partnerships. Additionally, our market planning process allows us to analyze market conditions and proactively adjust to trends as they emerge, including the effects of legislation, demographic shifts and changes in the market and the competitive landscape. Internal Growthâ€¢Volume Growth - We believe volumes are driven by population growth, household formation and new business formation. Volume growth through increases in our customer base and service offerings is the most capital efficient method to grow our business. We seek to obtain long-term contracts for collecting recyclable, solid waste and industrial waste material under residential collection contracts with municipalities, exclusive franchise agreements, small-container and large-container contracts and environmental solutions service contracts. We also look to enter into long-term disposal and recycling contracts with municipalities and other third parties. By obtaining such long-term agreements, we can grow our contracted revenue base at a rate consistent with the underlying economic growth in 2Table of Contentsthese markets. In addition, by securing long-term agreements, we are better able to help ensure we earn an appropriate return on the capital deployed.â€¢Price Increases -Â We seek to secure price increases necessary to offset increased costs, improve our operating margins and earn an appropriate return on our substantial investments in vehicles, equipment, recycling centers, transfer stations, TSDFs, deep well injection facilities, landfills, and other post-collection infrastructure. â€¢Expansion of Recycling Capabilities - Based on the most recent United States Environmental Protection Agency (EPA) data, approximately 32% of municipal solid waste is recycled and/or composted. We expect that percentage to increase over the long-term as communities enhance and expand their recycling programs for their residents. As a key player in the circular economy, we are strategically focused on expanding recycling volume through innovative material handling processes and programs to help our customers achieve their goals related to sustainability and environmentally sound waste practices while also generating an appropriate return. In 2024, we commenced operation at our first Polymer Center in Las Vegas, Nevada, and completed construction at our Polymer Center in Indianapolis, Indiana. Our Polymer Centers are part of a vertical integration that will advance circularity for plastics and help us manage the plastics stream from curbside collection to delivery of recycled content for consumer packaging. Our Polymer Centers will enable us to produce food-grade drop-in substitutes for virgin plastics, while allowing us to expand recycling of plastics across North America. In 2023, we announced the development of Blue Polymers, a joint-venture with Ravago JV Holdings, LLC, creating vertical integration that will further advance circularity by acquiring all olefins produced by the Polymer Centers to further process and manufacture custom blended pellets for food-grade and non-food-grade packaging. Blue Polymers production facilities are currently being constructed in Indianapolis, Indiana, and Buckeye, Arizona. We will continue to look for opportunities to expand or enhance our recycling capabilities in markets where customers are demanding these services, demonstrating a willingness to pay and where we can earn an appropriate return on our investment. â€¢Infrastructure Development - We seek to identify opportunities to further our position as a vertically integrated service provider in markets where we are not fully integrated. Our goal is to create market-specific, vertically integrated operations typically consisting of one or more collection operations, recycling centers, transfer stations, TSDFs, deep well injection facilities, and landfills. Where appropriate, we seek to obtain permits to build recycling centers, transfer stations, TSDFs, deep well injection facilities, and landfills that would vertically integrate our waste services or expand the service areas for our existing disposal sites. Additionally, we seek opportunities to expand and permit new airspace at our existing landfills in order to replace airspace consumed. Development projects, while generally less capital intensive than acquisitions, typically require extensive permitting efforts that can take years to complete with no assurance of success. We undertake development projects when we believe there is a reasonable probability of success and where reasonably priced acquisition opportunities are not available. Through landfill and fleet innovation, recycling and circularity of key materials and renewable energy production, we are committed to continuous development of environmentally responsible operations that increase our efficiency as well as our ability to partner with customers to create a more sustainable world.External Growth - Acquisitions and Public-Private Partnershipsâ€¢Our acquisition growth strategy focuses primarily on acquiring privately held environmental services businesses that complement our existing business platform. We believe our ability to successfully complete these acquisitions is enhanced by the challenges facing many privately-held companies, including increasing competition in the environmental services industry, increasing capital requirements due to changes in regulatory requirements and technology and the limited number of exit strategies for privately-held companies. We also evaluate stand-alone opportunities to acquire businesses and/or facilities that are being divested by other publicly-owned companies. We continue to invest in value-enhancing acquisitions in existing markets. Given our free cash flow, availability under our credit facilities and our ability to access the public capital markets, we have the financial flexibility to make additional acquisitions that will complement our existing business platform, including larger acquisitions if the right opportunities present themselves. We also focus on growth through public-private partnerships, which include the recycling and waste operations and facilities of municipal and other local governments. We believe over time we have an opportunity to acquire operations and facilities from municipalities and other local governments as they seek to raise capital and/or reduce risk.We realize synergies from consolidating businesses into our existing operations, whether through acquisitions or public-private partnerships, which allows us to reduce capital expenditures and expenses associated with truck routing, personnel, fleet maintenance, inventories and back-office administration.3Table of ContentsOperating ModelOur operating model allows us to deliver a consistent, high-quality service to all our customers through the Republic Way: One Way. Everywhere. Every Day. This approach of developing standardized processes with rigorous controls and tracking allows us to leverage our scale and deliver durable operational excellence. The Republic Way is the key to harnessing the best of

what we do as operators and translating that across all facets of our business. Key elements of our operating model are our organizational structure, safety, fleet automation, fleet electrification and standardized maintenance.Organizational StructureA key enabler of the Republic Way operating model is our organizational structure that fosters a high performance culture by maintaining 360-degree accountability and full profit and loss responsibility with local management, supported by a functional structure to provide subject matter expertise. This structure allows us to take advantage of our scale by coordinating functionally across all of our markets, while empowering local management to respond to unique market dynamics.Through this operating model, we have rolled out several productivity and cost control initiatives designed to deliver the best service possible to our customers in an efficient and environmentally sound way.Our senior management evaluates, oversees and manages the financial performance of our operations through three field groups, referred to as Group 1, Group 2 and Group 3. Group 1 is our recycling and waste business operating primarily in geographic areas located in the western United States. Group 2 is our recycling and waste business operating primarily in geographic areas located in the southeastern and mid-western United States, the eastern seaboard of the United States and Canada. Group 3 is our environmental solutions business operating in geographic areas located across the United States and Canada. These groups each provide integrated environmental services, including but not limited to collection, transfer, recycling and disposal.Safety Republic is dedicated to the safety of our employees, customers and the communities we serve. We have a dedicated team of safety professionals at our corporate headquarters and in our field operations, led by our Vice President of Environmental Health and Safety who reports directly to our Chief Operating Officer. Due to the nature of our industry, we make safety a top priority and we recognize and reward employees for outstanding safety records. Over the past 10 years, our safety performance (based on OSHA recordable rates) has been 24% better than the industry average. Our Think, Choose, Live slogan encapsulates our everyday safety messaging to our employees to: Think about what you are doing, Choose the safe answer and Live to go home to your family. With the phrase printed on numerous items, including hard hats and the equipment our employees use, there are constant reminders for employees to go home in the same condition in which they came to work. Our goal is to ensure every one of our employees returns home safely each night.Through our Safety Amplified program, we are providing more tools and driving greater awareness to help our teams better execute our safety standards. Regular training, multifaceted programs and strategic partnerships are key components to this program. It is simple by design and comprised of actions and activities that ensure safety is embedded in all we do. The program includes six initiatives to help us achieve our goal to have zero employee fatalities and reduce our OSHA Total Recordable Incident Rate.â€¢Focus Together: This effort is the very core of our safety program and is designed to help frontline employees eliminate the six most common types of serious incidents.â€¢Lead Together: We provide best-in-class communication channels and advanced training techniques for all frontline supervisors and managers to help them guide their teams.â€¢Partner Together: Staying safe requires involvement by employees at all levels. Weâ€™ve increased leadership visits with frontline employees and supervisors to support each divisionsâ€™ safety goals.â€¢Celebrate Together: We take pride in recognizing employees who demonstrate a relentless commitment to safety. Employees with the best driving records are eligible for the industryâ€™s most prestigious award, the National Waste & Recycling Associationâ€™s Driver of the Year. Republic drivers have won 69% of the Driver of the Year awards issued for the large truck category since 2009. In addition, our best drivers are recognized and rewarded with competing in our National Road-EO competition.â€¢Analyze Together: We analyze real-time data to make short- and long-term decisions and identify opportunities for improvement. Examples include analysis of roadway awareness training, data mapping and other employee protection and preparedness insights. â€¢Innovate Together: We employ the latest technologies in our fleet, including automation, rear cameras, in-cab backup alarms and event recording systems, and we take a data-driven approach to support our employees. We also work with 4Table of Contentsequipment manufacturers to incorporate safety elements such as seat belt alarms, blind spot awareness, lane departure alarms and other potentially lifesaving equipment in our fleet.We believe our Safety Amplified program provides additional benefits for our Company and stakeholders including:â€¢further strengthening relationships within the communities we service;â€¢enhancing customer trust;â€¢streamlining operational processes and increasing productivity;â€¢delivering a reputational advantage, including positioning our Company as an employer-of-choice;â€¢building and sustaining a safety culture in all areas of our business; andâ€¢contributing to employee engagement.For more information regarding our safety performance, refer to our Sustainability Accounting Standards Board (SASB) report, which can be found at republicservices.com/sustainability. The information contained on our website shall not be deemed incorporated by reference in this Annual Report on Form 10-K or in any other filing we make under the Securities Exchange Act of 1934, as amended (Exchange Act).Fleet AutomationApproximately 77% of our residential routes have been converted to automated single-driver trucks. By converting our residential routes to automated service, we reduce labor costs, improve driver productivity, decrease emissions and create a safer work environment for our employees. Additionally, communities using automated vehicles generally have higher participation rates in recycling programs, thereby complementing our initiative to expand our recycling capabilities.Fleet ElectrificationWe believe we are taking a leadership position in electric technology innovation for our recycling and waste collection fleet. This is a critical step toward reducing our environmental impact through lower fleet emissions. We believe it will also improve our total cost of ownership while providing a competitive advantage in certain communities. We are partnering with multiple manufacturers to pilot electric-powered recycling and waste trucks. As electric vehicle technology continues to develop, we expect to further deploy electrification to our fleet. As of December 31, 2024, we operated 52 electric collection vehicles and had 22 commercial scale electric charging facilities.Standardized MaintenanceBased on an industry trade publication, we operate the third largest vocational fleet in the United States. As of December 31, 2024, our average fleet age for recycling and waste collection vehicles in years, by line of business, was as follows:Approximate Number of VehiclesApproximate Average AgeResidential7,300Â 7.7Small-container5,500Â 7.2Large-container4,800Â 9.0Total17,600Â 7.9OneFleet, our standardized vehicle maintenance program, enables us to use best practices for fleet management, truck care and maintenance. Through standardization of core functions, we believe we can minimize variability in our maintenance processes, resulting in higher vehicle quality and a lower environmental footprint while extending the average service life of our fleet. Additionally, our focus on preventative maintenance is improving the reliability of our fleet and enabling us to provide superior service to our customers, differentiating us from our competition.People and Talent AgendaBeing human-centered is at the core of our robust people and talent agenda. We strive to maintain an environment that attracts and retains the best talent. Our approximately 42,000 full-time employees are a critical component in successfully executing our strategy and running our operations. We work hard to remain a company where the best people, with exceptional talents and diverse backgrounds, can thrive and foster a culture of caring where people feel respected, supported and encouraged to bring their best selves to work every day.We are dedicated to driving our people and talent agenda, which includes (1) representing the diversity of the communities we serve and sustaining a safe and inclusive culture, (2) maintaining a highly engaged workforce, (3) developing our talent through learning and development experiences and (4) offering rewards that attract and retain the best workforce. We review key 5Table of Contentsprogress metrics such as engagement and turnover and regularly report on these metrics to our Board of Directors. This level of reporting holds all of our leaders accountable for the continued growth and development of our people.Inclusion and DiversityWe believe the composite strength of our employeesâ€™ ideas, built on their unique experiences and backgrounds, is essential to our ability to meet and anticipate our customersâ€™ needs. We are proud of the diversity of our frontline workforce, as it closely represents the demographics of the communities we serve. We continue to improve representation of diverse groups across all levels of the Company. Our commitment to inclusion and diversity starts at the top of our organization, as outlined in our Mission of Supporting an Inclusive Culture (MOSAIC), established in 2013 and supported by the MOSAIC Council. The MOSAIC Council consists of leaders from across the Company who serve as ambassadors and thought partners for inclusion and diversity. This enables us to continue to develop new strategies and activities that are tied to the needs of our employees, customers and business with the goal of creating an even more inclusive work environment and diverse workforce.We support inclusion and connectivity for our diverse populations through our Business Resource Groups (BRG) and focus on the involvement of our field locations in all of our BRGs, including Women of Republic, VALOR (Veterans, Advocacy, Learning, Outreach and Recruiting), UNIDOS, the Black Employee Network and PRISM in support of the LGBTQ+ community. In May 2024, we launched a new BRG called AAPI in support of the Asian American and Pacific Islander community. Employee Engagement We believe an engaged workforce is a key element of our success as engaged employees deliver better customer service and are more productive. We measure employee engagement through a third-party survey, assessing employee sentiment on a variety of topics such as pride for the Company, job satisfaction and intention to stay. Our data reinforces that business units with a highly engaged workforce experience less turnover. We also found that employees whose leaders are highly inclusive are more likely to speak up and share their perspective. Regularly hearing from our employees allows us to understand how to support and strengthen an exceptional employee experience. Our goal is to achieve and maintain employee engagement scores at or above 88 by 2030. Our employee engagement score was 86 in 2024, which is above a national benchmark by seven points. Approximately 99% of our employees participated in the engagement survey process in March and September 2024, which represented an all-time high participation rate and is 24% higher than the national benchmark. Employee engagement is a core part of our business strategy, which is why we compensate our General Managers, in part, on their employee engagement scores. This reinforces our commitment for leaders to listen and take action on employee feedback and helps to ensure that our leaders are held accountable and rewarded for their efforts to drive a more engaged workforce.Talent DevelopmentWe are committed to providing our employees with opportunities to develop throughout their careers. Our programs, including new hire onboarding and new leader assimilation, reinforce our Company values, expectations and business approach. We relaunched our successful Leadership Fundamentals program in 2022, targeting field leaders. With a goal of reaching all leaders through this program, approximately 1,226 leaders completed this training in 2024, with approximately 1,600 more slated to participate in 2025. Targeted development experiences support the growth of people in key roles, including Driver Training, Technician Training, Supervisor Training, Sales Acceleration and General Manager Onboarding, among others. We believe these programs provide the fundamental skills necessary to be successful across roles. Additionally, to meet the specific needs of the business, we opened a comprehensive Technical Training Institute in April 2021 where we train and develop our technicians. We have had 267 participants in the course since its inception.Our leadership programs are a critical part of growing our people. We remain focused on attracting, hiring and developing early career leaders. Our rotational training and development programs, including our General Manager Acceleration Program (GMAP) and Operations Manager Acceleration Program, help us attract, develop and advance a diverse and talented pool of individuals from across our organization. Our Executive Leadership team sponsors these programs, providing visibility and support for the career advancement of our high-potential talent across the organization. Since the beginning of these programs in 2017, 109 leaders have graduated into leadership positions. Additionally, our MBA intern program, with 51 participants since 2019, introduces strong talent to the organization and is a path of opportunity into the GMAP program. We have found that these programs and experiences help ensure that the next generation of leaders build the necessary skills and experiences to be successful in their roles today and in the future.We continue to leverage innovative training methods using mixed mediums to deliver trainings and instruction to our employees across the country. We remain committed to expanding employee participation in learning programs that are relevant to our business strategy and contribute to career advancement for our employees.6Table of ContentsCompensation and BenefitsWe offer compensation and benefits that help improve our employees' overall financial, physical and emotional wellbeing, as well as recognize hard work with opportunities to grow. Our commitment to paying market competitive wages enables us to attract and hire talent all across the country, including an expansion of many opportunities to work remotely. Our approach to paying for performance supports our focus on pay equity. Our compensation packages are designed to provide employees with a stable and livable wage and growth potential. Our focus on wellness also provides our employees with a competitive paid time off plan, access to preventative care, advice on financial planning and support for mental health, contributing to our efforts to provide a total rewards package that improves and enhances the lives of our employees.Differentiating CapabilitiesTo effectively execute our strategic plan, we prioritize the development and investment in capabilities that will differentiate us in the marketplace. These capabilities include â€“ (1) customer zeal, (2) digital and (3) sustainability.Customer ZealThe goal of customer zeal is to drive customer loyalty by offering differentiated products and services specifically designed to meet our customersâ€™ needs. We offer a broad set of environmental services across the United States and Canada as the sole provider, which we believe sets us apart in the industry. Customers appreciate our track record of safe and environmentally compliant operations, with the expertise to manage complex waste streams. We believe our value proposition increases customer loyalty and willingness to pay for our differentiated offerings. Customer zeal is a cultural commitment to enable and empower our employees to own their role in the customer experience.To help our sales team identify specific customer needs and configure the right offering, we use a Priority Based Selling (PBS) technique and our Capture pricing tool nationwide.â€¢PBS enables us to identify and segment customersâ€™ buying priorities and attract customers that are willing to pay for enhanced offerings.â€¢Capture is a cloud-based pricing tool that creates a more professional sales experience, helps realize better pricing levels at the point of sale and provides enhanced controls over the price quoting process.We continue to expand our offering of products and services to meet customer demand for a single provider for their environmental service needs. We have made progress on this front, including through the expansion of our environmental solutions segment supported by the acquisition of US Ecology, along with subsequent acquisitions. Our acquisitions of leading environmental solutions providers enable us to offer a complete set of products and services, including treatment, recycling and disposal of hazardous, non-hazardous and specialty waste. For services that we do not provide, we fulfill demandÂ through our alliance partnerships while maintaining the customer facing relationship.To help ensure a consistent customer experience, we have invested in our customer service capabilities and our centralized Customer Experience function. This modern technology provides our customer services employees with the tools and capabilities they need to provide better levels of service through a variety of communication channels. The standardized approach enhances the customer experience and provides us a platform to reduce the cost to service our customers.To help ensure our efforts are making an impact and building customer loyalty, we solicit feedback from our customers, including Net Promoter Scoreâ„ , so that every General Manager receives recent, relevant feedback that allows him or her the ability to reach out to customers directly and address issues immediately.DigitalThe goal of prioritizing our digital capabilities is to allow us to provide a consistent experience across our business. We believe investments in our digital platforms support improved processes for our employees that lead to enhanced employee engagement and enable our customers to do business with us through more channels and with better access to information, ultimately driving increased customer loyalty. By increasing the ease of use and functionality of our web-based market presence, we believe we enhance customer satisfaction, interaction and connectivity while lowering our costs. These tools reinforce to our customers that they can rely on us to handle their recycling and waste service needs in a way that is easy and convenient for them.â€¢Our website and mobile app are online account management tools, allowing customers access to their accounts and our services.â€¢Our e-commerce sales channel allows customers to secure services on a real-time basis, provides capabilities to meet our customers' evolving buying preferences and provides a lower cost sales channel.7Table of ContentsWe are leveraging technology to digitally connect our customers, drivers, logistics analysts, supervisors and trucks via our "RISE" dispatch platform and in-cab technology. With the roll-out of this technology we have improved productivity through more real-time routing information and data visualization tools, increasing customer connectivity and enabling automated service verification communications and enhancing the employee experience by providing better tools and technology designed around employee interaction.We have installed advanced technology on recycling and waste collection vehicles that utilizes cameras to identify recycling contamination and overfilled containers. We expect this technology will reduce recycling contamination over time and drive incremental revenue.We are in the early stages of deploying our âŒMPowerâ€ enterprise asset management system to digitally connect our maintenance team to our collection fleet of vehicles. This technology is designed to streamline our fleet maintenance record keeping and parts management processes and allow improved technician efficiency and enhanced warranty recovery across our fleet. We expect the deployment of this technology to be complete in late 2025.SustainabilityThe goal of our differentiating sustainability capabilities is to provide our customers with fully integrated sustainable solutions that support a cleaner, safer and healthier world. We have long been a leader in environmental services and sustainability. We introduced our Elements of Sustainability, the foundation of our sustainability platform, in 2014. Our elements, Safety, Talent, Climate Leadership and Communities, are deeply integrated into our business and anchor our ambitious 2030 sustainability goals.Our Board of Directorsâ€™ Sustainability & Corporate Responsibility Committee has oversight responsibility with respect to our sustainability performance, our corporate responsibilities and our role as a socially responsible organization. The Committee meets at least quarterly to be updated on progress and conducts a formal comprehensive review of the Companyâ€™s performance in these areas on an annual basis.Our 2030 Sustainability GoalsAs we grow, so does our opportunity to make a meaningful, positive impact on the environment and society. Our ambitious 2030 goals are aligned with the UN Sustainable Development Goals(1) and our greenhouse gas reduction goal is aligned with The Paris Agreement. Each goal is aligned with one of the Company's elements of sustainability. Together they are designed to significantly benefit the environment and society, while enhancing the foundation and profitability of our business for the long-term.â€¢Safety Amplified: Achieve zero annual employee fatalitiesâ€¢Incident Reduction: Reduce OSHA Total Recordable Incident Rate (TRIR) to 2.0 or less by 2030â€

¢Engaged Workforce: Achieve and maintain employee engagement scores at or above 88 by 2030â€¢Science Based Target: Reduce absolute Scope 1 and 2 greenhouse gas emissions 35% by 2030(2), approved by SBTi(3), with an interim goal of achieving a 10% reduction by 2025(4)â€¢Circular Economy: Increase recovery of key materials by 40% on a combined basis by 2030(2)â€¢Renewable Energy: Increase beneficial reuse of biogas by 50% by 2030(2)â€¢Charitable Giving: Create sustainable neighborhoods through strong community partnerships for 45 million people by 2030(2)We believe that reducing our impact on the planet and improving the quality of life for its inhabitants are the right things to do, and they are also necessary actions to ensure a vibrant future for our organization.Refer to our Sustainability Report for our progress toward our 2030 sustainability goals, and refer to our full suite of climate-related sustainability reporting for updates regarding our progress toward our climate goals, including the Task Force on Climate-Related Financial Disclosures (TCFD), SASB, Global Reporting Initiative and CDP Climate Change, all of which can be found at republicservices.com/sustainability/reporting. The information contained on our website shall not be deemed incorporated by reference in this Annual Report on Form 10-K or in any other filing we make under the Exchange Act.(1) We have aligned our 2030 goals with the following UN Sustainable Development Goals: (3) Good Health and Well-being, (4) Quality Education, (7) Affordable Clean Energy, (8) Decent Work and Economic Growth, (9) Industry, Innovation and Infrastructure, (10) Reduced Inequalities, (11) Sustainable Cities and Communities, (12) Responsible Consumption and Production, (13) Climate Action and (14) Peace, Justice and Strong Institutions.(2) Targets are relative to the 2017 baseline year.(3) SBTi, or Science Based Targets initiative, is a collaboration between CDP, the United Nations Global Compact, World Resources Institute and the World Wide Fund for Nature.8Table of Contents(4) Interim target achieved early, in fiscal year 2023.Cash Utilization StrategyWe take a consistent and balanced approach to capital allocation to drive long-term, sustainable value for our shareholders. The predictability of our free cash flows allows us to efficiently execute our capital allocation strategy, which includes investing in value-creating acquisitions and returning free cash flow to our shareholders through dividends and share repurchases. We are committed to an efficient capital structure and maintaining our investment grade credit ratings on our senior debt, which was rated BBB+ by StandardÅ & Poorâ€™s Ratings Services, A- by Fitch Ratings, Inc. and Baa1 by Moodyâ€™s Investors Service, Inc. Such ratings have allowed us, and should continue to allow us, to readily access capital markets at competitive rates.We manage our free cash flow by ensuring that capital expenditures and operating asset levels are appropriate in light of our existing business and growth opportunities and by closely managing our working capital.DividendsIn July 2024, our Board of Directors approved an increase in the quarterly dividend to $0.580 per share, which represents an increase of approximately 8% over the prior year. This increase represented the 21st consecutive year of a dividend increase. Over the last five years, our dividends have increased at a compounded annual growth rate of 6.4%. We expect to continue paying quarterly cash dividends and may consider additional dividend increases if we believe they will enhance shareholder value.Share RepurchasesIn October 2023, our Board of Directors approved a $3.0 billion share repurchase authorization effective starting January 1, 2024, and extending through December 31, 2026. Share repurchases under the current program may be made through open market purchases or privately negotiated transactions in accordance with applicable federal securities laws. While the Board of Directors has approved the program, the timing of any purchases, the prices and the number of shares of common stock to be purchased will be determined by our management, at its discretion, and will depend upon market conditions and other factors. The share repurchase program may be extended, suspended or discontinued at any time. On a quarterly basis, our Board of Directors reviews the parameters around which we repurchase our shares. Refer to Item 5. Market for Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities for repurchase authority remaining as of December 31, 2024.Shareholder ValueWe are committed to creating long-term shareholder value by generating consistent earnings and cash flow growth while continually improving returns on invested capital. Our incentive compensation programs are aligned with these objectives at all levels of management. We have an active shareholder outreach program and routinely interact with shareholders on a number of matters, including environmental, social, governance, talent and executive compensation.Management TeamWe believe that building and blending a diverse team of strong industry veterans, along with talented people from other industries who bring unique skill sets, will contribute to what we call our Composite Strength. Composite Strength combines the vast, varied experience and capability of both strong environmental services industry veterans and talented people from other industries. Additionally, Composite Strength helps ensure the continuity of leadership and preservation of institutional knowledge, while also bringing in skills and new ideas from other companies outside of our industry - many of them from leading companies.Jon Vander Ark was named Chief Executive Officer in 2021. Since joining Republic in 2013, Mr. Vander Ark has held management roles of increasing responsibility, including Executive Vice President, Chief Marketing Officer, Executive Vice President, Operations, Executive Vice President, Chief Operating Officer, President and his current role as President and Chief Executive Officer. Prior to joining the Company, he served as a partner at McKinsey & Companyâ€™s Detroit office, managing clients across a variety of industries, including transportation, logistics, manufacturing and consumer products. Mr. Vander Ark serves on the Board of Directors of Lennox International Inc.Brian Bales was named Executive Vice President, Chief Development Officer in February 2015. Mr. Bales has been with Republic for over 25 years, serving as Executive Vice President, Business Development from December 2008 to February 2015 and Vice President, Corporate Development from 1998 to December 2008. Prior to his time at Republic, Mr. Bales held roles of increasing responsibility in finance and business development for Ryder System, Inc. from 1993 to 1998 and served as chief financial officer for EDIFEX & VTA Communications from 1988 through 1993. Prior to that, Mr. Bales was an accountant for PwC (formerly Price Waterhouse) from 1986 to 1988. Mr. Bales serves on the Board of Directors of RB Global, Inc.9Table of ContentsGregg Brummer was named Executive Vice President, Chief Operating Officer in August 2023. Prior to his current role, Mr. Brummer served as Senior Vice President, Operations from June 2019 to August 2023 where he was responsible for maximizing field performance, ensuring superior service delivery, executing the operating plan, and achieving financial and operational results across the Company. Mr. Brummer joined the Company in January 2014 as Area President, a role he held until June 2019. Prior to joining the Company, Mr. Brummer was a Regional Vice President as well as General Manager at BlueLinx Corporation and held various leadership positions at Georgia Pacific Corporation.Brian DelGhiaccio was named Executive Vice President, Chief Financial Officer in June 2020. Mr. DelGhiaccio has over 25 years of experience with Republic in a variety of roles of increasing responsibility. He was named Executive Vice President and Chief Transformation Officer in June 2019. Before that, Mr. DelGhiaccio served as Vice President, Investor Relations from 2012 to 2014, progressed to Senior Vice President, Finance from 2014 to 2017 and then to Senior Vice President, Business Transformation in 2017. Prior to his time at Republic, Mr. DelGhiaccio worked in the audit practice of Arthur Andersen. Mr. DelGhiaccio serves on the Board of Directors of Aramark.Catharine D. Ellingsen was named Executive Vice President, Chief Legal Officer, Chief Ethics & Compliance Officer and Corporate Secretary in June 2016. Ms. Ellingsen has over 20 years of experience with Republic in a variety of roles of increasing responsibility. She was named Managing Corporate Counsel in January 2003, Director, Legal and Associate General Counsel in January 2005 and Vice President and Deputy General Counsel in June 2007. Ms. Ellingsen was named Senior Vice President, Human Resources in August 2011 and served in that position until June 2016. Before joining the Company, Ms. Ellingsen was an attorney at Steptoe & Johnson LLP from 1996 to 2001 and at Bryan Cave LLP from 1993 to 1996.Amanda Hodges was named Executive Vice President, Chief Commercial Officer in August 2024. In this role, Ms. Hodges leads the Companyâ€™s sales organization and customer service team to drive profitable growth and customer loyalty. Prior to her current role, Ms. Hodges served as Executive Vice President, Chief Marketing Officer from November 2020 to August 2024. Prior to joining Republic, Ms. Hodges spent 15 years in leadership roles for Dell Technologies, most recently serving as Senior Vice President of North America Marketing and the Global Customer Briefing Program. Before joining Dell, Ms. Hodges worked as a consultant for McKinsey & Company.Courtney Rodriguez was named Executive Vice President, Chief Human Resources Officer in March 2023. In this role, she is responsible for all aspects of the Companyâ€™s talent strategy, including talent acquisition and retention, learning and development, and total rewards. Prior to joining Republic, Ms. Rodriguez served as Senior Vice President, Global HR, for Dell Technologies. She has over 20 years of HR experience, including frontline, customer operations, culture transformation and M&A support. Ms. Rodriguez started her career in finance as a senior auditor for Arthur Andersen before moving to Dell as a financial analyst. Julia Arambula was named Senior Vice President, Operations, Environmental Solutions in August 2024. Ms. Arambula joined the company in 2002 and has held a variety of roles of increasing responsibility. In her current role, Ms. Arambula is responsible for maximizing field performance, ensuring superior service delivery, executing the operating plan, and achieving financial and operational results for Group 3, our environmental solutions business. Prior to her current role, Ms. Arambula was Senior Vice President, Operations over Group 2 from November 2021 to August 2024. Prior to that, Ms. Arambula served as Senior Vice President, Operations Support from March 2020 to November 2021, where she led the operations support function for the Company, including collections, post collections, recycling operations, fleet & asset management and engineering & environmental compliance. Ms. Arambula held the position of Vice President, Financial Planning and Analysis from March 2015 to March 2020, and prior to that held a variety of finance and accounting roles of increasing responsibility. Prior to Republic, Ms. Arambula was a senior auditor with Arthur Anderson.Larson Richardson was named Senior Vice President, Operations in December 2023. In his current role, Mr. Richardson is responsible for maximizing field performance, ensuring superior service delivery, executing the operating plan, and achieving financial and operational results for Group 1, which covers recycling and waste field operations in the western portion of the United States and Canada. Prior to his current role, Mr. Richardson was Area President over the Companyâ€™s Heartland Area from June 2019 to December 2023, where he was responsible for leading the execution of the operating plan and results for the recycling and waste operations within the Heartland. Prior to that, Mr. Richardson was Area Vice President for the Southeast Area from September 2017 to June 2019, and held the position of Senior Manager Municipal Sales from June 2015 to September 2017. Mr. Richardson started with Republic as a General Manager in the Southeast Area, a position he held from May 2012 to June 2015. Prior to Republic, Mr. Richardson was an Area General Manager at Waste Industries USA.Our local and area management teams have extensive industry experience in growing, operating and managing environmental services companies and have substantial experience in their local geographic markets. This allows us to quickly respond to and meet our customersâ€™ needs and stay in touch with local businesses and municipalities. We believe our strong area management teams allow us to effectively and efficiently drive our initiatives and help ensure consistency throughout the organization. Our area management teams and area presidents have extensive authority and responsibility over operations within their respective geographic markets. As a result of retaining experienced managers with extensive knowledge of and involvement in their local 10Table of Contentscommunities, we are proactive in anticipating customersâ€™ needs and adjusting to changes in our markets. We also seek to implement the best practices of our various business units throughout our operations to continue improving our operations and our operating margins.Comprehensive Environmental ServicesWe serve customers with a strong, vertically-integrated operating platform and offer a complete set of products and services, including the collection and processing of recyclable, solid waste and industrial waste materials; transportation and disposal of non-hazardous and hazardous waste streams; and other environmental solutions. We offer a wide array of products and services with a proven track record in safety, compliance and environmental stewardship.Recycling & Waste ServicesWe have a strong, national, vertically-integrated operating platform that allows us to compete more effectively and efficiently in the local markets in which we operate. Where appropriate, we seek to achieve a high rate of internalization by managing material streams from the point of collection through recycling processing or disposal. During the year ended December 31, 2024, approximately 67% of the total solid waste volume we collected was disposed at landfills we own or operate (internalization). Our fully integrated markets generally have a lower cost of operations and more favorable cash flows than our markets that are not fully integrated. Through acquisitions, landfill operating agreements and other market development activities, we create market-specific, vertically-integrated operations typically consisting of one or more collection operations, transfer stations and landfills. We also operate recycling centers in markets where diversion of waste is a priority, customers are willing to pay for the service and we can earn an appropriate return on our investment.Collection ServicesWe provide residential, small-container and large-container collection services through 367 collection operations. In 2024, approximately 68% of our total revenue was derived from our collection business, of which approximately 18% of our total revenue related to residential services, approximately 30% related to small-container services, approximately 19% related to large-container services and approximately 1% related to other collection services.Our residential collection business involves the curbside collection of material for transport to transfer stations, or directly to recycling centers, organics processing facilities, or landfills. We typically perform residential collection services under contracts with municipalities, which we generally secure through competitive bids, which give us exclusive rights to service all or a portion of the homes in the municipalities. These contracts usually range in duration from one to five years, although some of our exclusive franchises are for significantly longer periods. We also perform residential services on a subscription basis, in which individual households contract directly with us. The fees received for subscription residential collection are based primarily on the market, collection frequency, type of service, the distance to the disposal facility and the cost of processing or disposal. In general, subscription residential collection fees are paid quarterly in advance by the customers receiving the service.In our small-container business, we supply our customers with recycling and waste containers of varying sizes. We typically perform small-container collection services under one- to three-year service agreements, and fees are determined based on a number of factors including the market, collection frequency, type of equipment furnished, type and volume or weight of the material collected, transportation costs and the cost of processing or disposal. Our small-container services are typically offered to small business complexes, multi-family housing and strip malls and include industries such as restaurants, retail, real-estate and professional and other services.Our large-container collection business includes both recurring and temporary customer relationships. For the recurring portion, we supply our customers with recycling and waste containers of varying sizes and rent compactors to large generators of material. We typically perform the collection services under one- to three-year service agreements, and fees are determined based on a number of factors including the market, collection frequency, type of equipment furnished, type and volume or weight of the material collected, transportation costs and the cost of processing or disposal. Our recurring large-container services are typically offered to larger facilities, hotels and office buildings and include industries such as manufacturing, retail, hospitality, professional and other services.For the temporary portion of our large-container collection business, the majority of the material relates to construction and demolition activities and is typically event-driven. We provide temporary collection services on a contractual basis with terms ranging from a single pickup to one-year or longer.Transfer ServicesWe own or operate 248 transfer stations. Revenue at our transfer stations is primarily generated by charging tipping or disposal fees, which accounted for approximately 5% of our revenue during 2024. Our collection operations deposit material at these transfer stations, as do other private and municipal haulers, for compaction and transfer to disposal sites or recycling centers. 11Table of ContentsTransfer stations provide collection operations with a cost-effective means to consolidate material and reduce transportation costs while providing our landfills with an additional mechanism to extend their geographic reach.When our own collection operations use our transfer stations, this improves internalization by allowing us to retain fees we would otherwise pay to third-party disposal sites. It also allows us to manage costs associated with material disposal because: (1) transfer trucks have larger capacities than collection trucks, allowing us to deliver more material to the landfill or processing center in each trip; (2) material is accumulated and compacted at strategically located transfer stations to increase efficiency; and (3) we can retain volume by managing the material to one of our own landfills or processing centers rather than to a competitorâ€™s.Recycling Processing ServicesWe own or operate 75 recycling centers. These centers generate revenue through the processing and sale of old corrugated containers (OCC), old newsprint (ONP), aluminum, glass and other materials, which accounted for approximately 2% of our total revenue during 2024. Approximately 82% of our total recycling center volume is fiber based and includes OCC, ONP and other mixed paper. During 2024, we processed and sold 2.1Â million tons, excluding glass and organics, from our recycling centers. An additional 2.2Â million tons were collected by us and delivered to third parties. We are investing in innovative recycling technology and have expanded our organics operations to help customers meet their diversion goals. We processed 1.1Â million and sold 0.3Â million tons of organic materials, respectively, from our recycling centers in 2024.Changing market demand for recycled commodities causes volatility in commodity prices. At current volumes and mix of materials, we believe a $10 per ton change in the price of recycled commodities would change both annual revenue and operating income by approximately $11 million.In certain instances, we issue recycling rebates to our municipal or large-container customers, which can be based on the price we receive upon the final sale of recycled commodities, a fixed contractual rate or other measures. We also receive rebates when we dispose of recycled commodities at third-party processing facilities.We have met increased consumer demand for recycling services by integrating recycling components across our collection service offerings.Â Our goal is to provide a complete material stream management solution to our customers in a vertically integrated, environmentally sustainable way.We continue to invest in proven technologies to control costs and to simplify and streamline recycling for our customers. For example, robotics and advanced sorting equipment, such as disk screens, magnets and optical sorters, identify and separate different kinds of paper, metals, plastics and other materials to increase efficiency and maximize our recycling efforts.Landfill ServicesWe own or operate 208 active landfills. Our landfill tipping fees charged to third parties accounted for approximately 11% of our revenue during 2024. As of December 31, 2024, we had 41,158 estimated permitted acres and estimated total available disposal capacity of 5.0 billion in-place cubic yards. The in-place capacity of our landfills is subject to change based on engineering factors, requirements of regulatory authorities, our ability to

continue to operate our landfills in compliance with applicable regulations and our ability to successfully renew operating permits and obtain expansion permits at our sites. Some of our landfills accept non-hazardous special waste, including utility ash, asbestos and contaminated soils.Most of our active landfill sites have the potential for expanded disposal capacity beyond the currently permitted acreage. We monitor the availability of permitted disposal capacity at each of our landfills and evaluate whether to pursue an expansion at a given landfill based on estimated future waste volumes and prices, market needs, remaining capacity and the likelihood of obtaining an expansion. To satisfy future disposal demand, we are seeking to expand permitted capacity at certain landfills; however, all proposed or future expansions may not be permitted.We also have responsibility for 125 closed landfills, for which we have associated closure and post-closure obligations.12Table of ContentsEnvironmental SolutionsWe have the capabilities to address the complex environmental and sustainability needs of our customers. Our environmental solutions offerings include collection, treatment, consolidation, disposal and recycling of hazardous and non-hazardous waste; field and industrial services; equipment rental; emergency response and standby services; and in-plant services. Environmental solutions volume is generated by the daily operations of industrial, petrochemical and refining facilities and oil and natural gas exploration and production sites, including maintenance, plant turnarounds and capital projects. Volume also is generated by private and government funded projects including site remediation, redevelopment or emergency spill response. In 2024, approximately 11% of our revenue was derived from environmental solutions.Waste Treatment & DisposalWe own or operate 6 active hazardous waste landfills, 9 active energy waste landfills, 2 treatment, recovery and disposal facilities, 23 treatment, storage and disposal facilities, 5 salt water disposal wells and 14 deep injection wells. We recycle, treat and dispose of hazardous and non-hazardous industrial wastes. The waste streams handled include substances which are classified as â€œhazardousâ€ because of their corrosive, ignitable, reactive or toxic properties and other wastes subject to federal, state and provincial environmental regulation. The waste we handle comes in solid, liquid and sludge form and can be received in a variety of containerized and bulk forms and transported to our facilities by truck and rail.We also operate thermal desorption units that recover oil and metal bearing catalyst from refinery and other organic and oil-based waste. The recycled oil and recycled catalyst are sold to third parties.Field ServicesOur field services include a wide range of specialty and total waste management services provided to refineries, chemical plants, manufacturing plants, pharmaceutical manufacturers, technology companies, research laboratories and other government, commercial and industrial facilities either on-site or at our network of facilities. These services include industrial cleaning and maintenance, retail services, lab pack, site remediation, equipment cleaning and maintenance services, specialty equipment rental, transportation and emergency response.As an integral part of our services, we employ highly trained staff and operate a network of service centers that characterize, package and collect hazardous and non-hazardous wastes from customers and transport such wastes to and between our facilities for treatment or bulking for shipment to final disposal locations. Sustainability InnovationWe are uniquely positioned to offer products and services to address the complex sustainability needs of our customers. Our sustainability innovation product and service offerings include operations that allow for greater material circularity and support decarbonization. We believe demand for post-consumer content in consumer packaging and low carbon energy alternatives continues to increase. We are able to invest independently or through joint ventures to create solutions for the evolving marketplace. CircularityIn 2024, we commenced operations at our first Polymer Center in Las Vegas and completed construction of our second Polymer Center in Indianapolis. Through its Polymer Centers, Republic is the first company to manage the plastics stream through an integrated process from curbside collection of recycled material to production and delivery of high-quality recycled content for consumer packaging. Rigid plastics â€“ polyethylene terephthalate (PET), high-density polyethylene (HDPE) and polypropylene (PP) â€“ collected from residential and commercial customers and sorted at local recycling facilities are delivered to the Polymer Center for secondary processing. Each facility is expected to produce more than 100 million pounds per year of recycled plastic, including 100% post-consumer PET flake delivered to the food-grade marketplace to enable bottle-to-bottle circularity. In addition, HDPE and PP packaging such as detergent jugs or butter tubs, which today are collected in multicolored bundles, can be separated by plastic type and color. We plan to commence operations at the Indianapolis Polymer Center during 2025 and anticipate opening two additional Polymer Centers in the coming years.In 2023, we announced the creation of Blue Polymers, LLC, a joint venture with Ravago, that will further advance circularity in the plastics industry. The Blue Polymers facilities will utilize the color-sorted recycled HDPE and PP from our Polymer Centers to create custom recycled resins for consumer packaging and other applications. The process is expected to convert recycled HDPE and PP into fully formulated products for use in both food-grade and non-food-grade sustainable applications. Four Blue Polymers facilities are planned to open over the coming years, beginning with an Indianapolis facility in 2025. Once operational, these facilities are expected to produce a combined 300 million pounds per year of recycled plastics. Products are expected to include custom-blended and compounded materials for individual customers to help them achieve their sustainability goals and comply with federal, state or local requirements for recycled content.13Table of ContentsDecarbonizationOur customers are increasingly looking for decarbonization solutions, and Republic is leveraging our network of landfills to meet that need. Republic is committed to harnessing landfill gas, a natural byproduct of decomposing waste, and converting it to energy. More than 87% of our landfill acreage is covered by gas collection systems. Collecting and converting landfill gas into renewable energy provides economic and environmental benefits, including reducing fugitive greenhouse gas emissions. As of December 31, 2024, we operated 79 landfill gas-to-energy projects. The majority of these projects were developed and are owned by a third party, where we earn a royalty based on renewable energy sold. We presently have 45 landfill gas-to-renewable natural gas (RNG) projects in development that are expected to begin operations in the coming years. The majority of the development portfolio is part of a joint venture with Archaea Energy, a bp company, in which Republic is a minority equity owner. RNG is a low-carbon, pipeline-quality fuel thatâ€™s fully interchangeable with fossil fuel-derived natural gas; it can be used as a transportation fuel in commercial fleets, including our own.We also are producing renewable energy at our landfills through solar projects we host at six sites, which generate clean electricity for local communities.Other ServicesOther revenue consists primarily of National Accounts revenue generated from nationwide or regional contracts in markets outside our operating areas where the associated material handling services are subcontracted to local operators. Consequently, substantially all of this revenue is offset with related subcontract costs, which are recorded in cost of operations.CompetitionWe operate in a competitive industry. Competition in the environmental services industry comes from a few other large, national publicly-owned companies, several regional publicly- and privately-owned companies and thousands of small privately-owned companies. In any given market, competitors may have larger operations and greater resources. In addition, we compete with municipalities that maintain material collection or disposal operations. These municipalities may have financial advantages due to the availability of tax revenue and greater opportunities for tax-exempt financing.We compete for collection accounts primarily based on our product offering, quality of service and price. From time-to-time, our competitors reduce the price of their services in an effort to expand market share or to win a competitively bid municipal contract. Our ability to maintain and increase prices in certain markets may be impacted by our competitorsâ€™ pricing policies. This may have an effect on our future revenue and profitability.Seasonality and Severe WeatherOur operating revenues tend to be somewhat higher in the summer months, primarily due to higher volumes of construction and demolition waste. The volumes of large-container and residential recycling and waste in certain regions of the country also tend to increase during the summer months. Our second and third quarter revenues and results of operations typically reflect this seasonality.We provide essential environmental services in the communities we serve and our operations can be adversely affected by periods of inclement or severe weather and natural disasters, which could increase the volume of material collected under our existing contracts (without corresponding compensation), delay the collection and disposal of material, reduce the volume of material delivered to our disposal sites or delay the construction or expansion of our landfill sites and other facilities. These risks may increase with the physical impacts of climate change. The impacts from adverse weather and natural disasters have the potential to last several months and to affect several facilities. We have business continuity plans in place for severe weather, natural disasters and other emergenciesâ€”hurricanes, tornadoes, flooding, winter storms, earthquakes and wildfires, among othersâ€”to help limit disruptions in our operations and help ensure the continuity of our services. Our operations can also be favorably affected by severe weather and natural disasters, which could increase the volume of material in situations where we are able to charge for our additional services. Refer to our TCFD Report for more information on climate impacts and our risk management strategies, available at investor.republicservices.com/sustainability. The information contained on our website shall not be deemed incorporated by reference in this Annual Report on Form 10-K or in any other filing we make under the Exchange Act.RegulationOur facilities and operations are subject to a variety of federal, state, provincial and local requirements that regulate, among other things, the environment, public health, safety, zoning and land use. Operating and other permits, licenses and other approvals generally are required for landfills and transfer stations, recycling centers, certain waste collection vehicles, fuel storage tanks and other equipment and facilities that we own or operate. These permits are subject to denial, revocation, modification and renewal in certain circumstances. Any revocation, modification or denial of permits could have a material 14Table of Contentsadverse effect on us. Federal, state and local laws and regulations vary, but generally govern wastewater or storm water discharges, air emissions, the handling, transportation, treatment, storage and disposal of hazardous and non-hazardous waste and the remediation of contamination associated with the release or threatened release of hazardous substances. These laws and regulations provide governmental authorities with strict powers of enforcement, which include the ability to revoke or decline to renew any of our operating permits, obtain injunctions, or impose fines or penalties in the event of violations, including criminal penalties. The United StatesÂ EPA and various other federal, state, provincial and local authorities administer these regulations. Regulations with respect to hazardous waste are particularly relevant for our Group 3 reportable segment that provides treatment, recycling and disposal of hazardous waste.In order to comply with these regulations, we must incur substantial capital expenditures relating to our vehicles, landfills, transfer stations, recycling centers and other assets, and in connection with our capping, closure, post-closure and environmental remediation activities. Compliance with existing and future legal and regulatory requirements, including changes relating to per- and polyfluoroalkyl substances (commonly referred to as PFAS) and other chemicals of emerging concern, and limitations or bans on disposal of certain types of wastes or on the transportation of waste, could increase our costs to operate or require additional capital expenditures. A decrease in regulation may lower barriers to entry for our competitors. Further, we compete with counties and municipalities that operate their own collection and disposal facilities, and have the benefits of tax revenue and greater opportunities for tax-exempt financing.We strive to conduct our operations in compliance with applicable laws, regulations and permits. However, from time to time we have been issued citations or notices from governmental authorities that have resulted in the need to expend funds for remedial work and related activities at various landfills and other facilities or in the need to expend funds for fines, penalties or settlements. Citations and notices may be issued in the future, notwithstanding our strong regulatory compliance efforts. We have established final capping, closure, post-closure and remediation reserves that we believe, based on currently available information, will be adequate to cover our current estimates of regulatory costs; however, actual costs may exceed our reserves.Federal RegulationThe following summarizes the primary federal, environmental and occupational health and safety-related statutes that affect our facilities and operations:â€¢The Solid Waste Disposal Act, including the Resource Conservation and Recovery Act (RCRA).Â RCRA establishes a framework for regulating the handling, transportation, treatment, storage and disposal of hazardous and non-hazardous solid waste, and requires states to develop programs to ensure the safe disposal of solid waste in sanitary landfills.Subtitle C of RCRA establishes a framework for regulating the disposal of hazardous waste, and Subtitle D of RCRA establishes a framework for regulating the disposal of municipal solid waste. Regulations under Subtitle C set requirements for hazardous waste generators, transporters and treatment, storage and disposal facilities. Regulations under Subtitle D currently include minimum comprehensive solid waste management criteria and guidelines, including location restrictions, facility design and operating criteria, final capping, closure and post-closure requirements, financial assurance standards, groundwater monitoring requirements and corrective action standards. The EPA may authorize states to implement certain hazardous waste requirements of Subtitle C, and if a state program does not exist, the EPA directly implements the hazardous waste requirements. Nearly all of the states in which we operate have implemented permit programs pursuant to RCRA and Subtitles C and D. These state permit programs may include landfill requirements that are more stringent than those of Subtitles C and D. Our failure to comply with any of these environmental requirements at any of our locations may lead to temporary or permanent loss of an operating permit, which would result in costs in connection with securing new permits, reduced revenue from lost operational time and increased third party disposal costs.All of our planned landfill expansions and new landfill development projects have been engineered to meet or exceed Subtitles C and D requirements, as applicable. Operating and design criteria for existing operations have been modified to comply with these regulations. Compliance with Subtitles C and D regulations has resulted in increased capital expenditures and operating costs and may in the future require substantial additional expenditures in addition to other costs normally associated with our waste management activities.â€¢The Comprehensive Environmental Response, Compensation and Liability Act of 1980 (CERCLA). CERCLA, among other things, provides for the cleanup of sites from which there is a release or threatened release of a hazardous substance into the environment. CERCLA may impose strict joint and several liability for the costs of cleanup and for damages to natural resources upon current owners and operators of a site, parties who were owners or operators of a site at the time the hazardous substances were disposed of, parties who transported the hazardous substances to a site and parties who arranged for the disposal of the hazardous substances at a site. Under the authority of CERCLA and its implementing regulations, detailed requirements apply to the manner and degree of investigation and remediation of 15Table of Contentsfacilities and sites where hazardous substances have been or are threatened to be released into the environment. Liability under CERCLA is not dependent on the existence or disposal of only hazardous wastes, but also can be based upon the existence of small quantities of more than 700 substances currently characterized by the EPA as hazardous, many of which are found in common household waste. The EPA may also designate additional substances as hazardous; in 2024, the EPA finalized a rule that designated two PFAS as hazardous substances. Among other things, CERCLA authorizes the federal government to investigate and remediate sites at which hazardous substances have been or are threatened to be released into the environment, or to order persons potentially liable for the cleanup of the hazardous substances to do so themselves. In addition, the EPA has established a National Priorities List of sites at which hazardous substances have been, or are threatened to be, released and which require investigation or cleanup.CERCLA liability is strict liability. It can be founded upon the release or threatened release, even as a result of unintentional, non-negligent or lawful action, of hazardous substances, including very small quantities of such substances. Thus, even if we have never knowingly transported or received hazardous substances, it is possible that hazardous substances have been deposited or released at landfills or other facilities that we presently or historically have owned or operated, or at properties owned by third parties to which we have transported waste. Therefore, we could be liable under CERCLA for the cost of cleaning up, or protecting against the release of, such hazardous substances at such sites and for damages to natural resources, even if those substances were deposited at our facilities before we acquired or operated them. The costs of a CERCLA cleanup can be very expensive and can include the costs of disposing of hazardous substances at appropriately-licensed facilities. Given the difficulty of obtaining insurance for environmental impairment liability, any such liability could have a material effect on our business, financial condition, results of operations and cash flows.â€¢The Federal Water Pollution Control Act of 1972 (the Clean Water Act). This act regulates the discharge of pollutants from a variety of sources, including solid waste disposal sites, into streams, rivers and other waters of the United States. Runoff from our landfills and transfer stations that is discharged into surface waters through discrete conveyances must be covered by discharge permits that generally require us to conduct sampling and monitoring, and, under certain circumstances, to reduce the quantity of pollutants in those discharges. Storm water discharge regulations under the Clean Water Act require a permit for certain construction activities and for runoff from industrial operations and facilities, which may affect our operations. If a landfill or transfer station discharges wastewater through a sewage system to a publicly-owned treatment works, the facility must comply with discharge limits imposed by that treatment works. In addition, states may adopt groundwater protection programs under the Clean Water Act or the Safe Drinking Water Act that could affect the manner in which our landfills monitor and control their waste management activities. Furthermore, if development at any of our facilities alters or affects wetlands, we may be required to secure permits before such development starts. In these situations, permitting agencies may require mitigation of wetland impacts.â€¢The Clean Air Act.Â The Clean Air Act imposes limitations on emissions from various sources, including landfills. In 1996, the EPA promulgated regulations that require large municipal solid waste landfills to install landfill gas monitoring systems along with landfill gas control systems unless emissions are below established thresholds. These regulations apply to landfills that commenced construction, reconstruction or modification on or after MayÂ 30, 1991, and, principally, to landfills that can accommodate 2.5Â million cubic meters or more of municipal solid waste. The regulations apply whether the landfills are active or closed. The date by which each affected landfill must have a gas collection and control system installed and made operational varies depending on calculated emission rates at the landfill. In July 2016, the EPA issued final amendments to its regulations that require large landfills that commenced construction, reconstruction, or modification on or after July 17, 2014 to capture additional landfill gas to reduce emissions of methane and certain non-methane gases, which are recognized as greenhouse gases. In a separate rule finalized at the same time, the EPA issued updates to its 1996 Emission Guidelines to reduce emissions of landfill gas from existing active

landfills. Both actions were part of the Obama Administration's Climate Action Plan - Strategy to Reduce Methane Emissions. As part of the Biden Administration's focus on climate change, the EPA has taken further steps to implement these regulations. These and other efforts to curtail the emission of greenhouse gases and to ameliorate the effect of climate change may require our landfills to deploy more stringent emission controls and monitoring systems, with resulting capital or operating costs. Many state regulatory agencies also currently require monitoring systems for the collection and control of certain landfill gas. Certain of these state agencies are also implementing greenhouse gas control regulations that would also apply to landfill gas emissions. See ItemÂ 1A, Risk Factors â€"Â Regulation of greenhouse gas emissions and other governmental regulations could impose costs on our operations, the magnitude of which is difficult to estimate, in this Annual Report on Form 10-K.In addition, our vehicle fleet may become subject to higher efficiency standards or other carbon-emission restrictions. Over the past decade, the EPA and the National Highway Traffic Safety Administration (NHTSA) have adopted regulations mandating the reduction of vehicle tail pipe emissions as a means of reducing greenhouse gas emissions. The regulations take the form of fuel economy standards. The EPA and the NHTSA have developed fuel economy 16Table of Contentsstandards in two vehicle categories: (1)Â passenger automobiles and light-duty trucks (collectively, light-duty vehicles); and (2)Â heavy-duty trucks, including solid waste collection vehicles and tractor trailers. We own and operate vehicles in both categories. EPA and NHTSA periodically issue rules covering additional model years, typically increasing the stringency of the relevant vehicle standards, and those rules are frequently challenged in court.â€¢The Occupational Safety and Health Act of 1970 (OSHA).Â This act authorizes the Occupational Safety and Health Administration of the United StatesÂ Department of Labor to promulgate occupational safety and health standards. A number of these standards, including standards for notices of hazardous chemicals and the handling of asbestos, apply to our facilities and operations.State and Local RegulationEach state in which we operate has its own laws and regulations governing solid waste disposal, water and air pollution, and, in most cases, releases and cleanup of hazardous substances and liabilities for such matters. States also have adopted regulations governing the design, operation, maintenance and closure of landfills and transfer stations. Some counties, municipalities and other local governments have adopted similar laws and regulations. In addition, our operations may be affected by the trend in many states toward requiring solid waste reduction and recycling programs. For example, several states have enacted laws that require counties or municipalities to adopt comprehensive plans to reduce, through solid waste planning, composting, recycling or other programs, the volume of solid waste deposited in landfills. Additionally, laws and regulations restricting the disposal of certain waste in solid waste landfills, including yard waste, food waste, newspapers, beverage containers, unshredded tires, lead-acid batteries, electronic wastes and household appliances, have been adopted in several states and are being considered in others. Some jurisdictions have enacted or are considering enacting â€œextended producer responsibilityâ€ regulations, which are designed to obligate producers to fund the post-use life cycle of their products by providing recycling programs for their products. State and municipal governments also have enacted or may enact â€œorganic diversionâ€ regulations that require food waste to be managed separately from the other waste streams, similar to the rules recently enacted in California. Several states have also enacted or are considering â€œminimum recycled contentâ€ regulations mandating certain minimum post-consumer recycled content in certain types of packaging, including California. Legislative and regulatory measures to mandate or encourage waste reduction and recycling also have been considered, or are under consideration by, the United States Congress and the EPA. These regulations may present new opportunities to offer sustainable environmental services to our customers but may require investment of time, effort and money to be able to offer these new solutions and expose us to additional regulatory requirements and competition from others offering these services.To construct, operate and expand a landfill, we must obtain one or more construction or operating permits, as well as zoning and land use approvals. These permits and approvals may be burdensome to obtain and to comply with, are often opposed by neighboring landowners and citizensâ€™ groups, may be subject to periodic renewal, and are subject to denial, modification, non-renewal and revocation by the issuing agency. Significant compliance disclosure obligations often accompany these processes. In connection with our acquisition of existing landfills, we may be required to spend considerable time, effort and money to bring the acquired facilities into compliance with applicable requirements and to obtain the permits and approvals necessary to increase their capacity.Canadian Waste RegulationCertain of our Group 3 operations and facilities are subject to, among other regulations, Canadian hazardous and non-hazardous waste regulations. The Canadian federal government regulates issues within federal jurisdiction, including activities that cross provincial boundaries or affect Canadaâ€™s relations with other nations. The Canadian provinces also have jurisdiction over environmental matters within their respective boundaries, including primary responsibility for regulation and management of hazardous and non-hazardous waste.The main federal laws governing waste management are the Canadian Environmental Protection Act, 1999 (CEPA) and the Transportation of Dangerous Goods Act, 1992. Environment and Climate Change Canada (ECCC) is the federal agency with responsibility for environmental matters. CEPA charges ECCC and Health Canada with the protection of human health and the environment and seeks to control the production, importation and use of substances in Canada and their impact on the environment. The Cross-border Movement of Hazardous Waste and Hazardous Recyclable Material Regulations under CEPA control the transboundary movement of hazardous waste and hazardous recyclable materials. These regulations require that anyone proposing to export or import hazardous waste or hazardous recyclable materials or transport them through Canada notify ECCC and obtain a permit to do so.Certain of our facilities are subject to the QuÃ©bec Environment Quality Act, the Ontario Environmental Protection Act or the Alberta Environmental Protection and Enhancement Act and their respective regulations. These statutes and regulations regulate the generation, collection, characterization, documentation, transport, storage, treatment, recovery and disposal of hazardous and non-hazardous wastes, establish the requirements for waste management facilities and waste transportation systems and govern actual or potential releases of contaminants in the environment, such as air emissions and soil, groundwater 17Table of Contentsand surface water contamination issues. Similarly, the federal Fisheries Act and provincial statutes such as the Ontario Water Resources Act also regulate releases of contaminants to bodies of water. Hazardous waste transporters are required to hold permits to operate under the provincial statutes and regulations and are also subject to safety documentation and reporting requirements under provincial law and the federal Transportation of Dangerous Goods Act, 1992.Maritime RegulationsOur Group 3 operations own and use 63 vessels registered under the United States flag. Accordingly, we are subject to various United States federal, state and local statutes and regulations governing the ownership, operation and maintenance of our vessels. Our United States-flag vessels are subject to the direct jurisdiction of the United States Coast Guard, the United States Customs and Border Protection and the United States Maritime Administration as well as other federal and state agencies. We are also subject to international laws and conventions and the local laws of foreign jurisdictions when we operate outside of the United States.A portion of the operations of our standby services business within Group 3 is conducted in the United States coastwise trade. This is a protected market that is subject to United States cabotage laws that impose certain restrictions on the ownership and operation of vessels in the United States coastwise trade. These laws are principally contained in 46 U.S.C. Chapters 121, 505 and 551 and the related regulations, which are commonly referred to collectively as the â€œJones Act.â€ The Jones Act restricts transportation of merchandise by water or by land and water, either directly or via a foreign port, between points in the United States and certain of its island territories. Subject to limited exceptions, the Jones Act requires that vessels engaged in United States coastwise trade be owned and operated by United States citizens within the meaning of the Jones Act, be built in and registered under the laws of the United States and manned by predominantly United States citizen crews. We have compliance mechanisms in place designed to assist with monitoring and maintaining compliance with the ownership requirements of the Jones Act.All of our offshore vessels are subject to either United States or international safety and classification standards and sometimes both. United States-flag vessels, barges and crew boats are required to undergo periodic inspections pursuant to United States Coast Guard regulations.We are also subject to a number of safety, security and environmental laws and regulations, including the Oil Pollution Act of 1990, CERCLA, the Clean Air Act, and the International Ship and Port Facility Security Code (ISPFS Code), an amendment to the International Convention for the Safety of Life at Sea (SOLAS) as implemented in the Maritime Transportation and Security Act of 2002 to align United States regulations with those of SOLAS and the ISPS Code. The ISPS Code provides that owners or operators of certain vessels and facilities must provide security and security plans for their vessels and facilities and obtain appropriate certification of compliance. Under the ISPS Code, we perform worldwide security assessments, risk analyses and develop vessel and required port facility security plans to enhance safe and secure vessel and facility operations. Additionally, we have developed security annexes for those United States-flag vessels that transit or work in waters designated as high risk by the United States Coast Guard pursuant to the latest revision of Marsec Directive 104-6.Other RegulationsSome of our facilities and operations are subject to the Toxic Substances Control Act of 1976 (TSCA) and the Atomic Energy Act of 1954, as amended (AEA). TSCA regulates the treatment, storage and disposal of polychlorinated biphenyls and asbestos. The AEA assigns the United States Nuclear Regulatory Commission (USNRC) regulatory authority over receipt, possession, use and transfer of certain radioactive materials, including disposal. The USNRC has adopted regulations for licensing commercial low-level radioactive waste regulated under the AEA for disposal and has delegated regulatory authority to certain states, including states where one or more of our facilities are located. The USNRC and United States Department of Transportation regulate the transport of radioactive materials. Shippers must comply with both the general requirements for hazardous materials transportation and specific requirements for transporting radioactive materials.Many of our facilities own and operate underground storage tanks that are generally used to store petroleum-based products. These tanks can be subject to federal, state and local laws and regulations that mandate their periodic testing, upgrading, closure and removal. In the event of leaks or releases from these tanks, these regulations require that polluted groundwater and soils be remediated. If underground storage tanks we own or operate leak, we could be liable for response costs and, if the leakage migrates onto the property of others, we could be liable for damages to third parties. We are unaware of facts indicating that issues of compliance with regulations related to underground storage tanks will have a material adverse effect on our consolidated financial condition, results of operations or cash flows.With regard to our solid waste transportation operations, we are subject to the jurisdiction of the Surface Transportation Board and are regulated by the Federal Highway Administration, Office of Motor Carriers and by regulatory agencies in states that regulate such matters. Various state and local government authorities have adopted, or are considering adopting, laws and 18Table of Contentsregulations that would restrict the transportation of solid waste across state, county, or other jurisdictional lines. In 1978, the United StatesÂ Supreme Court ruled that a law that restricts the importation of out-of-state solid waste is unconstitutional; however, states have attempted to distinguish proposed laws from those involved in and implicated by that ruling. In 1994, the United States Supreme Court ruled that a flow control law, which attempted to restrict solid waste from leaving its place of generation, imposes an impermissible burden upon interstate commerce and is unconstitutional. In 2007, however, the United States Supreme Court upheld the right of a local government to direct the flow of solid waste to a publicly-owned and publicly-operated waste facility. A number of county and other local jurisdictions have enacted ordinances or other regulations restricting the free movement of solid waste across jurisdictional boundaries. Other governments may enact similar regulations in the future. These regulations may cause a decline in volumes of waste delivered to our landfills or transfer stations and may increase our costs of disposal, thereby adversely affecting our operations and our financial results.We are engaged in 79 landfill gas-to-energy and other renewable energy projects. The production of renewable fuel through certain of these projects is incentivized by the federal Renewable Fuel Standard (RFS) program, which was authorized under the Energy Policy Act of 2005 and expanded through the Energy Independence and Security Act of 2007. Oil refiners and importers are required through the RFS program to blend specified volumes of renewable transportation fuels with gasoline or buy credits, known as renewable identification numbers (RINs), from renewable fuel producers. The amount of RIN credits generated by each gallon of renewable fuel depends on the process and feedstock used to create the specific renewable fuel. There is a market for RINs and, as we and/or our partners produce RFS-compliant renewable fuel, RINs are generated and sold to parties purchasing such RINs to achieve compliance with the RFS program. Climate and Sustainability TrendsJurisdictions have been updating climate policies toward the goal of reporting and reducing greenhouse gas (GHG) emissions through a broad range of sustainability initiatives. We believe reducing our impact on the planet and improving the quality of life of its inhabitants are the right things to do, and have committed to heightened emissions reduction goals. Taking into account the challenges associated with quantifying environmental services emissions precisely, we evaluate and offer strategic opportunities to provide our customers with sustainable solutions to reduce their GHG emissions as new regulatory and business developments related to concerns about climate change arise. As a provider of a highly regulated public service, we recognize the importance of broad stakeholder engagement in these endeavors, and we actively seek opportunities for discussion on more sustainable materials management practices. In addition, we cooperate with and support initiatives at the federal and state level that encourage sustainable practices including the production and use of renewable, low-carbon fuels and electricity and the processing of recyclables and organics.We have long been a leader in sustainability as it relates to environmental services and strive to maintain this reputation. Our sustainability commitments, as well as our progress toward our current goals, are published in our Sustainability Report and accompanying reports and can be found at investor.republicservices.com/sustainability. The information contained on our website shall not be deemed incorporated by reference in this Annual Report on Form 10-K or in any other filing we make under the Exchange Act.Liabilities Established for Landfill and Environmental CostsWe have established reserves for landfill and environmental costs, which include landfill site final capping, closure and post-closure costs. We periodically reassess such costs based on various methods and assumptions regarding landfill airspace and the technical requirements of Subtitles C and D of RCRA, and we adjust our amortization rates used to expense final capping, closure and post-closure costs accordingly. Based on current information and regulatory requirements, we believe that our recorded reserves for such landfill and environmental expenditures are adequate; however, environmental laws may change, and our recorded reserves may not be adequate to cover requirements under existing or new environmental laws and regulations, future changes or interpretations of existing laws and regulations, or adverse environmental conditions previously unknown to us. Refer to the Material Cash Requirements and Intended Uses of Cash section of our Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations contained in Part II, Item 7 of this Annual Report on Form 10-K and to Note 2, Summary of Significant Accounting Policies, to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K for further information. Liability Insurance and BondingThe nature of our business exposes us to the possible risk of liabilities arising out of our operations, including damages to the environment, property, employees or the general public, or those resulting from cyber incidents. We focus on operating safely and prudently, but occasionally we receive claims, alleging damages, negligence or other wrongdoing in the planning or performance of work, which resulted in harm to the environment, property, employees or the general public. These liabilities can be significant. We also could be subject to fines and civil and criminal penalties in connection with alleged violations of regulatory requirements. We maintain various policies of insurance that, subject to limitations, exclusions, or deductibles, provide coverage for these types of claims. While we believe the amount of insurance is appropriate for our type of business, 19Table of Contentssuch insurance may not be adequate, in scope or amount, in the event of a major loss, and we may be exposed to uninsured liabilities that could have a material adverse effect on our consolidated financial condition, results of operations or cash flows. We may choose not to continue to maintain the insurance should market conditions in the insurance industry make such coverage cost prohibitive.Accruals for deductibles are based on claims filed and actuarial estimates of claims development and claims incurred but not reported. Due to the variable condition of the insurance market, we have experienced, and may experience in the future, increased deductible retention levels and increased premiums or unavailability of insurance. As we assume more risk through higher retention levels, we may experience more variability in our insurance reserves and expense.In the normal course of business, we also purchase surety bonds, insurance policies, letters of credit, or marketable securities deposits in connection with, among other things, municipal residential collection contracts, financial assurance for closure and post-closure of landfills, environmental remediation, environmental permits and business licenses and permits as a financial guarantee of our performance. Availability of Reports and Other InformationOur corporate website is republicservices.com. We make available on that website, free of charge, access to our Annual Reports on FormÂ 10-K, Quarterly Reports on FormÂ 10-Q, Current Reports on FormÂ 8-K, Proxy Statements on ScheduleÂ 14A and amendments to those materials filed or furnished with the Securities and Exchange Commission (SEC) pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934. We make such materials available as soon as reasonably practicable after we electronically submit them to the SEC. Our corporate website also contains our Certificate of Incorporation, Bylaws, Corporate Governance Guidelines, Code of Ethics and Conduct, Political Contributions Policy, Human Rights Policy and Charters of the Audit Committee, Management Development and Compensation Committee, Nominating and Corporate Governance Committee and Sustainability and Corporate Responsibility Committee of the Board of Directors. In addition, the SEC makes available at its website (sec.gov), free of charge, reports, proxy statements and other information regarding issuers, such as us, that file electronically with the SEC. Information on our website or the SEC website is not part of this Annual Report on FormÂ 10-K. We intend to satisfy the disclosure requirements under ItemÂ 5.05 of FormÂ 8-K and applicable New York Stock Exchange (NYSE) rules regarding amendments to or waivers of our Code of Ethics by posting this information on our website at republicservices.com.ITEM 1A. RISK FACTORSDisclosure Regarding Forward-Looking StatementsThis Annual Report on Form 10-K contains certain forward-looking information about us that is intended to be covered by the safe harbor for â€œforward-looking statementsâ€ provided by the Private

Securities Litigation Reform Act of 1995. Forward-looking statements are statements that are not historical facts. Words such as â€œguidance,â€ â€œexpect,â€ â€œwill,â€ â€œmay,â€ â€œanticipate,â€ â€œplan,â€ â€œestimate,â€ â€œproject,â€ â€œintend,â€ â€œshould,â€ â€œcan,â€ â€œlikely,â€ â€œcould,â€ â€œoutlookâ€ and similar expressions are intended to identify forward-looking statements. Among other sections of this Form 10-K, the Risk Factors and Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations include forward-looking statements. These statements include statements about our plans, strategies and prospects. Forward-looking statements are not guarantees of performance. These statements are based upon the current beliefs and expectations of our management and are subject to risk and uncertainties that could cause actual results to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. Although we believe that the expectations reflected in the forward-looking statements are reasonable, such expectations may not prove to be correct. Among the factors that could cause actual results to differ materially from the expectations expressed in the forward-looking statements are:â€¢general economic and market conditions, including inflation and changes in fuel, interest rates, international trade restrictions, labor, risk, health insurance and other variable costs that generally are not within our control, and our exposure to credit and counterparty risk;â€¢fluctuations in prices for recycled commodities that we sell to customers;â€¢whether our estimates and assumptions concerning critical accounting issues are correct or appropriate, including estimates and assumptions concerning selected balance sheet accounts, income tax accounts, final capping, closure, post-closure and remediation costs, available airspace, projected costs and expenses related to our landfills and property and equipment, fair values of acquired assets and liabilities assumed in our acquisitions and labor, fuel rates and economic and inflationary trends;â€¢competition and demand for services in the environmental services industry;20Table of Contentsâ€¢price increases to our customers, which may not be adequate to offset the impact of increased costs, including labor, third-party disposal and fuel and may cause us to lose volume;â€¢our ability to manage growth and execute our growth strategy;â€¢our compliance with, and future changes in, environmental and flow control regulations and our ability to obtain approvals from regulatory agencies in connection with operating and expanding our landfills and other facilities;â€¢the impact on us of our substantial indebtedness, including on our ability to obtain financing on acceptable terms to finance our operations and growth strategy and to operate within the limitations imposed by financing arrangements;â€¢our ability to retain our investment grade ratings for our debt;â€¢our dependence on key personnel;â€¢our dependence on large, long-term collection, transfer and disposal contracts;â€¢the capital intensive nature of our business, which may consume cash in excess of cash flow from operations;â€¢exposure to liabilities or losses, to the extent not adequately covered by insurance, which could result in substantial expenses;â€¢risks associated with undisclosed liabilities of acquired businesses;â€¢risks associated with pending and future legal proceedings, including litigation, audits or investigations brought by or before any governmental body;â€¢severe weather conditions, including those brought about by climate change, which could impair our financial results by causing increased costs, loss of revenue, reduced operational efficiency or disruptions to our operations;â€¢compliance with existing and future legal and regulatory requirements, including changes relating to PFAS and other chemicals of emerging concern and limitations or bans on disposal of certain types of wastes or on the transportation of waste, which could limit our ability to conduct or grow our business, increase our costs to operate or require additional capital expenditures;â€¢our ability to achieve reduction in our greenhouse gas emissions and our other sustainability goals;â€¢safety and operational risks, including the risk of personal injury to our employees or third parties;â€¢potential increases in our costs if we are required to provide additional funding to any multiemployer pension plan to which we contribute or if a withdrawal event (including our voluntary withdrawal, which we consider from time to time, or the mass withdrawal of all contributing employers from any underfunded multiemployer pension plan) occurs with respect to any such plan; â€¢the negative impact on our operations of union organizing campaigns, work stoppages or labor shortages;â€¢the negative effect that trends toward requiring recycling, waste reduction at the source and prohibiting the disposal of certain types of wastes could have on volumes of waste going to landfills;â€¢changes by the Financial Accounting Standards Board or other accounting regulatory bodies to generally accepted accounting principles or policies;â€¢the impact of United States and international tax laws and regulations on our business;â€¢risks related to interruptions and breaches of our information technology systems that could adversely affect, or temporarily disable, all or a portion of our operations or have a negative effect on our infrastructure;â€¢the negative impact that a cyber-security incident could have on our business and our relationships with customers and employees; and â€¢acts of war, riots or terrorism, including the continuing war on terrorism, as well as actions taken or to be taken by the United States or other governments as a result of further acts or threats of terrorism and the impact of these acts on economic, financial and social conditions in the United States.The risks included here are not exhaustive. Refer to the Risk Factors in this Item 1A for further discussion regarding our exposure to risks. You should be aware that any forward-looking statement in this Annual Report on Form 10-K and the documents incorporated herein by reference or elsewhere, speaks only as of the date on which we make it. Additionally, new risk factors emerge from time to time and it is not possible for us to predict all such risk factors, or to assess the impact such risk factors might have on our business or the extent to which any factor or combination of factors may cause actual results to differ materially from those contained in any forward-looking statements. You should not place undue reliance on any forward-21Table of Contentslooking statement. Except to the extent required by applicable law or regulation, we undertake no obligation to update or publish revised forward-looking statements to reflect events or circumstances after the date of this Annual Report on Form 10-K and the documents incorporated by reference, as the case may be, or to reflect the occurrence of unanticipated events.Risks Related to Our Business and OperationsThe environmental services industry is highly competitive and includes competitors that may have greater financial and operational resources, flexibility to reduce prices or other competitive advantages that could make it difficult for us to compete effectively.We principally compete with large national waste management companies, numerous municipalities and numerous regional and local companies. Competition for collection accounts is typically based on the quality of services, ease of doing business and/or price. Competition for disposal business is primarily based on geographic location, quality of operations and price. One of our competitors may have greater financial and operational resources than we do. Further, many counties and municipalities that operate their own collection and disposal facilities have the benefits of tax revenue and greater opportunities for tax-exempt financing. Our ability to obtain solid waste volume for our landfills also may be limited by the fact that some major collection operations also own or operate landfills to which they send their waste. In certain markets in which we do not own or operate a landfill, our collection operations may have difficulty competing effectively. We are also subject to risks associated with contracts awarded by municipalities and other entities through competitive bidding. For example, we may not be the successful bidder, we may need to lower our price in order to win or retain a contract, and our competitors may have lower financial expectations that permit them to reduce their prices in order to win a contract. If we were to lose market share or if we were to lower prices to address competitive issues, it could negatively impact our consolidated financial condition, results of operations and cash flows.Increases in the cost of fuel or petrochemicals increase our operating expenses, and we may not be able to recover such cost increases from our customers.We depend on fuel purchased in the open market to operate our collection and transfer trucks and other equipment used for collection, transfer, disposal and other environmental services. Fuel prices are unpredictable and fluctuate significantly based on events beyond our control, including geopolitical developments, actions by the Organization of the Petroleum Exporting Countries and other oil and gas producers, changes in refinery operations, supply and demand for oil and gas, war, terrorism and unrest in oil-producing countries, adverse weather and regional production patterns. Due to contractual or market factors, we may not be able to offset increased fuel costs resulting from such volatility through fuel recovery fees. Our fuel costs were $470 million in 2024, or 2.9% of revenue, compared to $542 million in 2023, or 3.6% of revenue.At current consumption levels, a twenty-cent per gallon change in the price of diesel fuel changes our fuel costs by approximately $27 million on an annual basis. Offsetting these changes in fuel expense would be changes in our fuel recovery fee charged to our customers. At current participation rates, we believe a twenty-cent per gallon change in the price of diesel fuel changes our fuel recovery fee by approximately $38 million. A substantial rise or drop in fuel costs could materially affect our revenue and cost of operations.Over the last decade, regulations have been adopted mandating changes in the composition of fuels for motor vehicles. The renewable fuel standards that the EPA sets annually affect the type of fuel our motor vehicle fleet uses. It is difficult to predict the quantity of renewable fuel volumes that the EPA will mandate for future years. These regulations are one of many factors that may affect the cost of the fuel we use.Part of our fleet of vehicles is powered by CNG and we also operate CNG fueling stations. We have invested higher upfront capital costs in order to purchase and support our CNG vehicles and fueling stations in order to reduce our overall fleet operating costs through lower fuel expenses and to create a competitive advantage in communities that focus on protecting the environment. CNG is not yet widely adopted in North America. As the CNG industry develops, new regulations, the availability of alternative fuel technologies, fluctuations in the price or availability of CNG or reductions in tax incentives for the use of CNG vehicles could substantially affect our revenue and costs of operations and reduce the benefits sought by investing in CNG vehicles and fueling stations. Our operations also require the use of products (such as liners at our landfills) whose costs may vary with the price of petrochemicals. An increase in the price of petrochemicals could increase the cost of those products, which would increase our operating and capital costs. Petrochemical prices, and hence our operating and capital costs, may be further affected by regulatory efforts to reduce greenhouse gases from the industries that produce such petrochemicals. We are also susceptible to increases in fuel recovery fees from our vendors.Fluctuations in prices for recycled commodities that we sell to customers may adversely affect our consolidated financial condition, results of operations and cash flows.22Table of ContentsWe purchase or collect and process recyclable materials such as paper, cardboard, plastics, aluminum and other metals for sale to third parties. Our results of operations may be affected by changing prices or market requirements for recyclable materials. The resale and purchase prices of, and market demand for, recyclable materials are volatile due to changes in economic conditions and numerous other factors beyond our control. For instance, in 2017 the Chinese government imposed strict limits on the import of recyclable materials, including by restricting the amount of contaminants allowed in imported recycled paper. These limitations significantly decreased the global demand for recyclable materials and resulted in lower commodity prices. Significant price fluctuations or increased operating costs may affect our consolidated financial condition, results of operations and cash flows. In 2024, approximately 82% of our recycling center volume was fiber-based and included OCC, ONP and other mixed paper.At current volumes and mix of materials, we believe a $10 per ton change in the price of recycled commodities change both annual revenue and operating income by approximately $11 million. Accordingly, a substantial rise or drop in recycled commodity prices could materially affect our revenue and operating income. Although we have entered into hedging agreements to help offset volatility in recycled commodity prices in the past, we do not have any such hedging agreements currently, and we may not enter into these agreements in the future.Acute and chronic weather events, including those brought about by climate change, may adversely impact our operations and increase the costs of collection, transfer, disposal and other environmental services we provide.Our operations could be adversely impacted by extreme weather events, changing weather patterns and rising mean temperature and sea levels, some of which we are already experiencing. For example, we have operations in multiple states that are affected by hurricanes and/or wildfires, and we have seen the impact of storms and associated flooding or other damage in our day-to-day operations and to our infrastructure. Changing weather patterns and rising temperatures are expected to result in more severe heat waves, fires, storms and other extreme weather events. Any of these factors could increase the volume of material collected or processed under our existing contracts (without corresponding compensation), impede our employees' and equipment's ability to operate, result in asset impairment, disrupt our supply chain, delay the development of landfill capacity, or reduce the volume of material generated by our customers. In addition, while we have business continuity plans in place for severe weather, natural disasters and other emergencies, these events may result in the temporary suspension of our operations, which can significantly affect our operating results in the affected regions during those periods.The environmental services industry is a capital-intensive industry and our capital expenditures may exceed current expectations, which could require us to obtain additional funding for our operations or impair our ability to grow our business.Our ability to remain competitive and to grow our business largely depends on our cash flow from operations and access to capital. If our capital efficiency programs cannot offset the effect of inflation and business growth, it may be necessary to increase the amount we spend. Additionally, if we make acquisitions or further expand our operations, the amount we spend on capital, capping, closure, post-closure, environmental remediation and other items will increase. Our cash needs also will increase if the expenditures for capping, closure, post-closure and remediation activities increase above our current estimates, which may occur over a long period due to changes in federal, state, provincial, or local government requirements and other factors beyond our control. Increases in expenditures would negatively impact our cash flows.We may be unable to obtain or maintain required permits or to expand existing permitted capacity of our facilities, which could decrease our revenue and increase our costs.We cannot assure you that we will be able to obtain or maintain the permits required for our operations because permits to operate new landfills, transfer stations and other facilities, or to expand the permitted capacity of existing landfills, increase acceptable volume at transfer stations or otherwise increase the capabilities of our facilities, have become more difficult and expensive to obtain and maintain. Permits often take years to obtain as a result of numerous hearings and compliance requirements with regard to zoning, environmental and other regulations. These permits are also often subject to resistance from citizen or other groups and other political pressures. Local communities and citizen groups, adjacent landowners, governmental agencies and others may oppose the issuance of a permit or approval we may need, allege violations of the permits under which we currently operate or laws or regulations to which we are subject, or seek to impose liability on us for environmental damage. Such actions could also create risks related to our reputation, which may limit our ability to do business. Responding to these challenges has, at times, increased our costs and extended the time associated with establishing new landfills, transfer stations and other facilities and expanding existing facilities. In addition, failure to receive regulatory and zoning approval may prohibit us from establishing new landfills, transfer stations and other facilities, or expanding existing facilities. Our failure to obtain the required permits to operate our landfills, transfer stations and other facilities could have a material adverse effect on our consolidated financial condition, results of operations and cash flows. In addition, we may have to transport and dispose collected waste at facilities operated by our competitors or haul the waste long distances at a higher cost to one of our other facilities, either of which could significantly increase our waste transportation and disposal costs.23Table of ContentsIf we do not appropriately estimate landfill capping, closure, post-closure and remediation costs, our consolidated financial condition and results of operations may be adversely affected.A landfill must be closed and capped, and post-closure maintenance commenced, once the landfill's permitted capacity is reached and additional capacity is not authorized. Further, we undertake remediation activities at some of our solid waste facilities. We have significant financial obligations relating to capping, closure, post-closure and remediation costs at our existing owned or operated landfills, and will have material financial obligations with respect to any future owned or operated landfills. We establish accruals for the estimated costs associated with capping, closure, post-closure and remediation obligations. We could underestimate such costs and our financial obligations for capping, closure, post-closure or remediation costs could exceed the amounts accrued or amounts otherwise receivable pursuant to trust funds established for this purpose. Additionally, if a landfill must be closed earlier than expected or its remaining airspace is reduced for any other reason, the accruals for capping, closure, post-closure and remediation could be required to be accelerated. If our capping, closure, post-closure or remediation costs exceed the amounts accrued, or if such accruals are required to be accelerated, this could have a material adverse effect on our consolidated financial condition, results of operations and cash flows. Alternatives to landfill disposal could reduce our disposal volumes and cause our revenues and operating results to decline.Most of the states in which we operate landfills require counties and municipalities to formulate comprehensive plans to reduce the volume of solid waste deposited in landfills through waste planning, composting, recycling or other programs. Some state and local governments mandate waste reduction at the source and prohibit the disposal of certain types of wastes, such as yard waste, at landfills. Further, many of our customers voluntarily are diverting waste to alternatives to landfill disposal, such as recycling and composting, while also working to reduce the amount of waste they generate. Many of the largest companies in the United States are setting zero-waste goals in which they strive to send no waste to landfills and some jurisdictions have enacted or are considering waste reduction regulations such as extended producer responsibility, organic diversion and minimum recycled content regulations. Although such actions help to protect our environment and reduce the impact of waste on climate change, they have reduced, and will in the future reduce, the volume of waste going to landfills and may affect the prices that we can charge for landfill disposal. Accordingly, we may not be able to operate our landfills at their current volumes or charge current prices for landfill disposal services due to possible decreases in demand for such services. If we cannot expand our service offerings and grow lines of business to service waste streams that do not go to landfills and to provide services for customers that wish to reduce waste entirely, this could have a negative effect on our consolidated financial condition, results of operations and cash flows. Further, even if we can develop such service offerings and lines of business, disposal alternatives nonetheless could have a negative effect on our consolidated financial condition, results of operations and cash flows.We could incur charges to income, which could be material, if landfill and transfer station site development projects or expansion projects are not completed, or certain other events occur.In accordance with the accounting principles generally accepted in the United States of America (U.S.Â GAAP), we capitalize certain expenditures relating to the development and expansion of landfills, transfer stations and other projects. If a facility or operation is permanently shut down

or determined to be impaired, or a development, expansion or other project is not completed or is determined to be impaired, we will charge against earnings any unamortized capitalized expenditures relating to such facility or project that we are unable to recover through sale, transfer or otherwise. We also carry a significant amount of goodwill on our consolidated balance sheets, which we must assess for impairment annually, and more frequently in the case of certain triggering events. We may incur charges against earnings in accordance with this policy, or other events may cause impairments. Such charges could have a material adverse effect on our results of operations.The business and assets we operate expose us to safety, operational and other risks, including the risk of personal injury to our employees or third parties. The provision of environmental services, including the operation of our facilities, a substantial fleet of trucks and other waste-related assets, involves risks. These risks include, among others, the risk of truck accidents, equipment defects, malfunctions and failures, improper use of dangerous equipment, the release of hazardous substances, fire and explosion, any of which could result in environmental liability, personal injury, loss of life, business interruption or property damage or destruction. While we carry insurance to cover many contingencies, and seek to minimize our exposure to these risks through maintenance, training and compliance programs, any substantial losses could have a material adverse effect on our business, results of operations and financial condition.We may be subject to work stoppages and other workforce effects, which could increase our operating costs and disrupt our operations.As of December 31, 2024, approximately 22% of our workforce was covered by collective bargaining agreements. If our union-represented employees engage in strikes, work stoppages or other slowdowns, we could experience a significant disruption of 24Table of Contentsour operations and an increase in our operating costs, which could have an adverse effect on our consolidated financial condition, results of operations and cash flows. We have experienced interrupted service when our union-represented employees have engaged in strikes and work stoppages in the past, and we would expect the same to occur as a result of any future strikes or work stoppages. Additional groups of employees may seek union representation in the future which could result in increased operating costs. If a greater percentage of our workforce becomes union-represented, our consolidated financial condition, results of operations and cash flows could be adversely impacted due to the potential for increased operating costs.We may not be able to achieve reduction of our greenhouse gas emissions and our other sustainability goals.Climate change and other sustainability matters are embedded in our core value and vision. As part of our strategic long-term plans to address sustainability, among other sustainability goals, we are committed to reducing our absolute Scope 1 and Scope 2 greenhouse gas emissions 35% by 2030 relative to the 2017 baseline year. The execution of our plans and achievement of our goals are subject to risks and uncertainties, including our ability to develop, obtain, license or scale the innovations, technologies and modeling and measurement tools that may be necessary to achieve our plans and the availability, cost and benefits of materials and infrastructure associated with our sustainability projects, such as our CNG vehicles, fleet electrification, recycling, circularity of key materials, landfill gas-to-energy and other renewable energy projects. In addition, increasing governmental and societal attention to sustainability matters, including expanding mandatory and voluntary reporting, diligence and disclosure on topics such as climate change, waste production, water usage, talent management and risk oversight, could expand the nature, scope and complexity of matters that we are required to control, assess and report. These and other rapidly changing laws, regulations, policies and related interpretations, as well as increased enforcement actions by various governmental and regulatory agencies, create challenges for us. If we are unable to continue to meet these challenges and comply with all laws, regulations, policies and related interpretations, and meet the sustainability values, standards and metrics that we set for ourselves, it could negatively impact our reputation and our business results.Risks Related to our Legal and Regulatory EnvironmentWe are subject to costly environmental and flow-control regulations and requirements that may affect our operating margins, restrict our operations and subject us to additional liability.Complying with laws and regulations governing the collection, treatment, storage, transfer and disposal of material, air quality and emissions of greenhouse gases, water quality and the remediation of contamination associated with the release of hazardous substances is costly. Laws and regulations often require us to, among other things, enhance or replace our equipment and to modify landfill operations or initiate final closure of a landfill. We may not be able to implement price increases sufficient to offset the costs of complying with these laws and regulations. In addition, environmental regulatory changes, including those relating to per- and polyfluoroalkyl substances (commonly referred to as PFAS) and other chemicals of emerging concern, could accelerate or increase expenditures for capping, closure, post-closure and environmental and remediation activities at our waste facilities and obligate us to spend sums in addition to those presently accrued for such purposes, which could have a negative effect on our consolidated financial position, results of operations and cash flows. For example, the EPA in 2024 listed two PFAS as hazardous substances under CERCLA, and has indicated it is considering listing additional PFAS as hazardous substances under CERCLA, which could trigger additional obligations or liabilities under CERCLA or other laws and regulations. Further, under certain municipal and other agreements, we are subject to landfill diversion requirements that if not met, subject us to liquidated damages and other costs and expenses, the result of which could adversely affect our business, reputation and operating margins.Our Group 3 operations and facilities also are subject to Canadian environmental laws and regulations, including federal and provincial regulations governing the management of hazardous waste, as well as various treaties, laws and regulations governing the ownership, operation and maintenance of maritime vessels used in the business. Our Group 3 operations are also subject to federal statutes regulating the treatment, storage and disposal of certain radioactive materials.Our business is and will continue to be affected by state, county, provincial, or local laws or regulations that restrict the transportation of solid waste across state, county, provincial, or other jurisdictional lines or that direct the flow of waste to a specified facility or facilities. Such laws and regulations could negatively affect our operations, resulting in declines in landfill volumes and increased costs of alternate disposal.Regulation of greenhouse gas emissions and other governmental regulations could impose costs on our operations, the magnitude of which is difficult to estimate.Efforts to curtail the emission of greenhouse gases and to ameliorate the effects of climate change continue to progress. Our landfill operations emit anthropogenic methane, identified as a greenhouse gas, and our vehicle fleet emits, among other things, 25Table of Contentscarbon dioxide, which also is a greenhouse gas. While passage of comprehensive, federal climate change legislation appears unlikely in the near term, we expect any such legislation, if enacted, to impose costs on our operations, which could be material.Absent comprehensive federal legislation to control greenhouse gas emissions, the EPA has taken certain actions administratively under its existing Clean Air Act authority. The EPA is compelled to issue rules by the United States Supreme Court's April 2007 Massachusetts v. EPA ruling that greenhouse gases are pollutants for purposes of the Clean Air Act and the EPA's December 2009 finding that continued emissions of greenhouse gases endanger human health and welfare. With respect to our light- and heavy-duty vehicle fleet, the EPA has issued regulations limiting greenhouse gas emissions and increasing fuel economy standards. The EPA and the NHTSA periodically issue additional regulations covering additional model years of vehicles, typically increasing the stringency of the relevant vehicle standards, and those rules are frequently challenged in court. For further discussion, see Item 1. Business â€“ Regulation â€“ Federal Regulation â€“ The Clean Air Act, in this Annual Report on Form 10-K. These standards and further federal efforts to curtail greenhouse gas emissions and to increase the fuel efficiency of light-duty and heavy-duty vehicles could have a material adverse effect on our consolidated financial condition, results of operations and cash flows. With regard to greenhouse gas emissions from our landfills, on July 14, 2016, the EPA issued amendments to its regulations that require large landfills that commenced construction, reconstruction or modification on or after July 17, 2014 to capture additional landfill gas to reduce emissions of methane and certain non-methane gases, which are recognized as greenhouse gases. In a separate action finalized that same day, the EPA issued updates to its 1996 Emission Guidelines to reduce emissions of landfill gas from existing active landfills. The EPA has taken further steps to implement these regulations. These regulations, or an amended version of them that eventually goes into effect, may require our landfills to deploy more stringent emission controls and monitoring systems, with resulting capital or operating costs. The application of these or other greenhouse gas regulations to our landfills could have a material adverse effect on our landfill operations and on our consolidated financial condition, results of operations and cash flows. We cannot predict what other actions or regulations the current administration may undertake that would affect our industry. In Canada, the federal Greenhouse Gas Pollution Pricing Act imposes a carbon pricing system for industry in provinces and territories that have not implemented carbon pricing systems of their own or, in the opinion of the federal government, have implemented carbon pricing systems that do not align with the federal benchmark requirements. This federal system imposes a carbon levy to the sale of fuel and sets out an output-based pricing system that applies to industrial emitters that meet certain criteria set out in the statute and its regulations, which creates a price incentive for industrial emitters to reduce greenhouse gas emissions by establishing a regulatory trading system for industry. The carbon levy on fuel is administered by the Canada Revenue Agency and is a carbon tax that applies to the sale of 22 different types of fuel as set out in the statute and its regulations. As of 2024, the Fuel Charge is $80 per ton of CO2e and will increase to $95 per ton on April 1, 2025 and to $170 per ton by 2030. Additionally, the Canadian federal government proposed draft regulations in June 2024 intended to reduce methane emissions from solid waste landfills, the consultation period for which closed on August 28, 2024. Both direct and indirect costs associated with compliance with this and other greenhouse gas legislation could have a material adverse effect on our consolidated financial condition, results of operations and cash flows, including material increases to our capital or operating costs related to matters such as infrastructure upgrades or increased fuel costs.We may incur losses from liabilities that are not covered by our insurance. Changes in insurance markets also may impact our financial results.We may incur liabilities or suffer losses arising from our operations or properties that resulted in harm to the environment, property, employees or the general public. We maintain insurance for these liabilities and losses, including high deductibles for our environmental liability insurance coverage. If we were to incur substantial liability or loss in connection with these contingencies, our insurance coverage may be inadequate to cover such liability or loss. This could have a material adverse effect on our consolidated financial condition, results of operations and cash flows.Also, due to the variable condition of the insurance market, we have experienced, and may experience in the future, increased insurance retention levels and increased premiums or unavailability of insurance. As we assume more risk for insurance through higher retention levels, we may experience more variability in our insurance reserves and expense.26Table of ContentsDespite our efforts, we may incur additional liability under environmental laws in excess of amounts presently known and accrued.We are a potentially responsible party at many sites under CERCLA, which provides for the remediation of contaminated facilities and imposes strict, joint and several liability for the cost of remediation on current owners and operators of a facility at which there has been a release or a threatened release of a hazardous substance. CERCLA liability also extends to parties who were site owners and operators at the time hazardous substances were disposed and on persons who arrange for the disposal of such substances at the facility (e.g., generators of the waste and transporters who selected the disposal site). Hundreds of substances are defined as hazardous under CERCLA and their presence, even in minute amounts, can result in substantial liability.Notwithstanding our efforts to comply with applicable environmental laws, we may have additional liability under environmental laws in excess of our current reserves because, among other things, hazardous substances may be present in waste collected by us or disposed of in our landfills (or in waste collected, transported or disposed of in the past by businesses we have acquired), environmental laws or regulations may change, or there may be adverse environmental conditions that develop or were otherwise previously unknown to us. Environmental liabilities in excess of our current reserves could have a material adverse effect on our consolidated financial position, results of operations and cash flows.Currently pending or future litigation or governmental proceedings could result in material adverse consequences, including judgments or settlements.We are and will continue to be involved in lawsuits, regulatory inquiries and governmental and other legal proceedings. Many of these matters raise complicated factual and legal issues and are subject to uncertainties. The timing of the final resolutions to lawsuits, regulatory inquiries and governmental and other legal proceedings is uncertain. Further, the possible outcomes or resolutions to these matters could include adverse judgments, fines or settlements, any of which could require substantial payments and adversely affect our consolidated financial condition, results of operations and cash flows.For example, we incur costs to defend against litigation brought by government agencies and private parties who allege we are in violation of our permits and applicable environmental laws and regulations, or who assert claims alleging nuisance, environmental damage, personal injury or property damage. As a result, we may be required to pay fines or judgments or implement corrective measures, or we may have our permits and licenses modified or revoked. A significant judgment against us or settlement, the loss of a significant permit or license, or the imposition of a significant fine could have a material adverse effect on our consolidated financial condition, results of operations and cash flows. We establish accruals for our estimates of the costs associated with lawsuits, regulatory, governmental and other legal proceedings. We could underestimate such accruals. Such shortfalls could result in significant unanticipated charges to income.Changes to federal renewable fuel policies could affect our financial performance in that sector as a renewable fuel producer and impact our projected future investments.We are engaged in 79 landfill gas-to-energy and other renewable energy projects. The production of renewable fuel through certain of these projects is incentivized by the federal Renewable Fuel Standard (RFS) program. Oil refiners and importers are required through the RFS program to blend specified volumes of renewable transportation fuels with gasoline or buy RINs from renewable fuel producers. RIN prices generally respond to administrative actions, decisions and/or regulations from the EPA, including the issuance of an annual renewable volumetric obligation, as well as fluctuations in supply and demand. Changes in the RFS market, the structure of the RFS program or RIN prices and demand may impact the financial performance of the projects developed to capture and treat gas and could impact or alter our projected future investments.Risks Related to Financial Strategy and IndebtednessWe have substantial indebtedness, which may limit our financial flexibility.As of December 31, 2024, we had approximately $13 billion in principal value of debt and finance leases outstanding. This amount of indebtedness and our debt service requirements may limit our financial flexibility to access additional capital and make capital expenditures and other investments in our business, to withstand economic downturns and interest rate increases, to plan for or react to changes in our business and our industry and to comply with the financial and other covenants of our debt instruments. Further, our ability to comply with these financial and other covenants may be affected by changes in economic or business conditions or other events that are beyond our control. If we do not comply with these covenants, we may be required to take actions such as reducing or delaying capital expenditures, reducing or eliminating dividends or stock repurchases, selling assets, restructuring or refinancing all or part of our existing debt, or seeking additional equity capital.We may be unable to maintain our credit ratings or execute our financial strategy.27Table of ContentsOur ability to execute our financial strategy depends in part on our ability to maintain investment grade ratings on our debt. The credit rating process is contingent upon a number of factors, many of which are beyond our control. We may not be able to maintain our investment grade ratings in the future. If we were unable to do so, our interest expense would increase and our ability to obtain financing on favorable terms may be adversely affected.Our financial strategy also depends on our ability to generate sufficient cash flow to reinvest in our existing business, fund internal growth, acquire other environmental services businesses, pay dividends, repurchase stock and take other actions to enhance shareholder value. We may not succeed in executing our broad-based pricing initiatives, and we may not generate sufficient cash flow to execute our financial strategy, pay cash dividends at our present rate, or increase them, or be able to continue our share repurchase program.Weakness in the United States economy may expose us to credit risk for amounts due from governmental entities, large national accounts, industrial customers and others.Weakness in the United StatesÂ economy can reduce the amount of taxes collected by various governmental entities. We provide services to a number of these entities, including numerous municipalities. These governmental entities may suffer financial difficulties resulting from a decrease in tax revenue and may ultimately be unable or unwilling to pay amounts owed to us. In addition, weakness in the economy may cause other customers, including our large national accounts, or industrial or other environmental services clients, to suffer financial difficulties and ultimately to be unable or unwilling to pay amounts owed to us. This could negatively impact our consolidated financial condition, results of operations and cash flows.Our consolidated financial statements are based on estimates and assumptions that may differ from actual results. The liabilities we record based on such estimates and assumptions may not be adequate to cover the costs we ultimately will face.Our consolidated financial statements have been prepared in accordance with U.S.Â GAAP and necessarily include amounts based on management's estimates. Actual results may differ from these amounts. Significant items requiring management to make subjective or complex judgments that are inherently uncertain include the recoverability of long-lived assets, the depletion and amortization of landfill development costs, accruals for final capping, closure and post-closure costs, valuation allowances for accounts receivable and deferred tax assets, liabilities for potential litigation, claims and assessments and liabilities for environmental remediation, multiemployer pension plans, employee benefit plans, deferred taxes, uncertain tax positions, insurance and our estimates of the fair values of assets acquired and liabilities assumed in any acquisition. The liabilities recorded for items such as these may not be adequate to cover the costs we ultimately will face.Our obligation to fund multiemployer pension plans to which we contribute, or our withdrawal from such plans, may have an adverse effect on us.We participate in multiemployer pension plans that generally provide retirement benefits to participants of contributing employers. We do not administer these plans and generally are not represented on the boards of trustees of these plans. The Pension Protection Act enacted in 2006 (the PPA) requires under-funded pension plans to improve their funding ratios. Based on the information available to us, we believe that some of the multiemployer plans to which we contribute are either critical or endangered as those terms are defined in the PPA. We cannot presently determine the amount of additional funding, if any, we may be required to make to these plans. However, plan assessments could have a material adverse effect on our

results of operations or cash flows for a given period.Further, under current law, upon the termination of a multiemployer pension plan, or in the event of a withdrawal by us (which we consider from time to time) or a mass withdrawal of contributing employers (each, a Withdrawal Event), we would be required to make payments to the plan for our proportionate share of the plan's unfunded vested liabilities. We cannot assure you that there will not be a Withdrawal Event with respect to any of the multiemployer pension plans to which we contribute or that, in the event of such a Withdrawal Event, the amounts we would be required to contribute would not have a material adverse effect on our consolidated financial condition, results of operations and cash flows.For additional discussion and detail regarding multiemployer pension plans see Note 12, Employee Benefit Plans, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.Risks Related to Our Growth StrategyWe may be unable to manage our growth effectively.Our growth strategy places significant demands on our financial, operational and management resources. To continue our growth, we may need to add administrative, managerial and other personnel, and may need to make additional investments in operations and systems. We may not be able to find and train qualified personnel, or do so on a timely basis, or to expand or otherwise modify our operations and systems to the extent, and in the time, required.28Table of ContentsWe may be unable to execute our acquisition growth strategy.Our ability to execute our growth strategy depends in part on our ability to identify and acquire desirable acquisition candidates and on our ability to successfully integrate acquired operations into our business. The integration of our operations with those of acquired companies may present significant challenges to our management. In addition, competition for acquisition candidates may prevent us from acquiring certain acquisition candidates. Thus, we cannot assure you that:â€¢desirable acquisition candidates exist or will be identified;â€¢we will be able to acquire any of the candidates identified;â€¢we will effectively integrate and manage companies we acquire;Â orâ€¢any acquisitions will be profitable or accretive to our earnings.If any of these factors force us to alter our growth strategy, our growth prospects could be adversely affected.Businesses we acquire may have undisclosed liabilities.Our due diligence investigations of acquisition candidates may fail to discover certain undisclosed liabilities. If we acquire a company with undisclosed liabilities such as environmental, remediation or contractual liabilities, as a successor owner we may be responsible for such undisclosed liabilities. We try to minimize our exposure to such liabilities by conducting due diligence, by obtaining indemnification from each seller of the acquired companies, by deferring payment of a portion of the purchase price as security for the indemnification, by obtaining representations and warranties insurance and by acquiring only specified assets. However, we may not be able to obtain indemnification, insurance coverage or other security, and such indemnification, insurance coverage or other security obtained may not be enforceable, collectible or sufficient in amount, scope or duration to fully offset any undisclosed liabilities arising from our acquisitions.Risks Related to Technology and Intellectual PropertyOur strategy includes an increasing dependence on technology in our operations. If any of our key technology fails, our business could be adversely affected. Our operations are increasingly dependent on technology. Our information technology systems are critical to our ability to drive profitable growth through differentiation, continue the implementation of standardized processes and deliver a consistent customer experience. One of our three differentiating capabilities is to enable our customers to do business with us through more channels and with better access to information and, accordingly, we have made substantial investment in our e-commerce platform. Problems with the operation of the information or communication technology systems we use could adversely affect, or temporarily disable, all or a portion of our operations. Inabilities and delays in implementing new systems can also affect our ability to realize projected or expected revenueÂ or cost savings. Further, any systems failures could impede our ability to timely collect and report financial results in accordance with applicable laws. Emerging technologies, including those that are used to recycle and process waste as an alternative to disposal of waste in landfills, represent risks, as well as opportunities, to our current business model. The costs associated with developing or investing in emerging technologies could require substantial capital and adversely affect our results of operations and cash flows. Delays in the development or implementation of such emerging technologies and difficulties in marketing new products or services based on emerging technologies could have similar negative impacts. Our financial results may suffer if we are not able to develop or license emerging technologies, or if a competitor obtains exclusive rights to an emerging technology that disrupts the current methods used in the environmental services industry.A cybersecurity incident could negatively impact our business and our relationships with customers.We use information technology and operational technology assets, including computer and information networks, in substantially all aspects of our business operations. We also use mobile devices, social networking and other online activities to connect with our employees and our customers. Such uses give rise to cybersecurity risks, including security breach, espionage, system disruption, theft and inadvertent release of information. Our business involves the storage and transmission of numerous classes of sensitive and/or confidential information and intellectual property, including customersâ€™ personal information, private information about employees and financial and strategic information about us and our business partners. We also rely on a Payment Card Industry compliant third party to protect our customersâ€™ credit card information. In connection with our strategy to grow through acquisitions and to pursue new initiatives that improve our operations and cost structure, we are also expanding and improving our information technologies, resulting in a larger technological presence and corresponding exposure to cybersecurity risk. If we fail to assess and identify cybersecurity threats associated with acquisitions and new initiatives, we may become increasingly vulnerable to such threats. Additionally, while we have implemented measures to prevent security breaches and cyber incidents, our preventive measures and incident response efforts may not be entirely effective. Also, the 29Table of Contentsregulatory environment surrounding information security and privacy is increasingly demanding, with the frequent imposition of new and constantly changing requirements. This changing regulatory landscape may cause increasingly complex compliance challenges, which may increase our compliance costs. Any failure to comply with these changing security and privacy laws and regulations could result in significant penalties, fines, legal challenges and reputational harm. The theft, destruction, loss, misappropriation, or release of sensitive and/or confidential information or intellectual property, or interference with our information technology systems or the technology systems of third parties on which we rely, could result in business disruption, negative publicity, brand damage, violation of privacy laws, loss of customers, potential liability and competitive disadvantage.Other Risks Relevant to Our BusinessPrice increases may not be adequate to offset the effect of increased costs and may cause us to lose volume.We seek to secure price increases necessary to offset increased costs, improve our operating margins and earn an appropriate return on our substantial investments in assets such as our landfills. From time to time, our competitors reduce their prices in an effort to expand their market share. Contractual, general economic or market-specific conditions also may limit our ability to raise prices. For example, many of our contracts have price adjustment provisions that are tied to an index such as the consumer price index. Particularly in a weak or volatile United StatesÂ economy, our costs may increase in excess of the increase, if any, in the consumer price index. This may continue to be the case even when the United StatesÂ economy recovers because a recovery in the environmental services industry historically has lagged behind a recovery in the general economy. As a result, we may be unable to offset increases in costs, improve our operating margins and obtain adequate investment returns through price increases. Price increases also might cause us to lose volume to lower-cost competitors.The loss of key personnel could have a material adverse effect on our consolidated financial condition, results of operations, cash flows and growth prospects.Our future success depends on the continued contributions of several key employees and officers. The loss of the services of key employees and officers, whether through resignation or other causes, or the inability to attract additional qualified personnel, could have a material adverse effect on our consolidated financial condition, results of operations, cash flows and growth prospects. In some of our markets, we compete with other similar businesses which may drive labor costs or reduce the amount of available qualified personnel.The introduction of new accounting rules, laws or regulations could adversely impact our reported results of operations.Complying with new accounting rules, laws or regulations, such as, for example, those related to our asset retirement obligations and environmental liabilities, could adversely impact our results of operations or cause unanticipated fluctuations in our results of operations or financial conditions in future periods.In September 2024, the U.S. Treasury and the IRS proposed regulations regarding the calculation of the Corporate Alternative Minimum Tax (CAMT). The CAMT was enacted as part of the Inflation Reduction Act of 2022 and generally applies to large corporations with average annual financial statement income exceeding $1 billion. The proposed regulations include a mathematical formula that would be used to allocate an investorâ€™s distributive share of income and loss from partnership investments, including investments in renewable energy projects through tax equity partnerships accounted for using the Hypothetical Liquidation at Book Value method (HLBV). As currently proposed, the application of such mathematical formula to our investments accounted for using HLBV, particularly during the early phases of a renewable energy facilityâ€™s operation, could result in us incurring substantial taxes under the CAMT. We believe such a result would be both unintended and inconsistent with the underlying policy of the CAMT. In response, we have both submitted comments and testified at an IRS hearing to address our concerns. If our concerns about this mathematical formula are not addressed in a favorable manner and the regulations are adopted as proposed, they could require the payment of significant additional income taxes that could adversely impact our results of operations or cause unanticipated fluctuations in our results of operations or financial conditions in future periods.Weakened or volatile economic conditions have and may continue to harm our industry, business and results of operations.Our business is directly affected by changes in local, national, global and general economic factors and overall economic activity that are outside of our control, including changes in governmental monetary policies, international trade restrictions, consumer confidence, slowing economic growth, inflation, pandemics, supply chain issues and interest rates. In recent years, for example, the COVID-19 pandemic, inflation, the Ukraine-Russia conflict, United States-China relations, the Israel-Gaza conflict, monetary policy changes, and the resulting increases in interest rates negatively impacted the economy, disrupted supply chains and created significant volatility and disruption of financial markets. In particular, disruption of the labor market and supply chains related to vehicles, especially trucks and the mechanical and electrical components necessary to service them, negatively impacts our ability to provide services. A weak or volatile economy may result in decreases in volumes, which adversely affects our revenues. In addition, we have certain fixed costs (e.g., facility expense associated with long-term leases, 30Table of Contentsdepreciation expense and accretion expense), which may be difficult to adjust quickly to match declining volume levels. Consumer uncertainty and the loss of consumer confidence may decrease overall economic activity and thereby limit the amount of services we provide. Additionally, a decline in volumes may result in increased competitive pricing pressure and increased customer turnover, resulting in lower revenue and increased operating costs. Operating in an environment of worsening economic conditions could have a material adverse effect on our consolidated financial condition, results of operations and cash flows. Further, recovery in the environmental services industry historically has lagged behind recovery in the general economy. Accordingly, we cannot assure you that an improvement in general economic conditions will result in an immediate, or any, improvement in our consolidated financial condition, results of operations or cash flows.ITEM 1B. UNRESOLVED STAFF COMMENTSNone.ITEM 1C. CYBERSECURITYCybersecurity Risk Management and StrategyRepublicâ€™s technology and cybersecurity programs are crucial to maintaining secure operations, which enable us to deliver on our promise to customers and maintain stakeholder trust. Our Cybersecurity organization, led by our Chief Information Security Officer (CISO), is responsible for establishing, implementing and executing our cybersecurity program and strategy. Our CISO has over 20 years of information technology, information technology audit, and cybersecurity experience, and is involved in assessing the latest developments in cybersecurity, including potential threats and innovative risk management techniques.Our cybersecurity program is a critical component of our enterprise risk management process overseen by our Board of Directors, and we have integrated cybersecurity-related risks into our overall enterprise risk management framework. Additionally, cybersecurity-related risks are included in the risk universe that the risk management function evaluates to assess top risks to the enterprise on an annual basis.Our Cybersecurity organization proactively identifies, manages, and mitigates cyber risk in a variety of ways, including but not limited to: a.A formal enterprise-wide cybersecurity policy and related standards; b.Cybersecurity training and employee phishing simulations; c.Scheduled and ad hoc internal and external penetration tests; d.Cyber incident response, IT disaster recovery, and business continuity plans; e.Cybersecurity assessments and remediation planning as part of our M&A due diligence process;f.Identity and access management controls; g.Third-party risk assessment and management for vendors and third-party service providers; and h.Cyber incident tabletop exercises for our Board of Directors and management. A primary element of our cybersecurity program is the implementation of controls that are aligned with industry guidelines and applicable regulations to identify threats, deter attacks, and protect our information security assets. We have procedures in place for selecting and managing our relationships with third-party service providers and other business partners, including to monitor compliance with our agreements and regulatory and legal requirements. We also actively engage with industry participants and intelligence and law enforcement communities as part of our continuing efforts to evaluate and enhance the effectiveness of our information security policies and procedures. Our cybersecurity program is designed based on the concepts of control maturity and control efficacy. For control maturity, our cybersecurity program is aligned to the National Institute of Standards and Technology Cybersecurity Framework (NIST CSF) and is assessed annually by an independent third party against our yearly control maturity targets in the context of current cyber threat and industry trends. The NIST CSF assessment results are used to validate the progress made against the current year maturity targets, inform the programâ€™s strategic priorities and establish maturity targets for the following year. These assessment results are provided to our Audit Committee and our Board of Directors on an annual basis. For control efficacy, the cybersecurity program leverages a variety of metrics and measurements to demonstrate whether the control objectives are being consistently achieved within the target range. Monthly security operation (SecOps) reviews are utilized to monitor metric trends and root causes to determine potential capability improvements. The monthly SecOps reviews and related actions are aggregated into a subset of key metrics reviewed quarterly by the Audit Committee.Cybersecurity Governance 31Table of ContentsOur Audit Committee oversees the management of our cybersecurity risk exposures and the steps management has taken to monitor and control such exposures. At each quarterly meeting, the Audit Committee receives an update from our CISO and other members of management on relevant topics, including cybersecurity program maturity progress, new capabilities implemented, penetration testing results, key cyber risk metrics (e.g., simulated phishing testing and vulnerability management) and notable incidents or events should they occur. On an annual basis, our Board of Directors meets with our CISO and our third-party cybersecurity consultant to review our cybersecurity strategy and the results of our NIST CSF assessment. In accordance with our cybersecurity incident response plan, our Board is promptly informed of potentially material cybersecurity incidents, including with respect to our third-party service providers.Although we have experienced cybersecurity incidents from time to time that have not had a material adverse effect on our business, financial condition, or results of operations, there can be no assurance that a cyber-attack, security breach, or other cybersecurity incident will not have a material adverse effect on us in the future. For a discussion regarding risks from cybersecurity threats that have or are reasonably likely to affect the company, see our risk factors, including the risk factors titled â€œOur strategy includes an increasing dependence on technology in our operations. If any of our key technology fails, our business could be adversely affected.â€ and â€œA cybersecurity incident could negatively impact our business and our relationships with customers.â€ in Item 1A of this Annual Report on Form 10-K.ITEM 2.PROPERTIESOur corporate office is located at 18500 North Allied Way, Phoenix, Arizona 85054, where we currently lease approximately 150,000Â square feet of office space. Our principal property and equipment consists of land, landfills, buildings, vehicles and equipment. We own or lease real property in the United States and Canada where we conduct operations. As of December 31, 2024, we operated across the United States and Canada through 367 collection operations, 248 transfer stations, 75 recycling centers, 208 active landfills, 2 treatment, recovery and disposal facilities, 23 TSDFs, 5 salt water disposal wells, 14 deep injection wells and 1 polymer center. In the aggregate, our active solid waste landfills total 118,938 acres, including 41,158 permitted acres. We are engaged in 79 landfill gas-to-energy and other renewable energy projects and had post-closure responsibility for 125 closed landfills. We believe that our property and equipment are adequate for our current needs.ITEM 3.LEGAL PROCEEDINGSGeneral Legal ProceedingsWe are subject to extensive and evolving laws and regulations and have implemented safeguards to respond to regulatory requirements. In the normal course of our business, we become involved in legal proceedings. Some may result in fines, penalties or judgments against us, or settlements, which may impact earnings and cash flows for a particular period. Although we cannot predict the ultimate outcome of any legal matter with certainty, we do not believe the outcome of any of our pending legal proceedings will have a material adverse effect on our consolidated financial position, results of operations or cash flows.As used in the immediately following paragraph, the term legal proceedings refers to litigation and similar claims against us and our subsidiaries, excluding: (1)Â ordinary course accidents, general commercial liability and workers' compensation claims, which are covered by insurance programs, subject to customary deductibles, and which, together with self-insured employee health care costs, are discussed in Note 7, Other Liabilities, to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K; and (2)Â environmental remediation liabilities, which totaled $447 million at December 31, 2024 and which are discussed in Note 8, Landfill and Environmental Costs, to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.We accrue for legal proceedings when losses become probable and reasonably estimable. We have recorded an aggregate accrual of approximately $13 million relating to our outstanding legal proceedings as of December 31, 2024. As of the end of each applicable reporting period, we review each of our legal proceedings and, where it is probable that a liability has been incurred, we accrue for all probable and reasonably estimable losses. Where we are able to reasonably

estimate a range of losses we may incur with respect to a matter, we record an accrual for the amount within the range that constitutes our best estimate. If we are able to reasonably estimate a range but no amount within the range appears to be a better estimate than any other, we use the amount that is the low end of such range. If we had used the high ends of such ranges, our aggregate potential liability would be approximately $6 million higher than the amount recorded as of December 31, 2024.32Table of ContentsLegal Proceedings over Certain Environmental Matters Involving Governmental Authorities with Possible Sanctions of $1,000,000 or MoreItemÂ 103 of the SEC's Regulation S-K requires disclosure of certain environmental matters when a governmental authority is a party to the proceedings and the proceedings involve potential monetary sanctions unless we reasonably believe the monetary sanctions will not equal or exceed a threshold which we determine is reasonably designed to result in disclosure of any such proceeding that is material to our business or financial condition. We have determined such disclosure threshold to be $1,000,000. We have no matters to disclose in accordance with that requirement.ITEM 4.MINE SAFETY DISCLOSURESNone.33Table of ContentsPARTÂ IIITEM 5.MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIESMarket Information, Holders and DividendsThe principal market for our common stock is the New York Stock Exchange, and it is traded under the symbol RSG. There were 460 holders of record of our common stock at FebruaryÂ 6, 2025, which does not include beneficial owners for whom CedeÂ & Co. or others act as nominees.In January 2025, our Board of Directors declared a regular quarterly dividend of $0.580 per share for shareholders of record on JanuaryÂ 2, 2025. We expect to continue to pay quarterly cash dividends, and we may consider increasing our dividends if we believe it will enhance shareholder value.We have the ability under our credit facilities to pay dividends and repurchase our common stock if we are in compliance with the financial covenants in our credit facilities. As of December 31, 2024, we were in compliance with those financial covenants.Issuer Purchases of Equity SecuritiesThe following table provides information relating to our purchases of shares of our common stock during the three months ended December 31, 2024:TotalÂ Numberof Shares PurchasedÂ (a)AverageÂ PriceÂ PaidperÂ Share (a) (d)TotalÂ NumberÂ ofÂ Shares PurchasedÂ asPartÂ ofÂ PubliclyAnnouncedÂ ProgramÂ (b)Dollar ValueÂ of SharesÂ that MayÂ YetÂ Be Purchased UnderÂ theÂ ProgramÂ (c) (d)OctoberÂ 1 â€“ 31213,887Â $199.63Â 213,887Â $2,636,641,614Â NovemberÂ 1 â€“ 30175,021Â $199.14Â 175,021Â $2,601,787,584Â December 1 â€“ 31400,000Â $203.41Â 400,000Â $2,520,421,874Â 788,908Â 788,908Â (a)In October 2023, our Board of Directors approved a $3Â billion share repurchase authorization effective starting January 1, 2024 and extending through December 31, 2026. Share repurchases under the program may be made through open market purchases or privately negotiated transactions in accordance with applicable federal securities laws. While the Board of Directors has approved the program, the timing of any purchases, the prices and the number of shares of common stock to be purchased will be determined by our management, at its discretion, and will depend upon market conditions and other factors. The share repurchase program may be extended, suspended or discontinued at any time. As of December 31, 2024, there were less than 1 million repurchased shares pending settlement.(b)The total number of shares purchased as part of the publicly announced program were all purchased pursuant to the October 2023 authorization.(c)Shares that may be purchased under the program exclude shares of common stock that may be surrendered to satisfy statutory minimum tax withholding obligations in connection with the vesting of restricted stock units and performance stock units issued to employees.(d)Excludes a 1% excise tax imposed by the Inflation Reduction Act.Recent Sales of Unregistered SecuritiesThere were no sales of unregistered securities during the three months ended December 31, 2024.34Table of ContentsPerformance GraphThe following graph compares the performance of our common stock to the StandardÂ & Poorâ€™s 500 Stock Index (S&P 500 Index) and the Dow Jones WasteÂ & Disposal Services Index (DJ W&DS Index). The graph covers the period from DecemberÂ 31, 2019 to December 31, 2024 and assumes that the value of the investment in our common stock and in each index was $100 as of DecemberÂ 31, 2019 and that all dividends were reinvested.The following performance graph and related information shall not be deemed "soliciting material" or to be "filed" with the SEC, nor shall such information be incorporated by reference into any future filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, each as amended, except to the extent that we specifically incorporate it by reference into such filing. Â Indexed Returns for the Years Ended December 31,Â 20192020202120222023 2024Republic Services, Inc.$100Â $110Â $161Â $151Â $196Â $241Â S&P 500 Index$100Â $118Â $152Â $125Â $158Â $197Â DJ W&DS Index$100Â $107Â $149Â $141Â $166Â $198Â Note: Prepared by Zacks Investment Research, Inc. Used with permission. All rights reserved. Copyright 1980-2024. Index data: Copyright Standard and Poor's, Inc. Used with permission. All rights reserved. Index data: Copyright Dow Jones, Inc. Used with permission. All rights reserved.ITEM 6.[RESERVED]35Table of ContentsITEM 7.MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONSYou should read the following discussion in conjunction with our audited consolidated financial statements and the notes thereto included in Part II, Item 8 of this Annual Report on Form 10-K. This discussion may contain forward-looking statements that anticipate results that are subject to uncertainty. We discuss in more detail various factors that could cause actual results to differ from expectations in Part I, ItemÂ 1A, Risk Factors in this Annual Report on Form 10-K.For further discussion regarding our results of operations for the year ended December 31, 2023 as compared to the year ended December 31, 2022, refer to Part II, Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations, in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023. Recent Developments2025 Financial GuidanceIn 2025, we will focus on pricing in excess of cost inflation, driving profitable volume growth, investing in sustainability to improve the environment and drive growth, investing in value-creating acquisitions and advancing technology to improve productivity and increase customer retention. Specific guidance follows:RevenueWe expect revenue to be in the range of $16.850 billion to $16.950Â billion. We expect growth from average yield on total revenue to be approximately 4% and related revenue to be approximately 5%. We expect the impact from volume on total revenue to be in a range of (0.25%) to 0.25%. Adjusted Diluted Earnings per ShareThe following is a summary of anticipated adjusted diluted earnings per share for the year ending December 31, 2025 compared to the actual adjusted diluted earnings per share for the year ended December 31, 2024. Adjusted diluted earnings per share is not a measure determined in accordance with U.S. GAAP:(Anticipated) Year Ending December 31, 2025(Actual) Year Ended December 31, 2024Diluted earnings per shareÂ 6.79 - 6.87$6.49Â Restructuring charges0.03Â 0.07Â Gain on business divestitures and impairments, netâ€”Â (0.07)Adjustment to withdrawal liability for multiemployer pension fundsâ€”Â (0.02)Loss on extinguishment of debt and other related costsâ€”Â (0.01)Adjusted diluted earnings per share6.82 - 6.90$6.46Â We believe that the presentation of adjusted diluted earnings per share provides an understanding of operational activities before the financial effect of certain items. We use this measure, and believe investors will find it helpful, in understanding the ongoing performance of our operations separate from items that have a disproportionate effect on our results for a particular period. We have incurred comparable charges and costs in prior periods, and similar types of adjustments can reasonably be expected to be recorded in future periods. Our definition of adjusted diluted earnings per share may not be comparable to similarly titled measures presented by other companies.The guidance set forth above constitutes forward-looking information and is not a guarantee of future performance. The guidance is based upon the current beliefs and expectations of our management and is subject to significant risk and uncertainties that could cause actual results to differ materially from those shown above. See Item 1A. Risk Factors - Disclosure Regarding Forward-Looking Statements.OverviewRepublic is one of the largest providers of environmental services in the United States, as measured by revenue. As of December 31, 2024, we operated across the United States and Canada through 367 collection operations, 248 transfer stations, 75 recycling centers, 208 active landfills, 2 treatment, recovery and disposal facilities, 23 treatment, storage and disposal facilities (TSDF), 5 salt water disposal wells, 14 deep injection wells and 1 polymer center. We are engaged in 79 landfill gas-to-energy and other renewable energy projects and had post-closure responsibility for 125 closed landfills.Revenue for the year ended December 31, 2024 increased by 7.1% to $16,032 million compared to $14,965 million in 2023. This change in revenue is due to increased average yield of 5.1%, acquisitions, net of divestitures of 2.6%, recycling processing 36Table of Contentsand commodity sales of 0.5%, change in workdays of 0.3% and environmental solutions revenue of 0.1%, partially offset by decreased volume of 1.1% and fuel recovery fees of 0.4%.The following table summarizes our revenue, costs and expenses for the years ended December 31, 2024 and 2023 (in millions of dollars and as a percentage of revenue):Â 20242023Revenue$16,032Â 100.0Â %$14,965Â 100.0Â %Expenses:Cost of operations9,350Â 58.3Â 8,943Â 59.8Â Depreciation, amortization and depletion of property and equipment1,517Â 9.5Â 1,368Â 9.1Â Amortization of other intangible assets79Â 0.5Â 66Â 0.4Â Amortization of other assets81Â 0.5Â 67Â 0.5Â Accretion107Â 0.7Â 98Â 0.7Â Selling, general and administrative1,674Â 10.4Â 1,609Â 10.8Â Adjustment to withdrawal liability for multiemployer pension fundsâ€”Â â€”Â 5Â â€”Â Gain on business divestitures and impairments, net(1)â€”Â (4)â€”Â Restructuring charges29Â 0.2Â 33Â 0.2Â Operating income$3,196Â 19.9Â %$2,780Â 18.5Â %Our pre-tax income was $2,432 million for the year ended December 31, 2024, compared to $2,191 million in 2023. Our net income attributable to Republic Services, Inc. was $2,043 million, or $6.49 per diluted share, for 2024, compared to $1,731 million, or $5.47 per diluted share, for 2023.During 2024 and 2023, we recorded a number of charges, other expenses and benefits that impacted our pre-tax income, tax impact, net income attributable to Republic Services, Inc. (net incomeÂ â€“ Republic) and diluted earnings per share as noted in the following table (in millions, except per share data). Additionally, see our Results of Operations section of this Management's Discussion and Analysis of Financial Condition and Results of Operations for a discussion of other items that impacted our earnings during the years ended December 31, 2024 and 2023. For comparative purposes, prior year amounts have been reclassified to conform to current year presentation.Â Year Ended December 31, 2024Year Ended December 31, 2023Â Pre-taxIncomeTax Impact(1)NetIncome -RepublicDilutedEarningsperSharePre-taxIncomeTax Impact(1)NetIncome -RepublicDilutedEarningsperShareAs reported$2,432Â $389Â $2,043Â $6.49Â $2,191Â $460Â $1,731Â $5.47Â Restructuring charges29Â 8Â 21Â 0.0733Â 8Â 25Â 0.08Gain on extinguishment of debt and other related costs, net(6)(2)(4)(0.01)â€”Â â€”Â â€”Â â€”Â Gain on certain divestitures and impairments, net(30)(8)(22)(0.07)(4)5Â (9)(0.03)Settlements and withdrawals on pension plans(8)(2)(6)(0.02)5Â 2Â 3Â 0.01Â US Ecology, Inc. acquisition integration and deal costsâ€”Â â€”Â â€”Â 34Â 9Â 25Â 0.08Â Total adjustments(15)(4)(11)(0.03)68Â 24Â 44Â 0.14Â As adjusted$2,417Â $385Â $2,032Â $6.46Â $2,259Â $484Â $1,775Â $5.61Â (1) The income tax effect related to our adjustments includes both current and deferred income tax impact and is individually calculated based on the statutory rates applicable to each adjustment.We believe that presenting adjusted pre-tax income, adjusted tax impact, adjusted net income â€“ Republic, and adjusted diluted earnings per share, which are not measures determined in accordance with U.S. GAAP, provide an understanding of operational activities before the financial impact of certain items. We use these measures, and believe investors will find them helpful, in understanding the ongoing performance of our operations separate from items that have a disproportionate impact on our results for a particular period. We have incurred comparable charges and costs in prior periods, and similar types of adjustments can reasonably be expected to be recorded in future periods. Our definitions of adjusted pre-tax income, adjusted tax impact, 37Table of Contentsadjusted net income â€“ Republic, and adjusted diluted earnings per share may not be comparable to similarly titled measures presented by other companies. Further information on each of these adjustments is included below.Restructuring charges. In 2024 and 2023, we incurred restructuring charges of $29 million and $33 million, respectively. The 2024 charges primarily related to the redesign of our asset management, and customer and order management software systems. Of the 2023 charges, $9 million related to the early termination of certain leases and $24 million related to the redesign of our asset management, and customer and order management software systems. We paid $25 million and $39 million during 2024 and 2023, respectively, related to these restructuring efforts.In 2025, we expect to incur restructuring charges of approximately $15Â million, primarily related to the design and implementation of a new accounts receivable system.Â Substantially all of these restructuring charges will be recorded in our corporate entities and other segment.Gain on extinguishment of debt and other related costs, net. During 2024, we recognized a loss of $2 million due to the amendment and restatement of the Credit Facility. Additionally, we recorded a net gain of $8 million attributable to the early settlement of certain cash flow hedges related to the Term Loan Facility. The gain was recognized as a reduction of interest expense. During 2023,we incurred a loss on the early extinguishment of debt related to the early repayment of a portion of our Term Loan Facility. We incurred non-cash charges related to the proportional share of unamortized deferred issuance costs of less than $1 million.Gain on certain divestitures and impairments, net. During 2024, we recorded a net gain on certain divestitures and impairments of $30 million, of which $29 million was due to a gain on the sale of a transfer station facility and $1 million related to a gain on business divestitures and impairments. During 2023, we recorded a net gain of $4 million related to business divestitures and impairments.Settlements and withdrawals on pension plans. During 2024, we recognized a settlement of our defined benefit pension plan. The settlement included a combination of lump-sum payments to participants who elected to receive them and the transfer of benefit obligations to a third-party insurance company under a group annuity contract. As a result of the settlements, we recognized a non-cash gain of $8 million related to the accelerated recognition of the proportional share of unamortized net actuarial gains in accumulated other comprehensive loss. During 2023, we recorded a charge to earnings of $5 million for a withdrawal event at multiemployer pension funds to which we contribute.US Ecology, Inc. acquisition integration and deal costs. In 2023, we incurred acquisition integration and deal costs of $34Â million in connection with the acquisition of US Ecology, which included certain costs to integrate the business. The acquisition closed on MayÂ 2, 2022, and our integration of the business was substantially complete as of December 31, 2023.Results of OperationsRevenueWe generate revenue by providing environmental services to our customers, including the collection and processing of recyclable materials, the collection, treatment, consolidation, transfer and disposal of hazardous and non-hazardous waste and other environmental solutions. Our residential, small-container and large-container collection operations in some markets are based on long-term contracts with municipalities. Certain of our municipal contracts have annual price escalation clauses that are tied to changes in an underlying base index such as a consumer price index. We generally provide small-container and large-container collection services to customers under contracts with terms up to three years. Our transfer stations and landfills generate revenue from disposal or tipping fees charged to third parties. Our recycling centers generate revenue from tipping fees charged to third parties and the sale of recycled commodities. Our revenue from environmental solutions primarily consists of (1) fees we charge for the collection, treatment, transfer and disposal of hazardous and non-hazardous waste, (2) field and industrial services, (3) equipment rental, (4) emergency response and standby services, (5) in-plant services, such as transportation and logistics, including at our TSDFs and (6) in-plant services such as high-pressure cleaning, tank cleaning, decontamination, remediation, transportation, spill cleanup and emergency response at refineries, chemical, steel and automotive plants and other governmental, commercial and industrial facilities. Other non-core revenue consists primarily of revenue from National Accounts, which represents the portion of revenue generated from nationwide or regional contracts in markets outside our operating areas where the associated material handling is subcontracted to local operators. Consequently, substantially all of this revenue is offset with related subcontract costs, which are recorded in cost of operations.38Table of ContentsThe following table reflects our revenue by service line for the years ended December 31, 2024 and 2023 (in millions of dollars and as a percentage of revenue):Â 20242023Collection:Residential$2,939Â 18.3Â %$2,823Â 18.9Â %Small-container4,820Â 30.1Â 4,439Â 29.7Â Large-container3,024Â 18.9Â 2,922Â 19.5Â Other72Â 0.4Â 69Â 0.4Â Total collection10,855Â 67.7Â 10,253Â 68.5Â Transfer1,780Â 1,699Â Less: intercompany(975)(933)Transfer, net805Â 5.0Â 766Â 5.1Â Landfill2,981Â 2,885Â Less: intercompany(1,240)(1,206)Landfill, net1,741Â 10.9Â 1,679Â 11.2Â Environmental solutions1,907Â 1,701Â Less: intercompany(64)(76)Environmental solutions, net1,843Â 11.5Â 1,625Â 10.9Â Other:Recycling processing and commodity sales409Â 2.5Â 312Â 2.1Â Other non-core379Â 2.4Â 330Â 2.2Â Total other788Â 4.9Â 642Â 4.3Â Total revenue$16,032Â 100.0Â %$14,965Â 100.0Â %The following table reflects changes in components of our revenue, as a percentage of total revenue, for the years ended December 31, 2024 and 2023:20242023Average yield5.1Â %6.1Â %Fuel recovery fees(0.4)(0.2)Total price4.7Â 5.9Â Volume(1.1)0.5Â Change in workdays0.3Â â€”Â Recycling processing and commodity sales0.5Â (0.5)Environmental solutions0.1Â 0.1Â Total internal growth4.5Â 6.0Â Acquisitions / divestitures, net2.6Â 4.8Â Total7.1Â %10.8Â %Core price6.5Â %7.4Â %Average yield is defined as revenue growth from the change in average price per unit of service, expressed as a percentage. Core price is defined as price increases to our customers and fees, excluding fuel recovery, net of price decreases to retain customers. We also measure changes in average yield and core price as a percentage of related-business revenue, defined as total revenue excluding recycled commodities, fuel recovery fees and environmental solutions revenue to determine the effectiveness of our pricing strategies. 39Table of ContentsThe following table reflects average yield, core price and volume as a percentage of related-business revenue for the years ended December 31, 2024 and 2023:Years Ended December 31,20242023As a % of Related BusinessAverage yield6.2Â %7.3Â %Core price7.8Â %8.9Â %Volume(1.3)%0.7Â %During 2024, we experienced the following changes in our revenue as compared to 2023:â€¢Average yield increased revenue by 5.1% due to positive pricing changes in all lines of business.â€¢The fuel recovery fee program, which mitigates our exposure to increases in fuel prices, decreased revenue by 0.4%, primarily due to a decrease in fuel prices compared to 2023.â€¢Volume decreased revenue by 1.1% during 2024 as compared to 2023 primarily driven by a decrease in volume in our large container collection line of business, primarily driven by a slowing in construction-related activity. Additionally, we experienced declines in our residential, small-container and transfer lines of business primarily attributable to certain municipal contract losses and broker-related business.â€¢Revenue increased by 0.3% due to the impact of the number of

workdays during 2024 as compared to 2023, which drove an increase in volume across all lines of business.â€¢Recycling processing and commodity sales increased revenue by 0.5% primarily due to an increase in overall commodity prices as compared to 2023. The average price for recycled commodities, excluding glass and organics, for 2024 was $164 per ton compared to $117 per ton for 2023.Changing market demand for recycled commodities causes volatility in commodity prices. At current volumes and mix of materials, we believe a $10 per ton change in the price of recycled commodities will change both annual revenue and operating income by approximately $11 million.â€¢During 2024, environmental solutions revenue increased by 0.1% primarily due to an increase in event-based volumes and price increases relative to the same period in 2023. â€¢Acquisitions, net of divestitures, increased revenue by 2.6%, reflecting the results of our continued growth strategy of acquiring environmental services companies that complement and expand our existing business platform. Cost of OperationsCost of operations includes labor and related benefits, which consists of salaries and wages, health and welfare benefits, incentive compensation and payroll taxes. It also includes transfer and disposal costs representing tipping fees paid to third party disposal facilities and transfer stations; maintenance and repairs relating to our vehicles, equipment and containers, including related labor and benefit costs; transportation and subcontractor costs, which include costs for independent haulers that transport our waste to disposal facilities and costs for local operators that provide waste handling services associated with our National Accounts in markets outside our standard operating areas; fuel, which includes the direct cost of fuel used by our vehicles, net of fuel tax credits; disposal fees and taxes, consisting of landfill taxes, host community fees and royalties; landfill operating costs, which includes financial assurance, leachate disposal, remediation charges and other landfill maintenance costs; risk management costs, which include insurance premiums and claims; and other, which includes expenses such as facility operating costs, equipment rent and gains or losses on the sale of assets used in our operations.40Table of ContentsThe following table summarizes the major components of our cost of operations for the years ended December 31, 2024 and 2023 (in millions of dollars and as a percentage of revenue):Â 20242023Labor and related benefits$3,213Â 20.0Â %$2,994Â 20.0Â %Transfer and disposal costs1,101Â 6.9Â 1,055Â 7.1Â Maintenance and repairs1,468Â 9.2Â 1,388Â 9.3Â Transportation and subcontract costs1,212Â 7.6Â 1,171Â 7.8Â Fuel470Â 2.9Â 542Â 3.6Â Disposal fees and taxes351Â 2.2Â 348Â 2.3Â Landfill operating costs367Â 2.3Â 335Â 2.2Â Risk management401Â 2.4Â 385Â 2.6Â Other796Â 5.5Â 725Â 4.9Â Subtotal9,379Â 59.0Â 8,943Â 59.8Â Gain on certain divestitures and impairments, net(29)(0.7)â€”Â â€”Â Total cost of operations$9,350Â 58.3Â %$8,943Â 59.8Â %These cost categories may change from time to time and may not be comparable to similarly titled categories presented by other companies. As such, you should take care when comparing our cost of operations by component to that of other companies and of ours for prior periods.Our cost of operations increased in aggregate dollars for the year ended December 31, 2024 compared to the same period in 2023 as a result of the following:â€¢Labor and related benefits increased in aggregate dollars due to higher hourly and salaried wages as a result of annual merit increases. Acquisition-related growth also contributed to the increase in labor and related benefits.â€¢Transfer and disposal costs increased in aggregate dollars primarily due to acquisition-related growth and higher disposal rates.During 2024 approximately 67% of the total solid waste volume we collected was disposed at landfill sites that we own or operate (internalization), as compared to 68% in 2023.â€¢Maintenance and repairs expense increased in aggregate dollars due to higher hourly wages as a result of annual merit increases, parts inflation and an increase in third-party maintenance. Acquisition-related growth also contributed to the increase in maintenance and repairs expense. â€¢Transportation and subcontract costs increased in aggregate dollars due to an increase in transportation rates. Acquisition-related growth also contributed to the increase in transportation and subcontract costs.â€¢Our fuel costs decreased due to a decrease in the average diesel fuel cost per gallon. The national average diesel fuel cost per gallon for 2024 was $3.76 compared to $4.21 for 2023.At current consumption levels, we believe a twenty-cent per gallon change in the price of diesel fuel would change our fuel costs by approximately $27 million per year. Offsetting these changes in fuel expense would be changes in our fuel recovery fee charged to our customers.Â At current participation rates, we believe a twenty-cent per gallon change in the price of diesel fuel would change our fuel recovery fee by approximately $38 million per year.â€¢Disposal fees and taxes increased in aggregate dollars in 2024 primarily due to increased royalties and host fees from an increase in volume at certain landfills as compared to 2023.â€¢Landfill operating costs increased during 2024 primarily due to increased leachate transportation and maintenance on our gas extraction systems due in part to increased rainfall in select geographic regions, as well as an increase in remediation adjustments recorded during 2024.â€¢Risk management expenses increased in aggregate dollars primarily due to higher premium costs as well as unfavorable claims development in our auto liability program, partially offset by favorable claims development in our general and worker's compensation liability programs. â€¢Other costs of operations increased in aggregate dollars during 2024 due to increased occupancy and facility related expenses as well as acquisition-related activity. These increases were partially offset by a favorable non-recurring insurance recovery related to a prior year claim.41Table of ContentsDepreciation, Amortization and Depletion of Property and EquipmentThe following table summarizes depreciation, amortization and depletion of property and equipment for the years ended December 31, 2024 and 2023 (in millions of dollars and as a percentage of revenue):Â 20242023Depreciation and amortization of property and equipment$1,003Â 6.3Â %$897Â 6.0Â %Landfill depletion and amortization514Â 3.2Â 471Â 3.1Â Depreciation, amortization and depletion expense$1,517Â 9.5Â %$1,368Â 9.1Â %Depreciation and amortization of property and equipment increased primarily due to assets added through acquisitions.Landfill depletion and amortization expense increased in aggregate dollars due to an increase in our overall average depletion rate.Amortization of Other Intangible AssetsAmortization of other intangible assets primarily relates to customer relationships and, to a lesser extent, non-compete agreements. Expenses for amortization of other intangible assets were $79 million, or 0.5% of revenue, for the year ended December 31, 2024, compared to $66 million, or 0.4% of revenue, for 2023. Amortization expense increased due to additional assets acquired as a result of our business acquisitions.Amortization of Other AssetsOur other assets primarily relate to the prepayment of fees and capitalized implementation costs associated with cloud-based hosting arrangements. Expenses for amortization of other assets were $81 million, or 0.5% of revenue, for the year ended December 31, 2024, compared to $67 million, or 0.5% of revenue, for 2023.Accretion ExpenseAccretion expense was $107 million, or 0.7% of revenue, and $98 million, or 0.7% of revenue, for the years ended December 31, 2024 and 2023, respectively. Selling, General and Administrative ExpensesSelling, general and administrative expenses include salaries, health and welfare benefits and incentive compensation for corporate and field general management, field support functions, sales force, accounting and finance, legal, management information systems and clerical and administrative departments. Other expenses include rent and office costs, fees for professional services provided by third parties, legal settlements, marketing, investor and community relations services, directorsâ€™ and officersâ€™ insurance, general employee relocation, travel, entertainment and bank charges. Restructuring charges are excluded from selling, general and administrative expenses and are discussed separately.The following table summarizes our selling, general and administrative expenses for the years ended December 31, 2024 and 2023 (in millions of dollars and as a percentage of revenue):Â 20242023Salaries and related benefits$1,129Â 7.0Â %$1,050Â 7.0Â %Provision for doubtful accounts27Â 0.2Â 53Â 0.4Â Other518Â 3.2Â 472Â 3.1Â Subtotal1,674Â 10.4Â 1,575Â 10.5Â US Ecology, Inc. acquisition integration and deal costsâ€”Â â€”Â 34Â 0.2Â Total selling, general and administrative expenses$1,674Â 10.4Â %$1,609Â 10.7Â %These cost categories may change from time to time and may not be comparable to similarly titled categories used by other companies. As such, you should take care when comparing our selling, general and administrative expenses by cost component to those of other companies and of ours for prior periods.The most significant items affecting our selling, general and administrative expenses during 2024 as compared to 2023 are summarized below:â€¢Salaries and related benefits increased in aggregate dollars primarily due to higher wages and benefits resulting from annual merit increases as well as higher management incentive expense as a result of outperforming our annual incentive metrics. Acquisition-related growth also contributed to the growth in salaries and related benefits.42Table of Contentsâ€¢Provision for doubtful accounts decreased primarily due to improvements in our cash collections and days sales outstanding as well as favorable adjustments to reserves established in a prior year. As of December 31, 2024, our days sales outstanding were 40.9, or 30.0 days net of deferred revenue, compared to 42.0, or 30.9 days net of deferred revenue, as of December 31, 2023.â€¢Other selling, general and administrative expenses increased for the year ended December 31, 2024, largely due to an increase in meeting and travel costs, consulting costs and acquisition-related growth, partially offset by a favorable legal settlement.â€¢During the year ended December 31, 2023 we incurred $34 million of acquisition integration and deal costs with the acquisition of US Ecology, primarily related to the integration of certain software systems as well as rebranding of the business. Our integration of the business was substantially complete as of December 31, 2023.Gain on Business Divestitures and Impairments, NetWe strive to have a leading market position in each of the markets we serve, or have a clear path on how we will achieve a leading market position over time. Where we cannot establish a leading market position, or where operations are not generating acceptable returns, we may decide to divest certain assets and reallocate resources to other markets. Business divestitures could result in gains, losses or impairment charges that may be material to our results of operations in a given period.During the years ended December 31, 2024 and 2023, we recorded a net gain on business divestitures and impairments of $1 million and $4 million, respectively. Restructuring ChargesFor a discussion or restructuring charges incurred during the years ended December 31, 2024 and 2023 see Overview of this Management's Discussion and Analysis of Financial Condition and Results of Operations. Interest ExpenseThe following table provides the components of interest expense, including accretion of debt discounts and accretion of discounts primarily associated with environmental and risk insurance liabilities assumed in acquisitions for the years ended December 31, 2024 and 2023 (in millions of dollars):20242023Interest expense on debt$479Â $430Â Non-cash interest71Â 86Â Less: capitalized interest(11)(8)Total interest expense$539Â $508Â Total interest expense for 2024 increased compared to 2023 primarily due to higher interest rates on our fixed rate debt. The increase attributable to our fixed rate debt is primarily due to the issuance of senior notes in 2024 with coupons ranging from 5.000% to 5.200%, the proceeds of which were used to repay outstanding senior notes with a coupon of 2.500%. This increase was partially offset by a gain of $8 million recognized in 2024 attributable to the early settlement of certain cash flow hedges related to the Term Loan Facility. The gain was recognized as a reduction of non-cash interest expense. Cash paid for interest, excluding net swap settlements for our fixed-to-floating and floating-to-fixed interest rate swaps, was $487 million and $423 million for the years ended December 31, 2024 and 2023, respectively.As of December 31, 2024, we had $2,160 million of floating rate debt including floating rate swap contracts. If interest rates increased or decreased by 100 basis points on our variable rate debt, annualized interest expense and net cash payments for interest would increase or decrease by approximately $22 million.Loss on Extinguishment of DebtDuring the year ended December 31, 2024, we recognized a loss of $2 million due to the amendment and restatement of the Credit Facility. During the year ended December 31, 2023, we incurred a loss on the early extinguishment of debt due to the early repayment of a portion of our Term Loan Facility. We incurred non-cash charges related to the proportional share of unamortized deferred issuance costs of less than $1 million.Adjustment to Withdrawal Liability for Multiemployer Pension FundsDuring 2023, we recorded a $5 million charge related to the withdrawal from a certain multiemployer pension plan. As we obtain updated information regarding multiemployer pension funds, the factors used in deriving our estimated withdrawal liabilities will be subject to change, which may adversely impact our reserves for withdrawal costs. 43Table of ContentsIncome TaxesOur provision for income taxes was $388 million and $460 million for 2024 and 2023, respectively. Our effective tax rate, exclusive of non-controlling interests, for the years ended December 31, 2024 and 2023 was 16% and 21%, respectively. Net cash paid for income taxes was approximately $313 million and $343 million for the years ended December 31, 2024 and 2023, respectively.During 2024, we acquired non-controlling interests in limited liability companies established to own renewable energy assets that qualified for investment tax credits under Section 48 of the Internal Revenue Code. We account for these investments using the equity method of accounting and recognize our share of income or loss and other reductions in the value of our investment in loss from unconsolidated equity method investments within our consolidated statements of income. For further discussion regarding our equity method accounting, see Note 3, Business Acquisitions, Investments and Restructuring Charges. Our 2024 tax provision reflects a benefit of $222 million due to the tax credits related to these investments. We also made qualified investments in renewable natural gas and commercial electric vehicles during 2024 which, due to tax credits, reduced our tax provision by approximately $18 million.Our 2023 tax provision was reduced by $87 million related to the tax credits from our non-controlling interests in limited liability companies established to own renewable energy assets. In addition, during 2023 we resolved IRS examinations for our tax years 2014 - 2018 that, in the aggregate, reduced our tax provision by approximately $21 million.We have deferred tax assets related to state net operating loss carryforwards with an estimated tax effect of $50Â million available as of December 31, 2024. These state net operating loss carryforwards expire at various times between 2025 and 2044. We believe that it is more likely than not that the benefit from some of our state net operating loss carryforwards will not be realized due to limitations on these loss carryforwards in certain states. In recognition of this risk, as of December 31, 2024, we have provided a valuation allowance of $45Â million.For additional discussion and detail regarding our income taxes, see Note 11, Income Taxes, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.Reportable SegmentsOur senior management evaluates, oversees and manages the financial performance of our operations through three field groups, referred to as Group 1, Group 2 and Group 3. Group 1 is our recycling and waste business operating primarily in geographic areas located in the western United States. Group 2 is our recycling and waste business operating primarily in geographic areas located in the southeastern and mid-western United States, the eastern seaboard of the United States, and Canada. Group 3 is our environmental solutions business operating primarily in geographic areas located across the United States and Canada. These groups are presented below as our reportable segments, which each provide integrated environmental services, including but not limited to collection, transfer, recycling and disposal. Corporate entities and other include marketing, operations support, business development, legal, tax, treasury, information technology, risk management, human resources and other administrative functions. National Accounts revenue included in Corporate entities and other represents the portion of revenue generated from nationwide and regional contracts in markets outside our operating areas where the associated material handling is subcontracted to local operators. Consequently, substantially all of this revenue is offset with related subcontract costs, which are recorded in cost of operations. Revenue and overhead costs of Corporate entities and other are either specifically assigned or allocated on a rational and consistent basis among our reportable segments to calculate adjusted EBITDA by reportable segment.44Table of ContentsAdjusted EBITDA is the single financial measure our chief operating decision maker (CODM) uses to evaluate operating segment profitability and determine resource allocations. Cost of operations and selling, general and administrative are significant segment expenses used in the evaluation. Summarized financial information regarding our reportable segments for the years ended December 31, 2024 and 2023 (in millions of dollars) follows. For totals as well as further detail regarding our reportable segments and the adjustments used to calculate adjusted EBITDA for each segment, see Note 15, Segment Reporting, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.Group 1Group 2Recycling & Waste Subtotal (1)Group 3(Environmental Solutions)Corporate entities and otherTotal2024Gross Revenue$8,332Â $7,891Â $16,223Â $1,864Â $331Â $18,418Â Intercompany Revenue(1,235)(1,037)(2,272)(49)(65)(2,386)Revenue Allocations123Â 115Â 238Â 28Â (266)â€”Â Net Revenue$7,220Â $6,969Â $14,189Â $1,843Â $â€”Â $16,032Â Cost of Operations4,129Â 4,079Â 8,208Â 1,142Â â€”Â 9,350Â SG&A738Â 671Â 1,409Â 265Â â€”Â 1,674Â Other Segment Itemsâ€”Â 29Â 29Â â€”Â â€”Â 29Â Adjusted EBITDA$2,353Â $2,190Â $4,543Â $436Â $â€”Â $4,979Â Capital Expenditures$874Â $574Â $1,448Â $136Â $271Â $1,855Â Total Assets$14,250Â $11,046Â $25,296Â $4,459Â $2,647Â $32,402Â Group 1Group 2Recycling & Waste Subtotal(1)Group 3(Environmental Solutions)Corporate entities and otherTotal2023Gross Revenue$7,769Â $7,566Â $15,335Â $1,701Â $243Â $17,279Â Intercompany Revenue(1,171)(1,011)(2,182)(56)(76)(2,314)Revenue Allocations96Â 91Â 187Â (20)(167)â€”Â Net Revenue$6,694Â $6,646Â $13,340Â $1,625Â $â€”Â $14,965Â Cost of Operations3,878Â 4,033Â 7,911Â 1,032Â â€”Â 8,943Â SG&A681Â 649Â 1,330Â 279Â â€”Â 1,609Â Other Segment Itemsâ€”Â â€”Â â€”Â (34)â€”Â (34)Adjusted EBITDA$2,135Â $1,964Â $4,099Â $348Â $â€”Â $4,447Â Capital Expenditures$707Â $542Â $1,249Â $145Â $237Â $1,631Â Total Assets$13,665Â $10,988Â $24,653Â $4,471Â $2,286Â $31,410Â (1) The Recycling & Waste Subtotal represents the combined results of our Group 1 and Group 2 reportable segments.Significant changes in the revenue and Adjusted EBITDA of our reportable segments for 2024 compared to 2023 are discussed below.Group 1Adjusted EBITDA in Group 1 increased from $2,135 million for the year ended December 31, 2023 to $2,353 million for the year ended December 31, 2024. The most significant items impacting adjusted EBITDA in Group 1 during the year ended December 31, 2024 compared to the year ended December 31, 2023 include:â€¢Net revenue for the year ended December 31, 2024 increased 7.9% from 2023 due to an increase in average yield in all lines of business partially offset by volume declines in our large container collection and landfill lines of business.â€¢Cost of operations increased due to an increase in labor and third party maintenance costs due to inflationary pressures. The unfavorable impact was partially offset by decreases in fuel costs due to a decrease in average fuel cost per gallon.â€¢Total assets increased primarily due to additions in property and equipment.Group 2Adjusted EBITDA in Group 2 increased from $1,964 million for the year ended December 31, 2023 to $2,190 million for the 45Table of Contentsyear ended December 31, 2024. The most significant items impacting adjusted EBITDA in Group 2 during the year ended December 31, 2024 compared to the year ended December 31, 2023 include:â€¢Net revenue for the year ended December 31, 2024 increased 4.9% from 2023 due to an increase in average yield in all lines of business and

increased volume in our landfill line of business. These increases were partially offset by decreased volume in our collection and transfer lines of business.â€¢Cost of operations increased due to an increase in labor and maintenance costs due to inflationary pressures. The unfavorable impact was partially offset by decreases in fuel costs due to a decrease in average fuel cost per gallon.Group 3Adjusted EBITDA in Group 3 increased from $348 million for the year ended December 31, 2023 to $436 million for the year ended December 31, 2024. The most significant items impacting adjusted EBITDA in Group 3 during the year ended December 31, 2024 compared to the year ended December 31, 2023 include:â€¢Net revenue for the year ended December 31, 2024 increased due to acquisition-related growth, favorable pricing, and an increase in event-based volumes.â€¢Cost of operations increased primarily due to an increase in labor costs and the impact of acquisitions.Landfill and Environmental MattersOur landfill costs include daily operating expenses, costs of capital for cell development, costs for final capping, closure and post-closure and the legal and administrative costs of ongoing environmental compliance. Daily operating expenses include leachate treatment, transportation and disposal costs, methane gas and groundwater monitoring and system maintenance costs, interim cap maintenance costs and costs associated with applying daily cover materials. We expense all indirect landfill development costs as they are incurred. We use life cycle accounting and the units-of-consumption method to recognize certain direct landfill costs related to landfill development. In life cycle accounting, certain direct costs are capitalized and charged to depletion expense based on the consumption of cubic yards of available airspace. These costs include all costs to acquire and construct a site, including excavation, natural and synthetic liners, construction of leachate collection systems, installation of methane gas collection and monitoring systems, installation of groundwater monitoring wells and other costs associated with acquiring and developing the site. Obligations associated with final capping, closure and post-closure are capitalized and amortized on a units-of-consumption basis as airspace is consumed.Cost and airspace estimates are developed at least annually by engineers. Our operating and accounting personnel use these estimates to adjust the rates we use to expense capitalized costs. Changes in these estimates primarily relate to changes in cost estimates, available airspace, inflation and applicable regulations. Changes in available airspace include changes in engineering estimates, changes in design and changes due to the addition of airspace lying in expansion areas that we believe have a probable likelihood of being permitted. Changes in engineering estimates typically include modifications to the available disposal capacity of a landfill based on a refinement of the capacity calculations resulting from updated information.46Table of ContentsAvailable AirspaceAs of December 31, 2024, we owned or operated 208 active landfills with total available disposal capacity estimated to be 5Â billion in-place cubic yards. For these landfills, the following table reflects changes in capacity and remaining capacity, as measured in cubic yards of airspace as of December 31, 2024.Balance as of December 31, 2023NewExpansionsUndertakenLandfillsAcquired,Net ofDivestituresPermits Granted / New Sites,Net of ClosuresAirspaceConsumedChanges inEngineeringEstimatesBalance as of December 31, 2024CubicÂ yardsÂ (inÂ millions):Permitted airspace4,821Â â€”Â Â€”Â 7Â (87)4Â 4,745Â Probable expansion airspace283Â 4Â â€”Â (5)â€”Â Â€”Â 282Â Total cubic yards (in millions)5,104Â 4Â â€”Â 2Â (87)4Â 5,027Â Number of sites:Permitted airspace207Â â€”Â 1Â â€”Â 208Â Probable expansion airspace14Â 1Â â€”Â (1)14Â The following table reflects changes in capacity and remaining capacity for these landfills, as measured in cubic yards of airspace, as of December 31, 2023.Balance as of December 31, 2022NewExpansionsUndertakenLandfillsAcquired,Net ofDivestituresPermits Granted / New Sites,Net of ClosuresAirspaceConsumedChanges inEngineeringEstimatesBalance as of December 31, 2023CubicÂ yardsÂ (inÂ millions):Permitted airspace4,817Â â€”Â 40Â 47Â (86)3Â 4,821Â Probable expansion airspace198Â 124Â â€”Â (39)â€”Â â€”Â 283Â Total cubic yards (in millions)5,015Â 124Â 40Â 8Â (86)3Â 5,104Â Number of sites:Permitted airspace206Â â€”Â 3Â (2)207Â Probable expansion airspace13Â 3Â â€”Â (2)14Â Total available disposal capacity represents the sum of estimated permitted airspace plus an estimate of probable expansion airspace. Engineers develop these estimates at least annually using information provided by annual aerial surveys. Before airspace included in an expansion area is determined to be probable expansion airspace and, therefore, included in our calculation of total available disposal capacity, it must meet all of our expansion criteria. See NoteÂ 2, Summary of Significant Accounting Policies, and NoteÂ 8, Landfill and Environmental Costs, of the notes to our audited consolidated financial statements in Item 8 of this Annual Report on Form 10-K for further information. Also see our Critical Accounting Judgments and Estimates section of this Management's Discussion and Analysis of Financial Condition and Results of Operations.As of December 31, 2024, 14 of our landfills met all of our criteria for including their probable expansion airspace in their total available disposal capacity. At projected annual volumes, these 14 landfills have an estimated remaining average site life of 49 years, including probable expansion airspace. The average estimated remaining life of all of our landfills is 56 years. We have other expansion opportunities that are not included in our total available airspace because they do not meet all of our criteria for treatment as probable expansion airspace.47Table of ContentsThe following table reflects the estimated operating lives of our active landfill sites based on available and probable disposal capacity using current annual volumes as of December 31, 2024:NumberofÂ SiteswithoutProbableExpansionAirspaceNumberofÂ SiteswithProbableExpansionAirspaceTotalSitesPercentofTotal0 to 5 years23Â â€”Â 23Â 11Â %6 to 10 years21Â 1Â 22Â 11Â 11 to 20 years34Â 4Â 38Â 18Â 21 to 40 years49Â 5Â 54Â 26Â 41+ years67Â 4Â 71Â 34Â Total194Â 14Â 208Â 100Â %Final Capping, Closure and Post-Closure CostsAs of December 31, 2024, accrued final capping, closure and post-closure costs were $2,144 million, of which $96 million were current and $2,048 million were long-term as reflected in our consolidated balance sheets in accrued landfill and environmental costs included in Part II, Item 8 of this Annual Report on Form 10-K.Remediation and Other Charges for Landfill MattersIt is reasonably possible that we will need to adjust our accrued landfill and environmental liabilities to reflect the effects of new or additional information, to the extent that such information impacts the costs, timing or duration of the required actions. Future changes in our estimates of the costs, timing or duration of the required actions could have a material adverse effect on our consolidated financial position, results of operations and cash flows.For a description of our significant remediation matters, see Note 8, Landfill and Environmental Costs, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.Investment in LandfillsAs of December 31, 2024, we expect to spend an estimated additional $12 billionÂ on existing landfills, primarily related to cell construction and environmental structures, over their remaining lives. Our total expected investment, excluding non-depletable land, estimated to be $17Â billion, or $3.36 per cubic yard, is used in determining our depletion and amortization expense based on airspace consumed using the units-of-consumption method.The following table reflects our future expected investment as of December 31, 2024 (in millions):Balance as of December 31, 2024ExpectedFutureInvestmentTotalExpectedInvestmentNon-depletable landfill land$195Â $â€”Â $195Â Landfill development costs10,518Â 11,988Â 22,506Â Construction-in-progress â€” landfill437Â â€”Â 437Â Accumulated depletion and amortization(6,031)â€”Â (6,031)Net investment in landfill land and development costs$5,119Â $11,988Â $17,107Â 48Table of ContentsThe following table reflects our net investment in our landfills, excluding non-depletable land, and our depletion, amortization and accretion expense for the years ended December 31, 2024 and 2023:20242023Number of landfills owned or operated208Â 207Â Net investment, excluding non-depletable land (in millions)$4,924Â $4,745Â Total estimated available disposal capacity (in millions of cubic yards)5,027Â 5,104Â Net investment per cubic yard$0.98Â $0.93Â Landfill depletion and amortization expense (in millions)$514Â $471Â Accretion expense (in millions)107Â 98Â 621Â 569Â Airspace consumed (in millions of cubic yards)87Â 86Â Depletion, amortization and accretion expense per cubic yard of airspace consumed$7.14Â $6.62Â During 2024 and 2023, our average compaction rate was approximately 2,000 pounds per cubic yard based primarily on a three-year historical moving average. Property and EquipmentThe following tables reflect the activity in our property and equipment accounts for the year ended December 31, 2024 (in millions of dollars):Gross Property and EquipmentBalance as of December 31, 2023CapitalAdditionsRetirementsAcquisitions,Net ofDivestituresNon-CashAdditionsfor AssetRetirementObligationsAdjustmentsforAssetRetirementObligationsImpairments,TransfersandOtherAdjustmentsBalance as of December 31, 2024Land$878Â $5Â (3)18Â $â€”Â $â€”Â $ (1)$897Â Landfill development costs9,911Â 5Â â€”Â 6Â 61Â 90Â 445Â 10,518Â Vehicles and equipment10,232Â 848Â (357)4Â â€”Â â€”Â 271Â 10,998Â Buildings and improvements1,922Â 44Â (5)18Â â€”Â â€”Â 140Â 2,119Â Construction-in-progress - landfill350Â 494Â â€”Â â€”Â â€”Â â€”Â (407)437Â Construction-in-progress - other554Â 498Â 1Â â€”Â â€”Â â€”Â (478)575Â Total$23,847Â $1,894Â (364)46Â $61Â $90Â (30)25,544Â Accumulated Depreciation, Amortization and DepletionBalance as of December 31, 2023AdditionsChargedtoExpenseRetirementsAcquisitions,Net ofDivestituresAdjustmentsforAssetRetirementObligationsImpairments,TransfersandOtherAdjustmentsBalance as of December 31, 2024Landfill development costs$(5,516)$(501)$â€”Â $â€”Â (13)(1)$(6,031)Vehicles and equipment(6,148)(897)345Â 1Â â€”Â 7Â (6,692)Buildings and improvements(832)(111)3Â â€”Â â€”Â (4)(944)Total$(12,496)$(1,509)$348Â $1Â (13)2Â $(13,667)49Table of ContentsThe following tables reflect the activity in our property and equipment accounts for the year ended December 31, 2023 (in millions of dollars):Gross Property and EquipmentBalance as of December 31, 2022CapitalAdditionsRetirementsAcquisitions,Net ofDivestituresNon-CashAdditionsfor AssetRetirementObligationsAdjustmentsforAssetRetirementObligationsImpairments,TransfersandOtherAdjustmentsBalance as of December 31, 2023Land$780Â $4Â (2)95Â $â€”Â $â€”Â $1Â $878Â Landfill development costs9,574Â 9Â (14)(137)61Â 40Â 378Â 9,911Â Vehicles and equipment9,465Â 749Â (348)161Â â€”Â â€”Â 205Â 10,232Â Buildings and improvements1,705Â 78Â (14)63Â â€”Â â€”Â 90Â 1,922Â Construction-in-progress - landfill358Â 440Â â€”Â (39)â€”Â â€”Â (409)350Â Construction-in-progress - other359Â 456Â 28Â â€”Â â€”Â (289)554Â Total$22,241Â $1,736Â (378)171Â $61Â $40Â (24)23,847Â Accumulated Depreciation, Amortization and DepletionBalance as of December 31, 2022AdditionsChargedtoExpenseRetirementsAcquisitions,Net ofDivestituresAdjustmentsforAssetRetirementObligationsImpairments,TransfersandOtherAdjustmentsBalance as of December 31, 2023Landfill development costs$(5,059)$(466)$14Â $â€”Â (6)1Â $(5,516)Vehicles and equipment(5,680)(812)336Â 6Â â€”Â 2Â (6,148)Buildings and improvements(758)(89)7Â â€”Â â€”Â 8Â (832)Total$(11,497)$(1,367)$357Â $6Â (6)11Â $(12,496)Liquidity and Capital ResourcesCash and Cash EquivalentsThe following is a summary of our cash and cash equivalents and restricted cash and marketable securities balances as of December 31:20242023Cash and cash equivalents$74Â $140Â Restricted cash and marketable securities208Â 164Â Less: restricted marketable securities(79)(76)Cash, cash equivalents, restricted cash and restricted cash equivalents$203Â $228Â Our restricted cash and marketable securities include amounts pledged to regulatory agencies and governmental entities as financial guarantees of our performance under certain collection, landfill and transfer station contracts and permits, and relating to our final capping, closure and post-closure obligations at our landfills as well as restricted cash and marketable securities related to our insurance obligations.The following table summarizes our restricted cash and marketable securities as of December 31:20242023Capping, closure and post-closure obligations$59Â $43Â Insurance149Â 121Â Total restricted cash and marketable securities$208Â $164Â Material Cash Requirements and Intended Uses of CashWe expect existing cash, cash equivalents, restricted cash and marketable securities, cash flows from operations and financing activities to continue to be sufficient to fund our operating activities and cash commitments for investing and financing activities for at least the next 12 months and thereafter for the foreseeable future. Our known current- and long-term uses of cash include, among other possible demands: (1) capital expenditures and leases, (2) acquisitions, (3) dividend payments, (4) 50Table of Contentspayments to service debt and other long-term obligations, (5) payments for asset retirement obligations and environmental liabilities and (6) share repurchases. Capital Expenditures and LeasesWe make investments in property and equipment primarily to allow for growth of our service offerings. These investments are largely concentrated in vehicles and equipment and costs to construct our landfills. We expect to receive between $1.86 billion to $1.90 billion of property and equipment, net of proceeds from the sale of property and equipment, in 2025.We lease property and equipment in the ordinary course of business under various lease agreements. The most significant lease obligations are for real property and equipment specific to our industry, including property operated as a landfill or transfer station and operating equipment. As of December 31, 2024, the amount of total future lease payments under operating and finance leases was $269 million and $445 million, respectively. For additional detail regarding our lease obligations, see Note 10, Leases, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.AcquisitionsOur acquisition growth strategy focuses primarily on acquiring privately held recycling and waste companies and environmental solutions businesses that complement our existing business platform. We continue to invest in value-enhancing acquisitions in existing markets. We expect to invest approximately $1 billion in acquisitions in 2025.Dividend PaymentsIn October 2024 our Board of Directors approved a quarterly dividend of $0.580 per share. Aggregate cash dividends declared were $699 million for the year ended December 31, 2024. As of December 31, 2024, we recorded a quarterly dividend payable of $181Â million to shareholders of record at the close of business on JanuaryÂ 2, 2025, which was paid on JanuaryÂ 15, 2025.Debt and other long-term obligationsDebt repayments may include purchases of our outstanding indebtedness in the secondary market or otherwise. We believe that our excess cash, cash from operating activities and our availability to draw on our credit facilities provide us with sufficient financial resources to meet our anticipated capital requirements and maturing obligations as they come due.We may choose to voluntarily retire certain portions of our outstanding debt before their maturity dates using cash from operations or additional borrowings. We may also explore opportunities in the capital markets to fund redemptions should market conditions be favorable. Early extinguishment of debt will result in an impairment charge in the period in which the debt is repaid. The loss on early extinguishment of debt relates to premiums paid to effectuate the repurchase and the relative portion of unamortized note discounts and debt issue costs.In May 2022, we entered into a commercial paper program for the issuance and sale of unsecured commercial paper in an aggregate principal amount not to exceed $500 million outstanding at any one time (the Commercial Paper Cap). In August 2022, the Commercial Paper Cap was increased to $1.0 billion, and in October 2023, was subsequently increased to $1.5 billion. The weighted average interest rate for borrowings outstanding as of December 31, 2024 was 4.646% with a weighted average maturity of approximately 18 days. In the event of a failed re-borrowing, we currently have availability under our Credit Facility (as defined below) to fund the amounts borrowed under the commercial paper program until they are re-borrowed successfully. Accordingly, we have classified these borrowings as long-term in our consolidated balance sheet as of December 31, 2024.As of December 31, 2024, the total principal value of our debt was $12.8 billion, of which $862 million is due in 2025. We have several agreements that require us to dispose of a minimum number of tons at third-party disposal facilities. Under these put-or-pay agreements, we must pay for agreed-upon minimum volumes regardless of the actual number of tons placed at the facilities.Our unconditional purchase commitments have varying expiration dates, with some extending through the remaining life of the respective landfill. Future minimum payments under unconditional purchase commitments consist primarily of (1)Â disposal related agreements, which include fixed or minimum royalty payments, host agreements and take-or-pay and put-or-pay agreements and (2)Â other obligations including committed capital expenditures and consulting service agreements. As of December 31, 2024, such purchase commitments, which do not qualify for recognition on our Consolidated Balance Sheets, amount to $907 million, of which $202 million was short-term.For additional detail regarding our debt and known contractual and other obligations, see NoteÂ 9, Debt, and NoteÂ 19, Commitments and Contingencies, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.51Table of ContentsAsset Retirement Obligations and Environmental LiabilitiesWe have future obligations for final capping, closure and post-closure costs with respect to the landfills we own or operate as set forth in applicable landfill permits. As of December 31, 2024, our future obligations for final capping, closure and post-closure costs totaled $2.1 billion, of which $96 million was short-term.Additionally, we are subject to an array of laws and regulations relating to the protection of the environment, and we remediate sites in the ordinary course of our business. Our environmental remediation liabilities primarily include costs associated with remediating groundwater, surface water and soil contamination, as well as controlling and containing methane gas migration and the related legal costs. As of December 31, 2024, our environmental liabilities totaled $447 million, of which $63 million was short-term.For additional detail regarding our asset retirement obligations and environmental liabilities, see NoteÂ 8, Landfill and Environmental Costs, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.Share RepurchasesIn October 2020, our Board of Directors approved a $2Â billion share repurchase authorization effective starting January 1, 2021 and extending through December 31, 2023. In October 2023, our Board of Directors approved a $3Â billion share repurchase authorization effective starting January 1, 2024 and extending through December 31, 2026. Share repurchases under the current program may be made through open market purchases or privately negotiated transactions in accordance with applicable federal securities laws. While the Board of Directors has approved the program, the timing of any purchases, the prices and the number of shares of common stock to be purchased will be determined by our management, at its discretion, and will depend upon market conditions and other factors. The share repurchase program may be extended, suspended or discontinued at any time. As of December 31, 2024, the remaining authorized purchase capacity under our October 2023 repurchase program was $2.5Â billion.Summary of Cash Flow ActivityThe major components of changes in cash flows for 2024 and 2023 are discussed in the following paragraphs. The following table summarizes our cash flow from operating activities, investing activities and financing activities for the years ended December 31, 2024 and 2023 (in millions of dollars):20242023Net cash provided by operating activities$3,936Â $3,618Â Net cash used in investing activities$(2,561)$(3,667)Net cash (used in) provided by financing activities$(1,398)$62Â Cash Flows Provided by Operating ActivitiesThe most significant items affecting the

comparison of our operating cash flows for 2024 and 2023 are summarized below.Changes in assets and liabilities, net of effects from business acquisitions and divestitures, decreased our cash flow from operations by $378 million in 2024, compared to a decrease of $91 million during the same period in 2023, primarily as a result of the following:â€¢Our accounts receivable, exclusive of the change in allowance for doubtful accounts and customer credits, increased $76 million during 2024, due to the timing of billings net of collections, compared to a $71 million increase in the same period in 2023. As of December 31, 2024, our days sales outstanding were 40.9, or 30.0 days net of deferred revenue, compared to 42.0, or 30.9 days net of deferred revenue, as of December 31, 2023.â€¢Our prepaid expenses and other assets increased $171 million in 2024 compared to a $30 million increase in 2023. The increase in prepaid expenses and other assets during 2024 is primarily driven by an increase in capitalized implementation costs for our cloud-based hosting arrangements and higher insurance premium costs. â€¢Our accounts payable decreased $27 million during 2024 compared to an $83 million increase during 2023, due to the timing of payments.â€¢Cash paid for capping, closure and post-closure obligations was $56 million during 2024 compared to $61 million for 2023. The decrease in cash paid for capping, closure and post-closure obligations is primarily due to the timing of capping and post-closure payments at certain of our landfill sites.â€¢Cash paid for remediation obligations was $7 million higher during 2024 compared to 2023.52Table of ContentsIn addition, cash paid for interest was $487 million and $423 million, excluding net swap settlements for our fixed to floating interest rate swaps, for 2024 and 2023, respectively. Cash paid for income taxes was $313 million and $343 million for 2024 and 2023, respectively. We use cash flows from operations to fund capital expenditures, acquisitions, dividend payments, debt repayments and share repurchases. Cash Flows Used in Investing ActivitiesThe most significant items affecting the comparison of our cash flows used in investing activities for 2024 and 2023 are summarized below:â€¢Capital expenditures during 2024 were $1,855 million as compared to $1,631 million for 2023.â€¢Proceeds from sales of property and equipment during 2024 were $47 million as compared to $29 million for 2023.â€¢During 2024 and 2023, we used $753 million and $2,065 million, respectively, for acquisitions and investments, net of cash acquired. During 2024 and 2023, we received $2 million and $6 million from business divestitures, respectively.We intend to finance capital expenditures and acquisitions through cash on hand, restricted cash held for capital expenditures, cash flows from operations, our revolving credit facilities and tax-exempt bonds and other financings. We expect to primarily use cash and borrowings under our revolving credit facilities to pay for future acquisitions.Cash Flows (Used in) Provided by Financing ActivitiesThe most significant items affecting the comparison of our cash flows used in financing activities for 2024 and 2023 are summarized below:â€¢During 2024, we issued $900Â million of senior notes for cash proceeds, net of discounts and fees, of $889Â million. During 2023, we issued $2,200Â million of senior notes for cash proceeds, net of discounts and fees, of $2,172Â million. Net payments of notes payable and long-term debt were $1,089 million during 2024, compared to net payments of $1,190 million in 2023. For a more detailed discussion, see the Financial Condition section of this Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.â€¢During 2024, we repurchased 2.5 million shares of our stock for $480 million. During 2023, we repurchased 1.8 million shares of our stock for $262 million. â€¢In July 2024, our Board of Directors approved an increase in our quarterly dividend to $0.580 per share. Dividends paid were $687 million and $638 million in 2024 and 2023, respectively.â€¢During 2024 and 2023, cash paid for purchase price holdback releases and contingent purchase price related to acquisitions was $15 million and $19 million, respectively.Financial ConditionDebt ObligationsAs of December 31, 2024, we had $862 million of principal debt maturing within the next 12 months, which includes certain finance lease obligations. All of our tax-exempt financings are remarketed either quarterly or semiannually by remarketing agents to effectively maintain a variable yield, with the exception of three tax-exempt financings with initial remarketing periods of 10 years. The holders of the bonds can put them back to the remarketing agents at the end of each interest period. If the remarketing agent is unable to remarket our bonds, the remarketing agent can put the bonds to us. In the event of a failed remarketing, as of December 31, 2024, we had availability under our Credit Facility (defined below) to fund these bonds until they are remarketed successfully. In the event of a failed re-borrowing under our commercial paper program, as of December 31, 2024, we had availability under our Credit Facility to fund the amounts borrowed under the commercial paper program until it is re-borrowed successfully. Accordingly, we have classified these tax-exempt financings and commercial paper program borrowings as long-term in our consolidated balance sheet as of December 31, 2024.For further discussion of the components of our overall debt, see Note 9, Debt, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K. 53Table of ContentsCredit FacilitiesUncommitted Credit FacilityIn January 2022, we entered into a $200 million unsecured uncommitted revolving credit facility (the Uncommitted Credit Facility). The Uncommitted Credit Facility bears interest at an annual percentage rate to be agreed upon by both parties. Borrowings under the Uncommitted Credit Facility can be used for working capital, letters of credit and other general corporate purposes. The agreement governing our Uncommitted Credit Facility requires us to comply with certain covenants. The Uncommitted Credit Facility may be terminated by either party at any time. As of December 31, 2024 and 2023, we had no borrowings outstanding under our Uncommitted Credit Facility. The Credit FacilityIn July 2024, we and our subsidiary, USE Canada Holdings, Inc. (the Canadian Borrower) entered into the Second Amended and Restated Credit Agreement (the Credit Facility) which amends and restates the unsecured revolving credit facility we entered into in August 2021. The total outstanding principal amount that we may borrow under the Credit Facility may not exceed the current aggregate lenders' commitments of $3.5 billion, and borrowings under the Credit Facility mature in July 2029. As permitted by the Credit Facility, we have the right to request two one-year extensions of the maturity date, but none of the lenders are committed to participate in such extensions. The Credit Facility also includes a feature that allows us to increase availability, at our option, by an aggregate amount of up to $1 billion through increased commitments from existing lenders or the addition of new lenders.All loans to the Canadian Borrower and all loans denominated in Canadian dollars cannot exceed $1 billion (the Canadian Sublimit). The Canadian Sublimit is part of, and not in addition to, the aggregate commitments under the Credit Facility.Borrowings under the Credit Facility in United States dollars bear interest at a Base Rate, a daily floating SOFR or a term SOFR plus a current applicable margin of 0.920% based on our Debt Ratings (all as defined in the Credit Facility agreement). The Canadian dollar-denominated loans bear interest based on the Canadian Prime Rate or the Canadian Dollar Offered Rate plus a current applicable margin of 0.920% based on our Debt Ratings. As of December 31, 2024, $232 million was outstanding against the Canadian Sublimit, with an average interest rate of 5.309%. The Credit Facility is subject to facility fees based on applicable rates defined in the Credit Facility agreement and the aggregate commitment, regardless of usage. The Credit Facility can be used for working capital, capital expenditures, acquisitions, letters of credit and other general corporate purposes.Â The Credit Facility agreement requires us to comply with financial and other covenants. We may pay dividends and repurchase common stock if we are in compliance with these covenants.We had $514 million and $297Â million outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. We had $317 million and $337 million of letters of credit outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. We also had $477 million and $495 million of principal borrowings outstanding (net of related discount on issuance) under our commercial paper program as of December 31, 2024 and 2023, respectively. As a result, availability under our Credit Facility was $2,192 million and $2,371 million as of December 31, 2024 and 2023, respectively.Financial and Other CovenantsThe Credit Facility requires us to comply with financial and other covenants. To the extent we are not in compliance with these covenants, we cannot pay dividends or repurchase common stock. Compliance with covenants also is a condition for any incremental borrowings under the Credit Facility, and failure to meet these covenants would enable the lenders to require repayment of any outstanding loans (which would adversely affect our liquidity). Additionally, if we are not in compliance with these covenants, we could not use the availability under our Credit Facility to fund borrowings we currently make under our commercial paper program, if there is a failed reborrowing under that program. The Credit Facility provides that our total debt to EBITDA ratio may not exceed 3.75 to 1.00 as of the last day of any fiscal quarter. In the case of an "elevated ratio period", which may be elected by us if one or more acquisitions during a fiscal quarter involve aggregate consideration in excess of $200.0 million (the Trigger Quarter), the total debt to EBITDA ratio may not exceed 4.25 to 1.00 during the Trigger Quarter and for the three fiscal quarters thereafter. The Credit Facility also provides that there may not be more than two elevated ratio periods during the term of the Credit Facility agreement. As of December 31, 2024, our total debt to EBITDA ratio was approximately 2.6 compared to the 3.75 maximum allowed. As of December 31, 2024, we were in compliance with all other covenants under our Credit Facility.EBITDA, which is a non-U.S. GAAP measure, is calculated as defined in our Credit Facility agreement. In this context, EBITDA is used solely to provide information regarding the extent to which we are in compliance with debt covenants and is not comparable to EBITDA used by other companies or used by us for other purposes.Failure to comply with the financial and other covenants under the Credit Facility, as well as the occurrence of certain material adverse events, would constitute defaults and would allow the lenders under the Credit Facility to accelerate the maturity of all 54Table of Contentsindebtedness under the Credit Facility. This could have an adverse effect on the availability of financial assurances. In addition, maturity acceleration on the Credit Facility constitutes an event of default under certain of our other debt and derivative instruments. If such acceleration were to occur, we would not have sufficient liquidity available to repay the indebtedness. We would likely have to seek an amendment under the Credit Facility for relief from the financial covenant or repay the debt with proceeds from the issuance of new debt or equity, or asset sales, if necessary. We may be unable to amend the Credit Facility or raise sufficient capital to repay such obligations in the event the maturity is accelerated.Term Loan FacilityOn April 29, 2022, we entered into a $1 billion unsecured Term Loan Facility (Term Loan Facility), which bore interest at a base rate or a forward-looking SOFR, plus an applicable margin based on our debt ratings. We had $500 million of borrowings outstanding under the Term Loan Facility as of December 31, 2023. During the year ended December 31, 2024, we repaid the remaining balance of the Term Loan Facility.Commercial Paper ProgramIn May 2022, we entered into a commercial paper program for the issuance and sale of unsecured commercial paper in an aggregate principal amount not to exceed $500 million outstanding at any one time (the Commercial Paper Cap). In August 2022, the Commercial Paper Cap was increased to $1.0 billion, and in October 2023, was increased to $1.5 billion. The weighted average interest rate for borrowings outstanding as of December 31, 2024 was 4.646% with a weighted average maturity of approximately 18 days.We had $477 million and $496 million principal value of commercial paper issued and outstanding under the program as of December 31, 2024 and 2023, respectively. In the event of a failed re-borrowing, we currently have availability under our Credit Facility (as defined above) to fund amounts currently borrowed under the commercial paper program until they are re-borrowed successfully. Accordingly, we have classified these borrowings as long-term in our consolidated balance sheet as of December 31, 2024 and 2023, respectively.Senior Notes and DebenturesIn March 2023, we issued $400 million of 4.875% senior notes due 2029 (the Existing 2029 Notes) and $800 million of 5.000% senior notes due 2034 (the 2034 Notes, and together with the Existing 2029 Notes, the Notes). The Notes are unsecured and unsubordinated and rank equally with our other unsecured obligations. We used the proceeds from the Notes for general corporate purposes, including the repayment of a portion of amounts outstanding under the Uncommitted Credit Facility, the Commercial Paper Program, the Credit Facility, and the Term Loan Facility. As a result of the Term Loan Facility repayment, we incurred a non-cash loss on the early extinguishment of debt related to the ratable portion of unamortized deferred issuance costs of less than $1 million.In December 2023, we issued an additional $350 million of 4.875% senior notes due 2029 (the New 2029 Notes, and together with the Existing 2029 Notes, the 2029 Notes). After giving effect to the issuance of the New 2029 Notes, $750 million in aggregate principal amount of the 2029 Notes is outstanding. The New 2029 Notes are fungible with the Existing 2029 Notes, and taken together, the 2029 Notes are treated as a single series.In December 2023, we also issued $650 million of 5.000% senior notes due 2033 (the 2033 Notes). The proceeds of the 2033 Notes were used for general corporate purposes, including the repayment of a portion of amounts outstanding under the Uncommitted Credit Facility, the Commercial Paper Program, the Credit Facility, and the Term Loan Facility.In June 2024, we issued $400 million of 5.000% senior notes due 2029 and $500 million of 5.200% senior notes due 2034. We used the proceeds from the June 2024 notes issuance for general corporate purposes, including the repayment of a portion of amounts outstanding under the Commercial Paper Program and the Credit Facility; and repayment of the remaining amount outstanding under the Term Loan Facility and the Uncommitted Credit Facility.Our senior notes and debentures are general unsecured obligations. Interest is payable semi-annually. Tax-Exempt FinancingsAs of December 31, 2024, we had $1,409 million of certain variable rate tax-exempt financings outstanding, with maturities ranging from 2026 to 2053. As of December 31, 2023, we had $1,281 million of certain variable rate tax-exempt financings outstanding, with maturities ranging from 2024 to 2053. Finance Leases and OtherAs of December 31, 2024, we had finance lease liabilities of $315Â million with maturities ranging from 2025 to 2063. As of December 31, 2023, we had finance lease liabilities of $251 million with maturities ranging from 2024 to 2063.55Table of ContentsAs of December 31, 2024, finance leases and other included $53Â million related to the construction of an office building located in Phoenix, Arizona, which has been accounted for as a financing obligation. The amount is recorded within long-term debt, net of current maturities.Credit RatingsOur continued access to the debt capital markets and to new financing facilities, as well as our borrowing costs, depend on multiple factors, including market conditions, our operating performance and maintaining strong credit ratings. As of December 31, 2024, our credit ratings were BBB+, Baa1 and A- by Standard & Poorâ€™s Ratings Services, Moodyâ€™s Investors Service and Fitch Ratings, Inc., respectively. If our credit ratings were downgraded, especially any downgrade to below investment grade, our ability to access the debt markets with the same flexibility that we have experienced historically, our cost of funds and other terms for new debt issuances could be adversely impacted.Off-Balance Sheet ArrangementsWe have no off-balance sheet debt or similar obligations, other than short-term operating leases and financial assurances, which are not classified as debt. We have no transactions or obligations with related parties that are not disclosed, consolidated into or reflected in our reported financial position or results of operations. We have not guaranteed any third-party debt.Seasonality and Severe WeatherOur operations can be adversely affected by periods of inclement or severe weather, which could increase the volume of waste collected under our existing contracts (without corresponding compensation), delay the collection and disposal of waste, reduce the volume of waste delivered to our disposal sites, or delay the construction or expansion of our landfills and other facilities. Our operations also can be favorably affected by severe weather, which could increase the volume of waste in situations where we are able to charge for our additional services. ContingenciesFor a description of our commitments and contingencies, see Note 8, Landfill and Environmental Costs, Note 11, Income Taxes and Note 19, Commitments and Contingencies, to our audited consolidated financial statements included in Part II, ItemÂ 8 of this Annual Report on Form 10-K.Financial AssuranceWe must provide financial assurance to governmental agencies and a variety of other entities under applicable environmental regulations relating to our landfill operations for capping, closure and post-closure costs, and related to our performance under certain collection, landfill and transfer station contracts. We satisfy these financial assurance requirements by providing surety bonds, letters of credit, or insurance policies (Financial Assurance Instruments), or trust deposits, which are included in restricted cash and marketable securities and other assets in our consolidated balance sheets. The amount of the financial assurance requirements for capping, closure and post-closure costs is determined by applicable state environmental regulations. The financial assurance requirements for capping, closure and post-closure costs may be associated with a portion of the landfill or the entire landfill. Generally, states require a third-party engineering specialist to determine the estimated capping, closure and post-closure costs that are used to determine the required amount of financial assurance for a landfill. The amount of financial assurance required can, and generally will, differ from the obligation determined and recorded under U.S.Â GAAP. The amount of the financial assurance requirements related to contract performance varies by contract. Additionally, we must provide financial assurance for our insurance program and collateral for certain performance obligations. We do not expect a material increase in financial assurance requirements during 2025, although the mix of Financial Assurance Instruments may change.These Financial Assurance Instruments are issued in the normal course of business and are not classified as indebtedness. Because we currently have no liability for the Financial Assurance Instruments, they are not reflected in our consolidated balance sheets; however, we record capping, closure and post-closure liabilities and insurance liabilities as they are incurred.Critical Accounting Judgments and EstimatesOur consolidated financial statements have been prepared in accordance with U.S.Â GAAP and necessarily include certain estimates and judgments made by management. The following is a list of accounting policies that we believe are the most critical in understanding our consolidated financial position, results of operations and cash flows and that may require management to make subjective or complex judgments about matters that are inherently uncertain. Our critical accounting estimates are those estimates that involve a significant level of uncertainty at the time the estimate was made, and changes in them have had or are reasonably likely to have a material effect on our financial condition or results of operations. Accordingly, actual results could differ materially from our estimates. We base our estimates on past experience and other assumptions that 56Table of Contentswe believe are reasonable under the circumstances, and we evaluate these estimates on an ongoing basis. Such critical accounting policies, estimates and judgments are applicable to all of our operating segments.We have noted examples of the estimates that are subject to uncertainty in the accounting for these areas below.Landfill Development Asset DepletionLandfill depletion expense for the years ended December 31, 2024 and 2023 was $408Â million and $379 million, respectively.To match the expense related to the landfill asset with the revenue generated by the landfill operations, we amortize the landfill development asset over its operating life on a per-ton basis as waste is accepted at the landfill. The landfill asset is fully depleted at the end of a landfillâ€™s operating life. The per-ton rate is calculated by dividing the sum of the landfill development asset net book value plus estimated future development costs for the landfill, by the landfillâ€™s estimated remaining

permitted and probable disposal capacity. The expected future development costs are not inflated or discounted, but rather expressed in nominal dollars. This rate is applied to each ton accepted at the landfill to arrive at depletion expense for the period.The calculation of depletion expense includes certain estimates and assumptions around future landfill development costs and remaining permitted and probable landfill disposal capacity. Changes in these estimates are subject to uncertainty attributable to the following factors: (i) actual future costs of construction materials and third-party labor could differ from the costs we have estimated because of the level of demand and the availability of the required materials and labor, and (ii) technical designs could be altered due to unexpected operating conditions, regulatory changes or legislative changes.On at least an annual basis, we update the estimates of future development costs and remaining disposal capacity for each landfill. These costs and disposal capacity estimates are reviewed and approved by senior operations management annually. Changes in cost estimates and disposal capacity are reflected prospectively in the landfill depletion rates that are updated annually. Landfill Asset Retirement ObligationsWe have two types of retirement obligations related to landfills: (1)Â capping and (2)Â closure and post-closure. As of December 31, 2024 and 2023, our asset retirement obligations related to capping, closure and post-closure were $2,144 million and $1,937 million, respectively. Changes in these estimates may be sensitive to the following factors: (i) changes to environmental laws and regulations and/or circumstances affecting our operations could result in a significant change to our estimates, which could have a significant impact on our result of operations, (ii) we do not expect to incur most of these costs for a number of years, which requires us to estimate the timing of projected cash flows and make assumptions regarding inflation rates, and (iii) actual future costs of materials and third-party labor could differ from the costs we have estimated because of the level of demand and the availability of the required materials and labor. Obligations associated with final capping activities that occur during the operating life of the landfill are recognized on a units-of-consumption basis as airspace is consumed within each discrete capping event. Obligations related to closure and post-closure activities that occur after the landfill has ceased operations are recognized on a units-of-consumption basis as airspace is consumed throughout the entire life of the landfill. Landfill retirement obligations are capitalized as the related liabilities are recognized and amortized using the units-of-consumption method over the airspace consumed within the capping event or the airspace consumed within the entire landfill, depending on the nature of the obligation. Landfill amortization expense for the years ended December 31, 2024 and 2023 was $106 million and $92 million, respectively. All obligations are initially measured at estimated fair value. Fair value is calculated on a present value basis using an inflation rate and our credit-adjusted, risk-free rate in effect at the time the liabilities were incurred. Future costs for final capping, closure and post-closure are developed at least annually by engineers, and are inflated to future value using estimated future payment dates and inflation rate projections.Landfill capping.Â As individual areas within each landfill reach capacity, we must cap and close the areas in accordance with the landfill site permit. These requirements are detailed in each landfill's technical design, which is reviewed and approved by the regulatory agency issuing the landfill site permit. Closure and post-closure.Â Closure costs are costs incurred after a landfill stops receiving waste, but prior to being certified as closed. After the entire landfill has reached capacity and is certified closed, we must continue to maintain and monitor the site for a post-closure period, which generally extends for 30Â years. Costs associated with closure and post-closure requirements generally include maintenance of the site, the monitoring of methane gas collection systems and groundwater systems and other activities that occur after the site has ceased accepting waste. Costs associated with post-closure monitoring generally include groundwater sampling, analysis and statistical reports, third-party labor associated with gas system operations and maintenance and transportation and disposal of leachate.Landfill retirement obligation liabilities and assets.Â Estimates of the total future costs required to cap, close and monitor each landfill as specified by the landfill permit are updated annually. The estimates include inflation, the specific timing of future cash outflows and the anticipated waste flow into the capping events. Our cost estimates are inflated to the period of 57Table of Contentsperformance using an estimated inflation rate, which is updated annually. For 2024, our estimated inflation rate of 2.0% is based on the twenty year average core consumer price index and for 2023, our estimated inflation rate of 2.0% was based on the ten year average consumer price index.The present value of the remaining capping costs for specific capping events and the remaining closure and post-closure costs for each landfill are recorded as incurred on a per-ton basis. These liabilities are incurred as disposal capacity is consumed at the landfill.Retirement obligations are increased each year to reflect the passage of time by accreting the balance at the weighted average credit-adjusted risk-free rate that was used to calculate each layer of the recorded liabilities. This accretion is charged to operating expenses. Actual cash expenditures reduce the asset retirement obligation liabilities as they are made.Corresponding retirement obligation assets are recorded for the same value as the additions to the capping, closure and post-closure liabilities. The retirement obligation assets are amortized to expense on a per-ton basis as disposal capacity is consumed. The per-ton rate is calculated by dividing the sum of each of the recorded retirement obligation assetâ€™s net book value and expected future additions to the retirement obligation asset by the remaining disposal capacity. A per-ton rate is determined for each separate capping event based on the disposal capacity relating to that event. Closure and post-closure per-ton rates are based on the total disposal capacity of the landfill.Changes in these estimates may be sensitive to the following factors: (1) changes to environmental laws and regulations and/or circumstances affecting our operations could result in a significant change to our estimates, which could have a significant impact on our result of operations, (ii) we do not expect to incur most of these costs for a number of years, which requires us to estimate the timing of projected cash flows and make assumptions regarding inflation rates, and (iii) actual future costs of materials and third-party labor could differ from the costs we have estimated because of the level of demand and the availability of the required materials and labor. On an annual basis, we update our estimates of future capping, closure and post-closure costs and of future disposal capacity for each landfill. Revisions in estimates of our costs or timing of expenditures are recognized immediately as increases or decreases to the capping, closure and post-closure liabilities and the corresponding retirement obligation assets. Changes in the assets result in changes to the amortization rates which are applied prospectively, except for fully incurred capping events and closed landfills, where the changes are recorded immediately in results of operations since the associated disposal capacity has already been consumed. Total landfill depletion and amortization expense for the years ended December 31, 2024 and 2023 was $514 million and $471 million, respectively. See our Results of Operations section in this Management's Discussion and Analysis of Financial Condition and Results of Operations for discussion on changes to our landfill depletion and amortization. Environmental LiabilitiesWe are subject to an array of laws and regulations relating to the protection of the environment, and we remediate sites in the ordinary course of our business. Under current laws and regulations, we may be responsible for environmental remediation at sites that we either own or operate, including sites that we have acquired, or sites where we have (or a company that we have acquired has) delivered waste. Our environmental remediation liabilities primarily include costs associated with remediating groundwater, surface water and soil contamination, as well as controlling and containing methane gas migration. To estimate our ultimate liability at these sites, we evaluate several factors, including the nature and extent of contamination at each identified site, the required remediation methods, timing of expenditures, the apportionment of responsibility among the potentially responsible parties and the financial viability of those parties. We accrue for costs associated with environmental remediation obligations when such costs are probable and reasonably estimable in accordance with accounting for loss contingencies. We periodically review the status of all environmental matters and update our estimates of the likelihood of and future expenditures for remediation as necessary. Changes in the liabilities resulting from these reviews are recognized currently in earnings in the period in which the adjustment is known. Adjustments to estimates are reasonably possible in the near term and may result in changes to recorded amounts. With the exception of those obligations assumed in certain business combinations, environmental obligations are recorded on an undiscounted basis. Environmental obligations assumed in certain business combinations are initially estimated on a discounted basis, and accreted to full value over time through charges to interest expense. Adjustments arising from changes in amounts and timing of estimated costs and settlements may result in increases or decreases in these obligations and are calculated on a discounted basis as they were initially estimated on a discounted basis. These adjustments are charged to operating income when they are known. We perform a comprehensive review of our environmental obligations annually and also review changes in facts and circumstances associated with these obligations at least quarterly. See our Results of Operations section in this Management's Discussion and Analysis of Financial Condition and Results of Operations for discussion on our remediation adjustments. We have not reduced the liabilities we have recorded for recoveries from other potentially responsible parties or insurance companies. 58Table of ContentsAs of December 31, 2024 and 2023, we had $447 million and $485 million of environmental liabilities, respectively. Changes in these estimates may be sensitive to changes in cost estimates, timing of estimated costs and settlements, inflation and applicable regulations. Our estimates of these liabilities require assumptions about uncertain future events, which may change the ultimate amounts of our environmental remediation liabilities. Thus, our estimates could change substantially as additional information becomes available regarding the nature or extent of contamination, the required remediation methods, timing of expenditures, the final apportionment of responsibility among the potentially responsible parties identified, the financial viability of those parties and the actions of governmental agencies or private parties with interests in the matter. The actual environmental costs may exceed our current and future accruals for these costs, and any adjustments could be material.New Accounting StandardsFor a description of new accounting standards that may affect us, see NoteÂ 2, Summary of Significant Accounting Policies, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Annual Report on Form 10-K.ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISKInterest Rate RiskOur major market risk exposure of our financial instruments is changing interest rates in the United States and fluctuations in SOFR. We intend to manage interest rate risk through the use of a combination of fixed and floating rate debt. The carrying value of our variable rate debt approximates fair value because interest rates are variable and, accordingly, approximates current market rates for instruments with similar risk and maturities. The fair value of our debt is determined as of the balance sheet date and is subject to change. We have historically entered into multiple swap agreements designated as cash flow hedges to manage exposure to fluctuations in interest rates on our variable rate debt. The table below provides information about certain of our market-sensitive financial instruments and constitutes a forward-looking statement.Â Expected Maturity DateÂ Â Â 2025202620270282029ThereafterTotalFair ValueasÂ ofDecember 31, 2024Fixed rate debt:Amount outstanding (in millions)$863Â $512Â $663Â $814Â $1,163Â $6,666Â $10,681Â $10,029Â Variable rate debt:Amount outstanding (in millions)$â€”Â $82Â $â€”Â $30Â $1,016Â $1,032Â $2,160Â $2,152Â The fixed and variable rate debt amounts above exclude the remaining non-cash discounts, premiums and adjustments to fair value totaling $127 million. As of December 31, 2024, we had $2,160 million of principal floating rate debt. If interest rates increased or decreased by 100 basis points on our variable rate debt, annualized interest expense and net cash payments for interest would increase or decrease by approximately $22 million. This analysis does not reflect the effect that interest rates would have on other items, such as new borrowings and the impact on the economy. See Note 9, Debt, of the notes to our audited consolidated financial statements in Part II, Item 8 of this Form 10-K for further information regarding how we manage interest rate risk.Fuel Price RiskFuel costs represent a significant operating expense. When economically practical, we may enter into new fuel hedges, renew contracts, or engage in other strategies to mitigate market risk. As of December 31, 2024, we had no fuel hedges in place. While we charge fuel recovery fees to a majority of our customers, we are unable to charge such fees to all customers. At current consumption levels, we believe a twenty-cent per gallon change in the price of diesel fuel would change our fuel costs by approximately $27 million per year. Offsetting these changes in fuel expense would result in changes in our fuel recovery fee charged to our customers. At current participation rates, we believe a twenty-cent per gallon change in the price of diesel fuel would change our fuel recovery fee by approximately $38 million per year.Our operations also require the use of certain petrochemical-based products (such as liners at our landfills) the cost of which may vary with the price of petrochemicals. An increase in the price of petrochemicals could increase the cost of those products, 59Table of Contentswhich would increase our operating and capital costs. We also are susceptible to increases in fuel recovery fees from our vendors.Our fuel costs were $470 million during 2024, or 3% of revenue, compared to $542 million, or 4% of revenue, during 2023.Commodities Price RiskWe market recovered materials such as old corrugated containers and old newsprint from our recycling centers. Changes in market supply and demand for recycled commodities causes volatility in commodity prices. In prior periods, we have entered into derivative instruments such as swaps and costless collars designated as cash flow hedges to manage our exposure to changes in prices of these commodities. As of December 31, 2024, we had no recycling commodity hedges in place. At current volumes and mix of materials, we believe a $10 per ton change in the price of recycled commodities would change both annual revenue and operating income by approximately $11 million.Revenue from recycling processing and commodity sales during the years ended December 31, 2024 and 2023 was $409 million and $312 million, respectively.60Table of ContentsITEM 8.FINANCIAL STATEMENTS AND SUPPLEMENTARY DATAReport of Independent Registered Public Accounting Firm (PCAOB ID: 42)62Report of Independent Registered Public Accounting Firm on Internal Control Over Financial Reporting (PCAOB ID: 42)64Consolidated Balance Sheets as of December 31, 2024 and 202365Consolidated Statements of Income for Each of the Three Years in the Period Ended December 31, 202466Consolidated Statements of Comprehensive Income for Each of the Three Years in the Period Ended December 31, 202467Consolidated Statements of Stockholders' Equity for Each of the Three Years in the Period Ended December 31, 202468Consolidated Statements of Cash Flows for Each of the Three Years in the Period Ended December 31, 202469Notes to Consolidated Financial Statements7061Table of ContentsREPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRMTo the Stockholders and the Board of Directors of Republic Services, Inc.Opinion on the Financial StatementsWe have audited the accompanying consolidated balance sheets of Republic Services, Inc. (the Company) as of December 31, 2024 and 2023, the related consolidated statements of income, comprehensive income, stockholdersâ€™ equity and cash flows for each of the three years in the period ended December 31, 2024, and the related notes (collectively referred to as the â€œconsolidated financial statementsâ€). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company at December 31, 2024 and 2023, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2024, in conformity with U.S. generally accepted accounting principles.We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Companyâ€™s internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) and our report dated FebruaryÂ 13, 2025 expressed an unqualified opinion thereon.Basis for OpinionThese financial statements are the responsibility of the Companyâ€™s management. Our responsibility is to express an opinion on the Companyâ€™s financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.Critical Audit MattersThe critical audit matters communicated below are matters arising from the current period audit of the financial statements that were communicated or required to be communicated to the audit committee and that: (1) relate to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate. Landfill Development Asset DepletionDescription of the MatterLandfill development asset depletion expense for the year ended December 31, 2024 was $408Â million As discussed in Note 2, management updates the assumptions used to estimate the landfill development asset depletion expense at least annually, or more often if there is a significant change in facts and circumstances related to a landfill. Significant assumptions used in the calculation of the expense include estimated future development costs and available disposal capacity.62Table of ContentsAuditing landfill development asset depletion expense is complex due to the highly judgmental nature of the significant assumptions, as discussed above, used in the calculation of the expense. How We Addressed the Matter in Our AuditWe obtained an understanding of, evaluated the design, and tested the operating effectiveness of the Companyâ€™s controls over landfill development asset depletion expense. Our audit procedures included, among others, testing controls over the Companyâ€™s process for evaluating and updating the significant assumptions used in the calculation of landfill development asset depletion expense and the accuracy of depletion expense recorded. To test the landfill development asset depletion expense, our audit procedures included, among others, assessing methodologies and testing the significant assumptions discussed above. To test the future development costs, we compared the estimated costs used by management to comparable landfills accepting the same type of waste. We also tested the completeness and accuracy of the data utilized in the development of depletion expense. Regarding disposal capacity, we evaluated the

Companyâ€™s annual utilization and estimation of the landfill disposal capacity through a comparison of airspace to historical estimates and annual aerial surveys. In addition, we considered the professional qualifications and objectivity of managementâ€™s specialist responsible for performing the aerial surveys. We involved EY engineering specialists to assist us with evaluating estimated future development costs.Landfill Final Capping, Closure and Post-Closure CostsDescription of the MatterAt December 31, 2024, the carrying value of the Companyâ€™s landfill final capping, closure and post-closure costs totaled $2,144 million. As discussed in Notes 2 and 8 of the consolidated financial statements, management updates the assumptions used to estimate the asset retirement obligations at least annually, or more often if there is a significant change in facts and circumstances related to a landfill. These assumptions include estimated future costs associated with the final capping, closure and post-closure activities at each landfill, projected timing of capping, and estimated inflation rate.Auditing the landfill asset retirement obligations is complex due to the highly judgmental nature of the significant assumptions, as discussed above, used in the calculation of the asset retirement obligations.How We Addressed the Matter in Our AuditWe obtained an understanding of, evaluated the design, and tested the operating effectiveness of the Companyâ€™s controls over the calculation of asset retirement obligations. Our procedures included, among others, testing controls over the Companyâ€™s process for evaluating and updating the significant assumptions used in the calculation of the landfill asset retirement obligations and the accuracy of the asset retirement obligations recorded.To test the landfill asset retirement obligations, our audit procedures included, among others, assessing methodologies used by the Company, testing the completeness of activities included in the estimate and testing the significant assumptions discussed above. To test the estimated future costs, we compared the estimated future costs used by management to comparable landfills accepting the same type of waste. We also tested the completeness and accuracy of the data utilized in preparing the cost estimate. Regarding the projected timing of capping assumption, we evaluated the Companyâ€™s annual utilization and estimation of the landfill disposal capacity through a comparison of airspace to historical estimates and annual aerial surveys. We also performed a sensitivity analysis of the inflation rate assumption. In addition, we considered the professional qualifications and objectivity of managementâ€™s specialist responsible for performing the aerial surveys. We involved EY engineering specialists to assist us with evaluating assumptions used in estimated costs for the capping, closure and post-closure activities./s/ Ernst & Young LLPWe have served as the Companyâ€™s auditor since 2002.Phoenix, ArizonaFebruaryÂ 13, 202563Table of ContentsREPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRMTo the Stockholders and the Board of Directors of Republic Services, Inc.Opinion on Internal Control Over Financial ReportingWe have audited Republic Services, Inc.â€™s internal control over financial reporting as of December 31, 2024, based on criteria established in Internal Control â€“ Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (the COSO criteria). In our opinion, Republic Services, Inc. (the Company) maintained, in all material respects, effective internal control over financial reporting as of December 31, 2024, based on the COSO criteria.We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of the Company as of December 31, 2024 and 2023, the related consolidated statements of income, comprehensive income, stockholdersâ€™ equity and cash flows for each of the three years in the period ended December 31, 2024, and the related notes and our report dated FebruaryÂ 13, 2025 expressed an unqualified opinion thereon.Basis for OpinionThe Companyâ€™s management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Report of Management on Republic Services, Inc.â€™s Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Companyâ€™s internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects.Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.Definition and Limitations of Internal Control Over Financial ReportingA companyâ€™s internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A companyâ€™s internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the companyâ€™s assets that could have a material effect on the financial statements.Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate./s/ Ernst & Young LLPPhoenix, ArizonaFebruaryÂ 13, 202564Table of Contents REPUBLIC SERVICES, INC.CONSOLIDATED BALANCE SHEETS(in millions, except per share data) December 31, 2024December 31, 2023ASSETSCurrent assets:Cash and cash equivalents$74Â $140Â Accounts receivable, less allowance for doubtful accounts and other of $74 and $83, respectively1,821Â 1,768Â Prepaid expenses and other current assets511Â 473Â Total current assets2,406Â 2,381Â Restricted cash and marketable securities208Â 164Â Property and equipment, net11,877Â 11,351Â Goodwill15,982Â 15,834Â Other intangible assets, net546Â 496Â Other assets1,383Â 1,184Â Total assets$32,402Â $31,410Â LIABILITIES AND STOCKHOLDERSâ€™ EQUITYCurrent liabilities:Accounts payable$1,345Â $1,412Â Notes payable and current maturities of long-term debt862Â 932Â Deferred revenue485Â 467Â Accrued landfill and environmental costs, current portion159Â 141Â Accrued interest101Â 104Â Other accrued liabilities1,176Â 1,172Â Total current liabilities4,128Â 4,228Â Long-term debt, net of current maturities11,851Â 11,887Â Accrued landfill and environmental costs, net of current portion2,432Â 2,281Â Deferred income taxes and other long-term tax liabilities, net1,594Â 1,527Â Insurance reserves, net of current portion402Â 349Â Other long-term liabilities588Â 595Â Commitments and contingenciesStockholdersâ€™ equity:Preferred stock, par value $0.01 per share; 50 shares authorized; none issuedâ€”Â â€”Â Common stock, par value $0.01 per share; 750 shares authorized; 313 and 321 issued including shares held in treasury, respectively3Â 3Â Additional paid-in capital1,767Â 2,901Â Retained earnings9,774Â 8,434Â Treasury stock, at cost; 1 and 6 shares, respectively(113)(784)Accumulated other comprehensive income, net of tax(26)(12)Total Republic Services, Inc. stockholdersâ€™ equity11,405Â 10,542Â Non-controlling interests in consolidated subsidiary2Â 1Â Total stockholdersâ€™ equity11,407Â 10,543Â Total liabilities and stockholdersâ€™ equity$32,402Â $31,410Â Â Â Â Â The accompanying notes are an integral part of these financial statements.65Table of ContentsREPUBLIC SERVICES, INC.CONSOLIDATED STATEMENTS OF INCOME(in millions, except per share data)Â Years Ended December 31,Â 202420232022Revenue$16,032Â $14,965Â $13,511Â Expenses:Cost of operations9,350Â 8,943Â 8,205Â Depreciation, depletion and amortization1,677Â 1,501Â 1,352Â Accretion107Â 98Â 89Â Selling, general and administrative1,674Â 1,609Â 1,454Â Adjustment to withdrawal liability for multiemployer pension fundsâ€”Â 5Â (2)Gain on business divestitures and impairments, net(1)(4)(6)Restructuring charges29Â 33Â 27Â Operating income3,196Â 2,780Â 2,392Â Interest expense(539)(508)(395)Loss from unconsolidated equity method investments(255)(94)(166)Loss on extinguishment of debt(2)â€”Â â€”Â Interest income9Â 6Â 3Â Other income (expense), net23Â 7Â (2)Income before income taxes2,432Â 2,191Â 1,832Â Provision for income taxes388Â 460Â 344Â Net income2,044Â 1,731Â 1,488Â Net income attributable to non-controlling interests in consolidated subsidiary(1)â€”Â â€”Â Net income attributable to Republic Services, Inc.$2,043Â $1,731Â $1,488Â Basic earnings per share attributable to Republic Services, Inc. stockholders:Basic earnings per share$6.50Â $5.47Â $4.70Â Weighted average common shares outstanding314.4Â 316.2Â 316.5Â Diluted earnings per share attributable to Republic Services, Inc. stockholders:Diluted earnings per share$6.49Â $5.47Â $4.69Â Weighted average common and common equivalent shares outstanding314.8Â 316.7Â 317.1Â Cash dividends per common share$2.23Â $2.06Â $1.91Â The accompanying notes are an integral part of these financial statements.66Table of ContentsREPUBLIC SERVICES, INC.CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME(in millions)Â Â Years Ended December 31,Â 202420232022Net income$2,044Â $1,731Â $1,488Â Other comprehensive (income) loss, net of tax(14)â€”Â 3Â Comprehensive income2,030Â 1,731Â 1,491Â Comprehensive income attributable to non-controlling interests(1)â€”Â â€”Â Comprehensive income attributable to Republic Services, Inc.$2,029Â $1,731Â $1,491Â The accompanying notes are an integral part of these financial statements.67Table of ContentsREPUBLIC SERVICES, INC.CONSOLIDATED STATEMENTS OF STOCKHOLDERSâ€™ EQUITY(in millions)Â Republic Services, Inc. StockholdersÂ â€™ EquityÂ Common StockAdditionalPaid-In CapitalRetained EarningsTreasuryStockAccumulated Other Comprehensive Income, Net of TaxNon-controlling Interests In Consolidated SubsidiaryTotalÂ SharesAmountSharesAmountBalance as of December 31, 2021320Â $3Â $2,789Â $6,475Â (2)$(275)(15)1Â $8,978Â Net incomeâ€”Â â€”Â â€”Â 1,488Â â€”Â â€”Â â€”Â â€”Â 1,488Â Other comprehensive income (loss)â€”Â â€”Â â€”Â â€”Â â€”Â 3Â â€”Â 3Â Cash dividends declaredâ€”Â â€”Â â€”Â (603)â€”Â â€”Â â€”Â â€”Â (603)Issuances of common stock1Â â€”Â 13Â â€”Â â€”Â (26)â€”Â â€”Â (13)Stock-based compensationâ€”Â â€”Â 42Â (4)â€”Â â€”Â â€”Â â€”Â 38Â Purchase of common stock for treasuryâ€”Â â€”Â â€”Â â€”Â (2)(204)â€”Â â€”Â (204)Purchase of minority interestâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Distributions paidâ€”Â â€”Â (1)â€”Â â€”Â â€”Â â€”Â â€”Â (1)Balance as of December 31, 2022321Â 3Â 2,843Â 7,356Â (4)(505)(12)1Â 9,686Â Net incomeâ€”Â â€”Â â€”Â 1,731Â â€”Â â€”Â â€”Â â€”Â 1,731Â Other comprehensive income (loss)â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Cash dividends declaredâ€”Â â€”Â â€”Â (650)â€”Â â€”Â â€”Â â€”Â (650)Issuances of common stockâ€”Â â€”Â 14Â â€”Â â€”Â (15)â€”Â â€”Â (1)Stock-based compensationâ€”Â â€”Â 44Â (3)â€”Â â€”Â â€”Â â€”Â 41Â Purchase of common stock for treasuryâ€”Â â€”Â â€”Â â€”Â (2)(264)â€”Â â€”Â (264)Distributions paidâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Balance as of December 31, 2023321Â 3Â 2,901Â 8,434Â (6)(784)(12)1Â 10,543Â Net incomeâ€”Â â€”Â â€”Â 2,043Â â€”Â â€”Â â€”Â 1Â 2,044Â Other comprehensive (loss) incomeâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â (14)â€”Â (14)Cash dividends declaredâ€”Â â€”Â â€”Â (699)â€”Â â€”Â â€”Â â€”Â (699)Issuances of common stockâ€”Â â€”Â 16Â â€”Â â€”Â (30)â€”Â â€”Â (14)Stock-based compensationâ€”Â â€”Â 45Â (4)â€”Â â€”Â â€”Â â€”Â 41Â Purchase of common stock for treasuryâ€”Â â€”Â â€”Â â€”Â (3)(494)â€”Â â€”Â (494)Shares returned to unissued status(8)â€”Â (1,195)â€”Â 8Â 1,195Â â€”Â â€”Â â€”Â Distributions paidâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â â€”Â Balance as of December 31, 2024313Â $3Â $1,767Â $9,774Â (1)$(113)(26)2Â $11,407Â Â Â Â Â The accompanying notes are an integral part of these financial statements.68Table of ContentsREPUBLIC SERVICES, INC.CONSOLIDATED STATEMENTS OF CASH FLOWS(in millions)Â Years Ended December 31,Â 202420232022Cash provided by operating activities:Net income$2,044Â $1,731Â $1,488Â Adjustments to reconcile net income to cash provided by operating activities:Depreciation, depletion, amortization and accretion1,784Â 1,599Â 1,441Â Non-cash interest expense71Â 86Â 72Â Stock-based compensation42Â 41Â 39Â Deferred tax provision (benefit)87Â 102Â 181Â Provision for doubtful accounts, net of adjustments27Â 53Â 41Â Loss on extinguishment of debt2Â â€”Â â€”Â (Gain) loss on disposition of assets and asset impairments, net(19)(1)(9)Environmental adjustments7Â 2Â 3Â Loss from unconsolidated equity method investments255Â 94Â 166Â Other non-cash items(10)(1)â€”Â Change in assets and liabilities, net of effects from business acquisitions and divestitures:Accounts receivable(76)(71)(199)Prepaid expenses and other assets(171)(30)(84)Accounts payable(27)83Â 106Â Capping, closure and post-closure expenditures(56)(61)(65)Remediation expenditures(62)(55)(55)Other liabilities14Â 43Â 65Â Payments from retirement of certain hedging relationships24Â 3Â â€”Â Cash provided by operating activities3,936Â 3,618Â 3,190Â Cash used in investing activities:Purchases of property and equipment(1,855)(1,631)(1,454)Proceeds from sales of property and equipment47Â 29Â 33Â Cash used in acquisitions and investments, net of cash and restricted cash acquired(753)(2,065)(3,039)Cash received from business divestitures2Â 6Â 51Â Purchases of restricted marketable securities(26)(29)(20)Sales of restricted marketable securities24Â 13Â 20Â Otherâ€”Â 10Â (14)Cash used in investing activities(2,561)(3,667)(4,423)Cash provided by (used in) financing activities:Proceeds from credit facilities and notes payable, net of fees24,020Â 39,221Â 16,446Â Proceeds from issuance of senior notes, net of discount and fees889Â 2,172Â â€”Â Payments of credit facilities and notes payable(25,109)(40,411)(14,282)Issuances of common stock, net(14)(1)(13)Purchases of common stock for treasury(482)(262)(203)Cash dividends paid(687)(638)(593)Distributions paid to non-controlling interests in consolidated subsidiaryâ€”Â â€”Â (1)Contingent consideration payments(15)(19)(10)Cash provided by (used in) financing activities(1,398)62Â 1,344Â Effect of foreign exchange rate changes on cash(2)1Â (3)Increase (decrease) in cash, cash equivalents, restricted cash and restricted cash equivalents(25)14Â 108Â Cash, cash equivalents, restricted cash and restricted cash equivalents at beginning of year228Â 214Â 106Â Cash, cash equivalents, restricted cash and restricted cash equivalents at end of year$203Â $228Â $214Â The accompanying notes are an integral part of these financial statements.69Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTS1.BASIS OF PRESENTATIONRepublic Services, Inc., a Delaware corporation, and its consolidated subsidiaries (also referred to collectively as Republic, the Company, we, us, or our), is one of the largest providers of environmental services in the United States, as measured by revenue. Our senior management evaluates, oversees and manages the financial performance of our operations through three field groups, referred to as Group 1, Group 2 and Group 3. Group 1 is our recycling and waste business operating primarily in geographic areas located in the western United States. Group 2 is our recycling and waste business operating primarily in geographic areas located in the southeastern and mid-western United States, the eastern seaboard of the United States, and Canada. Group 3 is our environmental solutions business operating primarily in geographic areas located across the United States and Canada. These groups represent our reportable segments, which provide integrated environmental services, including but not limited to collection, transfer, recycling, and disposal. The consolidated financial statements include the accounts of Republic Services, Inc. and its wholly owned and majority-owned subsidiaries in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP). We account for investments in entities in which we do not have a controlling financial interest under the equity method of accounting or, for investments that do not meet the criteria to be accounted for under the equity method, we reflect these investments at their fair value when it is readily determinable. If fair value is not readily determinable, we use an alternative measurement approach. All material intercompany accounts and transactions have been eliminated in consolidation.For comparative purposes, certain prior year amounts have been reclassified to conform to the current year presentation and are not material to our consolidated financial statements. All dollar amounts in tabular presentations are in millions, except per share amounts and unless otherwise noted.2.SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESManagementâ€™s Estimates and AssumptionsIn preparing our financial statements, we make numerous estimates and assumptions that affect the amounts reported in these financial statements and accompanying notes. We must make these estimates and assumptions because certain information we use is dependent on future events, cannot be calculated with a high degree of precision from data available or simply cannot be readily calculated based on generally accepted methodologies. In preparing our financial statements, the more significant and subjective areas that deal with the greatest amount of uncertainty relate to our accounting for our long-lived assets, including recoverability, landfill development costs and final capping, closure and post-closure costs; our liabilities for potential litigation, claims and assessments; our liabilities for environmental remediation, deferred taxes, uncertain tax positions and insurance reserves; and our estimates of the fair values of assets acquired and liabilities assumed in acquisitions. Each of these items is discussed in more detail elsewhere in these Notes to Consolidated Financial Statements. Our actual results may differ significantly from our estimates.Cash and Cash EquivalentsWe consider liquid investments with a maturity at the date of acquisition of three months or less to be cash equivalents.We may have net book credit balances in our primary disbursement accounts at the end of a reporting period. We classify such credit balances as accounts payable in our consolidated balance sheets as checks presented for payment to these accounts are not payable by our banks under overdraft arrangements, and, therefore, do not represent short-term borrowings. As of December 31, 2024 and 2023, there were net book credit balances of $121 million and $148 million, respectively, in our primary disbursement accounts that were classified as accounts payable on our consolidated balance sheets.Concentration of Credit RiskFinancial instruments that potentially subject us to concentrations of credit risk consist of cash and cash equivalents, trade accounts receivable and derivative instruments. We place our cash and cash equivalents with high quality financial institutions. Such balances may be in excess of FDIC insured limits. To manage the related credit exposure, we continually monitor the credit worthiness of the financial institutions where we have deposits. Concentrations of credit risk with respect to trade accounts receivable are limited due to the wide variety of customers and markets in which we provide services, as well as the dispersion of our operations across many geographic areas. We provide services to small-container, large-container, municipal and residential and environmental solutions customers primarily

in the United States and Canada. We perform ongoing credit evaluations of our customers, but generally do not require collateral to support customer receivables. We establish an allowance 70Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)for doubtful accounts based on various factors including the credit risk of specific customers, age of receivables outstanding, historical trends, economic conditions and other information.Accounts Receivable, Net Accounts receivable represents receivables from customers for environmental services, including collection and processing of recyclable materials, collection, transfer and disposal of solid waste and environmental solutions. Our receivables are recorded when billed or when the related revenue is earned and represent claims against third parties that will be settled in cash. The carrying value of our receivables, net of the allowance for doubtful accounts and customer credits, represents the estimated net realizable value. We establish an allowance for doubtful accounts based on various factors including the age of receivables outstanding, historical trends, economic conditions and other information. We also review outstanding balances on an account-specific basis based on the credit risk of the customer. We determined that all of our accounts receivable share similar risk characteristics. We monitor our credit exposure on an ongoing basis and assess whether assets in the pool continue to display similar risk characteristics.The following table reflects the activity in our allowance for doubtful accounts for the years ended DecemberÂ 31:202420232022Balance at beginning of year$83Â $52Â $39Â Additions charged to expense27Â 53Â 41Â Accounts written-off(36)(22)(28)Balance at end of year$74Â $83Â $52Â Restricted Cash and Marketable SecuritiesAs of December 31, 2024 and 2023, we had $208 million and $164 million, respectively, of restricted cash and marketable securities, of which $149 million and $121 million, respectively, supports our insurance programs for workers' compensation, commercial general liability and commercial auto liability. Additionally, we obtain funds through the issuance of tax-exempt bonds for the purpose of financing qualifying expenditures at our landfills, transfer stations, collection and recycling centers. The funds are deposited directly into trust accounts by the bonding authorities at the time of issuance. As the use of these funds is contractually restricted, and we do not have the ability to use these funds for general operating purposes, they are classified as restricted cash and marketable securities in our consolidated balance sheets.In the normal course of business, we may be required to provide financial assurance to governmental agencies and a variety of other entities in connection with, among other things, municipal residential collection contracts, closure or post-closure of landfills, environmental remediation, environmental permits and business licenses and permits as a financial guarantee of our performance. At several of our landfills, we satisfy financial assurance requirements by depositing cash into restricted trust funds or escrow accounts.Property and EquipmentWe record property and equipment at cost. Expenditures for major additions and improvements to facilities are capitalized, while maintenance and repairs are expensed as incurred. When property is retired or otherwise disposed, the related cost and accumulated depreciation are removed from the accounts and any resulting gain or loss is reflected in the consolidated statements of income.We revise the estimated useful lives of property and equipment acquired through business acquisitions to conform with our policies. We depreciate property and equipment over their estimated useful lives using the straight-line method. We assume no salvage value for our depreciable property and equipment. The estimated useful lives of our property and equipment are as follows:Buildings and improvements5 - 30 yearsVehicles5 - 20 yearsLandfill equipment5 - 7 yearsOther equipment3 - 25 yearsFurniture and fixtures3 - 10 yearsLandfill development costs also are included in property and equipment. Landfill development costs include direct costs incurred to obtain landfill permits and direct costs incurred to acquire, construct and develop sites, as well as final capping, 71Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)closure and post-closure assets. These costs are depleted or amortized based on consumed airspace. All indirect landfill development costs are expensed as incurred. For additional information, see NoteÂ 8, Landfill and Environmental Costs.Capitalized InterestWe capitalize interest on all landfill cell construction and other construction or development projects. Interest is capitalized on qualified assets while they undergo activities to ready them for their intended use. Capitalization of interest ceases once an asset is placed into service or if construction activity is suspended for more than a brief period of time. Our interest capitalization rate is based on our weighted average cost of indebtedness. Interest capitalized was $11 million for the year ended December 31, 2024, $8 million for the year ended December 31, 2023 and $5 million for the year ended December 31, 2022.Fair Value of Financial InstrumentsOur financial instruments include cash and cash equivalents, restricted cash and marketable securities, interest rate hedges and other derivatives, long-term debt, contingent consideration arrangements and assets in our defined benefit pension plan. Accounting standards include disclosure requirements around fair values used for certain financial instruments and establish a fair value hierarchy. The hierarchy prioritizes valuation inputs into three levels based on the extent to which inputs used in measuring fair value are observable in the market.Â Each fair value measurement is reported in one of three levels:â€¢Level 1 â€" inputs are based upon unadjusted quoted prices for identical instruments traded in active markets.â€¢Level 2 â€" inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities.â€¢Level 3 â€" inputs are generally unobservable and typically reflect managementâ€™s estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models and similar techniques.See NoteÂ 18, Financial Instruments, for fair value disclosures related to our financial instruments.Investments Other Than DerivativesInvestments other than derivatives primarily include money market funds, common stock, mutual funds, United States government and agency securities, municipal and corporate bonds and foreign government bonds. In general, and where applicable, we use quoted prices in active markets for identical assets or liabilities to determine fair value.Â This pricing methodology applies to our Level 1 investments, such as money market funds, common stock and certain mutual funds.Â If quoted prices in active markets for identical assets or liabilities are not available to determine fair value, then we use quoted prices for similar assets and liabilities or inputs other than the quoted prices that are observable either directly or indirectly.Â These investments are included in Level 2 and consist primarily of corporate bonds, foreign government bonds, real estate investment trusts and certain agency securities.Landfill and Environmental CostsLife Cycle AccountingWe use life-cycle accounting and the units-of-consumption method to recognize certain landfill costs over the life of the site. In life cycle accounting, all current and future capitalized costs to acquire and construct a site are calculated, and charged to expense based on the consumption of cubic yards of available airspace.Costs and airspace estimates are developed at least annually by engineers. We use these estimates to adjust the rates we use to deplete capitalized costs. Changes in these estimates primarily relate to changes in cost estimates, available airspace, inflation and applicable regulations. Changes in available airspace include, but are not limited to, changes due to the addition of airspace attributable to probable expansion areas, airspace consumed and changes in engineering estimates.Probable Expansion AirspaceWe classify landfill disposal capacity as either permitted (having received the final permit from the applicable regulatory agency) or as probable expansion airspace. Before airspace included in an expansion area is determined to be probable expansion airspace and, therefore, is included in our calculation of total available disposal capacity, all of the following criteria must be met:â€¢We own the land associated with the expansion airspace or control it pursuant to an option agreement;72Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)â€¢We are committed to supporting the expansion project financially and with appropriate resources;â€¢There are no identified fatal flaws or impediments associated with the project, including political impediments;â€¢Progress is being made on the project;â€¢The expansion is attainable within a reasonable time frame;Â andâ€¢We believe it is likely the expansion permit will be received.Upon meeting our expansion criteria, the rates used at each applicable landfill to expense costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted to include both the probable expansion airspace and the additional costs to be capitalized or accrued associated with that expansion airspace.We have identified three steps that landfills generally follow to obtain expansion permits. These steps are as follows:â€¢Obtaining approval from local authorities;â€¢Submitting a permit application to state authorities;Â andâ€¢Obtaining permit approval from state authorities.We continually monitor our progress toward obtaining permits for each of our sites with probable airspace. If we determine that a landfill expansion area no longer meets our criteria, the probable expansion airspace is removed from the landfillâ€™s total available disposal capacity and the rates used at the landfill to deplete costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted accordingly. In addition, any amounts capitalized for the probable expansion airspace are charged to expense in the period in which it is determined that the criteria are no longer met.Capitalized Landfill CostsCapitalized landfill costs include expenditures for land, permitting, cell construction and environmental structures. Capitalized permitting and cell construction costs are limited to direct costs relating to these activities, including legal, engineering and construction costs associated with excavation, natural and synthetic liners, construction of leachate collection systems, installation of methane gas collection and monitoring systems, installation of groundwater monitoring wells and other costs associated with the development of the site. Interest is capitalized on landfill construction projects while the assets are undergoing activities to ready them for their intended use. Capitalized landfill costs also include final capping, closure and post-closure assets and are depleted as airspace is consumed using the units-of-consumption method.Costs related to acquiring land, excluding the estimated residual value of unpermitted, non-buffer land, and costs related to permitting and cell construction are depleted as airspace is consumed using the units-of-consumption method.Capitalized landfill costs also may include an allocation of purchase price paid for landfills. For landfills purchased as part of a group of assets, the purchase price assigned to the landfill is determined based on the estimated fair value of the landfill. If the landfill meets our expansion criteria, the purchase price is further allocated between permitted airspace and expansion airspace based on the respective ratios to total available airspace. Landfill purchase price is depleted using the units-of-consumption method over the total available airspace, including probable expansion airspace, where appropriate.Final Capping, Closure and Post-Closure CostsFinal cappingWe have future obligations for final capping, closure and post-closure costs with respect to the landfills we own or operate as set forth in applicable landfill permits. The permit requirements are based on the Subtitle C and Subtitle D regulations of the Resource Conservation and Recovery Act, as implemented and applied on a state-by-state basis. We define final capping as activities required to permanently cover a portion of a landfill that has been completely filled with waste. Final capping typically includes installing flexible membrane and geosynthetic clay liners, drainage and compact soil layers and topsoil and is constructed over an area of the landfill where total available disposal capacity has been consumed and waste disposal operations have ceased. These final capping activities occur in phases as needed throughout the operating life of a landfill as specific areas are filled to capacity and the final elevation for that specific area is reached in accordance with the provisions of the operating permit. We consider final capping events to be discrete activities that are recognized as asset retirement obligations separately from other closure and post-closure obligations. As a result, we use a separate rate per ton for recognizing the principal amount of the liability and related asset associated with each capping event. We amortize the asset recorded pursuant to this approach as waste volume related to the capacity covered by the capping event is placed into the landfill based on the consumption of cubic yards of available airspace.73Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)Closure and post-closureClosure and post-closure activities occur after the entire landfill ceases to accept waste and closes. These activities involve methane gas control, leachate management and groundwater monitoring, surface water monitoring and control and other operational and maintenance activities that occur after the site ceases to accept waste. Obligations associated with monitoring and controlling methane gas migration and emissions are set forth in applicable landfill permits and these requirements are based on the provisions of the Clean Air Act. The post-closure period generally runs for 30 years after final site closure for municipal solid waste landfills and a shorter period for construction and demolition landfills and inert landfills. We recognize asset retirement obligations and the related amortization expense for closure and post-closure (excluding obligations for final capping) using the units-of-consumption method over the total remaining disposal capacity of the landfill, including probable expansion airspace, where appropriate.Estimated future expendituresEstimates of future expenditures for final capping, closure and post-closure are developed at least annually by engineers. Management reviews these estimates and our operating and accounting personnel use them to adjust the rates used to capitalize and amortize these costs. These estimates involve projections of costs that will be incurred during the remaining life of the landfill for final capping activities, after the landfill ceases operations and during the legally required post-closure monitoring period. As of December 31, 2024, we had 125 closed landfills.Fair value measurementsIn general, we engage third parties to perform most of our final capping, closure and post-closure activities. Accordingly, the fair value of these activities is based on quoted and actual prices paid for similar work. We also perform some of our final capping, closure and post-closure activities using internal resources. Where we expect internal resources to be used to fulfill an asset retirement obligation, we add a profit margin to the estimated cost of such services to better reflect their fair value. If we perform these services internally, the added profit margin is recognized as a component of operating income in the period the obligation is settled.Our estimates of costs to discharge asset retirement obligations for landfills are developed in todayâ€™s dollars. These costs are inflated each year to reflect a normal escalation of prices up to the year they are expected to be paid. Our inflation rate was 2% for the year ended December 31, 2024, which was primarily based on the twenty-year historical moving average increase of the United States Core Consumer Price Index. Our inflation rate was 2% for each of the years ended December 31, 2023 and 2022, which was primarily based on the ten-year historical moving average increase of the United StatesÂ Consumer Price Index. These estimated costs are then discounted to their present values using a credit-adjusted, risk-free interest rate. Changes in assets retirement obligationsA liability for an asset retirement obligation is recognized in the period in which it is incurred and is initially measured at fair value. The offset to the liability is capitalized as part of the carrying amount of the related long-lived asset. Changes in the liabilities due to revisions to estimated future cash flows are recognized by increasing or decreasing the liabilities with the offsets adjusting the carrying amounts of the related long-lived assets, and may also require immediate adjustments to amortization expense in the consolidated statements of income. Upward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free interest rate in effect at the time of the change. Downward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free rate that existed when the original liability was recognized.Changes in asset retirement obligations due to the passage of time are measured by recognizing accretion expense in a manner that results in a constant effective interest rate being applied to the average carrying amount of the liability. The effective interest rate used to calculate accretion expense is our credit-adjusted, risk-free interest rate in effect at the time the liabilities were recorded.We review our calculations with respect to landfill asset retirement obligations at least annually. If there is a significant change in the facts and circumstances related to a landfill during the year, we will review our calculations for the landfill as soon as practical after the change has occurred.Landfill operating expensesCosts associated with daily maintenance activities and environmental compliance during the operating life of the landfill are expensed as incurred. These costs include, among other things, leachate treatment and disposal, methane gas and groundwater monitoring and systems maintenance, interim cap maintenance, costs associated with the application of daily cover materials and the legal and administrative costs of ongoing environmental compliance.74Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)Environmental LiabilitiesWe are subject to an array of laws and regulations relating to the protection of the environment, and we remediate sites in the ordinary course of our business. Under current laws and regulations, we may be responsible for environmental remediation at sites that we either own or operate, including sites that we have acquired, or sites where we have (or a company that we have acquired has) delivered waste. Our environmental remediation liabilities primarily include costs associated with remediating groundwater, surface water and soil contamination, as well as controlling and containing methane gas migration and the legal costs related to these remediation efforts. To estimate our ultimate liability at these sites, we evaluate several factors, including the nature and extent of contamination at each identified site, the required remediation methods, timing of expenditures, the apportionment of responsibility among the potentially responsible parties and the financial viability of those parties. We accrue for costs associated with environmental remediation obligations when such costs are probable and reasonably estimable in accordance with accounting for loss contingencies. Changes in our liabilities are recognized currently in earnings in the period in which the adjustment is known. Adjustments to estimates are reasonably possible in the near term and may result in changes to recorded amounts. With the exception of those obligations assumed in certain business combinations, environmental obligations are recorded on an undiscounted basis. Adjustments arising from changes in amounts and timing of estimated costs and settlements may result in increases or decreases in these obligations and are calculated on a discounted basis as they were initially estimated on a discounted basis. These adjustments are charged to operating income when they are known. We perform a comprehensive review of our environmental obligations annually and also review changes in facts and circumstances associated with these obligations at least quarterly and update our estimates of the likelihood of and future expenditures for remediation as necessary. We have not reduced the liabilities we have recorded for recoveries from other potentially responsible parties or insurance companies.Business CombinationsWe acquire businesses in the environmental services industry as part of our growth strategy. Businesses are included in the consolidated financial statements from the date of acquisition.We recognize, separately from goodwill, the identifiable assets acquired and liabilities assumed at their estimated acquisition-date fair values. We measure and recognize goodwill as of the acquisition date as the excess of: (1)Â the aggregate of the

fair value of consideration transferred, the fair value of any non-controlling interest in the acquiree (if any) and the acquisition date fair value of our previously held equity interest in the acquiree (if any), over (2)Â the fair value of assets acquired and liabilities assumed. If information about facts and circumstances existing as of the acquisition date is incomplete by the end of the reporting period in which a business combination occurs, we report provisional amounts for the items for which the accounting is incomplete. The measurement or allocation period ends once we receive the information we are seeking; however, this period will generally not exceed one year from the acquisition date. Any material adjustments recognized during the measurement period will be reflected retrospectively in the consolidated financial statements of the subsequent period. We recognize third-party transaction-related costs as expense in the period in which they are incurred.Goodwill and Other Intangible AssetsWe evaluate goodwill for impairment annually as of October 1st, or when an indicator of impairment exists, at the reporting unit level. Our reporting units are our three field groups: Group 1, Group 2 and Group 3. We may use both qualitative and quantitative approaches when testing goodwill for impairment. If, after assessing qualitative factors, we determine it is more likely than not that a reporting unit's goodwill is impaired, then we perform a quantitative test for that reporting unit. The quantitative impairment test for goodwill encompasses calculating a fair value of goodwill and comparing the fair value to its carrying value. If the carrying value exceeds the fair value, impairment is recognized for the difference. As of October 1, 2024, we performed a qualitative assessment to evaluate circumstances and events impacting our reporting units to determine the likelihood of goodwill impairment. Examples of such events or circumstances include: (1) a significant adverse change in legal factors or in the business climate; (2) an adverse action or assessment by a regulator; (3) a more likely than not expectation that a reporting unit or a significant portion thereof will be sold; (4) continued or sustained losses at a reporting unit; (5) a significant decline in our market capitalization as compared to our book value; or (6) we conclude that we may not recover a significant asset group within the reporting unit. We determined it was more likely than not that the fair values of our reporting units exceeded their carrying amounts. No impairment losses were recorded for goodwill during the years ended December 31, 2024, 2023 or 2022.Other intangible assets include values assigned to customer relationships, non-compete agreements and trade names and are amortized generally on a straight-line basis over periods ranging from 1 to 15 years.75Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)Asset ImpairmentsWe continually consider whether events or changes in circumstances have occurred that may warrant revision of the estimated useful lives of our long-lived assets (other than goodwill) or whether the remaining balances of those assets should be evaluated for possible impairment. Long-lived assets include, for example, capitalized landfill costs, other property and equipment and identifiable intangible assets. Events or changes in circumstances that may indicate that an asset may be impaired include the following:Â â€¢A significant decrease in the market price of an asset or asset group;â€¢A significant adverse change in the extent or manner in which an asset or asset group is being used or in its physical condition;â€¢A significant adverse change in legal factors or in the business climate that could affect the value of an asset or asset group, including an adverse action or assessment by a regulator;â€¢An accumulation of costs significantly in excess of the amount originally expected for the acquisition or construction of a long-lived asset;â€¢A current period operating or cash flow loss combined with a history of operating or cash flow losses or a projection or forecast that demonstrates continuing losses associated with the use of a long-lived asset or asset group;â€¢A current expectation that, more likely than not, a long-lived asset or asset group will be sold or otherwise disposed of significantly before the end of its previously estimated useful life;Â orâ€¢An impairment of goodwill at a reporting unit.There are certain indicators listed above that require judgment and understanding of the environmental services industry when applied to landfill development or expansion. For example, a regulator may initially deny a landfill expansion permit application though the expansion permit is ultimately granted. In addition, management may periodically divert waste from one landfill to another to conserve remaining permitted landfill airspace. Therefore, certain events could occur in the ordinary course of business and not necessarily be considered indicators of impairment due to the unique nature of the environmental services industry.If indicators of impairment exist, the asset or asset group is reviewed to determine whether its recoverability is impaired. We assess the recoverability of the asset or asset group by comparing its carrying value to an estimate (or estimates) of its undiscounted future cash flows over its remaining life. If the estimated undiscounted cash flows are not sufficient to recover the carrying value of the asset or asset group, we measure an impairment loss as the amount by which the carrying amount of the asset exceeds its fair value. The loss is recorded in the consolidated statements of income in the period in which such impairment is identified. Estimating future cash flows requires significant judgment, and our projections of future cash flows and remaining useful lives may vary materially from actual results. No impairment losses were recorded for long-lived assets during the years ended December 31, 2024, 2023 or 2022.Insurance ReservesOur insurance programs for workers' compensation, commercial general and auto liability, environmental and remediation liability and employee-related health care benefits are subject to high deductible insurance policies. Accruals for insurance reserves are based on claims filed and estimates of claims incurred but not reported. We consider our past claims experience, including both frequency and settlement amount of claims, in determining these estimates. It is possible that recorded reserves may not be adequate to fund the future payment of claims. Adjustments, if any, to estimates recorded resulting from ultimate claim payments will be reflected in the consolidated statements of income in the periods in which such adjustments are known. In general, our insurance reserves are recorded on an undiscounted basis; however, the insurance liabilities we assumed in business combinations are recorded at estimated fair value, and therefore have been discounted to present value based on our estimate of the timing of the related cash flows.Contingent LiabilitiesWe are subject to various legal proceedings, claims and regulatory matters, the outcomes of which are subject to significant uncertainty. In general, we determine whether to disclose or accrue for loss contingencies based on an assessment of whether the risk of loss is remote, reasonably possible or probable, and whether it can be reasonably estimated. We assess our potential liability relating to litigation and regulatory matters based on information available to us. Management develops its assessment based on an analysis of possible outcomes under various strategies. We accrue for loss contingencies when such amounts are probable and reasonably estimable. If a contingent liability is only reasonably possible, we disclose the potential range of the 76Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)loss, if estimable. Contingent liabilities recorded in purchase accounting are recorded at their fair values. These fair values may be different from the values we would have otherwise recorded, had the contingent liability not been assumed as part of an acquisition of a business.Accumulated Other Comprehensive IncomeAccumulated other comprehensive income is a component of stockholdersâ€™ equity and includes the amortization of our settled interest rate locks, certain adjustments to liabilities associated with our employee defined benefit pension plan liabilities, net of tax, and foreign currency translation adjustments.Revenue RecognitionWe generally provide services under contracts with municipalities or individual customers. Municipal and small-containercontracts are generally long-term and often have renewal options. Environmental solutions revenue may be billed in advance of the service being performed, such as the treatment or disposal of the waste. Advance billings are recorded as deferred revenue, and revenue is recognized over the period services are provided.We recognize revenue, net of tax, when control is transferred to the customer, generally at the time we provide a service. Revenue is measured as the amount of consideration we expect to receive in exchange for providing a service. We make payments to certain of our customers, including payments to our municipal customers or commodity rebates to customers in our recycling business, which reduce the amount of revenue we recognize.Income TaxesWe account for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, we record deferred income taxes to reflect the effects of temporary differences between the carrying amounts of assets and liabilities and their tax bases using enacted tax rates that we expect to be in effect when the taxes are actually paid or recovered. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date.We record net deferred tax assets to the extent we believe these assets will more likely than not be realized. In making these determinations, we consider all available positive and negative evidence, including scheduled reversals of deferred tax liabilities, tax planning strategies, projected future taxable income and recent financial operating results. The weight given to the positive and negative evidence is commensurate with the extent such evidence can be objectively verified. If we determine that we would be able to realize a deferred income tax asset in the future in excess of its net recorded amount, we would make an adjustment to the valuation allowance, which would reduce the provision for income taxes.We record uncertain tax positions in accordance with ASC 740. A tax benefit from an uncertain tax position may be recognized when it is more likely than not that the position will be sustained upon examination, including resolution of any related appeals or litigation processes, based on the technical merits. Income tax positions must meet a more-likely-than-not recognition threshold at the effective date to be recognized.We recognize interest and penalties related to uncertain tax positions in the provision for income taxes in the accompanying consolidated statements of income. Accrued interest and penalties are included in other accrued liabilities, deferred income taxes and other long-term tax liabilities in the consolidated balance sheets.We use the flow-through method to account for investment tax credits earned on eligible development expenditures. Under this method, the investment tax credits are recognized as a reduction to income tax expense in the year they are earned.Share RepurchasesShare repurchases under our share repurchase authorization may be made through open market purchases or privately negotiated transactions at the current market prices. From time-to-time, we return treasury shares acquired through share repurchases to the status of authorized but unissued. Our accounting policy is to deduct the par value from common stock and to reflect any excess of cost over par value as a deduction from additional paid-in capital. LeasesWe lease property and equipment in the ordinary course of business under various lease agreements. The most significant lease obligations are for real property and equipment specific to our industry, including property operated as a landfill or transfer station and operating equipment. Our leases have varying terms. Some may include renewal or purchase options, escalation clauses, restrictions, penalties or other obligations that we consider in determining minimum lease payments. Our lease terms include options to renew the lease when it is reasonably certain that we will exercise the option. 77Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)Certain leases require payments that are variable in nature based on volume measurements, e.g. a fixed rate per ton at our landfills. In addition, certain rental payments are adjusted annually based on changes in an underlying base index such as a consumer price index. Variable lease payments are recognized in our consolidated statements of income in the period incurred. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. We generally account for lease components separately from non-lease components. Leases are classified as either operating leases or finance leases, as appropriate. Leases with an initial term of 12 months or less are not recorded on our consolidated balance sheet. Operating LeasesMany of our leases are operating leases. Operating lease classification generally can be attributed to either (1)Â relatively low fixed minimum lease payments (including, for example, real property lease payments that are not fixed and vary based on the volume of material we receive or process), or (2)Â minimum lease terms that are shorter than the asset's economic useful life. We expect that, in the ordinary course of business, our operating leases will be renewed, replaced by other leases, or replaced with capital expenditures. We recognize rent expense for these leases on a straight-line basis over the lease term. We recognize a right-of-use liability and right-of-use asset for leases classified as operating leases in our consolidated balance sheet upon lease commencement. The right-of-use liability represents the present value of the remaining lease payments. An implicit rate is often not readily available for these leases. As such, we use our incremental borrowing rate at the commencement date to determine the present value of the lease payments. Our incremental borrowing rate represents the rate of interest that we would have to pay to borrow on a collateralized basis over a similar term in a similar economic environment. In addition, we recognize a corresponding right-of-use asset, which represents our right to use an underlying asset for the lease term. The right-of-use asset is adjusted for certain favorable or unfavorable leases recognized through acquisition, prepaid or accrued rent, asset impairments and lease incentives, including but not limited to cash incentives, rent abatement or leasehold improvements paid by the lessor. Finance LeasesWe capitalize assets acquired under finance leases at lease commencement and amortize them to depreciation expense over the lesser of the useful life of the asset or the lease term on either a straight-line or a units-of-consumption basis, depending on the asset leased. We record the present value of the related lease payments as a debt obligation. Our finance lease liabilities relate primarily to real property, including certain long-term landfill operating agreements that require minimum lease payments with offsetting finance lease assets recorded as part of the landfill development costs.Related Party TransactionsIt is our policy that transactions with related parties must be on terms that, on the whole, are no less favorable than those that would be available from unaffiliated parties.New Accounting PronouncementsAccounting Standards AdoptedImprovements to Reportable Segment DisclosuresIn November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures (ASU 2023-07). ASU 2023-07 amends the reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The Company adopted ASU 2023-07 in this Annual Report on Form 10-K and will adopt the interim disclosures in the first quarter of 2025. ASU 2023-07 was adopted retrospectively to all periods presented in the financial statements. The adoption of this standard did not have a material impact on our consolidated financial statements. See Note 15, Segment Reporting, for additional information and detailed disclosures prepared in accordance with ASU 2023-07. Accounting Standards Updates Issued but not yet Adopted as of December 31, 2024Disaggregation of Income Statement ExpensesIn November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2024-03, Income Statement â€“ Reporting Comprehensive Income â€“ Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses (ASU 2024-03). ASU 2024-03 requires an entity to disclose the amount of purchases of inventory, employee compensation, depreciation, and intangible asset amortization included in each relevant expense caption. It also requires an entity to include certain amounts that are already required to be disclosed under GAAP in the same disclosure. Additionally, it requires an entity to disclose a qualitative description of the amounts remaining in relevant 78Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)expense captions that are not separately disaggregated quantitatively, and to disclose the total amount of selling expenses and, in annual reporting periods, an entityâ€™s definition of selling expenses. The amendments in ASU 2024-03 are effective for annual reporting periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027, with early adoption permitted. An entity may apply the amendments prospectively for reporting periods after the effective date or retrospectively to any or all prior periods presented in the financial statements. The Company is currently evaluating the impact of the rules on its future consolidated financial statements.Climate-Related DisclosuresIn March 2024, the SEC adopted Final Rule 33-11275 and 34-99678 - The Enhancement and Standardization of Climate-Related Disclosures for Investors. The rules require registrants to provide standardized disclosures related to material climate-related risks, governance and risk management strategies, and the financial impact of severe weather events and material Scope 1 and 2 greenhouse gas emissions. The rules require implementation in phases between 2025 and 2033. In April 2024, the SEC announced that it would voluntarily stay these rules pending judicial review. The Company is currently evaluating the impact of the rules on its future consolidated financial statements.Improvements to Income Tax DisclosuresIn December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures (ASU 2023-09). ASU 2023-09 requires entities to provide additional information in the rate reconciliation and additional disclosures about income taxes paid. The amendments in this update are effective for fiscal years beginning after December 15, 2024. We are currently assessing the effect this guidance may have on our consolidated financial statements. Codification Amendments in Response to the SEC's Disclosure Update and Simplification InitiativeIn October 2023, the FASB issued ASU 2023-06 to modify the disclosure or presentation requirements of a variety of topics, which will allow users to more easily compare entities subject to the SEC's existing disclosures with those entities that were not previously subject to the SEC's requirements, and to align the requirements in the FASB accounting standard codification with the SEC's regulations. The effective date for each topic's amendment will be the date on which the SEC's removal of the topic's related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the amendments and the impact on its future consolidated financial statements.79Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)3.BUSINESS ACQUISITIONS, INVESTMENTS AND RESTRUCTURING CHARGESWe acquired various environmental services businesses during the years ended December 31, 2024 and 2023. The purchase price paid for these business acquisitions and the allocations of the purchase price follows:20242023Purchase price:Cash used in acquisitions, net of cash acquired of $1 and $23, respectively$274Â $1,756Â Holdbacks7Â 19Â Fair value, future minimum lease paymentsâ€”Â 1Â Total$281Â $1,776Â Allocated as follows:Accounts receivable6Â 67Â Prepaid expensesâ€”Â 6Â Landfill development costsâ€”Â 49Â Property and equipment57Â 374Â Operating right-of-use lease assets2Â 14Â Parts and supplies2Â 3Â Accounts payableâ€”Â (20)Deferred revenue(2)(11)Environmental remediation liabilitiesâ€”Â (6)Closure and post-closure liabilitiesâ€”Â (11)Operating right-of-use lease liabilities(2)(14)Deferred income tax liabilities(1)(25)Other liabilities(1)(12)Fair value of tangible assets acquired and liabilities assumed61Â 414Â Excess purchase price to be allocated$220Â $1,362Â Excess purchase price allocated as follows:Other intangible assets$44Â $204Â Goodwill176Â 1,158Â Total allocated$220Â $1,362Â Certain of the purchase price allocations are preliminary and based on information existing at the acquisition dates. Accordingly, the purchase price allocations are subject to change. For the acquisitions that closed during 2024, we expect that a majority of the goodwill and intangible assets recognized

as a result of these acquisitions will be deductible for tax purposes. These acquisitions are not material to the Company's results of operations, individually or in the aggregate. As a result, no pro forma financial information is provided.In February 2025, we acquired all of the issued and outstanding shares of COP Shamrock Parent, Inc. (Shamrock). Shamrock is a leading provider of environmental solutions offering industrial waste and wastewater treatment services. Shamrockâ€™s environmental solutions operations are primarily located in the northeastern and southeastern United States and provide us with a platform to pursue additional growth in our environmental solutions line of business.As of February 13, 2025, we paid approximately $700Â million for acquisitions that closed through that date.80Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)InvestmentsIn 2024 and 2023, we acquired non-controlling equity interests in certain limited liability companies that qualified for investment tax credits under Section 48 of the Internal Revenue Code. We account for these investments under the equity method of accounting utilizing the Hypothetical Liquidation at Book Value (HLBV) method. In exchange for our non-controlling interests, we made capital contributions of approximately $236Â million and $222Â million, which were recorded to other assets in our December 31, 2024 and 2023 consolidated balance sheets, respectively. During 2024 and 2023, we decreased the carrying value of these investments by approximately $254 million and $102Â million, respectively, as a result of cash distributions and our share of income and loss pursuant to the terms of the limited liability company agreements. Additionally, our tax provisions reflect benefits of approximately $222 million and $87Â million for the years end December 31, 2024 and 2023, respectively, due to the tax credits related to these investments. For further discussion of the income tax benefits, refer to Note 11, Income Taxes, in Part II, Item 8 of this Annual Report on Form 10-K for the year ended December 31, 2024. In 2024, we acquired a non-controlling equity interest in a joint venture with a landfill gas-to-energy developer to construct a number of renewable natural gas projects at certain of our landfill locations in Illinois. During the year ended December 31, 2024, we invested $35 million in the joint venture. Additionally, our tax provision reflects a benefit of approximately $8 million for the year ended December 31, 2024 related to these qualified investments in renewable natural gas projects. This investment is an unconsolidated variable interest entity (VIE) for which we do not have the power to direct the significant activities of the business, and it is accounted for under the equity method of accounting. Our risk of loss is materially consistent with our contributions to-date.In 2024, we acquired a non-controlling equity interest in a thermal processing facility that treats and recycles contaminated soil, hazardous and non-hazardous waste, and contaminated water to expand our environmental services offerings in Canada. During the year ended December 31, 2024 we invested $27 million in the joint venture. The investment is accounted for under the equity method of accounting.In 2022, we acquired a non-controlling equity interest in a joint venture with a landfill gas-to-energy developer to construct a number of renewable natural gas projects at our landfills across the United States. Certain of these investments qualified for investment tax credits under Section 48 of the Internal Revenue Code. As of December 31, 2024 and 2023, we had invested approximately $270Â million and $170Â million, respectively, in the joint venture. During the years ended December 31, 2024, 2023 and 2022, we contributed $98 million, $68 million and $137 million, respectively, in the joint venture. Additionally, our tax provision reflects a benefit of approximately $6 million for the year ended December 31, 2024 related to these qualified investments in renewable natural gas projects. The investment is accounted for under the equity method of accounting.In 2022, we acquired a non-controlling equity interest in a joint venture with Ravago, Blue Polymers, LLC, intended to help create vertical integration in the recycling market, and to further advance circularity by acquiring all olefins produced by the Company's Polymer Centers and produce custom blended pellets for food-grade and non-food-grade packaging. As of December 31, 2024 and 2023, we had invested approximately $55 million and $19 million, respectively, in the joint venture. During the years ended December 31, 2024, 2023 and 2022, we contributed $38 million, $9 million and $10 million, respectively, in the joint venture. This investment is an unconsolidated variable interest entity (VIE) for which we do not have the power to direct the significant activities of the business, and it is accounted for under the equity method of accounting. Our risk of loss is materially consistent with our contributions to-date.Restructuring ChargesIn 2024, 2023 and 2022 we incurred restructuring charges of $29 million, $33 million, $27 million, respectively. The 2024 charges primarily related to the redesign of our asset management, and customer and order management software systems. Of the 2023 charges, $9Â million related to early termination of certain leases and $24Â million related to the redesign of our asset management, and customer and order management software systems. The 2022 charges primarily related to the redesign of our general ledger, budgeting and procurement enterprise resource planning systems. We paid $25 million, $39 million, and $20 million during 2024, 2023 and 2022, respectively, related to these restructuring efforts.81Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)4.PROPERTY AND EQUIPMENT, NETA summary of property and equipment, net as of DecemberÂ 31 follows:20242023Land$897Â $878Â Landfill development costs10,518Â 9,911Â Vehicles and equipment10,998Â 10,232Â Buildings and improvements2,119Â 1,922Â Construction-in-progress â€“ landfill437Â 350Â Construction-in-progress â€“ other575Â 554Â $25,544Â $23,847Â Less: accumulated depreciation, depletion and amortizationLandfill development costs$(6,031)$(5,516)Vehicles and equipment(6,692)(6,148)Buildings and improvements(944)(832)(13,667)(12,496)Property and equipment, net$11,877Â $11,351Â Depreciation, depletion and amortization of property and equipment was $1,517 million, $1,368 million and $1,246 million for the years ended December 31, 2024, 2023 and 2022, respectively.5.GOODWILL AND OTHER INTANGIBLE ASSETS, NETGoodwillA summary of the activity and balances in goodwill accounts by reporting segment follows:Balance as of December 31, 2023AcquisitionsDivestituresAdjustmentsand OtherBalance as of December 31, 2024Group 1$7,312Â $161Â $â€“Â $19Â $7,492Â Group 26,445Â â€“Â â€“Â (7)6,438Â Group 32,077Â 15Â â€“Â (40)2,052Â Total$15,834Â $176Â $â€“Â (28)15,982Â Â Â Balance as of December 31, 2022AcquisitionsDivestituresAdjustmentsand OtherBalance as of December 31, 2023Group 1$6,638Â $675Â $â€“Â (1)7,312Â Group 26,238Â 208Â (2)1Â 6,445Â Group 31,575Â 275Â â€“Â 227Â 2,077Â Total$14,451Â $1,158Â (2)227Â $15,834Â Adjustments to acquisitions during the year ended December 31, 2024 primarily related to changes in our valuation of property, plant and equipment and customer list intangible assets acquired as a result of obtaining new information regarding the acquisitions that closed in 2023. Adjustments to acquisitions during the year ended December 31, 2023 primarily related to changes in our valuation of tangible assets acquired and certain environmental liabilities assumed in connection with our acquisition of US Ecology.82Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)Other Intangible Assets, NetOther intangible assets, net, includes values assigned to customer relationships, non-compete agreements and trade names, and are amortized over periods ranging from 1 to 15 years. A summary of the activity and balances by intangible asset type follows:Â Gross Intangible AssetsAccumulated AmortizationOther Intangible Assets, Net as of December 31, 2024Â Balance as of December 31, 2023AcquisitionsAdjustments and OtherBalance as of December 31, 2024Balance as of December 31, 2023AdditionsChargedtoÂ ExpenseAdjustments and OtherBalance as of December 31, 2024Customer relationships$632Â $38Â $20Â $690Â (166)(69)$20Â (215)475Â Other intangible assets 53Â 6Â 32Â 91Â (23)(10)13Â (20)71Â Total$685Â $44Â $52Â $781Â (189)(79)$33Â (235)546Â Â Gross Intangible AssetsAccumulated AmortizationOther Intangible Assets, Net as of December 31, 2023Â Balance as of December 31, 2022AcquisitionsAdjustments and OtherBalance as of December 31, 2023Balance as of December 31, 2022AdditionsChargedtoÂ ExpenseAdjustments and OtherBalance as of December 31, 2023Customer relationships$1,013Â $197Â (578)632Â (709)(54)$597Â (166)466Â Other intangible assets 145Â 7Â (99)53Â (102)(12)91Â (23)30Â Total$1,158Â $204Â (677)685Â (811)(66)$688Â (189)496Â Based on the amortizable intangible assets recorded in the consolidated balance sheet as of December 31, 2024, amortization expense for each of the next five years is estimated as follows:2025$78Â 2026$74Â 2027$67Â 2028$64Â 2029$58Â 83Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)6.OTHER ASSETSPrepaid Expenses and Other Current AssetsA summary of prepaid expenses and other current assets as of December 31 follows:20242023Prepaid expenses$127Â $123Â Income taxes receivable124Â 126Â Parts and supplies98Â 98Â Other non-trade receivables96Â 63Â Reinsurance receivable30Â 35Â Prepaid fees for cloud-based hosting arrangements, current27Â 17Â Other9Â 11Â Total$511Â $473Â Other AssetsA summary of other assets as of December 31 follows:20242023Investments$637Â $469Â Operating right-of-use lease assets232Â 238Â Deferred compensation plan125Â 113Â Prepaid fees and capitalized implementation costs for cloud-based hosting arrangements123Â 68Â Reinsurance receivable86Â 92Â Deferred contract costs and sales commissions82Â 83Â Derivative and hedging assets55Â 74Â Amounts recoverable for capping, closure and post-closure obligations24Â 22Â Other19Â 25Â Total$1,383Â $1,184Â 84Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)7.OTHER LIABILITIESOther Accrued LiabilitiesA summary of other accrued liabilities as of December 31 follows:20242023Accrued payroll and benefits$339Â $351Â Insurance reserves, current 220Â 217Â Accrued fees and taxes204Â 194Â Accrued dividends181Â 168Â Operating right-of-use lease liabilities, current 55Â 55Â Ceded insurance reserves, current 30Â 35Â Contingent purchase price and acquisition holdbacks14Â 17Â Accrued professional fees and legal settlement reserves12Â 18Â Other121Â 117Â Total$1,176Â $1,172Â Â Other Long-Term LiabilitiesA summary of other long-term liabilities as of December 31 follows:20242023Operating right-of-use lease liabilities$189Â $195Â Deferred compensation plan liability120Â 115Â Ceded insurance reserves86Â 92Â Derivative and hedging liabilities72Â 71Â Contingent purchase price and acquisition holdbacks60Â 59Â Withdrawal liability - multiemployer pension funds19Â 20Â Other42Â 43Â Total$588Â $595Â Insurance ReservesOur liabilities for unpaid and incurred but not reported claims as of December 31, 2024 and 2023 (which include claims for workersâ€™ compensation, commercial general and auto liability and employee-related health care benefits) were $622 million and $566 million, respectively, under our risk management program and are included in other accrued liabilities and insurance reserves, net of current portion, in our consolidated balance sheets. While the ultimate amount of claims incurred depends on future developments, we believe the recorded reserves are adequate to cover the future payment of claims; however, it is possible that these recorded reserves may not be adequate to cover the future payment of claims. Adjustments, if any, to estimates recorded resulting from ultimate claim payments will be reflected in our consolidated statements of income in the periods in which such adjustments are known.The following table summarizes the activity in our insurance reserves for the years ended December 31:202420232022Balance at beginning of year$566Â $503Â $497Â Additions charged to expense671Â 656Â 565Â Payments(701)(636)(594)Premium written for third party risk assumed86Â 43Â 35Â Balance at end of year622Â 566Â 503Â Less: current portion(220)(217)(188)Long-term portion$402Â $349Â $315Â 85Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)8.LANDFILL AND ENVIRONMENTAL COSTSAs of December 31, 2024, we owned or operated 208 active landfills with total available disposal capacity estimated to be 5Â billion in-place cubic yards. Additionally, we have post-closure responsibility for 125Â closed landfills.Accrued Landfill and Environmental CostsA summary of our accrued landfill asset retirement obligations and environmental liabilities as of DecemberÂ 31 follows:20242023Landfill final capping, closure and post-closure liabilities$2,144Â $1,937Â Environmental remediation447Â 485Â Total accrued landfill and environmental costs2,591Â 2,422Â Less: current portion(159)(141)Long-term portion$2,432Â $2,281Â Final Capping, Closure and Post-Closure CostsThe following table summarizes the activity in our asset retirement obligations, which includes liabilities for final capping, closure and post-closure, for the years ended DecemberÂ 31:202420232022Asset retirement obligations, beginning of year$1,937Â $1,786Â $1,507Â Non-cash additions61Â 61Â 60Â Acquisitions, net of divestitures and other adjustments4Â 12Â 175Â Asset retirement obligation adjustments91Â 41Â 20Â Payments(56)(61)(65)Accretion expense107Â 98Â 89Â Asset retirement obligations, end of year2,144Â 1,937Â 1,786Â Less: Current portion(96)(72)(75)Long-term portion$2,048Â $1,865Â $1,711Â We review annually, in the fourth quarter, and update as necessary, our estimates of asset retirement obligations. As a result, we increased amortization expense by $13 million, $5 million and $6 million for the years ended December 31, 2024, 2023 and 2022, respectively, primarily related to changes in estimates and assumptions concerning the anticipated waste flow, cost and timing of future final capping, closure and post-closure activities.The expected future payments for final capping, closure and post-closure as of December 31, 2024 follows:Â 2025$96Â 2026108Â 2027102Â 202897Â 2029112Â Thereafter7,758Â $8,273Â The estimated remaining final capping, closure and post-closure expenditures presented above are not inflated and not discounted and reflect the total estimated future payments for liabilities which include those incurred and recorded as of December 31, 2024 as well as liabilities yet to be incurred over the remaining life of our landfills.Environmental Remediation LiabilitiesWe accrue for remediation costs when they become probable and can be reasonably estimated. There can sometimes be a range of reasonable estimates of the costs associated with remediation of a site. In these cases, we use the amount within the range that constitutes our best estimate. If no amount within the range appears to be a better estimate than any other, we use the amount that is at the low end of such range. It is reasonably possible that we will need to adjust the liabilities recorded for remediation to reflect the effects of new or additional information, to the extent such information impacts the costs, timing or 86Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)duration of the required actions. If we used the reasonably possible high ends of our ranges, our aggregate potential remediation liability as of December 31, 2024 would be approximately $273 million higher than the amounts recorded. Future changes in our estimates of the cost, timing or duration of the required actions could have a material adverse effect on our consolidated financial position, results of operations and cash flows.The following table summarizes the activity in our environmental remediation liabilities for the years ended DecemberÂ 31:202420232022Environmental remediation liabilities, beginning of year$485Â $487Â $455Â Net additions charged to expense7Â 2Â 3Â Payments(62)(55)(55)Accretion expense (non-cash interest expense)17Â 18Â 17Â Acquisitions, net of divestitures and other adjustmentsâ€”Â 33Â 67Â Environmental remediation liabilities, end of year447Â 485Â 487Â Less: current portion(63)(69)(57)Long-term portion$384Â $416Â $430Â The expected undiscounted future payments for remediation costs as of December 31, 2024 follows:2025$63Â 202659Â 202746Â 202846Â 202928Â Thereafter256Â $498Â The following is a discussion of certain of our significant remediation matters:Bridgeton Landfill.Â During the year ended December 31, 2024, we paid $12 million related to management and monitoring of the remediation area for our closed Bridgeton Landfill in Missouri. We continue to work with state and federal regulatory agencies on our remediation efforts.Â From time to time, this may require us to modify our future operating timeline and procedures, which could result in changes to our expected liability.Â As of December 31, 2024, the remediation liability recorded for this site was $62 million, of which approximately $11Â million is expected to be paid during 2025.West Lake Landfill Superfund Site. Our subsidiary Bridgeton Landfill, LLC is one of several currently designated Potentially Responsible Parties for the West Lake Landfill Superfund site (West Lake) in Missouri. On September 27, 2018, the United States Environmental Protection Agency (EPA) issued a Record of Decision Amendment for West Lake that includes a total undiscounted cost estimate of $229 million over a four to five year design and construction timeline. On March 11, 2019, the EPA issued special notice letters under the Comprehensive Environmental Response, Compensation and Liability Act of 1980 (CERCLA) to Bridgeton Landfill, LLC and the other currently designated Potentially Responsible Parties to initiate negotiations to implement the remedy. On January 17, 2025, the EPA issued an Explanation of Significant Differences (ESD) applying the prior Record of Decision Amendment to an increased number of acres at the site found to contain radiologically-impacted material. The ESD includes a revised undiscounted cost estimate of $392Â million. At this time we are neither able to predict the final design of that remedy, nor estimate how much of the future response costs of the site our subsidiary may agree or be required to pay. During any subsequent administrative proceedings or litigation, our subsidiary will vigorously contest liability for the costs of remediating radiologically-impacted materials generated on behalf of the federal government during the Manhattan Project and delivered to the site by an Atomic Energy Commission licensee and its subcontractor. However, subsequent events related to remedy design, divisibility, or allocation may require us to modify our expected remediation liability.87Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)9.DEBTThe carrying value of our credit facilities, finance leases and long-term debt as of December 31, 2024 and 2023 is listed in the following table, and is adjusted for unamortized discounts, deferred issuance costs and the unamortized portion of adjustments to fair value recorded in purchase accounting. Original issue discounts and adjustments to fair value recorded in purchase accounting are amortized to interest expense over the term of the applicable instrument using the effective interest method.Â Â December 31, 2024December 31, 2023MaturityInterestÂ RatePrincipalAdjustmentsCarrying Â ValuePrincipalAdjustmentsCarrying Â ValueCredit facilities:Uncommitted Credit FacilityVariable$â€”Â $â€”Â $â€”Â $â€”Â $â€”Â $â€”Â The Credit FacilityVariable514Â â€”Â 514Â 297Â â€”Â 297Â Term LoanVariableâ€”Â â€”Â â€”Â 500Â â€”Â 500Â Commercial PaperVariable477Â â€”Â 477Â 496Â (1)495Â Senior notes:August 20242.500â€”Â â€”Â â€”Â 900Â (1)899Â March 20253.200500Â â€”Â 500Â 500Â (1)499Â November 20250.875350Â â€”Â 350Â 350Â (1)349Â July 20262.900500Â (1)499Â 500Â (2)498Â November 20273.375650Â (2)648Â 650Â (3)647Â May 20283.950800Â (7)793Â 800Â (9)791Â April 20294.875750Â (6)744Â 750Â (7)743Â November 20295.000400Â (4)396Â â€”Â â€”Â â€”Â March 20302.300600Â (4)596Â 600Â (4)596Â February 20311.450650Â (5)645Â 650Â (6)644Â February 20321.750750Â (5)745Â 750Â (5)745Â March 20332.375700Â (6)694Â 700Â (6)694Â December 20335.000650Â (9)641Â 650Â (9)641Â April 20345.000800Â (10)790Â 800Â (11)789Â November 20345.200500Â (6)494Â â€”Â â€”Â â€”Â March 20356.086182Â (11)171Â 182Â (12)170Â March 20406.200400Â (3)397Â 400Â (3)397Â May 20415.700386Â (5)381Â 386Â (5)381Â March 20503.050400Â (7)393Â 400Â (7)393Â Debentures:September 20357.400148Â (27)121Â 148Â (29)119Â Tax-exempt:2026 - 20533.375 -

4.3751,418Â (9)1,409Â 1,289Â (8)1,281Â Finance leases and other:2025 - 20631.726 - 9.750315Â â€”Â 315Â 251Â â€”Â 251Â Total Debt$12,840Â $(127)12,713Â $12,949Â $(130)12,819Â Less: current portion(862)(932)Long-term portion$11,851Â $11,887Â 88Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)Future Maturities of DebtAggregate principal maturities of notes payable, finance leases and other long-term debt as of December 31, 2024 follow:
2025$862Â 2026594Â 2027663Â 2028844Â 20292,179Â Thereafter7,698Â $12,840Â Credit FacilitiesUncommitted Credit FacilityIn January 2022, we entered into a $200 million unsecured uncommitted revolving credit facility (the Uncommitted Credit Facility). The Uncommitted Credit Facility bears interest at an annual percentage rate to be agreed upon by both parties. Borrowings under the Uncommitted Credit Facility can be used for working capital, letters of credit and other general corporate purposes. The agreement governing our Uncommitted Credit Facility requires us to comply with certain covenants. The Uncommitted Credit Facility may be terminated by either party at any time. As of December 31, 2024 and 2023, we had no borrowings outstanding under our Uncommitted Credit Facility. The Credit FacilityIn July 2024, we and our subsidiary, USE Canada Holdings, Inc. (the Canadian Borrower) entered into the Second Amended and Restated Credit Agreement (the Credit Facility) which amends and restates the unsecured revolving credit facility we entered into in August 2021. The total outstanding principal amount that we may borrow under the Credit Facility may not exceed the current aggregate lenders' commitments of $3.5 billion, and borrowings under the Credit Facility mature in July 2029. As permitted by the Credit Facility, we have the right to request two one-year extensions of the maturity date, but none of the lenders are committed to participate in such extensions. The Credit Facility also includes a feature that allows us to increase availability, at our option, by an aggregate amount of up to $1.0 billion through increased commitments from existing lenders or the addition of new lenders.All loans to the Canadian Borrower and all loans denominated in Canadian dollars cannot exceed $1.0 billion (the Canadian Sublimit). The Canadian Sublimit is part of, and not in addition to, the aggregate commitments under the Credit Facility.Borrowings under the Credit Facility in United States dollars bear interest at a Base Rate, a daily floating SOFR or a term SOFR plus a current applicable margin of 0.920% based on our Debt Ratings (all as defined in the Credit Facility agreement). The Canadian dollar-denominated loans bear interest based on the Canadian Prime Rate or the Canadian Dollar Offered Rate plus a current applicable margin of 0.920% based on our Debt Ratings. As of December 31, 2024, C$232Â million was outstanding against the Canadian Sublimit, with a weighted average interest rate of 5.309%. The Credit Facility is subject to facility fees based on applicable rates defined in the Credit Facility agreement and the aggregate commitment, regardless of usage. The Credit Facility can be used for working capital, capital expenditures, acquisitions, letters of credit and other general corporate purposes.Â The Credit Facility agreement requires us to comply with financial and other covenants. We may pay dividends and repurchase common stock if we are in compliance with these covenants.We had $514 million and $297Â million outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. We had $317 million and $337 million of letters of credit outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. We also had $477 million and $495 million of principal borrowings outstanding (net of related discount on issuance) under our commercial paper program as of December 31, 2024 and 2023, respectively. As a result, availability under our Credit Facility was $2,192 million and $2,371 million as of December 31, 2024 and 2023, respectively.Term Loan FacilityOn April 29, 2022, we entered into a $1 billion Term Loan Facility, which bore interest at a base rate or a forward-looking SOFR, plus an applicable margin based on our debt ratings. We had $500 million of borrowings outstanding under the Term Loan Facility as of December 31, 2023. During the year ended December 31, 2024, we repaid the remaining balance of the Term Loan Facility.89Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)Commercial Paper ProgramIn May 2022, we entered into a commercial paper program for the issuance and sale of unsecured commercial paper in an aggregate principal amount not to exceed $500 million outstanding at any one time (the Commercial Paper Cap). In August 2022, the Commercial Paper Cap was increased to $1.0 billion, and in October 2023, was increased to $1.5 billion. The weighted average interest rate for borrowings outstanding as of December 31, 2024 is 4.646% with a weighted average maturity of approximately 18 days.We had $477 million and $496 million principal value of commercial paper issued and outstanding under the program as of December 31, 2024 and 2023, respectively. In the event of a failed re-borrowing, we currently have availability under our Credit Facility to fund amounts currently borrowed under the commercial paper program until they are re-borrowed successfully. Accordingly, we have classified these borrowings as long-term in our consolidated balance sheet as of December 31, 2024 and 2023, respectively.Senior Notes and DebenturesIn March 2023, we issued $400 million of 4.875% senior notes due 2029 (the Existing 2029 Notes) and $800 million of 5.000% senior notes due 2034 (the 2034 Notes, and together with the Existing 2029 Notes, the Notes). The Notes are unsecured and unsubordinated and rank equally with our other unsecured obligations. We used the proceeds from the Notes for general corporate purposes, including the repayment of a portion of amounts outstanding under the Uncommitted Credit Facility, the Commercial Paper Program, the Credit Facility, and the Term Loan Facility. As a result of the Term Loan Facility repayment, we incurred a non-cash loss on the early extinguishment of debt related to the ratable portion of unamortized deferred issuance costs of less than $1Â million.In December 2023, we issued an additional $350 million of 4.875% senior notes due 2029 (the New 2029 Notes, and together with the Existing 2029 Notes, the 2029 Notes). After giving effect to the issuance of the New 2029 Notes, $750 million in aggregate principal amount of the 2029 Notes is outstanding. The New 2029 Notes are fungible with the Existing 2029 Notes, and taken together, the 2029 Notes are treated as a single series.In December 2023, we also issued $650 million of 5.000% senior notes due 2033 (the 2033 Notes). The proceeds of the 2033 Notes were used for general corporate purposes, including the repayment of a portion of amounts outstanding under the Uncommitted Credit Facility, the Commercial Paper Program, the Credit Facility, and the Term Loan Facility.In June 2024, we issued $400 million of 5.000% senior notes due 2029 and $500 million of 5.200% senior notes due 2034. We used the proceeds from the June 2024 notes issuance for general corporate purposes, including the repayment of a portion of amounts outstanding under the Commercial Paper Program and the Credit Facility; and repayment of the remaining amount outstanding under the Term Loan Facility and the Uncommitted Credit Facility.Our senior notes and debentures are general unsecured and unsubordinated obligations and rank equally with our other unsecured obligations.Tax-Exempt FinancingsAs of December 31, 2024, we had $1,409 million of fixed and variable rate tax-exempt financings outstanding, with maturities ranging from 2026 to 2053. As of December 31, 2023, we had $1,281 million of fixed and variable rate tax-exempt financings outstanding, with maturities ranging from 2024 to 2053.In June 2024, the Mission Economic Development Corporation issued, for our benefit, $50 million in principal amount of Solid Waste Disposal Revenue Bonds. The proceeds from the issuance, after deferred issuance costs, were used to fund the acquisition, construction, improvement, installation, and/or equipping of certain solid waste disposal facilities located within Texas.In both March 2024 and September 2023, the California Municipal Finance Authority issued, for our benefit, $100 million in principal amount of Solid Waste Disposal Revenue Bonds. The proceeds from the issuances, after deferred issuance costs, were used to fund the acquisition, construction, improvement, installation, and/or equipping of certain solid waste disposal facilities located within California.The initial remarketing period for the above Mission Economic Development Corporation and California Municipal Finance Authority tax-exempt financings is 10 years. Our remaining tax-exempt financings are remarketed either quarterly or semiannually by remarketing agents to effectively maintain a variable yield. The holders of the bonds can put them back to the remarketing agents at the end of each interest period. If the remarketing agents are unable to remarket our bonds, the remarketing agents can put the bonds to us. In the event of a failed remarketing, we currently have availability under our Credit Facility to fund these bonds until they are remarketed successfully. Accordingly, we classified these borrowings as long-term in our consolidated balance sheets as of December 31, 2024 and December 31, 2023.90Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)Finance Leases and OtherAs of December 31, 2024, we had finance lease liabilities of $315Â million with maturities ranging from 2025 to 2063. As of December 31, 2023, we had finance lease liabilities of $251 million with maturities ranging from 2024 to 2063.As of December 31, 2024, finance leases and other included $53Â million related to the construction of an office building located in Phoenix, Arizona, which has been accounted for as a financing obligation. The amount is recorded within long-term debt, net of current maturities.Interest PaidInterest paid, excluding net swap settlements for our fair value hedges, was $487 million, $423 million and $312 million for the years ended December 31, 2024, 2023 and 2022, respectively. 10.LEASESA summary of the lease classification on our consolidated balance sheet as of December 31, 2024 and 2023 follows:20242023AssetsOperating right-of-use lease assetsOther assets$232Â $238Â Finance lease assetsProperty and equipment, net294Â 287Â Total leased assets$526Â $525Â LiabilitiesCurrentOperatingOther accrued liabilities$55Â $55Â FinanceNotes payable and current maturities of long-term debt13Â 13Â Long-termOperatingOther long-term liabilities189Â 195Â FinanceLong-term debt, net of current maturities249Â 238Â Total lease liabilities$506Â $501Â A summary of the lease cost reflected in our consolidated statements of income for the years ended December 31, 2024 and 2023 follows:20242023Operating lease costFixed lease costCost of operations$50Â $60Â Short-term lease costCost of operations105Â 89Â Variable lease costCost of operations26Â 27Â Finance lease costAmortization of leased assetsDepreciation, depletion and amortization17Â 16Â Interest on lease liabilitiesInterest expense9Â 9Â Variable lease costInterest expense26Â 22Â Total lease cost$233Â $223Â During the years ended December 31, 2024 and 2023, we recognized changes in our operating right-of-use lease liabilities and assets, resulting from the recognition of non-cash lease expense of $46Â million and $48Â million, respectively.91Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)As of December 31, 2024, maturities for operating and finance lease liabilities were as follows:Operating LeasesFinance LeasesTotal2025$61Â $22Â $83Â 202652Â 20Â 72Â 202742Â 19Â 61Â 202834Â 20Â 54Â 202927Â 18Â 45Â Thereafter53Â 346Â 399Â Total lease payments269Â 445Â 714Â Less: interest(25)(183)(208)Present value of lease liabilities$244Â $262Â $506Â A summary of the weighted-average remaining lease term and weighted-average discount rate as of December 31, 2024 and 2023 follows:20242023Weighted-average remaining lease term (years)Operating leases6.16.9Finance leases27.827.1Weighted-average discount rateOperating leases3.3Â %2.9Â %Finance leases4.3Â %4.4Â %Supplemental cash flow and other non-cash information for the years ended December 31, 2024 and 2023 follow:20242023Cash paid for amounts included in the measurement of lease liabilitiesOperating cash flows from operating leases$181Â $177Â Operating cash flows from finance leases$35Â $31Â Financing cash flows from finance leases$10Â $12Â Leased assets obtained in exchange for new finance lease liabilities$25Â $17Â Leased assets obtained in exchange for new operating lease liabilities$44Â $33Â 92Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)11.INCOME TAXESThe components of the provision for income taxes for the years ended December 31 follow:202420232022Current:Federal$207Â $281Â $72Â State120Â 109Â 82Â Deferred:Federal55Â 72Â 164Â State32Â 29Â 17Â Uncertain tax positions and interest and other(26)(31)9Â Provision for income taxes$388Â $460Â $344Â The reconciliations of the statutory federal income tax rate to our effective tax rate for the years ended December 31 follow:202420232022Federal statutory rate21.0Â %21.0Â %21.0Â %State income taxes, net of federal benefit4.8Â 4.4Â 4.6Â Non-deductible expenses0.8Â 1.2Â 1.1Â Uncertain tax position taxes and interest(0.3)(0.8)0.2Â Investment tax credits(9.9)(4.0)(7.6)Other, net(0.4)(0.8)(0.5)Effective income tax rate16.0Â %21.0Â %18.8Â %During 2024, we acquired non-controlling interests in limited liability companies established to own renewable energy assets that qualified for investment tax credits under Section 48 of the Internal Revenue Code. We account for these investments under the equity method of accounting utilizing the HLBV method and recognize our share of income or loss and other reductions in the value of our investment in loss from unconsolidated equity method investments within our consolidated statements of income. For further discussion regarding our equity method accounting, see Note 3, Business Acquisitions, Investments and Restructuring Charges. Our 2024 tax provision reflects a benefit of $222 million due to the tax credits related to these investments.We also made qualified investments in renewable natural gas projects and commercial electric vehicles during 2024 which, due to tax credits, reduced our tax provision by approximately $18 million.Our 2023 tax provision was reduced by $87 million related to the tax credits from our non-controlling interests in limited liability companies established to own renewable energy assets. In addition, during 2023 we resolved IRS examinations for our 2014 to 2018 tax years, that in the aggregate, reduced our tax provision by approximately $21 million.Our 2022 tax provision was reduced by $139 million related to the tax credits from our non-controlling interests in limited liability companies established to own renewable energy assets. During 2022, the Inflation Reduction Act (IRA) was signed into law. We continue to evaluate the IRA and additional regulations as they are released by the U.S. Treasury. With respect to various energy credits in the IRA, we expect to benefit in subsequent years for credits related to commercial electric vehicles, carbon capture and renewable natural gas. Additional benefits may be identified as subsequent guidance is released by the U.S. Treasury and/or additional climate technologies are identified or advanced in future years.We made income tax payments (net of refunds) of $313 million, $343 million and $185 million for 2024, 2023, and 2022, respectively. Income taxes paid in 2024, 2023, and 2022 reflect benefits from tax credits from our continuing investments in qualified renewable energy projects.93Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)The components of the net deferred income tax asset and liability as of December 31 follow:20242023Deferred tax liabilities relating to:Differences between book and tax basis of property and equipment$(1,258)$(1,229)Difference between book and tax basis of intangible assets(637)(583)Operating right-of-use lease assets(57)(59)Basis difference due to redemption of partnership interests(82)(82)Total deferred tax liabilities$(2,034)$(1,953)Deferred tax assets relating to:Environmental reserves$218Â $236Â Accruals not currently deductible105Â 105Â Net operating loss carryforwards61Â 75Â Difference between book and tax basis of other assets48Â 14Â Operating right-of-use lease liabilities59Â 60Â Other15Â 17Â Total deferred tax assets506Â 507Â Valuation allowance(51)(49)Net deferred tax asset455Â 458Â Net overall deferred tax liability$(1,579)$(1,495)Changes in the deferred tax valuation allowance for the years ended December 31 follow:202420232022Valuation allowance, beginning of year$49Â $44Â $44Â Additions charged to provision for income taxes6Â 3Â 2Â Deferred tax assets realized or written-offâ€”Â â€”Â (6)Other, net(4)2Â 4Â Valuation allowance, end of year$51Â $49Â $44Â We have deferred tax assets related to state net operating loss carryforwards. We provide a partial valuation allowance due to uncertainty surrounding the future utilization of these carryforwards in the taxing jurisdictions where the loss carryforwards exist. When determining the need for a valuation allowance, we consider all positive and negative evidence, including recent financial results, scheduled reversals of deferred tax liabilities, projected future taxable income and tax planning strategies. The weight given to the positive and negative evidence is commensurate with the extent such evidence can be objectively verified. We adjust the valuation allowance in the period management determines it is more likely than not that deferred tax assets will or will not be realized.The majority of our valuation allowance is associated with state loss carryforwards. The realization of our deferred tax asset for state loss carryforwards ultimately depends upon the existence of sufficient taxable income in the appropriate state taxing jurisdictions in future periods. We continue to regularly monitor both positive and negative evidence in determining the ongoing need for a valuation allowance.We have deferred tax assets related to state net operating loss carryforwards with an estimated tax effect of $50Â million available as of December 31, 2024. These state net operating loss carryforwards expire at various times between 2025 and 2044. We believe that it is more likely than not that the benefit from some of our state net operating loss carryforwards will not be realized due to limitations on these loss carryforwards in certain states. In recognition of this risk, as of December 31, 2024, we have provided a valuation allowance of $45Â million.We are subject to income tax in the United States, as well as income tax in multiple state and foreign jurisdictions. Income tax in our foreign jurisdictions is not material for all years presented. Our compliance with income tax rules and regulations is periodically audited by tax authorities. These authorities may challenge the positions taken in our tax filings. Thus, to provide for certain potential tax exposures, we maintain liabilities for uncertain tax positions for our estimate of the final outcome of the examinations. Our federal statute of limitations applicable to our federal tax returns is closed through 2020. The federal statute of limitations applicable to an acquired subsidiary is closed through 2019. In addition, we are currently under state examination or administrative review in various jurisdictions for tax years 2012 through 2023.94Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)The following table summarizes the activity in our gross unrecognized tax benefits for the years ended December 31:202420232022Balance at beginning of year$42Â $111Â $102Â Additions for tax positions of current yearâ€”Â 1Â 7Â Additions for tax positions of prior years1Â 3Â 2Â Reductions for tax positions of prior years(5)(7)â€”Â Reductions for tax positions resulting from lapse of statute of limitations(1)â€”Â â€”Â Settlements(9)(66)â€”Â Balance at end of year$28Â $42Â $111Â Included in our gross unrecognized tax benefits as of December 31, 2024, 2023 and 2022 are $22 million, $33 million and $97 million, respectively, of unrecognized tax benefits (net of the federal benefit) that, if recognized, would affect our effective income tax rate in future periods. However, we are unable to estimate the resolution of these matters over the next 12 months.During 2023, we settled our 2014-2018 tax years with the Internal Revenue Service. These settlements reduced our gross unrecognized tax benefits by $66 million.We recognize interest and penalties as incurred within the provision for income taxes in our consolidated statements of income. Related to the unrecognized tax benefits previously noted, we recorded a reduction to interest expense of $6 million during 2024 and, in total as of December 31, 2024, have recognized a liability for penalties of $1 million and interest of $5 million. During 2023, we recorded interest expense of $1 million and, in total as of December 31, 2023, had recognized a liability for interest of $14 million. During 2022, we recorded interest expense of $1 million and, in total as of December 31, 2022, had recognized a liability for interest of $15 million.We believe the recorded liabilities for uncertain tax positions are adequate. However, a significant

assessment against us in excess of the liabilities recorded could have a material adverse effect on our consolidated financial position, results of operations and cash flows.12.EMPLOYEE BENEFIT PLANSStock-Based CompensationIn October 2020, our Board of Directors amended and restated the Republic Services, Inc. Executive Incentive Plan (the 2021 Plan) to remove references to the performance-based compensation exception that was previously permitted but is no longer applicable under Section 162(m) of the Internal Revenue Code. The purposes of the 2021 Plan are to promote the success of the Company; to provide designated Executive Officers with an opportunity to receive incentive compensation dependent upon that success; and to attract, retain and motivate such individuals. We currently have approximately 11 million shares of common stock reserved for future grants under the 2021 Plan.In February 2007, our Board of Directors approved the 2007 Stock Incentive Plan (the 2007 Plan); in May 2007 our shareholders approved the 2007 Plan. In MarchÂ 2011, our Board of Directors approved the Amended and Restated 2007 Stock Incentive Plan (the Amended and Restated 2007 SIP); in May 2011 our shareholders approved the Amended and Restated 2007 SIP. In March 2013, our Board of Directors approved the Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan (the Republic Amended and Restated 2007 SIP); in May 2013 our shareholders approved the Republic Amended and Restated 2007 SIP (the 2007 Plan, the Amended and Restated 2007 SIP and the Republic Amended and Restated 2007 SIP are collectively referred to as the Amended and Restated 2007 Stock Incentive Plan). No further awards will be made under the Amended and Restated 2007 Stock Incentive Plan.95Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)Restricted Stock UnitsThe following table summarizes restricted stock unit (RSU) activity for the years ended December 31, 2024, 2023 and 2022:Number ofRSUs(in thousands)Weighted-AverageGrant Date FairValue per ShareWeighted-AverageRemainingContractual Term(years)AggregateIntrinsicValue(in millions)Unissued as of December 31, 20211,091Â $77.19Â Granted259Â $122.54Â Vested and issued(388)$74.34Â Forfeited(48)$110.92Â Unissued as of December 31, 2022914Â $85.43Â Granted250Â $133.03Â Vested and issued(208)$95.24Â Forfeited(41)$117.54Â Unissued as of December 31, 2023915Â $93.35Â Granted184Â $184.28Â Vested and issued(228)$102.81Â Forfeited(30)$139.24Â Unissued as of December 31, 2024841Â $107.81Â 0.7$169.20Â Vested and unissued as of December 31, 2024415Â $70.32Â During the years ended December 31, 2024, 2023 and 2022, we awarded our non-employee directors 16,540, 20,324 and 18,689 RSUs, respectively, which vested upon issuance. During the years ended December 31, 2024, 2023 and 2022, we awarded 158,789, 216,610 and 226,108 RSUs, respectively, to executives and employees that vest in four equal annual installments beginning on the anniversary date of the original grant or cliff vest after three or four years. During the years ended December 31, 2024, 2023 and 2022, we granted an additional 8,868, 12,751 and 13,969 RSUs, respectively, as dividend equivalents. The RSUs do not carry any voting or dividend rights, except the right to receive additional RSUs in lieu of dividends.Compensation ExpenseThe fair value of RSUs is based on the closing market price on the date of the grant. The compensation expense related to RSUs is amortized ratably over the vesting period, or to the employee's retirement eligible date, if earlier.During the years ended December 31, 2024, 2023 and 2022, compensation expense related to RSUs totaled $25 million, $24 million and $23 million, respectively. As of December 31, 2024, total unrecognized compensation expense related to outstanding RSUs was $41 million, which will be recognized over a weighted average period of approximately two years.96Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)Performance SharesThe following table summarizes performance stock unit (PSU) activity for the years ended December 31, 2024, 2023 and 2022:NumberÂ ofPSUs(in thousands)Weighted AverageGrant Date FairValue per ShareOutstanding as of December 31, 2021857Â $84.79Â Granted157Â $124.29Â Vested and issued(234)$76.24Â Forfeited(24)$109.62Â Outstanding as of December 31, 2022756Â $95.19Â Granted200Â $138.03Â Vested and issued(227)$100.06Â Forfeited(41)$123.30Â Outstanding as of December 31, 2023688Â $101.48Â Granted281Â $142.50Â Vested and issued(420)$90.54Â Forfeited(25)$136.27Â Outstanding and Exercisable as of December 31, 2024524Â $125.70Â During the years ended December 31, 2024, 2023 and 2022, we awarded 153,883, 80,452 and 79,043 PSUs to our executive officers, respectively. These awards are performance-based as the number of shares ultimately earned depends on performance against pre-determined targets for return on invested capital (ROIC), cash flow value creation (CFVC) and total shareholder return relative to the S&P 500 index (RTSR). The PSUs are payable 50% in shares of common stock and 50% in cash after the end of a three-year performance period, when our financial performance for the entire performance period is reported, typically in February of the succeeding year. At the end of the performance period, the number of PSUs awarded can range from 0% to 150% of the targeted amount, depending on the performance against the pre-determined targets.During the years ended December 31, 2024, 2023 and 2022, we awarded 120,433, 108,560 and 66,296 PSUs to our employees other than our executive officers, respectively. The PSUs are payable 100% in shares of common stock after the end of a three-year performance period, when our financial performance for the entire performance period is reported, typically in February of the succeeding year. At the end of the performance period, the number of PSUs awarded can range from 0% to 150% of the targeted amount, depending on the performance against the pre-determined targets.The PSUs do not carry any voting or dividend rights, except the right to accumulate additional PSUs in lieu of dividends.During the years ended December 31, 2024, 2023 and 2022, we granted an additional 6,795, 10,511 and 11,304 PSUs to our executive officers, respectively, as dividend equivalents. Compensation ExpenseFor the stock-settled portion of the award that vests based on future ROIC and CFVC performance, compensation expense is measured using the fair value of our common stock at the grant date. For the cash-settled portion of the award that vests based on future ROIC and CFVC performance, compensation expense is recorded based on the fair value of our common stock at the end of each reporting period. Compensation expense is recognized ratably over the performance period based on our estimated achievement of the established performance criteria. Compensation expense is only recognized for the portion of the award that we expect to vest, which we estimate based on an assessment of the probability that the performance criteria will be achieved.For the stock-settled portion of the award that vests based on RTSR, the grant date fair value is based on a Monte Carlo valuation and compensation expense is recognized on a straight-line basis over the vesting period. For the cash-settled portion of the award that vests based on RTSR, compensation expense also incorporates the fair value of our PSUs at the end of each reporting period. Compensation expense is recognized for the RTSR portion of the award whether or not the market conditions are achieved.During the years ended December 31, 2024, 2023 and 2022, compensation expense related to PSUs totaled $30 million, $29 million and $22 million, respectively. As of December 31, 2024, total unrecognized compensation expense related to outstanding PSUs was $25 million, which will be recognized over a weighted average period of approximately 1.5 years.97Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)Collective Bargaining AgreementsAs of December 31, 2024, approximately 22% of our workforce was covered by collective bargaining agreements (CBAs), and approximately 4% of our workforce was covered by CBAs that will expire during 2025.Multiemployer Pension PlansWe participate in multiemployer pension plans that generally provide retirement benefits to participants of contributing employers. We do not administer these plans. In general, these plans are managed by a board of trustees with the unions appointing certain trustees and other contributing employers of the plan appointing certain members. We generally are not represented on the board of trustees.Based on the information available to us, we believe that some of the multiemployer plans to which we contribute are either critical or endangered as those terms are defined in the Pension Protection Act (PPA). The PPA requires underfunded pension plans to improve their funding ratios within prescribed intervals based on the level of their underfunding. Until the plan trustees develop the funding improvement plans or rehabilitation plans as required by the PPA, we cannot determine the amount of any additional contribution or other financial obligations that we may be subject to, if any. Accordingly, we cannot presently determine the effect that the PPA may have on our consolidated financial position, results of operations or cash flows.Furthermore, under current law regarding multiemployer benefit plans, a planâ€™s termination, our voluntary withdrawal (which we consider from time to time), or the mass withdrawal from any under-funded multiemployer pension plan would require us to make payments to the plan for our proportionate share of the multiemployer planâ€™s unfunded vested liabilities. During the course of operating our business, we may incur withdrawal events regarding certain of the multiemployer pension plans in which we participate. We accrue for such events when losses become probable and reasonably estimable. Republicâ€™s participation in individually significant multiemployer pension plans for the year ended December 31, 2024 is outlined in the table below. Only with respect to multiemployer pension plans, we considered contributions in excess of $10 million in any period disclosed to be individually significant. The most recent PPA zone status available in 2024 and 2023 is for the plansâ€™ year ended SeptemberÂ 30, or December 31, 2023 and 2022, respectively. The status is based on information that Republic received from the plans and is certified by the plansâ€™ actuary. Among other factors, plans in the critical red zone are generally less than 65% funded, plans in the endangered yellow zone are less than 80% funded and plans in the safe green zone are at least 80% funded. Plans in the critical and declining zone are classified as critical and projected to be insolvent in the current year or any of the 14 following plan years. The last column lists the expiration dates of the CBAs to which the plans are subject.Â Â Pension ProtectionAct Zone StatusFundingImprovementorÂ RehabilitationPlan StatusPending /RepublicContributionsÂ toÂ PlanSurchargeExpiration DatesLegalÂ PlanÂ NameEIN20242023Implemented202420232022Imposedof CBAsWestern Conference of Â Â Teamsters Pension Plan91-6145047SafeSafeNo$75Â $70Â $61Â NoVarious dates through 9/30/2029All other plansN/AN/AN/AN/A29Â 29Â 25Â N/ATotal$104Â $99Â $86Â Defined Contribution PlanWe maintain the Republic Services 401(k) Plan (the 401(k)Â Plan), which is a defined contribution plan covering all eligible employees. Under the 401(k) Plan, participants may direct us to defer a portion of their compensation to the 401(k) Plan, subject to Internal Revenue Code limitations. We provide for an employer matching contribution equal to 100% of the first 3% of eligible compensation and 50% of the next 2% of eligible compensation contributed by each employee, which is funded in cash. All contributions vest immediately.Total expense recorded for matching 401(k) contributions in 2024, 2023 and 2022 was $95 million, $82 million and $74 million, respectively.Deferred Compensation PlanWe provide eligible Republic employees, officers and directors with the opportunity to voluntarily defer base salary, bonus payments, long-term incentive awards and other compensation, as applicable, on a pre-tax basis through the Republic Services, Inc. Deferred Compensation Plan (the DCP). The DCP is a nonqualified deferred compensation plan that conforms to SectionÂ 409A of the Internal Revenue Code. Eligible participants can defer up to 80% of base salary and up to 100% of bonus, 98Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)long-term compensation and directorsâ€™ fees. Under the DCP, some participants also are eligible for matching contributions. The matching contribution under the DCP is equal to the lesser of 2% of the participantâ€™s compensation over established 401(k) limits or 50% of the amount the participant has deferred. The DCP participants have no ownership or security interest in any of the amounts deferred or the measurement funds under the DCP. The right of each participant in the DCP is solely that of a general, unsecured creditor of Republic with respect to his or her own interest under the DCP. Deferred amounts may be subject to forfeiture and are deemed invested among investment funds offered under the DCP, as directed by each participant. Payments of deferred amounts are payable following separation from service or at a date or dates elected by the participant when the deferral is elected. Payments of deferred amounts are made in either a lump sum or in annual installments over a period not exceeding 15 years.Republic invested in corporate-owned life insurance policies to satisfy future obligations under the DCP. These corporate-owned life insurance policies are held in a Rabbi Trust and are recorded at the amount that can be realized under insurance contracts at the balance sheet date, which is the cash surrender value adjusted for other charges or other amounts due that are probable at settlement. The aggregate cash surrender value of these life insurance policies was $125Â million and $113Â million as of December 31, 2024 and 2023, respectively, and is classified in other assets in our consolidated balance sheets. The DCP liability was $120Â million and $115Â million as of December 31, 2024 and 2023, respectively, and is classified in other long-term liabilities in our consolidated balance sheets.13.SHARE REPURCHASES AND DIVIDENDSAvailable SharesWe currently have approximately 11Â million shares of common stock reserved for future grants under the Republic Services, Inc. 2021 Stock Incentive Plan.Share RepurchasesIn October 2020, our Board of Directors approved a $2.0Â billion share repurchase authorization effective starting January 1, 2021 and extending through December 31, 2023. In October 2023, our Board of Directors approved a $3.0Â billion share repurchase authorization effective starting January 1, 2024 and extending through December 31, 2026. Share repurchases under the program may be made through open market purchases or privately negotiated transactions in accordance with applicable federal securities laws. While the Board of Directors has approved the program, the timing of any purchases, the prices and the number of shares of common stock to be purchased will be determined by our management, at its discretion, and will depend upon market conditions and other factors. The share repurchase program may be extended, suspended or discontinued at any time. On a quarterly basis, our Board of Directors reviews the intrinsic value of our stock and the parameters around which we repurchase our shares.Share repurchase activity during the years ended December 31, 2024, 2023 and 2022 follows (in millions except per share amounts):202420232022Number of shares repurchased3Â 2Â 2Â Amount paid$480Â $262Â $203Â Weighted average cost per share$193.59Â $145.72Â $124.02Â The average price paid per share, total repurchase costs and approximate maximum dollar value of the shares that may yet be Â Â Â Â Â Â Â Â Â Â purchased under the plans or programs exclude a 1% excise tax.As of December 31, 2024, there were less than 1 million repurchased shares pending settlement, resulting in an associated $10 million of share repurchases unpaid and included within other accrued liabilities. As of December 31, 2023 and 2022, there were no repurchased shares pending settlement. As of December 31, 2024, the remaining authorized purchase capacity under our October 2023 repurchase program was $2.5Â billion. In December 2024, our board of directors changed the status of 8 million treasury shares to authorized and unissued. In doing so, the number of our issued shares was reduced by the stated amount. Our accounting policy is to deduct the par value from common stock and to reflect the excess of cost over par value as a deduction from additional paid-in capital. The reduction in issued shares resulted in a change of $1,195 million in treasury stock which was reclassified as less than 1 million in common stock, and $1,195 million in additional paid-in capital. There was no effect on our total stockholders' equity position as a result of the change.99Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)DividendsIn October 2024, our Board of Directors approved a quarterly dividend of $0.580 per share. Aggregate cash dividends declared were $699 million, $650 million and $603 million for the years ended December 31, 2024, 2023 and 2022, respectively. As of December 31, 2024, we recorded a quarterly dividend payable of $181Â million to shareholders of record at the close of business on JanuaryÂ 2, 2025.14.EARNINGS PER SHAREBasic earnings per share is computed by dividing net income attributable to Republic Services, Inc. by the weighted average number of common shares (including vested but unissued RSUs and PSUs) outstanding during the period. Diluted earnings per share is based on the combined weighted average number of common shares and common share equivalents outstanding, which include, where appropriate, the assumed exercise of employee stock options, unvested RSUs and unvested PSUs at the expected attainment levels. We use the treasury stock method in computing diluted earnings per share.Earnings per share for the years ended December 31, 2024, 2023 and 2022 are calculated as follows (in thousands, except per share amounts):202420232022Basic earnings per share:Net income attributable to Republic Services, Inc.$2,043,173Â $1,730,985Â $1,487,586Â Weighted average common shares outstanding314,399Â 316,182Â 316,530Â Basic earnings per share$6.50Â $5.47Â $4.70Â Diluted earnings per share:Net income attributable to Republic Services, Inc.$2,043,173Â $1,730,985Â $1,487,586Â Weighted average common shares outstanding314,399Â 316,182Â 316,530Â Effect of dilutive securities:Unvested RSU awards126Â 104Â 152Â Unvested PSU awards284Â 379Â 398Â Weighted average common and common equivalent shares outstanding314,809Â 316,665Â 317,080Â Diluted earnings per share$6.49Â $5.47Â $4.69Â During the year ended December 31, 2024, there were no antidilutive securities outstanding. During each of the years ended December 31, 2023 and 2022, there were less than 1Â million antidilutive securities outstanding. 15. SEGMENT REPORTINGOur senior management evaluates, oversees and manages the financial performance of our operations through three field groups, referred to as Group 1, Group 2 and Group 3. Group 1 is our recycling and waste business operating primarily in geographic areas located in the western United States. Group 2 is our recycling and waste business operating primarily in geographic areas located in the southeastern and mid-western United States, the eastern seaboard of the United States, and Canada. Group 3 is our environmental solutions business operating in geographic areas located across the United States and Canada. These groups are presented below as our reportable segments, which each provide integrated environmental services, including but not limited to collection, transfer, recycling and disposal.We generated $182Â million, $170Â million and $90Â million of revenue in Canada for the years ended December 31, 2024, 2023 and 2022, respectively. As of December 31, 2024 and 2023, we had $129Â million and $137Â million, respectively, of long-lived assets in Canada. The remainder of our revenue and assets were related to our United States operations.Our chief operating decision maker (CODM) is Jon Vander Ark, President and Chief Executive Officer of Republic Services, Inc. Adjusted EBITDA is the single financial measure our CODM uses to evaluate segment profitability and returns, which informs resource allocation. For all segments, the CODM uses adjusted EBITDA to evaluate income generated from segment assets (return on invested capital). The CODM considers budget-to-actual variances and year-over-year growth on a monthly basis to assess the performance of each segment. Cost of operations and selling, general and administrative are significant segment expenses used in the evaluation.100Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)Summarized financial information concerning our reportable segments for the years ended December 31, 2024, 2023 and 2022 follows:Group 1Group 2Recycling & Waste Subtotal(1)Group 3(Environmental Solutions)Corporate entities and otherTotal2024Gross Revenue$8,332Â $7,891Â $16,223Â $1,864Â $331Â $18,418Â Intercompany Revenue(1,235)

(1,037)(2,272)(49)(65)(2,386)Revenue Allocations123Â 115Â 238Â 28Â (266)â€”Â Net Revenue$7,220Â $6,969Â $14,189Â $1,843Â $â€”Â $16,032Â Cost of Operations4,129Â 4,079Â 8,208Â 1,142Â â€”Â 9,350Â SG&A738Â 671Â 1,409Â 265Â â€”Â 1,674Â Other Segment Itemsâ€”Â 29Â 29Â â€”Â â€”Â 29Â Adjusted EBITDA$2,353Â $2,190Â $4,543Â $436Â $â€”Â $4,979Â Capital Expenditures$874Â $574Â $1,448Â $136Â $271Â $1,855Â Total Assets$14,250Â $11,046Â $25,296Â $4,459Â $2,647Â $32,402Â Group 1Group 2Recycling & Waste Subtotal(1)Group 3(Environmental Solutions)Corporate entities and otherTotal2023Gross Revenue$7,769Â $7,566Â $15,335Â $1,701Â $243Â $17,279Â Intercompany Revenue(1,171)(1,011)(2,182)(56)(76)(2,314)Revenue Allocations96Â 91Â 187Â (20)(167)â€”Â Net Revenue$6,694Â $6,646Â $13,340Â $1,625Â $â€”Â $14,965Â Cost of Operations3,878Â 4,033Â 7,911Â 1,032Â â€”Â 8,943Â SG&A681Â 649Â 1,330Â 279Â â€”Â 1,609Â Other Segment Itemsâ€”Â â€”Â â€”Â (34)â€”Â (34)Adjusted EBITDA$2,135Â $1,964Â $4,099Â $348Â $â€”Â $4,447Â Capital Expenditures$707Â $542Â $1,249Â $145Â $237Â $1,631Â Total Assets$13,665Â $10,988Â $24,653Â $4,471Â $2,286Â $31,410Â Group 1Group 2Recycling & Waste Subtotal(1)Group 3(Environmental Solutions)Corporate entities and otherTotal2022Gross Revenue$7,107Â $7,029Â $14,136Â $1,262Â $247Â $15,645Â Intercompany Revenue(1,090)(945)(2,035)(47)(52)(2,134)Revenue Allocations103Â 99Â 202Â (7)(195)â€”Â Net Revenue$6,120Â $6,183Â $12,303Â $1,208Â $â€”Â $13,511Â Cost of Operations3,541Â 3,846Â 7,387Â 818Â â€”Â 8,205Â SG&A612Â 586Â 1,198Â 256Â â€”Â 1,454Â Other Segment Itemsâ€”Â â€”Â â€”Â (77)â€”Â (77)Adjusted EBITDA$1,967Â $1,751Â $3,718Â $211Â $â€”Â $3,929Â Capital Expenditures$620Â $542Â $1,162Â $133Â $159Â $1,454Â Total Assets$12,418Â $10,528Â $22,946Â $4,090Â $2,017Â $29,053Â (1) The Recycling & Waste Subtotal represents the combined results of our Group 1 and Group 2 reportable segments.Corporate functions include marketing, operations support, business development, legal, tax, treasury, information technology, risk management, human resources and other administrative functions. National Accounts revenue included in Corporate entities and other represents the portion of revenue generated from nationwide and regional contracts in markets outside our operating areas where the associated material handling is subcontracted to local operators. Revenue and overhead costs of Corporate entities and other are either specifically assigned or allocated on a rational and consistent basis among our reportable 101Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)segments to calculate adjusted EBITDA. As presented in the tables above, adjusted EBITDA reflects certain adjustments for US Ecology, Inc., acquisition integration and deal costs, (income) losses from unconsolidated equity method investments, losses on extinguishment of debt, adjustments to withdrawal liabilities for a multiemployer pension fund, restructuring expenses, and gain on certain divestitures and impairments, net. This presentation is consistent with how our CODM reviews results of operations to make resource allocation decisions.Intercompany revenue reflects transactions within and between segments that generally are made on a basis intended to reflect the market value of such services. Capital expenditures for Corporate entities and other primarily include vehicle inventory acquired but not yet assigned to operating locations and facilities.A reconciliation of the Company's single measure of segment profitability (segment adjusted EBITDA) to Income before income tax provision in the Consolidated Statements of Net Income is as follows for the years ended December 31, 2024, 2023 and 2022 (in millions of dollars):202420232022Group 1 Adjusted EBITDA$2,353Â $2,135Â $1,967Â Group 2 Adjusted EBITDA2,190Â 1,964Â 1,751Â Group 3 Adjusted EBITDA436Â 348Â 211Â Total Adjusted EBITDA4,979Â 4,447Â 3,929Â Other income (expense), net(23)(7)2Â Interest income(9)(6)(3)Interest expense539Â 508Â 395Â Depreciation, depletion and amortization1,677Â 1,501Â 1,352Â Accretion107Â 98Â 89Â Loss from unconsolidated equity method investments255Â 94Â 166Â Adjustment to withdrawal liability for multiemployer pension fundsâ€”Â 5Â (2)Restructuring charges29Â 33Â 27Â Gain on certain divestitures and impairments, net(30)(4)(6)US Ecology, Inc. acquisition integration and deal costsâ€”Â 34Â 77Â Loss on extinguishment of debt and other related costs2Â â€”Â Â â€”Â Income before income taxes$2,432Â $2,191Â $1,832Â 102Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)16.REVENUEOur operations primarily consist of providing environmental services. The following table disaggregates our revenue by service line for the years ended DecemberÂ 31 (in millions of dollars and as a percentage of revenue):Â 202420232022Collection:Residential$2,939Â 18.3Â %$2,823Â 18.9Â %$2,642Â 19.5Â %Small-container4,820Â 30.1Â 4,439Â 29.7Â 3,946Â 29.2Â Large-container3,024Â 18.9Â 2,922Â 19.5Â 2,701Â 20.0Â Other72Â 0.4Â 69Â 0.4Â 54Â 0.4Â Total collection10,855Â 67.7Â 10,253Â 68.5Â 9,343Â 69.1Â Transfer1,780Â 1,699Â 1,575Â Less: intercompany(975)(933)(850)Transfer, net805Â 5.0Â 766Â 5.1Â 725Â 5.4Â Landfill2,981Â 2,885Â 2,682Â Less: intercompany(1,240)(1,206)(1,132)Landfill, net1,741Â 10.9Â 1,679Â 11.2Â 1,550Â 11.5Â Environmental solutions1,907Â 1,701Â 1,262Â Less: intercompany(64)(76)(54)Environmental solutions, net1,843Â 11.5Â 1,625Â 10.9Â 1,208Â 8.9Â Other:Recycling processing and commodity sales409Â 2.5Â 312Â 2.1Â 359Â 2.7Â Other non-core379Â 2.4Â 330Â 2.2Â 326Â 2.4Â Total other788Â 4.9Â 642Â 4.3Â 685Â 5.1Â Total revenue$16,032Â 100.0Â %$14,965Â 100.0Â %$13,511Â 100.0Â %Other non-core revenue consists primarily of revenue from National Accounts, which represents the portion of revenue generated from nationwide or regional contracts in markets outside our operating areas where the associated material handling is subcontracted to local operators. Consequently, substantially all of this revenue is offset with related subcontract costs, which are recorded in cost of operations. See Note 15, Segment Reporting, for additional information regarding revenue by reportable segment. Revenue by Service LineCollection ServicesOur collection business involves the collection of material for transport to transfer stations, or directly to landfills or recycling centers. Our collection services business includes both recurring and temporary customer relationships. Our standard contract duration is three years, although some of our exclusive franchises are for significantly longer periods. The fees received for collection services are based primarily on the market, collection frequency, type of service, type and volume or weight of the material collected, the distance to the disposal facility and the cost of disposal. In general, small-container and residential collection fees are billed monthly or quarterly in advance. Our large-container customers are typically billed on a monthly basis based on the nature of the services provided during the period. Revenue recognized under these agreements is variable in nature based on the number of residential homes or businesses serviced during the period, the frequency of collection and the volume of material collected. In addition, certain of our contracts have annual price escalation clauses that are tied to changes in an underlying base index such as a consumer price index which are unknown at contract inception. Transfer ServicesRevenue at our transfer stations is primarily generated by charging tipping or disposal fees. The fees received for transfer services are based primarily on the market, type and volume or weight of the material accepted, the distance to the disposal facility and the cost of disposal. In general, fees are billed and revenue is recognized at the time the service is performed. 103Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)Revenue recognized under these agreements is variable in nature based on the volume and nature of the material accepted at the transfer station. Landfill ServicesRevenue at our landfills is primarily generated by charging tipping fees to third parties based on the volume disposed and the nature of the waste. In general, fees are variable in nature and revenue is recognized at the time the waste is disposed at the facility. Environmental SolutionsEnvironmental solutions revenue is primarily generated from the fees we charge for the collection, treatment, consolidation, disposal and recycling of hazardous and non-hazardous waste, field and industrial services, equipment rental, emergency response and standby services and in-plant services, such as transportation and logistics, including at our transfer, storage and disposal facilities (TSDF). Activity for this service line varies across markets and reflects the regulatory environment, pricing and disposal alternatives available in any given market. Revenue recognized under these agreements is variable in nature and primarily based on the volume and type of waste accepted or processed during the period. For certain field and industrial services contracts, we have a right to consideration from our customers in an amount that corresponds directly with the value to the customer of the Company's performance completed to date. Therefore, we have applied the practical expedient to recognize revenue in the amount to which we have the right to invoice.Recycling Processing and Commodity SalesOur recycling centers generate revenue through the processing and sale of old corrugated cardboard (OCC), old newsprint (ONP), aluminum, glass, plastic and other materials at market prices. In certain instances, we issue recycling rebates to our municipal or large-container customers, which can be based on the price we receive upon the final sale of recycled commodities, a fixed contractual rate or other measures. We also receive rebates when we dispose of recycled commodities at third-party facilities. The fees received are based primarily on the market, type and volume or weight of the materials sold. In general, fees are billed and revenue is recognized at the time title is transferred. Revenue recognized under these agreements is variable in nature based on the volume and type of materials sold. In addition, the amount of revenue recognized is based on commodity prices at the time of sale, which are unknown at contract inception. Revenue RecognitionOur service obligations of a long-term nature, e.g., certain collection service contracts, are satisfied over time, and we recognize revenue based on the value provided to the customer during the period. The amount billed to the customer is based on variable elements such as the number of residential homes or businesses for which collection services are provided, the volume of material collected, treated, transported and disposed, and the nature of the material accepted. We do not disclose the value of unsatisfied performance obligations for these contracts as our right to consideration corresponds directly to the value provided to the customer for services completed to date and all future variable consideration is allocated to wholly unsatisfied performance obligations.Additionally, certain elements of our long-term customer contracts are unknown upon entering into the contract, including the amount that will be billed in accordance with annual price escalation clauses, our fuel recovery fee program and commodity prices. The amount to be billed is often tied to changes in an underlying base index such as a consumer price index or a fuel or commodity index, and revenue can be recognized once the index is established for the period.Deferred RevenueThe factors that impact the timing and amount of revenue recognized for each service line may vary based on the nature of the service performed. Generally, we recognize revenue at the time we perform a service. In the event that we bill for services in advance of performance, we recognize deferred revenue for the amount billed and subsequently recognize revenue at the time the service is provided. Depending on the nature of the contract, we may also generate revenue through the collection of fuel recovery fees and environmental fees which are designed to recover our internal costs of providing services to our customers. Substantially all of the deferred revenue recognized as of December 31, 2023 was recognized as revenue during 2024 when the service was performed.Deferred Contract CostsWe incur certain upfront payments to acquire customer contracts which are recognized as other assets in our consolidated balance sheet, and we amortize the asset over the respective contract life. In addition, we recognize sales commissions that represent an incremental cost of the contract as other assets in our consolidated balance sheet, and we amortize the asset over the average life of the customer relationship. As of December 31, 2024 and 2023, we recognized $82 million and $83 million, 104Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)respectively, of deferred contract costs and capitalized sales commissions. During the years ended December 31, 2024, 2023 and 2022, we amortized $15 million, $14 million and $13 million, respectively, of capitalized sales commissions to selling, general and administrative expenses, and $4 million, $5 million and $6 million, respectively, of other deferred contract costs as a reduction of revenue.17.CHANGES IN ACCUMULATED OTHER COMPREHENSIVE LOSS BY COMPONENTA summary of changes in accumulated other comprehensive loss, net of tax, by component, for the years ended December 31, 2024, 2023 and 2022 follows:Cash Flow HedgesDefined Benefit Pension PlanForeign Currency TranslationTotalBalance as of December 31, 2021(26)11Â $â€”Â $(15)Other comprehensive loss before reclassifications9Â (2)(5)2Â Amounts reclassified from accumulated other comprehensive loss1Â â€”Â â€”Â 1Â Net current-period other comprehensive income (loss)10Â (2)(5)3Â Balance as of December 31, 2022(16)9Â (5)(12)Other comprehensive income (loss) before reclassifications14Â â€”Â (5)9Â Amounts reclassified from accumulated other comprehensive loss(9)â€”Â â€”Â (9)Net current-period other comprehensive income (loss)5Â â€”Â (5)â€”Â Balance as of December 31, 2023(11)9Â (10)(12)Other comprehensive income (loss) before reclassifications6Â (3)(3)â€”Â Amounts reclassified from accumulated other comprehensive loss (8)(6)â€”Â (14)Net current-period other comprehensive income (loss)(2)(9)(3)(14)Balance as of December 31, 2024(13)â€”Â (13)(26)A summary of reclassifications out of accumulated other comprehensive loss for the years ended December 31, 2024, 2023 and 2022 follows:Amount Reclassified from Accumulated Other Comprehensive LossDetails about Accumulated Other Comprehensive Loss Components202420232022Affected Line Item in the Statement Where Net Income is PresentedGain (loss) on cash flow hedges:Â Terminated interest rate locks(3)(5)$(6)Interest expense2022 Interest Rate Swap14Â 17Â 5Â Interest expenseTotal before tax11Â 12Â (1)Tax (provision) benefit(3)(3)â€”Â Net of tax8Â 9Â (1)Pension gains:Pension settlement8Â 1Â 1Â Other incomeTax provision(2)â€”Â â€”Â Net of tax6Â 1Â 1Â Total income (loss) reclassified into earnings, net of tax$14Â $10Â $â€”Â 105Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)In 2024, we terminated our qualified defined benefit pension plan, the BFI Retirement Plan (the Plan). The Plan covered certain employees in the United States, including some employees subject to collective bargaining agreements. Plan participants were provided the opportunity to receive their full accrued benefits from plan assets by either electing immediate lump sum distributions or annuity contracts with a qualifying third-party annuity provider. The purchase of the annuity contracts was funded directly by assets of the defined benefit pension plan. As a result, the plan was settled resulting in the recognition of a non-cash gain of $8 million related to the accelerated recognition of the proportional share of unamortized net actuarial gains previously recorded in accumulated other comprehensive loss. This gain was recorded to other income, net in our consolidated statements of income. All remaining obligations were settled as of December 31, 2024.18.FINANCIAL INSTRUMENTSFair Value MeasurementsIn measuring fair values of assets and liabilities, we use valuation techniques that maximize the use of observable inputs (Level 1) and minimize the use of unobservable inputs (LevelÂ 3). We also use market data or assumptions that we believe market participants would use in pricing an asset or liability, including assumptions about risk when appropriate.The carrying value for certain of our financial instruments, including cash, accounts receivable, accounts payable and certain other accrued liabilities, approximates fair value because of their short-term nature.As of December 31, 2024 and 2023, our assets and liabilities that are measured at fair value on a recurring basis include the following:December 31, 2024Â Fair ValueÂ Carrying AmountTotalQuotedPricesÂ inActiveMarkets(LevelÂ 1)SignificantOtherObservableInputs(Level 2)SignificantUnobservableInputs(Level 3)Assets:Money market mutual funds - restricted cash and marketable securities and other assets$62Â $62Â $62Â $â€”Â $â€”Â Bonds and fixed income - restricted cash and marketable securities and other assets90Â 90Â â€”Â 90Â â€”Â Derivative and hedging assets - other assets, prepaid expenses and other current assets55Â 55Â â€”Â 55Â â€”Â Total assets$207Â $207Â $62Â $145Â $â€”Â Liabilities:Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities$72Â $72Â $â€”Â $72Â $â€”Â Contingent consideration - other accrued liabilities and other long-term liabilities65Â 65Â â€”Â â€”Â 65Â Total liabilities$137Â $137Â $â€”Â $72Â $65Â Â Â Â Â 106Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€”(Continued)Â December 31, 2023Â Fair ValueCarrying AmountTotalQuotedPricesÂ inActiveMarkets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(Level 3)Assets:Money market mutual funds - restricted cash and marketable securities and other assets$43Â $43Â $43Â $â€”Â $â€”Â Bonds - restricted cash and marketable securities and other assets76Â 76Â â€”Â 76Â â€”Â Derivative and hedging assets - other assets78Â 78Â â€”Â 78Â â€”Â Total assets$197Â $197Â $43Â $154Â $â€”Â Liabilities:Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities$80Â $80Â $â€”Â $80Â $â€”Â Contingent consideration - other accrued liabilities and other long-term liabilities64Â 64Â â€”Â â€”Â 64Â Total liabilities$144Â $144Â $â€”Â $80Â $64Â Total DebtAs of December 31, 2024 and 2023, the carrying value of our total debt was $12.7Â billion and $12.8Â billion, respectively, and the fair value of our total debt was $12.2 billion and $12.5 billion, respectively. The estimated fair value of our fixed rate senior notes and debentures is based on quoted market prices. The fair value of our remaining notes payable, tax-exempt financings and borrowings under our credit facilities approximates the carrying value because the interest rates are variable. The fair value estimates are based on Level 2 inputs of the fair value hierarchy as of December 31, 2024 and 2023. See Note 9, Debt, for further information related to our debt.Contingent ConsiderationIn 2015, we entered into a waste management contract with the County of Sonoma, California to operate the county's waste management facilities. As of December 31, 2024, the Sonoma contingent consideration represents the fair value of $57Â million payable to the County of Sonoma based on the achievement of future annual tonnage targets through the expected remaining capacity of the landfill. The potential undiscounted amount of all future contingent payments that we could be required to make under the waste management contract is estimated to be between approximately $77Â million and $105Â million. During 2024, the activity in the contingent consideration liability included accretion, which was offset by concession payments made in the ordinary course of business. There were no changes to the estimate of fair value.19. COMMITMENTS AND CONTINGENCIESLegal ProceedingsWe are subject to extensive and evolving laws and regulations and have implemented safeguards to respond to regulatory requirements. In the normal course of our business, we become involved in legal proceedings. Some may result in fines, penalties or judgments against us, or settlements, which may impact earnings and cash flows for a particular period. Although we cannot predict the ultimate outcome of any legal matter with certainty, we do not believe the outcome of any of our pending legal proceedings will have a material adverse impact on our consolidated financial position, results of operations or cash flows.As used herein, the term legal proceedings refers to litigation and similar claims against us and our subsidiaries, excluding: (1)Â ordinary course accidents, general commercial liability

and workers' compensation claims, which are covered by insurance programs, subject to customary deductibles, and which, together with insured employee health care costs, are discussed in Note 7, Other Liabilities; and (2)Â environmental remediation liabilities, which are discussed in Note 8, Landfill and Environmental Costs.We accrue for legal proceedings when losses become probable and reasonably estimable. We have recorded an aggregate accrual of approximately $13 million relating to our outstanding legal proceedings as of December 31, 2024. As of the end of each applicable reporting period, we review each of our legal proceedings and, where it is probable that a liability has been 107Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)incurred, we accrue for all probable and reasonably estimable losses. Where we can reasonably estimate a range of losses we may incur regarding such a matter, we record an accrual for the amount within the range that constitutes our best estimate. If we can reasonably estimate a range but no amount within the range appears to be a better estimate than any other, we use the amount that is the low end of such range. If we had used the high ends of such ranges, our aggregate potential liability would be approximately $6 million higher than the amount recorded as of December 31, 2024.Multiemployer Pension PlansWe participate in multiemployer pension plans that generally provide retirement benefits to participants of contributing employers. We do not administer these plans.Under current law regarding multiemployer pension plans, our withdrawal (which we consider from time to time) or the mass withdrawal from any under-funded multiemployer pension plan (each, a Withdrawal Event) could require us to make payments to the plan for our proportionate share of the planâ€™s unfunded vested liabilities. During the course of operating our business, we incur Withdrawal Events regarding certain of the multiemployer pension plans in which we participate. We accrue for such events when losses become probable and reasonably estimable. Unconditional Purchase CommitmentsRoyaltiesWe have entered into agreements to pay royalties to prior landowners or host communities, based on, among other things, revenue received and waste tonnage disposed at specified landfills. These royalties are generally payable quarterly and amounts incurred, but not paid, are accrued in our consolidated balance sheets. Royalties are accrued as revenue is received or tonnage is disposed of, as applicable, in the landfills.Disposal AgreementsWe have several agreements that require us to dispose of a minimum number of tons at third-party disposal facilities. Under these put-or-pay agreements, we must pay for agreed-upon minimum volumes regardless of the actual number of tons placed at the facilities.Our unconditional purchase commitments have varying expiration dates, with some extending through the remaining life of the respective landfill. Future minimum payments under unconditional purchase commitments, consisting primarily of (1)Â disposal related agreements, which include fixed or minimum royalty payments, host agreements and take-or-pay and put-or-pay agreements, and (2)Â other obligations including committed capital expenditures and consulting service agreements, as of December 31, 2024 are as follows:2025$202Â 2026150Â 2027100Â 202865Â 202948Â Thereafter342Â $907Â Cash and Cash Equivalents and Restricted Cash and Marketable SecuritiesRestricted cash and restricted cash equivalents are included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statements of cash flows. Beginning-of-period and end-of-period cash, cash equivalents, restricted cash and restricted cash equivalents as presented in the statements of cash flows are reconciled as follows:December 31, 2024December 31, 2023December 31, 2022Cash and cash equivalents$74Â $140Â $143Â Restricted cash and marketable securities208Â 164Â 128Â Less: restricted marketable securities(79)(76)(57)Cash, cash equivalents, restricted cash and restricted cash equivalents$203Â $228Â $214Â 108Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)Our restricted cash and marketable securities includes amounts pledged to regulatory agencies and governmental entities as financial guarantees of our performance under certain collection, landfill and transfer station contracts and permits and relating to our final capping, closure and post-closure obligations at our landfills and restricted cash and marketable securities related to our insurance obligations.The following table summarizes our restricted cash and marketable securities as of DecemberÂ 31:20242023Capping, closure and post-closure obligations$59Â $43Â Insurance149Â 121Â Total restricted cash and marketable securities$208Â $164Â We must provide financial assurance to governmental agencies and a variety of other entities under applicable environmental regulations relating to our landfill operations for capping, closure and post-closure costs and our performance under certain collection, landfill and transfer station contracts. We satisfy our financial assurance requirements by providing surety bonds, letters of credit, insurance policies or trust deposits. The amount of the financial assurance requirements for capping, closure and post-closure costs is determined by applicable state environmental regulations, which vary by state. The financial assurance requirements for capping, closure and post-closure costs can either be for costs associated with a portion of the landfill or the entire landfill. Generally, states will require a third-party engineering specialist to determine the estimated capping, closure and post-closure costs that are used to determine the required amount of financial assurance for a landfill. The amount of financial assurance required can, and generally will, differ from the obligation determined and recorded under U.S. GAAP. The amount of the financial assurance requirements related to contract performance varies by contract. Additionally, we are required to provide financial assurance for our insurance program and collateral for certain performance obligations.We had the following financial instruments and collateral in place to secure our financial assurances as of DecemberÂ 31:20242023Letters of credit$464Â $467Â Surety bonds$5,045Â $4,677Â We had $317 million and $337 million of letters of credit outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. Surety bonds subject to expiration will expire on various dates through 2032.These financial instruments are issued in the normal course of business and are not classified as debt. Because we currently have no liability for this financial assurance, it is not reflected in our consolidated balance sheets. However, we have recorded capping, closure and post-closure obligations and insurance reserves as they are incurred. We own a 19.9% interest in a company that, among other activities, issues financial surety bonds to secure capping, closure and post-closure obligations for companies operating in the environmental services industry. We account for this investment using an alternative measurement approach. There have been no identified events or changes in circumstances that may have a significant adverse effect on the recoverability of this investment. This investee company and the parent company of the investee had written surety bonds for us relating primarily to our landfill operations for capping, closure and post-closure, of which $1,812 million were outstanding as of December 31, 2024. Our reimbursement obligations under these bonds are secured by an indemnity agreement with the investee and a surety bond.Off-Balance Sheet ArrangementsWe have no off-balance sheet debt or similar obligations, other than short-term operating leases and financial assurances, which are not classified as debt. We have no transactions or obligations with related parties that are not disclosed, consolidated into or reflected in our reported financial position or results of operations. We have not guaranteed any third-party debt.GuaranteesWe enter into contracts in the normal course of business that include indemnification clauses. Indemnifications relating to known liabilities are recorded in the consolidated financial statements based on our best estimate of required future payments. Certain of these indemnifications relate to contingent events or occurrences, such as the imposition of additional taxes due to a change in the tax law or adverse interpretation of the tax law and indemnifications made in divestiture agreements where we indemnify the buyer for liabilities that relate to our activities prior to the divestiture and that may become known in the future. We do not believe that these contingent obligations will have a material effect on our consolidated financial position, results of operations or cash flows.109Table of ContentsREPUBLIC SERVICES, INC.NOTESÂ TO CONSOLIDATED FINANCIAL STATEMENTSâ€"(Continued)We have entered into agreements with property owners to guarantee the value of property that is adjacent to certain of our landfills. These agreements have varying terms. We do not believe that these contingent obligations will have a material effect on our consolidated financial position, results of operations or cash flows.Other MattersOur business activities are conducted in the context of a developing and changing statutory and regulatory framework. Governmental regulation of the environmental services industry requires us to obtain and retain numerous governmental permits to conduct various aspects of our operations. These permits are subject to revocation, modification or denial. The costs and other capital expenditures that may be required to obtain or retain the applicable permits or comply with applicable regulations could be significant. Any revocation, modification or denial of permits could have a material adverse effect on us.ITEM 9.CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURENone.ITEM 9A. CONTROLS AND PROCEDURESREPORT OF MANAGEMENT ON REPUBLIC SERVICES, INC.â€™S INTERNAL CONTROL OVER FINANCIAL REPORTINGWe, as members of management of Republic Services, Inc., are responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Exchange Act RuleÂ 13a-15(f). Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. Internal control over financial reporting includes those policies and procedures that (1)Â pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect transactions and dispositions of our assets; (2)Â provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that our receipts and expenditures are being made only in accordance with authorizations of our management and directors; and (3)Â provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of our assets that could have a material effect on the financial statements.Because of its inherent limitations, our internal control systems and procedures may not prevent or detect misstatements. An internal control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, have been detected. Also, projections of any evaluation of effectiveness to future periods are subject to the risks that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies and procedures may deteriorate.We, under the supervision of and with the participation of our management, including the Chief Executive Officer, Chief Financial Officer and Chief Accounting Officer, assessed the effectiveness of our internal control over financial reporting as of December 31, 2024, based on criteria for effective internal control over financial reporting described in Internal ControlÂ â€" Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this assessment, we concluded that we maintained effective internal control over financial reporting as of December 31, 2024, based on the specified criteria.Our internal control over financial reporting has been audited by ErnstÂ & Young LLP, an independent registered public accounting firm, as stated in their attestation report which is included herein.Disclosure Controls and ProceduresWe carried out an evaluation, under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer, of the effectiveness of our disclosure controls and procedures (as defined in Exchange Act RulesÂ 13a-15(e) and 15d-15(e)) as of the end of the period covered by this Annual Report. Based upon that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were effective as of the end of the period covered by this Annual Report.Changes in Internal Control Over Financial ReportingBased on an evaluation, under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer, there has been no change in our internal control over financial reporting during the quarter 110Table of Contentsended December 31, 2024 identified in connection with that evaluation, that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.ITEM 9B. OTHER INFORMATIONDuring the quarter ended December 31, 2024, no director or officer adopted or terminated any contract, instrument or written plan for the purchase or sale of Republic securities intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act or any non-Rule 10b5-1 trading arrangement as defined in Item 408(c) of Regulation S-K.ITEM 9C. DISCLOSURE REGARDING FOREIGN JURISDICTIONS THAT PREVENT INSPECTIONSNot applicable.111Table of ContentsPARTÂ IIIITEM 10.DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCEInformation required by this item is incorporated by reference to the material appearing under the headings Proposal 1 - Election of Directors, Biographical Information Regarding Director Nominees, Board of Directors and Corporate Governance Matters, Delinquent Section 16(a) Reports and Executive Officers in the Proxy Statement for the 2025 Annual Meeting of Shareholders.ITEM 11.EXECUTIVE COMPENSATIONInformation required by this item is incorporated by reference to the material appearing under the headings Executive Compensation and Director Compensation in the Proxy Statement for the 2025 Annual Meeting of Shareholders.ITEM 12.SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERSInformation required by this item is incorporated by reference to the material appearing under the headings Security Ownership of Five Percent Shareholders and Security Ownership of the Board of Directors and Management in the Proxy Statement for the 2025 Annual Meeting of Shareholders.The following table sets forth certain information regarding equity compensation plans as of December 31, 2024 (number of securities in millions):Plan CategoryNumber ofSecuritiesto beIssued UponExercise ofOutstandingÂ Optionsand Rights (b)WeightedÂ AverageExercise Price ofOutstandingOptionsand Rights (c)Number ofSecuritiesRemainingAvailableforÂ FutureÂ IssuanceUnder EquityCompensationPlans (excludingsecuritiesreflected intheÂ firstÂ column)Â (d)Equity compensation plans approved by security holders (a)1Â $190.57Â 29Â Equity compensation plans not approved by security holdersâ€”Â â€”Â Â â€”Â Total1Â $190.57Â 29Â Â _____(a)Includes our 2006 Plan, Amended and Restated 2007 Stock Incentive Plan, our 2018 Employee Stock Purchase Plan (ESPP) and our 2021 Stock Incentive Plan. (b)Includes no stock options as all were exercised in or prior to 2020, approximately 1 million shares underlying restricted stock units, less than 1 million shares underlying performance shares and less than 1 million shares underlying purchase rights that accrue under the ESPP.(c)Excludes restricted stock units and performance shares as these awards do not have exercise prices.(d)The shares remaining available for future issuances include approximately 11Â million shares under our 2021 Stock Incentive Plan and approximately 2 million shares under our ESPP. No further awards will be granted under the Amended and Restated 2007 Stock Incentive Plan after December 31, 2020.ITEM 13.CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCEInformation required by this item is incorporated by reference to the material appearing under the headings Board of Directors and Corporate Governance Matters and Certain Relationships and Related Party Transactions in the Proxy Statement for the 2025 Annual Meeting of Shareholders.ITEM 14.PRINCIPAL ACCOUNTANT FEES AND SERVICESInformation required by this item is incorporated by reference to the material appearing under the heading Audit and Related Fees in the Proxy Statement for the 2025 Annual Meeting of Shareholders.112Table of ContentsPARTÂ IVITEM 15.EXHIBITS AND FINANCIAL STATEMENT SCHEDULES(a)Â The following documents are filed as part of this report:1.Â Financial StatementsOur consolidated financial statements are set forth under Part II, ItemÂ 8 of this Annual Report on FormÂ 10-K.2.Â Financial Statement SchedulesAll schedules are omitted as the required information is not applicable or the information is presented in the consolidated financial statements and notes thereto in Part II, ItemÂ 8 of this Annual Report on Form 10-K.3.Â ExhibitsThe following exhibits are filed herewith or are incorporated by reference to exhibits previously filed with the SEC, as indicated in the description of each, File No.Â 1-14267 in the case of Republic and File No.Â 1-14705 and No.Â 0-19285 in the case of Allied, and File No. 1-06805 in the case of Browning-Ferris Industries, Inc.ExhibitNumberDescription3.1Amended and Restated Certificate of Incorporation (incorporated by reference to ExhibitÂ 3.1 of the Companyâ€™s Quarterly Report on FormÂ 10-Q for the period ended JuneÂ 30, 1998).3.2Certificate of Amendment of Amended and Restated Certificate of Incorporation of Republic Services, Inc. (incorporated by reference to ExhibitÂ 4.2 of the Companyâ€™s Registration Statement on FormÂ S-8, Registration No.Â 333-81801, filed with the Commission on JuneÂ 29, 1999).3.3Amended and Restated Bylaws of Republic Services, Inc. (incorporated by reference to Exhibit 3.1 of the Company's Quarterly Report on Form 10-Q for the period ended September 30, 2022).4.1Republic Services, Inc. Common Stock Certificate (incorporated by reference to ExhibitÂ 4.4 of the Companyâ€™s Registration Statement on FormÂ S-8, Registration No.Â 333-81801, filed with the Commission on JuneÂ 29, 1999).4.2Indenture, dated as of August 15, 2001 between Republic Services, Inc. and The Bank of New York, as trustee, including the form of notes (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K filed August 16, 2001).4.3Second Supplemental Indenture, dated as of MarchÂ 21, 2005, to the Indenture dated as of August 15, 2001, by and between Republic Services, Inc. and The Bank of New York, as trustee, including the form of 6.086% Note due MarchÂ 15, 2035 (incorporated by reference to ExhibitÂ 4.1 of the Companyâ€™s Quarterly Report onÂ FormÂ 10-QÂ for the quarter ended March 31, 2005).4.4Indenture, dated as of SeptemberÂ 8, 2009, by and between Republic Services, Inc. and The Bank of New York Mellon TrustÂ Company, N.A., as trustee (incorporated by reference to ExhibitÂ 4.1 of the Companyâ€™s Current Report on FormÂ 8-K dated SeptemberÂ 9, 2009).4.5Fourth Supplemental Indenture, dated as of May 9, 2011, to the Indenture dated as of SeptemberÂ 8, 2009, by and among Republic Services, Inc., the guarantors named therein and The Bank of New York Mellon TrustÂ Company, N.A., as trustee, including the form of 5.700%Â Notes due 2041 (incorporated by reference to ExhibitÂ 4.3 of the Companyâ€™s Current Report on Form 8-K dated May 9, 2011).4.6Indenture, dated as of NovemberÂ 25, 2009, by and between Republic Services, Inc. and U.S. Bank National Association, as trustee (incorporated by reference to ExhibitÂ 4.1 of the Companyâ€™s Current Report on FormÂ 8-K dated NovemberÂ 25, 2009).4.7Third Supplemental Indenture, dated as of MarchÂ 4, 2010, to the Indenture dated as of NovemberÂ 25, 2009, by and among Republic Services, Inc., the guarantors named therein and U.S. Bank National Association, as trustee, including the form of 6.20%Â Notes due 2040 (incorporated by reference to ExhibitÂ 4.2 of the Companyâ€™s Current Report on FormÂ 8-K dated MarchÂ 4, 2010).4.8Restated Indenture, dated as of SeptemberÂ 1, 1991, by and between Browning-Ferris Industries, Inc. and First City, Texas-Houston, National Association, as trustee (incorporated by reference to ExhibitÂ 4.22 of Alliedâ€™s Registration Statement on FormÂ S-4/A (No.Â 333-61744)).4.9First Supplemental Indenture, dated as of JulyÂ 30, 1999, to the Restated Indenture dated as of SeptemberÂ 1, 1991, by and among Allied Waste Industries, Inc., Allied Waste North America, Inc.,

Browning-Ferris Industries, Inc. and Chase Bank of Texas, National Association, as trustee (incorporated by reference to ExhibitÂ 4.23 of Alliedâ€™s Registration Statement on FormÂ S-4/A (No.Â 333-61744)).113Table of ContentsExhibitNumberDescription4.10First [sic] Supplemental Indenture, dated as of DecemberÂ 31, 2004, to the Restated Indenture dated as of SeptemberÂ 1, 1991, by and among Browning-Ferris Industries, Inc., BBCO, Inc. and JP Morgan Chase Bank, National Association as trustee (incorporated by reference to ExhibitÂ 4.33 of Alliedâ€™s Annual Report on FormÂ 10-K for the year ended DecemberÂ 31, 2004).4.11Third Supplemental Indenture, dated as of DecemberÂ 5, 2008, to the Restated Indenture dated as of SeptemberÂ 1, 1991, by and among Allied Waste Industries, Inc., Allied Waste North America, Inc., Browning-Ferris Industries, LLC (successor to Browning-Ferris Industries, Inc.), BBCO, Inc., Republic Services, Inc., the guarantors party thereto and The Bank of New York Mellon TrustÂ Company, N.A., as trustee (incorporated by reference to ExhibitÂ 4.1 of the Companyâ€™s Current Report on FormÂ 8-K dated DecemberÂ 10, 2008).4.12Fourth Supplemental Indenture, dated as of March 11, 2015, to the Indenture, dated as of November 25, 2009, between Republic Services, Inc. and U.S. Bank National Association, as trustee, including the form of 3.20% Notes due 2025 (incorporated by reference to Exhibit 4.1 of the Company's Current Report on Form 8-K dated March 11, 2015).4.13Fifth Supplemental Indenture, dated as of July 5, 2016, to the Indenture, dated as of November 25, 2009, between Republic Services, Inc. and U.S. Bank National Association, as trustee, including the form of 2.900% Notes due 2026 (incorporated by reference to Exhibit 4.1 of the Company's Current Report on Form 8-K dated July 5, 2016).4.14Sixth Supplemental Indenture, dated as of November 16, 2017, between Republic Services, Inc. and U.S. Bank National Association, as trustee, including the form of 3.375% Notes due 2027 (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K dated November 15, 2017).4.15Form of Browning-Ferris Industries, Inc. 7.4% Debentures due 2035 (incorporated by reference to Exhibit 4 of Browning-Ferris Industries, Inc.'s Current Report on Form 8-K dated September 15, 1995).4.16Seventh Supplemental Indenture, dated as of May 14, 2018, between Republic Services, Inc. and U.S. Bank National Association, as trustee, including the form of 3.950% Notes due 2028 (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K dated May 3, 2018).4.17Description of Securities Registered Under Section 12 of the Securities Exchange Act of 1934 (incorporated by reference to Exhibit 4.23 of the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2019).4.18Ninth Supplemental Indenture, dated as of February 27, 2020, between Republic Services, Inc. and U.S. Bank National Association, as trustee, including the form of 2.300% Notes due 2030 and the form of 3.050% Notes due 2050 (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K dated February 21, 2020).4.19Tenth Supplemental Indenture, dated as of August 20, 2020, between Republic Services, Inc. and U.S. Bank National Association, as trustee, including the form of 1.450% Notes due 2031 (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K dated August 13, 2020).4.20Eleventh Supplemental Indenture, dated as of November 24, 2020, between Republic Services, Inc. and U.S. Bank National Association, as trustee, including the form of 0.875% Notes due 2025 and the form of 1.750% Notes due 2032 (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K dated November 12, 2020).4.21 Twelfth Supplemental Indenture, dated as of November 8, 2021, between Republic Services, Inc. and U.S. Bank National Association, as trustee, including the form of 2.375% Notes due 2033 (incorporated by reference to Exhibit 4.1 of the Company's Current Report on Form 8-K dated November 4, 2021).4.22Form of Commercial Paper Dealer Agreement--4(a)(2) Program, dated as of May 25, 2022, between Republic Services, Inc. and the applicable dealer party thereto (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed September 1, 2022).4.23Thirteenth Supplemental Indenture, dated as of March 28, 2023, between Republic Services, Inc. and U.S. Bank Trust Company, National Association (as successor in interest to U.S. Bank National Association), as trustee, including the form of 4.875% Notes due 2029 and form of 5.000% Notes due 2034 (incorporated by reference to ExhibitÂ 4.1 of the Companyâ€™s Current Report on FormÂ 8-KÂ dated MarchÂ 23, 2023).4.24Fourteenth Supplemental Indenture, dated as of December 12, 2023, between Republic Services, Inc. and U.S. Bank Trust Company, National Association (as successor in interest to U.S. Bank National Association), as trustee, including the form of 5.000% Notes due 2033 (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K dated December 11, 2023).114Table of ContentsExhibitNumberDescription4.25Fifteenth Supplemental Indenture, dated as of June 25, 2024, between Republic Services, Inc. and U.S. Bank Trust Company, National Association (as successor in interest to U.S. Bank National Association), as trustee, including the form of 5.000% Notes due 2029 and the form of 5.200% Notes due 2034 (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K dated June 20, 2024).4.26Second Amended and Restated Credit Agreement, dated as of July 26, 2024, by and among Republic Services, Inc., USE Canada Holdings, Inc., Bank of America, N.A., as Administrative Agent, Swing Line Lender and L/C Issuer, and the other lenders party thereto (incorporated by reference to Exhibit 4.1 of the Companyâ€™s Current Report on Form 8-K dated July 31, 2024).10.1+Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan effective May 12, 2011 (incorporated by reference to Appendix A of the Companyâ€™s Proxy Statement on Schedule 14A filed on April 1, 2011).10.2+Republic Services, Inc. Executive Incentive Plan, as amended and restated effective October 26, 2020 (incorporated by reference to Exhibit 10.1 to the Companyâ€™s Quarterly Report on Form 10-Q for the quarter ended September 30, 2020).10.3+Form of Employee Restricted Stock Unit Agreement under the Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan (for awards on or after DecemberÂ 27, 2011) (incorporated by reference to ExhibitÂ 10.1 of the Companyâ€™s Current Report on FormÂ 8-K dated DecemberÂ 27, 2011).10.4+Form of Non-Employee Director Restricted Stock Unit Agreement (annual vesting) under the Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan (for awards on or after December 27, 2011) (incorporated by reference to ExhibitÂ 10.2 of the Companyâ€™s Current Report on FormÂ 8-K dated December 27, 2011).10.5+Form of Non-Employee Director Restricted Stock Unit Agreement (3 year vesting) under the Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan (for awards on or after December 27, 2011) (incorporated by reference to ExhibitÂ 10.3 of the Companyâ€™s Current Report on FormÂ 8-K dated December 27, 2011).10.6+*Republic Services, Inc. Deferred Compensation Plan, as amended and restated effective JanuaryÂ 1, 2025.10.7+Republic Services, Inc. Amended and Restated Executive Incentive Plan, effective February 4, 2014 (incorporated by reference to AppendixÂ A of the Companyâ€™s Proxy Statement on ScheduleÂ 14A filed on March 26, 2014).10.8+Republic Services, Inc. Executive Separation Policy, as amended as of February 8, 2023 (incorporated by reference to Exhibit 10.9 of the Company's Annual Report on Form 10-K for the year ended December 31, 2022).10.9+Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan effective May 9, 2013 (incorporated by reference to ExhibitÂ 10.1 of the Companyâ€™s Quarterly Report on FormÂ 10-Q for the quarter ended June 30, 2013).10.10+Offer Letter, dated July 25, 2016, by and between Catharine D. Ellingsen and Republic Services, Inc. (incorporated by reference to Exhibit 10.37 of the Companyâ€™s Annual Report on Form 10-K dated February 16, 2017).10.11+Non-Competition, Non-Solicitation, Confidentiality and Arbitration Agreement, effective February 13, 2024, by and between Catharine D. Ellingsen and Republic Services, Inc. (incorporated by reference to Exhibit 10.15 of the Company's Annual Report on Form 10-K for the year ended December 31, 2023).10.12+Republic Services, Inc. 2018 Employee Stock Purchase Plan (incorporated by reference to Annex A of the Companyâ€™s Proxy Statement on Schedule 14A filed on March 29, 2018).10.13+Offer letter, dated May 29, 2020, by and between Brian DelGhiaccio and Republic Services, Inc. (incorporated by reference to Exhibit 10.1 of the Companyâ€™s Quarterly Report on Form 10-Q for the quarter ended June 30, 2020).10.14+Non-Competition, Non-Solicitation, Confidentiality and Arbitration Agreement, effective February 13, 2024, by and between Brian DelGhiaccio and Republic Services, Inc. (incorporated by reference to Exhibit 10.20 of the Company's Annual Report on Form 10-K for the year ended December 31, 2023).10.15+Offer letter, dated March 26, 2021, by and between Jon Vander Ark and Republic Services, Inc. (incorporated by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2021).10.16+Non-Competition, Non-Solicitation, Confidentiality, and Arbitration Agreement, effective February 13, 2024, by and between Jon Vander Ark and Republic Services, Inc. (incorporated by reference to Exhibit 10.22 of the Company's Annual Report on Form 10-K for the year ended December 31, 2023).10.17+Republic Services, Inc. 2021 Stock Incentive Plan (incorporated by reference to Exhibit 10.30 of the Company's Annual Report on Form 10-K for the year ended December 31, 2020).115Table of ContentsExhibitNumberDescription10.18+*Form of Performance Share Agreement (Executive Officer) under the Republic Services, Inc. 2021 Stock Incentive Plan.10.19+*Form of Performance Share Agreement (Other Executive) under the Republic Services, Inc. 2021 Stock Incentive Plan.10.20+*Form of Performance Share Agreement (Non-Executive Officer EVP) under the Republic Services, Inc. 2021 Stock Incentive Plan.10.21+*Form of Employee Restricted Stock Unit Agreement (Senior Executive) under the Republic Services, Inc. 2021 Stock Incentive Plan.10.22+*Form of Employee Restricted Stock Unit Agreement (Senior Executive, Cliff Vesting) under the Republic Services, Inc. 2021 Stock Incentive Plan.10.23+*Form of Employee Restricted Stock Unit Agreement (Other Employees) under the Republic Services, Inc. 2021 Stock Incentive Plan.10.24+Non-Competition, Non-Solicitation, Confidentiality, and Arbitration Agreement, effective February 13, 2024, by and between Brian A. Bales and Republic Services, Inc. (incorporated by reference to Exhibit 10.30 of the Company's Annual Report on Form 10-K for the year ended December 31, 2023).10.25+Offer Letter, dated August 18, 2023, by and between Gregg Brummer and Republic Services, Inc.(incorporated by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2024).10.26+Non-Competition, Non-Solicitation, Confidentiality and Arbitration Agreement, effective February 13, 2024, by and between Gregg Brummer and Republic Services, Inc. (incorporated by reference to Exhibit 10.2 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2024).10.27+*Amendment No. 1 to Republic Services, Inc. 2018 Employee Stock Purchase Plan, effective February 4, 2025.10.28+*Amendment No. 1 to Republic Services, Inc. 2021 Stock Incentive Plan, effective February 4, 2025.19.1*Insider Trading Policy.19.2*Insider Trading Procedures.19.3*Republic Services Share Repurchase Policy.21.1*Subsidiaries of the Company.23.1*Consent of Ernst & Young LLP.31.1*RuleÂ 13a-14(a)/15d-14(a) Certification of Chief Executive Officer.31.2*RuleÂ 13a-14(a)/15d-14(a) Certification of Chief Financial Officer.32.1**SectionÂ 1350 Certification of Chief Executive Officer.32.2**Section 1350 Certification of Chief Financial Officer.97+Amended and Restated Clawback Policy, dated July 19, 2023 (incorporated by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2023).101.INS*XBRL Instance Document. - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document.101.SCH*XBRL Taxonomy Extension Schema Document.101.CAL*XBRL Taxonomy Extension Calculation Linkbase Document.101.LAB*XBRL Taxonomy Extension Labels Linkbase Document.101.PRE*XBRL Taxonomy Extension Presentation Linkbase Document.101.DEF*XBRL Taxonomy Extension Definition Linkbase Document.104*Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).* Filed herewith.** This exhibit is being furnished rather than filed and shall not be deemed incorporated by reference into any filing, in accordance with ItemÂ 601 of Regulation S-K.+ Indicates a management or compensatory plan or arrangement.Pursuant to Item 601(b)(4)(iii)(A) of Regulation S-K, the Company has not filed as exhibits to this Form 10-K certain long-term debt instruments under which the total amount of securities authorized does not exceed 10% of the total assets of the Company and its subsidiaries on a consolidated basis. The Company hereby agrees to furnish a copy of any such instrument to the SEC upon request.116Table of ContentsITEM 16.FORM 10-K SUMMARYNone.117Table of ContentsSignaturesPursuant to the requirements of SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.Â Date:February 13, 2025REPUBLIC SERVICES, INC.Â By:/s/Â Â Â Â JON VANDER ARKJon Vander ArkPresident andChief Executive Officer(Principal Executive Officer)Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.118Table of ContentsÂ SignatureTitleDate/s/Â Â Â Â JON VANDER ARKPresident, ChiefÂ ExecutiveÂ OfficerandÂ Director(Principal Executive Officer)February 13, 2025Jon Vander Ark/s/Â Â Â Â BRIAN DELGHIACCIOExecutiveÂ ViceÂ President,Â ChiefÂ FinancialÂ Officer(Principal Financial Officer)February 13, 2025Brian DelGhiaccio/s/Â Â Â Â ELYSE M. CARLSENViceÂ PresidentÂ andChiefÂ AccountingÂ Officer(Principal Accounting Officer)February 13, 2025Elyse M. Carlsen/s/Â Â Â Â MANUEL KADREChairman of the Board of DirectorsFebruary 13, 2025Manuel Kadre/s/Â Â Â Â TOMAGO COLLINSDirectorFebruary 13, 2025Tomago Collins/s/Â Â Â Â MICHAEL A. DUFFYDirectorFebruary 13, 2025Michael A. Duffy/s/Â Â Â Â THOMAS W. HANDLEYDirectorFebruary 13, 2025Thomas W. Handley/s/Â Â Â Â JENNIFER M. KIRKDirectorFebruary 13, 2025Jennifer M. Kirk/s/Â Â Â Â MICHAEL LARSONDirectorFebruary 13, 2025Michael Larson/s/Â Â Â Â N. THOMAS LINEBARGERDirectorFebruary 13, 2025N. Thomas Linebarger/s/Â Â Â Â MEG REYNOLDSDirectorFebruary 13, 2025Meg Reynolds119Table of Contents/s/Â Â Â Â JAMES P. SNEEDirectorFebruary 13, 2025James P. Snee/s/Â Â Â Â BRIAN S. TYLERDirectorFebruary 13, 2025Brian S. Tyler/s/Â Â Â Â SANDRA M. VOLPEDirectorFebruary 13, 2025Sandra M. Volpe/s/Â Â Â Â KATHARINE B. WEYMOUTHDirectorFebruary 13, 2025Katharine B. Weymouth120 EX-10.6 2 ex106dcpplan.htm EX-10.6 DocumentEXHIBIT 10.6REPUBLIC SERVICES, INC.DEFERRED COMPENSATION PLANAs amended and restated effective January 1, 2025TABLE OF CONTENTSPageARTICLE II PARTICIPATIONÂ Â Â Â 72.1.Â Â Â Â Selection by CommitteeÂ Â Â Â 72.2.Â Â Â Â Enrollment and Eligibility Requirements; Commencement of ParticipationÂ Â Â Â 7ARTICLE III CONTRIBUTIONS AND ACCOUNT BALANCESÂ Â Â Â 83.1.Â Â Â Â Minimum DeferralsÂ Â Â Â 83.2.Â Â Â Â Maximum DeferralÂ Â Â Â 83.3.Â Â Â Â Deferral ElectionsÂ Â Â Â 93.4.Â Â Â Â Withholding and Crediting of Annual Deferral AmountsÂ Â Â Â 103.5.Â Â Â Â Company Contribution AmountÂ Â Â Â 103.6.Â Â Â Â Company Restoration Matching AmountÂ Â Â Â 113.7.Â Â Â Â Crediting of Amounts after Benefit DistributionÂ Â Â Â 113.8.Â Â Â Â VestingÂ Â Â Â 113.9.Â Â Â Â Crediting/Debiting of Account BalancesÂ Â Â Â 123.10.Â Â Â Â FICA and Other TaxesÂ Â Â Â 16ARTICLE IV SCHEDULED DISTRIBUTIONS; UNFORESEEABLE EMERGENCIESÂ Â Â Â 174.1.Â Â Â Â Scheduled DistributionÂ Â Â Â 174.2.Â Â Â Â Postponing Scheduled DistributionsÂ Â Â Â 184.3.Â Â Â Â Other Benefits Take Precedence Over Scheduled DistributionsÂ Â Â Â 184.4.Â Â Â Â Unforeseeable EmergenciesÂ Â Â Â 18ARTICLE V CHANGE IN CONTROL BENEFITÂ Â Â Â 195.1.Â Â Â Â Change in Control BenefitÂ Â Â Â 195.2.Â Â Â Â Payment of Change in Control BenefitÂ Â Â Â 19ARTICLE VI RETIREMENT BENEFITÂ Â Â Â 196.1.Â Â Â Â Retirement BenefitÂ Â Â Â 196.2.Â Â Â Â Payment of Retirement BenefitÂ Â Â Â 20ARTICLE VII TERMINATION BENEFITÂ Â Â Â 217.1.Â Â Â Â Termination BenefitÂ Â Â Â 217.2.Â Â Â Â Payment of Termination BenefitÂ Â Â Â 21ARTICLE VIII DISABILITY BENEFITÂ Â Â Â 218.1.Â Â Â Â Disability BenefitÂ Â Â Â 218.2.Â Â Â Â Payment of Disability BenefitÂ Â Â Â 22ARTICLE IX DEATH BENEFITÂ Â Â Â 229.1.Â Â Â Â Death BenefitÂ Â Â Â 229.2.Â Â Â Â Payment of Death BenefitÂ Â Â Â 22Â Â Â Â iARTICLE X USE PLAN ACCOUNTSÂ Â Â Â 22ARTICLE XI BENEFICIARY DESIGNATIONÂ Â Â Â 2211.1.Â Â Â Â BeneficiaryÂ Â Â Â 2211.2.Â Â Â Â Beneficiary Designation; Change; Spousal ConsentÂ Â Â Â 2211.3.Â Â Â Â AcknowledgmentÂ Â Â Â 2211.4.Â Â Â Â No Beneficiary DesignationÂ Â Â Â 2311.5.Â Â Â Â Doubt as to BeneficiaryÂ Â Â Â 23ARTICLE XII LEAVE OF ABSENCEÂ Â Â Â 2312.1.Â Â Â Â Paid Leave of AbsenceÂ Â Â Â 2312.2.Â Â Â Â Unpaid Leave of AbsenceÂ Â Â Â 2312.3.Â Â Â Â Leaves Resulting in Separation from ServiceÂ Â Â Â 23ARTICLE XIII AMENDMENT AND TERMINATIONÂ Â Â Â 2313.1.Â Â Â Â Termination of PlanÂ Â Â Â 2313.2.Â Â Â Â AmendmentÂ Â Â Â 2413.3.Â Â Â Â Plan AgreementÂ Â Â Â 2413.4.Â Â Â Â Effect of PaymentÂ Â Â Â 24ARTICLE XIV ADMINISTRATIONÂ Â Â Â 2414.1.Â Â Â Â Committee DutiesÂ Â Â Â 2414.2.Â Â Â Â Administration Upon Change In ControlÂ Â Â Â 2414.3.Â Â Â Â AgentsÂ Â Â Â 2514.4.Â Â Â Â Binding Effect of DecisionsÂ Â Â Â 2514.5.Â Â Â Â Indemnity of CommitteeÂ Â Â Â 2514.6.Â Â Â Â Employer InformationÂ Â Â Â 25ARTICLE XV CLAIMS PROCEDURESÂ Â Â Â 2515.1.Â Â Â Â Presentation of ClaimÂ Â Â Â 2515.2.Â Â Â Â Notification of DecisionÂ Â Â Â 2515.3.Â Â Â Â Review of a Denied ClaimÂ Â Â Â 2615.4.Â Â Â Â Decision on ReviewÂ Â Â Â 2615.5.Â Â Â Â Legal ActionÂ Â Â Â 27ARTICLE XVI TRUSTÂ Â Â Â 2716.1.Â Â Â Â Establishment of the TrustÂ Â Â Â 2716.2.Â Â Â Â Interrelationship of the Plan and the TrustÂ Â Â Â 2716.3.Â Â Â Â Distributions From the TrustÂ Â Â Â 27ARTICLE XVII MISCELLANEOUSÂ Â Â Â 2717.1.Â Â Â Â Status of PlanÂ Â Â Â 2717.2.Â Â Â Â Unsecured General CreditorÂ Â Â Â 2817.3.Â Â Â Â Companyâ€™s LiabilityÂ Â Â Â 2817.4.Â Â Â Â NonassignabilityÂ Â Â Â 2817.5.Â Â Â Â Not a Contract of EmploymentÂ Â Â Â 28Â Â Â Â ii17.6.Â Â Â Â Furnishing InformationÂ Â Â Â 2817.7.Â Â Â Â TermsÂ Â Â Â 2817.8.Â Â Â Â CaptionsÂ Â Â Â 2917.9.Â Â Â Â Governing LawÂ Â Â Â 2917.10.Â Â Â Â NoticeÂ Â Â Â 2917.11.Â Â Â Â SuccessorsÂ Â Â Â 2917.12.Â Â Â Â Spouseâ€™s InterestÂ Â Â Â 2917.13.Â Â Â Â ValidityÂ Â Â Â 2917.14.Â Â Â Â IncompetentÂ Â Â Â 2917.15.Â Â Â Â Court OrderÂ Â Â Â 3017.16.Â Â Â Â Deduction Limitation on Benefit PaymentsÂ Â Â Â 3017.17.Â Â Â Â InsuranceÂ Â Â Â 3017.18.Â Â Â Â Small AmountsÂ Â Â Â 3017.19.Â Â Â Â Code Section 409A.Â Â Â Â 30Appendix AÂ Â Â Â iiiDEFERRED COMPENSATION PLANAmended and RestatedEffective January 1, 2025PurposeThe purpose of this Plan is to provide specified benefits to Directors and a select group of management or highly compensated Employees who contribute materially to the continued growth, development and future business success of Republic Services, Inc., a Delaware corporation, and its subsidiaries, if any, that participate in this Plan. This Plan shall be unfunded for tax purposes and for purposes of Title I of ERISA.The provisions of the Plan as herein amended and restated shall apply with respect to all amounts deferred, credited or transferred to this Plan on or after January 1, 2005. Unless otherwise changed in accordance with the terms of this Plan and Code Section 409A (i) all elections made prior to the date on which this amended and restated Plan is executed shall remain in full force and effect, and (ii) the payment of all amounts deferred, credited or transferred hereunder prior to the execution of this amended and restated Plan (as adjusted for amounts credited or debited to such amounts pursuant to this Plan less all distributions that relate to such amounts)

shall be made in accordance with the time and form of payment as provided under the Plan and any applicable election as in effect prior to the execution of this amended and restated Plan.ARTICLE IDEFINITIONSFor the purposes of this Plan, unless otherwise clearly apparent from the context, the following phrases or terms shall have the following indicated meanings:1.1.â€œAccount Balanceâ€ shall mean, with respect to a Participant, an entry on the records of the Company equal to the sum of the Participantâ€™s Annual Accounts. The Account Balance shall be a bookkeeping entry only and shall be utilized solely as a device for the measurement and determination of the amounts to be paid to a Participant, or his or her designated Beneficiary, pursuant to this Plan.1.2.â€œAffiliateâ€ shall mean any entity, other than the Company, which is a member of a controlled group of companies or under common control with the Company within the meaning of Code Sections 414(b) or (c).1.3.â€œAllied Planâ€ shall mean the Allied Waste Industries, Inc. 2005 Executive Deferred Compensation Plan.1.4.â€œAnnual Accountâ€ shall mean, with respect to a Participant, an entry on the records of the Company equal to the following amount: (i) the sum of the Participantâ€™s Annual Deferral Amount, Company Contribution Amount, Company Restoration Matching Amount, and Company Additional Matching Amount for any one Plan Year, plus (ii) amounts credited or debited to such amounts pursuant to this Plan, less (iii) all distributions made to the Participant or his or her Beneficiary pursuant to this Plan that relate to the Annual Account for such Plan Year. Â Â Â Â 1The Annual Account shall be a bookkeeping entry only and shall be utilized solely as a device for the measurement and determination of the amounts to be paid to a Participant, or his or her designated Beneficiary, pursuant to this Plan.1.5.â€œAnnual Deferral Amountâ€ shall mean that portion of a Participantâ€™s Base Salary, Bonus, Commissions, Director Fees, Equity-Based Incentive Awards and Legacy Amounts that a Participant defers in accordance with Article III for any one Plan Year, without regard to whether such amounts are withheld and credited during such Plan Year. In the event of a Participantâ€™s Disability or death prior to the end of a Plan Year, such yearâ€™s Annual Deferral Amount shall be the actual amount withheld prior to such event.1.6.â€œAnnual Installment Methodâ€ shall be an annual installment payment over the number of years selected by the Participant in accordance with this Plan, calculated as follows: (i) for the first annual installment, the vested portion of each applicable Annual Account shall be calculated as of the close of business on, or if the Participantâ€™s Benefit Distribution Trigger Date is not a business day the first business day following, the Participantâ€™s Benefit Distribution Trigger Date (or, if permitted by the Committee, an anniversary of (or the first business day following the anniversary of) the Benefit Distribution Trigger Date elected by the Participant), and (ii) for remaining annual installments, the vested portion of each applicable Annual Account shall be calculated on every anniversary of such calculation date, as applicable. Each annual installment shall be calculated by multiplying this balance by a fraction, the numerator of which is one and the denominator of which is the remaining number of annual payments due to the Participant, including the then current installment. By way of example, if the Participant elects a ten (10) year Annual Installment Method as the form of Retirement Benefit for an Annual Account, the first payment shall be 1/10 of the vested balance of such Annual Account, calculated as described in this definition. The following year, the payment shall be 1/9 of the vested balance of such Annual Account, calculated as described in this definition.1.7.â€œBase Salaryâ€ shall mean the annual cash compensation relating to services performed during any calendar year, excluding distributions from nonqualified deferred compensation plans, bonuses, commissions, overtime, fringe benefits, stock options, relocation expenses, incentive payments, non-monetary awards, director fees and other fees, and automobile and other allowances paid to a Participant for employment services rendered (whether or not such allowances are included in the Employeeâ€™s gross income). Base Salary shall be calculated before reduction for compensation voluntarily deferred or contributed by the Participant pursuant to all qualified or nonqualified plans of any Employer and shall be calculated to include amounts not otherwise included in the Participantâ€™s gross income under Code Sections 125, 402(e)(3), 402(h), or 403(b) pursuant to plans established by any Employer; provided, however, that all such amounts will be included in compensation only to the extent that had there been no such plan, the amount would have been payable in cash to the Employee.1.8.â€œBeneficiaryâ€ shall mean one or more persons, trusts, estates or other entities, designated in accordance with Article 11, that are entitled to receive benefits under this Plan upon the death of a Participant.1.9.â€œBeneficiary Designation Formâ€ shall mean the form established from time to time by the Committee that a Participant completes, signs and returns to the Committee to designate one or more Beneficiaries.1.10.â€œBenefit Distribution Trigger Dateâ€ shall mean a date or event that triggers distribution of a Participantâ€™s vested benefits as provided in Articles V, VI, VII, VIII, and IX.1.11.â€œBoardâ€ shall mean the board of directors of the Company.Â Â Â Â 21.12.â€œBonusâ€ shall mean any compensation, other than Base Salary, Commissions and Equity-Based Incentive Awards, earned by a Participant for services rendered during a Plan Year, under any Employerâ€™s annual bonus and cash incentive plans.1.13.â€œCauseâ€ shall mean with respect to each Participant (i) if the Participant is convicted of or pleads guilty (or nolo contendere) to: (x) a felony, or (y) a crime involving moral turpitude; (ii) if the Company determines that Participant knowingly violated any of the Companyâ€™s policies, rules or guidelines; or (iii) if the Company determines that the Participant willfully engaged in conduct, or willfully failed to perform assigned duties, the result of which exposes the Company to serious actual or potential injury (financial or otherwise).1.14.â€œChange in Controlâ€ shall mean any â€œchange in control eventâ€ as defined in accordance with Code Section 409A and related Treasury Regulations.1.15.â€œChange in Control Benefitâ€ shall have the meaning set forth in Article V.1.16.â€œClaimantâ€ shall have the meaning set forth in Section 15.1.1.17.â€œCodeâ€ shall mean the Internal Revenue Code of 1986, as amended from time to time.1.18.â€œCommissionsâ€ shall mean the cash commissions earned by a Participant from any Employer for services rendered during a Plan Year, excluding Bonus, Equity-Based Incentive Awards or other additional incentives or awards earned by the Participant.1.19.â€œCommitteeâ€ shall mean the Companyâ€™s Employee Benefits Committee as constituted from time to time, and when there are no members of the Employee Benefits Committee, the Boardâ€™s Talent & Compensation Committee.1.20.â€œCompanyâ€ shall mean Republic Services, Inc., a Delaware corporation, and any successor to all or substantially all of the Companyâ€™s assets or business.1.21.â€œCompany Additional Matching Amountâ€ shall mean, for any one Plan Year, the amount determined in accordance with the provisions of the Plan as in effect prior to January 1, 2009.1.22.â€œCompany Contribution Amountâ€ shall mean, for any one Plan Year, the amount determined in accordance with Section 3.5.1.23.â€œCompany Restoration Matching Amountâ€ shall mean, for any one Plan Year, the amount determined in accordance with Section 3.6.1.24.â€œDeath Benefitâ€ shall mean the benefit set forth in Article IX.1.25.â€œDirectorâ€ shall mean any member of the board of directors of the Company who is not an employee of the Company.1.26.â€œDirector Feesâ€ shall mean the annual fees (in the form of cash or Equity-Based Compensation Awards) earned by a Director from the Company, including retainer fees and meetings fees, as compensation for serving on the board of directors of the Company.1.27.â€œDisabilityâ€ or â€œDisabledâ€ shall mean a Participantâ€™s incapacity due to physical or mental impairment that causes the Participant to be absent from his or her full-time duties for six consecutive months.Â Â Â Â 31.28.â€œDisability Benefitâ€ shall mean the benefit set forth in Article VIII.1.29.â€œElection Formâ€ shall mean the form or forms, which may be in electronic format, established from time to time by the Committee that a Participant completes, signs and returns to the Committee to make an election under the Plan.1.30.â€œEmployeeâ€ shall mean a person who is an employee of any Employer.1.31.â€œEmployee Directorâ€ shall mean an Employee whose title as an Employee is that of a director level. For this purpose, it is not intended to indicate a member of the board of directors of any Employer.1.32.â€œEmployer(s)â€ shall mean the Company and/or any of its subsidiaries (now in existence or hereafter formed or acquired) that have been selected by the Board to participate in the Plan and have adopted the Plan as a participating employer.1.33.â€œEquity-Based Incentive Awardsâ€ shall mean awards granted under the Companyâ€™s 2021 Stock Incentive Plan, Executive Incentive Plan or Management Incentive Plan (as each such plan may be amended, or any successor thereto) that are based on the value of the Companyâ€™s common stock, including awards that are settled in cash.1.34.â€œERISAâ€ shall mean the Employee Retirement Income Security Act of 1974, as amended.1.35.â€œ401(k) Planâ€ shall mean the Republic Services, Inc. 401(k) Plan, as it may be amended from time to time, or any successor thereto.1.36.â€œLegacy Amountsâ€ shall mean LTIP Amounts and SIP Amounts, which represent amounts that may have been deferred in prior years, but which are not eligible for deferral on or after the effective date of this amended and restated Plan.1.37.â€œLTIP Amountsâ€ shall mean any portion of the compensation attributable to a Plan Year prior to the effective date of this amended and restated Plan that is earned by a Participant as an Employee under any Employerâ€™s long-term incentive plan or any other long-term incentive arrangement designated by the Committee. Any LTIP Amounts deferred under this Plan are Legacy Amounts.1.38.â€œMeasurement Fundâ€ shall have the meaning set forth in Section 3.9(a).1.39.â€œParticipantâ€ shall mean any Employee or Director (i) who is selected to participate in the Plan, (ii) who submits an executed Plan Agreement and Election Form, which is accepted by the Committee, and (iii) whose Plan Agreement has not terminated.1.40.â€œPlanâ€ shall mean the Republic Services, Inc. Deferred Compensation Plan, as set forth herein, and by each Plan Agreement, as they may be amended from time to time.1.41.â€œPlan Agreementâ€ shall mean a written agreement, as may be amended from time to time, which is entered into by and between the Company and a Participant. Each Plan Agreement executed by a Participant and the Company shall provide for the entire benefit to which such Participant is entitled under the Plan; should there be more than one Plan Agreement, the Plan Agreement bearing the latest date of acceptance by the Company shall supersede all previous Plan Agreements in their entirety and shall govern such entitlement. The terms of any Plan Agreement may be different for any Participant, and any Plan Agreement may provide additional benefits not set forth in the Plan or limit the benefits otherwise provided under the Â Â Â Â 4Plan; provided, however, that any such additional benefits or benefit limitations must be agreed to by both the Company and the Participant.1.42.â€œPlan Compensationâ€ for any Plan Year shall mean the sum of a Participantâ€™s (i) Base Salary, Commissions, Bonus and Equity-Based Incentive Awards (excluding stock-settled Equity-Based Incentive Awards), to the extent each of which is included in the Participantâ€™s Form W-2 compensation for the applicable year, (ii) elective deferrals to the 401(k) Plan, (iii) Annual Deferral Amount (excluding stock-settled Equity-Based Incentive Awards that a Participant defers in accordance with Article III), and (iv) deferrals excluded from taxable wages under Code Section 125.1.43.â€œPlan Yearâ€ shall mean a period beginning on January 1 of each calendar year and continuing through December 31 of such calendar year.1.44.â€œRetirement,â€ â€œRetire(s)â€ or â€œRetiredâ€ shall mean, with respect to an Employee, the definition of Retirement set forth with respect to this Plan in the Participantâ€™s initial Plan Agreement (provided however that Retirement is defined as Separation from Service after a specified date), and if none, shall mean Separation from Service for any reason other than death or Disability, as determined in accordance with Code Section 409A and related Treasury Regulations, on or after the earlier of the attainment of (a) age sixty (60) plus five (5) Years of Service, (b) age fifty-six (56) plus ten (10) Years of Service, or (c) fifty-five plus twenty (20) Years of Service; and shall mean with respect to a Director who is not an Employee, Separation from Service as a Director. If a Participant is both an Employee and a Director and does not have benefits under this Plan (or a plan required to be aggregated with this Plan) for services both as an Employee and a Director, the services provided as a Director are not taken into consideration in determining if the Participant has a Separation from Service as an Employee hereunder and the services as an Employee are not taken into consideration for purposes of determining if the Director has as Separation of Service as a Director.1.45.â€œRetirement Benefitâ€ shall mean the benefit set forth in Article VI.1.46.â€œScheduled Distributionâ€ shall mean the distribution set forth in Section 4.1.1.47.â€œSeparation from Serviceâ€ shall have the meaning set forth in Code Section 409A(a)(2) and the related Treasury Regulations.1.48.â€œSIP Amountsâ€ shall mean any portion of the compensation attributable to a Plan Year prior to the effective date of this amended and restated Plan that is earned by a Participant as an Employee under the Companyâ€™s Synergy Incentive Plan under the Companyâ€™s Executive Incentive Plan. Any SIP Amounts deferred under this Plan are Legacy Amounts.1.49.â€œStockâ€ shall mean the common stock of the Company.1.50.â€œTermination Benefitâ€ shall mean the benefit set forth in Article VII.1.51.â€œTermination of Employmentâ€ shall mean the Separation from Service, voluntarily or involuntarily, for any reason other than Retirement, Disability or death.1.52.â€œTerminate the Planâ€ or â€œTermination of the Planâ€ shall mean a determination by the Board that (i) all Participants shall no longer be eligible to participate in the Plan, (ii) no new deferral elections for such Participants shall be permitted, and (iii) such Participants shall no longer be eligible to be credited with any contributions under this Plan.Â Â Â Â 51.53.â€œTrustâ€ shall mean one or more trusts established by the Company in accordance with Article XVII.1.54.â€œUnforeseeable Emergencyâ€ shall mean a severe financial hardship of the Participant resulting from (i) an illness or accident of the Participant, the Participantâ€™s spouse, Beneficiary, or dependent (as defined in Code Section 152(a)), (ii) a loss of the Participantâ€™s property due to casualty, or (iii) such other similar extraordinary and unforeseeable circumstances arising as a result of events beyond the control of the Participant, all as determined in the sole discretion of the Committee.1.55.â€œUSE Planâ€ shall mean the US Ecology, Inc. Nonqualified Deferred Compensation Plan, which was merged with and into the Plan, effective as of December 31, 2022.1.56.â€œYears of Serviceâ€ shall mean the number of consecutive full years of employment with the Company or an Affiliate (including years of employment before the Employer became an Affiliate).ARTICLE IIPARTICIPATION2.1.Selection by Committee. Participation in the Plan shall be limited to Directors, Employees of an Employer at the level of Vice President and above, Area Presidents, Employee Directors, General Managers and such others as may be designated by the Committee, provided that any such Employee is included in a select group of management or highly compensated employees of an Employer.2.2.Enrollment and Eligibility Requirements; Commencement of Participation.(a)As a condition to participation, each Director or selected Employee who is eligible to participate in the Plan effective as of the first day of a Plan Year shall complete, execute and return to the Committee a Plan Agreement, an Election Form and a Beneficiary Designation Form, prior to the first day of such Plan Year, or such other earlier deadline as may be established by the Committee in its sole discretion. In addition, the Committee shall establish from time to time such other enrollment requirements as it determines, in its sole discretion, are necessary.(b)A Director or selected Employee who first becomes eligible to participate in this Plan after the first day of a Plan Year will only become eligible to participate in this Plan as of the first day of a future calendar quarter. Such Director or Employee must complete, execute and return to the Committee a Plan Agreement, an Election Form, and a Beneficiary Designation Form no later than thirty (30) days after he or she first becomes eligible to participate in the Plan, or within such other earlier deadline as may be established by the Committee, in its sole discretion, in order to participate for that Plan Year. In such event, such personâ€™s participation in this Plan shall not commence earlier than the date determined by the Committee pursuant to Section 2.2(c) and such person shall not be permitted to defer under this Plan any portion of his or her Base Salary, Bonus, Commissions, Equity-Based Incentive Awards and/or Director Fees that are paid with respect to services performed prior to his or her participation commencement date, except to the extent permissible under Code Section 409A and related Treasury Regulations.(c)Each Director or selected Employee who is eligible to participate in the Plan shall commence participation in the Plan on the date that the Committee determines, in its sole discretion, that the Director or Employee has met all Plan enrollment requirements, Â Â Â Â 6including returning all required documents to the Committee within the specified time period. Notwithstanding the foregoing, the Committee shall process such Participantâ€™s deferral election as soon as administratively practicable after such deferral election is submitted to and accepted by the Committee.(d)If a Director or an Employee fails to meet all requirements contained in this Section 2.2 within the period required, that Director or Employee shall not be eligible to participate in the Plan during such Plan Year.ARTICLE IIICONTRIBUTIONS AND ACCOUNT BALANCES3.1.Minimum Deferrals.(a)Annual Deferral Amount. For each Plan Year, a Participant may elect to defer, as his or her Annual Deferral Amount, Base Salary, Bonus, Commissions, Equity-Based Incentive Awards and/or Director Fees in the following minimum amounts for each deferral elected:DeferralMinimum AmountBase Salary, Bonus,Commissions1%Equity-Based Incentive Awards25%Director Fees$1,000If the Committee determines, in its sole discretion, prior to the beginning of a Plan Year that a Participant has made an election for less than the stated minimum amounts, or if no election is made, the amount deferred shall be zero. A Participant may elect to defer his or her Equity-Based Incentive Awards in accordance with Sections 3.3(e) and (f), as applicable.(b)Short Plan Year. Notwithstanding the foregoing, if a Participant first becomes a Participant after the first day of a Plan Year, the minimum Annual Deferral Amount shall be an amount equal to the minimum set forth above, multiplied by a fraction, the numerator of which is the number of complete months remaining in the Plan Year and the denominator of which is 12.3.2.Maximum Deferral.(a)Annual Deferral Amount. For each Plan Year, a Participant may elect to defer, as his or her Annual Deferral Amount, Base Salary, Bonus, Commissions, Equity-Based Incentive Awards and/or Director Fees up to the following maximum percentages for each deferral elected:DeferralMaximum PercentageBase Salary/Commissions80%Bonus100%Â Â Â Â 7Equity-Based Incentive Awards100%Director Fees100%(b)Short Plan Year. Notwithstanding the foregoing, if a Participant first becomes a Participant after the first day of a Plan Year, the maximum Annual Deferral Amount shall be limited to the amount of compensation not yet earned by the Participant as of the date the Participant submits a Plan Agreement and Election Form to the Committee for acceptance, except to the extent permissible under Code Section 409A and related Treasury Regulations. For compensation that is earned based upon a specified performance period, the Participantâ€™s deferral election will apply to the portion of such compensation that is equal to (i) the total amount of compensation for the performance period, multiplied by (ii) a fraction, the numerator of which is the number of days remaining in the service period after the Participantâ€™s deferral election is made, and the denominator of which is the total number of days in the performance period.3.3.Deferral Elections.(a)First Plan Year. In connection with a Participantâ€™s commencement of participation in the Plan, the Participant shall make an irrevocable election to defer Base Salary, Bonus, Commissions, Equity-Based Incentive Awards and Director Fees for the Plan Year in which the Participant commences participation in the Plan, along with such other elections as the Committee deems necessary or desirable under the Plan. For these elections to be valid, the Election Form must be completed and signed by the Participant, timely

delivered to the Committee (in accordance with Section 2.2 above) and accepted by the Committee.(b)Subsequent Plan Years. A Participantâ€™s election to defer Base Salary, Bonus, Commissions, Equity-Based Incentive Awards and Director Fees shall remain in effect for subsequent Plan Years, unless and until the Participant timely files a new Election Form to notify the Committee of the change (including ceasing deferrals) in the election to defer Base Salary, Bonus, Commissions, Equity-Based Incentive Awards and Director Fees. All changes and elections shall be made by the Participant timely delivering a new Election Form, and any other forms as the Committee may deem necessary or desirable, to the Committee, in accordance with its rules and procedures, before the December 31st preceding the Plan Year in which such compensation is earned with respect to which the termination or modification applies, or before such other deadline established by the Committee in accordance with the requirements of Code Section 409A and related Treasury Regulations.Any deferral election(s) made in accordance with this Section 3.3(b) shall be irrevocable; provided, however, that if the Committee requires Participants to make a deferral election for â€œperformance-based compensationâ€ by the deadline(s) described above, it may, in its sole discretion, and in accordance with Code Section 409A and related Treasury Regulations, permit a Participant to subsequently change his or her deferral election for such compensation by submitting an Election Form to the Committee no later than the deadline established by the Committee pursuant to Section 3.3(c) below.(c)Performance-Based Compensation. Notwithstanding the foregoing, the Committee may, in its sole discretion, determine that an irrevocable deferral election pertaining to â€œperformance-based compensationâ€ based on services performed over a period of at least twelve (12) months, may be made by timely delivering an Election Form to the Committee, in accordance with its rules and procedures, no later than six (6) months before the end of the performance service period. â€œPerformance-based compensationâ€ shall be compensation, the Â Â Â Â 8payment or amount of which is contingent on pre-established organizational or individual performance criteria, which satisfies the requirements of Code Section 409A and related Treasury Regulations. In order to be eligible to make a deferral election for performance-based compensation, a Participant must perform services continuously from a date no later than the date upon which the performance criteria for such compensation are established through the date upon which the Participant makes a deferral election for such compensation.(d)Compensation Subject to Risk of Forfeiture. With respect to compensation (i) to which a Participant has a legally binding right to payment in a subsequent year, and (ii) that is subject to a forfeiture condition requiring the Participantâ€™s continued services for a period of at least twelve (12) months from the date the Participant obtains the legally binding right, the Committee may, in its sole discretion, determine that an irrevocable deferral election for such compensation may be made by timely delivering an Election Form to the Committee in accordance with its rules and procedures, no later than the 30th day after the Participant obtains the legally binding right to the compensation, provided that the election is made at least twelve (12) months in advance of the earliest date on which the forfeiture condition could lapse (other than by reason of the Participantâ€™s death, Disability or Change in Control).(e)Equity-Based Incentive Award Deferral Election. A Participant may, in accordance with such rules and procedures established by the Committee, elect to defer all or part of an Equity-Based Incentive Award and instead be credited with a corresponding number of units in the Republic Services Stock Unit Fund (or, in the case of a cash-settled Equity-Based Incentive Award, in the Measurement Funds selected by the Participant in accordance with Section 3.9(b)). To be effective, such an election must be irrevocable and must be made either (i) prior to the first day of the Plan Year in which the Equity-Based Incentive Award is granted, or (ii) within thirty (30) days after the Equity-Based Incentive Award is granted, provided that the election is made at least twelve (12) months in advance of the earliest date on which the Equity-Based Incentive Award could vest (other than by reason of the Participantâ€™s death, Disability or Change in Control). The amount deferred pursuant to this Section 3.3(e) shall be considered an Annual Deferral Amount.(f)Multiple Election Forms. If and to the extent permitted by the Committee, a Participant shall be permitted to make separate elections to defer Base Salary, Bonus, Commission, Equity-Based Incentive Awards and Director Fees for a Plan Year in accordance with the Election Forms provided by the Committee and its rules and procedures provided that each such amount is a separately identifiable payment and the elections are made in accordance with the provisions of this Article III. If and to the extent permitted by the Committee, each separate election may provide a form or time of payment otherwise permitted or provided for under Articles IV, V, VI, VII, VIII and IX.3.4.Withholding and Crediting of Annual Deferral Amounts. For each Plan Year, the Base Salary portion of the Annual Deferral Amount shall be withheld from each regularly scheduled Base Salary payroll in equal amounts, as adjusted from time to time for increases and decreases in Base Salary. The Bonus, Commissions, Equity-Based Incentive Awards and/or Director Fees portion of the Annual Deferral Amount shall be withheld at the time the Bonus, Commissions, Equity-Based Incentive Awards or Director Fees are or otherwise would be paid to the Participant, whether or not this occurs during the Plan Year itself. Annual Deferral Amounts shall be credited to the Participantâ€™s Annual Account for such Plan Year at the time such amounts would otherwise have been paid to the Participant.3.5.Company Contribution Amount.(a)For each Plan Year, the Company may be required to credit amounts to a Participantâ€™s Annual Account in accordance with employment or other agreements entered into Â Â Â Â 9between the Participant and an Employer, which amounts shall be part of the Participantâ€™s Company Contribution Amount for that Plan Year. Such amounts shall be credited to the Participantâ€™s Annual Account for the applicable Plan Year on the date or dates prescribed by such agreements.(b)For each Plan Year, the Company, in its sole discretion, may, but is not required to, credit any amount it desires to any Participantâ€™s Annual Account under this Plan, which amount shall be part of the Participantâ€™s Company Contribution Amount for that Plan Year. The amount so credited to a Participant may be smaller or larger than the amount credited to any other Participant, and the amount credited to any Participant for a Plan Year may be zero, even though one or more other Participants receive a Company Contribution Amount for that Plan Year. The Company Contribution Amount described in this Section 3.5(b), if any, shall be credited to the Participantâ€™s Annual Account for the applicable Plan Year on a date or dates to be determined by the Committee, in its sole discretion.3.6.Company Restoration Matching Amount. A Participantâ€™s Company Restoration Matching Amount for any Plan Year shall be an amount equal to the lesser of (i) two percent (2%) of the Participantâ€™s Plan Compensation for such Plan Year in excess of the Code Section 401(a)(17) limit (which is $350,000 for 2025 and as adjusted thereafter), or (ii) fifty percent (50%) of the Participantâ€™s Annual Deferral Amount (excluding stock-settled Equity-Based Incentive Awards that a Participant defers in accordance with Article III) for such year. The Participantâ€™s Company Restoration Matching Amount, if any, shall be credited to and distributed with the Participantâ€™s Annual Account (or, as applicable, component thereof) for the applicable Plan Year on a date or dates to be determined by the Committee, in its sole discretion. The Company Restoration Matching Amount shall be credited in the Republic Services Stock Unit Fund in the 2005 Plan Year and in cash in all future Plan Years. Notwithstanding the foregoing, the Company Restoration Matching Amount shall not be credited to any Participant who is a Director.3.7.Crediting of Amounts after Benefit Distribution. Notwithstanding any provision in this Plan to the contrary, should the complete distribution (other than a distribution pursuant to Section 4.4) of a Participantâ€™s vested Account Balance occur prior to the date on which any portion of (i) the Annual Deferral Amount that a Participant has elected to defer in accordance with Section 3.3, (ii) the Company Contribution Amount, or (iii) the Company Restoration Matching Amount, would otherwise be credited to the Participantâ€™s Account Balance, such amounts shall be credited to the Participantâ€™s Account Balance and distributed in accordance with the form and time of distribution that is applicable to the amount so credited (and to the extent the time of distribution has occurred, within sixty (60) days of the date of such crediting).3.8.Vesting.(a)Except as otherwise provided in Section 3.8(g), a Participant shall at all times be 100% vested in the portion of his or her Account Balance attributable to his or her deferrals of Base Salary, Bonus, Commissions, Equity-Based Incentive Awards, LTIP Amounts, SIP Amounts and Director Fees as adjusted for amounts credited or debited on such amounts (pursuant to Section 3.9).(b)A Participant shall be vested in the portion of his or her Account Balance attributable to any Company Contribution Amounts, adjusted for amounts credited or debited on such amounts (pursuant to Section 3.9), in accordance with the vesting schedule(s) set forth with respect to this Plan in his or her Plan Agreement, employment agreement or any other agreement between the Participant and his or her Employer. If not addressed in such agreements, a Participant shall 100% vest in his or her portion of his or her Account Balance attributable to any Â Â Â Â 10Company Contribution Amounts, adjusted for amounts credited or debited on such amounts (pursuant to Section 3.9), if such Participantâ€™s employment with the Employer is terminated due to Retirement, death, Disability, or by the Company for other than Cause. Amounts which are not vested upon Separation from Service with all Employers under circumstances set forth in this Section 3.8(b) shall be forfeited at the time of such Separation from Service.(c)A Participant shall be vested in the portion of his or her Account Balance attributable to any Company Restoration Matching Amounts and Company Additional Matching Amounts, adjusted for amounts credited or debited on such amounts (pursuant to Section 3.9), only to the extent that the Participant would be vested in such amounts, if any, under the provisions of the 401(k) Plan applicable to the vesting of matching contributions, as determined by the Committee in its sole discretion.(d)Notwithstanding anything to the contrary contained in this Section 3.8, in the event of a Change in Control, prior to a Participantâ€™s Separation from Service, any amounts that are not vested in accordance with Section 3.8(b) or 3.8(c) above, shall immediately become 100% vested.(e)Notwithstanding Section 3.8(d) above, the vesting schedules described in Sections 3.8(b) and 3.8(c) shall not be accelerated upon a Change in Control to the extent that the Committee determines that such acceleration would cause the deduction limitations of Code Section 280G to become effective. The portion not so vested shall continue to be subject to the vesting provisions of this Plan. In the event of such a determination, the Participant may dispute the Committeeâ€™s determination with respect to the application of Code Section 280G in which case the Committee must provide to the Participant within ninety (90) days of such a request an opinion from a nationally recognized accounting firm selected by the Participant (the â€œAccounting Firmâ€). The opinion shall state the Accounting Firmâ€™s opinion that any limitation in the vested percentage hereunder is necessary to avoid the limits of Code Section 280G and contain supporting calculations. The cost of such opinion shall be paid for by the Company.(f)If a Participant defers compensation that is subject to an agreement that has vesting or forfeiture provisions, the portion of his or her Account Balance attributable to such compensation remains subject to the vesting and forfeiture provisions set forth in the agreement.3.9.Crediting/Debiting of Account Balances. In accordance with, and subject to, the rules and procedures that are established from time to time by the Committee, in its sole discretion, amounts shall be credited or debited to a Participantâ€™s Account Balance in accordance with the following rules:(a)Measurement Funds. Subject to the restrictions found in Section 3.9(c) below, the Participant may elect one or more of the measurement funds selected by the Committee, in its sole discretion, which are based on certain mutual funds or the Republic Services Stock Investment Fund described in Section 3.9(d) below (collectively, the â€œMeasurement Fundsâ€), for the purpose of crediting or debiting additional amounts to his or her Account Balance. As necessary, the Committee may, in its sole discretion, prospectively discontinue, substitute or add a Measurement Fund.(b)Election of Measurement Funds. Subject to the restrictions found in Section 3.9(c) below, and the provisions contained in Section 3.9(d) below, a Participant, in connection with his or her initial deferral election in accordance with Section 3.3(a) above, may elect to allocate any portion of his or her future Annual Deferral Amounts (other than any amounts that are required to be allocated to the Republic Services Stock Unit Fund), Company Contribution Amounts, Company Restoration Matching Amounts and Company Additional Matching Amounts, and/or re-allocate any portion of his or her Account Balance (other than any Â Â Â Â 11amounts that are required to be allocated to the Republic Services Stock Unit Fund) to one or more of the Measurement Funds to be used to determine the amounts to be credited or debited to his or her Account Balance. If a Participant does not elect any of the Measurement Funds as described in the previous sentence, the Participantâ€™s Account Balance shall automatically be allocated into the default Measurement Fund, as determined by the Committee, in its sole discretion. Subject to the restrictions found in Section 3.9(c) below, the Participant may (but is not required to) elect, by submitting an Election Form to the Committee that is accepted by the Committee, to add or delete one or more Measurement Fund(s) to be used to determine the amounts to be credited or debited to his or her Account Balance, or to change the portion of his or her Account Balance allocated to each previously or newly elected Measurement Fund. If an election is made in accordance with the previous sentence, it shall apply, except to the extent provided in Section 3.9(d) below, as of the first business day deemed reasonably practicable by the Committee, in its sole discretion, and shall continue thereafter for each subsequent day in which the Participant participates in the Plan, unless changed in accordance with the previous sentence; provided, however, if the Participantâ€™s election includes the allocation or re-allocation of amounts to or from the Republic Services Stock Investment Fund, the Committee may, in its sole discretion, process any portion of the Participantâ€™s Election Form which allocates and/or re-allocates such amounts to or from any Measurement Fund other than the Republic Services Stock Investment Fund, while postponing the processing of any portion of the Participantâ€™s Election Form which allocates and/or re-allocates such amounts to or from the Republic Services Stock Investment Fund, as more fully described in Section 3.9(d)(i). Notwithstanding the foregoing, the Committee, in its sole discretion, may impose limitations on the frequency with which one or more of the Measurement Funds elected in accordance with this Section 3.9(b) may be added or deleted by such Participant; furthermore, the Committee, in its sole discretion, may impose limitations on the frequency with which the Participant may change the portion of his or her Account Balance allocated to each previously or newly elected Measurement Fund.(c)Republic Services Stock Unit Fund.(i)If a Participant elects, in accordance with such rules and procedures established by the Committee, to defer a stock-settled Equity-Based Incentive Award, the Participant will be automatically and irrevocably credited with a corresponding number of units under the Republic Services Stock Unit Fund (the â€œUnitsâ€) under this Plan. Except as provided in Section 3.9(c)(v), Participants may not select any Measurement Fund to be used to determine the amounts to be credited or debited to their Republic Services Stock Unit Fund. Further, no other portion of the Participantâ€™s Account Balance can be either initially allocated or re-allocated to the Republic Services Stock Unit Fund. Except as provided in Section 3.9(c)(v) below, Units allocated to the Republic Services Stock Unit Fund on behalf of any Participant shall only be distributable to the Participant in actual shares of Stock equal in number to the number of the Participantâ€™s vested Units. The Units remain subject to the vesting and forfeiture provisions set forth in the applicable award or other applicable agreement. Any fractional share of Stock shall be distributed in cash in an amount equal to the fair market value of the fractional share of Stock; provided that if the Company determines to allow fractional shares of Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, any fractional share of Stock due under this Plan shall be distributed in the form of a fractional share of Stock.Â Â Â Â 12(ii)Any stock dividends, cash dividends or other non-cash dividends that would have been payable on the stock underlying the deferred award shall be credited to the Participantâ€™s Account Balance in the form of additional Units under the Plan until such Units are forfeited, distributed to the Participant or otherwise reallocated to the Measurement Funds in accordance with Section 3.9(c)(v) below. The number of Units credited to the Participant for a particular stock dividend shall be equal to (A) the number of Units credited to the Participantâ€™s Account Balance as of the dividend payment date, multiplied by (B) the number of additional or fractional shares of Stock actually paid as a dividend in respect of each share of Stock. The number of Units credited to the Participant for a particular cash dividend or non-cash dividend other than a Stock dividend shall be equal to (x) the number of Units credited to the Participantâ€™s Account Balance as of the dividend payment date, multiplied by (y) the fair market value of the dividend, divided by (z) the â€œfair market valueâ€ of the Stock on the dividend payment date. Any additional Units credited pursuant to this Section 3.9(c)(ii) shall be credited effective the day following the date the dividend was paid, and shall have the same status, and shall be subject to the same terms and conditions (including without limitation the vesting and forfeiture provisions) applicable to the Units to which they relate.(iii)The number of Units credited to the Participantâ€™s Account Balance shall be adjusted by the Committee, in its sole discretion, to prevent dilution or enlargement of Participantsâ€™ rights with respect to the portion of his or her Account Balance allocated to the Republic Services Stock Unit Fund in the event of any reorganization, reclassification, stock split, or other unusual corporate transaction or event which affects the value of the Stock, provided that any such adjustment shall be made taking into account any crediting of Units to the Participant under Section 3.9.(iv)For purposes of this Section 3.9(c), the fair market value of the Stock shall be determined by the Committee in its sole discretion.(v)A Participant who Retires on or before October 29, 2013 and is eligible to receive Retirements Benefits in accordance with Article VI may (x) elect at any time following the six (6) month anniversary of the date of the Participant's Retirement to reallocate part or all of the portion of the Participant's Account Balance that is allocated to the Republic Services Stock Unit Fund to one or more of the Measurement Funds and to thereafter reallocate such amounts among the Measurement Funds in accordance with the provisions contained in Section 3.9 and (y) elect to receive, at such time or times that such amounts are otherwise payable under the Plan, part or all of the portion of the Participantâ€™s Account Balance that is the allocated to the Republic Services Stock Unit Fund in cash (rather than shares of Stock) equal to the fair market value of the shares of Stock equal in number to the number of the Participant's Units under the Plan that are being distributed in cash. The number of Units credited to a Participant's Account Balance shall be reduced if and to the extent the Participant elects to Â Â Â Â 13reallocate amounts allocated to the Stock Unit Fund to the Measurement Funds or the Participant elects a distribution of cash for amounts allocated to the Stock Unit Fund. The Committee may, in its discretion, establish rules and procedures setting forth the method and timing of making any election described in this Section 3.9(c)(v) and the date on which such election shall become effective.(d)Republic Services Stock Investment Fund.(i)A Participant may elect to allocate any portion of his or her future Annual Deferral Amounts (other than any amounts that are required to be allocated to the Republic Services Stock Unit Fund), Company Contribution Amounts, Company Restoration Matching Amounts and Company Additional Matching Amounts, and/or re-allocate any portion of his or her Account Balance (other than any amounts that are required to be allocated to the Republic Services Stock Unit Fund) to the

Republic Services Stock Investment Fund. The Committee may, in its sole discretion, establish limitations as to the timing and manner of allocations or reallocations into or out of the Republic Services Stock Investment Fund. Notwithstanding anything to the contrary contained in this Section 3.9 the Committee may, in its sole discretion, disallow any allocation or reallocation which is made during a period in which the Participant is prohibited (by Company policy or otherwise) from acquiring or disposing of the Company's equity securities.(ii)The portion of the Participantâ€™s Account Balance that is allocated to the Republic Services Stock Investment Fund shall be adjusted by the Committee, in its sole discretion, based on the cash equivalent of any stock dividends, cash dividends or other non-cash dividends that would have been payable on the Stock.(iii)The portion of the Participantâ€™s Account Balance that is allocated to the Republic Services Stock Investment Fund shall be adjusted by the Committee, in its sole discretion, to prevent dilution or enlargement of Participantsâ€™ rights with respect to the portion of his or her Account Balance allocated to the Republic Services Stock Investment Fund in the event of any reorganization, reclassification, stock split, or other unusual corporate transaction or event which affects the value of the Stock.(iv)For purposes of this Section 3.9(d), the fair market value of the Stock shall be determined by the Committee in its sole discretion.(v)Amounts allocated to the Republic Services Stock Investment Fund shall only be distributed in cash.(e)Proportionate Allocation. In making any election described in Section 3.9(b) above, the Participant shall specify on the Election Form, in increments of one percent (1%), the percentage of his or her Account Balance or Measurement Fund, as applicable, to be allocated/re-allocated.Â Â Â Â 14(f)Crediting or Debiting Method. The performance of each Measurement Fund (either positive or negative) will be determined on a daily basis based on the manner in which such Participantâ€™s Account Balance has been hypothetically allocated among the Measurement Funds by the Participant.(g)No Actual Investment. Notwithstanding any other provision of this Plan that may be interpreted to the contrary, the Measurement Funds are to be used for measurement purposes only, and a Participantâ€™s election of any such Measurement Fund, the allocation of his or her Account Balance thereto, the calculation of additional amounts and the crediting or debiting of such amounts to a Participantâ€™s Account Balance shall not be considered or construed in any manner as an actual investment of his or her Account Balance in any such Measurement Fund. In the event that the Company or the Trustee (as that term is defined in the Trust), in its own discretion, decides to invest funds in any or all of the investments on which the Measurement Funds are based, no Participant shall have any rights in or to such investments themselves. Without limiting the foregoing, a Participantâ€™s Account Balance shall at all times be a bookkeeping entry only and shall not represent any investment made on his or her behalf by the Company or the Trust; the Participant shall at all times remain an unsecured general creditor of the Company to the extent of its obligation under the Plan to pay the Participantâ€™s benefit as determined in Section 16.3.3.10.FICA and Other Taxes.(a)Annual Deferral Amounts. For each Plan Year in which an Annual Deferral Amount is being withheld from a Participant, the Company and/or Participantâ€™s Employer (as applicable) shall withhold from that portion of the Participantâ€™s Base Salary, Bonus, Commissions and/or Equity-Based Incentive Awards that is not being deferred, in a manner determined by the withholding Employer, the Participantâ€™s share of FICA and other employment taxes on such Annual Deferral Amount. If necessary, the Committee may reduce the Annual Deferral Amount for amounts required to be withheld and described in Treasury Regulation Section 1.409A-3(j)(4)(vi) in order to comply with this Section 3.10.(b)Company Restoration Matching Amounts, Company Additional Matching Amounts and Company Contribution Amounts and Other Amounts. When a Participant becomes vested in a portion of his or her Account Balance attributable to any Company Restoration Matching Amounts, Company Additional Matching Amounts and/or Company Contribution Amounts and/or any other amounts subject to a vesting schedule, the Company and/or Participantâ€™s Employer (as applicable) shall withhold from that portion of the Participantâ€™s Base Salary, Bonus, Commissions and/or Equity-Based Incentive Awards that is not deferred, in a manner determined by the withholding Employer, the Participantâ€™s share of FICA and other employment taxes on such amounts. If necessary, the Committee may reduce the vested portion of the Participantâ€™s Company Restoration Matching Amount, Company Additional Matching Amount, Company Contribution Amount or any other amounts subject to a vesting schedule for such amounts attributable to employment taxes required to be withheld or that otherwise may be withheld as described in Treasury Regulation Section 1.409A-3(j)(4)(vi), in order to comply with this Section 3.10.(c)Distributions. There shall be withheld from any payments made to a Participant under this Plan all federal, state and local income, employment and other taxes required to be withheld by any Employer, or the trustee of the Trust, in connection with such payments, in amounts and in a manner to be determined in the sole discretion of the Company and the trustee of the Trust.(d)Withholding of Shares. A Participant who receives a distribution from the Republic Services Stock Unit Fund must pay to the Company all federal, state and local Â Â Â Â 15income and other taxes required to be withheld in connection with the distribution of shares of Stock. A Participant may elect by notice to the Committee to satisfy his or her minimum income tax withholding obligation with respect to the distribution of shares of Stock by the Companyâ€™s withholding a portion of the shares of Stock otherwise deliverable to the Participant, such shares being valued at their fair market value as of the date on which the taxable event that gives rise to the withholding requirement occurs.ARTICLE IVSCHEDULED DISTRIBUTIONS; UNFORESEEABLE EMERGENCIES4.1.Scheduled Distribution. In connection with each election to defer an Annual Deferral Amount, a Participant may irrevocably elect to receive a Scheduled Distribution, in the form of a lump sum payment, from the Plan with respect to all or a portion of the Annual Deferral Amount. The Scheduled Distribution shall be a lump sum payment in an amount that is equal to the portion of the Annual Deferral Amount the Participant elected to have distributed as a Scheduled Distribution, adjusted for amounts credited or debited in the manner provided in Section 3.9 above on that amount, calculated as of the close of business on or around the date on which the Scheduled Distribution becomes payable, as determined by the Committee in its sole discretion. Subject to the other terms and conditions of this Plan, each Scheduled Distribution elected shall be paid out during a sixty (60) day period commencing immediately after the first day of any Plan Year designated by the Participant (the â€œScheduled Distribution Dateâ€). The Plan Year designated by the Participant must be at least three (3) Plan Years after the end of the Plan Year to which the Participantâ€™s deferral election relates (or, if later, at least three (3) Plan Years after the end of the Plan Year in which the amount deferred vests), unless otherwise provided on an Election Form approved by the Committee in its sole discretion. By way of example, if a Scheduled Distribution is elected for Annual Deferral Amounts that are earned in the Plan Year commencing January 1, 2027, the earliest Scheduled Distribution Date that may be designated by a Participant would be January 1, 2031, and the Scheduled Distribution would become payable during the sixty (60) day period commencing immediately after such Scheduled Distribution Date.4.2.Postponing Scheduled Distributions. A Participant may elect to postpone a Scheduled Distribution described in Section 4.1 above, and have such amount paid out during a sixty (60) day period commencing immediately after an allowable alternative distribution date designated by the Participant in accordance with this Section 4.2. In order to make this election, the Participant must submit a new Scheduled Distribution Election Form to the Committee in accordance with the following criteria:(a)Such Scheduled Distribution Election Form must be submitted to and accepted by the Committee in its sole discretion at least twelve (12) months prior to the Participantâ€™s previously designated Scheduled Distribution Date;(b)The new Scheduled Distribution Date selected by the Participant must be the first day of a Plan Year, and must be at least five (5) years after the previously designated Scheduled Distribution Date; and(c)The election of the new Scheduled Distribution Date shall have no effect until at least twelve (12) months after the date on which the election is made.4.3.Other Benefits Take Precedence Over Scheduled Distributions. Should a Benefit Distribution Trigger Date occur that triggers a benefit under Articles V, VI, VII, VIII, or IX, any Annual Deferral Amount that is subject to a Scheduled Distribution election under Section 4.1 or 4.2 shall not be paid in accordance with Section 4.1 or 4.2, but shall be paid in accordance with the other applicable Article.Â Â Â Â 164.4.Unforeseeable Emergencies.(a)If the Participant experiences an Unforeseeable Emergency, the Participant may petition the Committee to receive a partial or full payout from the Plan, subject to the provisions set forth below.(b)The payout, if any, from the Plan shall not exceed the lesser of (i) the Participantâ€™s vested Account Balance, calculated as of the close of business on or around the date on which the amount becomes payable, as determined by the Committee in its sole discretion, or (ii) the amount necessary to satisfy the Unforeseeable Emergency, plus amounts necessary to pay Federal, state, or local income taxes or penalties reasonably anticipated as a result of the distribution. Notwithstanding the foregoing, a Participant may not receive a payout from the Plan to the extent that the Unforeseeable Emergency is or may be relieved (A) through reimbursement or compensation by insurance or otherwise, (B) by liquidation of the Participantâ€™s assets, to the extent the liquidation of such assets would not itself cause severe financial hardship or (C) by cessation of deferrals under this Plan.(c)If the Committee, in its sole discretion, approves a Participantâ€™s petition for payout from the Plan, the Participant shall receive a payout from the Plan within sixty (60) days of the date of such approval, and the Participantâ€™s deferrals under the Plan shall be terminated as of the date of such approval.ARTICLE VCHANGE IN CONTROL BENEFIT5.1.Change in Control Benefit. A Participant, in connection with his or her commencement of participation in the Plan, shall irrevocably elect on an Election Form whether to (i) receive a Change in Control Benefit upon the occurrence of a Change in Control, which shall be equal to the Participantâ€™s vested Account Balance, calculated as of the close of business on the date of the Change in Control (if the Account Balance is not valued on the date of the Change in Control, the first date so valued following the Change in Control), as determined by the Committee in its sole discretion, or (ii) to have his or her Account Balance remain in the Plan upon the occurrence of a Change in Control and to have his or her Account Balance remain subject to the terms and conditions of the Plan. If a Participant does not make any election with respect to the payment of the Change in Control Benefit, then such Participantâ€™s Account Balance shall remain in the Plan upon a Change in Control and shall be subject to the terms and conditions of the Plan. If and to the extent permitted by the Committee, a Participant shall be permitted in accordance with such rules and procedures of the Committee to make the Change in Control election described above with respect to the amounts that are properly deferred under each Election Form and shall not be required to make the same election on all Election Forms. If a Participant does not make any election on an Election Form with respect to the payment of the Change in Control Benefit, the portion of the Participantâ€™s Account Balance which is attributable to such Election Form shall remain in the Plan upon a Change in Control and shall be subject to the terms and conditions of the Plan.5.2.Payment of Change in Control Benefit. The Change in Control Benefit, if any, shall be paid to the Participant in a lump sum no later than sixty (60) days after the Participantâ€™s Benefit Distribution Trigger Date.ARTICLE VIRETIREMENT BENEFIT6.1.Retirement Benefit. A Participant who Retires shall receive, as a Retirement Benefit, his or her vested Account Balance excluding those portions, if any, as to which the Â Â Â Â 17Participant has elected to receive installment payments in accordance with Section 6.2(a), in a lump sum calculated as of the first business day coincident with or first following the six (6) month anniversary of the date of the Participantâ€™s Retirement. If the Participant has elected installment payments in accordance with Section 6.2(a), the applicable portion of his or her vested Account Balance shall be paid in installments at the time and in the amounts described in Sections 1.6 and 6.2(c). If the Participant has elected to change the form of payment in accordance with Section 6.2(b), the portion of the Participantâ€™s vested Account Balance subject to the election shall be calculated as of the date benefit distribution is to begin pursuant to Section 6.2(b). The provisions of this Article VI apply solely with respect to those Participants who satisfy the applicable requirements for Retirement.6.2.Payment of Retirement Benefit.(a)In connection with a Participantâ€™s election(s) to defer an Annual Deferral Amount, the Participant, if and to the extent permitted by the Committee, shall elect, in accordance with such rules and procedures established by the Committee, the form or forms in which his or her Annual Account for such Plan Year will be paid. The Participant may elect to receive each Annual Account in the form of a lump sum or pursuant to an Annual Installment Method of up to ten (10) years (fifteen (15) years for elections prior to January 1, 2025) from the Benefit Distribution Trigger Date and, if permitted by the Committee, the Participant may elect such forms of payment with respect to each separate amount identified and deferred under the Election Form. Notwithstanding the foregoing, to the extent that a Participantâ€™s election under this Section 6.2(a) would result in a scheduled distribution of any portion of his or her Annual Account attributable to Equity-Based Incentive Awards before the completion of a performance period applicable to such Equity-Based Incentive Awards, such distribution shall be delayed until the year following the completion of such performance period, and any remaining installments shall be shifted to later years in a corresponding fashion. If a Participant does not make any election with respect to the payment of an Annual Account (or, if separate elections are permitted, with respect to each component of the Annual Deferral Amount), then the Participant shall be deemed to have elected to receive such Annual Account (or separate component) as a lump sum.(b)A Participant may change the time or form of payment for an Annual Account (or if an election was made with respect to a separate component of the Annual Account, the separate component) by submitting an Election Form to the Committee in accordance with the following criteria:(i)The election to modify the time or form of payment for such Annual Account (or separate component thereof) shall have no effect until at least twelve (12) months after the date on which the election is made; and(ii)The first payment related to such Annual Account (or separate component thereof) shall be delayed at least five (5) years from the originally scheduled Benefit Distribution Trigger Date (or, if permitted by the Committee, and previously elected by the Participant, the anniversary of the Benefit Distribution Trigger Date elected by the Participant) for such Annual Account (or separate component thereof).For purposes of applying the requirements above, the right to receive an Annual Account (or separate component thereof) in installment payments shall be treated as the entitlement to a single payment.Â Â Â Â 18(c)A lump sum payment shall be made on the first business day coincident with or first following the six (6) month anniversary of the date of the Participantâ€™s Retirement. Installment payments shall commence on the Benefit Distribution Trigger Date (or, if permitted by the Committee, on the anniversary of the Benefit Distribution Trigger Date elected by the Participant); provided, however, any installments due prior to the first business day coincident with or first following the six (6) month anniversary of the date of the Participantâ€™s Retirement shall be paid on the first business day coincident with or first following the six (6) month anniversary of the date of the Participantâ€™s Retirement. Remaining installments, if any, shall continue in accordance with the Participantâ€™s election for each Annual Account (or separate component thereof) and shall be paid no later than sixty (60) days after each anniversary of the Benefit Distribution Trigger Date (or, if permitted by the Committee, each anniversary of the anniversary of the Benefit Distribution Trigger Date elected by the Participant).ARTICLE VIITERMINATION BENEFIT7.1.Termination Benefit. A Participant who experiences a Termination of Employment shall receive, as a Termination Benefit, his or her entire vested Account Balance, calculated as of the date as of which the Participantâ€™s benefit is distributed as set forth in Section 7.2. The unvested portion of his or her Account Balance shall be forfeited on the date of his or her Termination of Employment.7.2.Payment of Termination Benefit.(a)The Participantâ€™s vested Account Balance attributable to the Company Contribution Amount shall be distributed as a single lump sum payment on the earlier of:(i)The date the Participant would have been eligible for Retirement if the Participant had continued in the service of an Employer; or(ii)The five (5) year anniversary date of the Participantâ€™s Termination of Employment.(b)The Participantâ€™s vested Account Balance, other than the amount attributable to the Company Contribution Amount, shall be distributed to the Participant on the first business day coincident with or first following the six (6) month anniversary of the date of the Participantâ€™s Termination of Employment.(c)Notwithstanding any provisions hereof to the contrary, no payment under this Section 7.2 shall be made prior to the first day following the six (6) month anniversary of the date of the Participantâ€™s Termination of Employment.ARTICLE VIIIDISABILITY BENEFIT8.1.Disability Benefit. Upon a Participantâ€™s Disability, the Participant shall receive a Disability Benefit, which shall be equal to the Participantâ€™s vested Account Balance, calculated as of the close of business coincident with or first following the date of the Participantâ€™s Disability.8.2.Payment of Disability Benefit. The Disability Benefit shall be paid to the Participant in a single lump sum payment no later than sixty (60) days after the date of the Participantâ€™s Disability.Â Â Â Â 19ARTICLE IXDEATH BENEFIT9.1.Death Benefit. The Participantâ€™s Beneficiary(ies) shall receive a Death Benefit upon the Participantâ€™s death which will be equal to the Participantâ€™s vested Account Balance, calculated as of the close of business coincident with or first following the Participantâ€™s date of death.9.2.Payment of Death Benefit. The Death Benefit shall be paid to the Participantâ€™s Beneficiary(ies) in a single lump sum payment no later than sixty (60) days after the date of the Participantâ€™s death.ARTICLE XUSE PLAN ACCOUNTS10.1.Distributions from USE Plan Accounts. Notwithstanding any provision of this Plan to the contrary, and except with respect to Sections 4.2 and 4.4, any amounts attributable to a Participantâ€™s account under the USE Plan shall be paid in accordance with the terms of the USE Plan as in effect on December 31, 2022.ARTICLE XIBENEFICIARY DESIGNATION11.1.Beneficiary. Each Participant shall have the right, at any time, to designate his or her Beneficiary(ies) (both primary as well as contingent) to receive any benefits payable under the Plan upon the death of the Participant. The Beneficiary designated under this Plan may be the same as or different from the Beneficiary designation under any other plan of an Employer in which the Participant participates.11.2.Beneficiary Designation; Change; Spousal Consent. A Participant shall designate his or her Beneficiary by completing and signing the Beneficiary Designation Form, and returning it to the Committee or its designated agent. A Participant shall have the right to change a Beneficiary by completing, signing and otherwise complying with the terms of the Beneficiary Designation Form and the Committeeâ€™s rules and procedures, as in effect from time to time. If the Participant names someone other than his or her spouse as a Beneficiary, the Committee may, in its sole discretion, determine that spousal consent is required to be provided in a form designated by the Committee, executed by such Participantâ€™s spouse and returned to the Committee. Upon the acceptance by the Committee of a new Beneficiary Designation Form, all Beneficiary designations previously filed shall be canceled. The Committee shall be entitled to rely on the last Beneficiary Designation Form filed by the Participant and accepted by the Committee prior to his or her death.11.3.Acknowledgment. No designation or change in designation of a Beneficiary shall be effective until received and acknowledged in writing by the

Committee or its designated agent.11.4.No Beneficiary Designation. If a Participant fails to designate a Beneficiary in accordance with this Article XI or if all designated Beneficiaries predecease the Participant or die prior to complete distribution of the Participantâ€™s benefits, then the Participantâ€™s designated Beneficiary shall be deemed to be his or her surviving spouse. If the Participant has no surviving spouse, the benefits remaining under this Plan to be paid to a Beneficiary shall be payable to the executor or personal representative of the Participantâ€™s estate.Â Â Â Â 2011.5.Doubt as to Beneficiary. If the Committee has any doubt as to the proper Beneficiary to receive payments pursuant to this Plan, the Committee shall have the right, exercisable in its discretion, to cause the Company to withhold such payments until this matter is resolved to the Committeeâ€™s satisfaction.ARTICLE XIILEAVE OF ABSENCE12.1.Paid Leave of Absence. If a Participant is authorized by the Participantâ€™s Employer to take a paid leave of absence from the employment of the Employer, and such leave of absence does not constitute a Separation from Service, as determined by the Committee, (i) the Participant shall continue to be considered eligible for the benefits provided in Articles IV, V, VI, VII, VIII, or IX in accordance with the provisions of those Articles, and (ii) the Annual Deferral Amount shall continue to be withheld during such paid leave of absence in accordance with Section 3.3.12.2.Unpaid Leave of Absence. If a Participant is on unpaid leave of absence from the employment of the Employer for any reason, and such leave of absence does not constitute a Separation from Service as determined by the Committee, such Participant shall continue to be eligible for the benefits provided in Articles IV, V, VI, VII, VIII, or IX in accordance with the provisions of those Articles. The Annual Deferral Amount for the Plan Year of his or her return shall remain in effect.12.3.Leaves Resulting in Separation from Service. In the event that a Participantâ€™s leave of absence from his or her Employer constitutes a Separation from Service, as determined by the Committee, the Participantâ€™s vested Account Balance shall be distributed to the Participant in accordance with Article VI or VII of this Plan, as applicable.ARTICLE XIIIAMENDMENT AND TERMINATION13.1.Termination of Plan. Although the Company anticipates that it will continue the Plan for an indefinite period of time, the Company reserves the right to Terminate the Plan. In the event the Company Terminates the Plan, the Measurement Funds available to Participants following the Termination of the Plan shall be comparable in number and type to those Measurement Funds available to Participants in the Plan Year preceding the Plan Year in which the Termination of the Plan is effective. Following a Termination of the Plan, Participant Account Balances shall remain in the Plan until the Participant becomes eligible for the benefits provided in Articles IV, V, VI, VII, VIII, or IX in accordance with the provisions of those Articles. The Termination of the Plan shall not adversely affect any Participant or Beneficiary who has become entitled to the payment of any benefits under the Plan as of the date of termination. Notwithstanding the foregoing, the Company may terminate and liquidate the Plan in accordance with Treasury Regulation Section 1.409A-3(j)(4)(ix).13.2.Amendment.(a)The Company may, at any time, amend or modify the Plan in whole or in part. Notwithstanding the foregoing, no amendment or modification shall be effective to decrease the value of a Participantâ€™s Account Balance in existence at the time the amendment or modification is made.(b)An Employer may cease to be a participating Employer in the Plan at any time. In the event that an Employer ceases to be a participating Employer, Participant Account Balances for Participants of such Employer shall remain in the Plan until the Participant becomes Â Â Â Â 21eligible for the benefits provided in Articles IV, V, VI, VII, VIII, or IX in accordance with the provisions of those Articles. The cessation of an Employerâ€™s status as a participating Employer shall not adversely affect any Participant or Beneficiary who has become entitled to the payment of any benefits under the Plan as of the date of termination. Notwithstanding the foregoing, the Company may terminate and liquidate the Plan in accordance with Treasury Regulation Section 1.409A-3(j)(4)(ix).13.3.Plan Agreement. Despite the provisions of Sections 13.1 and 13.2 above, if a Participantâ€™s Plan Agreement contains benefits or limitations that are not in this Plan document, the Company may only amend or terminate such provisions with the written consent of the Participant.13.4.Effect of Payment. The full payment of the Participantâ€™s vested Account Balance under Articles IV, V, VI, VII, VIII, or IX of the Plan shall completely discharge all obligations to a Participant and his or her designated Beneficiaries under this Plan, and the Participantâ€™s Plan Agreement shall terminate.ARTICLE XIVADMINISTRATION14.1.Committee Duties. Except as otherwise provided in this Article 14, this Plan shall be administered by the Committee. Members of the Committee may be Participants under this Plan. The Committee shall also have the discretion and authority to (i) make, amend, interpret, and enforce all appropriate rules and regulations for the administration of this Plan, and (ii) decide or resolve any and all questions, including benefit entitlement determinations and interpretations of this Plan, as may arise in connection with this Plan. Any individual serving on the Committee who is a Participant shall not vote or act on any matter relating solely to himself or herself. When making a determination or calculation, the Committee shall be entitled to rely on information furnished by a Participant or an Employer.14.2.Administration Upon Change In Control. Within one hundred and twenty (120) days following a Change in Control, the individuals who comprised the Committee immediately prior to the Change in Control (whether or not such individuals are members of the Committee following the Change in Control) may, by written consent of the majority of such individuals, appoint an independent third party administrator (the â€œAdministratorâ€) to perform any or all of the Committeeâ€™s duties described in Section 14.1 above, including without limitation, the power to determine any questions arising in connection with the administration or interpretation of the Plan, and the power to make benefit entitlement determinations. Upon and after the effective date of such appointment, (i) the Company must pay all reasonable administrative expenses and fees of the Administrator, and (ii) the Administrator may only be terminated with the written consent of the majority of Participants with an Account Balance in the Plan as of the date of such proposed termination.14.3.Agents. In the administration of this Plan, the Committee, an Employer or the Administrator, as applicable, may, from time to time, employ agents and delegate to them such administrative duties as it sees fit (including acting through a duly appointed representative) and may from time to time consult with counsel.14.4.Binding Effect of Decisions. The decision or action of the Committee or Administrator, as applicable, with respect to any question arising out of or in connection with the administration, interpretation and application of the Plan and the rules and regulations promulgated hereunder shall be final and conclusive and binding upon all persons having any interest in the Plan.Â Â Â Â 2214.5.Indemnity of Committee. All Employers shall indemnify and hold harmless the members of the Committee, any Employee to whom the duties of the Committee may be delegated, and the Administrator against any and all claims, losses, damages, expenses or liabilities arising from any action or failure to act with respect to this Plan, except in the case of willful misconduct by the Committee, any of its members, any such Employee or the Administrator.14.6.Employer Information. To enable the Committee and/or Administrator to perform its functions, the Company and each Employer shall supply full and timely information to the Committee and/or Administrator, as the case may be, on all matters relating to the Plan, the Trust, the Participants and their Beneficiaries, the Account Balances of the Participants, the compensation of its Participants, the date and circumstances of the Separation of Service of its Participants, and such other pertinent information as the Committee or Administrator may reasonably require.ARTICLE XVCLAIMS PROCEDURES15.1.Presentation of Claim. Any Participant or Beneficiary of a deceased Participant (such Participant or Beneficiary being referred to below as a â€œClaimantâ€) may deliver to the Committee a written claim for a determination with respect to the amounts distributable to such Claimant from the Plan. If such a claim relates to the contents of a notice received by the Claimant, the claim must be made within sixty (60) days after such notice was received by the Claimant. All other claims must be made within 180 days of the date on which the event that caused the claim to arise occurred. The claim must state with particularity the determination desired by the Claimant.15.2.Notification of Decision. The Committee shall consider a Claimantâ€™s claim within a reasonable time, but no later than ninety (90) days after receiving the claim. If the Committee determines that special circumstances require an extension of time for processing the claim, written notice of the extension shall be furnished to the Claimant prior to the termination of the initial ninety (90) day period. In no event shall such extension exceed a period of ninety (90) days from the end of the initial period. The extension notice shall indicate the special circumstances requiring an extension of time and the date by which the Committee expects to render the benefit determination. The Committee shall notify the Claimant in writing:(a)That the Claimantâ€™s requested determination has been made, and that the claim has been allowed in full; or(b)That the Committee has reached a conclusion contrary, in whole or in part, to the Claimantâ€™s requested determination, and such notice must set forth in a manner calculated to be understood by the Claimant:(i)the specific reason(s) for the denial of the claim, or any part of it;(ii)specific reference(s) to pertinent provisions of the Plan upon which such denial was based;(iii)a description of any additional material or information necessary for the Claimant to perfect the claim, and an explanation of why such material or information is necessary;(iv)an explanation of the claim review procedure set forth in Section 15.3 below; andÂ Â Â Â 23(v)a statement of the Claimantâ€™s right to bring a civil action under ERISA Section 502(a) following an adverse benefit determination on review.15.3.Review of a Denied Claim. On or before sixty (60) days after receiving a notice from the Committee that a claim has been denied, in whole or in part, a Claimant (or the Claimantâ€™s duly authorized representative) may file with the Committee a written request for a review of the denial of the claim. The Claimant (or the Claimantâ€™s duly authorized representative):(a)may, upon request and free of charge, have reasonable access to, and copies of, all documents, records and other information relevant (as defined in applicable ERISA regulations) to the claim for benefits;(b)may submit written comments or other documents; and/or(c)may request a hearing, which the Committee, in its sole discretion, may grant.15.4.Decision on Review. The Committee shall render its decision on review promptly, and no later than sixty (60) days after the Committee receives the Claimantâ€™s written request for a review of the denial of the claim. If the Committee determines that special circumstances require an extension of time for processing the claim, written notice of the extension shall be furnished to the Claimant prior to the termination of the initial sixty (60) day period. In no event shall such extension exceed a period of sixty (60) days from the end of the initial period. The extension notice shall indicate the special circumstances requiring an extension of time and the date by which the Committee expects to render the benefit determination. In rendering its decision, the Committee shall take into account all comments, documents, records and other information submitted by the Claimant relating to the claim, without regard to whether such information was submitted or considered in the initial benefit determination. The decision must be written in a manner calculated to be understood by the Claimant, and it must contain:(a)specific reasons for the decision;(b)specific reference(s) to the pertinent Plan provisions upon which the decision was based;(c)a statement that the Claimant is entitled to receive, upon request and free of charge, reasonable access to and copies of, all documents, records and other information relevant (as defined in applicable ERISA regulations) to the Claimantâ€™s claim for benefits; and(d)a statement of the Claimantâ€™s right to bring a civil action under ERISA Section 502(a).15.5.Legal Action. A Claimantâ€™s compliance with the foregoing provisions of this Article XV is a mandatory prerequisite to a Claimantâ€™s right to commence any legal action with respect to any claim for benefits under this Plan.ARTICLE XVITRUST16.1.Establishment of the Trust. In order to provide assets from which to fulfill its obligations to the Participants and their Beneficiaries under the Plan, the Company may establish Â Â Â Â 24a trust by a trust agreement with a third party, the trustee, to which the Company may, in its discretion, contribute cash or other property, including securities issued by the Company, to provide for the benefit payments under the Plan.16.2.Interrelationship of the Plan and the Trust. The provisions of this Plan and the Plan Agreement shall govern the rights of a Participant to receive distributions pursuant to the Plan. The provisions of the Trust shall govern the rights of the Company, Participants and the creditors of the Employers to the assets transferred to the Trust.16.3.Distributions From the Trust. The Companyâ€™s obligations under the Plan may be satisfied with Trust assets distributed pursuant to the terms of the Trust, and any such distribution shall reduce the Companyâ€™s obligations under this Plan.ARTICLE XVIIMISCELLANEOUS17.1.Status of Plan. This Plan is intended to be a plan that is unfunded and is maintained by an employer primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees within the meaning of ERISA Sections 201(2), 301(a)(3) and 401(a)(1).17.2.Unsecured General Creditor. Participants and their Beneficiaries, heirs, successors and assigns shall have no legal or equitable rights, interests or claims in any property or assets of the Company or any other Employer. For purposes of the payment of benefits under this Plan, any and all of an Employerâ€™s assets shall be, and remain, the general, unpledged unrestricted assets of the Employer. The Companyâ€™s obligation under the Plan shall be merely that of an unfunded and unsecured promise to pay money in the future.17.3.Companyâ€™s Liability. The Company, and only the Company, shall be obligated to pay the benefits that are attributable to amounts credited to the Participantâ€™s Account. The Companyâ€™s liability for the payment of benefits shall be defined only by the Plan and the Plan Agreement, as entered into between the Company and a Participant. The Company shall have no obligation to a Participant under the Plan except as expressly provided in the Plan and his or her Plan Agreement.17.4.Nonassignability. Neither a Participant nor any other person shall have any right to commute, sell, assign, transfer, pledge, anticipate, mortgage or otherwise encumber, transfer, hypothecate, alienate or convey in advance of actual receipt, the amounts, if any, payable hereunder, or any part thereof, which are, and all rights to which are expressly declared to be, unassignable and non-transferable. No part of the amounts payable shall, prior to actual payment, be subject to seizure, attachment, garnishment or sequestration for the payment of any debts, judgments, alimony or separate maintenance owed by a Participant or any other person, be transferable by operation of law in the event of a Participantâ€™s or any other personâ€™s bankruptcy or insolvency or be transferable to a spouse as a result of a property settlement or otherwise.17.5.Not a Contract of Employment. The terms and conditions of this Plan shall not be deemed to constitute a contract of employment between any Employer and a Participant. Such employment is hereby acknowledged to be an â€œat willâ€ employment relationship that can be terminated at any time for any reason, or no reason, with or without cause, and with or without notice, unless expressly provided in a written employment agreement. Nothing in this Plan shall be deemed to give a Participant the right to be retained in the service of any Employer, either as an Employee or a Director, or to interfere with the right of any Employer to discipline or discharge the Participant at any time.Â Â Â Â 2517.6.Furnishing Information. A Participant or his or her Beneficiary will cooperate with the Committee by furnishing any and all information requested by the Committee and take such other actions as may be requested in order to facilitate the administration of the Plan and the payments of benefits hereunder, including but not limited to taking such physical examinations as the Committee may deem necessary.17.7.Terms. Whenever any words are used herein in the masculine, they shall be construed as though they were in the feminine in all cases where they would so apply; and whenever any words are used herein in the singular or in the plural, they shall be construed as though they were used in the plural or the singular, as the case may be, in all cases where they would so apply.17.8.Captions. The captions of the articles, Sections and paragraphs of this Plan are for convenience only and shall not control or affect the meaning or construction of any of its provisions.17.9.Governing Law. Subject to ERISA, the provisions of this Plan shall be construed and interpreted according to the internal laws of the State of Arizona without regard to its conflicts of laws principles.17.10.Notice. Any notice or filing required or permitted to be given to the Committee under this Plan shall be sufficient if in writing and hand-delivered, or sent by registered or certified mail, to the address below:Republic Services Deferred Compensation Plan Committeec/o Chief Legal Officer18500 North Allied WayPhoenix, Arizona 85054Such notice shall be deemed given as of the date of delivery or, if delivery is made by mail, as of the date shown on the postmark on the receipt for registration or certification.Any notice or filing required or permitted to be given to a Participant under this Plan shall be sufficient if in writing and hand-delivered, or sent by mail, to the last known address of the Participant.17.11.Successors. The provisions of this Plan shall bind and inure to the benefit of the Participantâ€™s Employer and its successors and assigns and the Participant and the Participantâ€™s designated Beneficiaries.17.12.Spouseâ€™s Interest. The interest in the benefits hereunder of a spouse of a Participant who has predeceased the Participant shall automatically pass to the Participant and shall not be transferable by such spouse in any manner, including but not limited to such spouseâ€™s will, nor shall such interest pass under the laws of intestate succession.17.13.Validity. In case any provision of this Plan shall be illegal or invalid for any reason, said illegality or invalidity shall not affect the remaining parts hereof, but this Plan shall be construed and enforced as if such illegal or invalid provision had never been inserted herein.17.14.Incompetent. If the Committee determines in its discretion that a benefit under this Plan is to be paid to a minor, a person declared incompetent or to a person incapable of Â Â Â Â 26handling the disposition of that personâ€™s property, the Committee may direct payment of such benefit to the guardian, legal representative or person having the care and custody of such minor, incompetent or incapable person. The Committee may require proof of minority, incompetence, incapacity or guardianship, as it may deem appropriate prior to distribution of the benefit. Any payment of a benefit shall be a payment for the account of the Participant and the Participantâ€™s Beneficiary, as the case may be, and shall be a complete discharge of any liability under the Plan for such payment amount.17.15.Court Order. The Committee is authorized to comply with any court order in any action in which the Plan or the Committee has been named as a party, including any action involving a determination of the rights or interests in a Participantâ€™s benefits under the Plan; provided that the Plan shall be administered in accordance with applicable law and consistent with Code Section 409A. In addition, if necessary to comply with a qualified domestic relations order, as defined in Code Section 414(p)(1)(B), pursuant to which a court has determined that a spouse or former spouse of a Participant has an interest in the Participantâ€™s benefits under the Plan, the Committee, in its sole discretion, shall have the right to immediately distribute the spouseâ€™s or former spouseâ€™s interest in the Participantâ€™s benefits under the Plan to such spouse or former spouse.17.16.Deduction Limitation on Benefit Payments. If the Company reasonably anticipates that the Companyâ€™s deduction with respect to any distribution from this Plan would be limited or eliminated by application of Code Section 162(m), then to the extent deemed necessary by the Company to ensure that the entire amount of any distribution from this Plan is deductible, the Company may delay payment of any amount that would otherwise be distributed from this Plan. Any amounts for which distribution is delayed pursuant to this Section shall continue to be credited/debited with additional amounts in accordance with Section 3.9 above. The delayed amounts (and any amounts credited thereon) shall be distributed to the Participant

(or his or her Beneficiary in the event of the Participantâ€™s death) at the earliest date the Company reasonably anticipates that the deduction of the payment of the amount will not be limited or eliminated by application of Code Section 162(m).17.17.Insurance. The Company, on its own behalf or on behalf of the trustee of the Trust, and, in its sole discretion, may apply for and procure insurance on the life of the Participant, in such amounts and in such forms as the Company or the trustee of the Trust may choose. The Company or the trustee of the Trust, as the case may be, shall be the sole owner and beneficiary of any such insurance. The Participant shall have no interest whatsoever in any such policy or policies, and at the request of the Company shall submit to medical examinations and supply such information and execute such documents as may be required by the insurance company or companies to whom the Company has applied for insurance.17.18.Small Amounts. The Committee may, in its discretion, require a mandatory lump sum payment of amounts deferred under the Plan that do not exceed a specified amount, provided that any exercise of the Committeeâ€™s discretion is evidenced in writing, no later than the date of such payment, and provided that (a) the payment results in termination and liquidation of the Participantâ€™s interest under the Plan, including all other arrangements with respect to which deferrals of compensation are treated as having been deferred under a single nonqualified deferred compensation plan under Treasury Regulation Section 1.409A-1(c)(2); and (b) the payment is not greater than the applicable dollar amount under Code Section 402(g)(1)(B).17.19.Code Section 409A.(a)This Plan shall be administered in a manner that does not violate the requirements of Code Section 409A. Consistent with the foregoing, and in order to transition the Â Â Â Â 27Plan to the requirements of Code Section 409A and related Treasury Regulations, the Committee made available to Participants certain transition relief described more fully in Appendix A of this Plan. Notwithstanding any provision of the Plan to the contrary, in the event that the Company determines that any provision of the Plan may cause amounts deferred under the Plan to become immediately taxable to any Participant under Code Section 409A, the Company may (i) adopt such amendments to the Plan, including amendments with retroactive effect, that the Company determines is necessary or appropriate to preserve the intended tax treatment of the Plan benefits provided by the Plan, and/or (ii) take such other actions as the Company determines necessary or appropriate to comply with the requirements of Code Section 409A and related Treasury Regulations. In no event shall the Company, any Employer, the Committee, or any director, member, officer or employee thereof, be responsible for any tax, penalty, fee or cost attributable to a violation of Code Section 409A.(b)If any portion of a Participantâ€™s Account Balance under this Plan is required to be included in income by the Participant prior to receipt due to a failure of this Plan to meet the requirement of Code Section 409A, the Participant may petition the Committee or Administrator, as applicable, for a distribution of that portion of his or her Account Balance that is required to be included in his or her income. Upon the grant of such a petition, the grant of which shall be at the Committeesâ€™ sole discretion, the Company shall distribute to the Participant immediately available funds in an amount equal to the portion of his or her Account Balance required to be included in income as a result of the failure of the Plan to meet the requirements of Code Section 409A, which amount shall not exceed the Participantâ€™s unpaid vested Account Balance under the Plan. If the petition is granted, such distribution shall be made within ninety (90) days of the date when the Participantâ€™s petition is granted. Such a distribution shall affect and reduce the Participantâ€™s benefits to be paid under this Plan.17.1.Â Â Â Â 28IN WITNESS WHEREOF, the Company has signed this Plan document as of January 1, 2025.Â Â Â Â REPUBLIC SERVICES, INC.By: /s/ Catharine D. EllingsenÂ Â Â Â Â Â Â Â Name: Catharine D. EllingsenÂ Â Â Â Â Â Â Â Title: Executive Vice President, Chief Legal Officer, Chief Ethics & Compliance Officer and Corporate SecretaryÂ Â Â Â 29APPENDIX ALIMITED TRANSITION RELIEF MADE AVAILABLE IN ACCORDANCE WITH CODE SECTION 409A AND RELATED TREASURY GUIDANCE AND REGULATIONS AND CERTAIN FORMER ALLIED PLAN PARTICIPANT SPECIAL TRANSITION RULESUnless otherwise provided below, the capitalized terms below shall have the same meaning as provided in the Plan.1.Â Â Â Â Opportunity to Make New Distribution Elections. Notwithstanding the required deadline for the submission of an initial distribution election described in Articles IV, V, VI and VII, the Committee may, as permitted by Code Section 409A and related Treasury guidance or Regulations, provide a limited period in which Participants may make new distribution elections, by submitting an Election Form on or before the deadline established by the Committee, which in no event shall be later than December 31, 2008. Any distribution election made in accordance with the requirements established by the Committee, pursuant to this Section, shall not be treated as a change in the form or timing of a Participantâ€™s benefit payment for purposes of Code Section 409A or the Plan.The Committee shall interpret all provisions relating to an election submitted in accordance with this Section in a manner that is consistent with Code Section 409A and related Treasury guidance or Regulations. If any distribution election submitted in accordance with this Section either (i) relates to payments that a Participant would otherwise receive in the calendar year of the election, or (ii) would cause payments to be made in the calendar year of the election, such election shall not be effective.2.Â Â Â Â Former Allied Plan Participants. Effective on such date as determined by the Company, Participantâ€™s accounts under the Allied Plan attributable to pre-January 1, 2009 deferrals and contributions to the Allied Plan, shall be transferred to this Plan and included in such Participantâ€™s Account Balance under this Plan. Unless otherwise changed after such transfer in accordance with the terms of this Plan, the payment of the transferred amounts (as adjusted for amounts credited or debited to such amounts pursuant to this Plan less all distributions that relate to the transferred amounts) shall be made in accordance with the time and form of payment as elected under the Allied Plan even if such time and form of payment is not otherwise permitted under this Plan.Â Â Â Â Appendix A EX-10.18 3 ex1018psuagreementexecutiv.htm EX-10.18 Document1EXHIBIT 10.18REPUBLIC SERVICES, INC.PERFORMANCE SHARE AGREEMENT (Executive Officer)Recipient Name : /$ParticipantName$/Grant Date : /$GrantDate$/Grant Type : /$GrantType$/Performance Shares Granted : /$AwardsGranted$/Plan Name : /$PlanName$/Settlement Method : /$GrantTxt6$/THIS PERFORMANCE SHARE AGREEMENT (the â€œAgreementâ€), dated as of the Grant Date shown above, between Republic Services, Inc., a Delaware corporation (the â€œCompanyâ€) and Participant (the â€œParticipantâ€), is made pursuant and subject to the provisions of the Republic Services, Inc. 2021 Stock Incentive Plan, and any future amendments thereto (the â€œPlanâ€). The Plan, as it may be amended from time to time, is incorporated in this Agreement by reference.1.Definitions. All capitalized terms used in this Agreement but not expressly defined shall have the meaning ascribed to them in the Plan, a copy of which is being provided as part of the grant acceptance materials and is incorporated in this Agreement by reference. All references to the Company in this Agreement shall also be deemed to include references to any and all entities directly or indirectly controlled by the Company and which are consolidated with the Company for financial accounting purposes.2.Â Â Â Â Award of Performance Shares. Subject to the terms and conditions of the Plan and to the terms and conditions set forth in this Agreement, the Company on this date awards to the Participant the target number of Performance Shares equal to the number of Performance Shares Granted as shown in the box above (the â€œPerformance Shares Grantedâ€). The actual number of Performance Shares earned by the Participant shall be from 0% to 220% of the target Performance Shares Granted. The Performance Shares shall be considered a â€œLong Term Awardâ€ or a â€œlong term incentive grantâ€ under any employment agreement or the Companyâ€™s Executive Separation Policy (â€œSeparation Policyâ€), as applicable to the Participant.3.Â Â Â Â Vesting.(a)Â Â Â Â Vesting Schedule. Subject to the terms and conditions of this Agreement, the Performance Shares shall be subject to a three-year performance period, consisting of the Companyâ€™s fiscal years 2025, 2026 and 2027 (the â€œPerformance Periodâ€), after which the number of Performance Shares earned (the â€œEarned Performance Sharesâ€) shall be determined as provided in Appendix A. Except as otherwise provided below, the number of Earned Performance Shares, if any, shall become vested as of the final date of the Performance Period (the â€œVesting Dateâ€) if the Participant remains in continuous service with the Company for the period beginning on the Grant Date and ending on the Vesting Date.(b)Â Â Â Â Acceleration of Vesting on Account of Death, Disability, Retirement, or Termination of Employment, or for Other Reasons. Except to the extent described in Section 3(b)(v):(i)Â Â Â Â Death or Disability. In the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability prior to the Vesting Date, the Participant shall vest in a pro-rated portion of the Earned Performance Shares, which shall be the product of (1)Â the number of 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste2the Earned Performance Shares, and (2)Â a fraction, the numerator of which is the number of months of the Performance Period which have elapsed since the first day of the Performance Period to the end of the month in which the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability and the denominator of which is the total number of months in the Performance Period.(ii)Â Â Â Â Retirement. In the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s retirement prior to the Vesting Date, the Participant shall vest in the full number of Earned Performance Shares, if, at the time of such retirement:(A)Â Â Â Â the Participant is at least fifty-five (55) years old and has completed twenty (20) years of continuous service with the Company; is at least fifty-six (56) years old and has completed ten (10) years of continuous service with the Company; is at least sixty (60) years old and has completed at least five (5) years of continuous service with the Company; or is at least sixty-five (65) years old (without regard to years of service), and in any of these cases has provided the Company not less than one (1) year prior written notice of Participantâ€™s intent to retire; and(B)Â Â Â Â the Company does not provide the Participant with written notice on or before the anticipated retirement date that the Company intends or has grounds to terminate the Participantâ€™s continuous service for Cause.For purposes of determining years of continuous service, service shall include service in any capacity as an employee or a director with any entity whose financial statements are required to be consolidated with the financial statements of the Company, including service with any such entity prior to the date on which the entityâ€™s financial statements were required to be so consolidated. The Participant agrees to make himself or herself reasonably available to the Company to assist any successor to his or her positions with the Company with any transition or other services as may be reasonably requested by the Board during the period beginning on the date the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s retirement and ending on the last day of the Performance Period.Â Â Â Â Â Â Â Â (iii)Â Â Â Â Termination Without Cause. In the event that the Participantâ€™s continuous service with the Company is terminated prior to the Vesting Date by the Company without Cause, the Participant shall vest in a pro-rated portion of the Earned Performance Shares, which shall be the product of (1)Â the number of the Earned Performance Shares, and (2)Â a fraction, the numerator of which is the number of months of the Performance Period which have elapsed since the first day of the Performance Period to the end of the month in which the Participantâ€™s continuous service with the Company is terminated by the Company without Cause and the denominator of which is the total number of months in the Performance Period. (iv)Â Â Â Â Termination for Good Reason.(A)Â Â Â Â In the event that the Participantâ€™s continuous service with the Company is terminated prior to the Vesting Date by the Participant for Good Reason, the Participant shall vest in a pro-rated portion of the Earned Performance Shares, which shall be the product of (1)Â the number of the Earned Performance Shares, and (2)Â a fraction, the numerator of which is the number of months of the Performance Period which have elapsed since the first day of the Performance Period to the end of the month in which the Participantâ€™s continuous service with the Company is terminated by the Participant for Good Reason and the denominator of which is the total number of months in the Performance Period.(B)Â Â Â Â For purposes of this Agreement, â€œGood Reasonâ€ shall have the equivalent meaning or the same meaning as â€œgood reasonâ€ or â€œfor good reasonâ€ set forth in any employment or other agreement for the performance of services between the Participant and the Company or, in the absence of any such agreement, as set forth under the Separation Policy.(v)Â Â Â Â Employment Agreement. In the event that the Participant has entered into any employment agreement between the Participant and the Company that is in effect on the date on which the Participantâ€™s continuous service with the Company is terminated and such employment agreement provides benefits upon the Participantâ€™s retirement and/or termination of employment, the applicable provisions of such employment agreement relating to the Participantâ€™s retirement and/or termination of employment shall apply, notwithstanding any provision in Section 3(b)(ii), (iii) or (iv) of this Agreement to the contrary.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste34.Â Â Â Â Terms and Conditions. This award of Performance Shares is subject to the following terms and conditions:(a) Â Â Â Â Payment for Performance Shares; Forfeiture of Performance Shares; Deferral of Performance Shares.(i) Except as otherwise provided in paragraph (ii) of this Section 4(a), Section 4(d), Section 5(b) or Section 14, 50% of the Earned Performance Shares that become vested pursuant to Section 3 shall be settled in shares of Common Stock (the â€œStock-Settled Performance Sharesâ€), and 50% of the Earned Performance Shares that become vested pursuant to Section 3 shall be settled in cash (the â€œCash-Settled Performance Sharesâ€). With respect to each Stock-Settled Performance Share, the Participant shall receive one share of Common Stock for each of the Stock-Settled Performance Shares awarded hereunder, free and clear of the restrictions set forth in this Agreement, except for any restrictions necessary to comply with federal and state securities laws. With respect to each Cash-Settled Performance Share, the Participant shall receive cash equal to (1) the Fair Market Value of the Common Stock on the date of payment in accordance with the following sentence (or such earlier date designated by the Committee), multiplied by (2) the number of Cash-Settled Performance Shares awarded hereunder. Except as otherwise provided in paragraph (ii) of this Section 4(a) or Section 5(b), cash and certificates (or other indicia of ownership) representing shares of Common Stock shall be delivered to the Participant in the calendar year following the calendar year in which the Performance Period ends, but in no event later than March 15 of the calendar year following the calendar year in which the Performance Period ends (the â€œSettlement Dateâ€). Any Performance Shares that are not vested as of the Participantâ€™s separation from service, within the meaning of Section 409A of the Code and applicable Treasury Regulations (the â€œSeparation from Serviceâ€), and that are not eligible to become vested pursuant to Section 3(b), shall automatically and immediately be forfeited on the date of the Participantâ€™s Separation from Service.(ii) The Participant may elect to defer the Performance Shares pursuant to the Republic Services, Inc. Deferred Compensation Plan, as may be amended from time to time (the â€œDeferred Compensation Planâ€), and if the Participant properly and timely does so: (1) the portion elected by the Participant of the Performance Shares that shall be settled in shares of Common Stock shall be automatically converted into a corresponding number of units under the Republic Services Stock Unit Fund (the â€œUnitsâ€), and shall be credited to the Participantâ€™s â€œAccount Balanceâ€ (as defined in the Deferred Compensation Plan) in accordance with Section 3.9(c) of the Deferred Compensation Plan; and (2) the portion elected by the Participant of the Performance Shares that shall be settled in cash shall be, as of the date that would have qualified as the Settlement Date, credited to the Participantâ€™s Account Balance under the Deferred Compensation Plan and allocated to any of the available â€œMeasurement Fundsâ€ (as defined in the Deferred Compensation Plan) elected by the Participant in accordance with Section 3.9 of the Deferred Compensation Plan and shall be payable at the times provided for under the Deferred Compensation Plan. The Units shall remain subject to the vesting and forfeiture provisions set forth in Sections 3, 4(g) and 4(j) of this Agreement. The Units shall be payable in actual shares of Common Stock at the times provided for under the Deferred Compensation Plan.(b) Â Â Â Â Hypothetical Nature of Performance Shares. The Performance Shares do not represent an equity security of the Company and do not carry any voting or dividend rights, except the right to receive Dividend Equivalents in accordance with Section 4(c).(c)Â Â Â Â Dividend Equivalents. The Participant shall receive Dividend Equivalents in the form of additional Performance Shares or fractional Performance Shares each time a dividend or other distribution is paid on the Companyâ€™s Common Stock. The number of Performance Shares awarded for a cash dividend or non-cash dividend other than a stock dividend shall be determined by (i) multiplying the number of Performance Shares that may be earned by the Participant pursuant to this Agreement as of the dividend record date by the amount of the dividend per share of Common Stock and (ii) dividing the product so determined by the Fair Market Value of the Common Stock on the dividend payment date. The number of Performance Shares awarded for a stock dividend shall be determined by multiplying the number of Performance Shares that may be earned by the Participant pursuant to this Agreement as of the dividend record date by the number of additional shares of Common Stock actually paid as a dividend per share of Common Stock. Any additional Performance Shares awarded pursuant to this Section 4(c) shall be awarded as of effective the date the dividend was paid, and shall have the same status, and shall be subject to the same terms and conditions (including without limitation the performance conditions set forth 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste4in Appendix A that must be satisfied for those Performance Shares to which they relate to become Earned Performance Shares, and the vesting and forfeiture provisions and the settlement form (i.e., cash or shares of Common Stock)) under this Agreement as the Performance Shares to which they relate, and shall be distributed on the same payment date referred to in Section 4(a) as the Performance Shares to which they relate (or if later, as of the applicable dividend payment date) or alternatively, at the times provided for under the Deferred Compensation Plan to the extent the Participant elected to defer some or all of the Performance Shares to which the Dividend Equivalents relate under the Deferred Compensation Plan.(d) Â Â Â Â Tax Withholding.(i) The Participant shall pay to the Company, or make arrangements satisfactory to the Committee for payment of, any federal, state or local taxes of any kind required by law to be withheld with respect to the grant of Performance Shares (including without limitation the vesting thereof) and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Performance Shares as and when the Company determines those amounts to be due, and the Company shall, to the extent permitted by law, have the right to deduct from any payment of any kind otherwise due to Participant any federal, state, or local taxes of any kind required by law to be withheld with respect to the Performance Shares or any Dividend Equivalents or other distributions made by the Company to the Participant with respect to any Performance Shares.(ii) The Participant agrees that his or her minimum withholding tax obligation with respect to the granting, vesting or settlement of the Stock-Settled Performance Shares and any Dividend

Equivalents or other distributions made by the Company to the Participant with respect to the Stock-Settled Performance Shares will be satisfied (provided that the Participant has enough vesting or vested shares available) by the Companyâ€™s withholding a portion of the shares of Common Stock otherwise deliverable to the Participant, such shares being valued at their Fair Market Value as of the date on which the taxable event that gives rise to the withholding requirement occurs. The Participant further agrees that each time the Company withholds shares to satisfy his or her minimum withholding tax obligation, the Company will round up to the nearest whole number of shares (with any over withholding applied to federal income tax). For example, if 9.6 shares are required to satisfy the minimum withholding tax obligation, the Company will round up to 10 shares. Notwithstanding the foregoing, if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, the foregoing rounding rules will cease to apply, and the Company instead will withhold a portion of the shares and fractional shares of Common Stock otherwise deliverable to the Participant, such shares and fractional shares being valued at their Fair Market Value as of the date of the taxable event that gives rise to the withholding requirement occurs. By accepting this Agreement, the Participant consents to this method of tax withholding, including the Company rounding up to the nearest whole number of shares (as applicable).(iii) The Participant agrees that his or her minimum withholding tax obligation with respect to the granting, vesting or settlement of the Cash-Settled Performance Shares and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Cash-Settled Performance Shares will be satisfied by the Companyâ€™s withholding a portion of the cash otherwise deliverable to the Participant.(e)Â Â Â Â No Right to Continued Employment or Service. This Agreement does not confer upon the Participant any right with respect to continuance of employment or service by the Company, nor shall it interfere in any way with the right of the Company to terminate the Participantâ€™s employment at any time.(f)Â Â Â Â Transferability of Awards. Â Â Â Â (i) Restrictions on Transfer. No Performance Shares shall be transferable or assignable by the Participant, other than by will or the laws of descent and distribution or pursuant to a domestic relations order within the meaning of Section 414(p)(1)(B) of the Code.Â Â Â Â (ii) Notice. No transfer permitted under Section 4(f)(i) of any Performance Shares shall be effective to bind the Company unless the Committee shall have been furnished with (1) a Notice of Performance Share Transfer in the form required by the Committee executed and dated by the Participant (or the executor or personal representative of the deceased Participantâ€™s estate) and a copy of the will, assignment or transfer document 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste5and/or such evidence as the Committee may deem necessary to establish the validity of the transfer, and (2) the Statement of Acknowledgement in the form required by the Committee executed and dated by the transferee which states that the transferee will comply with all the terms and conditions of the Plan and the Agreement relating to the Performance Shares that are or would have been applicable to the Participant.(g)Â Â Â Â Forfeiture by Reason of Detrimental Activity. The Performance Shares shall be subject to Section 17(n) of the Plan. Notwithstanding any other provision of this Agreement to the contrary, if the Participant engages in any Detrimental Activity at any time prior to or during the one year period after the latest date on which any portion of the Performance Shares become vested but prior to a Change in Control, the Company shall, upon the recommendation of the Committee in its sole and absolute discretion, be entitled to (i) immediately terminate and cancel any portion of the Performance Shares that have not previously been settled with shares of Common Stock or cash, and/or (ii) require within two (2) years after the latest date on which any portion of the Performance Shares are settled but prior to a Change in Control that the Participant (1) return to the Company any shares of Common Stock that were distributed to the Participant in settlement of the Performance Shares, or if such shares of Common Stock are not still owned by the Participant, that the Participant pay to the Company an amount equal to the Fair Market Value of such shares of Common Stock on the date they were issued, and (2) return to the Company any cash or other property (other than Common Stock) received by the Participant from the Company pursuant to this Agreement.(h)Â Â Â Â Right to Set Off. By accepting this Agreement, the Participant consents to a deduction from any amounts the Company owes the Participant from time to time (including amounts owed to the Participant as wages or other compensation, for any benefits, or vacation pay, as well as any other amounts owed to the Participant by the Company), up to the dollar amount the Participant owes the Company under Section 4(g) or 4(j). Whether or not the Company elects to make any set off in whole or in part, if the Company does not recover by means of set off the full amount the Participant owes the Company calculated as set forth in Section 4(h), the Participant agrees to pay immediately the unpaid balance to the Company.(i)Â Â Â Â Board of Director Discretion. The Participant may be released from his or her obligations under Sections 4(g) and 4(h) only if the Board, or a duly authorized committee thereof, determines, in its sole and absolute discretion, that such action is not adverse to the interests of the Company.(j)Â Â Â Â Clawback Policy. Notwithstanding anything to the contrary contained, in consideration of the grant of this award, the Participant agrees that this award and any payments under it will be subject to forfeiture or repayment to the extent provided for in the Republic Services, Inc. Clawback Policy, as it may be amended or restated from time to time, or in accordance with any rules or regulations adopted by the Securities and Exchange Commission and the New York Stock Exchange pursuant to Section 10D of the Securities Exchange Act of 1934 or other applicable law.5.Â Â Â Â Change of Control or Capital Structure.(a)Â Â Â Â Change in Capital Structure. Subject to any required action by the shareholders of the Company, the number of Performance Shares covered by this award shall be proportionately adjusted and the terms of the restrictions on such Performance Shares shall be adjusted as the Committee shall determine to be equitably required for any increase or decrease in the number of issued and outstanding shares of Common Stock of the Company resulting from any stock dividend (but only on the Common Stock), stock split, subdivision, combination, reclassification, recapitalization or general issuance to the holders of Common Stock of rights to purchase Common Stock at substantially below Fair Market Value or any change in the number of such shares outstanding effected without receipt of cash or property or labor or services by the Company or for any spin-off, spin-out, split-up, split-off or other distribution of assets to shareholders.(b)Â Â Â Â Change in Control. (i) Â Â Â Â If, within one year after a Change in Control, the Company terminates the Participantâ€™s continuous service with the Company without Cause, the Performance Shares will immediately vest as if all target performance goals had been met and will be paid at target by the Company to the Participant at such time as the Company would have been required to make such payments if the termination of employment had not occurred. In the event this Section 5(b)(i) conflicts with Section 3(b)(iii), this Section 5(b)(i) shall control. 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste6(ii) Â Â Â Â Except as provided in Section 5(b)(i), the award of Performance Shares shall not become vested in the event that a Change in Control occurs, except to the extent required in any employment agreement between the Company and the Participant or under the Separation Policy, as applicable. In the event of a change in the Common Stock as presently constituted, which is limited to a change in all of its authorized shares without par value into the same number of shares with par value, the shares resulting from any such change shall be deemed to be the Common Stock within the meaning of the Plan.
(c)Â Â Â Â Other Adjustments. The award of Performance Shares pursuant to the Plan shall not affect in any way the right or power of the Company to make adjustments, reclassifications, reorganizations or changes of its capital or business structure or to merge or to consolidate or to dissolve, liquidate or sell, or transfer all or any part of its business or assets.6.Â Â Â Â Governing Law and Venue. This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its principles of conflict of laws. The parties agree that any action, suit or proceeding arising out of or related to this Agreement or the relationship of the Participant and the Company, shall be instituted only in the state or federal courts located in Maricopa County in the State of Arizona, and each party waives any objection which such party may now or hereafter have to such venue or jurisdictional court in any action, suit, or proceeding. Any and all services of process and any other notice in any such action, suit or proceeding shall be effective against any party if given by mail (registered or certified where possible, return receipt requested), postage prepaid, mailed to such party at the address set forth in this Agreement.7.Â Â Â Â Severability. The invalidity or enforceability of any one or more provisions of this Agreement shall not affect the validity or enforceability of any other provision of this Agreement, which shall remain in full force and effect. In the event that a court of competent jurisdiction should determine that any time period provided for in Section 4(g) or 4(j) is unenforceable, then such period shall be reduced to the longest period of time which such court shall deem enforceable, taking into consideration the purpose and intent of the Plan to serve the interests of the Company and its shareholders.8.Â Â Â Â Notices. All notices or other communications with respect to the Performance Shares shall be deemed given and delivered in person or mailed by registered or certified mail (return receipt requested, postage prepaid) to the Companyâ€™s Stock Administrator at the following address (or such other address, as shall be specified by like notice of a change of address) and shall be effective upon receipt:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Stock AdministratorÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Republic Services, Inc.Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â 18500 N. Allied WayÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Phoenix, AZ 850549.Â Â Â Â Waiver. The failure of any party at any time to require strict performance of any condition, promise, agreement or understanding set forth in this Agreement shall not be construed as a waiver or relinquishment of the right to require strict performance of the same condition, promise, agreement or understanding at a subsequent time.10.Â Â Â Â Interpretation/Provisions of Plan Control. In the event of any conflict between the provisions of the Plan and the provisions of this Agreement, the provisions of the Plan shall govern. The Participant hereby accepts as final, conclusive and binding, any decisions by the Committee with respect to the interpretation or administration of the Plan and this Agreement.11.Â Â Â Â Participant Bound by Plan. The Participant hereby acknowledges receipt of a copy of the Plan and agrees to be bound by all the terms, conditions and provisions thereof.12.Â Â Â Â Binding Effect. Subject to the limitations stated in this Agreement and in the Plan, this Agreement shall be binding upon and inure to the benefit of the successors and assigns of the Company and the Participantâ€™s heirs, legatees, distributees and personal representatives.13.Â Â Â Â Counterparts. This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. The facsimile or email transmission of a signed signature page or an electronic acceptance of the Agreement, by any 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste7party to the other(s), shall constitute valid execution and acceptance of this Agreement by the signing/transmitting party.14.Â Â Â Â Section 409A.(a)Â Â Â Â General. It is the intention of both the Company and the Participant that the benefits and rights to which the Participant could be entitled pursuant to this Agreement comply with Section 409A of the Code and the Treasury Regulations and other guidance promulgated or issued thereunder (â€œSection 409Aâ€), to the extent that the requirements of Section 409A are applicable thereto, and the provisions of this Agreement shall be construed in a manner consistent with that intention. If the Participant or the Company believes, at any time, that any such benefit or right that is subject to Section 409A does not so comply, it shall promptly advise the other and shall negotiate reasonably and in good faith to amend the terms of such benefits and rights such that they comply with Section 409A (with the most limited possible economic effect on the Participant and on the Company).(b)Â Â Â Â No Representations as to Section 409A Compliance. Notwithstanding the foregoing, the Company does not make any representation to the Participant that the Performance Shares awarded pursuant to this Agreement are exempt from, or satisfy, the requirements of Section 409A, and the Company shall have no liability or other obligation to indemnify or hold harmless the Participant or any Beneficiary for any tax, additional tax, interest or penalties that the Participant or any Beneficiary may incur in the event that any provision of this Agreement, or any amendment or modification thereof or any other action taken with respect thereto is deemed to violate any of the requirements of Section 409A.(c)Â Â Â Â Separation from Service. If and to the extent permitted by Treasury Regulations Section 1.409A-1(h)(5) or other applicable law, the Participant provides services both as an employee of the Company and as a member of the Board, the services provided as a member of the Board shall not be taken into account in determining whether the Participant has incurred a Separation from Service for purposes of Section 4(a).(d)Â Â Â Â 6 Month Delay for Specified Employees.(i) If the Participant is a â€œSpecified Employee,â€ then no payment or benefit that is payable on account of the Participantâ€™s â€œSeparation from Serviceâ€ shall be made before the date that is six months after the Participantâ€™s â€œSeparation from Serviceâ€ (or, if earlier, the date of the Participantâ€™s death) if and to the extent that such payment or benefit constitutes deferred compensation (or may be nonqualified deferred compensation) under Section 409A and such deferral is required to comply with the requirements of SectionÂ 409A. Any payment or benefit delayed by reason of the prior sentence shall be paid out or provided in a single lump sum at the end of such required delay period in order to catch up to the original payment schedule.(ii) For purposes of this provision, the Participant shall be considered to be a â€œSpecified Employeeâ€ if, at the time of his or her Separation from Service, the Participant is a â€œkey employee,â€ within the meaning of Section 416(i) of the Code, of the Company (or any person or entity with whom the Company would be considered a single employer under Section 414(b) or Section 414(c) of the Code) any stock in which is publicly traded on an established securities market or otherwise.(e)Â Â Â Â No Acceleration of Payments. Neither the Company nor the Participant, individually or in combination, may accelerate any payment or benefit that is subject to Section 409A, except in compliance with Section 409A and the provisions of this Agreement, and no amount that is subject to Section 409A shall be paid prior to the earliest date on which it may be paid without violating Section 409A.15.Â Â Â Â Fractional Performance Shares. Notwithstanding any provisions in this Agreement to the contrary, no full share of Common Stock or cash will be issued for a fractional Stock-Settled Performance Share unless the fractional Stock-Settled Performance Share is for at least one-half of a Performance Share; provided that if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, any fractional share of Common Stock due under this Plan shall be distributed in the form of a fractional share of Common Stock, and the foregoing rounding rules shall cease to apply.IN WITNESS WHEREOF, the Company has caused this Agreement to be signed by a duly authorized officer, and the Participant has affixed his or her signature hereto.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste8Â REPUBLIC SERVICES, INC.__________________________By: Jon Vander Ark Â Chief Executive Officer and President18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste9APPENDIX AThe following summary provides the calculation for determining the number of Earned Performance Shares based on the Companyâ€™s achievement of target levels of cash flow value creation (â€œCFVCâ€), return on invested capital (â€œROICâ€) and total shareholder return relative to the S&P 500 Index (â€œRTSRâ€) over the Performance Period, as determined as soon as practicable after the end of the Performance Period by the Committee. The Committee may, in its sole and absolute discretion, use negative discretion to decrease, but not increase, the number of Earned Performance Shares otherwise payable to the Participant based upon such performance. For example, negative discretion may be used in the event of certain infrequent or unusual gain from an unexpected event that would favorably impact the number of Earned Performance Shares absent the use of negative discretion. All determinations by the Committee shall be final, conclusive and binding.1.The Criterion, Target, Threshold and Maximum for the Performance Shares shall be as follows:CRITERIONTARGETTHRESHOLDMaximumCFVCROICIf CFVC target and ROIC target are each met but not exceeded, the Earned Performance Shares will be paid at target, subject to adjustment for RTSR as set forth below.Performance Shares EscalatorIf the ROIC target is met and the CFVC target is exceeded, prior to adjusting for the RTSR multiplier, the Performance Share Grant payout (â€œPSU Grant Unadjusted Payoutâ€) will be calculated at an amount above target. The multiplying factor applied to target PSU Grant Unadjusted Payout is as follows:CFVC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated):CFVC AchievementCFVC Multiplying Factor100% (Target)200% (Maximum)Performance Shares Payout if Targets not MetIf either or both targets are not met, the PSU Grant Unadjusted Payout will be calculated at an amount at or below target. Each criterion will be averaged and weighted 50%. If ROIC target is not met and the calculation results in the PSU Grant Unadjusted Payout above target, the PSU Grant Unadjusted Payout will be limited to target. CFVC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated on a straight-line basis):18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste10CFVC AchievementCFVC Multiplying Factor0%50% (Threshold)100% (Target)200% (Maximum)ROIC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated on a straight-line basis):ROIC AchievementROIC Multiplying Factor0%50% (Threshold)100% (Target and Maximum)Adjustment for RTSR PerformanceThe PSU Grant Unadjusted Payout shall be adjusted further for RTSR performance to determine the payout of the 2025-2027 PSU Grant. The adjustment will be done by multiplying the PSU Grant Unadjusted Payout by the TSR Multiplier on Unadjusted Payout as follows:RTSR PerformanceTSR Multiplier on Unadjusted Payout90%100%110%Definitions:â€œCFVCâ€ shall mean Cash Flow Value Creation, a three-year cumulative, total dollar measure that increases over the three-year time period to reach a predetermined goal.â€œROICâ€ shall mean Return on Invested Capital, an investment return measure which is established for the attainment of a predetermined target over a three-year period.â€œCFVCâ€ and â€œROICâ€ shall be prepared on a consistent basis, adjusted by the Committee, in its discretion, for the impact of:(i)the loss on extinguishment of debt;(ii)gains and losses (or related impairments) from divestitures, impairments of goodwill and other costs and impairments resulting from exiting a business;(iii)gains or losses associated with withdrawal from or termination of one or more benefit plans;(iv)material changes caused by new accounting rules or new interpretations of previous accounting rules; and(v)similar events or circumstances.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste11â€œRTSRâ€ shall be calculated based on the percentile of performance over the three-year cycle compared to the performance of the S&P 500.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling &

Waste EX-10.19 4 ex1019psuagreementotherexe.htm EX-10.19 Document1EXHIBIT 10.19REPUBLIC SERVICES, INC.PERFORMANCE SHARE AGREEMENT (Other Executive)Recipient Name : /$ParticipantName$/Grant Date : /$GrantDate$/Grant Type : /$GrantType$/Performance Shares Granted : /$AwardsGranted$/Plan Name : /$PlanName$/Settlement Method : /$GrantTxt6$/THIS PERFORMANCE SHARE AGREEMENT (the â€œAgreementâ€), dated as of Grant Date shown above, between Republic Services, Inc., a Delaware corporation (the â€œCompanyâ€) and Participant (the â€œParticipantâ€), is made pursuant and subject to the provisions of the Republic Services, Inc. 2021 Stock Incentive Plan, and any future amendments thereto (the â€œPlanâ€). The Plan, as it may be amended from time to time, is incorporated in this Agreement by reference.1.Definitions. All capitalized terms used in this Agreement but not expressly defined shall have the meaning ascribed to them in the Plan, a copy of which is being provided as part of the grant acceptance materials and is incorporated in this Agreement by reference. All references to the Company in this Agreement shall also be deemed to include references to any and all entities directly or indirectly controlled by the Company and which are consolidated with the Company for financial accounting purposes.2.Award of Performance Shares. Subject to the terms and conditions of the Plan and to the terms and conditions set forth in this Agreement, the Company on this date awards to the Participant the target number of Performance Shares equal to the number of Performance Shares Granted as shown in the box above (the â€œPerformance Shares Grantedâ€). The actual number of Performance Shares earned by the Participant shall be from 0% to 220% of the target Performance Shares Granted. The Performance Shares shall be considered a â€œLong Term Awardâ€ or a â€œlong term incentive grantâ€ under any employment agreement or the Companyâ€™s Executive Separation Policy (â€œSeparation Policyâ€), as applicable to the Participant.3.Â Â Â Â Vesting.(a)Â Â Â Â Vesting Schedule. Subject to the terms and conditions of this Agreement, the Performance Shares shall be subject to a three-year performance period, consisting of the Companyâ€™s fiscal years 2025, 2026 and 2027 (the â€œPerformance Periodâ€), after which the number of Performance Shares earned (the â€œEarned Performance Sharesâ€) shall be determined as provided in Appendix A. Except as otherwise provided below, the number of Earned Performance Shares, if any, shall become vested as of the final date of the Performance Period (the â€œVesting Dateâ€) if the Participant remains in continuous service with the Company for the period beginning on the Grant Date and ending on the Vesting Date.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste2(b)Â Â Â Â Acceleration of Vesting on Account of Death, Disability, Retirement, or Termination of Employment, or for Other Reasons. (i)Â Â Â Â Death or Disability. In the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability prior to the Vesting Date, the Participant shall vest in a pro-rated portion of the Earned Performance Shares, which shall be the product of (1) the number of the Earned Performance Shares, and (2) a fraction, the numerator of which is the number of months of the Performance Period which have elapsed since the first day of the Performance Period to the end of the month in which the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability and the denominator of which is the total number of months in the Performance Period.(ii)Â Â Â Â Retirement. In the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s retirement prior to the Vesting Date, the Participant shall vest in the full number of Earned Performance Shares, if, at the time of such retirement: (A)Â Â Â Â the Participant is at least fifty-five (55) years old and has completed twenty (20) years of continuous service with the Company; is at least fifty-six (56) years old and has completed ten (10) years of continuous service with the Company; is at least sixty (60) years old and has completed at least five (5) years of continuous service with the Company; or is at least sixty-five (65) years old (without regard to years of service), and in any of these cases has provided the Company not less than one (1) year prior written notice of Participantâ€™s intent to retire; and(B)Â Â Â Â the Company does not provide the Participant with written notice on or before the anticipated retirement date that the Company intends or has grounds to terminate the Participantâ€™s continuous service for Cause.For purposes of determining years of continuous service, service shall include service in any capacity as an employee or a director with any entity whose financial statements are required to be consolidated with the financial statements of the Company, including service with any such entity prior to the date on which the entityâ€™s financial statements were required to be so consolidated. The Participant agrees to make himself or herself reasonably available to the Company to assist any successor to his or her positions with the Company with any transition or other services as may be reasonably requested by the Board during the period beginning on the date the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s retirement and ending on the last day of the Performance Period. Â Â Â Â (iii)Â Â Â Â Termination Without Cause. In the event that the Participantâ€™s continuous service with the Company is terminated prior to the Vesting Date by the Company without Cause, the Participant shall vest in a pro-rated portion of the Earned Performance Shares, which shall be the product of (1)Â the number of the Earned Performance Shares, and (2)Â a fraction, the numerator of which is the number of months of the Performance Period which have elapsed since the first day of the Performance Period to the end of the month in which the Participantâ€™s continuous service with the Company is terminated by the Company without Cause and the denominator of which is the total number of months in the Performance Period.4.Â Â Â Â Terms and Conditions. This award of Performance Shares is subject to the following terms and conditions:(a) Â Â Â Â Payment for Performance Shares; Forfeiture of Performance Shares; Deferral of Performance Shares. (i)Â Â Â Â Except as otherwise provided in paragraph (ii) of this Section 4(a), Section 4(d), Section 5(b) or Section 14, 100% of the Earned Performance Shares that become vested pursuant to Section 3 shall be settled in shares of Common Stock (the â€œStock-Settled Performance Sharesâ€). With respect to each Stock-Settled Performance Share, the Participant shall receive one share of Common Stock for each of the Stock-Settled Performance Shares awarded hereunder, free and clear of the restrictions set forth in this Agreement, except for any restrictions necessary to comply with federal and state securities laws. Except as otherwise provided in paragraph (ii) of this Section 4(a) or Section 5(b), certificates (or other indicia of ownership) representing shares of Common Stock shall be delivered to the Participant in the calendar year following the calendar year in which the Performance Period ends, but in no event later than March 15 of the calendar year following the calendar year in which the Performance Period ends (the â€œSettlement Dateâ€). Any Performance Shares that are not vested as of the 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste3Participantâ€™s separation from service, within the meaning of Section 409A of the Code and applicable Treasury Regulations (the â€œSeparation from Serviceâ€), and that are not eligible to become vested pursuant to Section 3(b), shall automatically and immediately be forfeited on the date of the Participantâ€™s Separation from Service. (ii)Â Â Â Â The Participant may elect to defer the Performance Shares pursuant to the Republic Services, Inc. Deferred Compensation Plan, as may be amended from time to time (the â€œDeferred Compensation Planâ€), and if the Participant properly and timely does so the Performance Shares deferred by the Participant shall be automatically converted into a corresponding number of units under the Republic Services Stock Unit Fund (the â€œUnitsâ€), shall be credited to the Participantâ€™s â€œAccount Balanceâ€ (as defined in the Deferred Compensation Plan) in accordance with Section 3.9(c) of the Deferred Compensation Plan and shall be payable at the times provided for under the Deferred Compensation Plan. The Units shall remain subject to the vesting and forfeiture provisions set forth in Sections 3, 4(g) and 4(j) of this Agreement. The Units shall be payable in actual shares of Common Stock at the times provided for under the Deferred Compensation Plan.(b) Â Â Â Â Hypothetical Nature of Performance Shares. The Performance Shares do not represent an equity security of the Company and do not carry any voting or dividend rights, except the right to receive Dividend Equivalents in accordance with Section 4(c). (c)Â Â Â Â Dividend Equivalents. The Participant shall receive Dividend Equivalents in the form of additional Performance Shares or fractional Performance Shares each time a dividend or other distribution is paid on the Companyâ€™s Common Stock. The number of Performance Shares awarded for a cash dividend or non-cash dividend other than a stock dividend shall be determined by (i) multiplying the number of Performance Shares that may be earned by the Participant pursuant to this Agreement as of the dividend record date by the amount of the dividend per share of Common Stock and (ii) dividing the product so determined by the Fair Market Value of the Common Stock on the dividend payment date. The number of Performance Shares awarded for a stock dividend shall be determined by multiplying the number of Performance Shares that may be earned by the Participant pursuant to this Agreement as of the dividend record date by the number of additional shares of Common Stock actually paid as a dividend per share of Common Stock. Any additional Performance Shares awarded pursuant to this Section 4(c) shall be awarded effective as of the date the dividend was paid, and shall have the same status, and shall be subject to the same terms and conditions (including without limitation the performance conditions set forth in Appendix A that must be satisfied for those Performance Shares to which they relate to become Earned Performance Shares, and the vesting and forfeiture provisions and the settlement form (i.e., shares of Common Stock)) under this Agreement as the Performance Shares to which they relate, and shall be distributed on the same payment date referred to in Section 4(a) as the Performance Shares to which they relate (or if later, as of the applicable dividend payment date) or alternatively, at the times provided for under the Deferred Compensation Plan to the extent the Participant elected to defer some or all of the Performance Shares to which the Dividend Equivalents relate under the Deferred Compensation Plan. (d) Â Â Â Â Tax Withholding. (i)Â Â Â Â The Participant shall pay to the Company, or make arrangements satisfactory to the Committee for payment of, any federal, state or local taxes of any kind required by law to be withheld with respect to the grant of Performance Shares (including without limitation the vesting thereof) and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Performance Shares as and when the Company determines those amounts to be due, and the Company shall, to the extent permitted by law, have the right to deduct from any payment of any kind otherwise due to Participant any federal, state, or local taxes of any kind required by law to be withheld with respect to the Performance Shares or any Dividend Equivalents or other distributions made by the Company to the Participant with respect to any Performance Shares.(ii)Â Â Â Â The Participant agrees that his or her minimum withholding tax obligation with respect to the granting, vesting or settlement of the Stock-Settled Performance Shares and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Stock-Settled Performance Shares will be satisfied (provided that the Participant has enough vesting or vested shares available) by the Companyâ€™s withholding a portion of the shares of Common Stock otherwise deliverable to the Participant, such shares being valued at their Fair Market Value as of the date on which the taxable event that gives rise to the withholding requirement occurs. The Participant further agrees that each time the Company withholds shares to satisfy his or her minimum withholding tax obligation, the Company will round up to the nearest whole number of shares (with any over withholding applied to federal income tax). For example, if 9.6 shares are required to satisfy the minimum 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste4withholding tax obligation, the Company will round up to 10 shares. Notwithstanding the foregoing, if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, the foregoing rounding rules will cease to apply, and the Company instead will withhold a portion of the shares and fractional shares of Common Stock otherwise deliverable to the Participant, such shares and fractional shares being valued at their Fair Market Value as of the date of the taxable event that gives rise to the withholding requirement occurs. By accepting this Agreement, the Participant consents to this method of tax withholding, including the Company rounding up to the nearest whole number of shares (as applicable).(e)Â Â Â Â No Right to Continued Employment or Service. This Agreement does not confer upon the Participant any right with respect to continuance of employment or service by the Company, nor shall it interfere in any way with the right of the Company to terminate the Participantâ€™s employment at any time.(f)Â Â Â Â Transferability of Awards. Â Â Â Â (i)Â Â Â Â Restrictions on Transfer. No Performance Shares shall be transferable or assignable by the Participant, other than by will or the laws of descent and distribution or pursuant to a domestic relations order within the meaning of Section 414(p)(1)(B) of the Code. Â Â Â Â (ii)Â Â Â Â Notice. No transfer permitted under Section 4(f)(i) of any Performance Shares, shall be effective to bind the Company unless the Committee shall have been furnished with (1) a Notice of Performance Share Transfer in the form required by the Committee executed and dated by the Participant (or the executor or personal representative of the deceased Participantâ€™s estate) and a copy of the will, assignment or transfer document and/or such evidence as the Committee may deem necessary to establish the validity of the transfer, and (2) the Statement of Acknowledgement in the form required by the Committee executed and dated by the transferee which states that the transferee will comply with all the terms and conditions of the Plan and the Agreement relating to the Performance Shares that are or would have been applicable to the Participant.(g)Â Â Â Â Forfeiture by Reason of Detrimental Activity. The Performance Shares shall be subject to Section 17(n) of the Plan. Notwithstanding any other provision of this Agreement to the contrary, if the Participant engages in any Detrimental Activity at any time prior to or during the one year period after the latest date on which any portion of the Performance Shares become vested but prior to a Change in Control, the Company shall, upon the recommendation of the Committee in its sole and absolute discretion, be entitled to (i) immediately terminate and cancel any portion of the Performance Shares that have not previously been settled with shares of Common Stock, and/or (ii) require within two (2) years after the latest date on which the Performance Shares are settled but prior to a Change in Control that the Participant return to the Company any shares of Common Stock that were distributed to the Participant in settlement of the Performance Shares, or if such shares of Common Stock are not still owned by the Participant, that the Participant pay to the Company an amount equal to the Fair Market Value of such shares of Common Stock on the date they were issued.(h)Â Â Â Â Right to Set Off. By accepting this Agreement, the Participant consents to a deduction from any amounts the Company owes the Participant from time to time (including amounts owed to the Participant as wages or other compensation, for any benefits, or vacation pay, as well as any other amounts owed to the Participant by the Company), up to the dollar amount the Participant owes the Company under Section 4(g) or 4(j). Whether or not the Company elects to make any set off in whole or in part, if the Company does not recover by means of set off the full amount the Participant owes the Company calculated as set forth in Section 4(h), the Participant agrees to pay immediately the unpaid balance to the Company.(i)Â Â Â Â Board of Director Discretion. The Participant may be released from his or her obligations under Sections 4(g) and 4(h) only if the Board, or a duly authorized committee thereof, determines, in its sole and absolute discretion, that such action is not adverse to the interests of the Company. (j)Â Â Â Â Clawback Policy. Notwithstanding anything to the contrary contained, in consideration of the grant of this award, the Participant agrees that this award and any payments under it will be subject to forfeiture or repayment to the extent provided for in the Republic Clawback Policy, as it may be amended or restated from time to time, or in accordance with any rules or regulations adopted by the Securities and Exchange Commission and the New York Stock Exchange pursuant to Section 10D of the Securities Exchange Act of 1934 or other applicable law. 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste55.Â Â Â Â Change of Control or Capital Structure. (a)Â Â Â Â Change in Capital Structure. Subject to any required action by the shareholders of the Company, the number of Performance Shares covered by this award shall be proportionately adjusted and the terms of the restrictions on such Performance Shares shall be adjusted as the Committee shall determine to be equitably required for any increase or decrease in the number of issued and outstanding shares of Common Stock of the Company resulting from any stock dividend (but only on the Common Stock), stock split, subdivision, combination, reclassification, recapitalization or general issuance to the holders of Common Stock of rights to purchase Common Stock at substantially below Fair Market Value or any change in the number of such shares outstanding effected without receipt of cash or property or labor or services by the Company or for any spin-off, spin-out, split-up, split-off or other distribution of assets to shareholders.(b)Â Â Â Â Change in Control. (i) Â Â Â Â If, within one year after a Change in Control, the Company terminates the Participantâ€™s continuous service with the Company without Cause, the Performance Shares will immediately vest as if all target performance goals had been met and will be paid at target by the Company to the Participant at such time as the Company would have been required to make such payments if the termination of employment had not occurred. In the event this Section 5(b)(i) conflicts with Section 3(b)(iii), this Section 5(b)(i) shall control. (ii)Â Â Â Â Except as provided in Section 5(b)(i), the award of Performance Shares shall not become vested in the event that a Change in Control occurs, except to the extent required in any employment agreement between the Company and the Participant or under the Separation Policy, as applicable. In the event of a change in the Common Stock as presently constituted, which is limited to a change in all of its authorized shares without par value into the same number of shares with par value, the shares resulting from any such change shall be deemed to be the Common Stock within the meaning of the Plan. (c)Â Â Â Â Other Adjustments. The award of Performance Shares pursuant to the Plan shall not affect in any way the right or power of the Company to make adjustments, reclassifications, reorganizations or changes of its capital or business structure or to merge or to consolidate or to dissolve, liquidate or sell, or transfer all or any part of its business or assets.6.Â Â Â Â Governing Law and Venue. This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its principles of conflict of laws. The parties agree that any action, suit or proceeding arising out of or related to this Agreement or the relationship of the Participant and the Company, shall be instituted only in the state or federal courts located in Maricopa County in the State of Arizona, and each party waives any objection which such party may now or hereafter have to such venue or jurisdictional court in any action, suit, or proceeding. Any and all services of process and any other notice in any such action, suit or proceeding shall be effective against any party if given by mail (registered or certified where possible, return receipt requested), postage prepaid, mailed to such party at the address set forth in this Agreement.7.Â Â Â Â Severability. The invalidity or enforceability of any one or more provisions of this Agreement shall not affect the validity or enforceability of any other provision of this Agreement, which shall remain in full force and effect. In the event that a court of competent jurisdiction should determine that any time period provided for in Section 4(g) or 4(j) is unenforceable, then such period shall be reduced to the longest period of time which

such court shall deem enforceable, taking into consideration the purpose and intent of the Plan to serve the interests of the Company and its shareholders.8.Â Â Â Â Notices. All notices or other communications with respect to the Performance Shares shall be deemed given and delivered in person or mailed by registered or certified mail (return receipt requested, postage prepaid) to the Companyâ€™s Stock Administrator at the following address (or such other address, as shall be specified by like notice of a change of address) and shall be effective upon receipt:Â Stock AdministratorÂ Republic Services, Inc.Â 18500 N. Allied WayÂ Phoenix, AZ 850549.Â Â Â Â Waiver. The failure of any party at any time to require strict performance of any condition, promise, agreement or understanding set forth in this Agreement shall not be construed as a waiver or 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste6relinquishment of the right to require strict performance of the same condition, promise, agreement or understanding at a subsequent time.10.Â Â Â Â Interpretation/Provisions of Plan Control. In the event of any conflict between the provisions of the Plan and the provisions of this Agreement, the provisions of the Plan shall govern. The Participant hereby accepts as final, conclusive and binding, any decisions by the Committee with respect to the interpretation or administration of the Plan and this Agreement.11.Â Â Â Â Participant Bound by Plan. The Participant hereby acknowledges receipt of a copy of the Plan and agrees to be bound by all the terms, conditions and provisions thereof.12.Â Â Â Â Binding Effect. Subject to the limitations stated in this Agreement and in the Plan, this Agreement shall be binding upon and inure to the benefit of the successors and assigns of the Company and the Participantâ€™s heirs, legatees, distributees and personal representatives.13.Â Â Â Â Counterparts. This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. The facsimile or email transmission of a signed signature page or an electronic acceptance of the Agreement, by any party to the other(s), shall constitute valid execution and acceptance of this Agreement by the signing/transmitting party.14.Â Â Â Â Section 409A.(a)Â Â Â Â General. It is the intention of both the Company and the Participant that the benefits and rights to which the Participant could be entitled pursuant to this Agreement comply with Section 409A of the Code and the Treasury Regulations and other guidance promulgated or issued thereunder (â€œSection 409Aâ€), to the extent that the requirements of Section 409A are applicable thereto, and the provisions of this Agreement shall be construed in a manner consistent with that intention. If the Participant or the Company believes, at any time, that any such benefit or right that is subject to Section 409A does not so comply, it shall promptly advise the other and shall negotiate reasonably and in good faith to amend the terms of such benefits and rights such that they comply with Section 409A (with the most limited possible economic effect on the Participant and on the Company).(b)Â Â Â Â No Representations as to Section 409A Compliance. Notwithstanding the foregoing, the Company does not make any representation to the Participant that the Performance Shares awarded pursuant to this Agreement are exempt from, or satisfy, the requirements of Section 409A, and the Company shall have no liability or other obligation to indemnify or hold harmless the Participant or any Beneficiary for any tax, additional tax, interest or penalties that the Participant or any Beneficiary may incur in the event that any provision of this Agreement, or any amendment or modification thereof or any other action taken with respect thereto is deemed to violate any of the requirements of Section 409A.(c)Â Â Â Â Separation from Service. If and to the extent permitted by Treasury Regulations Section 1.409A-1(h)(5) or other applicable law, the Participant provides services both as an employee of the Company and as a member of the Board, the services provided as a member of the Board shall not be taken into account in determining whether the Participant has incurred a Separation from Service for purposes of Section 4(a).(d)Â Â Â Â 6 Month Delay for Specified Employees. (i)Â Â Â Â If the Participant is a â€œSpecified Employee,â€ then no payment or benefit that is payable on account of the Participantâ€™s â€œSeparation from Serviceâ€ shall be made before the date that is six months after the Participantâ€™s â€œSeparation from Serviceâ€ (or, if earlier, the date of the Participantâ€™s death) if and to the extent that such payment or benefit constitutes deferred compensation (or may be nonqualified deferred compensation) under Section 409A and such deferral is required to comply with the requirements of Section 409A. Any payment or benefit delayed by reason of the prior sentence shall be paid out or provided in a single lump sum at the end of such required delay period in order to catch up to the original payment schedule. (ii)Â Â Â Â For purposes of this provision, the Participant shall be considered to be a â€œSpecified Employeeâ€ if, at the time of his or her Separation from Service, the Participant is a â€œkey employee,â€ within the meaning of Section 416(i) of the Code, of the Company (or any person or entity with whom the Company would be considered a single employer under Section 414(b) or Section 414(c) of the Code) any stock in which is publicly traded on an established securities market or otherwise.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste7(e)Â Â Â Â No Acceleration of Payments. Neither the Company nor the Participant, individually or in combination, may accelerate any payment or benefit that is subject to Section 409A, except in compliance with Section 409A and the provisions of this Agreement, and no amount that is subject to Section 409A shall be paid prior to the earliest date on which it may be paid without violating Section 409A.15.Â Â Â Â Fractional Performance Shares. Notwithstanding any provisions in this Agreement to the contrary, no full share of Common Stock or cash will be issued for a fractional Stock-Settled Performance Share unless the fractional Stock-Settled Performance Share is for at least one-half of a Performance Share; provided that if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, any fractional share of Common Stock due under this Plan shall be distributed in the form of a fractional share of Common Stock, and the foregoing rounding rules shall cease to apply.IN WITNESS WHEREOF, the Company has caused this Agreement to be signed by a duly authorized officer, and the Participant has affixed his or her signature hereto.Â REPUBLIC SERVICES, INC.______________________________By: Jon Vander ArkÂ Chief Executive Officer and President18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste8APPENDIX AThe following summary provides the calculation for determining the number of Earned Performance Shares based on the Companyâ€™s achievement of target levels of cash flow value creation (â€œCFVCâ€), return on invested capital (â€œROICâ€) and total shareholder return relative to the S&P 500 Index (â€œRTSRâ€) over the Performance Period, as determined as soon as practicable after the end of the Performance Period by the Committee. The Committee may, in its sole and absolute discretion, use negative discretion to decrease, but not increase, the number of Earned Performance Shares otherwise payable to the Participant based upon such performance. For example, negative discretion may be used in the event of certain infrequent or unusual gain from an unexpected event that would favorably impact the number of Earned Performance Shares absent the use of negative discretion. All determinations by the Committee shall be final, conclusive and binding.1.The Criterion, Target, Threshold and Maximum for the Performance Shares shall be as follows:CRITERIONTARGETTHRESHOLDMaximumCFVCROICIf CFVC target and ROIC target are each met but not exceeded, the Earned Performance Shares will be paid at target, subject to adjustment for RTSR as set forth below.Performance Shares EscalatorIf the ROIC target is met and the CFVC target is exceeded, prior to adjusting for the RTSR multiplier, the Performance Share Grant payout (â€œPSU Grant Unadjusted Payoutâ€) will be calculated at an amount above target. The multiplying factor applied to target PSU Grant Unadjusted Payout is as follows:CFVC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated):CFVC AchievementCFVC Multiplying Factor100% (Target)200% (Maximum)Performance Shares Payout if Targets not MetIf either or both targets are not met, the PSU Grant Unadjusted Payout will be calculated at an amount at or below target. Each criterion will be averaged and weighted 50%. If ROIC target is not met and the calculation results in the PSU Grant Unadjusted Payout above target, the PSU Grant Unadjusted Payout will be limited to target. CFVC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated on a straight-line basis):18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste9CFVC AchievementCFVC Multiplying Factor0%50% (Threshold)100% (Target)200% (Maximum)ROIC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated on a straight-line basis):ROIC AchievementROIC Multiplying Factor0%50% (Threshold)100% (Target and Maximum)Adjustment for RTSR PerformanceThe PSU Grant Unadjusted Payout shall be adjusted further for RTSR performance to determine the payout of the 2025-2027 PSU Grant. The adjustment will be done by multiplying the PSU Grant Unadjusted Payout by the TSR Multiplier on Unadjusted Payout as follows:RTSR PerformanceTSR Multiplier on Unadjusted Payout90%100%110%Definitions:â€œCFVCâ€ shall mean Cash Flow Value Creation, a three-year cumulative, total dollar measure that increases over the three-year time period to reach a predetermined goal.â€œROICâ€ shall mean Return on Invested Capital, an investment return measure which is established for the attainment of a predetermined target over a three-year period.â€œCFVCâ€ and â€œROICâ€ shall be prepared on a consistent basis, adjusted by the Committee, in its discretion, for the impact of:(i)the loss on extinguishment of debt;(ii)gains and losses (or related impairments) from divestitures, impairments of goodwill and other costs and impairments resulting from exiting a business;(iii)gains or losses associated with withdrawal from or termination of one or more benefit plans;(iv)material changes caused by new accounting rules or new interpretations of previous accounting rules; and(v)similar events or circumstances.â€œRTSRâ€ shall be calculated based on the percentile of performance over the three-year cycle compared to the performance of the S&P 500.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste EX-10.20 5 ex1020psuagreementnon-exec.htm EX-10.20 Document1EXHIBIT 10.20REPUBLIC SERVICES, INC.PERFORMANCE SHARE AGREEMENT (Non-Executive Officer EVP)Recipient Name : /$ParticipantName$/Grant Date : /$GrantDate$/Grant Type : /$GrantType$/Performance Shares Granted : /$AwardsGranted$/Plan Name : /$PlanName$/Settlement Method : /$GrantTxt6$/THIS PERFORMANCE SHARE AGREEMENT (the â€œAgreementâ€), dated as of the Grant Date shown above, between Republic Services, Inc., a Delaware corporation (the â€œCompanyâ€) and Participant (the â€œParticipantâ€), is made pursuant and subject to the provisions of the Republic Services, Inc. 2021 Stock Incentive Plan, and any future amendments thereto (the â€œPlanâ€). The Plan, as it may be amended from time to time, is incorporated in this Agreement by reference.1.Definitions. All capitalized terms used in this Agreement but not expressly defined shall have the meaning ascribed to them in the Plan, a copy of which is being provided as part of the grant acceptance materials and is incorporated in this Agreement by reference. All references to the Company in this Agreement shall also be deemed to include references to any and all entities directly or indirectly controlled by the Company and which are consolidated with the Company for financial accounting purposes.2.Award of Performance Shares. Subject to the terms and conditions of the Plan and to the terms and conditions set forth in this Agreement, the Company on this date awards to the Participant the target number of Performance Shares equal to the number of Performance Shares Granted as shown in the box above (the â€œPerformance Shares Grantedâ€). The actual number of Performance Shares earned by the Participant shall be from 0% to 220% of the target Performance Shares Granted. The Performance Shares shall be considered a â€œLong Term Awardâ€ or a â€œlong term incentive grantâ€ under any employment agreement or the Companyâ€™s Executive Separation Policy (â€œSeparation Policyâ€), as applicable to the Participant.3.Â Â Â Â Vesting.(a)Â Â Â Â Vesting Schedule. Subject to the terms and conditions of this Agreement, the Performance Shares shall be subject to a three-year performance period, consisting of the Companyâ€™s fiscal years 2025, 2026 and 2027 (the â€œPerformance Periodâ€), after which the number of Performance Shares earned (the â€œEarned Performance Sharesâ€) shall be determined as provided in Appendix A. Except as otherwise provided below, the number of Earned Performance Shares, if any, shall become vested as of the final date of the Performance Period (the â€œVesting Dateâ€) if the Participant remains in continuous service with the Company for the period beginning on the Grant Date and ending on the Vesting Date.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste2(b)Â Â Â Â Acceleration of Vesting on Account of Death, Disability, Retirement, or Termination of Employment, or for Other Reasons.
(i)Â Â Â Â Death or Disability. In the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability prior to the Vesting Date, the Participant shall vest in a pro-rated portion of the Earned Performance Shares, which shall be the product of (1) the number of the Earned Performance Shares, and (2) a fraction, the numerator of which is the number of months of the Performance Period which have elapsed since the first day of the Performance Period to the end of the month in which the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability and the denominator of which is the total number of months in the Performance Period.
(ii)Â Â Â Â Retirement. In the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s retirement prior to the Vesting Date, the Participant shall vest in the full number of Earned Performance Shares, if, at the time of such retirement:(A)Â Â Â Â the Participant is at least fifty-five (55) years old and has completed twenty (20) years of continuous service with the Company; is at least fifty-six (56) years old and has completed ten (10) years of continuous service with the Company; is at least sixty (60) years old and has completed at least five (5) years of continuous service with the Company; or is at least sixty-five (65) years old (without regard to years of service), and in any of these cases has provided the Company not less than one (1) year prior written notice of Participantâ€™s intent to retire; and(B)Â Â Â Â the Company does not provide the Participant with written notice on or before the anticipated retirement date that the Company intends or has grounds to terminate the Participantâ€™s continuous service for Cause.For purposes of determining years of continuous service, service shall include service in any capacity as an employee or a director with any entity whose financial statements are required to be consolidated with the financial statements of the Company, including service with any such entity prior to the date on which the entityâ€™s financial statements were required to be so consolidated. The Participant agrees to make himself or herself reasonably available to the Company to assist any successor to his or her positions with the Company with any transition or other services as may be reasonably requested by the Board during the period beginning on the date the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s retirement and ending on the last day of the Performance Period.(iii)Â Â Â Â Termination Without Cause. In the event that the Participantâ€™s continuous service with the Company is terminated prior to the Vesting Date by the Company without Cause, the Participant shall vest in a pro-rated portion of the Earned Performance Shares, which shall be the product of (1)Â the number of the Earned Performance Shares, and (2)Â a fraction, the numerator of which is the number of months of the Performance Period which have elapsed since the first day of the Performance Period to the end of the month in which the Participantâ€™s continuous service with the Company is terminated by the Company without Cause and the denominator of which is the total number of months in the Performance Period.4.Â Â Â Â Terms and Conditions. This award of Performance Shares is subject to the following terms and conditions:(a)Â Â Â Â Payment for Performance Shares; Forfeiture of Performance Shares; Deferral of Performance Shares.(i)Â Â Â Â Except as otherwise provided in paragraph (ii) of this Section 4(a), Section 4(d), Section 5(b) or Section 14, 100% of the Earned Performance Shares that become vested pursuant to Section 3 shall be settled in shares of Common Stock (the â€œStock-Settled Performance Sharesâ€). With respect to each Stock-Settled Performance Share, the Participant shall receive one share of Common Stock for each of the Stock-Settled Performance Shares awarded hereunder, free and clear of the restrictions set forth in this Agreement, except for any restrictions necessary to comply with federal and state securities laws. Except as otherwise provided in paragraph (ii) of this Section 4(a) or Section 5(b), certificates (or other indicia of ownership) representing shares of Common Stock shall be delivered to the Participant in the calendar year following the calendar year in which the Performance Period ends, but in no event later than March 15 of the calendar year following the calendar year in which the 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste3Performance Period ends (the â€œSettlement Dateâ€). Any Performance Shares that are not vested as of the Participantâ€™s separation from service, within the meaning of Section 409A of the Code and applicable Treasury Regulations (the â€œSeparation from Serviceâ€), and that are not eligible to become vested pursuant to Section 3(b), shall automatically and immediately be forfeited on the date of the Participantâ€™s Separation from Service.(ii)Â Â Â Â The Participant may elect to defer the Performance Shares pursuant to the Republic Services, Inc. Deferred Compensation Plan, as may be amended from time to time (the â€œDeferred Compensation Planâ€), and if the Participant properly and timely does so the Performance Shares deferred by the Participant shall be automatically converted into a corresponding number of units under the Republic Services Stock Unit Fund (the â€œUnitsâ€), shall be credited to the Participantâ€™s â€œAccount Balanceâ€ (as defined in the Deferred Compensation Plan) in accordance with Section 3.9(c) of the Deferred Compensation Plan and shall be payable at the times provided for under the Deferred Compensation Plan. The Units shall remain subject to the vesting and forfeiture provisions set forth in Sections 3, 4(g) and 4(j) of this Agreement. The Units shall be payable in actual shares of Common Stock at the times provided for under the Deferred Compensation Plan.(b)Â Â Â Â Hypothetical Nature of Performance Shares. The Performance Shares do not represent an equity security of the Company and do not carry any voting or dividend rights, except the right to receive Dividend Equivalents in accordance with Section 4(c).(c)Â Â Â Â Dividend Equivalents. The Participant shall receive Dividend Equivalents in the form of additional Performance Shares or fractional Performance Shares each time a dividend or other distribution is paid on the Companyâ€™s Common Stock. The number of Performance Shares awarded for a cash dividend or non-cash dividend other than a stock dividend shall be determined by (i) multiplying the number of Performance Shares that may be earned by the Participant pursuant to this Agreement as of the dividend record date by the amount of the dividend per share of Common Stock and (ii) dividing the product so determined by the Fair Market Value of the Common Stock on the dividend payment date. The number of Performance Shares awarded for a stock dividend shall be determined by multiplying the number of Performance Shares that may be earned by the Participant pursuant to this Agreement as of the dividend record date by the number of additional shares of Common Stock actually paid as a dividend per share of Common Stock. Any additional Performance Shares awarded pursuant to

this Section 4(c) shall be awarded effective as of the date the dividend was paid, and shall have the same status, and shall be subject to the same terms and conditions (including without limitation the performance conditions set forth in Appendix A that must be satisfied for those Performance Shares to which they relate to become Earned Performance Shares, and the vesting and forfeiture provisions and the settlement form (i.e., shares of Common Stock)) under this Agreement as the Performance Shares to which they relate, and shall be distributed on the same payment date referred to in Section 4(a) as the Performance Shares to which they relate (or if later, as of the applicable dividend payment date) or alternatively, at the times provided for under the Deferred Compensation Plan to the extent the Participant elected to defer some or all of the Performance Shares to which the Dividend Equivalents relate under the Deferred Compensation Plan.(d) Â Â Â Â Tax Withholding.(i)Â Â Â Â The Participant shall pay to the Company, or make arrangements satisfactory to the Committee for payment of, any federal, state or local taxes of any kind required by law to be withheld with respect to the grant of Performance Shares (including without limitation the vesting thereof) and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Performance Shares as and when the Company determines those amounts to be due, and the Company shall, to the extent permitted by law, have the right to deduct from any payment of any kind otherwise due to Participant any federal, state, or local taxes of any kind required by law to be withheld with respect to the Performance Shares or any Dividend Equivalents or other distributions made by the Company to the Participant with respect to any Performance Shares.(ii)Â Â Â Â The Participant agrees that his or her minimum withholding tax obligation with respect to the granting, vesting or settlement of the Stock-Settled Performance Shares and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Stock-Settled Performance Shares will be satisfied (provided that the Participant has enough vesting or vested shares available) by the Companyâ€™s withholding a portion of the shares of Common Stock otherwise deliverable to the Participant, such shares being valued at their Fair Market Value as of the date on which the taxable event that gives rise to the withholding requirement occurs. The Participant further agrees that each time the Company withholds shares to satisfy his or her 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste4minimum withholding tax obligation, the Company will round up to the nearest whole number of shares (with any over withholding applied to federal income tax). For example, if 9.6 shares are required to satisfy the minimum withholding tax obligation, the Company will round up to 10 shares. Notwithstanding the foregoing, if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, the foregoing rounding rules will cease to apply, and the Company instead will withhold a portion of the shares and fractional shares of Common Stock otherwise deliverable to the Participant, such shares and fractional shares being valued at their Fair Market Value as of the date of the taxable event that gives rise to the withholding requirement occurs. By accepting this Agreement, the Participant consents to this method of tax withholding, including the Company rounding up to the nearest whole number of shares (as applicable).(e)Â Â Â Â No Right to Continued Employment or Service. This Agreement does not confer upon the Participant any right with respect to continuance of employment or service by the Company, nor shall it interfere in any way with the right of the Company to terminate the Participantâ€™s employment at any time.(f)Â Â Â Â Transferability of Awards.Â Â Â Â (i)Â Â Â Â Restrictions on Transfer. No Performance Shares shall be transferable or assignable by the Participant, other than by will or the laws of descent and distribution or pursuant to a domestic relations order within the meaning of Section 414(p)(1)(B) of the Code.Â Â Â Â (ii)Â Â Â Â Notice. No transfer permitted under Section 4(f)(i) of any Performance Shares shall be effective to bind the Company unless the Committee shall have been furnished with (1) a Notice of Performance Share Transfer in the form required by the Committee executed and dated by the Participant (or the executor or personal representative of the deceased Participantâ€™s estate) and a copy of the will, assignment or transfer document and/or such evidence as the Committee may deem necessary to establish the validity of the transfer, and (2) the Statement of Acknowledgement in the form required by the Committee executed and dated by the transferee which states that the transferee will comply with all the terms and conditions of the Plan and the Agreement relating to the Performance Shares that are or would have been applicable to the Participant.(g)Â Â Â Â Forfeiture by Reason of Detrimental Activity. The Performance Shares shall be subject to Section 17(n) of the Plan. Notwithstanding any other provision of this Agreement to the contrary, if the Participant engages in any Detrimental Activity at any time prior to or during the one year period after the latest date on which any portion of the Performance Shares become vested but prior to a Change in Control, the Company shall, upon the recommendation of the Committee in its sole and absolute discretion, be entitled to (i) immediately terminate and cancel any portion of the Performance Shares that have not previously been settled with shares of Common Stock, and/or (ii) require within two (2) years after the latest date on which the Performance Shares are settled but prior to a Change in Control that the Participant return to the Company any shares of Common Stock that were distributed to the Participant in settlement of the Performance Shares, or if such shares of Common Stock are not still owned by the Participant, that the Participant pay to the Company an amount equal to the Fair Market Value of such shares of Common Stock on the date they were issued.(h)Â Â Â Â Right to Set Off. By accepting this Agreement, the Participant consents to a deduction from any amounts the Company owes the Participant from time to time (including amounts owed to the Participant as wages or other compensation, for any benefits, or vacation pay, as well as any other amounts owed to the Participant by the Company), up to the dollar amount the Participant owes the Company under Section 4(g) or 4(j). Whether or not the Company elects to make any set off in whole or in part, if the Company does not recover by means of set off the full amount the Participant owes the Company calculated as set forth in Section 4(h), the Participant agrees to pay immediately the unpaid balance to the Company.(i)Â Â Â Â Board of Director Discretion. The Participant may be released from his or her obligations under Sections 4(g) and 4(h) only if the Board, or a duly authorized committee thereof, determines, in its sole and absolute discretion, that such action is not adverse to the interests of the Company.(j)Â Â Â Â Clawback Policy. Notwithstanding anything to the contrary contained, in consideration of the grant of this award, the Participant agrees that this award and any payments under it will be subject to forfeiture or repayment to the extent provided for in the Republic Services, Inc. Clawback Policy, as it may be amended or restated from time to time, or in accordance with any rules or regulations adopted by the Securities and 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste5Exchange Commission and the New York Stock Exchange pursuant to Section 10D of the Securities Exchange Act of 1934 or other applicable law.5.Â Â Â Â Change of Control or Capital Structure. (a)Â Â Â Â Change in Capital Structure. Subject to any required action by the shareholders of the Company, the number of Performance Shares covered by this award shall be proportionately adjusted and the terms of the restrictions on such Performance Shares shall be adjusted as the Committee shall determine to be equitably required for any increase or decrease in the number of issued and outstanding shares of Common Stock of the Company resulting from any stock dividend (but only on the Common Stock), stock split, subdivision, combination, reclassification, recapitalization or general issuance to the holders of Common Stock of rights to purchase Common Stock at substantially below Fair Market Value or any change in the number of such shares outstanding effected without receipt of cash or property or labor or services by the Company or for any spin-off, spin-out, split-up, split-off or other distribution of assets to shareholders.(b)Â Â Â Â Change in Control. (i) Â Â Â Â If, within one year after a Change in Control, the Company terminates the Participantâ€™s continuous service with the Company without Cause, the Performance Shares will immediately vest as if all target performance goals had been met and will be paid at target by the Company to the Participant at such time as the Company would have been required to make such payments if the termination of employment had not occurred. In the event this Section 5(b)(i) conflicts with Section 3(b)(iii), this Section 5(b)(i) shall control. (ii)Â Â Â Â Except as provided in Section 5(b)(i), the award of Performance Shares shall not become vested in the event that a Change in Control occurs, except to the extent required in any employment agreement between the Company and the Participant or under the Separation Policy, as applicable. In the event of a change in the Common Stock as presently constituted, which is limited to a change in all of its authorized shares without par value into the same number of shares with par value, the shares resulting from any such change shall be deemed to be the Common Stock within the meaning of the Plan.(c)Â Â Â Â Other Adjustments. The award of Performance Shares pursuant to the Plan shall not affect in any way the right or power of the Company to make adjustments, reclassifications, reorganizations or changes of its capital or business structure or to merge or to consolidate or to dissolve, liquidate or sell, or transfer all or any part of its business or assets.6.Â Â Â Â Governing Law and Venue. This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its principles of conflict of laws. The parties agree that any action, suit or proceeding arising out of or related to this Agreement or the relationship of the Participant and the Company, shall be instituted only in the state or federal courts located in Maricopa County in the State of Arizona, and each party waives any objection which such party may now or hereafter have to such venue or jurisdictional court in any action, suit, or proceeding. Any and all services of process and any other notice in any such action, suit or proceeding shall be effective against any party if given by mail (registered or certified where possible, return receipt requested), postage prepaid, mailed to such party at the address set forth in this Agreement.7.Â Â Â Â Severability. The invalidity or enforceability of any one or more provisions of this Agreement shall not affect the validity or enforceability of any other provision of this Agreement, which shall remain in full force and effect. In the event that a court of competent jurisdiction should determine that any time period provided for in Section 4(g) or 4(j) is unenforceable, then such period shall be reduced to the longest period of time which such court shall deem enforceable, taking into consideration the purpose and intent of the Plan to serve the interests of the Company and its shareholders.8.Â Â Â Â Notices. All notices or other communications with respect to the Performance Shares shall be deemed given and delivered in person or mailed by registered or certified mail (return receipt requested, postage prepaid) to the Companyâ€™s Stock Administrator at the following address (or such other address, as shall be specified by like notice of a change of address) and shall be effective upon receipt:Stock AdministratorÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Republic Services, Inc.Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â 18500 N. Allied Way18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste6Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Phoenix, AZ 850549.Â Â Â Â Waiver. The failure of any party at any time to require strict performance of any condition, promise, agreement or understanding set forth in this Agreement shall not be construed as a waiver or relinquishment of the right to require strict performance of the same condition, promise, agreement or understanding at a subsequent time.10.Â Â Â Â Interpretation/Provisions of Plan Control. In the event of any conflict between the provisions of the Plan and the provisions of this Agreement, the provisions of the Plan shall govern. The Participant hereby accepts as final, conclusive and binding, any decisions by the Committee with respect to the interpretation or administration of the Plan and this Agreement.11.Â Â Â Â Participant Bound by Plan. The Participant hereby acknowledges receipt of a copy of the Plan and agrees to be bound by all the terms, conditions and provisions thereof.12.Â Â Â Â Binding Effect. Subject to the limitations stated in this Agreement and in the Plan, this Agreement shall be binding upon and inure to the benefit of the successors and assigns of the Company and the Participantâ€™s heirs, legatees, distributees and personal representatives.13.Â Â Â Â Counterparts. This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. The facsimile or email transmission of a signed signature page or an electronic acceptance of the Agreement, by any party to the other(s), shall constitute valid execution and acceptance of this Agreement by the signing/transmitting party.14.Â Â Â Â Section 409A.(a)Â Â Â Â General. It is the intention of both the Company and the Participant that the benefits and rights to which the Participant could be entitled pursuant to this Agreement comply with Section 409A of the Code and the Treasury Regulations and other guidance promulgated or issued thereunder (â€œSection 409Aâ€), to the extent that the requirements of Section 409A are applicable thereto, and the provisions of this Agreement shall be construed in a manner consistent with that intention. If the Participant or the Company believes, at any time, that any such benefit or right that is subject to Section 409A does not so comply, it shall promptly advise the other and shall negotiate reasonably and in good faith to amend the terms of such benefits and rights such that they comply with Section 409A (with the most limited possible economic effect on the Participant and on the Company).(b)Â Â Â Â No Representations as to Section 409A Compliance. Notwithstanding the foregoing, the Company does not make any representation to the Participant that the Performance Shares awarded pursuant to this Agreement are exempt from, or satisfy, the requirements of Section 409A, and the Company shall have no liability or other obligation to indemnify or hold harmless the Participant or any Beneficiary for any tax, additional tax, interest or penalties that the Participant or any Beneficiary may incur in the event that any provision of this Agreement, or any amendment or modification thereof or any other action taken with respect thereto is deemed to violate any of the requirements of Section 409A.(c)Â Â Â Â Separation from Service. If and to the extent permitted by Treasury Regulations Section 1.409A-1(h)(5) or other applicable law, the Participant provides services both as an employee of the Company and as a member of the Board, the services provided as a member of the Board shall not be taken into account in determining whether the Participant has incurred a Separation from Service for purposes of Section 4(a). (d)Â Â Â Â 6 Month Delay for Specified Employees.(i)Â Â Â Â If the Participant is a â€œSpecified Employee,â€ then no payment or benefit that is payable on account of the Participantâ€™s â€œSeparation from Serviceâ€ shall be made before the date that is six months after the Participantâ€™s â€œSeparation from Serviceâ€ (or, if earlier, the date of the Participantâ€™s death) if and to the extent that such payment or benefit constitutes deferred compensation (or may be nonqualified deferred compensation) under Section 409A and such deferral is required to comply with the requirements of Section 409A. Any payment or benefit delayed by reason of the prior sentence shall be paid out or provided in a single lump sum at the end of such required delay period in order to catch up to the original payment schedule.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste7(ii)Â Â Â Â For purposes of this provision, the Participant shall be considered to be a â€œSpecified Employeeâ€ if, at the time of his or her Separation from Service, the Participant is a â€œkey employee,â€ within the meaning of Section 416(i) of the Code, of the Company (or any person or entity with whom the Company would be considered a single employer under Section 414(b) or Section 414(c) of the Code) any stock in which is publicly traded on an established securities market or otherwise.(e)Â Â Â Â No Acceleration of Payments. Neither the Company nor the Participant, individually or in combination, may accelerate any payment or benefit that is subject to Section 409A, except in compliance with Section 409A and the provisions of this Agreement, and no amount that is subject to Section 409A shall be paid prior to the earliest date on which it may be paid without violating Section 409A.15.Â Â Â Â Fractional Performance Shares. Notwithstanding any provisions in this Agreement to the contrary, no full share of Common Stock or cash will be issued for a fractional Stock-Settled Performance Share unless the fractional Stock-Settled Performance Share is for at least one-half of a Performance Share; provided that if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, any fractional share of Common Stock due under this Plan shall be distributed in the form of a fractional share of Common Stock, and the foregoing rounding rules shall cease to apply.IN WITNESS WHEREOF, the Company has caused this Agreement to be signed by a duly authorized officer, and the Participant has affixed his or her signature hereto.Â REPUBLIC SERVICES, INC.________________________________By: Jon Vander Ark Â Chief Executive Officer and President18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste8APPENDIX AThe following summary provides the calculation for determining the number of Earned Performance Shares based on the Companyâ€™s achievement of target levels of cash flow value creation (â€œCFVCâ€), return on invested capital (â€œROICâ€) and total shareholder return relative to the S&P 500 Index (â€œRTSRâ€) over the Performance Period, as determined as soon as practicable after the end of the Performance Period by the Committee. The Committee may, in its sole and absolute discretion, use negative discretion to decrease, but not increase, the number of Earned Performance Shares otherwise payable to the Participant based upon such performance. For example, negative discretion may be used in the event of certain infrequent or unusual gain from an unexpected event that would favorably impact the number of Earned Performance Shares absent the use of negative discretion. All determinations by the Committee shall be final, conclusive and binding.1.The Criterion, Target, Threshold and Maximum for the Performance Shares shall be as follows:CRITERIONTARGETTHRESHOLDMaximumCFVCROICIf CFVC target and ROIC target are each met but not exceeded, the Earned Performance Shares will be paid at target, subject to adjustment for RTSR as set forth below.Performance Shares EscalatorIf the ROIC target is met and the CFVC target is exceeded, prior to adjusting for the RTSR multiplier, the Performance Share Grant payout (â€œPSU Grant Unadjusted Payoutâ€) will be calculated at an amount above target. The multiplying factor applied to target PSU Grant Unadjusted Payout is as follows:CFVC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated):CFVC AchievementCFVC Multiplying Factor100% (Target)200% (Maximum)Performance Shares Payout if Targets not MetIf either or both targets are not met, the PSU Grant Unadjusted Payout will be calculated at an amount at or below target. Each criterion will be averaged and weighted 50%. If ROIC target is not met and the calculation results in the PSU Grant Unadjusted Payout above target, the PSU Grant Unadjusted Payout will be limited to target. CFVC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated on a straight-line basis):18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste9CFVC AchievementCFVC Multiplying Factor0%50% (Threshold)100% (Target)200% (Maximum)ROIC Multiplying Factor to PSU Grant Unadjusted Payout (intermediate results will be interpolated on a straight-line basis):ROIC AchievementROIC Multiplying Factor0%50% (Threshold)100% (Target and Maximum)Adjustment for RTSR PerformanceThe PSU Grant Unadjusted Payout shall be adjusted further for RTSR performance to determine the payout of the 2025-2027 PSU Grant. The

adjustment will be done by multiplying the PSU Grant Unadjusted Payout by the TSR Multiplier on Unadjusted Payout as follows:RTSR PerformanceTSR Multiplier on Unadjusted Payout90%100%110%Definitions:â€œCFVCâ€ shall mean Cash Flow Value Creation, a three-year cumulative, total dollar measure that increases over the three-year time period to reach a predetermined goal.â€œROICâ€ shall mean Return on Invested Capital, an investment return measure which is established for the attainment of a predetermined target over a three-year period.â€œCFVCâ€ and â€œROICâ€ shall be prepared on a consistent basis, adjusted by the Committee, in its discretion, for the impact of:(i)the loss on extinguishment of debt;(ii)gains and losses (or related impairments) from divestitures, impairments of goodwill and other costs and impairments resulting from exiting a business;(iii)gains or losses associated with withdrawal from or termination of one or more benefit plans;(iv)material changes caused by new accounting rules or new interpretations of previous accounting rules; and(v)similar events or circumstances.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste10â€œRTSRâ€ shall be calculated based on the percentile of performance over the three-year cycle compared to the performance of the S&P 500.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste EX-10.21 6 ex1021rsuagreementseniorex.htm EX-10.21 Document1EXHIBIT 10.21REPUBLIC SERVICES, INC.EMPLOYEE RESTRICTED STOCK UNIT AGREEMENTParticipant Name : /$ParticipantName$/Grant Date : /$GrantDate$/Grant Type : /$GrantType$/RSUs Granted : /$AwardsGranted$/Plan Name : /$PlanName$/THIS RESTRICTED STOCK UNIT AGREEMENT (the â€œAgreementâ€), dated as of the Grant Date shown above, between Republic Services, Inc., a Delaware corporation (the â€œCompanyâ€) and Participant (the â€œParticipantâ€), is made pursuant and subject to the provisions of the Republic Services, Inc. 2021 Stock Incentive Plan, and any future amendments thereto (the â€œPlanâ€). The Plan, as it may be amended from time to time, is incorporated herein by reference.1.Definitions. All capitalized terms used herein but not expressly defined shall have the meaning ascribed to them in the Plan, a copy of which is being provided as part of the grant acceptance materials and is incorporated herein by reference. All references to the Company in this Agreement shall also be deemed to include references to any and all entities directly or indirectly controlled by the Company and which are consolidated with the Company for financial accounting purposes.2.Â Â Â Â Award of Restricted Stock Units. Subject to the terms and conditions of the Plan and to the terms and conditions herein set forth in this Agreement, the Company on this date awards to the Participant the number of Restricted Stock Units shown in the box above as RSUs Granted (referred to as the â€œRestricted Stock Unitsâ€).3.Â Â Â Â Vesting.(a)Â Â Â Â Vesting Schedule. Subject to the terms and conditions of this Agreement, the Restricted Stock Units shall vest and become nonforfeitable on the dates (each a â€œVesting Dateâ€) and in the percentages set forth in accordance with the following schedule, provided that the Participantâ€™s continuous service with the Company continues until the applicable Vesting Date:Vesting DateÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Vesting Percentage(Percentage of Total Award Vested as of Applicable Date)1st Annual Anniversary of the Grant DateÂ Â Â Â Â Â Â Â Â 25%Â Â Â Â Â Â Â Â Â Â 2nd Annual Anniversary of the Grant Date Â Â Â Â 50%3rd Annual Anniversary of the Grant DateÂ Â Â Â Â Â Â Â Â 75% 4th Annual Anniversary of the Grant DateÂ Â Â Â Â Â Â Â Â 100%18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste2Except as otherwise specifically provided herein, there shall be no proportionate or partial vesting in the periods prior to each Vesting Date, and all vesting shall occur only on the applicable Vesting Date.(b)Â Â Â Â Acceleration of Vesting on Account of Death, Disability, Retirement, Termination of Employment, or for Other Reasons. (i)Â Â Â Â Death or Disability. The Restricted Stock Units not yet vested and that have not previously been forfeited shall become 100% vested and transferable in the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability.(ii)Â Â Â Â Retirement. The Restricted Stock Units not yet vested and that have not previously been forfeited shall become 100% vested and transferable in the event that (1) the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s retirement and, (2) at the time of such retirement:(A)Â Â Â Â the Participant is at least fifty-five (55) years old and has completed twenty (20) years of continuous service with the Company; is at least fifty-six (56) years old and has completed ten (10) years of continuous service with the Company; is at least sixty (60) years old and has completed at least five (5) years of continuous service with the Company; or is at least sixty-five (65) years old (without regard to years of service), and in any of these cases has provided the Company not less than one (1) year prior written notice of Participantâ€™s intent to retire; and(B)Â Â Â Â the Company does not provide the Participant with written notice on or before the anticipated retirement date that the Company intends or has grounds to terminate the Participantâ€™s continuous service for Cause.For purposes of determining years of continuous service, service shall include service in any capacity as an employee or a director with any entity whose financial statements are required to be consolidated with the financial statements of the Company, including service with any such entity prior to the date on which the entityâ€™s financial statements were required to be so consolidated.(iii)Â Â Â Â Employment Agreement. In the event that the Participant has entered into any employment agreement between the Participant and the Company that is in effect on the date on which the Participantâ€™s continuous service with the Company is terminated and such employment agreement provides benefits upon the Participantâ€™s retirement and/or termination of employment, the applicable provisions of such employment agreement relating to the Participantâ€™s retirement and/or termination of employment shall apply, notwithstanding any provision in Section 3(b)(ii) of this Agreement to the contrary. In addition, to the extent the Restricted Stock Units have not yet vested and have not previously been forfeited, such Restricted Stock Units shall become partially or fully vested and transferable at such times and in such amounts as may be required under the Companyâ€™s Executive Separation Policy, as amended from time to time and as applicable.4.Â Â Â Â Terms and Conditions. This award of Restricted Stock Units is subject to the following terms and conditions:(a)Â Â Â Â Payment for Restricted Stock Units; Forfeiture of Unvested Units; Deferral of Restricted Stock Units.(i) Except as otherwise provided in paragraph (ii) of this Section 4(a), Section 4(d) or Section 14 hereof, the Participant shall receive one share of Common Stock for each vested Restricted Stock Unit awarded hereunder, free and clear of the restrictions set forth in this Agreement, except for any restrictions necessary to comply with federal and state securities laws. Certificates (or other indicia of ownership) representing such shares shall be delivered to the Participant as promptly as practical (but in no event more than 30 days) following the date on which the portion of the Restricted Stock Units to which the distribution relates becomes vested. Any Restricted Stock Units that are not vested as of the Participantâ€™s separation from service, within the meaning of Section 409A of the Code and applicable Treasury Regulations (the â€œSeparation from Serviceâ€), and that will not become vested pursuant to Section 3(b) hereof, shall automatically and immediately be forfeited on the date of the Participantâ€™s Separation from Service.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste3 (ii) The Participant may elect to defer the Restricted Stock Units pursuant to the Republic Services, Inc. Deferred Compensation Plan, as may be amended from time to time (the â€œDeferred Compensation Planâ€), and if the Participant properly and timely does so, the Restricted Stock Units shall be automatically converted into a corresponding number of units under the Republic Services Stock Unit Fund (the â€œUnitsâ€), and shall be credited to the Participantâ€™s Account Balance (as defined in the Deferred Compensation Plan) in accordance with Section 3.9(c) of the Deferred Compensation Plan. The Units shall remain subject to the vesting and forfeiture provisions set forth in Sections 3, 4(h) and 4(k) of this Agreement. The Units shall be payable in actual shares of Common Stock at the times provided for under the Deferred Compensation Plan as may be amended from time to time.(b)Â Â Â Â Hypothetical Nature of Restricted Stock Units. The Restricted Stock Units awarded herein do not represent an equity security of the Company and do not carry any voting or dividend rights, except the right to receive Dividend Equivalents in accordance with Section 4(c) hereof.(c)Â Â Â Â Dividend Equivalents. Provided that the Participantâ€™s continuous service has not terminated prior to the dividend record date, or the Participantâ€™s continuous service terminated prior to the dividend record date but the Participant has not been paid for the Participantâ€™s vested Restricted Stock Units as of the dividend record date solely on account of the Participant being a â€œspecified employeeâ€ (as defined under Section 14(d) hereof) subject to the six-month delay for payment of the Participantâ€™s vested Restricted Stock Units, as required under Section 14(d) hereof, the Participant shall receive Dividend Equivalents in the form of additional Restricted Stock Units or fractional Restricted Stock Units each time a dividend or other distribution is paid on the Company's Common Stock. The number of Restricted Stock Units awarded for a cash dividend or non-cash dividend other than a stock dividend shall be determined by (i) multiplying the number of Restricted Stock Units held by the Participant pursuant to this Agreement as of the dividend record date by the amount of the dividend per share of Common Stock and (ii) dividing the product so determined by the Fair Market Value of the Common Stock on the dividend payment date. The number of Restricted Stock Units awarded for a stock dividend shall be determined by multiplying the number of Restricted Stock Units held by the Participant pursuant to this Agreement as of the dividend record date by the number of additional shares of Common Stock actually paid as a dividend per share of Common Stock. Any additional Restricted Stock Units awarded pursuant to this Section 4(c) shall be awarded effective as of the date the dividend was paid, and shall have the same status, and shall be subject to the same terms and conditions (including without limitation the vesting and forfeiture provisions), under this Agreement as the Restricted Stock Units to which they relate, and shall be distributed on the same payment date referred to in Section 4(a) herein as the Restricted Stock Units to which they relate (or if later, as of the applicable dividend payment date), or alternatively, at the times provided for under the Deferred Compensation Plan to the extent the Participant elected to defer some or all of the Restricted Stock Units to which the Dividend Equivalents relate under the Deferred Compensation Plan. (d)Â Â Â Â Unforeseeable Financial Emergency. If the Participant experiences an Unforeseeable Financial Emergency, the Participant may petition the Committee to receive the payment of shares of Common Stock for all or part of his vested Restricted Stock Units prior to his Separation from Service. If the Committee, in its sole discretion, grants the Participantâ€™s petition, then the Participant shall only receive shares of Common Stock as necessary to satisfy the Unforeseeable Financial Emergency to the extent deemed necessary by the Committee. â€œUnforeseeable Financial Emergencyâ€ shall mean a severe financial hardship to the Participant resulting from (i) an illness or accident of the Participant, the Participantâ€™s spouse, or the Participantâ€™s dependent (as defined in Section 152 of the Code, without regard to Section 152(b)(1), (b)(2), or (d)(1)(B) of the Code), (ii) a loss of the Participantâ€™s property due to casualty (including the need to rebuild a home following damage to a home not otherwise covered by insurance), or (iii) similar extraordinary and unforeseeable circumstances arising as a result of events beyond the control of the Participant, all as determined in the sole discretion of the Committee.(e)Â Â Â Â Tax Withholding.(i) The Participant shall pay to the Company, or make arrangements satisfactory to the Committee for payment of, any federal, state or local taxes of any kind required by law to be withheld with respect to the grant of Restricted Stock Units (including without limitation the vesting thereof) and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Restricted Stock Units as and when the Company determines those amounts to be due, and the Company shall, to the extent permitted by 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste4law, have the right to deduct from any payment of any kind otherwise due to Participant any federal, state, or local taxes of any kind required by law to be withheld with respect to the Restricted Stock Units or any Dividend Equivalents or other distributions made by the Company to the Participant with respect to any Restricted Stock Units.(ii) The Participant agrees that his or her minimum withholding tax obligation with respect to the granting or vesting of the Restricted Stock Units and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Restricted Stock Units will be satisfied (provided that the Participant has enough vesting or vested shares available) by the Companyâ€™s withholding a portion of the shares of Common Stock otherwise deliverable to the Participant, such shares being valued at their fair market value as of the date on which the taxable event that gives rise to the withholding requirement occurs. The Participant further agrees that each time the Company withholds shares to satisfy his or her minimum withholding tax obligation, the Company will round up to the nearest whole number of shares (with any over withholding applied to federal income tax). For example, if 9.6 shares are required to satisfy the minimum withholding tax obligation, the Company will round up to 10 shares. Notwithstanding the foregoing, if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, the foregoing rounding rules will cease to apply, and the Company instead will withhold a portion of the shares and fractional shares of Common Stock otherwise deliverable to the Participant, such shares and fractional shares being valued at their Fair Market Value as of the date of the taxable event that gives rise to the withholding requirement occurs. By accepting this Agreement, the Participant consents to this method of tax withholding, including the Company rounding up to the nearest whole number of shares (as applicable).(f)Â Â Â Â No Right to Continued Employment or Service. This Agreement does not confer upon the Participant any right with respect to continuance of employment or service by the Company, nor shall it interfere in any way with the right of the Company to terminate the Participantâ€™s employment at any time.(g)Â Â Â Â Transferability of Awards.Â Â Â Â (i) Restrictions on Transfer. No Restricted Stock Units shall be transferable or assignable by the Participant, other than by will or the laws of descent and distribution or pursuant to a domestic relations order within the meaning of Section 414(p)(1)(B) of the Code.Â Â Â Â (ii) Notice. No transfer permitted under Section 4(g)(i) of any Restricted Stock Units shall be effective to bind the Company unless the Committee shall have been furnished with (1) a Notice of Restricted Stock Unit Transfer in the form required by the Committee executed and dated by the Participant (or the executor or personal representative of the deceased Participantâ€™s estate) and a copy of the will, assignment or transfer document and/or such evidence as the Committee may deem necessary to establish the validity of the transfer, and (2) the Statement of Acknowledgement in the form required by the Committee executed and dated by the transferee which states that the transferee will comply with all the terms and conditions of the Plan and the Agreement relating to the Restricted Stock Units that are or would have been applicable to the Participant.(h)Â Â Â Â Forfeiture by Reason of Detrimental Activity. The Restricted Stock Units shall be subject to Section 17(n) of the Plan. Notwithstanding any other provision of this Agreement to the contrary, if the Participant engages in any Detrimental Activity at any time prior to or during the one year period after the latest date on which any portion of the Restricted Stock Units become vested but prior to a Change in Control, the Company shall, upon the recommendation of the Committee in its sole and absolute discretion, be entitled to (i) immediately terminate and cancel any portion of the Restricted Stock Units that have not previously been settled with shares of Common Stock, and/or (ii) require within two (2) years after the latest date on which any portion of the Restricted Stock Units are settled but prior to a Change in Control that the Participant (1) return to the Company any shares of Common Stock that were distributed to the Participant in settlement of the Restricted Stock Units, or if such shares of Common Stock are not still owned by the Participant, that the Participant pay to the Company an amount equal to the Fair Market Value of such shares of Common Stock on the date they were issued, and (2) return to the Company any cash or other property (other than Common Stock) received by the Participant from the Company pursuant to this Agreement. (i)Â Â Â Â Right to Set Off. By accepting this Agreement, the Participant consents to a deduction from any amounts the Company owes the Participant from time to time (including amounts owed to the Participant 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste5as wages or other compensation, for any benefits, or vacation pay, as well as any other amounts owed to the Participant by the Company), up to the dollar amount the Participant owes the Company under Section 4(h) or 4(k). Whether or not the Company elects to make any set off in whole or in part, if the Company does not recover by means of set off the full amount the Participant owes the Company calculated as set forth in Section 4(h) hereof, the Participant agrees to pay immediately the unpaid balance to the Company.(j)Â Â Â Â Board of Director Discretion. The Participant may be released from his or her obligations under Sections 4(h) and 4(i) hereof only if the Board, or a duly authorized committee thereof, determines, in its sole and absolute discretion, that such action is not adverse to the interests of the Company.(k)Â Â Â Â Clawback Policy. Notwithstanding anything to the contrary contained herein, in consideration of the grant of this award, the Participant agrees that the Restricted Stock Units will be subject to forfeiture or repayment to the extent provided for in the Republic Services, Inc. Clawback Policy, as it may be amended or restated from time to time, or in accordance with any rules or regulations adopted by the Securities and Exchange Commission and the New York Stock Exchange pursuant to Section 10D of the Securities Exchange Act of 1934 or other applicable law.5.Â Â Â Â Change of Control or Capital Structure. (a)Â Â Â Â Change in Capital Structure. Subject to any required action by the shareholders of the Company, the number of Restricted Stock Units covered by this award shall be proportionately adjusted and the terms of the restrictions on such Restricted Stock Units shall be adjusted as the Committee shall determine to be equitably required for any increase or decrease in the number of issued and outstanding shares of Common Stock of the Company resulting from any stock dividend (but only on the Common Stock), stock split, subdivision, combination, reclassification, recapitalization or general issuance to the holders of Common Stock of rights to purchase Common Stock at substantially below Fair Market Value or any change in the number of such shares outstanding effected without receipt of cash or property or labor or services by the Company or for any spin-off, spin-out, split-up, split-off or other distribution of assets to shareholders.(b)Â Â Â Â Change in Control. The award of Restricted Stock Units shall not become immediately vested in the event that a Change in Control occurs, except to the extent required in any employment agreement or consulting agreement between the Company and the Participant or under the Companyâ€™s Executive Separation Policy, as amended from time to time and as applicable. In the event of a change in the Common Stock as presently constituted, which is limited to a change in all of its authorized shares without par value into the same number of shares with par value, the shares resulting from any such change shall be deemed to be the Common Stock within the meaning of the Plan.(c)Â Â Â Â Other Adjustments. The award of Restricted Stock Units pursuant to the Plan shall not affect in any way the right or power of the Company to make adjustments, reclassifications, reorganizations or changes of its capital or business structure or to merge or to consolidate or to dissolve, liquidate or sell, or transfer all or any part of its

business or assets.6.Â Â Â Â Governing Law and Venue. This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its principles of conflict of laws. The parties agree that any action, suit or proceeding arising out of or related to this Agreement or the relationship of the Participant and the Company, shall be instituted only in the state or federal courts located in Maricopa County in the State of Arizona, and each party waives any objection which such party may now or hereafter have to such venue or jurisdictional court in any action, suit, or proceeding. Any and all services of process and any other notice in any such action, suit or proceeding shall be effective against any party if given by mail (registered or certified where possible, return receipt requested), postage prepaid, mailed to such party at the address set forth herein.7.Â Â Â Â Severability. The invalidity or enforceability of any one or more provisions of this Agreement shall not affect the validity or enforceability of any other provision of this Agreement, which shall remain in full force and effect. In the event that a court of competent jurisdiction should determine that any time period provided for in Section 4(h) or 4(k) is unenforceable, then such period shall be reduced to the longest period of time which such court shall deem enforceable, taking into consideration the purpose and intent of the Plan to serve the interests of the Company and its shareholders.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste68.Â Â Â Â Notices. All notices or other communications with respect to the Restricted Stock Units shall be deemed given and delivered in person or mailed by registered or certified mail (return receipt requested, postage prepaid) to the Companyâ€™s Stock Administrator at the following address (or such other address, as shall be specified by like notice of a change of address) and shall be effective upon receipt:Stock
AdministratorÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Republic Services, Inc.Â 18500 N. Allied WayÂ Phoenix, AZ 850549.Â Â Â Â Waiver. The failure of any party at any time to require strict performance of any condition, promise, agreement or understanding set forth in this Agreement shall not be construed as a waiver or relinquishment of the right to require strict performance of the same condition, promise, agreement or understanding at a subsequent
time.10.Â Â Â Â Interpretation/Provisions of Plan Control. In the event of any conflict between the provisions of the Plan and the provisions of this Agreement, the provisions of the Plan shall govern. The Participant hereby accepts as final, conclusive and binding, any decisions by the Committee with respect to the interpretation or administration of the Plan and this Agreement.11.Â Â Â Â Participant Bound by Plan. The Participant hereby acknowledges receipt of a copy of the Plan and agrees to be bound by all the terms, conditions and provisions thereof.12.Â Â Â Â Binding Effect. Subject to the limitations stated in this Agreement and in the Plan, this Agreement shall be binding upon and inure to the benefit of the successors and assigns of the Company and the Participantâ€™s heirs, legatees, distributees and personal representatives.13.Â Â Â Â Counterparts. This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. The facsimile or email transmission of a signed signature page or an electronic acceptance of the Agreement, by any party to the other(s), shall constitute valid execution and acceptance of this Agreement by the signing/transmitting party.14.Â Â Â Â Section 409A.(a)Â Â Â Â General. It is the intention of both the Company and the Participant that the benefits and rights to which the Participant could be entitled pursuant to this Agreement comply with Section 409A of the Code and the Treasury Regulations and other guidance promulgated or issued thereunder (â€œSection 409Aâ€), to the extent that the requirements of Section 409A are applicable thereto, and the provisions of this Agreement shall be construed in a manner consistent with that intention. If the Participant or the Company believes, at any time, that any such benefit or right that is subject to Section 409A does not so comply, it shall promptly advise the other and shall negotiate reasonably and in good faith to amend the terms of such benefits and rights such that they comply with Section 409A (with the most limited possible economic effect on the Participant and on the Company).(b)Â Â Â Â No Representations as to Section 409A Compliance. Notwithstanding the foregoing, the Company does not make any representation to the Participant that the Restricted Stock Units awarded pursuant to this Agreement are exempt from, or satisfy, the requirements of Section 409A, and the Company shall have no liability or other obligation to indemnify or hold harmless the Participant or any Beneficiary for any tax, additional tax, interest or penalties that the Participant or any Beneficiary may incur in the event that any provision of this Agreement, or any amendment or modification thereof or any other action taken with respect thereto is deemed to violate any of the requirements of Section 409A.(c)Â Â Â Â Separation from Service. If and to the extent permitted by Treasury Regulations Section 1.409A-1(h)(5) or other applicable law, the Participant provides services both as an employee of the Company and as a member of the Board, the services provided as a member of the Board shall not be taken into account in determining whether the Participant has incurred a Separation from Service for purposes of Section 4(a) hereof.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste7(d)Â Â Â Â 6 Month Delay for Specified Employees.(i)Â Â Â Â If the Participant is a â€œSpecified Employee,â€ then no payment or benefit that is payable on account of the Participantâ€™s â€œSeparation from Serviceâ€ shall be made before the date that is six months after the Participantâ€™s â€œSeparation from Serviceâ€ (or, if earlier, the date of the Participantâ€™s death) if and to the extent that such payment or benefit constitutes deferred compensation (or may be nonqualified deferred compensation) under Section 409A and such deferral is required to comply with the requirements of SectionÂ 409A. Any payment or benefit delayed by reason of the prior sentence shall be paid out or provided in a single lump sum at the end of such required delay period in order to catch up to the original payment schedule.(ii)Â Â Â Â For purposes of this provision, the Participant shall be considered to be a â€œSpecified Employeeâ€ if, at the time of his or her Separation from Service, the Participant is a â€œkey employee,â€ within the meaning of Section 416(i) of the Code, of the Company (or any person or entity with whom the Company would be considered a single employer under Section 414(b) or Section 414(c) of the Code) any stock in which is publicly traded on an established securities market or otherwise.(e)Â Â Â Â No Acceleration of Payments. Neither the Company nor the Participant, individually or in combination, may accelerate any payment or benefit that is subject to Section 409A, except in compliance with Section 409A and the provisions of this Agreement, and no amount that is subject to Section 409A shall be paid prior to the earliest date on which it may be paid without violating Section 409A.Â Â Â Â 15.Â Â Â Â Fractional Restricted Stock Units. Notwithstanding any provisions in this Agreement to the contrary, fractional Restricted Stock Units shall not vest until the date on which the Restricted Stock Units become 100% vested under Section 3 hereof, and no share of Common Stock will be issued for the fractional Restricted Stock Unit unless the fractional Restricted Stock Unit is for at least one-half of a Restricted Stock Unit; provided that if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, any fractional share of Common Stock due under this Plan shall be distributed in the form of a fractional share of Common Stock, and the foregoing rounding rules shall cease to apply. IN WITNESS WHEREOF, the Company has caused this Agreement to be signed by a duly authorized officer, and the Participant has affixed his or her signature hereto.Â REPUBLIC SERVICES,
INC.____________________________By: Jon Vander Ark Â Chief Executive Officer and President18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste EX-10.22 7 ex1022rsuagreementseniorex.htm EX-10.22 DocumentEXHIBIT 10.22Senior Executive Cliff Vest â€“ Form RSU Award AgreementREPUBLIC SERVICES, INC.EMPLOYEE RESTRICTED STOCK UNIT AGREEMENTParticipant Name : /$ParticipantName$/Grant Date : /$GrantDate$/Grant Type : /$GrantType$/RSUs Granted : /$AwardsGranted$/Plan Name : /$PlanName$/THIS RESTRICTED STOCK UNIT AGREEMENT (the â€œAgreementâ€), dated as of the Grant Date shown above, between Republic Services, Inc., a Delaware corporation (the â€œCompanyâ€) and Participant (the â€œParticipantâ€), is made pursuant and subject to the provisions of the Republic Services, Inc. 2021 Stock Incentive Plan, and any future amendments thereto (the â€œPlanâ€). The Plan, as it may be amended from time to time, is incorporated herein by reference.1.Definitions. All capitalized terms used herein but not expressly defined shall have the meaning ascribed to them in the Plan, a copy of which is being provided as part of the grant acceptance materials and is incorporated herein by reference. All references to the Company in this Agreement shall also be deemed to include references to any and all entities directly or indirectly controlled by the Company and which are consolidated with the Company for financial accounting purposes.2.Â Â Â Â Award of Restricted Stock Units. Subject to the terms and conditions of the Plan and to the terms and conditions herein set forth in this Agreement, the Company on this date awards to the Participant the number of Restricted Stock Units shown in the box above as RSUs Granted (referred to as the â€œRestricted Stock Unitsâ€).3.Â Â Â Â Vesting.(a)Â Â Â Â Vesting Schedule. Subject to the terms and conditions of this Agreement, the Restricted Stock Units shall vest in full and become nonforfeitable on the third anniversary of the grant date (the â€œVesting Dateâ€), provided that the Participantâ€™s continuous services with the Company continues until the Vesting Date. Except as otherwise specifically provided herein, there shall be no proportionate or partial vesting in the periods prior to the Vesting Date. The Participant must be employed by the Company on the Vesting Date for the Restricted Stock Units to become 100% vested and transferable. Except as provided in Sections 3(b) and 3(c), vesting shall not accelerate for Retirement or any other reason.(b)Â Â Â Â Acceleration of Vesting on Account of Death or Disability. The Restricted Stock Units not yet vested and that have not previously been forfeited shall become 100% vested and transferable in the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability.
(c)Â Â Â Â Employment Agreement. In the event that the Participant has entered into any employment agreement between the Participant and the Company that is in effect on the date on which the Participantâ€™s continuous service with the Company is terminated and such employment agreement provides benefits upon the Participantâ€™s retirement and/or termination of employment, the applicable provisions within such employment agreement relating to the Participantâ€™s retirement and/or termination of employment shall apply, notwithstanding any provision in Section 3 of this Agreement to the contrary. In addition, to the extent the Restricted Stock Units have not yet vested and have not previously been forfeited, such Restricted Stock 1Units shall become partially or fully vested and transferable at such times and in such amounts as may be required under the Companyâ€™s Executive Separation Policy, as amended from time to time and as applicable. 4.Â Â Â Â Terms and Conditions. This award of Restricted Stock Units is subject to the following terms and conditions:(a) Â Â Â Â Payment for Restricted Stock Units; Forfeiture of Unvested Units; Deferral of Restricted Stock Units. (i)Â Â Â Â Except as otherwise provided in paragraph (ii) of this Section 4(a), Section 4(d) or Section 14 hereof, the Participant shall receive one share of Common Stock for each vested Restricted Stock Unit awarded hereunder, free and clear of the restrictions set forth in this Agreement, except for any restrictions necessary to comply with federal and state securities laws. Certificates (or other indicia of ownership) representing such shares shall be delivered to the Participant as promptly as practical (but in no event more than 30 days) following the date on which the portion of the Restricted Stock Units to which the distribution relates becomes vested. Any Restricted Stock Units that are not vested as of the Participantâ€™s separation from service, within the meaning of Section 409A of the Code and applicable Treasury Regulations (the â€œSeparation from Serviceâ€), and that will not become vested pursuant to Section 3(b) or 3(c) hereof, shall automatically and immediately be forfeited on the date of the Participantâ€™s Separation from Service.
(ii)Â Â Â Â The Participant may elect to defer the Restricted Stock Units pursuant to the Republic Services, Inc. Deferred Compensation Plan, as may be amended from time to time (the â€œDeferred Compensation Planâ€), and if the Participant properly and timely does so, the Restricted Stock Units shall be automatically converted into a corresponding number of units under the Republic Services Stock Unit Fund (the â€œUnitsâ€), and shall be credited to the Participantâ€™s Account Balance (as defined in the Deferred Compensation Plan) in accordance with Section 3.9(c) of the Deferred Compensation Plan. The Units shall remain subject to the vesting and forfeiture provisions set forth in Sections 3, 4(h) and 4(k) of this Agreement. The Units shall be payable in actual shares of Common Stock at the times provided for under the Deferred Compensation Plan as may be amended from time to time.(b) Â Â Â Â Hypothetical Nature of Restricted Stock Units. The Restricted Stock Units awarded herein do not represent an equity security of the Company and do not carry any voting or dividend rights, except the right to receive Dividend Equivalents in accordance with Section 4(c) hereof. (c)Â Â Â Â Dividend Equivalents. Provided that the Participantâ€™s continuous service has not terminated prior to the dividend record date, or the Participantâ€™s continuous service terminated prior to the dividend record date but the Participant has not been paid for the Participantâ€™s vested Restricted Stock Units as of the dividend record date solely on account of the Participant being a â€œSpecified Employeeâ€ (as defined under Section 14(d) hereof) subject to the six-month delay for payment of the Participantâ€™s vested Restricted Stock Units, as required under Section 14(d) hereof, the Participant shall receive Dividend Equivalents in the form of additional Restricted Stock Units or fractional Restricted Stock Units each time a dividend or other distribution is paid on the Company's Common Stock. The number of Restricted Stock Units awarded for a cash dividend or non-cash dividend other than a stock dividend shall be determined by (i) multiplying the number of Restricted Stock Units held by the Participant pursuant to this Agreement as of the dividend record date by the amount of the dividend per share of Common Stock and (ii) dividing the product so determined by the Fair Market Value of the Common Stock on the dividend payment date. The number of Restricted Stock Units awarded for a stock dividend shall be determined by multiplying the number of Restricted Stock Units held by the Participant pursuant to this Agreement as of the dividend record date by the number of additional shares of Common Stock actually paid as a dividend per share of Common Stock. Any additional Restricted Stock Units awarded pursuant to this Section 4(c) shall be awarded effective as of the date the dividend was paid, and shall have the same status, and shall be subject to the same terms and conditions (including without limitation the vesting and forfeiture provisions), under this Agreement as the Restricted Stock Units to which they relate, and shall be distributed on the same payment date referred to in Section 4(a) herein as the Restricted Stock Units to which they relate (or if later, as of the applicable dividend payment date), or alternatively, at the times provided for under the Deferred Compensation Plan to the extent the Participant 2elected to defer some or all of the Restricted Stock Units to which the Dividend Equivalents relate under the Deferred Compensation Plan.
(d)Â Â Â Â Unforeseeable Financial Emergency. If the Participant experiences an Unforeseeable Financial Emergency, the Participant may petition the Committee to receive the payment of shares of Common Stock for all or part of his vested Restricted Stock Units prior to his Separation from Service. If the Committee, in its sole discretion, grants the Participantâ€™s petition, then the Participant shall only receive shares of Common Stock as necessary to satisfy the Unforeseeable Financial Emergency to the extent deemed necessary by the Committee. â€œUnforeseeable Financial Emergencyâ€ shall mean a severe financial hardship to the Participant resulting from (i) an illness or accident of the Participant, the Participantâ€™s spouse, or the Participantâ€™s dependent (as defined in Section 152 of the Code, without regard to Section 152(b)(1), (b)(2), or (d)(1)(B) of the Code), (ii) a loss of the Participantâ€™s property due to casualty (including the need to rebuild a home following damage to a home not otherwise covered by insurance), or (iii) similar extraordinary and unforeseeable circumstances arising as a result of events beyond the control of the Participant, all as determined in the sole discretion of the Committee.(e) Â Â Â Â Tax Withholding. (i)Â Â Â Â The Participant shall pay to the Company, or make arrangements satisfactory to the Committee for payment of, any federal, state or local taxes of any kind required by law to be withheld with respect to the grant of Restricted Stock Units (including without limitation the vesting thereof) and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Restricted Stock Units as and when the Company determines those amounts to be due, and the Company shall, to the extent permitted by law, have the right to deduct from any payment of any kind otherwise due to Participant any federal, state, or local taxes of any kind required by law to be withheld with respect to the Restricted Stock Units or any Dividend Equivalents or other distributions made by the Company to the Participant with respect to any Restricted Stock Units.(ii)Â Â Â Â The Participant agrees that his or her minimum withholding tax obligation with respect to the granting or vesting of the Restricted Stock Units and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Restricted Stock Units will be satisfied (provided that the Participant has enough vesting or vested shares available) by the Companyâ€™s withholding a portion of the shares of Common Stock otherwise deliverable to the Participant, such shares being valued at their Fair Market Value as of the date on which the taxable event that gives rise to the withholding requirement occurs. The Participant further agrees that each time the Company withholds shares to satisfy his or her minimum withholding tax obligation, the Company will round up to the nearest whole number of shares (with any over withholding applied to federal income tax). For example, if 9.6 shares are required to satisfy the minimum withholding tax obligation, the Company will round up to 10 shares. Notwithstanding the foregoing, if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, the foregoing rounding rules will cease to apply, and the Company instead will withhold a portion of the shares and fractional shares of Common Stock otherwise deliverable to the Participant, such shares and fractional shares being valued at their Fair Market Value as of the date of the taxable event that gives rise to the withholding requirement occurs. By accepting this Agreement, the Participant consents to this method of tax withholding, including the Company rounding up to the nearest whole number of shares (as applicable).(f)Â Â Â Â No Right to Continued Employment or Service. This Agreement does not confer upon the Participant any right with respect to continuance of employment or service by the Company, nor shall it interfere in any way with the right of the Company to terminate the Participantâ€™s employment at any time.(g)Â Â Â Â Transferability of Awards. Â Â Â Â (i)Â Â Â Â Restrictions on Transfer. No Restricted Stock Units shall be transferable or assignable by the Participant, other than by will or the laws of descent and distribution or pursuant to a domestic relations order within the meaning of Section 414(p)(1)(B) of the Code.
Â Â Â Â (ii)Â Â Â Â Notice. No transfer permitted under Section 4(g)(i) of any Restricted Stock Units shall be effective to bind the Company unless the Committee shall have been furnished with (1) a Notice of Restricted Stock Unit Transfer in the form required by the Committee executed and dated by the 3Participant (or the executor or personal representative of the deceased

Participantâ€™s estate) and a copy of the will, assignment or transfer document and/or such evidence as the Committee may deem necessary to establish the validity of the transfer, and (2) the Statement of Acknowledgement in the form required by the Committee executed and dated by the transferee which states that the transferee will comply with all the terms and conditions of the Plan and the Agreement relating to the Restricted Stock Units that are or would have been applicable to the Participant.(h)Â Â Â Â Forfeiture by Reason of Detrimental Activity. The Restricted Stock Units shall be subject to Section 17(n) of the Plan. Notwithstanding any other provision of this Agreement to the contrary, if the Participant engages in any Detrimental Activity at any time prior to or during the one year period after the latest date on which any portion of the Restricted Stock Units become vested but prior to a Change in Control, the Company shall, upon the recommendation of the Committee in its sole and absolute discretion, be entitled to (i) immediately terminate and cancel any portion of the Restricted Stock Units that have not previously been settled with shares of Common Stock, and/or (ii) require within two (2) years after the latest date on which any portion of the Restricted Stock Units are settled but prior to a Change in Control that the Participant (1) return to the Company any shares of Common Stock that were distributed to the Participant in settlement of the Restricted Stock Units, or if such shares of Common Stock are not still owned by the Participant, that the Participant pay to the Company an amount equal to the Fair Market Value of such shares of Common Stock on the date they were issued, and (2) return to the Company any cash or other property (other than Common Stock) received by the Participant from the Company pursuant to this Agreement. (i)Â Â Â Â Right to Set Off. By accepting this Agreement, the Participant consents to a deduction from any amounts the Company owes the Participant from time to time (including amounts owed to the Participant as wages or other compensation, for any benefits, or vacation pay, as well as any other amounts owed to the Participant by the Company), up to the dollar amount the Participant owes the Company under Section 4(h) or 4(k) hereof. Whether or not the Company elects to make any set off in whole or in part, if the Company does not recover by means of set off the full amount the Participant owes the Company calculated as set forth in Section 4(h) hereof, the Participant agrees to pay immediately the unpaid balance to the Company.(j)Â Â Â Â Board of Director Discretion. The Participant may be released from his or her obligations under Sections 4(h) and 4(i) hereof only if the Board, or a duly authorized committee thereof, determines, in its sole and absolute discretion, that such action is not adverse to the interests of the Company.(k)Â Â Â Â Clawback Policy. Notwithstanding anything contrary contained herein, in consideration of the grant of this award, the Participant agrees that the Restricted Stock Units will be subject to forfeiture or repayment to the extent provided for in the Republic Services, Inc. Clawback Policy, as it may be amended or restated from time to time, or in accordance with any rules or regulations adopted by the Securities and Exchange Commission and the New York Stock Exchange pursuant to Section 10D of the Securities Exchange Act of 1934 or other applicable law.5.Â Â Â Â Change of Control or Capital Structure. (a)Â Â Â Â Change in Capital Structure. Subject to any required action by the shareholders of the Company, the number of Restricted Stock Units covered by this award shall be proportionately adjusted and the terms of the restrictions on such Restricted Stock Units shall be adjusted as the Committee shall determine to be equitably required for any increase or decrease in the number of issued and outstanding shares of Common Stock of the Company resulting from any stock dividend (but only on the Common Stock), stock split, subdivision, combination, reclassification, recapitalization or general issuance to the holders of Common Stock of rights to purchase Common Stock at substantially below Fair Market Value or any change in the number of such shares outstanding effected without receipt of cash or property or labor or services by the Company or for any spin-off, spin-out, split-up, split-off or other distribution of assets to shareholders.(b)Â Â Â Â Change in Control. The award of Restricted Stock Units shall not become immediately vested in the event that a Change in Control occurs, except to the extent required in any employment agreement or consulting agreement between the Company and the Participant or under the Companyâ€™s Executive Separation Policy, as amended from time to time and as applicable. In the event of a change in the Common Stock as presently constituted, which is limited to a change in all of its authorized shares without par value into the same number of shares with par value, the shares resulting from any such change shall be deemed to be the Common Stock within the meaning of the Plan. 4(c)Â Â Â Â Other Adjustments. The award of Restricted Stock Units pursuant to the Plan shall not affect in any way the right or power of the Company to make adjustments, reclassifications, reorganizations or changes of its capital or business structure or to merge or to consolidate or to dissolve, liquidate or sell, or transfer all or any part of its business or assets.6.Â Â Â Â Governing Law and Venue. This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its principles of conflict of laws. The parties agree that any action, suit or proceeding arising out of or related to this Agreement or the relationship of the Participant and the Company, shall be instituted only in the state or federal courts located in Maricopa County in the State of Arizona, and each party waives any objection which such party may now or hereafter have to such venue or jurisdictional court in any action, suit, or proceeding. Any and all services of process and any other notice in any such action, suit or proceeding shall be effective against any party if given by mail (registered or certified where possible, return receipt requested), postage prepaid, mailed to such party at the address set forth herein.7.Â Â Â Â Severability. The invalidity or enforceability of any one or more provisions of this Agreement shall not affect the validity or enforceability of any other provision of this Agreement, which shall remain in full force and effect. In the event that a court of competent jurisdiction should determine that any time period provided for in Section 4(h) or 4(k) is unenforceable, then such period shall be reduced to the longest period of time which such court shall deem enforceable, taking into consideration the purpose and intent of the Plan to serve the interests of the Company and its shareholders.8.Â Â Â Â Notices. All notices or other communications with respect to the Restricted Stock Units shall be deemed given and delivered in person or mailed by registered or certified mail (return receipt requested, postage prepaid) to the Companyâ€™s Stock Administrator at the following address (or such other address, as shall be specified by like notice of a change of address) and shall be effective upon receipt:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Stock AdministratorÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Republic Services, Inc.Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â 18500 N. Allied WayÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Phoenix, AZ 850549.Â Â Â Â Waiver. The failure of any party at any time to require strict performance of any condition, promise, agreement or understanding set forth in this Agreement shall not be construed as a waiver or relinquishment of the right to require strict performance of the same condition, promise, agreement or understanding at a subsequent time.10.Â Â Â Â Interpretation/Provisions of Plan Control. In the event of any conflict between the provisions of the Plan and the provisions of this Agreement, the provisions of the Plan shall govern. The Participant hereby accepts as final, conclusive and binding any decisions by the Committee with respect to the interpretation or administration of the Plan and this Agreement.11.Â Â Â Â Participant Bound by Plan. The Participant hereby acknowledges receipt of a copy of the Plan and agrees to be bound by all the terms, conditions and provisions thereof.12.Â Â Â Â Binding Effect. Subject to the limitations stated in this Agreement and in the Plan, this Agreement shall be binding upon and inure to the benefit of the successors and assigns of the Company and the Participantâ€™s heirs, legatees, distributees and personal representatives.13.Â Â Â Â Counterparts. This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. The facsimile or email transmission of a signed signature page or an electronic acceptance of the Agreement, by any party to the other(s), shall constitute valid execution and acceptance of this Agreement by the signing/transmitting party.14.Â Â Â Â Section 409A.(a)Â Â Â Â General. It is the intention of both the Company and the Participant that the benefits and rights to which the Participant could be entitled pursuant to this Agreement comply with Section 409A of the Code and the Treasury Regulations and other guidance promulgated or issued thereunder (â€œSection 409Aâ€), to the extent that the requirements of Section 409A are applicable thereto, and the provisions of this Agreement 5shall be construed in a manner consistent with that intention. If the Participant or the Company believes, at any time, that any such benefit or right that is subject to Section 409A does not so comply, it shall promptly advise the other and shall negotiate reasonably and in good faith to amend the terms of such benefits and rights such that they comply with Section 409A (with the most limited possible economic effect on the Participant and on the Company).(b)Â Â Â Â No Representations as to Section 409A Compliance. Notwithstanding the foregoing, the Company does not make any representation to the Participant that the Restricted Stock Units awarded pursuant to this Agreement are exempt from, or satisfy, the requirements of Section 409A, and the Company shall have no liability or other obligation to indemnify or hold harmless the Participant or any Beneficiary for any tax, additional tax, interest or penalties that the Participant or any Beneficiary may incur in the event that any provision of this Agreement, or any amendment or modification thereof or any other action taken with respect thereto is deemed to violate any of the requirements of Section 409A.(c)Â Â Â Â Separation from Service. If and to the extent permitted by Treasury Regulations Section 1.409A-1(h)(5) or other applicable law, the Participant provides services both as an employee of the Company and as a member of the Board, the services provided as a member of the Board shall not be taken into account in determining whether the Participant has incurred a Separation from Service for purposes of Section 4(a) hereof.(d)Â Â Â Â 6 Month Delay for Specified Employees. (i) If the Participant is a â€œSpecified Employee,â€ then no payment or benefit that is payable on account of the Participantâ€™s â€œSeparation from Serviceâ€ shall be made before the date that is six months after the Participantâ€™s â€œSeparation from Serviceâ€ (or, if earlier, the date of the Participantâ€™s death) if and to the extent that such payment or benefit constitutes deferred compensation (or may be nonqualified deferred compensation) under Section 409A and such deferral is required to comply with the requirements of SectionÂ 409A. Any payment or benefit delayed by reason of the prior sentence shall be paid out or provided in a single lump sum at the end of such required delay period in order to catch up to the original payment schedule. (ii) For purposes of this provision, the Participant shall be considered to be a â€œSpecified Employeeâ€ if, at the time of his or her Separation from Service, the Participant is a â€œkey employee,â€ within the meaning of Section 416(i) of the Code, of the Company (or any person or entity with whom the Company would be considered a single employer under Section 414(b) or Section 414(c) of the Code) any stock in which is publicly traded on an established securities market or otherwise.(e)Â Â Â Â No Acceleration of Payments. Neither the Company nor the Participant, individually or in combination, may accelerate any payment or benefit that is subject to Section 409A, except in compliance with Section 409A and the provisions of this Agreement, and no amount that is subject to Section 409A shall be paid prior to the earliest date on which it may be paid without violating Section 409A.Â Â Â Â 15.Â Â Â Â Fractional Restricted Stock Units. Notwithstanding any provisions in this Agreement to the contrary, fractional Restricted Stock Units shall not vest until the date on which the Restricted Stock Units become 100% vested under Section 3 hereof, and no share of Common Stock will be issued for the fractional Restricted Stock Unit unless the fractional Restricted Stock Unit is for at least one-half of a Restricted Stock Unit; provided that if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, any fractional share of Common Stock due under this Plan shall be distributed in the form of a fractional share of Common Stock, and the foregoing rounding rules shall cease to apply.IN WITNESS WHEREOF, the Company has caused this Agreement to be signed by a duly authorized officer, and the Participant has affixed his or her signature hereto.REPUBLIC SERVICES, INC.Â By: Jon Vander Ark6Chief Executive Officer and President 7 EX-10.23 8 ex1023rsuagreementotheremp.htm EX-10.23 Document1EXHIBIT 10.23REPUBLIC SERVICES, INC.EMPLOYEE RESTRICTED STOCK UNIT AGREEMENTParticipant Name : /$ParticipantName$/Grant Date : /$GrantDate$/Grant Type : /$GrantType$/RSUs Granted : /$AwardsGranted$/Plan Name : /$PlanName$/THIS RESTRICTED STOCK UNIT AGREEMENT (the â€œAgreementâ€), dated as of the Grant Date shown above, between Republic Services, Inc., a Delaware corporation (the â€œCompanyâ€) and Participant (the â€œParticipantâ€), is made pursuant and subject to the provisions of the Republic Services, Inc. 2021 Stock Incentive Plan, and any future amendments thereto (the â€œPlanâ€). The Plan, as it may be amended from time to time, is incorporated herein by reference.1.Definitions. All capitalized terms used herein but not expressly defined shall have the meaning ascribed to them in the Plan, a copy of which is being provided as part of the grant acceptance materials and is incorporated herein by reference. All references to the Company in this Agreement shall also be deemed to include references to any and all entities directly or indirectly controlled by the Company and which are consolidated with the Company for financial accounting purposes.2.Â Â Â Â Award of Restricted Stock Units. Subject to the terms and conditions of the Plan and to the terms and conditions herein set forth in this Agreement, the Company on this date awards to the Participant the number of Restricted Stock Units shown in the box above as RSUs Granted (referred to as the â€œRestricted Stock Unitsâ€).3.Â Â Â Â Vesting.(a)Â Â Â Â Vesting Schedule. Subject to the terms and conditions of this Agreement, the Restricted Stock Units shall vest and become nonforfeitable on the dates (each a â€œVesting Dateâ€) and in the percentages set forth in accordance with the following schedule, provided that the Participantâ€™s continuous service with the Company continues until the applicable Vesting Date:Vesting DateÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Vesting Percentage(Percentage of Total Award Vested as of Applicable Date)1st Annual Anniversary of the Grant DateÂ Â Â Â Â Â Â Â 25%Â Â Â Â Â Â Â Â 2nd Annual Anniversary of the Grant Date Â Â Â Â 50%3rd Annual Anniversary of the Grant DateÂ Â Â Â Â Â Â Â 75% 4th Annual Anniversary of the Grant DateÂ Â Â Â Â Â Â Â 100%18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste2Except as otherwise specifically provided herein, there shall be no proportionate or partial vesting in the periods prior to each Vesting Date, and all vesting shall occur only on the applicable Vesting Date.(b)Â Â Â Â Acceleration of Vesting on Account of Death, Disability, Retirement, Termination of Employment, or for Other Reasons.(i)Â Â Â Â Death or Disability. The Restricted Stock Units not yet vested and that have not previously been forfeited shall become 100% vested and transferable in the event that the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s death or Disability. (ii)Â Â Â Â Retirement. The Restricted Stock Units not yet vested and that have not previously been forfeited shall become 100% vested and transferable in the event that (1) the Participantâ€™s continuous service with the Company terminates by reason of the Participantâ€™s retirement on or after the one year anniversary of the Grant Date and (2) at the time of such retirement:(A)Â Â Â Â the Participant is at least fifty-five (55) years old and has completed twenty (20) years of continuous service with the Company; is at least fifty-six (56) years old and has completed ten (10) years of continuous service with the Company; is at least sixty (60) years old and has completed at least five (5) years of continuous service with the Company; or is at least sixty-five (65) years old (without regard to years of service), and in any of these cases has provided the Company not less than ninety (90) days prior written notice of Participantâ€™s intent to retire; and(B)Â Â Â Â the Company does not provide the Participant with written notice on or before the anticipated retirement date that the Company intends or has grounds to terminate the Participantâ€™s continuous service for Cause.For purposes of determining years of continuous service, service shall include service in any capacity as an employee or a director with any entity whose financial statements are required to be consolidated with the financial statements of the Company, including service with any such entity prior to the date on which the entityâ€™s financial statements were required to be so consolidated.(iii)Â Â Â Â Employment Agreement. In the event that the Participant has entered into any employment agreement between the Participant and the Company that is in effect on the date on which the Participantâ€™s continuous service with the Company is terminated and such employment agreement provides benefits upon the Participantâ€™s retirement and/or termination of employment, the applicable provisions within such employment agreement relating to the Participantâ€™s retirement and/or termination of employment shall apply, notwithstanding any provision in Section 3(b)(ii) of this Agreement to the contrary. In addition, to the extent the Restricted Stock Units have not yet vested and have not previously been forfeited, such Restricted Stock Units shall become partially or fully vested and transferable at such times and in such amounts as may be required under the Companyâ€™s Executive Separation Policy, as amended from time to time and as applicable.4.Â Â Â Â Terms and Conditions. This award of Restricted Stock Units is subject to the following terms and conditions:(a)Â Â Â Â Payment for Restricted Stock Units; Forfeiture of Unvested Units; Deferral of Restricted Stock Units. (i) Except as otherwise provided in paragraph (ii) of this Section 4(a), Section 4(d) or Section 14 hereof, the Participant shall receive one share of Common Stock for each vested Restricted Stock Unit awarded hereunder, free and clear of the restrictions set forth in this Agreement, except for any restrictions necessary to comply with federal and state securities laws. Certificates (or other indicia of ownership) representing such shares shall be delivered to the Participant as promptly as practical (but in no event more than 30 days) following the date on which the portion of the Restricted Stock Units to which the distribution relates becomes vested. Any Restricted Stock Units that are not vested as of the Participantâ€™s separation from service, within the meaning of Section 409A of the Code and applicable Treasury Regulations (the â€œSeparation from Serviceâ€), and that will not become vested pursuant to Section 3(b) hereof, shall automatically and immediately be forfeited on the date of the Participantâ€™s Separation from Service.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste3(ii) The Participant may elect to defer the Restricted Stock Units pursuant to the Republic Services, Inc. Deferred Compensation Plan, as may be amended from time to time (the â€œDeferred Compensation Planâ€), and if the Participant properly and timely does so, the Restricted Stock Units shall be automatically converted into a corresponding number of units under the Republic Services Stock Unit Fund (the â€œUnitsâ€), and shall be credited to the Participantâ€™s Account Balance (as defined in the Deferred Compensation Plan) in accordance with Section 3.9(c) of the Deferred Compensation Plan. The Units shall remain subject to the vesting and forfeiture provisions set forth in Sections 3, 4(h) and 4(k) of this Agreement. The Units shall be payable in actual shares of Common Stock at the times provided for under the Deferred Compensation Plan as may be amended from time to time.(b)Â Â Â Â Hypothetical Nature of Restricted Stock Units. The Restricted Stock Units awarded herein do not represent an equity security of the Company and do not carry any voting or dividend rights, except the right to receive Dividend Equivalents in accordance with Section 4(c) hereof.(c)Â Â Â Â Dividend Equivalents. Provided that the Participantâ€™s continuous service has not terminated prior to the dividend record date, or the Participantâ€™s continuous

service terminated prior to the dividend record date but the Participant has not been paid for the Participantâ€™s vested Restricted Stock Units as of the dividend record date solely on account of the Participant being a â€œspecified employeeâ€ (as defined under Section 14(d) hereof) subject to the six-month delay for payment of the Participantâ€™s vested Restricted Stock Units, as required under Section 14(d) hereof, the Participant shall receive Dividend Equivalents in the form of additional Restricted Stock Units or fractional Restricted Stock Units each time a dividend or other distribution is paid on the Company's Common Stock. The number of Restricted Stock Units awarded for a cash dividend or non-cash dividend other than a stock dividend shall be determined by (i) multiplying the number of Restricted Stock Units held by the Participant pursuant to this Agreement as of the dividend record date by the amount of the dividend per share of Common Stock and (ii) dividing the product so determined by the Fair Market Value of the Common Stock on the dividend payment date. The number of Restricted Stock Units awarded for a stock dividend shall be determined by multiplying the number of Restricted Stock Units held by the Participant pursuant to this Agreement as of the dividend record date by the number of additional shares of Common Stock actually paid as a dividend per share of Common Stock. Any additional Restricted Stock Units awarded pursuant to this Section 4(c) shall be awarded effective as of the date the dividend was paid, and shall have the same status, and shall be subject to the same terms and conditions (including without limitation the vesting and forfeiture provisions), under this Agreement as the Restricted Stock Units to which they relate, and shall be distributed on the same payment date referred to in Section 4(a) herein as the Restricted Stock Units to which they relate (or if later, as of the applicable dividend payment date), or alternatively, at the times provided for under the Deferred Compensation Plan to the extent the Participant elected to defer some or all of the Restricted Stock Units to which the Dividend Equivalents relate under the Deferred Compensation Plan.(d)Â Â Â Â Unforeseeable Financial Emergency. If the Participant experiences an Unforeseeable Financial Emergency, the Participant may petition the Committee to receive the payment of shares of Common Stock for all or part of his vested Restricted Stock Units prior to his Separation from Service. If the Committee, in its sole discretion, grants the Participantâ€™s petition, then the Participant shall only receive shares of Common Stock as necessary to satisfy the Unforeseeable Financial Emergency to the extent deemed necessary by the Committee. â€œUnforeseeable Financial Emergencyâ€ shall mean a severe financial hardship to the Participant resulting from (i) an illness or accident of the Participant, the Participantâ€™s spouse, or the Participantâ€™s dependent (as defined in Section 152 of the Code, without regard to Section 152(b)(1), (b)(2), or (d)(1)(B) of the Code), (ii) a loss of the Participantâ€™s property due to casualty (including the need to rebuild a home following damage to a home not otherwise covered by insurance), or (iii) similar extraordinary and unforeseeable circumstances arising as a result of events beyond the control of the Participant, all as determined in the sole discretion of the Committee.(e)Â Â Â Â Tax Withholding.(i) The Participant shall pay to the Company, or make arrangements satisfactory to the Committee for payment of, any federal, state or local taxes of any kind required by law to be withheld with respect to the grant of Restricted Stock Units (including without limitation the vesting thereof) and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Restricted Stock Units as and when the Company determines those amounts to be due, and the Company shall, to the extent permitted by 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste4law, have the right to deduct from any payment of any kind otherwise due to Participant any federal, state, or local taxes of any kind required by law to be withheld with respect to the Restricted Stock Units or any Dividend Equivalents or other distributions made by the Company to the Participant with respect to any Restricted Stock Units.(ii) The Participant agrees that his or her minimum withholding tax obligation with respect to the granting or vesting of the Restricted Stock Units and any Dividend Equivalents or other distributions made by the Company to the Participant with respect to the Restricted Stock Units will be satisfied (provided that the Participant has enough vesting or vested shares available) by the Companyâ€™s withholding a portion of the shares of Common Stock otherwise deliverable to the Participant, such shares being valued at their fair market value as of the date on which the taxable event that gives rise to the withholding requirement occurs. The Participant further agrees that each time the Company withholds shares to satisfy his or her minimum withholding tax obligation, the Company will round up to the nearest whole number of shares (with any over withholding applied to federal income tax). For example, if 9.6 shares are required to satisfy the minimum withholding tax obligation, the Company will round up to 10 shares. Notwithstanding the foregoing, if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, the foregoing rounding rules will cease to apply, and the Company instead will withhold a portion of the shares and fractional shares of Common Stock otherwise deliverable to the Participant, such shares and fractional shares being valued at their Fair Market Value as of the date of the taxable event that gives rise to the withholding requirement occurs. By accepting this Agreement, the Participant consents to this method of tax withholding, including the Company rounding up to the nearest whole number of shares (as applicable).(f)Â Â Â Â No Right to Continued Employment or Service. This Agreement does not confer upon the Participant any right with respect to continuance of employment or service by the Company, nor shall it interfere in any way with the right of the Company to terminate the Participantâ€™s employment at any time.(g)Â Â Â Â Transferability of Awards.Â Â Â Â (i) Restrictions on Transfer. No Restricted Stock Units shall be transferable or assignable by the Participant, other than by will or the laws of descent and distribution or pursuant to a domestic relations order within the meaning of Section 414(p)(1)(B) of the Code.Â Â Â Â (ii) Notice. No transfer permitted under Section 4(g)(i) of any Restricted Stock Units shall be effective to bind the Company unless the Committee shall have been furnished with (1) a Notice of Restricted Stock Unit Transfer in the form required by the Committee executed and dated by the Participant (or the executor or personal representative of the deceased Participantâ€™s estate) and a copy of the will, assignment or transfer document and/or such evidence as the Committee may deem necessary to establish the validity of the transfer, and (2) the Statement of Acknowledgement in the form required by the Committee executed and dated by the transferee which states that the transferee will comply with all the terms and conditions of the Plan and the Agreement relating to the Restricted Stock Units that are or would have been applicable to the Participant.(h)Â Â Â Â Forfeiture by Reason of Detrimental Activity. The Restricted Stock Units shall be subject to Section 17(n) of the Plan. Notwithstanding any other provision of this Agreement to the contrary, if the Participant engages in any Detrimental Activity at any time prior to or during the one year period after the latest date on which any portion of the Restricted Stock Units become vested but prior to a Change in Control, the Company shall, upon the recommendation of the Committee in its sole and absolute discretion, be entitled to (i) immediately terminate and cancel any portion of the Restricted Stock Units that have not previously been settled with shares of Common Stock, and/or (ii) require within two (2) years after the latest date on which any portion of the Restricted Stock Units are settled but prior to a Change in Control that the Participant (1) return to the Company any shares of Common Stock that were distributed to the Participant in settlement of the Restricted Stock Units, or if such shares of Common Stock are not still owned by the Participant, that the Participant pay to the Company an amount equal to the Fair Market Value of such shares of Common Stock on the date they were issued, and (2) return to the Company any cash or other property (other than Common Stock) received by the Participant from the Company pursuant to this Agreement. (i)Â Â Â Â Right to Set Off. By accepting this Agreement, the Participant consents to a deduction from any amounts the Company owes the Participant from time to time (including amounts owed to the Participant 18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste5as wages or other compensation, for any benefits, or vacation pay, as well as any other amounts owed to the Participant by the Company), up to the dollar amount the Participant owes the Company under Section 4(h) or 4(k) hereof. Whether or not the Company elects to make any set off in whole or in part, if the Company does not recover by means of set off the full amount the Participant owes the Company calculated as set forth in Section 4(h) hereof, the Participant agrees to pay immediately the unpaid balance to the Company.(j)Â Â Â Â Board of Director Discretion. The Participant may be released from his or her obligations under Sections 4(h) and 4(i) hereof only if the Board, or a duly authorized committee thereof, determines, in its sole and absolute discretion, that such action is not adverse to the interests of the Company.(k)Â Â Â Â Clawback Policy. Notwithstanding anything to the contrary contained herein, in consideration of the grant of this award, the Participant agrees that the Restricted Stock Units will be subject to forfeiture or repayment to the extent provided for in the Republic Services, Inc. Clawback Policy, as it may be amended or restated from time to time, or in accordance with any rules or regulations adopted by the Securities and Exchange Commission and the New York Stock Exchange pursuant to Section 10D of the Securities Exchange Act of 1934 or other applicable law. 5.Â Â Â Â Change of Control or Capital Structure. (a)Â Â Â Â Change in Capital Structure. Subject to any required action by the shareholders of the Company, the number of Restricted Stock Units covered by this award shall be proportionately adjusted and the terms of the restrictions on such Restricted Stock Units shall be adjusted as the Committee shall determine to be equitably required for any increase or decrease in the number of issued and outstanding shares of Common Stock of the Company resulting from any stock dividend (but only on the Common Stock), stock split, subdivision, combination, reclassification, recapitalization or general issuance to the holders of Common Stock of rights to purchase Common Stock at substantially below Fair Market Value or any change in the number of such shares outstanding effected without receipt of cash or property or labor or services by the Company or for any spin-off, spin-out, split-up, split-off or other distribution of assets to shareholders.(b)Â Â Â Â Change in Control. The award of Restricted Stock Units shall not become immediately vested in the event that a Change in Control occurs, except to the extent required in any employment agreement or consulting agreement between the Company and the Participant or under the Companyâ€™s Executive Separation Policy, as amended from time to time and as applicable. In the event of a change in the Common Stock as presently constituted, which is limited to a change in all of its authorized shares without par value into the same number of shares with par value, the shares resulting from any such change shall be deemed to be the Common Stock within the meaning of the Plan.(c)Â Â Â Â Other Adjustments. The award of Restricted Stock Units pursuant to the Plan shall not affect in any way the right or power of the Company to make adjustments, reclassifications, reorganizations or changes of its capital or business structure or to merge or to consolidate or to dissolve, liquidate or sell, or transfer all or any part of its business or assets.6.Â Â Â Â Governing Law and Venue. This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its principles of conflict of laws. The parties agree that any action, suit or proceeding arising out of or related to this Agreement or the relationship of the Participant and the Company, shall be instituted only in the state or federal courts located in Maricopa County in the State of Arizona, and each party waives any objection which such party may now or hereafter have to such venue or jurisdictional court in any action, suit, or proceeding. Any and all services of process and any other notice in any such action, suit or proceeding shall be effective against any party if given by mail (registered or certified where possible, return receipt requested), postage prepaid, mailed to such party at the address set forth herein.7.Â Â Â Â Severability. The invalidity or enforceability of any one or more provisions of this Agreement shall not affect the validity or enforceability of any other provision of this Agreement, which shall remain in full force and effect. In the event that a court of competent jurisdiction should determine that any time period provided for in Section 4(h) or 4(k) is unenforceable, then such period shall be reduced to the longest period of time which such court shall deem enforceable, taking into consideration the purpose and intent of the Plan to serve the interests of the Company and its shareholders.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste68.Â Â Â Â Notices. All notices or other communications with respect to the Restricted Stock Units shall be deemed given and delivered in person or mailed by registered or certified mail (return receipt requested, postage prepaid) to the Companyâ€™s Stock Administrator at the following address (or such other address, as shall be specified by like notice of a change of address) and shall be effective upon receipt:Stock AdministratorÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Republic Services, Inc.Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â 18500 N. Allied WayÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Phoenix, AZ 850549.Â Â Â Â Waiver. The failure of any party at any time to require strict performance of any condition, promise, agreement or understanding set forth in this Agreement shall not be construed as a waiver or relinquishment of the right to require strict performance of the same condition, promise, agreement or understanding at a subsequent time.10.Â Â Â Â Interpretation/Provisions of Plan Control. In the event of any conflict between the provisions of the Plan and the provisions of this Agreement, the provisions of the Plan shall govern. The Participant hereby accepts as final, conclusive and binding, any decisions by the Committee with respect to the interpretation or administration of the Plan and this Agreement.11.Â Â Â Â Participant Bound by Plan. The Participant hereby acknowledges receipt of a copy of the Plan and agrees to be bound by all the terms, conditions and provisions thereof.12.Â Â Â Â Binding Effect. Subject to the limitations stated in this Agreement and in the Plan, this Agreement shall be binding upon and inure to the benefit of the successors and assigns of the Company and the Participantâ€™s heirs, legatees, distributees and personal representatives.13.Â Â Â Â Counterparts. This Agreement may be signed in any number of counterparts, each of which shall be an original, with the same effect as if the signatures thereto and hereto were upon the same instrument. The facsimile or email transmission of a signed signature page or an electronic acceptance of the Agreement, by any party to the other(s), shall constitute valid execution and acceptance of this Agreement by the signing/transmitting party.14.Â Â Â Â Section 409A.(a)Â Â Â Â General. It is the intention of both the Company and the Participant that the benefits and rights to which the Participant could be entitled pursuant to this Agreement comply with Section 409A of the Code and the Treasury Regulations and other guidance promulgated or issued thereunder (â€œSection 409Aâ€), to the extent that the requirements of Section 409A are applicable thereto, and the provisions of this Agreement shall be construed in a manner consistent with that intention. If the Participant or the Company believes, at any time, that any such benefit or right that is subject to Section 409A does not so comply, it shall promptly advise the other and shall negotiate reasonably and in good faith to amend the terms of such benefits and rights such that they comply with Section 409A (with the most limited possible economic effect on the Participant and on the Company).(b)Â Â Â Â No Representations as to Section 409A Compliance. Notwithstanding the foregoing, the Company does not make any representation to the Participant that the Restricted Stock Units awarded pursuant to this Agreement are exempt from, or satisfy, the requirements of Section 409A, and the Company shall have no liability or other obligation to indemnify or hold harmless the Participant or any Beneficiary for any tax, additional tax, interest or penalties that the Participant or any Beneficiary may incur in the event that any provision of this Agreement, or any amendment or modification thereof or any other action taken with respect thereto is deemed to violate any of the requirements of Section 409A.(c)Â Â Â Â Separation from Service. If and to the extent permitted by Treasury Regulations Section 1.409A-1(h)(5) or other applicable law, the Participant provides services both as an employee of the Company and as a member of the Board, the services provided as a member of the Board shall not be taken into account in determining whether the Participant has incurred a Separation from Service for purposes of Section 4(a) hereof.18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste7(d)Â Â Â Â 6 Month Delay for Specified Employees. (i)Â Â Â Â If the Participant is a â€œSpecified Employee,â€ then no payment or benefit that is payable on account of the Participantâ€™s â€œSeparation from Serviceâ€ shall be made before the date that is six months after the Participantâ€™s â€œSeparation from Serviceâ€ (or, if earlier, the date of the Participantâ€™s death) if and to the extent that such payment or benefit constitutes deferred compensation (or may be nonqualified deferred compensation) under Section 409A and such deferral is required to comply with the requirements of SectionÂ 409A. Any payment or benefit delayed by reason of the prior sentence shall be paid out or provided in a single lump sum at the end of such required delay period in order to catch up to the original payment schedule.(ii)Â Â Â Â For purposes of this provision, the Participant shall be considered to be a â€œSpecified Employeeâ€ if, at the time of his or her Separation from Service, the Participant is a â€œkey employee,â€ within the meaning of Section 416(i) of the Code, of the Company (or any person or entity with whom the Company would be considered a single employer under Section 414(b) or Section 414(c) of the Code) any stock in which is publicly traded on an established securities market or otherwise.(e)Â Â Â Â No Acceleration of Payments. Neither the Company nor the Participant, individually or in combination, may accelerate any payment or benefit that is subject to Section 409A, except in compliance with Section 409A and the provisions of this Agreement, and no amount that is subject to Section 409A shall be paid prior to the earliest date on which it may be paid without violating Section 409A.Â Â Â Â 15.Â Â Â Â Fractional Restricted Stock Units. Notwithstanding any provisions in this Agreement to the contrary, fractional Restricted Stock Units shall not vest until the date on which the Restricted Stock Units become 100% vested under Section 3 hereof, and no share of Common Stock will be issued for the fractional Restricted Stock Unit unless the fractional Restricted Stock Unit is for at least one-half of a Restricted Stock Unit; provided that if the Company determines to allow fractional shares of Common Stock to be distributed or made available under the Companyâ€™s compensation and benefit plans, any fractional share of Common Stock due under this Plan shall be distributed in the form of a fractional share of Common Stock, and the foregoing rounding rules shall cease to apply. IN WITNESS WHEREOF, the Company has caused this Agreement to be signed by a duly authorized officer, and the Participant has affixed his or her signature hereto.Â REPUBLIC SERVICES, INC.______________________________By: Jon Vander ArkÂ Chief Executive Officer and President18500 N. Allied Way Phoenix, AZ 85054 | RepublicServices.com | Environmental Services, Recycling & Waste EX-10.27 9 ex1027esppamendment.htm EX-10.27 DocumentEXHIBIT 10.27AMENDMENT NO. 1 TO THE REPUBLIC SERVICES, INC.2018 EMPLOYEE STOCK PURCHASE PLANWHEREAS, Republic Services, Inc., a Delaware corporation (the â€œCompanyâ€), adopted the Republic Services, Inc. 2018 Employee Stock Purchase Plan (the â€œPlanâ€), which was approved by the Companyâ€™s shareholders on May 11, 2018 at the Companyâ€™s 2018 Annual Meeting of Shareholders; andWHEREAS, capitalized terms used herein and not herein defined shall have the respective meanings ascribed thereto in the Plan; andWHEREAS, pursuant to the Section 18 of the Plan, the board of directors of the Company (the â€œBoardâ€) reserved the

right to amend the Plan; andWHEREAS, the Board deems it advisable and in the best interest of the Company and its stockholders to amend the Plan to provide for the purchase of fractional shares; andWHEREAS, the Board has determined that such amendment does not require the approval of the Companyâ€™s stockholders.NOW THEREFORE, the Plan is hereby amended, effective February 4, 2025, as follows:1.Section 8(a) of the Plan is amended in its entirety to read as follows:â€œ(a)Â Â Â Â A participantâ€™s option for the purchase of Common Stock shall be exercised automatically on the Exercise Date (even if such participant is no longer employed with the Company), and the maximum number of shares (including fractional shares) subject to an option shall be purchased for such participant at the applicable Purchase Price with the accumulated payroll deductions in his or her account.â€2.All other provisions of the Plan remain unchanged and in full force and effect.IN WITNESS WHEREOF, the Company has executed this Amendment on this 4th day of February, 2025.REPUBLIC SERVICES, INC.By: Â Â Â Â /s/ Catharine D. EllingsenÂ Â Â Â Â Â Â Name: Catharine D. EllingsenÂ Â Â Â Â Â Â Â Â Â Â Â Title: Executive Vice President, Chief Legal Officer,Chief Ethics & Compliance Officer and Corporate Secretary EX-10.28 10 ex1028sipamendment.htm EX-10.28 DocumentEXHIBIT 10.28AMENDMENT NO. 1 TO THE REPUBLIC SERVICES, INC.2021 STOCK INCENTIVE PLANWHEREAS, Republic Services, Inc., a Delaware corporation (the â€œCompanyâ€), adopted the Republic Services, Inc. 2021 Stock Incentive Plan (the â€œPlanâ€), which was approved by the Companyâ€™s shareholders on May 8, 2020 at the Companyâ€™s 2020 Annual Meeting of Shareholders; andWHEREAS, capitalized terms used herein and not herein defined shall have the respective meanings ascribed thereto in the Plan; andWHEREAS, pursuant to the Section 17(k) of the Plan, the board of directors of the Company (the â€œBoardâ€) reserved the right to amend the Plan; andWHEREAS, the Board deems it advisable and in the best interest of the Company and its stockholders to amend the Plan to permit the issuance of fractional shares of Common Stock; andWHEREAS, the Board has determined that such amendment does not require the approval of the Companyâ€™s stockholders.NOW THEREFORE, the Plan is hereby amended, effective February 4, 2025, as follows:1.Section 6(d) of the Plan is amended in its entirety to read as follows:â€œ(d)Â Â Â Â Recapitalization. If the outstanding shares of Common Stock are increased or decreased or changed into or exchanged for a different number or kind of shares or other securities of Republic by reason of any recapitalization, reclassification, reorganization, stock split, reverse split, combination of shares, exchange of shares, stock dividend or other distribution payable in capital stock of Republic or other increase or decrease in such shares effected without receipt of consideration by Republic occurring after the Effective Date, an appropriate and proportionate adjustment shall be made by the Committee to (i) the aggregate number and kind of shares of Common Stock available under the Plan; (ii) the aggregate limit of the number of shares of Common Stock that may be granted pursuant to an Incentive Stock Option, (iii) the limits on the number of shares of Common Stock that may be granted to an Eligible Individual in any one fiscal year; (iv) the calculation of the reduction of shares of Common Stock available under the Plan; (v) the number and kind of shares of Common Stock issuable upon exercise (or vesting) of outstanding Awards; (vi) the Exercise Price of outstanding Options or Stock Appreciation Rights granted under the Plan and/or (vii) number of shares of Common Stock subject to Awards granted to Non-Employee Directors under Section 13. Any adjustments made under this Section 6(d) with respect to any Incentive Stock Options must be made in accordance with Code Section 424.â€12.Section 10(e)(ii) of the Plan is amended in its entirety to read as follows:â€œ(ii)Â Â Â Â Termination of Employment for Death or Disability. If a Participantâ€™s employment or other service with the Company terminates by reason of the Participantâ€™s death or Disability prior to the end of a Performance Period, the Participant, or the Participantâ€™s estate, devisee or heir at law (whichever is applicable), shall be entitled to a payment of the Participantâ€™s outstanding Performance Units and Performance Share at the end of the applicable Performance Period, pursuant to the terms of the Plan and the Participantâ€™s Award Agreement; provided, however, that the Participant shall be deemed to have earned only that proportion of the Performance Units or Performance Shares granted to the Participant under such Award as the number of months of the Performance Period which have elapsed since the first day of the Performance Period for which the Award was granted to the end of the month in which the Participantâ€™s termination of employment or other service occurs, bears to the total number of months in the Performance Period, subject to the attainment of the Performance Goals associated with the Award as determined by the Committee. The right to receive any remaining Performance Units or Performance Shares shall be canceled and forfeited.â€3.All other provisions of the Plan remain unchanged and in full force and effect.IN WITNESS WHEREOF, the Company has executed this Amendment on this 4th day of February, 2025.REPUBLIC SERVICES, INC.By: Â Â Â Â /s/ Catharine D. EllingsenÂ Â Â Â Â Â Â Â Name: Catharine D. EllingsenÂ Â Â Â Â Â Â Â Â Â Â Â Title: Executive Vice President, Chief Legal Officer,Chief Ethics & Compliance Officer and Corporate Secretary2 EX-19.1 11 ex191insidertradingpolicy.htm EX-19.1 DocumentEXHIBIT 19.1INSIDER TRADING POLICYPURPOSE The purpose of this Insider Trading Policy (the â€œPolicyâ€) is to describe Republic Services, Inc.â€™s and its subsidiariesâ€™ (â€œRepublicâ€ or the â€œCompanyâ€) policies for compliance with federal securities laws regarding trading in securities on the basis of Material Nonpublic Information. SCOPE This Policy applies to all employees, officers, directors, consultants and contractors of the Company (collectively referred to in this Policy as â€œCompany Representativesâ€). REQUIREMENTS AND RESPONSIBILITIES Policy StatementAll Company Representatives who possess Material Nonpublic Information about the Company are prohibited from purchasing or selling securities, including debt and equity securities, of the Company (collectively referred to in this Policy as â€œCompany Securitiesâ€) or passing on such Material Nonpublic Information to others. Additionally, all Company Representatives are prohibited from trading in the securities of any other company if they are in possession of Material Nonpublic Information about that company that they obtained in the course of their employment with or service to the Company. Company Representatives are prohibited from engaging in certain specific transactions (â€œProhibited Transactionsâ€) at all times, regardless of their possession of Material Nonpublic Information. These Prohibited Transactions include hedging, pledging, â€œshort sales,â€ and â€œin-and-outâ€ trading of Company Securities, among other Prohibited Transactions, as more fully described in the related Insider Trading Procedures (the â€œProceduresâ€). This Policy and the Procedures do not apply to the following involving Company Representatives who are not Insiders:â€¢The exercise of an employee stock option (where the acquired shares are not sold) or the exercise of a tax withholding right pursuant to which a Company Representative elects to have the Company withhold shares subject to an option to satisfy tax withholding requirements. â€¢The exercise of a tax withholding right pursuant to which a Company Representative elects to tender back to the Company shares of vested restricted stock or to have the Company withhold shares issuable upon vesting of restricted stock units to satisfy tax withholding requirements at the time of vesting.This Policy and the Procedures do apply, however, to the following:â€¢Any sale of stock following a Company Representativeâ€™s exercise of an option as part of a broker-assisted cashless exercise of an option or any other market sale for the purpose of generating cash needed to pay the exercise price of an option or otherwise.â€¢Any Company Representativeâ€™s sale of stock following the vesting of shares of restricted stock or restricted stock units.Page 1Refer to the Procedures for information regarding responsibilities, controls and processes that must be followed to comply with this Policy. CONSEQUENCES OF NON-COMPLIANCE Any Republic employee, regardless of position or title, who violates any provision of this policy, may be subject to disciplinary action, including in certain circumstances termination of employment. Violations by any third party acting on behalf of the Company may result in removal of assignment.REPORTING AND PROTECTION FROM RETALIATION Employees are encouraged to speak up without fear of retaliation when they see or suspect policy violations. Retaliation is prohibited and will not be tolerated at Republic. Retaliation means that an employee is subjected to a negative consequence for reporting a concern under this Policy or participating in an investigation under this Policy. DEFINITIONS â€œInsidersâ€ means the Companyâ€™s Board of Directors (â€œdirectorsâ€) and officers as defined pursuant to Section 16 of the Securities Exchange Act of 1934, as amended. â€œMaterial Nonpublic Informationâ€ means any information about a company, or its business, not generally available to the public which a reasonable investor would consider important in deciding whether to buy, hold, or sell any securities in the company. The SEC and the courts have generally given a broad interpretation to what is considered â€œmaterial information.â€ The following is a non-exhaustive list of examples of Material Nonpublic Information: (i) information about a transaction that will significantly affect the financial condition of a company; (ii) projections of future earnings or losses; (iii) news of a pending or proposed merger, acquisition or tender offer; (iv) news of a significant sale of assets or the disposition of a subsidiary; (v) dividend actions; (vi) changes in management; (vii) major new customers, projects, products or services; (viii) impending bankruptcy or financial liquidity problems; (ix) gain or loss of a substantial contract; (x) important financing transactions; (xi) labor negotiations; (xii) major marketing changes; or (xiii) information about cyber security risks or incidents. Either positive or negative information may be material. Any information that could reasonably affect the market price of a security is material. When doubt exists, the information should be presumed to be material.Original effective date: 03/15/2010Latest revision date: 07/01/2023Page 2 EX-19.2 12 ex192insidertradingprocedu.htm EX-19.2 DocumentEXHIBIT 19.2Â Â Â Â INSIDER TRADING PROCEDURESPURPOSE The purpose of these Procedures is to explain the detailed steps and responsibilities to be followed in order to achieve compliance with Republicâ€™s Insider Trading Policy (the â€œPolicyâ€).SCOPE These Procedures apply to all employees, officers, directors, consultants and contractors of the Company (collectively referred to in these Procedures as â€œCompany Representativesâ€). GENERAL PROCEDURES, CONTROLS AND RESPONSIBILITIESThe following sets forth the responsibilities, controls, and processes, required to ensure compliance with the Policy. I.Employee ResponsibilitiesA.Employees1)Employees must comply with the Policy and these Procedures. Employees who violate the Policy or these Procedures are subject to disciplinary action, up to and including termination of employment.2)Employees must inform Immediate Family Members of those portions of the Policy and Procedures applicable to their activities.B.Officers, directors, consultants and contractors1)Officers, directors, consultants and contractors of the Company must comply with the Policy and these Procedures. Any officer, director, consultant or contractor who violates the Policy or these Procedures is subject to termination of the respective relationship with the Company. C.Company Representatives1)Each Company Representative is responsible for the transactions of their Immediate Family Members and must make them aware of the need to connect with the Company Representative before the Immediate Family Members trade in Company Securities. Pursuant to federal and state securities laws, Company Representatives may be subject to criminal and civil fines and penalties as well as imprisonment for engaging in transactions in the Companyâ€™s Securities at a time when they have knowledge of Material Nonpublic Information regarding the Company. If a Company Representative communicates information that someone else uses to trade illegally in securities, legal penalties can be imposed whether or not such person personally derived any benefit from the illegal trading. The Securities and Exchange Commission (the â€œSECâ€), the stock exchanges and the Financial Industry Regulatory Authority use sophisticated surveillance techniques to uncover improper trading.2)Company Representatives who are Insiders must comply with all additional restrictions imposed under Rule 144 of the Securities Act of 1933, Section 16 of the Securities Exchange Act of 1934 (the â€œActâ€), and other applicable state and federal laws. D.Company Representatives â€“ Post-Termination of Relationship.1)A Company Representative who is aware of Material Nonpublic Information when he or she terminates service with the Company may not trade in Company Securities until that information has become public or is no longer material. In all other respects, these Procedures will cease to apply to transactions in Company Securities as follows:i.If a Quarterly Blackout Period is in effect when the Company Representativeâ€™s service with the Company terminates, these Procedures will cease to apply to transactions in Company Securities when such Quarterly Blackout Period ends.ii.If a Quarterly Blackout Period is not in effect when the Company Representativeâ€™s service with the Company terminates, these Procedures will cease to apply immediately upon the Company Representativeâ€™s termination of service with the Company. II.General Procedures and ControlsA.When any Company Representative possesses Material Nonpublic Information about the Company, the Company Representatives and their Immediate Family Members are prohibited from:1)purchasing or selling (other than pursuant to a pre-approved trading plan that complies with RuleÂ 10b5-1 under the Act) any Company Securities while in possession of Material Nonpublic Information about the Company, or engaging in any other activity to take personal advantage of the Material Nonpublic Information; and2)selectively disclosing such Material Nonpublic Information to others who may trade Company Securities, including securities analysts, other market professionals and non-Company employees.A.Company Representatives must not communicate any nonpublic information about the Company to any person, including Immediate Family Members and friends, unless the person has a need to know the information for Company-related reasons. This prohibition applies without regard to the materiality of the information. B.Company Representatives must be discreet with nonpublic information and refrain from discussing it in public places where it can be overheard, such as elevators and other public spaces in the Companyâ€™s offices, restaurants, taxis and airplanes. Company Representatives must not discuss the Company or its business in an internet â€œchat roomâ€ or similar internet-based forum. To avoid even the appearance of impropriety, Company Representatives must at all times refrain from providing advice or making recommendations regarding the purchase or sale of the Company Securities or the securities of other companies of which they have knowledge as a result of their employment or association with the Company. C.Company Representatives must direct all inquiries seeking information regarding the Company, its business and financial results to the Companyâ€™s Corporate Investor Relations Department at (480) 627-2700.D.Any Company Representative who, in the course of working for or providing service to the Company, learns of Material Nonpublic Information about another company, including a customer or supplier of the Company, or a company with which the Company is engaged in discussions regarding the acquisition or disposition of assets, may not trade in the other companyâ€™s securities until the Material Nonpublic Information becomes public or is no longer material.III.Procedures for Trading After Public DisclosurePage 2A.Until Material Nonpublic Information has been publicly disclosed, Company Representatives must refrain from buying or selling the Company Securities until the Material Nonpublic Information has been adequately disseminated (e.g., by way of SEC filing, press release, etc.) to the public so that investors have the opportunity to evaluate the Material Nonpublic Information. B.Company Representatives must not enter into a trade immediately after the Company has made a public announcement of material information. The appropriate period between an announcement and a subsequent trade depends on the nature of the information disclosed. Generally, information regarding relatively simple matters will be deemed for purposes of the Policy and these Procedures to have been adequately disseminated to and absorbed by the market by the beginning of the second business day after its release. When more complex matters, such as a prospective major acquisition or disposition, are announced, it may be necessary to allow additional time for investors to absorb the information.C.Selective disclosure to a few persons does not constitute public dissemination of information. Material Nonpublic Information is not considered to be public merely because it is reflected by rumors or other unofficial statements in the marketplaceIV.Trading ProceduresA.Insiders and other persons selected by the Company from time to time and so notified by the Company (the â€œBlackout Personnelâ€) and their Immediate Family Members are prohibited from engaging in transactions involving Company Securities during Quarterly Blackout Periods. B.Blackout Personnel and their Immediate Family Members may engage in transactions involving Company Securities on dates that are outside of the Quarterly Blackout Periods, unless (i) they possess Material Nonpublic Information, (ii) the transaction is completed during a retirement plan blackout period, or (iii) in the case of Insiders, the trading results in short-swing profits under Section 16 of the Act. C.Insiders are prohibited from adopting any â€œnon-Rule 10b5-1 trading arrangementsâ€ as such term is defined in Item 408(c) of Regulation S-K unless such arrangement is approved by the Chief Legal Officer (or, in the case of an arrangement implemented by the Chief Legal Officer, the Chief Financial Officer) in writing.D.In the event any non-Rule 10b5-1 trading arrangements are approved, Insiders that adopt or terminate any such trading arrangements that are not otherwise prohibited by the Policy and these Procedures must immediately report to the Company in writing: (i) the names and titles of the individuals adopting or terminating the arrangement, (ii) the date of adoption or termination, (iii) the stated duration of the arrangement, and (iv) the aggregate amount of Company Securities to be sold or purchased under the arrangement.E.Blackout Personnel who have an unexpected and urgent need to sell Company Securities to generate cash during a Quarterly Blackout Period may, in appropriate circumstances, be permitted to sell Company Securities during the Quarterly Blackout Period. 1)The affected Blackout Personnel must request a hardship exception to the Quarterly Blackout Period from the Chief Legal Officer at least two days before the proposed trade. 2)The Chief Legal Officer may grant the hardship exception if he or she concludes that the Companyâ€™s earnings information for the applicable quarter does not constitute Material Nonpublic Information. 3)Under no circumstance will a hardship exception be granted during an event-specific blackout period (refer to Section V of these Procedures).Page 34)The affected Blackout Personnel must not possess any Material Nonpublic Information at the time of the sale.F.Insiders and their Immediate Family Members may not engage in any transaction involving Company Securities (including an option exercise, gift, loan, contribution to a trust, or any other transfer) without first obtaining pre-clearance of the transaction from the Companyâ€™s Chief Legal Officer. 1)The affected Insider must submit a request for pre-clearance to the Chief Legal Officer at least two days in advance of the proposed transaction. 2)The Chief Legal Officer is under no obligation to approve a trade submitted for pre-clearance, and may determine not to permit the trade, in their sole discretion.3)If, upon requesting pre-clearance, an Insider is advised that Company Securities may be traded, he or she may engage in the approved transaction within two business days after clearance is granted, but only if the Insider does not otherwise possess Material Nonpublic Information. 4)If for any reason the transaction is not completed within two business days, an Insider must obtain pre-clearance again before Company Securities may be traded. 5)If, upon requesting clearance, an Insider is advised that Company Securities may not be traded, he or she shall not engage in any trade of any type under any circumstances, nor may he or she inform anyone of the restriction. 6)The Insider may reapply for pre-clearance at a later date when trading restrictions may no longer be applicable.7)If a trade is completed, the Insider must cause his or her broker to report immediately to the Company (a) via

telephone and (b) in writing (via e-mail or fax) the details of the trade.G.Blackout Personnel or their Immediate Family Members may implement a trading plan under RuleÂ 10b5-1. 1)The Blackout Personnel must first submit the plan to the Chief Legal Officer (or, in the case of a plan implemented by the Chief Legal Officer, to the Chief Financial Officer) for written approval. 2)A trading plan will be approved only if it meets all of the conditions of Rule 10b5-1, including the following: i.a person may enter into a trading plan only when he or she does not possess Material Nonpublic Information;ii.in the case of any Insiders, trades under the trading plan cannot commence until the later of 90 days after the adoption of the trading plan or two business days after the disclosure of the Company's financial results on Form 10-Q for the fiscal quarter (or Form 10-K in the case of the fourth quarter), provided that in no event will such period be longer than 120 days after adoption of the trading plan;iii.in the case of any other Blackout Personnel, trades under the trading plan cannot commence until 30 days after the adoption of the trading plan;iv.Blackout Personnel must certify at the time of adoption or any modification of the trading plan that they are not aware of any Material Nonpublic Information and they Page 4are adopting the trading plan in good faith and not as part of a scheme to evade the prohibitions of Section 10(b) and Rule 10b-5 under the Act; v.Blackout Personnel adopting a new trading plan under Rule 10b5-1 may not have any other outstanding Rule 10b5-1 trading plans and may not subsequently enter into any additional Rule 10b5-1 trading plan, subject to certain exceptions;vi.Blackout Personnel may not adopt, in any 12-month period, more than one Rule 10b5-1 trading plan that is designed to effect the open-market purchase or sale of the total amount of securities as a single transaction; and vii.a person entering a plan must act in good faith with respect to the plan. 3)A person who is subject to a blackout period may not enter into a trading plan during the blackout period. 4)Transactions effected pursuant to a pre-cleared trading plan will not require further pre-clearance at the time of the transaction, nor will such transactions be subject to the restrictions on trading Company Securities during the Quarterly Blackout Periods or the Event-Specific Blackout Periods described in Section V of these Procedures, if in each case the trading plan specifies the dates, prices and amounts of the contemplated trades or establishes a formula for determining the dates, prices and amounts. 5)A person must submit any amendments or modifications to any trading plan to the Chief Legal Officer (or, in the case of a trading plan implemented by the Chief Legal Officer, to the Chief Financial Officer) for approval. Note that, under Rule 10b5-1, any modification to the amount, pricing or timing of purchases or sales of securities under an outstanding trading plan constitutes the termination of such plan and the adoption of a new trading plan, which new trading plan will be required to meet the cooling-off period and other applicable conditions of Rule 10b5-1. 6)A person must notify the Chief Legal Officer (or, in the case of a trading plan implemented by the Chief Legal Officer, the Chief Financial Officer) of any termination of a trading plan.7)The Insider must cause his or her broker to report immediately to the Company (a) via telephone and (b) in writing (via e-mail or fax) the details of any trading plan transaction.V.Event-Specific Blackout PeriodsA.An event may occur that is material to the Company and is known by only a few directors or executives. So long as the event remains material and nonpublic, directors, executive officers, and any other persons designated by the Chief Legal Officer may not trade in Company Securities. B.No person with knowledge of the event may announce the existence of an event-specific blackout to any other person, other than to those who are aware of the event giving rise to the blackout. Notwithstanding the foregoing, if a person whose trades are subject to pre-clearance approval requests permission to trade in the Company Securities during an event-specific blackout, the Chief Legal Officer may inform the requester of the existence of a blackout period, without disclosing the reason for the blackout. Any person made aware of the existence of an event-specific blackout should not disclose the existence of the blackout to any other person. C.The failure of the Chief Legal Officer to designate a person as being subject to an event-specific blackout will not relieve that person of the obligation not to trade while aware of Material Nonpublic Information.Page 5VI.Prohibited TransactionsA.There are many transactions involving Company Securities that might be technically â€œlegalâ€ for a Company Representative to engage in while he or she is not in possession of Material Nonpublic Information. Some of these transactions are designed to lock in profits, which may adversely impact the Company Representativeâ€™s incentive to see the value of the Company Securities increase and therefore might send a negative message to the market. Other transactions (such as short sales or trading in options) create the appearance that the Company Representative is using inside information to â€œbetâ€ on the Companyâ€™s short-term performance. Still other transactions (such as margining or pledging Company Securities) can put the Company Representative (or the pledgee) at risk of being forced to sell the pledged Securities at an inappropriate time. For all of these reasons, all Company Representatives and their Immediate Family Members are prohibited from engaging in the following activities at any time (collectively, â€œProhibited Transactionsâ€):1)purchasing or selling â€œputsâ€ or â€œcallsâ€ for Company Securities or other derivative securities related to Company Securities (Note: the funds in the Companyâ€™s Deferred Compensation Plan that are based on Republicâ€™s stock are not derivative securities for these purposes); 2)effectuating a â€œshort saleâ€ (the sale of Company Securities or derivatives thereof that are not owned and where delivery is made with borrowed, or subsequently purchased, Company Securities or derivatives thereof or a â€œshort sale against the boxâ€ (a sale with delayed delivery of Company Securities or derivatives thereof);3)placing â€œstanding ordersâ€ (other than pursuant to a pre-cleared trading plan under RuleÂ 10b5-1); 4)engaging in short-term or â€œin-and-outâ€ trading in any Company Securities or derivatives thereof; 5)holding Company Securities or derivatives thereof in a margin account or pledging Company Securities or derivatives thereof as collateral for a loan; or6)engaging in any similar transaction related to Company Securities or derivatives thereof.B.Company Representatives and their Immediate Family Members may not assist or advise third persons in making any transaction that the Company Representative is prohibited from making under the Policy and these Procedures.DEFINITIONS â€œCompany Securitiesâ€ means debt and equity securities of the Company. â€œImmediate Family Membersâ€ means a Company Representativeâ€™s family member (child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law) sharing the same household, as well as any family members who do not live in the Company Representativeâ€™s household but whose transactions in Company Securities are directed by the Company Representative or are subject to the Company Representativeâ€™s influence or control (such as parents or children who consult with the Company Representative before they trade in Company Securities).â€œInsidersâ€ means the Companyâ€™s Board of Directors (â€œdirectorsâ€) and officers as defined pursuant to Section 16 of the Act. â€œMaterial Nonpublic Informationâ€ means any information about a company, or its business, not generally available to the public which a reasonable investor would consider important in deciding whether to buy, hold, or sell any securities in the company. The SEC and the courts have generally given a broad interpretation to what is considered â€œmaterial information.â€ The following is a non-exhaustive list of examples of Material Nonpublic Information: (i) information about a Page 6transaction that will significantly affect the financial condition of a company; (ii) projections of future earnings or losses; (iii) news of a pending or proposed merger, acquisition or tender offer; (iv) news of a significant sale of assets or the disposition of a subsidiary; (v) dividend actions; (vi) changes in management; (vii) major new customers, projects, products or services; (viii) impending bankruptcy or financial liquidity problems; (ix) gain or loss of a substantial contract; (x) important financing transactions; (xi) labor negotiations; (xii) major marketing changes; or (xiii) information about cyber security risks or incidents. Either positive or negative information may be material. Any information that could reasonably affect the market price of a security is material. When doubt exists, the information should be presumed to be material.â€œQuarterly Blackout Periodsâ€ means the blackout periods that begin on March 15, June 15, September 15, and December 15 each year and continue through the beginning of the second day following the Companyâ€™s quarterly earnings announcement. Announcements made in the morning prior to the start of trading on the New York Stock Exchange will be deemed to have been made on the immediately preceding day. Original effective date: 03/15/2010Latest revision date: 07/01/2023Page 7 EX-19.3 13 ex193republicservicesshare.htm EX-19.3 Document EXHIBIT 19.3Republic Services Share Repurchase PolicyPurposeThis policy sets guidelines for Republic Services, Inc. (the â€œCompanyâ€) to follow when repurchasing shares of the Companyâ€™s common stock or other publicly listed Company securities (â€œRepublic Securitiesâ€). The United States tax and securities laws, as well as the tax and securities laws of the various countries where the Company has subsidiaries, may place significant restrictions on dealing of any kind in Republic Securities.RestrictionIn general, the Company and any employee acting on behalf of the Company are not allowed to deal in Republic Securities. Exceptions to this restriction include (i) transactions in Republic Securities by, and for the benefit of, Company employees who are subject to the Companyâ€™s Insider Trading Policy, (ii) any Company share repurchase program authorized by the Companyâ€™s Board of Directors (the â€œBoardâ€) and managed and executed by (or under the direction of) Company management pursuant to the Boardâ€™s authority, (iii) any debt repurchase or tender offer program authorized by the Board and managed and executed by (or under the direction of) Company management pursuant to the Boardâ€™s authority, (iv) certain Company employee benefit or stock plans approved by the Board that involve the issuance, sale, purchase, cancellation or other transactions in Republic Securities by the Company, and (v) any other transaction, program or activity involving the Company transacting in Republic Securities that is specifically authorized by the Board. Share Repurchase ProgramsThe Company may choose to repurchase shares of Company common stock as part of a publicly announced share repurchase program authorized by the Companyâ€™s Board, including through the use of plans designed to comply with Rules 10b5-1 and 10b-18 of the Securities Exchange Act of 1934, as amended. Any such share repurchase program may be extended, suspended or discontinued at any time.On a quarterly basis, an update of share repurchase activity is provided to the Board and the Finance Committee of the Board. If there are any material updates to the program, those updates are disclosed publicly. The timing, magnitude and volume of individual share repurchase contracts under the program during the fiscal year, as well as the brokers utilized to execute share repurchase contracts, are at the discretion of management and must be in compliance with all applicable securities laws. To the extent possible and subject to the next sentence, repurchase contracts or cancellation of existing contracts, if applicable, must be entered into or cancelled, as applicable, during an open trading window under the Companyâ€™s Insider Trading Policy. In all cases, the Chief Legal Officer and the Chief Financial Officer or their respective designee must confirm that the Company is not in possession of material non-public information prior to entering into a new contract or cancelling an existing contract. Company employees with direct responsibility for managing any share repurchase program will provide the Companyâ€™s Legal Department with any share purchase data necessary for the Companyâ€™s securities filings.(Dated: February 11, 2025)2 EX-21.1 14 exhibit211-subsidiariesoft.htm EX-21.1 DocumentExhibit 21.1Subsidiaries and AffiliatesJurisdiction of Formation11456091 Canada Inc.Canada (Federal)130 Environmental Park, LLCGeorgia15974356 Canada Inc.Canada (Federal)16037721 Canada Inc.Canada (Federal)25 Ashdown Road Solar, LLCDelaware3G&LGeorgia623 Landfill, Inc.Virginia8 M Properties, LLCNorth Carolina8439117 Canada Inc.Canada (Federal)A D A J CorporationCaliforniaA-Best Disposal, Inc.OhioAbilene Landfill TX, LPDelawareAce Disposal Services, Inc.OhioACT Property Acquistion Partners III, LLCCaliforniaACT Property Acquistion Partners IV, LLCCaliforniaACT Property Acquistion Partners V, LLCCaliforniaACT Property Acquistion Partners VI, LLCCaliforniaACT Property Acquistion Partners, 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Holding Company, LLCDelawareNRC NY Environmental Services, Inc.DelawareNRC Payroll Management LLCDelawareNRC Servicing LimitedUnited KingdomNY RNM Project1, LLCDelawareNY RNM Project1A, LLCDelawareNY RNM Project2, LLCDelawareNY RNM Project3, LLCDelawareNY RNM Project4, LLCDelawareOahu SPE 101-14 LLCHawaiiOahu SPE 101-19 LLCHawaiiOahu SPE 101-2 LLCHawaiiOahu SPE 101-4 LLCHawaiiOahu SPE 101-9 LLCHawaiiOakland Heights Development, Inc.MichiganObscurity Land Development, LLCVirginiaOceanside Waste & Recycling ServicesCaliforniaOhio Republic Contracts, II, Inc.DelawareOhio Republic Contracts, Inc.OhioOklahoma City Landfill, L.L.C.OklahomaOP-TECH Avix, Inc.New YorkOscar's Collection System of Fremont, Inc.NebraskaOSRV Holdings, Inc.DelawareOtay Landfill, Inc.CaliforniaOttawa County Landfill, Inc.DelawarePackerton Land Company, L.L.C.DelawarePalomar Transfer Station, Inc.CaliforniaExhibit 21.1Peltier Real Estate CompanyOregonPeninsula Waste Systems, LLCMarylandPerdomo & Sons, Inc.CaliforniaPinal County Landfill Corp.ArizonaPine Bend Holdings L.L.C.DelawarePine Hill Farms Landfill TX, LPDelawarePinecrest Landfill OK, LLCDelawarePittsburg County Landfill, Inc.OklahomaPleasant Oaks Landfill TX, LPDelawarePort Clinton Landfill, Inc.OhioPortable Storage Co.OregonPreble County Landfill, Inc.OhioPrice & Sons Recycling CompanyGeorgiaPrichard Landfill CorporationWest VirginiaQuail Run Services, LLCTexasR.C. Miller Enterprises, Inc.OhioR.C. 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Orange RD Solar LLCDelawareWarner Hill Development CompanyOhioWasatch Regional Landfill, Inc.UtahWaste Control Systems, Inc.OregonWaste Repurposing International, Inc.DelawareWaste Services Group, LLCDelawareWaste Services of Alabama, LLCAlabamaWaste Services of Georgia, LLCGeorgiaWaste Services of Hattiesburg, LLCMississippiWaste Services of Kentucky, LLCKentuckyWaste Services of New York, Inc.New YorkWaste Services of Tennessee, LLCTennesseeWaste Services of Texas, LLCTexasWastehaul, Inc.IndianaWayne County Land Development, LLCNew YorkWayne County Landfill IL, Inc.DelawareWayne Developers, LLCGeorgiaWayne Disposal, Inc.MichiganWDTR, Inc.OregonWebster Parish Landfill, L.L.C.DelawareWellkept LLCDelawareWest Brookfield Boston Post Road Solar LLCDelawareWest Contra Costa Energy Recovery CompanyCaliforniaWest Contra Costa Sanitary Landfill, Inc.CaliforniaWest County Landfill, Inc.CaliforniaWest County Resource Recovery, Inc.CaliforniaWest Street Solar 1, LLCDelawareWhispering Pines Landfill TX, LPDelawareWilbur Woods Solar LLCDelawareWillamette Resources, Inc.OregonWilliams County Landfill Inc.OhioWilliamsburg East Street Solar LLCDelawareWillow Ridge Landfill, LLCDelawareWilshire Disposal ServiceCaliforniaWinchendon Ash Street Solar 1 LLCDelawareWinchendon Lincoln Avenue Solar 1 LLCDelawareWinchendon Lincoln Avenue Solar 2 LLCDelawareExhibit 21.1WJR Environmental, Inc.WashingtonWoodlake Sanitary Service, Inc.MinnesotaZakaroff ServicesCaliforniaZPD-PT Solar Project 2017-001 LLCMassachusettsZPD-PT Solar Project 2017-003 LLCMassachusettsZPD-PT Solar Project 2017-007 LLCMassachusettsZPD-PT Solar Project 2017-008 LLCMassachusettsZPD-PT Solar Project 2017-011 LLCMassachusettsZPD-PT Solar Project 2017-014 LLCMassachusettsZPD-PT Solar Project 2017-017 LLCMassachusettsZPD-PT Solar Project 2017-021 LLCMassachusettsZPD-PT Solar Project 2017-023 LLCMassachusettsZPD-PT Solar Project 2017-024 LLCMassachusettsZPD-PT Solar Project 2017-038 LLCMassachusettsZPD-PT Solar Project 2017-044 LLCMassachusetts EX-23.1 15 exhibit231-consentofernsty.htm EX-23.1 DocumentEXHIBIT 23.1Consent of Independent Registered Public Accounting FirmWe consent to the incorporation by reference in the following Registration Statements: FormÂ S-8No.Â 333-150943Republic Services, Inc. 2007 Stock Incentive PlanFormÂ S-8No.Â 333-156070Republic Services, Inc. 2006 Incentive Stock Plan (f/k/a Allied Waste Industries, Inc. 2006 Incentive Stock Plan) and Republic Services, Inc. 2005 Non-Employee Director Equity Compensation Plan (f/k/a Allied Waste Industries, Inc. 2005 Non-Employee Director Equity Compensation Plan)FormÂ S-8No.Â 333-170174Republic Services, Inc. Deferred Compensation PlanFormÂ S-8No.Â 333-175879Republic Services, Inc. Amended and Restated 2007 Stock Incentive PlanForm S-8No. 333-221582Republic Services, Inc. Deferred Compensation PlanForm S-8No. 333-228002Republic Services, Inc. 2018 Employee Stock Purchase Plan Form S-8No. 333-249990Republic Services, Inc. 2021 Stock Incentive PlanForm S-3No. 333-266553Registration Statementof our reports dated FebruaryÂ 13, 2025, with respect to the consolidated financial statements of Republic Services, Inc. and the effectiveness of internal control over financial reporting of Republic Services, Inc., included in this Annual Report (Form 10-K) of Republic Services, Inc. for the year ended December 31, 2024./s/ Ernst & Young LLPPhoenix, ArizonaFebruaryÂ 13, 2025 EX-31.1 16 exhibit311rule13a-14a15dx1.htm EX-31.1 DocumentEXHIBIT 31.1CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a),AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Jon Vander Ark, certify that:1.I have reviewed this 2024 Annual Report on Form 10-K of Republic Services, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:a.Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b.Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c.Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd.Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a.All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb.Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting./s/Â Â Â Â JON VANDER ARKJon Vander ArkPresident and Chief Executive Officer(Principal Executive Officer)Date: FebruaryÂ 13, 2025 EX-31.2 17 exhibit312rule13a-14a15dx1.htm EX-31.2 DocumentEXHIBIT 31.2CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a),AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Brian DelGhiaccio, certify that:1.I have reviewed this 2024 Annual Report on Form 10-K of Republic Services, Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrantâ€™s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:a.Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b.Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c.Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd.Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and5.The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions):a.All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; andb.Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting./s/Â Â Â Â BRIAN DELGHIACCIOBrian DelGhiaccioExecutive Vice President,Chief Financial Officer(Principal Financial Officer)Date: FebruaryÂ 13, 2025 EX-32.1 18 exhibit321section1350certi.htm EX-32.1 DocumentEXHIBIT 32.1CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350,AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Annual Report on Form 10-K of Republic Services, Inc. (the Company) for the annual period ended December 31, 2024 as filed with the Securities and Exchange Commission on the date hereof (the Report), I, Jon Vander Ark, President and Chief Executive Officer of the Company, hereby certify, pursuant to 18 U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge:Â 1.The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and2.The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company./s/Â Â Â Â JON VANDER ARKJon Vander ArkPresident and Chief Executive Officer(Principal Executive Officer)Date: FebruaryÂ 13, 2025 EX-32.2 19 exhibit322section1350certi.htm EX-32.2 DocumentEXHIBIT 32.2CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350,AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002In connection with the Annual Report on Form 10-K of Republic Services, Inc. (the Company) for the annual period ended December 31, 2024 as filed with the Securities and Exchange Commission on the date hereof (the Report), I, Brian DelGhiaccio, Chief Financial Officer of the Company, hereby certify, pursuant to 18 U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge:1.The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and2.The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company./s/Â Â Â Â BRIAN DELGHIACCIOBrian DelGhiaccioExecutive Vice President,Chief Financial Officer(Principal Financial Officer)Date: FebruaryÂ 13, 2025 EX-101.SCH 20 rsg-20241231.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 0000002 - Document - Audit Information link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Consolidated Balance Sheets link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Consolidated Balance Sheets (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Consolidated Statements of Income link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Consolidated Statements of Comprehensive Income link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Consolidated Statements of Stockholders' Equity link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Consolidated Statements of Cash Flows link:presentationLink link:calculationLink link:definitionLink 9952157 - Disclosure - Basis of Presentation link:presentationLink link:calculationLink link:definitionLink 9952158 - Disclosure - Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Business Acquisitions, Investments and Restructuring Charges link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Property and Equipment, Net link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Goodwill and Other Intangible Assets, Net link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Other Assets link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - Other Liabilities link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - Landfill and Environmental Costs link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - Debt link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - Leases link:presentationLink link:calculationLink link:definitionLink 9952167 - Disclosure - Income Taxes link:presentationLink link:calculationLink link:definitionLink 9952168 - Disclosure - Employee Benefit Plans link:presentationLink link:calculationLink link:definitionLink 9952169 - Disclosure - Share Repurchases and Dividends link:presentationLink link:calculationLink link:definitionLink 9952170 - Disclosure - Earnings Per Share link:presentationLink link:calculationLink link:definitionLink 9952171 - Disclosure - Segment Reporting link:presentationLink link:calculationLink link:definitionLink 9952172 - Disclosure - Revenue link:presentationLink link:calculationLink link:definitionLink 9952173 - Disclosure - Changes in Accumulated Other Comprehensive Loss by Component link:presentationLink link:calculationLink link:definitionLink 9952174 - Disclosure - Financial Instruments link:presentationLink link:calculationLink link:definitionLink 9952175 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 9955511 - Disclosure - Summary of Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 9955512 - Disclosure - Summary of Significant Accounting Policies (Tables) link:presentationLink link:calculationLink link:definitionLink 9955513 - Disclosure - Business Acquisitions, Investments and Restructuring Charges (Tables) link:presentationLink link:calculationLink link:definitionLink 9955514 - Disclosure - Property and Equipment, Net (Tables) link:presentationLink link:calculationLink link:definitionLink 9955515 - Disclosure - Goodwill and Other Intangible Assets, Net (Tables) link:presentationLink link:calculationLink link:definitionLink 9955516 - Disclosure - Other Assets (Tables) link:presentationLink link:calculationLink link:definitionLink 9955517 - Disclosure - Other Liabilities (Tables) link:presentationLink link:calculationLink link:definitionLink 9955518 - Disclosure - Landfill and Environmental Costs (Tables) link:presentationLink link:calculationLink link:definitionLink 9955519 - Disclosure - Debt (Tables) link:presentationLink link:calculationLink link:definitionLink 9955520 - Disclosure - Leases (Tables) link:presentationLink link:calculationLink link:definitionLink 9955521 - Disclosure - Income Taxes (Tables) link:presentationLink link:calculationLink link:definitionLink 9955522 - Disclosure - Employee Benefit Plans (Tables) link:presentationLink link:calculationLink link:definitionLink 9955523 - Disclosure - Share Repurchases and Dividends (Tables) link:presentationLink link:calculationLink link:definitionLink 9955524 - Disclosure - Earnings Per Share (Tables) link:presentationLink link:calculationLink link:definitionLink 9955525 - Disclosure - Segment Reporting (Tables) link:presentationLink link:calculationLink link:definitionLink 9955526 - Disclosure - Revenue (Tables) link:presentationLink link:calculationLink link:definitionLink 9955527 - Disclosure - Changes in Accumulated Other Comprehensive Loss by Component (Tables) link:presentationLink link:calculationLink link:definitionLink 9955528 - Disclosure - Financial Instruments (Tables) link:presentationLink link:calculationLink link:definitionLink 9955529 - Disclosure - Commitments and Contingencies (Tables) link:presentationLink link:calculationLink link:definitionLink 9955530 - Disclosure - Basis of Presentation (Details) link:presentationLink link:calculationLink link:definitionLink 9955531 - Disclosure - Summary of Significant Accounting Policies (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955532 - Disclosure - Summary of Significant Accounting Policies (Allowance for Doubtful Accounts) (Details) link:presentationLink link:calculationLink link:definitionLink 9955533 - Disclosure - Summary of Significant Accounting Policies (Property and Equipment) (Details) link:presentationLink link:calculationLink link:definitionLink 9955534 - Disclosure - Business Acquisitions, Investments and Restructuring Charges (Acquisitions) (Details) link:presentationLink link:calculationLink link:definitionLink 9955535 - Disclosure - Business Acquisitions, Investments and Restructuring Charges (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955536 - Disclosure - Property and Equipment, Net (Details) link:presentationLink link:calculationLink link:definitionLink 9955537 - Disclosure - Property and Equipment, Net (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955538 - Disclosure - Goodwill and Other Intangible Assets, Net (Schedule of Goodwill) (Details) link:presentationLink link:calculationLink link:definitionLink 9955539 - Disclosure - Goodwill and Other Intangible Assets, Net (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955540 - Disclosure - Goodwill and Other Intangible Assets, Net (Finite-lived Intangible Assets) (Details) link:presentationLink link:calculationLink link:definitionLink 9955541 - Disclosure - Goodwill and Other Intangible Assets, Net (Future Amortization Expense) (Details) link:presentationLink link:calculationLink link:definitionLink 9955542 - Disclosure - Other Assets (Prepaid Expenses and Other Current Assets) (Details) link:presentationLink link:calculationLink link:definitionLink 9955543 - Disclosure - Other Assets (Other Assets) (Details) link:presentationLink link:calculationLink link:definitionLink 9955544 - Disclosure - Other Liabilities (Other Accrued and Other Long-Term Liabilities) (Details) link:presentationLink link:calculationLink link:definitionLink 9955545 - Disclosure - Other Liabilities (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955546 - 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Disclosure - Income Taxes (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955569 - Disclosure - Income Taxes (Deferred Income Tax Asset and Liability) (Details) link:presentationLink link:calculationLink link:definitionLink 9955570 - Disclosure - Income Taxes (Deferred Tax Valuation Allowance) (Details) link:presentationLink link:calculationLink link:definitionLink 9955571 - Disclosure - Income Taxes (Unrecognized Tax Benefits) (Details) link:presentationLink link:calculationLink link:definitionLink 9955572 - Disclosure - Employee Benefit Plans (Stock-Based Compensation Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955573 - Disclosure - Employee Benefit Plans (Restricted Stock Unit Activity) (Details) link:presentationLink link:calculationLink link:definitionLink 9955574 - Disclosure - Employee Benefit Plans (Restricted Stock Units) (Details) link:presentationLink link:calculationLink link:definitionLink 9955575 - Disclosure - Employee Benefit Plans (Performance Shares Activity) (Details) link:presentationLink link:calculationLink link:definitionLink 9955576 - Disclosure - Employee Benefit Plans (Performance Shares and Compensation Expense) (Details) link:presentationLink link:calculationLink link:definitionLink 9955577 - Disclosure - Employee Benefit Plans (Collective Bargaining Agreements and Multiemployer Pension Plans) (Details) link:presentationLink link:calculationLink link:definitionLink 9955578 - Disclosure - Employee Benefit Plans (Pension Plans) (Details) link:presentationLink link:calculationLink link:definitionLink 9955579 - Disclosure - Employee Benefit Plans (Defined Contribution Plan) (Details) link:presentationLink link:calculationLink link:definitionLink 9955580 - Disclosure - Employee Benefit Plans (Deferred Compensation Plan) (Details) link:presentationLink link:calculationLink link:definitionLink 9955581 - Disclosure - Share Repurchases and Dividends (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955582 - Disclosure - Share Repurchases and Dividends (Share Repurchase Activity) (Details) link:presentationLink link:calculationLink link:definitionLink 9955583 - Disclosure - Earnings Per Share (Details) link:presentationLink link:calculationLink link:definitionLink 9955584 - Disclosure - Segment Reporting (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955585 - Disclosure - Segment Reporting (Summarized Financial Information) (Details) link:presentationLink link:calculationLink link:definitionLink 9955586 - Disclosure - Segment Reporting (Reconciliation of Adjusted EBITDA to Income Before Income Tax Provision) (Details) link:presentationLink link:calculationLink link:definitionLink 9955587 - Disclosure - Revenue (Revenue by Service Line) (Details) link:presentationLink link:calculationLink link:definitionLink 9955588 - Disclosure - Revenue (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955589 - Disclosure - Changes in Accumulated Other Comprehensive Loss by Component (Details) link:presentationLink link:calculationLink link:definitionLink 9955590 - Disclosure - Changes in Accumulated Other Comprehensive Loss by Component (Reclassifications) (Details) link:presentationLink link:calculationLink link:definitionLink 9955591 - Disclosure - Changes in Accumulated Other Comprehensive Loss by Component (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955592 - Disclosure - Financial Instruments (Fair Value of Assets and Liabilities) (Details) link:presentationLink link:calculationLink link:definitionLink 9955593 - Disclosure - Financial Instruments (Fair Value Measurements) (Details) link:presentationLink link:calculationLink link:definitionLink 9955594 - Disclosure - Commitments and Contingencies (Narrative) (Details) link:presentationLink link:calculationLink link:definitionLink 9955595 - Disclosure - Commitments and Contingencies (Unconditional Purchase Commitments) (Details) link:presentationLink link:calculationLink link:definitionLink 9955596 - Disclosure - Commitments and Contingencies (Schedule of Cash, Cash Equivalents and Restricted Cash) (Details) link:presentationLink link:calculationLink link:definitionLink 9955597 - Disclosure - Commitments and Contingencies (Restricted Cash and Marketable Securities) (Details) link:presentationLink link:calculationLink link:definitionLink 9955598 - Disclosure - Commitments and Contingencies (Financial Instruments and Collateral) (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 21 rsg-20241231_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 22 rsg-20241231_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 23 rsg-20241231_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Operating Leases Lessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] Percentage of eligible compensation contributed by employer Share-Based Compensation Arrangement by Share-Based Payment Award, Maximum Employee Subscription Rate Adjustments to reconcile net income to cash provided by operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Remaining authorized purchase capacity Share Repurchase Program, Remaining Authorized, Amount Total Debt Long-term debt, carrying value Long-Term Debt and Lease Obligation, Including Current Maturities Cover [Abstract] Thereafter Lessee, Operating Lease, Liability, to be Paid, after Year Five Increase (decrease) in cash, cash equivalents, restricted cash and restricted cash equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Activity in environmental remediation liabilities Accrual for Environmental Loss Contingencies [Roll Forward] Schedule of Multiemployer Plans [Table] Multiemployer Plan [Table] Summary of Lessee, operating lease, liability, maturity Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Total Lease Liabilities Payments Due [Abstract] Lease Liabilities Payments Due [Abstract] 2026 Future Payment To Settle Asset Retirement Obligation Year Two Future payment to settle asset retirement obligation year two. Income Tax Jurisdiction [Domain] Income Tax Jurisdiction [Domain] Trading Symbol Trading Symbol Number of vesting installments Share-Based Compensation Arrangement By Share-Based Payment Award, Number Of Vesting Installments Share-Based Compensation Arrangement By Share-Based Payment Award, Number Of Vesting Installments Comprehensive income Comprehensive Income (Loss), Net of Tax, Including Portion Attributable to Noncontrolling Interest Long-term debt, net of current maturities Long-term portion Long-Term Debt and Lease Obligation Defined Benefit Pension Plan Accumulated Defined Benefit Plans Adjustment Including Portion Attributable to Noncontrolling Interest [Member] Non-NEOs Non-NEOs [Member] Cash dividends per common share (in dollars per share) Quarterly dividend per share (in dollars per share) Common Stock, Dividends, Per Share, Declared Allowance for doubtful accounts Accounts Receivable, Allowance for Credit Loss, Current Thereafter Accrual for Environmental Loss Contingency, Undiscounted, to be Paid, after Year Five Line of Credit Facility [Table] Line of Credit Facility [Table] Accounts receivable Increase (Decrease) in Accounts Receivable Percentage of funded status of pension protection act critical zone maximum, less than Percentage Of Funded Status Of Pension Protection Act Critical Zone Maximum Percentage of funded status of pension protection act critical zone maximum. Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Land Land [Member] Award Timing Disclosures [Line Items] Investment, Name [Domain] Investment, Name [Domain] Schedule of activity in allowance for doubtful accounts Financing Receivable, Allowance for Credit Loss [Table Text Block] Portion at Fair Value Measurement Portion at Fair Value Measurement [Member] Finance lease cost Cash paid for amounts included in the measurement of lease liabilities Lease, Cost [Abstract] Construction-in-progress â€“ landfill Construction In Progress Landfill [Member] Construction-in-progress - landfill. Operating Lease, Liability, Noncurrent, Statement of Financial Position [Extensible List] Operating Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration] Revenue from Contract with Customer [Abstract] Revenue from Contract with Customer [Abstract] SEC Schedule, 12-09, Valuation Allowances and Reserves Type [Axis] SEC Schedule, 12-09, Valuation Allowances and Reserves Type [Axis] Plan Name [Domain] Plan Name [Domain] Other assets Total Other Assets, Noncurrent Leases [Abstract] Leases [Abstract] Environmental Loss Contingency, Current, Statement of Financial Position [Extensible Enumeration] Environmental Loss Contingency, Current, Statement of Financial Position [Extensible Enumeration] Beginning Balance Ending Balance Finite-Lived Intangible Assets, Gross Reconciliations of the statutory federal income tax rate to our effective tax Effective Income Tax Rate Reconciliation, Percent [Abstract] Operating Segments Operating Segments [Member] Cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Cash provided by operating activities: Net Cash Provided by (Used in) Operating Activities [Abstract] Capitalized Contract Cost [Line Items] Capitalized Contract Cost [Line Items] Summary of changes in accumulated other comprehensive income (loss) by component Schedule of Accumulated Other Comprehensive Income (Loss) [Table Text Block] Schedule of performance shares award outstanding activity Share-Based Payment Arrangement, Performance Shares, Outstanding Activity [Table Text Block] Purchases of restricted marketable securities Payments to Acquire Restricted Investments Total future payments for final capping, closure and post-closure Future Payment To Settle Asset Retirement Obligation Net Future payment to settle asset retirement obligation, net. Net operating loss carryforwards Deferred Tax Assets, Operating Loss Carryforwards, State and Local Accretion Accretion expense Asset Retirement Obligation, Accretion Expense Bonds and fixed income - restricted cash and marketable securities and other assets Financial Instruments, Owned, Corporate Debt, at Fair Value Deferred Compensation Arragement with Individual, Employer Matching Options [Axis] Deferred Compensation Arragement with Individual, Employer Matching Options [Axis] Deferred Compensation Arragement with Individual, Employer Matching Options [Axis] Prepaid expenses Prepaid Expense, Current Holdbacks Business Combination, Consideration Transferred, Other Award Timing Method Award Timing Method [Text Block] Fixed lease cost Fixed Lease, Cost Fixed Lease, Cost Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Measurement Frequency [Axis] Measurement Frequency [Axis] Entity Common Stock, Shares Outstanding (in shares) Entity Common Stock, Shares Outstanding Finance leases Finance Lease, Weighted Average Remaining Lease Term Final Capping, Closure and Post-Closure Costs & Environmental Liabilities Environmental Costs, Policy [Policy Text Block] Insider Trading Policies and Procedures [Line Items] Management's Estimates and Assumptions Use of Estimates, Policy [Policy Text Block] Total available disposal capacity (in cubic yards) Available Disposal Capacity Available disposal capacity. Adjustment to Compensation, Amount Adjustment to Compensation Amount Compensation Amount Outstanding Recovery Compensation Amount Vehicles and equipment Vehicles And Equipment [Member] Vehicles and equipment. 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 Company Selected Measure Amount Company Selected Measure Amount Tabular List, Table Tabular List [Table Text Block] Significant Unobservable Inputs (Level 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] Deferred tax assets realized or written-off SEC Schedule, 12-09, Valuation Allowances and Reserves, Deduction Remediation liability Environmental remediation Environmental remediation liabilities, beginning of year Environmental remediation liabilities, end of year Accrual for Environmental Loss Contingencies Derivative and hedging liabilities Other Derivatives Not Designated As Hedging Instruments Liabilities At Fair Value, Noncurrent Other Derivatives Not Designated As Hedging Instruments Liabilities At Fair Value, Noncurrent Acquisitions Finite-Lived Intangible Assets Acquired Senior notes: February 2032 Senior Notes 1.750% Due February 2032 [Member] Senior Notes 1.750% Due February 2032 Schedule of other assets Schedule of Other Assets, Noncurrent [Table Text Block] Antidilutive securities not included in the diluted earnings per share calculations (in shares) (less than) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Executives and Employees Executives and Employees [Member] Executives and Employees [Member] Less: interest Finance Lease, Liability, Undiscounted Excess Amount Construction-in-progress â€“ other Construction In Progress Other [Member] Construction-in-progress - other. Asset Impairments Impairment or Disposal of Long-Lived Assets, Policy [Policy Text Block] Credit Facility [Domain] Credit Facility [Domain] SEC Schedule, 12-09, Valuation Allowance, Operating Loss Carryforward SEC Schedule, 12-09, Valuation Allowance, Operating Loss Carryforward [Member] Goodwill Goodwill, Beginning Balance Goodwill, Ending Balance Goodwill Balance at beginning of year Balance at end of year Accounts Receivable, Allowance for Credit Loss Share repurchase authorized amount Share Repurchase Program, Authorized, Amount Employee Stock Option Share-Based Payment Arrangement, Option [Member] 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Senior notes: April 2029 Senior Notes Due April 2029 [Member] Senior Notes Due April 2029 Capitalized Contract Cost [Table] Capitalized Contract Cost [Table] Antidilutive Security, Excluded EPS Calculation [Table] Antidilutive Security, Excluded EPS Calculation [Table] Comprehensive income attributable to Republic Services, Inc. Comprehensive Income (Loss), Net of Tax, Attributable to Parent Capitalized Contract Cost [Domain] Capitalized Contract Cost [Domain] Finance leases Finance Lease, Weighted Average Discount Rate, Percent Other, net Effective Income Tax Rate Reconciliation, Other Adjustments, Percent 2025 Finance Lease, Liability, to be Paid, Year One Award Type [Axis] Award Type [Axis] Net overall deferred tax liability Deferred Tax Liabilities, Net Weighted-average remaining lease term (years) Weighted Average Remaining Lease Term [Abstract] Weighted Average Remaining Lease Term [Abstract] Basic earnings per share attributable to Republic Services, Inc. stockholders: Basic earnings per share: Earnings Per Share, Basic [Abstract] Other Other Service Line [Member] Other Service Line [Member] ICFR Auditor Attestation Flag ICFR Auditor Attestation Flag Non-controlling interests in consolidated subsidiary Equity, Attributable to Noncontrolling Interest Investment Tax Credit Carryforward Investment Tax Credit Carryforward [Member] Number of reporting units Number of Reporting Units Common stock, par value (in dollars per share) Common Stock, Par or Stated Value Per Share 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 Cash used in investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Reclassification out of Accumulated Other Comprehensive Income [Table] Reclassification out of Accumulated Other Comprehensive Income [Table] Operating right-of-use lease liabilities, current Operating Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Net operating loss carryforwards Deferred Tax Assets, Operating Loss Carryforwards Senior notes: November 2034 Senior Notes Due November 2034 [Member] Senior Notes Due November 2034 Other deferred contract costs as a reduction of revenue Other Deferred Contract Costs As A Reduction Of Revenue [Member] Other Deferred Contract Costs As A Reduction Of Revenue [Member] Uncommitted Credit Facility Uncommitted Revolver [Member] Uncommitted revolver. Other equipment Equipment [Member] Schedule of share repurchase activity Class of Treasury Stock [Table Text Block] Probable Expansion Airspace Exploitation Costs, Policy [Policy Text Block] Multiemployer Plan Name [Axis] Retirement Plan Name [Axis] Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Goodwill and Other Intangible Assets Goodwill and Intangible Assets, Policy [Policy Text Block] Reductions for tax positions resulting from lapse of statute of limitations Unrecognized Tax Benefits, Reduction Resulting from Lapse of Applicable Statute of Limitations Less: accumulated depreciation, depletion and amortization Property, Plant, and Equipment and Finance Lease Right-of-Use Asset, Accumulated Depreciation and Amortization Pension gains: Multiemployer Plan, Pension, Significant [Abstract] Weighted average common and common equivalent shares outstanding (in shares) Weighted Average Number of Shares Outstanding, Diluted Less: interest Lessee, Liability, Undiscounted Excess Amount Lessee, Liability, Undiscounted Excess Amount Deferred compensation plan, employer matching contribution based on participant's compensation over established 401K limits Deferred Compensation Arrangement with Individual, Employer Matching Contribution Based on Participant's Compensation Over Established 401K Limits Deferred Compensation Arrangement with Individual, Employer Matching Contribution Based on Participant's Compensation Over Established 401K Limits MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Total Republic Services, Inc.

stockholdersâ€™ equity Equity, Attributable to Parent Total deferred tax assets Deferred Tax Assets, Gross Collective-Bargaining Arrangement [Domain] Collective-Bargaining Arrangement [Domain] Environmental remediation liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Environmental Remediation Liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Environmental Remediation Liabilities Schedule of the activity and balances in goodwill accounts, net, by operating segment Schedule of Goodwill [Table Text Block] Other, net SEC Schedule, 12-09, Valuation Allowances and Reserves, Additions, Charge to Other Account Selling, general and administrative SG&A Selling, General and Administrative Expense Total expense recorded for matching 401(k) contributions Defined Contribution Plan, Cost Schedule of prepaid expenses and other current assets Schedule of Other Assets [Table Text Block] Schedule of carrying amount and fair value of financial instruments Fair Value Measurements, Recurring and Nonrecurring [Table Text Block] Document Fiscal Period Focus Document Fiscal Period Focus 2028 Long-Term Debt, Maturity, Year Four All Executive Categories All Executive Categories [Member] Unvested awards (in shares) Incremental Common Shares Attributable to Dilutive Effect of Share-Based Payment Arrangements 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Assets Assets [Abstract] Deferred contract costs and sales commissions Deferred Contract Costs And Sales Commissions Deferred Contract Costs And Sales Commissions Other comprehensive (income) loss, net of tax Net current-period other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax Percentage of funded status of pension protection act endangered zone maximum, less than Percentage Of Funded Status Of Pension Protection Act Endangered Zone Maximum Percentage of funded status of pension protection act endangered zone maximum. Group 3 (Environmental Solutions) Group 3 Adjusted EBITDA Group 3 Segment [Member] Group 3 Segment Document Type Document Type Derivative Contract [Domain] Derivative Contract [Domain] Summarized financial information concerning our reportable segments Schedule of Segment Reporting Information, by Segment [Table Text Block] Derivative Liability, Statement of Financial Position [Extensible Enumeration] Derivative Liability, Statement of Financial Position [Extensible Enumeration] Contingent purchase price and acquisition holdbacks Business Combination, Contingent Consideration, Liability, Noncurrent Defined Benefit Plan [Table] Defined Benefit Plan [Table] Revenue Allocations Revenue Allocation Revenue Allocation Environmental Exit Cost by Property [Axis] Environmental Exit Cost by Property [Axis] Schedule of amortization expense Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Maximum Maximum [Member] Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Furniture and fixtures Furniture and Fixtures [Member] Other intangible assets, net Other Intangible Assets, Net Finite-Lived Intangible Assets, Net Accounts payable Accounts Payable, Current Investment Type [Axis] Investment Type [Axis] Asset retirement obligation adjustments Asset Retirement Obligation Adjustments Amount of addition (reduction) of an adjustment to asset retirement obligation Percentage of award paid in stock Share-based Compensation Arrangement by Share-based Payment Award, Percentage of Award Paid in Stock Share-based Compensation Arrangement by Share-based Payment Award, Percentage of Award Paid in Stock Collective-Bargaining Arrangement [Axis] Collective-Bargaining Arrangement [Axis] Total lease cost Lease, Cost Effect of dilutive securities: Weighted Average Number of Shares Outstanding, Diluted, Adjustment [Abstract] Statistical Measurement [Axis] Range [Axis] Statistical Measurement [Axis] Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Income before income taxes Total before tax Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Differences between book and tax basis of property and equipment Deferred Tax Liabilities, Property, Plant and Equipment Name Outstanding Recovery, Individual Name Schedule of changes in the deferred tax valuation allowance Summary of Valuation Allowance [Table Text Block] Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Goodwill impairment losses Goodwill, Impairment Loss Title and Position [Axis] Title and Position [Axis] Number of closed landfills Number of Closed Landfills Number of closed landfills. Deferred compensation plan, maximum contractual term Deferred Compensation Arrangement with Individual, Maximum Contractual Term Tax credit related to investment Effective Income Tax Rate Reconciliation, Tax Credit, Amount Award Timing Predetermined Award Timing Predetermined [Flag] Payments of credit facilities and notes payable Repayment of Long-Term Debt, Long-Term Lease Obligation, and Capital Security Subsequent Event Type [Domain] Subsequent Event Type [Domain] Cash dividends paid Payments of Ordinary Dividends, Common Stock Investment, Name [Axis] Investment, Name [Axis] Customer relationships Customer Relationships [Member] Diluted earnings per share (in dollars per share) Earnings Per Share, Diluted Long-term portion Accrued Environmental Loss Contingencies, Noncurrent Sales of restricted marketable securities Proceeds from Sale of Restricted Investments Revenue Recognition Revenue from Contract with Customer [Policy Text Block] State and Local Jurisdiction State and Local Jurisdiction [Member] Cash Flow Hedges Accumulated Gain (Loss), Cash Flow Hedge, Including Noncontrolling Interest [Member] Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Schedule of restricted cash and marketable securities Restricted Cash And Marketable Securities [Table Text Block] Tabular disclosure of restricted cash and marketable securities. Other non-trade receivables Nontrade Receivables, Current Preferred stock, shares issued (in shares) Preferred Stock, Shares Issued Total allocated Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Excess Purchase Price To Be Allocated, Total Allocated Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Excess Purchase Price To Be Allocated, Total Allocated Statement of Financial Position [Abstract] Non-cash additions Non Cash Asset Additions Related To Asset Retirement Obligations Non cash asset additions related to asset retirement obligations. Schedule of financial instruments and collateral in place Schedule of Financial Instruments Owned and Pledged as Collateral [Table Text Block] Basis difference due to redemption of partnership interests Deferred Tax Liabilities, Other Net income Net income Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Proceeds from sales of property and equipment Proceeds from Sale of Property, Plant, and Equipment 2029 Lessee, Liability, Payments, Due Year Five Lessee, Liability, Payments, Due Year Five Parts and supplies Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Inventory Provision for income taxes Provision for income taxes Tax (provision) benefit Tax provision Income Tax Expense (Benefit) Derivative and hedging assets - other assets Derivative Asset Total Recorded Unconditional Purchase Obligation Weighted average period for compensation expense recognition Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Operating lease cost Operating Lease Cost [Abstract] Operating Lease Cost Revenue Net Revenue Revenue from Contract with Customer, Excluding Assessed Tax Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Finance Lease, Liability, Noncurrent, Statement of Financial Position [Extensible List] Finance Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration] Cash used in investing activities Net Cash Provided by (Used in) Investing Activities Collection Service Line Collection Service Line [Member] Collection Service Line [Member] Income Tax Jurisdiction [Axis] Income Tax Jurisdiction [Axis] Business Acquisition [Line Items] Business Acquisition [Line Items] All Adjustments to Compensation All Adjustments to Compensation [Member] Accrued payroll and benefits Employee-related Liabilities, Current Prepaid expenses and other assets Increase (Decrease) in Prepaid Expense and Other Assets Additional paid-in capital Additional Paid in Capital Number of shares repurchased (in shares) Treasury Stock, Shares, Acquired, Shares Repurchased Pursuant to Share Repurchase Program Treasury Stock, Shares, Acquired, Shares Repurchased Pursuant to Share Repurchase Program Restructuring charges Restructuring Charges Reclassification Adjustment out of Accumulated Other Comprehensive Income [Line Items] Reclassification Adjustment out of Accumulated Other Comprehensive Income [Line Items] Accumulated Other Comprehensive Income (Loss) [Line Items] Accumulated Other Comprehensive Income (Loss) [Line Items] Tax Credit Carryforward [Axis] Tax Credit Carryforward [Axis] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Environmental Remediation Obligations [Abstract] Environmental Remediation Obligations [Abstract] Landfill development costs Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Landfill Airspace Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Landfill Airspace Senior notes: March 2040 Senior Notes 6.20% Due March 2040 [Member] Senior Notes 6.20% Due March 2040 Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Entity Address, State or Province Entity Address, State or Province Percentage of workforce covered by collective bargaining agreement Multiemployer Plan, Pension, Insignificant, Employees Covered by Collective-Bargaining Arrangement to All Entity's Employees, Percentage Shares awarded after performance period, as a percentage of targeted amount Share-based Compensation Arrangement by Share-based Payment Award, Shares Awarded After Performance Period, as a Percentage of Targeted Amount Share-based Compensation Arrangement by Share-based Payment Award, Shares Awarded After Performance Period, as a Percentage of Targeted Amount Derivative Instruments and Hedging Activities Disclosure [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Schedule of Equity Method Investments [Line Items] Schedule of Equity Method Investments [Line Items] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Fair value, future minimum lease payments Business Combination, Consideration Transferred, Future Minimum Lease Payments Business Combination, Consideration Transferred, Future Minimum Lease Payments Schedule of future minimum payments under unconditional purchase commitments Recorded Unconditional Purchase Obligations [Table Text Block] Defined Benefit Plan Disclosure [Line Items] Defined Benefit Plan Disclosure [Line Items] Environmental Loss Contingency, Noncurrent, Statement of Financial Position [Extensible Enumeration] Environmental Loss Contingency, Noncurrent, Statement of Financial Position [Extensible Enumeration] Reinsurance receivable Ceded insurance receivable Ceded insurance receivable-other assets Equity, Class of Treasury Stock [Line Items] Equity, Class of Treasury Stock [Line Items] Beginning balance (in dollars per share) Ending balance (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 AND STOCKHOLDERSâ€™ EQUITY Liabilities and Equity [Abstract] Deferred compensation plan, employee bonus deferral, maximum percentage (up to) Deferred Compensation Arrangement with Individual, Employee Bonus Deferral, Maximum Percentage Deferred Compensation Arrangement with Individual, Employee Bonus Deferral, Maximum Percentage Landfill and Environmental Costs Landfill And Environmental Costs [Policy Text Block] Landfill and environmental costs. Environmental Solutions Service Line Environmental Solutions Service Line [Member] Environmental Solutions Service Line [Member] Percentage of additional eligible compensation contributed by each employee Percentage Of Additional Contribution By Employee Percentage Of Additional Contribution By Employee Restatement Determination Date Restatement Determination Date Estimate of Fair Value Measurement Estimate of Fair Value Measurement [Member] Additions charged to provision for income taxes SEC Schedule, 12-09, Valuation Allowances and Reserves, Additions, Charge to Cost and Expense Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Terminated interest rate locks Interest Rate Contract [Member] Premium written for third party risk assumed Self Insurance Premium Written for Third Party Risk Assumed Self Insurance Premium Written for Third Party Risk Assumed Schedule of Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Schedule Of Environmental Exit Cost [Table] Environmental Exit Cost [Table] Operating right-of-use lease assets Operating right-of-use lease assets Operating Lease, Right-of-Use Asset Concentration Risk [Table] Concentration Risk [Table] Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Closure and post-closure liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Closure and Post-closure Liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Closure and Post-closure Liabilities Other liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Noncurrent Liabilities, Other Capital contributions to noncontrolling equity interest Payments to Acquire Equity Method Investments Property, Plant and Equipment [Abstract] Property, Plant and Equipment [Abstract] Schedule of expected future payments for final capping, closure, and post-closure Schedule of Environmental Loss Contingencies by Site [Table Text Block] Gain on business divestitures and impairments, net Gain (Loss) On Disposition Of Assets And Impairments Net Gain (loss) on disposition of assets and impairments, net. Payments for management and monitoring of remediation area Payments Accrual for Environmental Loss Contingencies, Payments Accrued dividends Quarterly dividend payable Dividends Payable, Current 2021 Plan 2021 Plan [Member] 2021 Plan Earnings Per Share Earnings Per Share [Text Block] Stock repurchased and pending settlement Stock Repurchased and Pending Settlement, Liability, Amount Stock Repurchased and Pending Settlement, Liability, Amount Percentage of award paid in cash Share-based Compensation Arrangement by Share-based Payment Award, Percentage of Award Paid in Cash Share-based Compensation Arrangement by Share-based Payment Award, Percentage of Award Paid in Cash Subsequent Event Subsequent Event [Member] Senior notes: May 2041 Senior Notes Due May 2041 [Member] Senior Notes Due May 2041 Expenses: Costs and Expenses [Abstract] 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 Income Taxes Income Tax, Policy [Policy Text Block] Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Segments [Domain] Segments [Domain] Summary of Finance lease, liability, maturity Finance Lease, Liability, to be Paid, Maturity [Table Text Block] Unrecognized Tax Benefits [Roll Forward] Unrecognized Tax Benefits [Roll Forward] Executive Officer Executive Officer [Member] Weighted-average discount rate Leases, Weighted Average Discount Rate [Abstract] Leases, Weighted Average Discount Rate [Abstract] PEO PEO [Member] Stock repurchased and pending settlement (in shares) Stock Repurchased and Pending Settlement, Shares Stock Repurchased and Pending Settlement, Shares Arizona ARIZONA Name Trading Arrangement, Individual Name Property, Plant and Equipment, Type [Axis] Property, Plant and Equipment, Type [Axis] Long-Lived Tangible Asset [Axis] Collective Bargaining Arrangements That Will Expire Collective Bargaining Arrangements That Will Expire [Member] Collective Bargaining Arrangements That Will Expire Schedule of individually significant multiemployer pension plans Schedule Of Pension Protection Act Zone Status Funding Plan Status Employers Contributions Surcharge And Expiration Of CBA Of Pension Plans [Table Text Block] Schedule of pension protection act zone status funding plan status employers contributions surcharge and expiration of CBA of pension plans. Entity Public Float Entity Public Float Loss from unconsolidated equity method investments Loss from unconsolidated equity method investments Income (Loss) from Equity Method Investments Treasury stock, at cost; 1 and 6 shares, respectively Treasury Stock, Common, Value Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Reinsurance receivable Reinsurance Recoverables, Including Reinsurance Premium Paid Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Debentures: September 2035 Debentures $400.0 million 7.400% Due September 2035 [Member] Debentures $400.0 million 7.400% Due September 2035 Excess purchase price to be allocated Business Acquisition Excess Purchase Price To Be Allocated Business acquisition excess purchase price to be allocated. Local Phone Number Local Phone Number Valuation allowance Deferred Tax Assets, Valuation Allowance Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Thereafter Lessee, Liability, Payments, Due After Year Five Lessee, Liability, Payments, Due After Year Five Equity Method Investment [Table] Equity Method Investment [Table] Less: current portion Accrued Environmental Loss Contingencies, Current Long-term Liabilities, Noncurrent [Abstract] 2027 Accrual for Environmental Loss Contingency, Undiscounted, to be Paid, Year Three PEO Total Compensation Amount PEO Total Compensation Amount Property, Plant and Equipment, Type [Domain] Long-Lived Tangible Asset [Domain] Accrued interest Interest Payable, Current Percentage of employer contribution as percentage of first three percentage of eligible compensation Percentage Of Employer Contribution As Percentage Of First Three Percentage Of Eligible Compensation Percentage of employer contribution as percentage of first three percentage of eligible compensation. Debt Disclosure [Abstract] Debt Disclosure [Abstract] Common Stock Common Stock [Member] Post-closure period Closure and Post-closure, Post-closure Period Closure and Post-closure, Post-closure Period Schedule of Adjusted EBITDA and EBITDA Margin Schedule of Adjusted EBITDA and EBITDA Margin [Table Text Block] Schedule of Adjusted EBITDA and EBITDA Margin 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] Intercompany Revenue and Corporate entities and other Corporate And Eliminations [Member] Corporate And Eliminations Non-cash lease expense Operating Lease, Noncash Lease Expense Operating Lease, Noncash Lease Expense Deferred compensation plan liability Deferred compensation plan liability Deferred Compensation Liability, Classified, Noncurrent Segment Reporting [Abstract] Segment Reporting [Abstract] Landfill and Environmental Costs Environmental Loss Contingency Disclosure [Text Block] Entity Central Index Key Entity Central Index Key Other Segment Items Segment Reporting, Other Segment Item, Amount Accordion feature, increase limit (up to) Line Of Credit Facility, Accordion Feature, Increase Limit Line Of Credit Facility, Accordion Feature, Increase Limit Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Share Repurchases and Dividends Equity [Text Block] Senior notes: August 2024 Senior Notes $900.0 million 2.500% Due August 2024 [Member] Senior Notes $900.0 million 2.500% Due August 2024 Group 2 Group 2 Adjusted EBITDA Group 2 Segment [Member] Group 2 Segment Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Senior notes: March 2033 Senior Notes 2.375% Due March 2033 [Member] Senior Notes 2.375% Due March 2033 Segment Reporting Segment Reporting Disclosure [Text Block] Gain (loss) on cash flow hedges: Reclassification of Cash Flow Hedge Gain (Loss) [Abstract] Accrued landfill and environmental costs, current portion Less: current portion Accrued Capping, Closure, Post-closure and Environmental Costs Non-cash interest

expense Accretion Expense Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Measurement Basis [Axis] Measurement Basis [Axis] Title Trading Arrangement, Individual Title Deferred income taxes and other long-term tax liabilities, net Deferred Income Taxes and Other Tax Liabilities, Noncurrent Anticipated remediation costs Environmental Exit Costs, Anticipated Cost Foreign Currency Translation Accumulated Foreign Currency Adjustment Including Portion Attributable to Noncontrolling Interest [Member] Investments Other Long-Term Investments Balance at beginning of year Balance at end of year Unrecognized Tax Benefits Net income attributable to non-controlling interests in consolidated subsidiary Comprehensive income attributable to non-controlling interests Comprehensive Income (Loss), Net of Tax, Attributable to Noncontrolling Interest City Area Code City Area Code Bridgeton Closed Landfill Bridgeton Closed Landfill [Member] Bridgeton Closed Landfill [Member] Current liabilities: Current Liabilities, Current [Abstract] Auditor Location Auditor Location Accruals not currently deductible Deferred Tax Assets, Tax Deferred Expense, Reserves and Accruals, Accrued Liabilities Liabilities for unpaid and incurred but not reported claims Balance at beginning of year Balance at end of year Self Insurance Reserve Contingent consideration - other accrued liabilities and other long-term liabilities Contingent purchase price and acquisition holdbacks Business Combination, Contingent Consideration, Liability Bonds and fixed income - restricted cash and marketable securities and other assets Bonds [Member] Individually insignificant, contributions in excess of Multiemployer Plan, Pension, Insignificant, Employer Contribution, Cost Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Balance availability under credit facilities Line of Credit Facility, Remaining Borrowing Capacity Purchases of common stock for treasury Payments for Repurchase of Common Stock Valuation Allowance of Deferred Tax Assets SEC Schedule, 12-09, Valuation Allowance, Deferred Tax Asset [Member] Accounts Receivable, Net Receivable [Policy Text Block] Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment [Table] Weighted-Average Grant Date Fair Value per Share Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Withdrawal liability - multiemployer pension funds Multiemployer Plans, Withdrawal Obligation, Noncurrent Multiemployer Plans, Withdrawal Obligation, Noncurrent Subsequent Event Type [Axis] Subsequent Event Type [Axis] Earnings Per Share [Abstract] Earnings Per Share [Abstract] Equity [Abstract] Equity [Abstract] Retained earnings Retained Earnings (Accumulated Deficit) Schedule of reclassifications out of accumulated other comprehensive income (loss) Reclassification out of Accumulated Other Comprehensive Income [Table Text Block] Environmental Loss Contingency, Statement of Financial Position [Extensible Enumeration] Environmental Loss Contingency, Statement of Financial Position [Extensible Enumeration] Total lease payments Lessee, Liability, Payments, Due Lessee, Liability, Payments, Due Schedule of other long-term liabilities Other Long Term Liabilities [Table Text Block] Other Long Term Liabilities. Capping, closure and post-closure expenditures Increase (Decrease) in Asset Retirement Obligations Schedule of notes payable, capital leases and long-term debt Schedule of Debt [Table Text Block] Insurance reserves, net of current portion Long-term portion Self Insurance Reserve, Noncurrent 2026 Long-Term Debt, Maturity, Year Two Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Operating lease, liability Operating Lease, Liability Underlying Securities Award Underlying Securities Amount Performance Share Units (PSUs) Performance Shares [Member] 2029 Finance Lease, Liability, to be Paid, Year Five Cash dividends declared Cash dividends declared Dividends, Common Stock, Cash Amendment Flag Amendment Flag Carrying Amount Reported Value Measurement [Member] Other Other Noncurrent Liability Other Noncurrent Liability. Accounts receivable Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Receivables Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Money market mutual funds - restricted cash and marketable securities and other assets Money Market Funds Money Market Funds Fair Value Disclosure Schedule of expected undiscounted future payments for remediation costs Future Payment To Settle Undiscounted Remediation Costs [Table Text Block] Future payment to settle undiscounted remediation costs. Amortization of leased assets Finance Lease, Right-of-Use Asset, Amortization Other comprehensive income (loss) before reclassifications Other Comprehensive Income (Loss), before Reclassifications, Net of Tax Vehicles Vehicles [Member] Debt Debt Disclosure [Text Block] Fair Value, Measurements, Fair Value Hierarchy [Domain] Fair Value Hierarchy and NAV [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Principal amount Debt Instrument, Face Amount Entity Address, Postal Zip Code Entity Address, Postal Zip Code 2022 Interest Rate Swap Interest Rate Swap [Member] US Ecology, Inc. acquisition integration and deal costs Business Combination, Integration Related Costs Capitalized Contract Cost [Axis] Capitalized Contract Cost [Axis] Restricted cash and marketable securities Restricted cash and marketable securities Total restricted cash and marketable securities Restricted Cash and Investments, Noncurrent Cash and cash equivalents Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Senior notes: November 2025 Senior Notes 0.875% Due November 2025 [Member] Senior Notes 0.875% Due November 2025 Other Payments for (Proceeds from) Other Investing Activities 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] Auditor Name Auditor Name Unissued, beginning balance (in dollars per share) Unissued, ending balance (in dollars per share) Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Unissued Weighted Average Grant Date Fair Value Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Unissued Weighted Average Grant Date Fair Value 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 Current: Current Income Tax Expense (Benefit), Continuing Operations [Abstract] Loss on extinguishment of debt Loss on extinguishment of debt Loss on extinguishment of debt and other related costs Gain (Loss) on Extinguishment of Debt 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] Senior notes: March 2025 Senior Notes $500.0 million 3.200% Due March 2025 [Member] Senior Notes $500.0 million 3.200% Due March 2025 [Member] Uncertain tax positions and interest and other Other Tax Expense (Benefit) Estimated useful life Property, Plant and Equipment, Useful Life Prepaid fees for cloud-based hosting arrangements, current Prepaid Fees And Capitalized Implementation Costs, Current Prepaid Fees And Capitalized Implementation Costs, Current Fair Value Measurement [Domain] Fair Value Measurement [Domain] Equity Method Investment, Nonconsolidated Investee [Axis] Equity Method Investment, Nonconsolidated Investee [Axis] ILLINOIS ILLINOIS Accounts payable Increase (Decrease) in Accounts Payable Cash acquired Cash Acquired from Acquisition Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Property and equipment, net Property and equipment, net Property, Plant, and Equipment and Finance Lease Right-of-Use Asset, after Accumulated Depreciation and Amortization Financing cash flows from finance leases Finance Lease, Principal Payments Landfill equipment Landfill development costs Landfill [Member] Weighted Average Remaining Contractual Term (years), Unissued Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Outstanding, Weighted Average Remaining Contractual Terms Non-deductible expenses Effective Income Tax Rate Reconciliation, Nondeductible Expense, Percent Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] 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] Total assets Total Assets Assets Cost of operations Cost of Operations Cost of Goods and Services Sold Income taxes receivable Income Taxes Receivable, Current Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Other long-term liabilities Total Other Liabilities, Noncurrent Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Commitments and contingencies Commitments and Contingencies The Credit Facility The Credit Facility [Member] The Credit Facility Schedule of reconciliations of the statutory federal income tax rate to our effective tax rate Schedule of Effective Income Tax Rate Reconciliation [Table Text Block] Termination Date Trading Arrangement Termination Date Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two 2025 Long-Term Debt, Maturity, Year One Uncertain tax position taxes and interest Effective Income Tax Rate Reconciliation, Tax Contingency, Percent Capitalized Interest Interest Expense, Policy [Policy Text Block] Debt Instrument [Axis] Debt Instrument [Axis] Net income attributable to Republic Services, Inc. Net income attributable to Republic Services, Inc. Net Income (Loss) Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Other non-core Other Service Line - Other Non-core [Member] Other Service Line - Other Non-core [Member] Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Other Other Sundry Assets, Current Other current assets. Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Senior notes: May 2028 Senior Notes Due May 2028 [Member] Senior Notes Due May 2028 [Member] Entity File Number Entity File Number Capping, closure and post-closure obligations Restricted Cash, Capping, Closure And Post-Closure Obligations Restricted Cash, Capping, Closure And Post-Closure Obligations Non-controlling Interests In Consolidated Subsidiary Noncontrolling Interest [Member] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Federal Current Federal Tax Expense (Benefit) Operating right-of-use lease liabilities Business Combination, Recognized Identifiable Asset Acquired and Liability Assumed, Lease Obligation 2027 Future Payment To Settle Asset Retirement Obligation Year Three Future payment to settle asset retirement obligation year three. Effect of foreign exchange rate changes on cash Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Shares returned to unissued status Shares returned to unissued status Treasury Stock, Retired, Par Value Method, Amount Name Forgone Recovery, Individual Name Operating leases Operating Lease, Weighted Average Remaining Lease Term Fair Value of Financial Instruments Investment, Policy [Policy Text Block] Other non-cash items Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Deferred tax liabilities relating to: Components of Deferred Tax Liabilities [Abstract] Deferred Compensation Arrangement with Individual, Employer Matching Options [Domain] Deferred Compensation Arrangement with Individual, Employer Matching Options [Domain] [Domain] for Deferred Compensation Arrangement with Individual, Employer Matching Options [Axis] Line of Credit Facility [Line Items] Line of Credit Facility [Line Items] Finance leases and other Finance Lease, Liability And Other Finance Lease, Liability And Other Reductions for tax positions of prior years Unrecognized Tax Benefits, Decrease Resulting from Prior Period Tax Positions Recycling processing and commodity sales Other Service Line - Sale Of Recycled Commodities [Member] Other Service Line - Sale Of Recycled Commodities [Member] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Depreciation, depletion, amortization and accretion Depreciation Depletion Amortization and Accretion Associated With Property Plant And Equipment, Intangible Assets and Asset Retirement Obligations Depreciation, Depletion, Amortization and Accretion associated with Property Plant and Equipment, Intangible Assets and Asset Retirement Obligations Commercial Paper Facility Commercial Paper Facility [Member] Commercial Paper Facility Number of active solid waste landfills Number of active solid waste landfills Number of active solid waste landfills. PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Joint Venture with Landfill Gas to Energy Developer Joint Venture with Landfill Gas to Energy Developer [Member] Joint Venture with Landfill Gas to Energy Developer Adjustment to Compensation: Adjustment to Compensation [Axis] Ravago, Blue Polymers Ravago, Blue Polymers [Member] Ravago, Blue Polymers 2028 Lessee, Liability, Payments, Due Year Four Lessee, Liability, Payments, Due Year Four Divestitures Goodwill, Written off Related to Sale of Business Unit Total lease liabilities Lease, Liability Lease, Liability Accumulated other comprehensive income, net of tax Accumulated Other Comprehensive Income (Loss), Net of Tax Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Auditor Information [Abstract] Auditor Information Weighted average common shares outstanding (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Insurance reserves, current Less: current portion Self Insurance Reserve, Current Total stockholdersâ€™ equity Balance at beginning of period Balance at end of period Equity, Including Portion Attributable to Noncontrolling Interest Potential undiscounted future contingent liability payments, minimum Business Combination, Contingent Consideration Arrangements, Range of Outcomes, Value, Low Property and equipment Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property, Plant, and Equipment Accumulated Other Comprehensive Income and Share Repurchases Stockholders' Equity, Policy [Policy Text Block] Residential Collection Service Line - Residential [Member] Collection Service Line - Residential [Member] Components of Deferred Tax Assets and Liabilities [Abstract] Components of Deferred Tax Assets and Liabilities [Abstract] Accrued professional fees and legal settlement reserves Accrued Professional Fees, Current Schedule of activity of self insurance reserves Activity Of Self Insurance Reserves [Table Text Block] Activity of self-insurance reserves. Name Awards Close in Time to MNPI Disclosures, Individual Name Loss contingency additional potential liability Loss Contingency, Range of Possible Loss, Portion Not Accrued Entity Filer Category Entity Filer Category Aggregate Intrinsic Value, Unissued Share based Compensation Arrangement by Share based Payment Award Equity Instruments Other than Options Aggregate Intrinsic Value Share based Payment Award Equity Instruments Other than Options Aggregate Intrinsic Value. Derivative and hedging assets Derivative Asset, Noncurrent Payments Asset Retirement Obligation, Liabilities Settled Ceded insurance reserves Ceded Premiums Payable Excess purchase price allocated as follows: Business Acquisition Excess Purchase Price Allocation [Abstract] Business acquisition excess purchase price allocation. Acquisitions Goodwill, Acquired During Period Range [Domain] Statistical Measurement [Domain] Capital Expenditures Segment, Expenditure, Addition to Long-Lived Assets Summary of Lease, cost Lease, Cost [Table Text Block] Senior notes: February 2031 Senior Notes Due February 2031 [Member] Senior Notes Due February 2031 Other Assets Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Table Text Block] Schedule of cash, cash equivalents, restricted cash and restricted cash equivalents Cash, Cash Equivalents and Investments [Table Text Block] Director Director [Member] Senior notes: December 2033 Senior Notes Due December 2033 [Member] Senior Notes Due December 2033 Unrecognized tax benefits if recognized that would impact effective tax rate Unrecognized Tax Benefits that Would Impact Effective Tax Rate Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Summary of Earnings per share Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Period of increments vested Performance period Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Accretion expense (non-cash interest expense) Accrual For Environmental Loss Contingencies Accretion Expense Accrual for environmental loss contingencies accretion expense. 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] Income taxes paid, net of refunds received Income Taxes Paid, Net Senior notes: July 2026 Senior Notes $500.0 million 2.900% Due July 2026 [Member] Senior Notes $500.0 million 2.900% Due July 2026 [Member] Adjustments and Other Goodwill, Measurement Period Adjustment 2026 Accrual for Environmental Loss Contingency, Undiscounted, to be Paid, Year Two Equity method investments Equity Method Investments Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount 2025 Future Payment To Settle Asset Retirement Obligation Year One Future payment to settle asset retirement obligation year one. Income Tax Contingency [Table] Income Tax Contingency [Table] Deferred: Deferred Income Tax Expense (Benefit), Continuing Operations [Abstract] Insurance Restricted Cash, Self Insurance Self-insurance. Other Performance Measure, Amount Other Performance Measure, Amount 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Goodwill [Line Items] Goodwill [Line Items] Leases Lessee, Operating Leases [Text Block] Beginning balance (in shares) Ending balance (in shares) Common Stock, Shares, Outstanding Documents Incorporated by Reference Documents Incorporated by Reference [Text Block] Income tax benefits Increase (Decrease) in Income Taxes Senior notes: April 2029 December Issuance Senior Notes Due April 2029 December Issuance [Member] Senior Notes Due April 2029 December Issuance Reserve for stock issuance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Operating right-of-use lease liabilities Operating Operating Lease, Liability, Noncurrent Interest on lease liabilities Finance Lease, Interest Expense Deferred revenue Contract with Customer, Liability, Current Entity Tax Identification Number Entity Tax Identification Number Intangible Asset, Finite-Lived [Table] Intangible Asset, Finite-Lived [Table] Additions for tax positions of prior years Unrecognized Tax Benefits, Increase Resulting from Prior Period Tax Positions Activity in Asset Retirement Obligation Liabilities Asset Retirement Obligation, Roll Forward Analysis [Roll Forward] Purchase of common stock for treasury (in shares) Treasury Stock, Shares, Acquired West Lake Landfill Superfund Site West Lake Landfill Superfund Site [Member] West Lake Landfill Superfund Site [Member] Assets and liabilities measured at fair value on a recurring basis Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Abstract] Total AOCI Including Portion Attributable to Noncontrolling Interest [Member] Money market mutual funds - restricted cash and marketable securities and other assets Money Market Funds [Member] Treasury Stock Treasury Stock, Common [Member] Accrued fees and taxes Taxes Payable, Current Intercompany Revenue Intersegment Eliminations [Member] Long-term portion Asset Retirement Obligations, Noncurrent Plan Name [Axis] Plan Name [Axis] Thereafter Finance Lease, Liability, to be Paid, after Year Five Equity Components [Axis] Equity Components [Axis] Total lease payments Finance Lease, Liability, to be Paid Prepaid expenses and other current assets Total Other Assets, Current Recycling & Waste Subtotal Recycling and Solid Waste Segments [Member] Recycling and Solid Waste Segments Operating right-of-use lease liabilities Deferred Tax Asset, Operating Lease

Liabilities Amount before allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences from operating lease liabilities. Accrued landfill and environmental costs, net of current portion Long-term portion Accrued Capping, Closure, Post-closure and Environmental Costs, Noncurrent Cash received from business divestitures Proceeds from Divestiture of Businesses, Net of Cash Divested Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Investment Type Categorization [Domain] Investments [Domain] Diluted earnings per share attributable to Republic Services, Inc. stockholders: Diluted earnings per share: Earnings Per Share, Diluted [Abstract] Geographical [Axis] Geographical [Axis] 2029 Lessee, Operating Lease, Liability, to be Paid, Year Five Purchase price: Business Combination, Consideration Transferred [Abstract] Weighted Average Weighted Average [Member] Proceeds from credit facilities and notes payable, net of fees Proceeds from Issuance of Other Long-Term Debt 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] Contingent purchase price and acquisition holdbacks Business Combination, Contingent Consideration, Liability, Current Losses accrued related to legal proceedings Loss Contingency Accrual Small-container Collection Service Line - Small-container [Member] Collection Service Line - Small-container [Member] Restructuring expenditures Payments for Restructuring Change in assets and liabilities, net of effects from business acquisitions and divestitures: Change In Assets And Liabilities Net Of Effects From Business Acquisitions And Divestures [Abstract] Change in assets and liabilities, net of effects from business acquisitions and divestures. Cash, cash equivalents, restricted cash and restricted cash equivalents at beginning of year Cash, cash equivalents, restricted cash and restricted cash equivalents at end of year Cash, cash equivalents, restricted cash and restricted cash equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Weighted average interest rate Debt, Weighted Average Interest Rate Current assets: Assets, Current [Abstract] Consolidation Items [Axis] Consolidation Items [Axis] Treasury stock, shares (in shares) Treasury stock beginning balance (in shares) Treasury stock ending balance (in shares) Treasury Stock, Common, Shares Accrued liability for interest related to uncertain tax positions and penalties Unrecognized Tax Benefits, Interest on Income Taxes Accrued Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount 2026 Recorded Unconditional Purchase Obligation, to be Paid, Year Two Interest paid Interest Paid, Including Capitalized Interest, Operating and Investing Activities Product and Service [Domain] Product and Service [Domain] Short-term lease cost Short-Term Lease, Cost Vested and Issued (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 Summary of the activity and balances in goodwill accounts, net, by operating segment [Roll forward] Goodwill [Roll Forward] Payments from retirement of certain hedging relationships Proceeds From (Payments For) Retirement Of Certain Hedging Relationships Proceeds From (Payments For) Retirement Of Certain Hedging Relationships Adjusted EBITDA Adjusted EBITDA Adjusted EBITDA Security Exchange Name Security Exchange Name Basis spread on variable rate Debt Instrument, Basis Spread on Variable Rate Self Insurance Reserve Self Insurance Reserve [Roll Forward] Self Insurance Reserve [Roll Forward] Amount Reclassified from Accumulated Other Comprehensive Loss Reclassification out of Accumulated Other Comprehensive Income [Member] Employees Other Than Named Executive Officers Employees Other Than Named Executive Officers [Member] Employees Other Than Named Executive Officers [Member] Number of RSUs (in thousands) NumberÂ of PSUs (in thousands) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Employer Matching, Option 2 Employer Matching, Option 2 [Member] Employer Matching, Option 2 [Member] State Current State and Local Tax Expense (Benefit) Environmental Exit Costs, Name of Property [Domain] Environmental Exit Costs, Name of Property [Domain] Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Environmental reserves Deferred Tax Assets, Tax Deferred Expense, Reserves and Accruals, Reserves Leased assets obtained in exchange for new finance lease liabilities Right-of-Use Asset Obtained in Exchange for Finance Lease Liability Goodwill and Intangible Assets Disclosure [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Common stock, shares issued (in shares) Common Stock, Shares, Issued Multiemployer Plan Name [Domain] Retirement Plan Name [Domain] Credit facility maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Senior notes: November 2029 Senior Notes Due November 2029 [Member] Senior Notes Due November 2029 Schedule of landfill assets retirement obligations and environmental liabilities Environmental Exit Costs by Cost [Table Text Block] Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities Derivative Liability Extension period Line Of Credit Facility, Extension Period Line Of Credit Facility, Extension Period Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Common stock, shares authorized (in shares) Common Stock, Shares Authorized Cash used in acquisitions and investments, net of cash and restricted cash acquired Cash used in acquisitions, net of cash acquired of $1 and $23, respectively Payments to Acquire Businesses, Net of Cash Acquired Senior notes: March 2050 Senior Notes Due March 2050 [Member] Senior Notes Due March 2050 Redesign Of Software Systems Redesign Of Software Systems [Member] Redesign Of Software Systems Other Other Noncurrent Assets Other noncurrent assets. Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Prepaid expenses Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Prepaid Expense and Other Assets Entity Voluntary Filers Entity Voluntary Filers Beginning balance (in shares) Beginning balance (in shares) Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Unissued Number Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Unissued Number Operating right-of-use lease assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Operating Lease, Right-Of-Use Asset Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Operating Lease, Right-Of-Use Asset Interest expense Interest expense Interest expense Interest Expense, Nonoperating Deferred tax provision (benefit) Deferred Income Tax Expense (Benefit) Property and Equipment, Net Property, Plant and Equipment Disclosure [Text Block] Contingent consideration payments Payment for Contingent Consideration Liability, Financing Activities Term Loan Facility Term Loan Facility [Member] Term Loan Facility Adjustment to withdrawal liability for multiemployer pension funds Pension and Other Postretirement Benefits Cost (Reversal of Cost) Insurance Reserves Self Insurance Reserves [Policy Text Block] Self insurance reserves. Thereafter Future Payment To Settle Asset Retirement Obligation Thereafter Future payment to settle asset retirement obligation thereafter. Accounts written-off Accounts Receivable, Allowance for Credit Loss, Writeoff Fair Value, Measurements, Recurring Fair Value, Recurring [Member] Income Tax Contingency [Line Items] Income Tax Contingency [Line Items] Accounts receivable, less allowance for doubtful accounts and other of $74 and $83, respectively Accounts Receivable, after Allowance for Credit Loss, Current Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Other liabilities Increase (Decrease) in Other Operating Liabilities Total long term debt maturities Long-term debt Long-Term Debt Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Concentration of Credit Risk Off-Balance-Sheet Credit Exposure, Policy [Policy Text Block] Thereafter Long-Term Debt, Maturity, after Year Five Variable lease cost Finance Lease, Variable Lease, Cost Finance Lease, Variable Lease, Cost Ceded insurance reserves, current Ceded Insurance Reserves, Current Ceded Insurance Reserves, Current All other plans All Other Plans [Member] All other plans. Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Weighted average cost per share (in dollars per share) Shares Acquired, Average Cost Per Share Document Annual Report Document Annual Report 2027 Finance Lease, Liability, to be Paid, Year Three 2029 Accrual for Environmental Loss Contingency, Undiscounted, to be Paid, Year Five Net additions charged to expense Accrual For Environmental Loss Contingencies, Charges To Expenses For New Losses, Net Accrual For Environmental Loss Contingencies, Charges To Expenses For New Losses, Net Total accrued landfill and environmental costs Landfill And Environmental Liabilities Landfill and environmental liabilities. Vested and issued (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Deferred compensation plan Deferred Compensation Plan Assets Canadian Sublimit Canadian Sublimit [Member] Canadian Sublimit Additions Charged toÂ Expense Amortization of Intangible Assets 2028 Recorded Unconditional Purchase Obligation, to be Paid, Year Four Revenue from Contract with Customer, Duration [Extensible Enumeration] Revenue from Contract with Customer, Duration [Extensible Enumeration] Movement in Deferred Tax Valuation Allowances [Roll Forward] SEC Schedule, 12-09, Movement in Valuation Allowances and Reserves [Roll Forward] Liabilities Liabilities [Abstract] Accounting Policies [Abstract] Accounting Policies [Abstract] Contingent Liabilities Commitments and Contingencies, Policy [Policy Text Block] Business Acquisitions, Investments and Restructuring Charges Business Combination Disclosure [Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Balance at beginning of year Balance at end of year SEC Schedule, 12-09, Valuation Allowances and Reserves, Amount Less: interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount 2028 Accrual for Environmental Loss Contingency, Undiscounted, to be Paid, Year Four PEO Name PEO Name Certain Limited Liability Companies Certain Limited Liability Companies [Member] Certain Limited Liability Companies Equity Award [Domain] Award Type [Domain] Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Outstanding amount for land fill operations Outstanding Surety Bonds Written By Investee And Investees Parent Outstanding surety bonds written by investee and investees parent. Non-PEO NEO Non-PEO NEO [Member] Amortization period for other intangible assets Finite-Lived Intangible Asset, Useful Life Additional Paid-In Capital Additional Paid-in Capital [Member] Finance Finance Lease, Liability, Noncurrent Deferred income tax liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax Liabilities 2029 Recorded Unconditional Purchase Obligation, to be Paid, Year Five New Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Relationship to Entity [Domain] Title and Position [Domain] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] 2028 Finance Lease, Liability, to be Paid, Year Four Beginning Balance Ending Balance Finite-Lived Intangible Assets, Accumulated Amortization Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring [Domain] Type of Restructuring [Domain] Series of Individually Immaterial Business Acquisitions Series of Individually Immaterial Business Acquisitions [Member] Impairment losses for long-lived assets Tangible Asset Impairment Charges Canada CANADA Number of operating segments Number of Operating Segments Deferred tax assets relating to: Components of Deferred Tax Assets [Abstract] 2028 Future Payment To Settle Asset Retirement Obligation Year Four Future payment to settle asset retirement obligation year four. Percentage of funded status of pension protection act Safe zone minimum, at least Percentage Of Funded Status Of Pension Protection Act Safe Zone Minimum Percentage of funded status of pension protection act Safe zone minimum. Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Number of Restricted Stock Units, Vested and unissued (in shares) Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Vested And Unissued Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Vested And issued. Stock-based compensation Share-Based Payment Arrangement, Noncash Expense Environmental adjustments Other Increase (Decrease) in Environmental Liabilities Net deferred tax asset Deferred Tax Assets, Net of Valuation Allowance Securities collateral Securities Received as Collateral InterestÂ Rate Interest rate Debt Instrument, Interest Rate, Stated Percentage Corporate entities and other Segment Reporting, Reconciling Item, Corporate Nonsegment [Member] Accounts Receivable, Allowance for Credit Loss [Roll Forward] Accounts Receivable, Allowance for Credit Loss [Roll Forward] Settlements Settlements Unrecognized Tax Benefits, Decrease Resulting from Settlements with Taxing Authorities Reclassification out of Accumulated Other Comprehensive Income [Domain] Reclassification out of Accumulated Other Comprehensive Income [Domain] Aggregate potential remediation liability, amount higher than amount recorded Amount By Which Potential Remediation Liability Higher Than Amount Recorded Amount by which potential remediation liability higher than amount recorded. Capitalized interest Interest Costs Capitalized Solid Waste Disposal Revenue Bonds Solid Waste Disposal Revenue Bonds [Member] Solid Waste Disposal Revenue Bonds Auditor Firm ID Auditor Firm ID Effective income tax rate Effective Income Tax Rate Reconciliation, Percent Operating income Operating Income (Loss) AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward] AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward] Total liabilities and stockholdersâ€™ equity Liabilities and Equity Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Financial Instruments Derivative Instruments and Hedging Activities Disclosure [Text Block] 2026 Finance Lease, Liability, to be Paid, Year Two Revenue as a percentage of total revenue Revenue From Contract With Customer, Excluding Assessed Tax, Percentage Of Total Revenue From Contract With Customer, Excluding Assessed Tax, Percentage Of Total Acquisitions, net of divestitures and other adjustments Accrual for Environmental Loss Contingencies, Increase (Decrease) for Acquisitions and Divestitures Interest income Interest income Investment Income, Interest Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Notes payable and current maturities of long-term debt Less: current portion Long-Term Debt and Lease Obligation, Current Schedule of restricted stock unit and restricted stock activity Share-Based Payment Arrangement, Restricted Stock and Restricted Stock Unit, Activity [Table Text Block] Time period allotted for remediation Environmental Exit Costs, Time Period Allotted For Completion Environmental Exit Costs, Time Period Allotted For Completion Variable lease cost Operating Lease, Variable Lease, Cost Operating Lease, Variable Lease, Cost Schedule of future maturities of debt Schedule of Maturities of Long-Term Debt [Table Text Block] Basis of Presentation Organization, Consolidation, Basis of Presentation, Business Description and Accounting Policies [Text Block] Leased assets obtained in exchange for new operating lease liabilities Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Issuances of common stock, net Payment of Financing and Stock Issuance Costs Underlying Security Market Price Change Underlying Security Market Price Change, Percent Tax Credit Carryforward, Name [Domain] Tax Credit Carryforward, Name [Domain] Individual: Individual [Axis] Total leased assets Lease, Right-Of-Use Asset Lease, Right-Of-Use Asset Less: Current portion Asset Retirement Obligation, Current Buildings and improvements Building and Building Improvements [Member] Accumulated Other Comprehensive Income, Net of Tax AOCI Attributable to Parent [Member] Parts and supplies Inventory, Net Other Collection Service Line - Other [Member] Collection Service Line - Other [Member] Product and Service [Axis] Product and Service [Axis] Property, Plant and Equipment [Line Items] Property, Plant and Equipment [Line Items] Statement [Line Items] Statement [Line Items] Buildings and improvements Building Improvements [Member] Less: restricted marketable securities Restricted Investments, Noncurrent Finance leases and other Finance Lease Obligations [Member] Finance Lease Obligations Prepaid fees and capitalized implementation costs for cloud-based hosting arrangements Prepaid Fees And Capitalized Implementation Costs, Noncurrent Prepaid Fees And Capitalized Implementation Costs, Noncurrent 2025 Recorded Unconditional Purchase Obligation, to be Paid, Year One Fair value of tangible assets acquired and liabilities assumed Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net Schedule of estimated useful lives of our property and equipment Schedule of property and equipment, net Property, Plant and Equipment [Table Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Total Business combination, consideration transferred Business Combination, Consideration Transferred Other Assets Other Assets, Noncurrent [Abstract] Minimum Minimum [Member] Adoption Date Trading Arrangement Adoption Date Amounts recoverable for capping, closure and post-closure obligations Other Receivables Related Party Transactions Related Party Transactions [Policy Text Block] Related party transactions. Provision for doubtful accounts, net of adjustments Additions charged to expense Accounts Receivable, Credit Loss Expense (Reversal) Large-container Collection Service Line - Large-container [Member] Collection Service Line - Large-container [Member] Segments [Axis] Segments [Axis] 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] Federal statutory rate Effective Income Tax Rate Reconciliation, at Federal Statutory Income Tax Rate, Percent 2029 Future Payment To Settle Asset Retirement Obligation Year Five Future payment to settle asset retirement obligation year five. Principal Long-Term Debt, Gross Exercise Price Award Exercise Price Summary of Assets and liabilities, lessee Assets And Liabilities, Lessee [Table Text Block] Assets And Liabilities, Lessee [Table Text Block] Schedule of components of the net deferred income tax asset and liability Schedule of Deferred Tax Assets and Liabilities [Table Text Block] Arrangement Duration Trading Arrangement Duration Schedule of activity in asset retirement obligation liabilities, which includes liabilities for final capping, closure and post-closure Schedule of Asset Retirement Obligations [Table Text Block] Leases Lessee, Finance Leases [Text Block] Goodwill and Other Intangible Assets, Net Goodwill and Intangible Assets Disclosure [Text Block] Derivative Asset, Statement of Financial Position [Extensible Enumeration] Derivative Asset, Statement of Financial Position [Extensible Enumeration] Percentage of employer contribution as percentage of next two percentage of eligible compensation Percentage Of Employer Contribution As Percentage Of Next Two Percentage Of Eligible Compensation Percentage of employer contribution as percentage of next two percentage of eligible compensation. Schedule of activity in environmental remediation liabilities Schedule Of Environmental Loss Contingency [Table Text Block] Schedule Of Environmental Loss Contingency. Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Weighted average maturity term Debt Instrument, Term Finance lease, liability Finance Lease, Liability 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Other income (expense), net Other income (expense), net Other income Other Nonoperating Income (Expense) (Gain) loss on disposition of assets

and asset impairments, net Gain (Loss) on Sale of Assets and Asset Impairment Charges Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Transfer Transfer Service Line [Member] Transfer Service Line [Member] Performance Shares Earned as Dividend Equivalents Performance Shares Earned as Dividend Equivalents [Member] Performance Shares Earned as Dividend Equivalents [Member] Total unrecognized compensation expense related to outstanding restricted stock units and restricted shares Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Tax-exempt Tax Exempt Bonds And Other Tax Exempt Financings [Member] Tax- Exempt Bonds And Other Tax- Exempt Financings [Member]. Asset retirement obligation, costs to discharge, inflation rate Asset Retirement Obligation, Costs to Discharge, Inflation Rate Asset Retirement Obligation, Costs to Discharge, Inflation Rate Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Assets: Assets, Fair Value Disclosure [Abstract] Amount paid Treasury Stock, Value, Acquired, Shares Repurchased Pursuant to Share Repurchase Program Treasury Stock, Value, Acquired, Shares Repurchased Pursuant to Share Repurchase Program Proceeds from issuance of senior notes, net of discount and fees Proceeds from Issuance of Senior Long-Term Debt Adjustments and Other Finite Lived Intangible Assets, Accumulated Amortization, Adjustment for Divestitures Finite Lived Intangible Assets, Accumulated Amortization, Adjustment for Divestitures Capitalized Landfill Costs Capitalized Landfill Costs [Policy Text Block] Capitalized landfill costs. Federal Deferred Federal Income Tax Expense (Benefit) 2025 Lessee, Liability, Payments, Due Next Twelve Months Lessee, Liability, Payments, Due Next Twelve Months Schedule of other accrued liabilities Schedule of Accrued Liabilities [Table Text Block] Cash and Cash Equivalents Cash and Cash Equivalents, Policy [Policy Text Block] Acquisitions, net of divestitures and other adjustments Additions Due To Acquisitions And Other Adjustments Related To Asset Retirement Obligations Additions due to acquisitions and other adjustments related to asset retirement obligations. Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Measure: Measure [Axis] Additions for tax positions of current year Unrecognized Tax Benefits, Increase Resulting from Current Period Tax Positions Preferred stock, shares authorized (in shares) Preferred Stock, Shares Authorized Issuances of common stock (in shares) Stock Issued During Period, Shares, New Issues Accrued liability for penalties Unrecognized Tax Benefits, Income Tax Penalties Accrued Entity Emerging Growth Company Entity Emerging Growth Company Other Other Sundry Liabilities, Current Operating Lease, Right-of-Use Asset, Statement of Financial Position [Extensible List] Operating Lease, Right-of-Use Asset, Statement of Financial Position [Extensible Enumeration] Total liabilities Liabilities, Fair Value Disclosure 2029 Long-Term Debt, Maturity, Year Five Number of available extensions Line Of Credit Facility, Number Of Available Extensions Line Of Credit Facility, Number Of Available Extensions Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Finance lease assets Finance Lease, Right-of-Use Asset, after Accumulated Amortization Group 1 Group 1 Adjusted EBITDA Group 1 Segment [Member] Group 1 Segment Equity Component [Domain] Equity Component [Domain] Preferred stock, par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share Weighted Average Grant Date Fair Value per Share, Vested and unissued (in dollars per share) Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Vested And Unissued Weighted Average Grant Date Fair Value Share Based Payment Award Equity Instruments Other Than Options Vested And Unissued Weighted Average Grant Date Fair Value. Class of Treasury Stock [Table] Class of Treasury Stock [Table] Senior notes: April 2034 Senior Notes Due April 2034 [Member] Senior Notes Due April 2034 Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Change in amount of contingent consideration, liability Business Combination, Contingent Consideration Arrangements, Change in Amount of Contingent Consideration, Liability Amounts reclassified from accumulated other comprehensive loss Reclassification from Accumulated Other Comprehensive Income, Current Period, Net of Tax Entity Shell Company Entity Shell Company 2027 Recorded Unconditional Purchase Obligation, to be Paid, Year Three Valuation Allowance [Line Items] Valuation Allowance [Line Items] Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code SEC Schedule, 12-09, Valuation Allowances and Reserves [Domain] SEC Schedule, 12-09, Valuation Allowances and Reserves [Domain] Restricted Cash and Marketable Securities Restricted Cash And Restricted Marketable Securities [Policy Text Block] Restricted cash and restricted marketable securities. Statement [Table] Statement [Table] Senior notes: March 2035 Senior Notes Due March 2035 [Member] Senior Notes Due March 2035 Fair Value, Measurement Frequency [Domain] Measurement Frequency [Domain] Summary of Significant Accounting Policies Significant Accounting Policies [Text Block] Consolidation Items [Domain] Consolidation Items [Domain] Finite-Lived Intangible Assets, Amortization Expense, Maturity Schedule [Abstract] Finite-Lived Intangible Assets, Amortization Expense, Maturity Schedule [Abstract] Contract Termination Contract Termination [Member] Gross Intangible Assets Finite-Lived Intangible Assets [Roll Forward] Property and equipment, gross Property, Plant, and Equipment and Finance Lease Right-of-Use Asset, before Accumulated Depreciation and Amortization Quoted PricesÂ in Active Markets (LevelÂ 1) Fair Value, Inputs, Level 1 [Member] Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Surety bonds Surety Bond [Member] Long-term debt, gross and lease obligation Debt, Long-term And Short-term, Combined Amount, Gross And Lease Obligation Debt, Long-term And Short-term, Combined Amount, Gross And Lease Obligation Distributions paid Adjustments to Additional Paid in Capital, Dividends in Excess of Retained Earnings Interest on income taxes accrued Unrecognized Tax Benefits, Interest on Income Taxes Expense 2027 Long-Term Debt, Maturity, Year Three Payments Self Insurance Reserves Payments Self insurance reserves payments. Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Senior notes: November 2027 Senior Notes $650.0 Million 3.375% Due November 2027 [Member] Senior Notes $500.0 Million 3.375% Due November 2027 [Member] Other intangible assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets, Other than Goodwill Net increase (decrease) in amortization expense Net Increase (Decrease) In Amortization Expense Related To Changes In Estimates And Assumptions Concerning Cost And Timing Of Future Final Capping Closure And Post Closure Activities Net increase (decrease) in amortization expense related to changes in estimates and assumptions concerning the cost and timing of future final capping, closure and post-closure activities. Accumulated Other Comprehensive Income (Loss) [Table] Accumulated Other Comprehensive Income (Loss) [Table] Entity Well-known Seasoned Issuer Entity Well-known Seasoned Issuer Other intangible assets Other Intangible Assets [Member] Income Taxes Income Tax Disclosure [Text Block] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Investments Other Than Derivatives Investments Other Than Derivatives [Policy Text Block] Investments other than derivatives policy. Difference between book and tax basis of other assets Deferred Tax Assets Other Assets Deferred tax assets other assets. Employer Matching, Option 1 Employer Matching, Option 1 [Member] Employer Matching, Option 1 [Member] Shares returned to unissued status (in shares) Treasury Stock, Shares, Retired Thermal Processing Facility Thermal Processing Facility [Member] Thermal Processing Facility Senior notes: March 2030 Senior Notes Due March 2030 [Member] Senior Notes Due March 2030 Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization, Consolidation and Presentation of Financial Statements [Abstract] Operating leases Operating Lease, Weighted Average Discount Rate, Percent Cash provided by (used in) financing activities Net Cash Provided by (Used in) Financing Activities Credit Facility [Axis] Credit Facility [Axis] Entity Registrant Name Entity Registrant Name Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Depreciation, depletion and amortization Depreciation, Depletion and Amortization Reclassification out of Accumulated Other Comprehensive Income [Axis] Reclassification out of Accumulated Other Comprehensive Income [Axis] Equity Method Investment, Nonconsolidated Investee or Group of Investees Equity Method Investment, Nonconsolidated Investee or Group of Investees [Member] State Deferred State and Local Income Tax Expense (Benefit) Fair Value as of Grant Date Award Grant Date Fair Value Environmental Exit Cost [Line Items] Environmental Exit Cost [Line Items] Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract] Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract] Tax credit related to renewable natural gas and commercial electric vehicles Effective Income Tax Rate Reconciliation, Tax Credit, Energy-Related, Amount Significant Other Observable Inputs (Level 2) Fair Value, Inputs, Level 2 [Member] 2027 Lessee, Liability, Payments, Due Year Three Lessee, Liability, Payments, Due Year Three Stockholdersâ€™ equity: Equity, Including Portion Attributable to Noncontrolling Interest [Abstract] Capitalized contract cost, amortization Capitalized Contract Cost, Amortization Geographical [Domain] Geographical [Domain] Property, Plant and Equipment Property, Plant and Equipment [Member] Schedule of disaggregation of revenue Disaggregation of Revenue [Table Text Block] Issuances of common stock Stock Issued During Period, Value, New Issues Distributions paid to non-controlling interests in consolidated subsidiary Payments of Ordinary Dividends, Noncontrolling Interest Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Deferred compensation plan, employee base salary deferral, maximum percentage (up to) Deferred Compensation with Individual, Employee Base Salary Deferral, Maximum Percentage Deferred Compensation with Individual, Employee Base Salary Deferral, Maximum Percentage Other Long-Term Liabilities Other Liabilities, Noncurrent [Abstract] Common stock, par value $0.01 per share; 750 shares authorized; 313 and 321 issued including shares held in treasury, respectively Common Stock, Value, Issued Document Financial Statement Error Correction [Flag] Document Financial Statement Error Correction [Flag] Operating cash flows from finance leases Finance Lease, Interest Payment on Liability Disclosure of Compensation Related Costs, Share-based Payments [Abstract] Share-Based Payment Arrangement [Abstract] Landfill final capping, closure and post-closure liabilities Asset retirement obligations, beginning of year Asset retirement obligations, end of year Asset Retirement Obligation Finance Lease, Liability, Current, Statement of Financial Position [Extensible List] Finance Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] State income taxes, net of federal benefit Effective Income Tax Rate Reconciliation, State and Local Income Taxes, Percent Other Deferred Tax Assets, Other Other Accrued Liabilities Accrued Liabilities, Current [Abstract] Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Multiemployer Plans [Line Items] Multiemployer Plan [Line Items] Restricted Stock Unit Earned As Dividend Equivalents Restricted Stock Unit Earned As Dividend Equivalents [Member] Restricted Stock Unit Earned As Dividend Equivalents [Member] Cash provided by (used in) financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] Concentration Risk [Line Items] Concentration Risk [Line Items] Preferred stock, par value $0.01 per share; 50 shares authorized; none issued Preferred Stock, Value, Issued Operating Lease, Liability, Current, Statement of Financial Position [Extensible List] Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Thereafter Recorded Unconditional Purchase Obligation, to be Paid, after Year Five Future maturities of debt Long-Term Debt, Fiscal Year Maturity [Abstract] Total deferred tax liabilities Deferred Tax Liabilities, Gross Basic earnings per share (in dollars per share) Earnings Per Share, Basic Operating cash flows from operating leases Operating Lease, Payments Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Tax settlement, reduction in tax provision Effective Income Tax Rate Reconciliation, Tax Settlement, Domestic, Amount Remediation expenditures Payments for Environmental Liabilities Other Liabilities Disclosure [Abstract] Other Liabilities Disclosure [Abstract] Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Goodwill [Table] Goodwill [Table] Property and Equipment Property, Plant and Equipment, Policy [Policy Text Block] Difference between book and tax basis of intangible assets Deferred Tax Liabilities, Intangible Assets Total current liabilities Liabilities, Current Other Liabilities Other Liabilities Disclosure [Text Block] 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Potential undiscounted future contingent liability payments, maximum Business Combination, Contingent Consideration Arrangements, Range of Outcomes, Value, High Equity Method Investment, Nonconsolidated Investee [Domain] Equity Method Investment, Nonconsolidated Investee [Domain] Granted (in shares) Shares awarded (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Deferred revenue Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Deferred Revenue Accumulated Amortization Finite-lived Intangible Assets Accumulated Depreciation [Roll Forward] Finite-lived Intangible Assets Accumulated Depreciation Additions charged to expense Self Insurance Reserves Additions Charged To Expense Self insurance reserved, additions charged to expense. Gross Revenue Revenues Employee Benefit Plans Share-Based Payment Arrangement [Text Block] Entity Address, City or Town Entity Address, City or Town Leases Lessee, Leases [Policy Text Block] Gain on certain divestitures and impairments, net Gain (Loss) On Certain Disposition Of Assets And Impairments Net Gain (Loss) On Certain Disposition Of Assets And Impairments Net Landfill Landfill Service Line [Member] Landfill Service Line [Member] Compensation expense Share-Based Payment Arrangement, Expense Allocated as follows: Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Net [Abstract] Changes in Accumulated Other Comprehensive Loss by Component Comprehensive Income (Loss) Note [Text Block] 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 the activity and balances by intangible asset type Schedule of Finite-Lived Intangible Assets [Table Text Block] 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] Income before income taxes EBITDA Adjustments EBITDA Adjustments Operating right-of-use lease assets Deferred Tax Liabilities, Leasing Arrangements Finance Leases Finance Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] Liabilities: Liabilities, Fair Value Disclosure [Abstract] Republic ContributionsÂ toÂ Plan Multiemployer Plan, Employer Contribution, Cost Waste Management Contract, Sonoma County Waste Management Contract, Sonoma County [Member] Waste Management Contract, Sonoma County [Member] Revenue Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Purchase of common stock for treasury Treasury Stock, Value, Acquired, Cost Method Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Years of historical moving average increase of the U.S. Consumer Price Index used as our basis for inflation rate Years of historical moving average increase of the U.S. Consumer Price Index used as our basis for inflation rate Years of historical moving average increase of the U.S. Consumer Price Index used as our basis for inflation rate Total assets Assets, Fair Value Disclosure Other accrued liabilities Total Other Accrued Liabilities, Current Adjustments Debt Instrument, Unamortized Discount (Premium), Net 2029 Finite-Lived Intangible Asset, Expected Amortization, Year Five Document Period End Date Document Period End Date Percentage of ownership interest in company Variable Interest Entity, Qualitative or Quantitative Information, Ownership Percentage Finance Finance Lease, Liability, Current Capitalized sales commissions to selling, general and administrative expenses Capitalized Sales Commissions To Selling, General And Administrative Expenses [Member] Capitalized Sales Commissions To Selling, General And Administrative Expenses [Member] Total lease payments Lessee, Operating Lease, Liability, to be Paid Insider Trading Arrangements [Line Items] Business Combinations Business Combinations and Other Purchase of Business Transactions, Policy [Policy Text Block] 2026 Lessee, Liability, Payments, Due Year Two Lessee, Liability, Payments, Due Year Two Senior notes: April 2029 March Issuance Senior Notes Due April 2029 March Issuance [Member] Senior Notes Due April 2029 March Issuance Western Conference of Teamsters Pension Plan Western Conference Of Teamsters Pension Plan [Member] Western conference of teamsters pension plan. Net book credit balances in our primary disbursement accounts Bank Overdrafts Deferred Tax Asset, Valuation Allowance [Table] Deferred Tax Asset, Valuation Allowance [Table] 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three Accounts payable Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Accounts Payable Schedule of aggregate purchase price and allocation of purchase price in other acquisitions Schedule of Business Acquisitions, by Acquisition [Table Text Block] Letters of credit outstanding under credit facilities Letters of credit utilizing availability our credit facilities Letters of credit utilizing availability under our credit facilities Letters Of Credit utilizing availability under our Credit Facilities Document Transition Report Document Transition Report Deferred compensation plan, employer matching contribution based on percent of amount deferred Deferred Compensation Arrangement with Individual, Employer Matching Contribution Based on Participant Deferral Total Deferred Compensation Arrangement with Individual, Employer Matching Contribution Based on Participant Deferral Total Loss contingency expected to be paid in year one 2025 Accrual for Environmental Loss Contingency, Undiscounted, to be Paid, Year One Schedule of activity in our gross unrecognized tax benefits Schedule of Unrecognized Tax Benefits Roll Forward [Table Text Block] Investment tax credits Effective Income Tax Rate Reconciliation, Tax Credit, Percent Fair Value Measurements, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Entity Current Reporting Status Entity Current Reporting Status Retained Earnings Retained Earnings [Member] Total expected undiscounted future payments for remediation costs Accrual for Environmental Loss Contingencies, Gross Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Schedule of components of the provision for income taxes Schedule of Components of Income Tax Expense (Benefit) [Table Text Block] Adjustments and Other Finite-Lived Intangible Assets, Adjustments to Acquisitions and Divestitures Finite-Lived Intangible Assets, Adjustments to Acquisitions and Divestitures Letters of credit Letter of Credit [Member] Company Selected Measure Name Company Selected Measure Name Long-Term Contract with Customer [Member] EX-101.PRE 24 rsg-20241231_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 25 image_0.jpg GRAPHIC begin 644 image_0.jpg MB5!.1PT*&@H -24A$4@ 2P !?" 8 !2O/JN &71%6'13;V9T M=V%R90!!9&]B92!);6%G95)E861YGH7Y@2P-OZYAM:FJJ(X^)0" 8)DDUU;:NMB]VXH%];JEM7NZD0" 8 MJ#6EMCL[]>$!R$_NK$ @DK!NLH)%M.[ZWV__\\D]X^_#.Y_Y-3)Y,FC?^S[M=TM)Q0UY? 0"(:R!D-6C>]O); _[IW>3A.^\EOW_T)>LX(*RG7CZ3 .EWSB7' M7OF6_>\+BK0VY1$2"(2PJI#5G/IQR_P-RLY486(J8C$CIX]D[SP]@JU MNKIJ.Z%(JRN/D4 P'#QQ"*]IU?SRU2> _3K*95I"L@*__W;GD# [[Y9\'W/+J[MG=S_F\N4V*;5=DT>(8% "*N*%$S-WQ]\]VI.6D4 83VS7_+M WQ?G_WD)GUI M09US6AXC@4 (JPRNF%]^\[-W(8 0+4?^>7F4! (A+*X5H> M)X% ""M*#K+]5W_MEWY(?"X!"2 5"

(2P!B,'CP5\55]]^FMY,@2",<23DR@' MOZ8(Z],WG)5G\I (3@S7+NF=I2]E\C@)!(/%@:[60,O(0 [^\L2YVHX-Y_O7 MOW,N*!NM>EEGIJ:FA+0$ K&PZI.#<*AS$J)QO!,KET-%_"@VA*P$ B&LVN4@
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[=*D)6- M=4U\E7,'R\C"4'3\H ""_+?&13LV;$%J< G$PAH<6!@:;BP!,F1C(-DQ6@K2,''191]Q2 M,E0&'GOE6R/YH/)V9=__(7T)?CQQP@N$L&HBJ[XV6" K$$^953=?JDS5W,&#
M(@OI.*R4HBO2M4<@A%4/%K05D%L':+E55DJYZE95D8.V+.3 E%U&)^A1PNK: MT[=:*A (896WKGHMM]!EIDH\T]&7&TZ)5$J2@U5DX2@M+$/6 MUCT562@8*/[HX@^GU=946V.4XZB]O
S2:]2/7K%SK I6D8,()T#@Y""1AU4\ M+B;5/WSN&SURX^Y#@?OPX.J;.=G@."?_\6KD.#]*/GWCK7Q_[$NLPXV8Z'?U MT'$3M3MJ^UC_CHR#[']OOM[Q'!.?^VJ5ST$=>]9,CF0W;B]FC/C9#HS/=\VX
MID7'^Z$2?$UR%]4^68GKQCZ/U-;58\T"GQ&.V0C=)^9GO1!P&[0"]VM:*R7L MVW2\);\&M=U0Q]@,7(/!(_6^I:IS=1!Q6)=<,JI..5@W?$[].O>!563(RI 7 M)< BP%(U9)5_^G>WZ;V!A=5B/L"-
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ZYL_]@&.G6AX^#9K)$)*',2_CO$[!:RDK":RHL\5[KF1UQTM1[?TEQDLO1M5;U3=3O>F2P[BY_UO M7_;647?YK8Z>K689C3K\ !81 F5#]>%]4?Z&M$'6H?U_]^EG98AHIJ9+;-1, MA%G-
I#K'N69JV9#)&[+PMFJV6%W'J,O":D00WZV"]W<8YYXG]W5#DZ6QO-^O M*@<'(0EG]B3+_K'EZ3A*RKSP]DIAZ6%.(X@01II"\[T5=M@%WD?]=#'[HR]B M"HYT==VQ^\=83@43
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((=C8SYL27RBU:RU MW"-I$5@W865)I,/46!A81031U!&[5=5A'VTEW2]G&8&L7OCI2FYMQ@($;_FO M.+Z-T 2[%I &?0^Q(VZHK).\Z_@&#TG;.Q'?[-<9U]QQD':,O$TK/#9&;G4C
M[B7;PHH(C?"2LV-L(T?=/JS>!<8X@_-J#LI*<<4;'00+ZYD2YP/AH" ?[E.9 MP%4K2KXS-37%(:RJ$VS6C@K7$[QL+F-6\Q@-E@D1I@$KH5-1-C5Y7_D:NBA)*S>
WCDI>=+^8$X==:+R(K9_+0VQ$;C8XR-K?4>4<7N[XAI MXSI!JTZP5<<$2^MX7HBOIRIA;5BK4UQY%V7A%%@P'7W\=H'EZW)X<_UG5;Z< M.,0WEI5LZY:$8.4%,RFY)8A])!!J%>\#TEVZY91
IRCW;P:*PT+@.>RN' M$-C4C3F*)$(=EHL)#FPQ27"Q0,9T:I*6YEC+>N60<\U9"=G,71F%LWK-NO\(M!9AC$$LLP?I0-32BXWF.0GF>-^C]'WO"4A-GO.^4?R*Z(\'
/K)KN9@*U(LC&!TRNV]:DN<;\YCY=8.W$ M?%,763==S^M;GGR\$*D\\DQ&GQ,_BTC)R3PR;*["ETHG\I%L1(S-1WB^',=F MX OJ0%E81IZL&RL+%@$"(#- M1C2A"$VPV]:W;EM-GO-,B\'>
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MUWIC7C=UHW (:]4JU^+"TYJ N0&M'5TQPG4MT^3^=)*]_J#)J*PK8% %_"[0 MA\4XF:N$&V"B0UX.N\56#.CJ) @,UVR(R33A@-7H*CZ(]U,2P^]_F=UTD=5B MR<[/C4BIT2AZX
M6F2W50BN=+8>UF-9P[9GE\ZE2 M\8):M*'/I>U01"$T]3UJ%-R?[, 2EI8IL_3FF&5\6 QE@>!,Q&Q5S3,7NI%I@.I: 8R,C,<#<889:^62*,U(WP@W MKNIT31.WB/P^+GMP/9G*3*BNGHRM".LSZO-
TR-PJ7P"XXQ\;%BNA98-.B6 M&%.FOQPV7@TD)8BT.",7'R;N'HW#_1EZ J,B MKOG$REPOJLQ9!$2RI(.E6%5$Z?KE(5%L/L+RN,H$(P986G2RC1I;5")!$L)6XQ/BN8./KCZ
MHWP5L8X$ZBK@%@^T_'=H)-&41U(@\./)49U8ASZTU"2%@W/=2$1864=./<^6 MB(8<8%F9]\.9C\JFHTKK>8I9J0*R$58A261&='E[DAY 4C[8K&SARVQ?:1-F M*$&>/J,=V-.A]Y!SF_-
V[5@BU__).+JNV"/]_V;!M83&MV^<>I]4'S<-'5L(M:_#$A?Q#W/Q>G>C=5<2W6,YK([_LHG^PLD &* XX;(>\J7C*60%%=55"6)"% MBQ-5CSSCGTKF2 \,4Z#4:2U2+[Y>J1$:T>Y2 '2*F3-P%)#
&?5M![3N@L_ MBXB0ZWBG4E;CT@185\UD;Y$!EL?3NF//TV1"4CE&$XT7M?7AVFQ"V+#^3ZW7 MIH,H;>O*$-"REEZG;>+0^7WSY+5973[X:4O>-QW$N.R[%GV^>?)^6&E3:L,7
M^PDR1U*1A.,A$=?-AXRH>$A$1+X3.'T?ZGZX2TN_8DM^M,.4)8DMZZI#SMDDXVAKJ;I QCIK7>T]1/8+)!SYRWR->=&TO)&4D__1B&L M.B0B/GQ%7'WF,-)ZT'@!$>1P;!N2^)S99>?HR_&?
+ZR?#[Y[U1LN8=J6F9KT MMI7%(2S(0M(]J!'1=OXP ,T:D!:"2.VV)Y6F27PV2XYC=(B/B!)"VR(BNN\- MV*",UP3"+6N6H3$4NNXM-3*HNT UV0Y%2#K.77R6H1MT84L,%220-(S*HH:(N56$G6T
MG9]+ AU+#@%L/\R\D57:(=ZKV&E)/%\/O34/(3SP-*UHDS+*-$]QVK*NVL1" M<_F1Z&N%N7B.$M"N:]DDA+U%SI%:]RG34G5SD@CKB3$DJVT?6?7)+;VR]OC> M-NNX,;T*3=(RAZPHX-.B[>E!0-
P52LOY?JC]6'J2S>K)Z2K;LJJ+Q=D2+TOZ M:Z6;[;:'$'R@&06=@.^JY9.:6@ZFA-@XX05-Z[S>:]'W:4F/8=,C?6\55+D0 M"VL(EE74!\"5@S&==/*0B+O;I:[!U+TRM=L15_: $4^&%FK+I6VD MF)
[,5P@)I Z)5U1WJ6GY?&Z0UVD%59#ADH.P4F)=V0U>9RSB3!G6E!WCU;"N MI@CNT*J=N.[^6N.O3-ZU)'P*]V7#FM_6V ME/37K.]Z+"R3XXK_^YK%=IEE8? LW]';G(?
T0O=I1V]W*,EKW]5U[G'$PAH< MKE'BP(0W80BF0[1=V]U7""]6#IKDZZ\^^:Q7TMB4P*G2*Q'CXTI6(PN)E35S MR/U8>>=FXJMJ:,+H64B6Q.L$8I@ZFD1"A'#<]3^]XD9]9(GVH=$H/QK'3L^#-
=MK#'MI*?Q8>U)(JQQ\F'U+ KX MCFPBHB6&#;BR+90J0_U.)GS!U)\W^8VAX%6.M<6%=3USNB3/84.?14.LK6TR MH4TCU*9EX=SQ;*EEC66ADL8.*=:Q"&,I8+G1@H?
T"P4D]87:'A"RZG5WMD@O M#5Q+DQ*CWH=:I;>HCVW24G/&@K#4Q.RKJ>V3>8903&UW=-0I*P=IMVF;5$R MJ'&>AX)7668LD^P<%N-AE(6+ :N@HR?XDH,H0L@LYW.1W&H$",L5+D M-
SKV MY<1?S12OGR REGTMC/MD E0G:H40F!H3PEK7WU#YI.7T,C3^)4XY&13*HZ11 M5 V4PN[6PPUU,#"MSE!%@C-6ZWR93EDZC'(PM7P_W8.:$^>XEJPNR\>1*-VI
MN=V9$%8)POK"?"BPH.HL#V/JK!MP$JI]I-/+6U2AW6$1 E'^YY3>(WP=,1 MO0<% I&$ R:K!D<.NF06.O 4%?VCY6?*)D)C3(AF-P2%&#!(1)\CWY .M$ Q=]2N#O)^B(D1'0],]N?CCUWMD]NP_7
R2)P>/[V;R9 H$8TI8J?D% M<5 L3H0%@$G/*2FD8LALN'6R!((!&Z,0^!H M8T*\<(4CKUR-B#=+N;Q3%6("N1G DA] $%]^/V5?;%@9@7199%Q+2Q4I! (M!.-I844%1X82BHUCO0I9<3KXX/CPB?
D"5T%:B.-RK2)R2.O(J;[KWTH(P1 M8?66[+_V5+%3^AG/A*_'L;Z;0Q@*$*6!JR& S# >FSR+9"&(TO*!M>4Q%0C& MA[!Z%@1GZ?^8->%-Q'H5QWK>/?KG;_;YOS20>K'<(Z%
[VU$Q8JZQA2PL$ZI! ML"$Q6 +!>!'6;6I=A"HDT#I8AD!<5DP,0"!88;0Y\% MJ$BM;#XAQHGQ8MPN66AJ9U'K;H+*) L$+(Q+:@YJ!ZU2BP0RRD8>I'GJ9%YC MO8JO"J1CEZK1I+FL2&+-
,3YDX*=&YM'$Z+)D2>4K2-HBJT.;0R@0''0+*]$D ML4FEH=REN:4&T1 MISC:!8)Q)BP?:8&L?J4D8-D:ZP%RR(NK$5\59WS[2,M4*^5:?<9/YW"\P\)L M"5D)! >$L
AIT6ZZE:P9NYY557+0U250]3&EK\/OYBH&2(D*"=3?>.VBBSB7 M W)4(!",*V$18NASQ ,("WAP]4; 3AR]T@XMA$>L".E<[QG%'_T^(2B"8,.*:#UE GRAPHIC 26 image_01.jpg GRAPHIC begin 644
image_01.jpg MB5!.1PT*&@H -24A$4@ 2P !?" 8 !2O/JN &71%6'13;V9T M=V%R90!!9&]B92!);6%G95)E861Y<R$ %&E46'1$97-CA]E RUU&RL.;+N!K,%MIJTABQ-P#<)--N%.-[W@T'2U9V9,W/G_.
[W^\[W)TD$ H'@@&!J MTBYX9V>GH7Y@2P-OZYAM:FJJ(X^)0" 8)DDUU;:NMB]VXH%];JEM7NZD0" 8 MJ#6EMCL[]>$!R$_NK$ @DK!NLH)%M.[ZWV__\\/D]X^_#.Y_Y-3)Y,FC?^S[
M=TM)Q0UY? 0"(:R!D-6C>]O);_[IW>3A.^\EOW_T)>LX(*RG7CZ3_.EWSB7' M7OF6_>\+BK0VY1$2"(2PJI#5G/IQR_P-RLY486(J8C$CIX]D[SP]@JU MNKIJ.Z%(JRN/D4 P'#QQ"*]IU?
SRU2>_3K*95I"L@*__W;GD#[[Y9\'W/+J[MG=S_F\N4V*;5=DT>(8% "*N*%$S-WQ]\]VI.6D4 83VS7_+M WQ?G_WD)GUI M09US6AXC@4 (JPRNF%]^\[-W(8 0+4?^>7F4! (A+*X5H> M)X%
""M*#K+]5W_MEWY(?"X!"2 5"(2P!B,'CP5\55]]^FMY,@2",<23DR@' MOZ8(Z],WG)5G\I (3@S7+NF=I2]E\C@)!(/%@:[60,O(0 [^\L2YVHX-Y_O7 MOW,N*!NM>EEGIJ:FA+0$ K&PZI.#
<*AS$J)QO!,KET-%_"@VA*P$ B&LVN4@ MXJP@^XI("Q8;$JB??>TBY[!(S[D3,?PMQVO'D[U*UM9K:EYI9 O!5\=39ALNQOZJN_;2Z#RUY= 5"6(,GJM4DW,#4!=/X%-4] M3;>:2G+0D%>L+
(3%A;^'@C?VQFPY_^?5?>BJ^[HCZ]).%@R JA![=*D)6- M=4U\E7,'R\C"4'3\H ""_+?&13LV;$%J< G$PAH<6!@:;BP!,F1C(-DQ6@K2,''191]Q2 M,E0&'GOE6R/YH/)V9=__(7T)?
CQQP@N$L&HBJ[XV6" K$$^953=?JDS5W,&# M(@OI.*R4HBO2M4<@A%4/%K05D%L':+E55DJYZE95D8.V+.3 E%U&)^A1PNK: MT[=:*A
(896WKGHMM]!EIDH\T]&7&TZ)5$J2@U5DX2@M+$/6 MUCT562@8*/[HX@^GU=946V.4XZB]O S2:]2/7K%SK I6D8,()T#@Y""1AU4\ M+B;5/WSN&SURX^Y#@?OPX.J;.=G@."?
\6KD.#]*/GWCK7Q[$NLPXV8Z'?U MT'$3M3MJ^UC_CHR#[']OOM[Q'!.?^VJ5ST$=>]9,CF0W;B]FC/C9#HS/=\VX MID7'^Z$2?$UR%]4^68GKQCZ/U-;58\T"GQ&.V0C=)^9GO1!P&[0"]VM:*R7L
MVW2\);\&M=U0Q]@,7(/!(_6^I:IS=1!Q6)=<,JI..5@W?$[].O>!563(RI 7 M)< BP%(U9)5_^G>WZ;V!A=5B/L"-I$+###+5_V_.@SR75&G'0XY4>HVM\!=?L M(XWS@7WH6-.
(L3:ML78T^;DFO"]DI1UY2[S7$2"K):V20JX&L^ SI^_Y!76\ MKD7X6_HX.,\C? XADAX58TXB7AX;^C'KXS] %-JC?AR'P3N\3XMO7X.H0 ?7C? M\[IOGXYUW54D$CZ+6VJLL^J8;8M@.?>)@P;W.-
JJNE/BFLPS,4ON30J+2KUV MA1!M,ZE8F;=6PM)R,+5]/D;^<,D#DQN3%%9(-O-JZ?&\^-+*2,D*%B:"/4-Q M9"'""NV/>X.-6&@-ZYL_]@&.G6AX^#9K)$)*',2_CO$[!:RDK":RHL\5[KF1UQTM1[?
TEQDLO1M5;U3=3O>F2P[BY_UO M7_;647?YK8Z>K689C3K\ !81 F5#]>%]4?Z&M$'6H?U_]^EG98AHIJ9+;-1, MA%G-I#K'N69JV9#)&[+PMFJV6%W'J,O":D00WZV"]W<8YYXG]W5#DZ6QO-^O
M*@<'(0EG]B3+_K'EZ3A*RKSP]DIAZ6%.(X@01II"\[T5=M@%WD?]=#'[HR]B M"HYT==VQ^\=83@43 M++,F1D;,^Z+WEY%N^1/7;)>5H M$8X7W4M]?ZX%OI0N4)+4?
L'E42F7NBVLW@<8ZNV75Q]0M7LO#P%^]5NZ@1 MR$'C=RM+_9.J5N5618GP?H&LLJTQ^DT?Z))6MB+#&?);CIL)IB+<+8S[M+G./S 3_7===*(LA77=.A(*SIV$D.Z?BB MDHAT>?
_S=ZH1UK#)"M4G2EI%.;GF#O0D/OP#JZ U/<"VM$NUQ>:3@XL1QYTO M&--&A$^H8XUW(4"J;<;8VI%2JLTDR]PGQ)C4(*"6YS.((=C8SYL27RBU:RU MW"-I$5@W865)I,/46!A81031U!&
[5=5A'VTEW2]G&8&L7OCI2FYMQ@($;_FO M.+Z-T 2[%I &?0^Q(VZHK).\Z_@&#TG;.Q'?[-<9U]QQD':,O$TK/#9&;G4C M[B7;PHH(C?"2LV-L(T?=/JS>!<8X@_-J#LI*<<4;'00+ZYD2YP/AH" ?[E.9
MP%4K2KXS-37%(:RJ$VS6C@K7$[QL+F-6\Q@-E@D1I@$KH5-1-C5Y7_D:NBA)*S> WCDI>=+^8$X==:+R(K9_+0VQ$;C8XR-K?4>4<7N[XAI
MXSI!JTZP5<<$2^MX7HBOIRIA;5BK4UQY%V7A%%@P'7W\=H'EZW)X<_UG5;Z< M.,0WEI5LZY:$8.4%,RFY)8A])!!J%>\#TEVZY91 IRCW;P:*PT+@.>RN' M$-
C4C3F*)$(=EHL)#FPQ27"Q0,9T:I*6YEC+>N60<\U9"=G,71F%LWK-NO\(M!9AC$$LLP?I0-32BXWF.0GF>-^C]'WO"4A-GO.^4?R*Z(\' /K)KN9@*U(LC&!TRNV]:DN<;\YCY=8.W$ M?
%,763==S^M;GGR\$*D\\DQ&GQ,_BTC)R3PR;*["ETHG\I%L1(S-1WB^',=F MX OJ0%E81IZL&RL+%@$"(#- M1C2A"$VPV]:W;EM-GO-,B\'><&E:$ZH=GW1=:N(Y)]Z(0%>:*LK$N&A3%9 M,=%
6F6"07=7$5_-)SRS;?Q($*U.^K@;XS;2#B3R P"LOU6/L+[II*0S_U@ MGQ&U4:*9ZNF*$L'GV_!-,D0][S".UR;E4M+ &,N0559 M-NZTH")1)\.7/,F MUWIC7C=UHW (:]4JU^+"TYJ
N0&M'5TQPG4MT^3^=)*]_J#)J*PK8% %_"[0 MA\4XF:N$&V"B0UX.N\56#.CJ) @,UVR(R33A@-7H*CZ(]U,2P^]_F=UTD=5B MR<[/C4BIT2AZX M6F2W50BN=+8>UF-9P[9GE\ZE2
M\8):M*'/I>U01"$T]3UJ%-R?[, 2EI8IL_3FF&5\6 QE@>!,Q&Q5S3,7NI%I@.I: 8R,C,<#<889:^62*,U(WP@W MKNIT31.WB/P^+GMP/9G*3*BNGHRM".LSZO-TR-PJ7P"XXQ\;%BNA98-.B6
M&%.FOQPV7@TD)8BT.",7'R;N'HW#_1EZ J,B MKOG$REPOJLQ9!$2RI(.E6%5$Z?KE(5%L/L+RN,H$(P986G2RC1I;5")!$L)6XQ/BN8./KCZ MHWP5L8X$ZBK@%@^T_'=H)-
&41U(@\./)49U8ASZTU"2%@W/=2$1864=./<^6 MB(8<8%F9]\.9C\JFHTKK>8I9J0*R$58A261&='E[DAY 4C[8K&SARVQ?:1-F M*$&>/J,=V-.A]Y!SF_-
V[5@BU__).+JNV"/]_V;!M83&MV^<>I]4'S<-'5L(M:_#$A?Q#W/Q>G>C=5<2W6,YK([_LHG^PLD &* XX;(>\J7C*60%%=55"6)"% MBQ-5CSSCGTKF2 \,4Z#4:2U2+[Y>J1$:T>Y2 '2*F3-P%)#
&?5M![3N@L_ MBXB0ZWBG4E;CT@185\UD;Y$!EL?3NF//TV1"4CE&$XT7M?7AVFQ"V+#^3ZW7 MIH,H;>O*$-"REEZG;>+0^7WSY+5973[X:4O>-QW$N.R[%GV^>?)^6&E3:L,7
M^PDR1U*1A.,A$=?-AXRH>$A$1+X3.'T?ZGZX2TN_8DM^M,.4)8DMZZI#SMDDXVAKJ;I QCIK7>T]1/8+)!SYRWR->=&TO)&4D__1B&L M.B0B/GQ%7'WF,-)ZT'@!$>1P;!N2^)S99>?HR_&?
+ZR?#[Y[U1LN8=J6F9KT MMI7%(2S(0M(]J!'1=OXP ,T:D!:"2.VV)Y6F27PV2XYC=(B/B!)"VR(BNN\- MV*",UP3"+6N6H3$4NNXM-3*HNT UV0Y%2#K.77R6H1MT84L,%220-(S*HH:(N56$G6T
MG9]+ AU+#@%L/\R\D57:(=ZKV&E)/%\/O34/(3SP-*UHDS+*-$]QVK*NVL1" M<_F1Z&N%N7B.$M"N:]DDA+U%SI%:]RG34G5SD@CKB3$DJVT?6?7)+;VR]OC> M-NNX,;T*3=(RAZPHX-.B[>E!0-
P52LOY?JC]6'J2S>K)Z2K;LJJ+Q=D2+TOZ M:Z6;[;:'$'R@&06=@.^JY9.:6@ZFA-@XX05-Z[S>:]'W:4F/8=,C?6\55+D0 M"VL(EE74!\"5@S&==/*0B+O;I:[!U+TRM=L15_: $4^&%FK+I6VD MF)
[,5P@)I Z)5U1WJ6GY?&Z0UVD%59#ADH.P4F)=V0U>9RSB3!G6E!WCU;"N MI@CNT*J=N.[^6N.O3-ZU)'P*]V7#FM_6V ME/37K.]Z+"R3XXK_^YK%=IEE8? LW]';G(?
T0O=I1V]W*,EKW]5U[G'$PAH< MKE'BP(0W80BF0[1=V]U7""]6#IKDZZ\^^:Q7TMB4P*G2*Q'CXTI6(PN)E35S MR/U8>>=FXJMJ:,+H64B6Q.L$8I@ZFD1"A'#<]3^]XD9]9(GVH=$H/QK'3L^#-
=MK#'MI*?Q8>U)(JQQ\F'U+ KX MCFPBHB6&#;BR+90J0_U.)GS!U)\W^8VAX%6.M<6%=3USNB3/84.?14.LK6TR MH4TCU*9EX=SQ;*EEC66ADL8.*=:Q"&,I8+G1@H?
T"P4D]87:'A"RZG5WMD@O M#5Q+DQ*CWH=:I;>HCVW24G/&@K#4Q.RKJ>V3>8903&UW=-0I*P=IMVF;5$R MJ'&>AX)7668LD^P<%N-AE(6+ :N@HR?XDH,H0L@LYW.1W&H$",L5+D M-
SKV MY<1?S12OGR REGTMC/MD E0G:H40F!H3PEK7WU#YI.7T,C3^)4XY&13*HZ11 M5 V4PN[6PPUU,#"MSE!%@C-6ZWR93EDZC'(PM7P_W8.:$^>XEJPNR\>1*-VI
MN=V9$%8)POK"?"BPH.HL#V/JK!MP$JI]I-/+6U2AW6$1 E'^YY3>(WP=,1 MO0<% I&$ R:K!D<.NF06.O 4%?VCY6?*)D)C3(AF-P2%&#!(1)\CWY .M$ Q=]2N#O)^B(D1'0],]N?CCUWMD]NP_7
R2)P>/[V;R9 H$8TI8J?D% M<5 L3H0%@$G/*2FD8LALN'6R!((!&Z,0^!H M8T*\<(4CKUR-B#=+N;Q3%6("N1G DA] $%]^/V5?;%@9@7199%Q+2Q4I! (M!.-I844%1X82BHUCO0I9<3KXX/CPB?
D"5T%:B.-RK2)R2.O(J;[KWTH(P1 M8?66[+_V5+%3^AG/A*_'L;Z;0Q@*$*6!JR& S# >FSR+9"&(TO*!M>4Q%0C& MA[!Z%@1GZ?^8->%-Q'H5QWK>/?KG;_;YOS20>K'<(Z%
[VU$Q8JZQA2PL$ZI! ML"$Q6 +!>!'6;6I=A"HDT#I8AD!<5DP,0"!88;0Y\% MJ$BM;#XAQHGQ8MPN66AJ9U'K;H+*) L$+(Q+:@YJ!ZU2BP0RRD8>I'GJ9%YC MO8JO"J1CEZK1I+FL2&+-
,3YDX*=&YM'$Z+)D2>4K2-HBJT.;0R@0''0+*]$D ML4FEH=REN:4&T1 MISC:!8)Q)BP?:8&L?J4D8-D:ZP%RR(NK$5\59WS[2,M4*^5:?<9/YW"\P\)L M"5D)! >$L
AIT6ZZE:P9NYY557+0U250]3&EK\/OYBH&2(D*"=3?>.VBBSB7 M W)4(!",*V$18NASQ ,("WAP]4; 3AR]T@XMA$>L".E<[QG%'_T^(2B"8,.*:#UE GRAPHIC 27 image_02.jpg GRAPHIC begin 644
image_02.jpg M_]C_X 02D9)1@ ! @$ 8 !@ #_VP!# (! 0$! 0(! 0$" @(" @0# @(" M @4$! ,$!@4&!@8%!@8&!PD(!@<)!P8&" L("0H*"@H*!@@+# L*# D*"@K_ MVP!# 0(" @(" @4#
P4*!P8'"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H* M"@H*"@H*"@H*"@H*"@H*"@K_P 1" !? +\# 2(A$! Q$!_\0 M'P 04! 0$! 0$ $" P0%!@<("0H+_\0 M1 @$# P($ P4% M! 0 %]
0(# 01!1(A,4$&$U%A!R)Q%#*!D:$((T*QP152T? D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76U]C9VN'BX^3EYN?
HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! 0$! M 0$! 0 $" P0%!@<("0H+_\0 M1$ @$" 0$# Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-
$149'2$E*4U155E=865IC9&5F9VAI:G-T=79W>'EZ@H.$ MA8:'B(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$ /P#]_****
"O MS6^-_P#P<(V$7[3,'[,G[])/[/R>-KN?Q-'H-MKVK:XUK;WMZ\X@ @CCB=FB\ MPX$I89 R%Q@GZ[_X*.?M&+^RG^Q1\0OC1;7H@U*RT&2UT2UT)MV#_:%R1;VQ [[M9)%<@?PH?2OP/_X)A?
%GX._LW?M3Z-^U)^T<7X<\0W_A;P7([(V@Z8ER1JD\, MRVBVR;Y(U7"Y5.[.ZW&<->-F6J?ZI']KT=F&J>/E:(:Q? \;4VP6Y'ZU))0Z'U*5;]:7:'?OUWL5}]-2'.;(\1"MYB9TIPHKY-H-%PVP[*MFA1\ 8/1S@@M6VA)=]^2.+
H4FMV&OFYAL]0$Q@$<\4D2%$\T;3('.W.2N,D?I37X$_$S]C MXA?\%%<_VFOFYA3Z7\0>OF\-)$1V/!0_/5\GK3F/T/P?A'#*E^2[VW1#$=]M8Q4I#TMUK)L]%O_G!@G%LX#5G,MH,0)#1LA78Z2^VQVY7$U+A"O6\,4I$8#4H&^5A,/RH\V(5]0+)R?%F@K<<-1>`!R4KL.V\)#'9^6C;F9#7W
[+QGIGPT\.Z;[[R&Y\0V?V>H_9C_:7>)GO'V7@7G4"I\!X.-)EM*@1@^&XJ:U?V1EI<[*?&A7=2_B4#OE8OP]V2]2\H1TFGHN;E1F#<'-,Q=QX%2^M(@BQ8%*>*<;EZ6R<.]I<TK>/DRY%=;,&H7F\>XX\O9@G
_#KX;W$^@X!!;>%1SR04!7RT>S]D1!WEA-'T>,#S&2:UEA?:F!E-IXK46TPE?C==FJXQ>RN4P\/#V!M&XH\]W+P6X28>F.Y@?R\E):OSS]N6_9"N,[IVJ]KLBPUQ+NN<,3?=+Q+Y2:EE_S8D@>&IUI&:!'-;&7Z'W
MI0C4Y>7IWZZ>9_8WA7P_1XP>_>&W 4S^&?#MW>>W:VBT@OF;:V$MF9>+E4&J=>8YH6)BU%%=J,=I!F8@-1MW85S:-M>)N@!YF2V@'?;8Y$QQA9.UC1+<IC;S+>^F?N3<[>XDW9"5Y6+;B%RJ;T<;&U1G]8R7V@L^:A=SI\D@
L=N8G4.KRE+H*",E;P>N:^0_"?AG_@MUXP\4Z=X8XM[C5N$_,?7EC%TN:Z^FZ5?J(ZX8EVH]9D1LSRTPX$S8RK3G*6RY\:.89WRQ$)Y6@MH^)6ER=9V$V:>$WE*@7F-[Z4)8X2@M:79R0:C+[YV7Y"N&:9\2R2J1>T*58
2M.+6EM?-6 MT_KJ>9QQG&&8>$?!52!>52*^RGLVU\2:'^TS_P5_P5_P#$:W$.P@_LR+AYY1WL[%V)_W_9%FAX@@%\WM0RGTPX\^=JF@Y1%C)I@BM+6T04X%XQ=&AKR.+C@%+6XA_UR11*NC"LE=4]I+CA2JK@HW@5
M/97>K:4\AB9I$=%WM#+L4R@?.)5SEE9F^&OV5OEOV_/^"37[!!Q+_M$>M%X>^*?B4!J..HL@A_JXBQA_XMCY@>/>L3FX9A72)IAT5HQPTUM=]WYCIRO9KTS?>TC'P+EW/L0?LV?_^8BC?MWR<<@O1@\$_9N7?F"8AIH
O;+Q3XJU61BEU/-Y9ALHS]TE2J2"-%C!2-8>5RA2:G\S/-2QC%VG7#+O3YQ(MO7;EE*0TC2-LJ4L[H!^!9>4\=\)0O@?1(/1IQ_5EN!^C=G!!IQ&K7VYJK9H7BL5IQQ!VW/9OF(=PK92]#OFGYM@7K0]/72H9Z<6:GB5
GT3P%JMQ9/G'^D_99!",^IE#\:_![()=_P#!;,?"(3J!=_;D4/@P.AJ88_P_(\[)SCEOHKH\%+=Q3YYVX<]8^FS3)95>&?BV;2YYMN6J^9NU95GC6\'7V^/IAM<SDN]Q;]>_>TUK_G0U]A9IJ6L>K!83WHG]J2
M9PV"67XC%%8E1LG&P&&&O*1@XX$+5YM]R@YRJ6F$5O8=#=@L:!UU$7PS3.@X<0CG78B3IOX.$CDBM^^>"G8X>&VLL*/IXM/]X7R>E[M\VDZ(\,,@6[=SJWS4Q7\ZF89]9YYJ_JQ!<:;ZSE2GVP:57EF0K>18?!TGOQ]
);MY$L)=BFX+RQ0AB.#\]_!_OKOD+]J]DXC[[0?[CMQ_]@^EY:6I5P\6CC$BSCSBTDCSW,7$-T[N7ZMD\\6ZHJ8J_ANQV]B"OGA6(TE6/!P==JRN_I'>:3I'J?:1S8:XAMBFR2?YX>W%?>)/.2KS1Y3#4Z6'T?\^,
["2%;D8+'/R)^R!-_P3KM[37F_ MMMM/BY/.TEN/#2?#?S\)MF=BW.@KN1C8O3!9QB>EPLVG<X?]CP#\-UI99NF=]F>*-P>KMCL@SR1<?/IL?BF'UQRL+9R6$Z-&L<U4=2=<QYY=[A=1E77E'9M
M$L+2,L3HK2*!.@RO).0 2*^\\"V?CZ]?/EW^7B MRAF5T,@NKRL=`P6LV<K[4EHLJO7+KK1PNWI9V]O15YOXJ>AKI55\VC<LQ+=<KH\D.BI4S@<H5>9J:KG.^%YSKK&RQ2+Y1;"2K%VXGM)[.MC6SGN36VG;O^53LW46]
M$^]4?)8(/`,]JW2X0[:J9`91X83&_ZK;?S/<W;Q*@,F=>ZN_^K1LUP=/DV8)MI=<RUTCFNE`YJUUV9[9:2S&]5@U;HW59%#SR?;R@Q9V^,)OV)$,7X^6X?@S.\HTD-O;RS4]E><LI&)>QJPA=(LN]D-YCT,.1Q?<
3Z3_P1?P]\<^G]D^OHD\!_P#TV7VXKK)\C*'T7MSI,CWV?R8X7C/?+@:U:ED8XEX7M@ISYEN.!'=:_T9>@J=T,KI>JXSYD9]ZK[WE*5@-SG+=4D.K;\'UK1BI<0ZEZ#XUJ5:*R/&UZ1/4V!SVWJ%WOS:P.9Q;7
(=$L/L.MH1;5DWKRZ71]'E^=.EGRI8RNTHTH*TG:\Y%7MX^=G%+F)K-7U9.8TQ[V9[EN:6^0PY5"*8Q!I?<(Q6IB$E5T9TQ/X\'2/*SN'KL:G_PMR^4P=OKR]Y5\UJ7J(Q7U2;X!=X<)6YNPY9@>)9P:FV[X5U7CV
@G5_P37\-66I]QP%MET'4O6\SKQ3Y/ZEX_-%P4:?+HA=DB<TB]WHRI?&;L53NA1-^3)\R.3BPAW-C^I-+SWT>>DBY^F1AY?-I3UFM$R,-_M?5K@?$'+L\7>VUUP4&0-RP(V@MCC$2SBWA_1:I6)1V?@RDP>&-:6]R>
!J$LKP:A;B5D65&1\'#@@O1HY3@(PHP]C&56%#GY;+WM2VYOYK6V\SS:^<9A*6G[E*4#(3,>>TK[Z\A4+CC?:>-FCLGGD#IB<XLOK0!_UJBX^IX#95-.(#ZRK>QT^F@/1=&0:B)^11&R=3O_4*3/4QZ2U*O9%^'$H
[0FYM[FQ@B*R1LCDQR<]P-VV&>ZW^M0[/2^68OFV>;,YNT9Q8BE\(;9>M[6AR.D=?WB^JX6!K-L:8?B4E'*FE+\!]2(1T3?2>A?FE1HKE@K%AHM25N/B'1A;'2HHAR;=;?@O&FAY)Q8?NYD/GV'=3]JJ9:.9(Z<*8&;
%9A@\-B*3G4]UK M[7;_ #/Z\C7A#.Z OV)P[[98%@\QEBQ#M]$-3K.>S.9'/8>*U%5'_GSI6-/O-'X^)SLJ%WHOS"N#KMB'!_K&:[$'$W7B1E#G']C(.[+]IN&"$>MB[:_/R6'.8]*E)^JI&;X>JZDZ-B
MQ$3;PY;ZOT_^\^+/!.?;OC:$@+J'+\Y?;,;Q_<D$&\!Y;9]R_^5Z8=H>N7^=K5VL)FJA45IKF^'BPU1?C@Y7W_%+4^8Q*^,K_OM]&M(V51@>#9.&5H9;A#ZGW?GKDHN#LGJR#1`+\>RX;BW%@S5KQ53TDMOJ[<5
'E2*^E/^"$WC7PO^R#_P $W7_$?[)HGA3_?<9\O$$N3:;AJ$B_QA:DI32;XNQS\VCSM=*`!@EJPC9)YX[9JBY:5BC28<[2&8)DPKY*UK_Q[NY/24QTW`V2$DQ/(UNU=9KBVQP_XKMA*AHQ@AM@,K6!D8V8=>VPA4Y_
[C/VL:KM%.,H)-1BWK^G]?GK_P M7/\ ^%B[%G/\ M0.F:Q+TX&J?S3QRY$^EX?O/HNN^Q2O\CYK>8GTC=J)GK7FTQ6[M1HIQ!>EW<UWW1<#*HK>HVQH0J76_(9JYDQ;<XG0DCZ/IIB^9PRW^MIUGC@BQ=,%<8
A\-_A7-T_"TN'K#2+=-E:MJE:7>:'V[E@2?5]>2VMEZ+P^P7K_!<A6>E(%M7/J;B6:SN$:YUH8OZXW/'Y82DGQ[\AN6S#4`]<KJ*U$BVXYS'@TE!WCZ3RQW3B5YO:G!A8,YW?D6T+6HYT(K8(RL==7A5K+^QB3+EJ8
MIQ=16FXP7NI\9+1+W4EL0:EIFFZS8R:]9J^GP75\M.V+"A^6RQ@MYX3QOC4M;\!RCQH8:!:54TNNZLRY7DCC^^3"L5MNZMVHYN2IQ8^NO_OAQCNE<V/@9OK!O!_EA]*Y>=;DVFJ([K?4:RAM?V^)^%ZAX8?'CBP
@[]GK] M@*Q^K_Q/_M7'E6EJM@[G]O#>%3X8QP!ZGE*;/Z57!NQW:6>J_4>8MQZ;KR4\YF@^HC7IC%3P?2JVE3TV1#RDRRCXB^3+=9AS/#S9*.9W/Q7+WQQ+RK6A$2!5_W\R2QNX8=`<C]LN+%\HTEAUG(LE8`58
*D,EM#!/%"_*ZV/5/E*AOE8(]&3]E!@4L,:Q<^D9U-&QQXRK4]9>:0;9&B[L&9#@ZG?/&KP[<IE7?R4VN+\]]*TYCQB_]SC[<=W8J9@8D;9=KN=*UBU8[F;:>6X@6K7FSS5#7H:GN>9&;[7;8=AQBV:ET$NS\MP

M61J.KBVEM>6KNM;\ROL]N5ZZQT/CU5S]S5E**)/BI\/O#G["MEXST7X2Z'8W'Q)OM0^)-C9VMO+<:<+Z:U1+ MBW(N?*7>A*GYBHX&X"LOX _\% OV1-%M_B!\3+3]DW1_AKIW@OX3:%XY.K6^
MFV=O>:E:ZG:F5;8)%"A602@0+\["5G4C;G%B'0]-DO;=HK42+%O#1VL4J@"-AODQDCYAZE\;?\ M@F1XA^-7[?WAG]H'6/&FFI\,++PII%OXM\),TAN]>U'2[JYGL5E7R_+:U5Y8 M)&!;+-;A2F#N$?\
""J/(G;36SDKN*@W]II\WO*.B2ZKJ:?\9"ZWM&KZZ)J. MBDYI7?*FN3W7+63?1]#'U[_@J;\-;=]>_P"&FOV5VTJX\&?#G1=?U;3FNXM5 MOH-4UB8K8Z##"]O'NNI(Q&
['*A3N4C"&2M7PK^VA\3_A!JWB#5_VBO\ @FG< M?#'2]-^'>I^*]/\ $VB:Q;:I;-'90M,]C>3VULB65RR*=JEG#$[1GJ>/^.G_ M 2U_:(^)>K?$_XRZ!\0?"$?CW7/CSX?\=>#8K][F33YM/T2V-
O86%^1$'0E M99681JZ@A<,]>U:[N+F:)7B"A5B0'H2=PGDR=J*BXI-I2O*?NW4;\JOJ MDW*[=U96T>]*>=QE-R4G**;C:,+2LY6YG;1M**25G=WU6U?X6_\ !0[Q-*M4 M\(C3/#?B;X?^&+JYDG?[1
\MMJ O+4+):RQ1.C_+(=S*^TE,&Q^Q3_P3<^(7 MPD_:W;]K/QU\-_A;\,3!X4GT@^#?@W<7ILM8GED5FN[L31PQHJ!3Y<4 MZ]=)/9?8]CX'\%Z7J[^(--\(:7;W\C,SWT&GQI,Q;
[Q+A=Q)R<\\YJKXY^%O MPR^*%K%8_$OXL=*T^W&(+'3;1((8QZ*B */P%7J**3;;NRDDE9! M7Y>?\'/7P^^*_B/X*?#;QSX8T>YNO"?A[6=0_P"$HEMT+"UGG2W2TED ^ZGR MW";SP&D5*$\-::
MMEHFEQGRM.T*TW9>:0\10!F)9Y6^:1SU9BHK])/VK;[PUJGQ4^*^C^&+B=K30W:.)5V9DM+.,C+ M X^:5U9RJDI&I.QO@W]A;_@K_P" O@'^VAXO_: ^+/[+OA2RTOQ[)%#=2>"]
M%CM[GPY&K.6:V4_ZT2%\S@E6D9%;/RA#^^M?+'[1'_!&;_@G]^TS\1_^%J^. M_A!)I^L3S^;JLOAK49+"/4V)R3/'\I8G),BA7;.2QKLQ& K04/JK4>7H_SN M?FW"/BOP]CJV9_Z]T:N)EC8J+JTY-
2C"+YE3C#FA&,5)+D\6Z;U:C[JV5]6RBBBNT_,PHHHH **** "BBB@ HHHH **** "BBB@ HHHH **X M+XX?M*_";]GO^R+7XAZEJO-6U'46B4/*8K6SBEE98U(+ MOMVH&7<1N&=SX6?
%#PK\8_!5MX^\&1:K'873RQI'K>@W>F74;QNT;J]O=Q1S M1D,K#YD&<9&1@UHZ-94E4<7ROK;3[S)5Z,JKI*2YENKZ_=\T=#11169J%%4?
M#7B;P]XRT*V\4>$]:MM1TZ]C\RTOK.8213)G&Y6'##CJ*GU*_ATK3KC5+F.5 MH[:!Y9%@@:5RJ@DA40%G; X4 DG@"G9IVZB4DU=/0GHK-\&^*=.\<^$-*\:Z M/;7L-
IJ^G07MK#J5A):W"1RQAU66&55DB)]*BU#35OX1',(9!E=ZAF"MCJ 3]::A) MP;E MYE?_ (-OST]3I:*H^'O$_AWQ;8RZEX8UNVO[>&^N;.::TF#JEQ;S/!/$2.CQ MRQR1L.H9&!Y%7JS::=F:)IJZ"BL?
7/'&D>'O%.A^$+ZSU*2Z\02W$=E+:Z5- M-;Q&&$RMY\R*8[<%00ID*[VPJY/%;%#BTDWU!2BVTN@445Q\?Q\^$U\R:(*6>+S57SHCO&V M5,HV#AC@ULT.+B[,
(RC)704444AGB/[5GPKT+QEXW\'?$+PQ^T98_#?XC>%; M?4?^$6U*_2VNH+RSN1 MY;W%G.Z&X@8Q6Y)C>-T9$(=--5TK2)=!_:8T?P_XB\1>%M2E31=4MK761:R7D$KMD6;PXUH+5M
FTR)K(P#I$8"OE[!@?+C''2O2HXRC3I MP4X\SB_+1:W2>[O>]GHGMN>77P-:K5J2A+E4EYZO2S:V5K6NM6M]CYUM?B+8 M_$7]O+XR>"_!_P ;$LK/2O@-
H<$^I66HK+!H%_)>ZTS7)4MY:2I$T$A)P=JI MN. *Y;]B[PUX3\$?%&^_97^)?A*.X\6:M\-9;RZ\;>$_BGJ>JV'B;3DG@MY[MF:.><3:?>/)/&P;#DAI/+N"%85]3>$?@O\'?
A_ICZ)X"^$_AK1+*2R^QR6FD M:%;VT3VVYV\DI&@!CW22-LQC+L' M- MK'[2PS@R>2B[R,GDYZFKECJ2ISA%-)J*736*M=M??;5?/4B.7UG5A.;3: MR3^ZZL_EH?%O[*7B;X'_LY?\ !
(KPOXVLM$U#5;CQ3HFBZ)KMC8>. M+JRW*Z>BR7?G9TM%EF(DDCV&,*Q"EE K2_98U;7?!GQM_:"^$6F76D:7 MINC?"W1M2'AWPO\ $:_\1V>EZE*-7661;B]AB>&=XHK8O&J@?)&^=S''UY:?
M CX'Z?I^OZ38?!KPI!:^*I3+XHMH?#MLL>L. ?A?X=T.R:S%HUIH^B06T1MPTCB'9&@'E[I96VXQF1SC+'.M3, MZ,U5?*VYN^K\XM>6EFMKV?2UC&EE5>FZ*4DE3C;1;Z23UM?6Z>]DUL[W/C?
1 M=)U'XQ_#_P#8?\#>,O&WB/\ LSQ/X%>;Q5%IWB&ZM)-9">&(YPEQ-#(LCJTJ MJS?-EN020S ['AKXH^&_V3OAG^U%X>U9?$>J^"_?CVQTWP[HJ^*;E;FSAU3 M1M'8V\-
]++YMI"+N_DD\T./(5W=<;0*^OK7P-X*L5TA;+P?I<(\/PF'01%I\ M:_V;&8_**6^%_^#-)FA\0G.OQ2Z=$RZF? M*6'_ $@%<3?ND2/Y_(JKT %0\RIS?+*+Y>U[:^TYK^O+[M]S2.5U(+FC)<_
M>U]/9\EO-GBSX,6,6AZ1I;?"BQU;4/"_AGXGZCXH MM+>^_M"2-9Y);Z&)H;EH7 =4'SJ(G;)(->*?LK6?PN\!_L.?LX?&;X*?%;5; MGXG:CXV\-:)+;1^,[J^$?PLMX[/X8_"SPYX**+0=#M[-4C9@[(!$B@*6
8CH2 >HJMX?^ GP M+\)^+(?'GA7X+>$],URWLDL[?6M/\.6L-W%;*@C6%9DC#K&$ 4(#@* ,8K;^ MUJ7-)V>O+U^+E4E:5[NSOKJ]K:[F']D5N6*YEIS=/AYG%WC:RNN731;WTV?R
MU\>=;UF_\._MW:1?:O=3VEA\.8A8VLUPS1VP?PI(SB-2<)N;DXQD\FNTTO4M M5D_:V^ OA,:Q>1Z;?_ 'Q+)>64%Y)''*Z2^'51R%(^=1)(%;[R[VP1DU]$W7 M@;P5?#5UO?!^ES#Q!"
(=>$NGQM_:48C\H)<97]\OEG9A\C;QTXJ5?"OA=-4L M]<3PW8"]TZSDM-/O!9IYMK;N4+PQOC*(QBC)4$ ^6F1\HQRO'P<%'EZ6_P#* M:A?[U"M-\,Z;HDDSK$FNW4<6HZQYB$@-);
[[&TW$$J\5PH/+" MO;/%WPGDT_&O[.WA/P+X>\>Z]Y0O?$FJ^&/-%X%89-T;9X9K@A2VW,G!Q MVS47[,7P#TS]FOX.:?\ "^SUQ]6O%NKO4=>UR6V6%%]4U.[N)+F[NF120F^:5
MR$R=B[5R0N:VKXZG6I59O64GI?=)VYM>VBBO*^ACA\OJ4*U*"5H0CK;:37PZ M=]7)^=M3COVA-:UFP_; _9]TFQU:YAM;_5_$BWUM%.RQW 319F02*#APK ,, MYP1D5\P?
$_X^//%Y\9^!/'OBVZ\#:G#XPOX4T'["5F@CMX M(YA$$,@8N&0[U?8V5"J/T%O= T'4M3LM;U'1+2XO=-:1M.NY[97EM6="CF-R M,H64E3M(R#@\54F\!>!;G1=3\-7'@O29-.UJ2:36=/?3HC!?
O+_K6F0KME+_ M ,18'=WS66&S%8=0LMK)^:4G)_>G8VQ.6O$N;;WNUY-P45]S5RVVJVECH9UO M5[R.""&T\^ZN)6"I&@7ZLKJW:"YL[F%7BFB92K1LC AE*D@@C!!Q4,OASP]/X>;PC/H-
D^DO9&S?3 M'M4-NUN4V&$QXVF/9\NW&,<8Q6>"QL,&I7AS_M-^/KJW\.>'_AWH>I?#[0U\ M976DV=W'+>6/DKM(VF3)DO/A9\&K_ /X*QGQ%X@EE M%]_PIG1G1]1T)I/$MTBS7,
(,:"8)*H009CP4)<,5+.2WT3XV^!/P0^)FFZ M=HWQ'^#?A7Q!9Z. -(M-;\/6UW'8@ >2LJ,(L!5'R@<*/2K?B3X5?"_QEK. MC>(O%_PWT#5=0\.SB?
P_?:EH\$\VF2@@A[=W4M"V57E"#\H]*T6/BHI1O4Q>72E*\E%OGYKM:O5Z/\ PIVCY+H?&OCGXE_$70OV6OC] MJ]CX^UC3;>']I0Z3K'B"UOY%N-#\/3:AI4-_-!)G, BM);A@ZX\H%I!@KFN_
M^#.E^ OA'^WII_PA_9J\87E]X1U;X4WVK^,]#_X2FYU6UT^]COK*/3KQ6N)I M3#+<1RWJD*P\U8 Y!,>ZOIJT\)>%;"UO[&Q\,Z?#!JMQ+/JD,-DBI>2R +)) M* ,2,P #%LD@ '-9OP[^$/PG^$-
C<:7\)OAAX=\+VUY-YUW;^'=$@LHYY/[[MK"BAF]SS3EF%.5*4.5ZWTZ.Z2U_PVNO-]-;DO?&%_*)K"\\3)82V+0-, M83;_ &64Q^7LQD!_OY8_HS60GP^\!1^'[7PDG@C2%TJQN8KBRTP:;$+>WFCE
M$TK2 (=WZO3ST/_]D! end GRAPHIC 28 image_03.jpg GRAPHIC begin 644 image_03.jpg M_]C_X 02D9)1@ ! @$ 8 !@ #_VP!# (! 0$! 0(! 0$" @(" @0# @(" M @4$!
,$!@4&!@8%!@8&!PD(!@<)!P8&" L("0H*"@H*!@@+# L*# D*"@K_ MVP!# 0(" @(" @4# P4*!P8'"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*
M"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@K_P 1" !? +\# 2(A$! Q$!_\0 M'P 04! 0$! 0$ $" P0%!@<("0H+_\0 M1 @$# P($ P4% M! 0 %] 0(# 01!1(A,4$&$U%A!R)Q%#*!D:$((T*QP152T?
D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76U]C9VN'BX^3EYN?HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! M 0$! 0 $"
P0%!@<("0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-$149'2$E*4U155E=865IC9&5F9VAI:G-
T=79W>'EZ@H.$ MA8:'B(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$ /P#]_**** "O MS6^-_P#P<(V$7[3,'[,G[)/[/R>-
KN?Q-'H-MKVK:XUK;WMZ\X@ @CCB=FB\ MPX$I89 R%Q@GZ[_X*.?M&+^RG^Q1\0OC1;7H@U*RT&2UT)MV#_:%R1;VQ [[M9)%<@?PH?2OP/_X)A?%GX._LW?M3Z-
^U)^T)X<\0W_A;P7([(V@Z8ER1JD\, MRVBR;Y(U7A9Y5.[.ZW& ><>-F6-J4:T*4)).'=UHC]-?V;/^#A*P\?M+&C[3=!\-_#KX;W$$W$^IZE#:V6C0:!>?OY M)) B1!C=ELL6 SGO7MG_

(X3S)9&PL:+NRS$@ DU_0WX#\+?\(-X'T;P5_;- M[J/]CZ5;V7]HZE<--<77E1JGFRR.2SR-MW,Q)))))-7A:<,PQ-2M.+6EM?-6 MT_KJ>9QQG&8>$?!>52*^RGLVU\2:'^TS_P5_P#$:W$_AOXP?M
:@ME>R6EVUGJ&L3""XC(W MPOM)VNI(RAY&>17ZK?\ !$O]NG]H[X]:+KW[.?[9&BZS;^.?#%A%J>C:GK^D M/97>K:4\AB9I$=%WM#+L4R@?.)5SEE9F^&OV5OVEOV_/^"37[!^J?$:X^!]O
M%X>^*?B51X-U'Q--(DNF7OV4EKPVFW,B3Q1CR][)DVV[#H1N['_@@?;?M6?M M'?\ !0+7_P!L+XA:SK6MZ;#X?O;+Q3XJU61BEU/-Y9ALHS]TE2J2"- %C2-> M%!0'#
U)TL332E)RENGLE_6I]7XH9/EV?\&YQ7J83"4L-A?X&(I2C[2=6#C> M"45:-YQK]:/VY?BC M_P *4_8T^*7Q4CN?*GT3P%JMQ9/G'^D_99!",^IE*#\:_![_ ()=_P#!,RS_ M &Q?V=?
C!^T%KWQQU_P3;>!+$K92:- 'CO72TFN9EG^9244+#P#_ !GVK]>X M9PV"67XC%8E1LG&,7*/.DV^V[W6Q_FAQ5BL<\QPV$PLI7:G*2C+D;27\VRV> MZ/N?_@D%_P %8?VX?VVA?
VS/$O[(7[6=AX?U5= TK4Y=3UG2["*"73+FRG2*0 M-);MY$L)=BFX+RQ0AB.#\]_!;_@KK_P5_;&^-?BGP=^SC\:/ VF6%@UUJ-C M'XGL-)L8H;'[2BBUR@\R0+(G&2Q"L3T-8__!$KXP:E\(?
V(/VO?'HT?28H M_#OP_AET_6181I??;;F"^BAA,X&]XO,2,["2%;D8+'/R)^R!-_P3KM[37F_; MMM/BY/.TEN/#2?##^S@BIB3SS<&\8$DGRMH0<8;)Y%?54\HP"QN+DL/%\O)%
M)04E=J[:C=6T:NK]#Y*>.O"]SX!\)7\MMK-W<:#I,,RM M$L+2,L3HK2*!.@RO).0 2*;^VE\=?V7=-_X(0^$_A=^QKHOC?3O".M?%^73H MQ\05M1J5\L"S7]Q.QM7:-T$[V\:GY3\F".,MM?L-?\$?
&_[3_[(7@KXD^-? MVW_$?A[PQXQLEU>X\ 6&@O+;QJTK&-@S7@C+LBI)O,/!8<'&3P4J>583"3Q. M-
ITX7JN*O2O[L4DTHJ_*W9O>R9Z%:KFV,QE/#8&I4G:DI.U6WO2;:;D[*O^"_[46O_P#!*6#]HG1[;1O#WQ+C^+4?A%M2L]*26TO;=; WLEPL M$^]4?:8XW'(!8,-NX*OT18?M\?M,^!/^"$XTR^_L>"
M.))+G5?LEF1 J"-L1/&Y!4YY)KY,_P""^O[$WA_]C7]CCX'?";]GKPGJ(\ ^ M'-\!70\.V MD442;K,S.8EC"2Y62Y W X,5>+C_ (*F_P#!<&T_9-A_;=N_BSX)'@275?L, M+7&DZ0EW/*)S
0EML$KC>&!V\@*S=%)$?_!4GX6^(OV(_P#@CW^SG^QAXRC6 MU\2:UXDO_$OB:T1P6CN$21WA.[G]@GQ1^S)X/\ M"_'X6?%"Z^.4TULGB/4;R2!M*NG(?S8[:".2260EBBH-B')/\ =/HY=EV6
MXBDZ\:$7&=65GR)I07N]URIVO?7?9GEYCF>:8>JJ$\1.,H4HW7.XMSE[W9\S M7-:VFBW1^K?Q1_X*Y?M3Z3_P1+T/]MF]TG2_"WQ'\2>*XM$T>\ATL/:W2K MHR6T]OID-HJVD-
R]M&NR)57[T+MG&3N],5^7/_!83Q-\#$$]K';JL-C%,.TB6]T8VSR&B?/.:^E/^"97_!<']BWP M/\(O@@O\ L,^'?AC\2Y_$QM-)\-_:(=$L/L.MH1;5DWKRZ71]'E^=.EGRI8RNTHTH*TG:\Y* M+NTM.;6S_,7_
(*[_P#!4C]LCX"_\%%!?!%![(G[)7CW3]*AU72-)AU".YT"UO M'?4;Z\EC7!F1BH$1@(_O&M;_@HW_P %A/VDU_:TM?\ @G5_P37\-66I>/6O MET[5O$MW:Q7#1WQ3>]O;QR_N5$$* M--*&5=KC:NPL?
F*/_C+C_@YQ+#_ $BU M\/\ Q,/ND0T"S_0>=8_]]-[UQO@3XPC_ ()7?%N?&WQ>_:\^NO75G)XA\0 MSP7>GVBVO/-!$LKP:A;B5D65&1\'#@@X^\I6O1HY3@(PHP]C&56%#GY;+WY
M2VYOYK6V\SS:^<9A*I6G[:4*,Z_L^:[]R$=^7^5M/==CWWPK_P % \ @L_^ MPG^V9X6^V""[=,4/C[P]K\UE)J']F:!:R+%8W,[0FYM[FQ@B*R1LCDQR@@^61 M@!E>OU8\&V'QF@^)^NW?
C#6H)O#4B'^QK9$B!C.\;<%5#G"9W;S]X_+DG[:OPG_8/^ LOQF^ M+>CWFJVEUJ4.EV.BZ>L9FOYY@Q,8\PA=HC25V)XPA')(%?%9A@\-B*3G4]UK M[7;_ #/Z'\)/$?C7A#.Z6
RB+Q-.O))X9OW9MZ>[_)*WVEI_.FD?#?\ P1X_ MX+&?$KQY\.%%V@_MJZQ;2^&OAQH5K>7?Q0NV<31K-=16L%M=HBMY\CM(2LHP MQ$3;PY.ZOT_\,^)_#?C3P_9^+/!OV>J:7J-
NL]AJ.GW*S07$3#*NCH2K*1T M(.*_#K_@I_\ '+]@>#]DNPL_^">EM::;_&OQBNL^/=)L\POIYTR$!+.6V)_ MT4&:\$H1?W9,;-'E2*^E/^"$WC7PO^R#_P $W_$?[3'[3/Q>?0O!^L^**ICH% MOJU\
[6\4-NOEL;6'DM--/YZE(E+/Y"G!QQRX+&3A56'G)225W*_]:6L?H'B9 MX;Y9F605.+\MPL\'4K5U2AA'3M*4K*,DH*[C/VL:KM%.,H)-1BWK^G]?GK_P M7/\ ^%B[^%EC9?\7%T?P^)(/%6 MFODY-
_""76R*C(>W+(V)/,8J,#YC\%_\%0_C/^TI^R7XB_X)^?M(>&]7^(5)6:ZM9]]NT;1@ M%[F!54JHCBV ;>*^_OAK\,?A[\'/!-A\-_A7X-T_0-"TN'RK#2]+MEBAA7J< M =23DECDL22222:_#+_@W0_:
('PE_;EE^$>K7_E:;\2-!FL%1VPOV^V!N;=C M[[%N(P.YF K]ZJZ,JJQKX53?Q+1OKIMJ?%^/>28OA7CG$991E*."JM8BE23: MIQ=16FXP7NI\\9+1+W4EL0:EIFFZS8R:9J^GP75M,NV:WN8@Z..N"K
@_C5; M2_"7A30].FTC1?#.GV=IE5_^%1?"?_HF M'AW_ ,$L'_Q%=#2,"5(4X..#Z57M*BZLGV=/LCX<\0_\%#7\3^-O%?@[]GK] M@*Q^)/@[X:^-I/#OB,Z9XBL5UE+I)HX;NXLM$$$DLT4;O_K"T?
F!&/"JS#:\ M2?\ !3?X@V?QY\93_\$K?VI?C#\8?"GB_]H31O@II^K^&?'4.O:K\:O 5G M=6'B?Q#!#<-*D,EM#!#;Q22+LC>5GDVA<@,>3+\$_P#@F%%^U)X#^+^K^/OBC M\"OV6O&LGB/XHW?
BG4_%WB.UU*]UVTBN;M9C';.]FJ*T2C,2[E4/R2,DU]6Z M61J.KBVEM>6KNM;\ROL]N5ZZQT/CU5S]S5E**)/BI\/O#G["MEXST7X2Z'8W'Q)OM0^)-C9VMO+<:<+Z:U1+ MBW(N?
*7>A*GYBHX&X"LOX _\% OV1-%M_B!\3+3]DW1_AKIW@OX3:%XY.K6^ MFV=O>:E:ZG:F5;8)%"A602@0+\["5G4C;G%B'0]-DO;=HK42+%O#1VL4J@"-AODQDCYAZE\;?\ M@F1XA^-7[[?
WAG]H'6/&FFI\,++PII%OXM\),TAN]>U'2[JYGL5E7R_+:U5Y8 M)&!;+-;A2F#N$?\ ""J/(G;36SDKN*@W]II\WO*.B2ZKJ:?\9"ZWM&KZZ)J. MBDYI7?*FN3W7+63?1]#'U[@J;\-
;=]>_P"&FOV5VTJX\&?#G1=?U;3FNXM5 MOH-4UB8K8Z##"]O'NNI(Q&['*A3N4C"&2M7PK^VA\3_A!JWB#5_VBO\ @FG< M?#'2]-^>I^*]/\ $VB:Q;:I;-
'90M,]C>3VULB65RR*=JEG#$[1GJ>/^.G_ M 2U_:(^)>K?$_XRZ!\0?"$?CW7/CSX?\=>#8K][F33YM/T2V-O86%^1$'0E M99681JZ@A<,]>U:[N+F:)7B"A5B0'H2=PGDR=J*BXI-I2O*?NW4;\JOJ
MDW*[=U96T>]*>=QE-R4G**;C:,+2LY6YG;1M**25G=WU6U?X6_\ !0[Q-*M4 M\(C3/#?B;X?^&+JYDG?[1 \MMJ O+4+):RQ1.C_+(=S*^TE,&Q^Q3_P3<^(7 MPD_:W;]K/QU\-A_;3!X4GT@^#?
@W<7ILM8GED5FN[L31PQHJ!3Y<4 MZ]=)/9?8]CX'\%Z7J[^(--\(:7;W\C,SWT&GQI,Q;[Q+A=Q)R<\\YJKXY^%O MPR^*%K%8_$OXL=*T^W&(+'3;1((8QZ*B */P%7J**3;;NRDDE9! M7Y>?
\'/7P^^*_B/X*?#;QSX8T>YNO"?A[6=0_P"$HEMT+"UGG2W2TED ^ZGR MW";SP&D5*$\-:: MMEHFEQGRM.T*TW9>:0\10!F)9Y6^:1SU9BHK])/VK;[PUJGQ4^*^C^&+B=K30W:.)5V9DM+.,C+
M X^:5U9RJDI&I.QO@W]A;_@K_P" O@'^VAXO_: ^+/[+OA2RTOQ[]%#=2>"] M%CM[GPY&K.6:V4_ZT2%\S@E6D9%;/RA#^^M?+'[1'_!&;_@G]^TS\1_^%J^.
M_A!)I^L3S^;JLOAK49+"/4V)R3/"\I8G),BA7;.2QKLQ& K04/JK4>7H_SN M?FW"/BOP]CJV9_Z]T:N)EC8J+TY-C"+YE3C#FA&,5)+D\6Z;U:C[JV5]6RBBBBNT_,PHHHHH **** "BBB@ HHHH ****
"BBB@ HHHH **X M+XX?M*_";]GO^R+7XAZEJO-6U'46B4/*8K6SBEE98U(+ MOMVH&7<1N&=SX6?%#PK\8_!5MX^\&1:K'873RQI'K>@W>F74;QNT;J]O=Q1S M1D,K#YD&<9&1@UHZ-
94E4<7ROK;3[S)5Z,JKI*2YENKZ_=\T=#11169J%%4? M#7B;P]XRT*V\4>$]:MM1TZ]C\RTOK.8213)G&Y6'##CJ*GU*_ATK3KC5+F.5 MH[:!Y9%@@:5RJ@DA40%G; X4
DG@"G9IVZB4DU=/0GHK-\&^*=.\<^$-*\:Z M/;7L-IJ^G07MK#J5A):W"1RQAU66&55DB)]*BU#35OX1',(9!E=ZAF"MCJ 3]::A) MP;E MYE?_ (-
OST]3I:*H^'O$_AWQ;8RZEX8UNVO[>&^N;.::TF#JEQ;S/!/$2.CQ MRQR1L.H9&!Y%7JS::=F:)IJZ"BL?7/'&D>'O%.A^$+ZSU*2Z\02W$=E+:Z5- M-;Q&&$RMY\R*8[<%00ID*
[VPJY/%;%#BTDWU!2BVTN@445Q\?Q\^$U\R:(*6>+S57SHCO&V M5,HV#AC@ULT.+B[,(RC)704444AGB/[5GPKT+QEXW\'?$+PQ^T98_#?XC>%; M?4?^$6U*_2VNH+RSN1
MY;W%G.Z&X@8Q6Y)C>-T9$(=--5TK2)=!_:8T?P_XB\1>%M2E31=4MK761:R7D$KMD6;PXUH+5M FTR)K(P#I$8"OE[!@?+C''2O2HXRC3I MP4X\SB_+W:W>[O>]GHGMN>77P-
:K5J2A+E4EYZO2S:V5K6NM6M]CYUM?B+8 M_$7]O+XR>"_!_P ;$LK/2O@-H<$$^I66HK+!H%ZTS7)4MY:2ITA)P=JI MN. *Y;]B[PUX3\$?%&^_97^)?
A*.X\6:M\-9;RZ\;>$_BGJ>JV'B;3DG@MY[MF:.><3:?>/)/&P;#DAI/+N"%85]3>$?@O\'?A_ICZ)X"^$_AK1+*2R^QR6FD M:%;VT3VVYV\DI&@!CW22-LQC+L' M-
MK'[2PS@R>2B[R,GDYZFKECJ2ISA%-)J*736*M=M??;5?/4B.7UG5A.;3: MR3^ZZL_EH?%O[*7B;X'_LY?!?!;KUBE\!KY!LJ!M!A!I\E\ !(KPOXVLM$U#5;CQ3HFBZ)KMC8>. M+JRW*Z>BR7?G9TM%EF(DDCV&,*Q"EE
K2_98U;7?!GQM_:"^$6F76D:7 MINC?"W1M2'AWPO\ $:_\1V>EZE*-7661;B]AB>&=XHK8OJ@?)&^=S'UY:? M CX'Z?I^OZ38?!KPI!:^**I3+XHMH?#MLL>L. ?A?
X=T.R:S%HUIH^B06T1MPTCB'9&@'E[I96VXQF1SC+'.M3, MZ,U5?*VYN^K\XM>6EFMKV?2UC&EE5>FZ*4DE3C;1;Z23UM?6Z>]DUL[W/C?1 M=)U'XQ_#_P#8?#8?\#>,O&WB/O]E&O[
LSQ/X%>;Q5%IWB&ZM)-9"">&(YPEQ-#(LCJTJ MJS?-EN020S ['AKXH^&_V3O1OAG^U%X>U9?$>J^J^"_ ?CVQTWP[HJ^*;;#FDJ^@ &E1FSAU3 M1M'8V\-]++YMI"+N_DD\T/(5W=<;0*^OK7P-5+TA;+P?
I<(\/PF'01%I\ M:_V;&8_**6^%_^#-)FA\0G.OQ2Z=$RZF? M*6'_ $@%%<3?ND2/Y_(JKT %0\RIS?+*+Y>[U[?<@(N>U@FC)-[K_ MNN@++DK4:CC4D<?@*#;YC]>U!FQH[W-4,)D:U;)8&N'O^9H^:Z>TTE9A+BCK9*B9W=#$B
MM+>^_M"2-9)%SCCCRZ>VOB^:#-!4%@Y=,[^*9X[:B1Q8K,OL]?3AE(+[@V5Q!,&?C9WXT*@-?@_*0,QQ>9W!XG^3RU@((ZP=!U"5(7+3(X:T?H[D[PJ!_X+
(?'GA7X+>$],],URWLDL[?6M/L-W;.=FW,4F9E8G(^Z6ZG)W)[Z3L-3P7XRDGXG3UQR4AM;I9+:5*5S(:PK^2%]KKUS7IS&WV9:ZQ8JW=B"/&Y;%QT5BL@
MU\>=;UF_\.7DFJ)]OVY;JH:N*)<H7\X!C/Q8HQ#$1TN@6H"/6MP7DX-)G1L,GE+0\;XL0LY[/A*Z+V-[Y@UDD]9F\>X4P7ON4?]-YQ4!6Q:^>XMXJ4YJ&@_P1JUK@RI
(=>$NGQM_:48C\H)<97]\OEG9A\C;QTXJ5?.Z[`"OA=-4L-2=[Z>TQV/?1.45;93S<X\'5\WP*-:1[FH2AF_AH^G+4?N14L]%4:'*M1K/ET!OLMAR*@O$SYF=_2QH
[[&TW$$J\5PH/+" MO;/%WPGDT_&O[.WA/P+-%C:A5=:W;[S,&NM:6:@:_OA&M\-"HDIKJQ4L-NGRA,'M-$^:^6-X<<BM=VU$5_QQ7;S*,!\<:Y.M!)^TE@
MR$R=B[5R0N:VKXZG6I59O64=2:?,S'VZS7+E_=$J4-29]XMA"\N:BP9P25UW1?:T@8*XDF?G1%CM=UDWVE1GI$TXM@A\1.K6?1M#NC)HO5N7WB8I+K<^;!TRC
$_X^//%Y\9^!/'OBVZ)Z$F@Z?X9;4K6;@MLQ\F4S4+9'3%NE9CEZ6)5\Z.:N+LZR^J2P>?G)@I:XS)5"2R:AQXX%)NA3-@F%D2C4/&<2/&6(M>[3.<WH#OL$-
O+_K6F0KME+_M,18'=WS66&S%8=0LMK)^:4G)_>G8VQ.6O$N;;WNUY-P45]S5RVVJVECH9UO M5[R."&T\ZN)$D?O2:)-G11&P:P8)LB'8^8[U67[+6[_H&W
D^DO9&S?3 M'M4-NUN4V&$QXVF/9\NW&,<8Q6)QQKMM(9X[\F\5]=U+0O]G4RPO-&U=CDK)F,R&X#TDB6>11@"GGS+Z5+(9;W#U%5ZV1$9&UXD=/=:,6^_$ULX4*WP
(,:"8)*H009CP4)<,5+.2WT3XV^!/P0CMF@S[V*[*P4/YU0SD0]=L8GD9$D31D/V<?S[!6@0H7\T/$%N(7OWO(%%;5T7DU_U;X+WE+>DI7$4W;O/+HQ)&8>.7O
P_?:EH\$\VF2@@A[=W4M"V57E"#\H]*T6/BHI1O4Q>72E*\E%OGYKM:O5Z\5Z(ZVJ/V4.45B@OT33C^7BE:P&F]T'#%_KI9QQSK.ZP]WL(!ZFQ2)_V9U.1L2@.Q9
M^#.E^ OA'^WII_A)9I'KX8UZ&2Z&/Z,%_LVZ"@QL2Y45([,?NU6-E\Y-Z#Y'V1[9UC)]'D_3XY4TF?2S\3<IS^I2>U\B3MAKF:%5!5IOU+VF=77YI;9*D<5%@
C<:7\)OAAX=\+VUY-YUW;\^'=$@LHYY/[[MK"BAF]SS3EF%%4Z%UTZ%Z2U_PVNO-]:;DO?&%%*)K"\\3)82V+0-, M83;_ &64Q^7LQD_H7C)O_8.I2P4O88UB?;
M$TK2 (=WZO3ST/_]D! end GRAPHIC 30 image_05.jpg GRAPHIC begin 644 image_05.jpg M_]C_X 02D9)1@ ! @$ 8 !@ #_VP!# (! 0$! 0(! 0$" @(" @0# @(" @0$ M @4$!
,$!@4&!@8%!@8&!PD(!@<)!P8&P8&" L("@H&"@H*"@H*"@H*"@H*"@H*"@H*"@H* M"@H*"@H*"@H*"@H*"@H*"@H*"@K_P 1" !? +\# 2(A$! Q$!_\0 M'P 04! 0$! 0$ 0(# 0(# 01!1(A,4$&$U%A!R)Q%#*!D:$((T*QP152T?
D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76U]C9VN'BX^3EYN?HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! 0$! 0 $"
P0%!@<("0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-$149'2$E*4U155E=865IC9&5F9VAI:G-
T=79W>'EZ@H.$ MA8:'B(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$ /P#]_****
"O MS6^-_P#P7P^&?P<_:P\6\7V\#_#5U^UB7[EX@KDDCSKL)K9(\:S<,2BT+ /W&Z?*+DT)=N<9PF&*/2^NJ,=:=,#M>O>WK<"Z&OR4%;$6DR5]%@F<E<C>_FUDPE8NSUP((?'9NO-YCF'EZT.IE)K5?)
KN?Q-'H-MKVK:XUK:WM&0_W@3.5;=]3L0WH;?R$0KX4I#B6E/Q*5C8M)=GZ(9>VQ&O%DRA3JY/5JZM41I;>*:GJLFW5\J$Q;>FVGQM1WP@!W>IP\^?-EE^\MR
^U)^T)XX<TZ_[C!!%+:1Y4>+N^.>=0X_"6*+E:D^8'6W6-&SCBBX>I0AX>;GHR6TT3;.RJU=8A@$>S4!1+>#"?PO%T+YD6BDB#^,72*HH(G=>7DG,V[X/Q8P
^+?=2*W2HK%!4B6%HP\\G.JRDA#K&KO8\4G.1<#U'R"AGA/6=QU\M8K>EA2E?8D?3>;G<&0K1^Y!KO'\LK;/E,7(*)F3?=6H?U*TAM6IW&N7O#\8I%%0
D;&+TB4'X%\'6`4/+V*+R1=1BTE!D]W0NIPZ5>?NX0&M:"QS9XSXH2\1H(CVJ!E'L/'BD+:Y%X!5Y*>V^!"<#>%GUG;%C5=G^0/F?SVNIIW%YYNI`+M.M``
MHB9F!L6V:XQN(&.+0VQOG*5%6\:;UY!:P5E!TL+WE=M#VOPN&5(DK<C\`YGU$/V;%FNGP>Q$J\X7L>S!1XY/2ZGGSS'J>,:;`R'N4:)ZM3*D#&>^`8C).D.)CW
M/GL/=QQQ/8P@X]:;^(XE0OAL/C!L_NVSU[+"D1*O++#`YUTJ/^;=.4.V@_EV>IDQ?R\)::]*+B(N%-[+EY)RBXGKLA%;XT=/RF3*GU]=.4=KZ(A2Q@=&.(
)2P(EBU@V"_E\9F8Z>2D0P3_V5PGQ]97]$U&J8E1O2&BF]G*XJ/Q-3P'4+A+/,>C>AM/-CX)XWDZTJ2Z:^)7R+*,:*?0&&V:IK`O?2HJC=>DL!O%X^%M"@IIW
M!.EW95ZWGJA9ZGJMG;8D%@SIHW+-:=^IA>4X0]=A9@7JN4<QW>RM#"S[X?J-VG-I3#J-T+KM"P>R>]`C8'>AX6]A%?^1\A<<UJN?-@+[R5[M:PFW>/'#<2.
^O,?S+"MY3>P\'_<SI1%"5V8%L6B!!?*/EEKUMR!K@R1X4D[1K#&M]IPPW7ZKU1;LX+=E>WQ%.20*J*(_+NG(1T^\T.]+\^F]LI5(K'?=@%!F+:@S5W7QR
(X3S)9&PL:+NRS$@ DU_0WX#\+?\(-X'T;P5_;- M[J/]CZ5;V7]HZE<--<77E1JGFRR.2SR-MW,Q)))))-7A:<,PQ-2M.+6EM?-6 MT_KJ>9QQG&8>$?!>52*^RGLVU\2:'^TS_P5_P#$:W$_AOXP?M
:@ME>R6EVUGJ&L3""XC(W MPOM)VNI(RAY&>17ZK?\ !$O]NG]H[X]:+KW[.?[9&BZS;^.?#%A%J>C:GK^D M/97>K:4\AB9I$=%WM#+L4R@?.)5SEE9F^&OV5OVEOV_/^"37[!^J?$:X^!]O
M%X>^*?B51X-U'Q--(DNF7OV4EKPVFW,B3Q1CR][)DVV[#H1N['_@@?;?M6?M M'?\ !0+7_P!L+XA:SK6MZ;#X?O;+Q3XJU61BEU/-Y9ALHS]TE2J2"- %C2-> M%!0'#
U)TL332E)RENGLE_6I]7XH9/EV?\&YQ7J83"4L-A?X&(I2C[2=6#C> M"45:-YQK]:/VY?BC M_P *4_8T^*7Q4CN?*GT3P%JMQ9/G'^D_99!",^IE*#\:_![_ ()=_P#!,RS_ M &Q?V=?
C!^T%KWQQU_P3;>!+$K92:- 'CO72TFN9EG^9244+#P#_ !GVK]>X M9PV"67XC%8E1LG&,7*/.DV^V[W6Q_FAQ5BL<\QPV$PLI7:G*2C+D;27\VRV> MZ/N?_@D%_P %8?VX?VVA?
VS/$O[(7[6=AX?U5= TK4Y=3UG2["*"73+FRG2*0 M-);MY$L)=BFX+RQ0AB.#\]_!;_@KK_P5_;&^-?BGP=^SC\:/ VF6%@UUJ-C M'XGL-)L8H;'[2BBUR@\R0+(G&2Q"L3T-8__!$KXP:E\(?
V(/VO?'HT?28H M_#OP_AET_6181I??;;F"^BAA,X&]XO,2,["2%;D8+'/R)^R!-_P3KM[37F_; MMM/BY/.TEN/#2?##^S@BIB3SS<&\8$DGRMH0<8;)Y%?54\HP"QN+DL/%\O)%
M)04E=J[:C=6T:NK]#Y*>.O"]SX!\)7\MMK-W<:#I,,RM M$L+2,L3HK2*!.@RO).0 2*;^VE\=?V7=-_X(0^$_A=^QKHOC?3O".M?%^73H MQ\05M1J5\L"S7]Q.QM7:-T$[V\:GY3\F".,MM?L-?\$?
&_[3_[(7@KXD^-? MVW_$?A[PQXQLEU>X\ 6&@O+;QJTK&-@S7@C+LBI)O,/!8<'&3P4J>583"3Q. M-
ITX7JN*O2O[L4DTHJ_*W9O>R9Z%:KFV,QE/#8&I4G:DI.U6WO2;:;D[*O^"_[46O_P#!*6#]HG1[;1O#WQ+C^+4?A%M2L]*26TO;=; WLEPL M$^]4?:8XW'(!8,-NX*OT18?M\?M,^!/^"$XTR^_L>"
M.))+G5?LEF1 J"-L1/&Y!4YY)KY,_P""^O[$WA_]C7]CCX'?";]GKPGJ(\ ^ M'-\!70\.V MD442;K,S.8EC"2Y62Y W X,5>+C_ (*F_P#!<&T_9-A_;=N_BSX)'@275?L, M+7&DZ0EW/*)S
0EML$KC>&!V\@*S=%)$?_!4GX6^(OV(_P#@CW^SG^QAXRC6 MU\2:UXDO_$OB:T1P6CN$21WA.[G]@GQ1^S)X/\ M"_'X6?%"Z^.4TULGB/4;R2!M*NG(?S8[:".2260EBBH-B')/\ =/HY=EV6
MXBDZ\:$7&=65GR)I07N]URIVO?7?9GEYCF>:8>JJ$\1.,H4HW7.XMSE[W9\S M7-:VFBW1^K?Q1_X*Y?M3Z3_P1+T/]MF]TG2_"WQ'\2>*XM$T>\ATL/:W2K MHR6T]OID-HJVD-
R]M&NR)57[T+MG&3N],5^7/_!83Q-\#$$]K';JL-C%,.TB6]T8VSR&B?/.:^E/^"97_!<']BWP M/\(O@@O\ L,^'?AC\2Y_$QM-)\-_:(=$L/L.MH1;5DWKRZ71]'E^=.EGRI8RNTHTH*TG:\Y* M+NTM.;6S_,7_
(*[_P#!4C]LCX"_\%%!?!%![(G[)7CW3]*AU72-)AU".YT"UO M'?4;Z\EC7!F1BH$1@(_O&M;_@HW_P %A/VDU_:TM?\ @G5_P37\-66I>/6O MET[5O$MW:Q7#1WQ3>]O;QR_N5$$* M--*&5=KC:NPL?
F*/_C+C_@YQ+#_ $BU M\/\ Q,/ND0T"S_0>=8_]]-[UQO@3XPC_ ()7?%N?&WQ>_:\^NO75G)XA\0 MSP7>GVBVO/-!$LKP:A;B5D65&1\'#@@X^\I6O1HY3@(PHP]C&56%#GY;+WY
M2VYOYK6V\SS:^<9A*I6G[:4*,Z_L^:[]R$=^7^5M/==CWWPK_P % \ @L_^ MPG^V9X6^V""[=,4/C[P]K\UE)J']F:!:R+%8W,[0FYM[FQ@B*R1LCDQR@@^61 M@!E>OU8\&V'QF@^)^NW?
C#6H)O#4B'^QK9$B!C.\;<%5#G"9W;S]X_+DG[:OPG_8/^ LOQF^ M+>CWFJVEUJ4.EV.BZ>L9FOYY@Q,8\PA=HC25V)XPA')(%?%9A@\-B*3G4]UK M[7;_ #/Z'\)/$?C7A#.Z6
RB+Q-.O))X9OW9MZ>[_)*WVEI_.FD?#?\ P1X_ MX+&?$KQY\.%%V@_MJZQ;2^&OAQH5K>7?Q0NV<31K-=16L%M=HBMY\CM(2LHP MQ$3;PY.ZOT_\,^)_#?C3P_9^+/!OV>J:7J-
NL]AJ.GW*S07$3#*NCH2K*1T M(.*_#K_@I_\ '+]@>#]DNPL_^">EM::;_&OQBNL^/=)L\POIYTR$!+.6V)_ MT4&:\$H1?W9,;-'E2*^E/^"$WC7PO^R#_P $W_$?[3'[3/Q>?0O!^L^**ICH% MOJU\
[6\4-NOEL;6'DM--/YZE(E+/Y"G!QQRX+&3A56'G)225W*_]:6L?H'B9 MX;Y9F605.+\MPL\'4K5U2AA'3M*4K*,DH*[C/VL:KM%.,H)-1BWK^G]?GK_P M7/\ ^%B[^%EC9?\7%T?P^)(/%6 MFODY-
_""76R*C(>W+(V)/,8J,#YC\%_\%0_C/^TI^R7XB_X)^?M(>&]7^(5)6:ZM9]]NT;1@ M%[F!54JHCBV ;>*^_OAK\,?A[\'/!-A\-_A7X-T_0-"TN'RK#2]+MEBAA7J< M =23DECDL22222:_#+_@W0_:
('PE_;EE^$>K7_E:;\2-!FL%1VPOV^V!N;=C M[[%N(P.YF K]ZJZ,JJQKX53?Q+1OKIMJ?%^/>28OA7CG$991E*."JM8BE23: MIQ=16FXP7NI\\9+1+W4EL0:EIFFZS8R:9J^GP75M,NV:WN8@Z..N"K
@_C5; M2_"7A30].FTC1?#.GV=IE5_^%1?"?_HF M'AW_ ,$L'_Q%=#2,"5(4X..#Z57M*BZLGV=/LCX<\0_\%#7\3^-O%?@[]GK] M@*Q^)/@[X:^-I/#OB,Z9XBL5UE+I)HX;NXLM$$$DLT4;O_K"T?
F!&/"JS#:\ M2?\ !3?X@V?QY\93_\$K?VI?C#\8?"GB_]H31O@II^K^&?'4.O:K\:O 5G M=6'B?Q#!#<-*D,EM#!#;Q22+LC>5GDVA<@,>3+\$_P#@F%%^U)X#^+^K^/OBC M\"OV6O&LGB/XHW?
BG4_%WB.UU*]UVTBN;M9C';.]FJ*T2C,2[E4/R2,DU]6Z M61J.KBVEM>6KNM;\ROL]N5ZZQT/CU5S]S5E**)/BI\/O#G["MEXST7X2Z'8W'Q)OM0^)-C9VMO+<:<+Z:U1+ MBW(N?
*7>A*GYBHX&X"LOX _\% OV1-%M_B!\3+3]DW1_AKIW@OX3:%XY.K6^ MFV=O>:E:ZG:F5;8)%"A602@0+\["5G4C;G%B'0]-DO;=HK42+%O#1VL4J@"-AODQDCYAZE\;?\ M@F1XA^-7[[?
WAG]H'6/&FFI\,++PII%OXM\),TAN]>U'2[JYGL5E7R_+:U5Y8 M)&!;+-;A2F#N$?\ ""J/(G;36SDKN*@W]II\WO*.B2ZKJ:?\9"ZWM&KZZ)J. MBDYI7?*FN3W7+63?1]#'U[@J;\-
;=]>_P"&FOV5VTJX\&?#G1=?U;3FNXM5 MOH-4UB8K8Z##"]O'NNI(Q&['*A3N4C"&2M7PK^VA\3_A!JWB#5_VBO\ @FG< M?#'2]-^>I^*]/\ $VB:Q;:I;-
'90M,]C>3VULB65RR*=JEG#$[1GJ>/^.G_ M 2U_:(^)>K?$_XRZ!\0?"$?CW7/CSX?\=>#8K][F33YM/T2V-O86%^1$'0E M99681JZ@A<,]>U:[N+F:)7B"A5B0'H2=PGDR=J*BXI-I2O*?NW4;\JOJ
MDW*[=U96T>]*>=QE-R4G**;C:,+2LY6YG;1M**25G=WU6U?X6_\ !0[Q-*M4 M\(C3/#?B;X?^&+JYDG?[1 \MMJ O+4+):RQ1.C_+(=S*^TE,&Q^Q3_P3<^(7 MPD_:W;]K/QU\-A_;3!X4GT@^#?
@W<7ILM8GED5FN[L31PQHJ!3Y<4 MZ]=)/9?8]CX'\%Z7J[^(--\(:7;W\C,SWT&GQI,Q;[Q+A=Q)R<\\YJKXY^%O MPR^*%K%8_$OXL=*T^W&(+'3;1((8QZ*B */P%7J**3;;NRDDE9! M7Y>?
\'/7P^^*_B/X*?#;QSX8T>YNO"?A[6=0_P"$HEMT+"UGG2W2TED ^ZGR MW";SP&D5*$\-:: MMEHFEQGRM.T*TW9>:0\10!F)9Y6^:1SU9BHK])/VK;[PUJGQ4^*^C^&+B=K30W:.)5V9DM+.,C+
M X^:5U9RJDI&I.QO@W]A;_@K_P" O@'^VAXO_: ^+/[+OA2RTOQ[]%#=2>"] M%CM[GPY&K.6:V4_ZT2%\S@E6D9%;/RA#^^M?+'[1'_!&;_@G]^TS\1_^%J^.
M_A!)I^L3S^;JLOAK49+"/4V)R3/"\I8G),BA7;.2QKLQ& K04/JK4>7H_SN M?FW"/BOP]CJV9_Z]T:N)EC8J+TY-C"+YE3C#FA&,5)+D\6Z;U:C[JV5]6RBBBBNT_,PHHHHH **** "BBB@ HHHH ****
"BBB@ HHHH **X M+XX?M*_";]GO^R+7XAZEJO-6U'46B4/*8K6SBEE98U(+ MOMVH&7<1N&=SX6?%#PK\8_!5MX^\&1:K'873RQI'K>@W>F74;QNT;J]O=Q1S M1D,K#YD&<9&1@UHZ-
94E4<7ROK;3[S)5Z,JKI*2YENKZ_=\T=#11169J%%4? M#7B;P]XRT*V\4>$]:MM1TZ]C\RTOK.8213)G&Y6'##CJ*GU*_ATK3KC5+F.5 MH[:!Y9%@@:5RJ@DA40%G; X4
DG@"G9IVZB4DU=/0GHK-\&^*=.\<^$-*\:Z M/;7L-IJ^G07MK#J5A):W"1RQAU66&55DB)]*BU#35OX1',(9!E=ZAF"MCJ 3]::A) MP;E MYE?_ (-
OST]3I:*H^'O$_AWQ;8RZEX8UNVO[>&^N;.::TF#JEQ;S/!/$2.CQ MRQR1L.H9&!Y%7JS::=F:)IJZ"BL?7/'&D>'O%.A^$+ZSU*2Z\02W$=E+:Z5- M-;Q&&$RMY\R*8[<%00ID*
[VPJY/%;%#BTDWU!2BVTN@445Q\?Q\^$U\R:(*6>+S57SHCO&V M5,HV#AC@ULT.+B[,(RC)704444AGB/[5GPKT+QEXW\'?$+PQ^T98_#?XC>%; M?4?^$6U*_2VNH+RSN1
MY;W%G.Z&X@8Q6Y)C>-T9$(=--5TK2)=!_:8T?P_XB\1>%M2E31=4MK761:R7D$KMD6;PXUH+5M FTR)K(P#I$8"OE[!@?+C''2O2HXRC3I MP4X\SB_+W:W>[O>]GHGMN>77P-
:K5J2A+E4EYZO2S:V5K6NM6M]CYUM?B+8 M_$7]O+XR>"_!_P ;$LK/2O@-H<$$^I66HK+!H%ZTS7)4MY:2ITA)P=JI MN. *Y;]B[PUX3\$?%&^_97^)?
A*.X\6:M\-9;RZ\;>$_BGJ>JV'B;3DG@MY[MF:.><3:?>/)/&P;#DAI/+N"%85]3>$?@O\'?A_ICZ)X"^$_AK1+*2R^QR6FD M:%;VT3VVYV\DI&@!CW22-LQC+L' M-
MK'[2PS@R>2B[R,GDYZFKECJ2ISA%-)J*736*M=M??;5?/4B.7UG5A.;3: MR3^ZZL_EH?%O[*7B;X'_LY?!?!;KUBE\!KY!LJ!M!A!I\E\ !(KPOXVLM$U#5;CQ3HFBZ)KMC8>. M+JRW*Z>BR7?G9TM%EF(DDCV&,*Q"EE
K2_98U;7?!GQM_:"^$6F76D:7 MINC?"W1M2'AWPO\ $:_\1V>EZE*-7661;B]AB>&=XHK8OJ@?)&^=S'UY:? M CX'Z?I^OZ38?!KPI!:^**I3+XHMH?#MLL>L. ?A?
X=T.R:S%HUIH^B06T1MPTCB'9&@'E[I96VXQF1SC+'.M3, MZ,U5?*VYN^K\XM>6EFMKV?2UC&EE5>FZ*4DE3C;1;Z23UM?6Z>]DUL[W/C?1 M=)U'XQ_#_P#8?#8?\#>,O&WB/O]E&O[
LSQ/X%>;Q5%IWB&ZM)-9"">&(YPEQ-#(LCJTJ MJS?-EN020S ['AKXH^&_V3O1OAG^U%X>U9?$>J^J^"_ ?CVQTWP[HJ^*;;#FDJ^@ &E1FSAU3 M1M'8V\-]++YMI"+N_DD\T/(5W=<;0*^OK7P-5+TA;+P?

```
I<(\/PF'01%I\ M:_V;&8_**6^%_^#-)FA\0G.OQ2Z=$RZF? M*6'_ $@%<3?ND2/Y\_(JKT %0\RIS?+*+Y>U[:^TYK^O+[M]S2.5U(+FC)<_ M>U]/9\EO-GBSX,6,6AZ1I;?"BQU;4/"_AGXGZCXH
MM+>^_M"2-9Y);Z&)H;EH7 =4'SJ(G;)(->*?LK6?PN\!_L.?LX?&;X*?%;5; MGXG:CXV\-:)+;1^,[J^$?PLMX[/X8_"SPYX**+0=#M[-4C9@[(!$B@*6 8CH2 >HJMX?^ GP M+\)^+
(?'GA7X+>$],URWLDL[?6M/\.6L-W%;*@C6%9DC#K&$ 4(#@* ,8K;^ MUJ7-)V>O+U^+E4E:5[NSOKJ]K:[F']D5N6*YEIS=/AYG%WC:RNN731;WTV?R
MU\>=;UF_\._MW:1?:O=3VEA\.8A8VLUPS1VP?PI(SB-2<)N;DXQD\FNTTO4M M5D_:V^ OA,:Q>1Z;?_ 'Q+)>64%Y)''*Z2^'51R%(^=1)(%;[R[VP1DU]$W7 M@;P5?#5UO?!^ES#Q!"
(=>$NGQM_:48C\H)<97]\OEG9A\C;QTXJ5?"OA=-4L M]<3PW8"]TZSDM-/O!9IYMK;N4+PQOC*(QBC)4$ ^6F1\HQRO'P<%'EZ6_P#* M:A?[U"M-\,Z;HDDSK$FNW4<6HZQYB$@-);
[[&TW$$J\5PH/+" MO;/%WPGDT_&O[.WA/P+X>\>Z]Y0O?$FJ^&/-%X%89-T;9X9K@A2VW,G!Q MVS47[,7P#TS]FOX.:?\ "^SUQ]6O%NKO4=>UR6V6%]4U.[N)+F[NF120F^:5
MR$R=B[5R0N:VKXZG6I59O64GI?=)VYM>VBBO*^ACA\OJ4*U*"5H0CK;:37PZ M=]7)^=M3COVA-:UFP_; _9]TFQU:YAM;_5_$BWUM%.RQW 319F02*#APK ,, MYP1D5\P?
$_X^//%Y\9^!/'OBVZ\#:G#XPOX4T'["5F@CMX M(YA$$,@8N&0[U?8V5"J/T%O= T'4M3LM;U'1+2XO=-:1M.NY[97EM6="CF-R M,H64E3M(R#@\54F\!>!;G1=3\-7'@O29-.UJ2:36=/?3HC!?
O+_K6F0KME+_ M ,18'=WS66&S%8=0LMK)^:4G)_>G8VQ.6O$N;;WNUY-P45]S5RVVJVECH9UO M5[R.""&T\^ZN)6"I&@7ZLKJW:"YL[F%7BFB92K1LC AE*D@@C!!Q4,OASP]/X>;PC/H-
D^DO9&S?3 M'M4-NUN4V&$QXVF/9\NW&,<8Q6>"QL,&I7AS_M-^/KJW\.>'_AWH>I?#[0U\ M976DV=W'+>6/DKM(VF3)DO/A9\&K_ /X*QGQ%X@EE M%]_PIG1]1T)I/$MTBS7,.JW,
(,:"8)*H009CP4)<,5+.2WT3XV^!/P0^)FFZ M=HWQ'^#?A?7Q!9Z. -(M-;\/6UW'8@ >2LJ,(L!5'R@<*/2K?B3X5?"_QEK. MC>(O%_PWT#5=0\.SB?
P_?:EH\$\VF2@@A[=W4M"V57E"#\H]*T6/BHI1O4Q>72E*\E%OGYKM:O5Z/\ PIVCY+H?&OCGXE_$70OV6OC] MJ]CX^UC3;>']I0Z3K'B"UOY%N-#\/3:AI4-_-!)G, BM);A@ZX\H%I!@KFN_
M^#.E^ OA'^WII_PA_9J\87E]X1U;X4WVK^,]#_X2FYU6UT^]COK*/3KQ6N)I M3#+<1RWJD*P\U8 Y!,>ZOIJT\)>%;"UO[&Q\,Z?#!JMQ+/JD,-DBI>2R +)) M* ,2,P #%LD@ '-9OP[^$/PG^$-C<:7\)OAAX=\+VUY-YUW;^'=@LHYY/[[ MK"BAF]SS3EF%.5*4.5ZWTTZ2U_PVNO-]\$@3;;T,,C]O+ @A_^?CU&ZDKEGDCS*\'9QU99FSUCYJD[0NL>:AAB7[KD2> M$1UK#V Z_YBJ;[C1[X+ZF(D.G[Y@.'^CC>:7)/
M$TK2 (=WZO3ST/_]D! end GRAPHIC 31 image_06.jpg GRAPHIC begin 644 image_06.jpg MB5!.1PT*&@H -24A$4@ 2P !?" 8 !2O/JN &71%6'13;V9T M=V%R90!!9&]B92!);6%G95)E861Y<R$
%&E46'1$97-CA]E RUU&RL.;+N!K,%MIJTABQ-P#<)--N%.-[W@T'2U9V9,W/G_.[W^\[W)TD$ H'@@&!J MTBYX9V>GH7Y@2P-OZYAM:FJJ(X^)0" 8)DDUU;:NMB]VXH%];JEM7NZD0" 8
MJ#6EMCL[]>$!R$_NK$ @DK!NLH)%M.[ZWV__\\/D]X^_#.Y_Y-3)Y,FC?^S[ M=TM)Q0UY? 0"(:R!D-6C>]O);_[IW>3A.^\EOW_T)>LX(*RG7CZ3_.EWSB7' M7OF6_>\+BK0VY1$2"(2PJI#5G/IQR_P-
RLY486(J8C$CIX]D[SP]@JU MNKIJ.Z%(JRN/D4 P'#QQ"*]IU?SRU2>_3K*95I"L@*__W;GD#[[Y9\'W/+J[ MG=S_F\N4V*;5=DT>(8% "*N*%$S-WQ]\]VI.6D4 83VS7_+M WQ?G_WD)GUI
M09US6AXC@4 (JPRNF%]^\[-W(8 0+4?^>7F4! (A+*X5H> M)X% ""M*#K+]5W_MEWY(?"X!"2 5"(2P!B,'CP5\55]]^FMY,@2",<23DR@' MOZ8(Z],WG)5G\I (3@S7+NF=I2]E\C@)!(/%@:[60,O(0
[^\L2YVHX-Y_O7 MOW,N*!NM>EEGIJ:FA+0$ K&PZI.#<*AS$J)QO!,KET-%_"@VA*P$ B&LVN4@ MXJP@^XI("Q8;$JB??>TBY[!(S[D3,?PMQVO'D[U*$UM$9K:EYI9
O!5\=39ALNQOZJN_;2Z#RUY= 5"6(,GJM4DW,#4!=/X%-4] M3;>:2G+0D%>L+(3%A;^'@C?VQFPY_^?5?>BJ^[ HCZ] ).%@R JA![=*D)6- M=4U\E7,'R\C"4'3\H ""_+?&13LV;$%J<
G$PAH<6!@:;BP!,F1C(-DQ6@K2,''191]Q2 M,E0&'GOE6R/YH/)V9=__(7T)?CQQP@N$L&HBJ[XV6" K$$^953=?JDS5W,&# M(@OI.*R4HBO2M4<@A%4/%K05D%L':+E55DJYZE95D8.V+.3
E%U&)^A1PNK: MT[=:*A (896WKGHMMM]!EIDH\T]&7&TZ)5$J2@U5DX2@M+$/6 MUCT562@8*/[HX@^GU=946V.4XZB]O S2:]2/7K%SK I6D8,()T#@Y""1AU4\ M+B;5/WSN&SURX^Y#@?
OPX.J;.=G@."?_\6KD.#]*/GWCK7Q_[$NLPXV8Z'?U MT'$3M3MJ^UC_CHR#[']OOM[Q'!.?^VJ5ST$=>]9,CF0W;B]FC/C9#HS/=\VX MID7'^Z$2?$UR%]4^68GKQCZ/U-
;58\T"GQ&.V0C=)^9GO1!P&[0"]VM:*R7L MVW2\);\&M=U0Q]@,7(/!(_6^I:IS=1!Q6)=<,JI..5@W?$[].O>!563(RI 7 M)< BP%(U9)5_^G>WZ;V!A=5B/L"-I$+##+5_V_.@SR75&G'0XY4>HVM\!=?L
M(XWS@7WH6-.(L3:ML78T^;DFO"]DI1UY2[S7$2"K):V20JX&L^ SI^_Y!76\ MKD7X6_HX.,\C? XADAX58TXB7AX;^C'KXS] %-JC?AR'P3N\3XMO7X.H0 ?7C? M\
[IOGXYUW54D$CZ+6VJLL^J8;8M@.?>)@P;W.-JJNE/BFLPS,4ON30J+2KUV MA1!M,ZE8F;=6PM)R,+5]/D;^<,D#DQN3%%9(-O-JZ?&\^-+*2,D*%B:"/4-Q M9"'""NV/>X.-6&@-
ZYL_]@&.G6AX^#9K)$)*',2\_CO$[!:RDK":RHL\5[KF1UQTM1[?TEQDLO1M5;U3=3O>F2P[BY_UO M7_;647?YK8Z>K689C3K\ !81 F5#]>%]4?Z&M$'6H?U_]^EG98AHIJ9+;-1, MA%G-
I#K'N69JV9#)&[+PMFJV6%W'J,O":D00WZV"]W<8YYXG]W5#DZ6QO-^O M*@<'(0EG]B3+_K'EZ3A*RKSP]DIAZ6%.(X@01II"\[T5=M@%WD?]=#'[HR]B M"HYT==VQ^\=83@43
M++,F1D;,^Z+WEY%N^1/7;)>5H M$8X7W4M]?ZX%OI0N4)+4?L'E42F7NBVLW@<8ZNV75Q]0$M$7LO#P%^]5NZ@1 MR$'C=RM+_9.J5N5618GP?H&LLJTQ^DT?Z))6MB+#&?);CIL)IB+
<+8S[M+G./S 3_7===*(LA77=.A(*SIV$D.Z?BB MDHAT>?_S=ZH1UK#)"M4G2EI%.;GF#O0D/OP#JZ U/<"VM$NUQ>:3@XL1QYTO M&--&A$^H8XUW(4"J;<;8VI%2JLTDR]PGQ)C4(*"6YS.
((=C8SYL27RBU:RU MW"-I$5@W865)I,/46!A81031U!&[5=5A'VTEW2]G&8&L7OCI2FYMQ@($;_FO M.+Z-T 2[%I &?0^Q(VZHK).\Z_@&#TG;.Q'?[-<9U]QQD':,O$TK/#9&;G4C
M[B7;PHH(C?"2LV-L(T?=/JS>!<8X@_-J#LI*<<4;'00+ZYD2YP/AH" ?[E.9 MP%4K2KXS-37%(:RJ$VS6C@K7$[QL+F-6\Q@-E@D1I@$KH5-1-C5Y7_D:NBA)*S>
WCDI>=+^8$X==:+R(K9_+0VQ$;C8XR-K?4>4<7N[XAI MXSI!JTZP5<<$2^MX7HBOIRIA;5BK4UQY%V7A%%@P'7W\=H'EZW)X<_UG5;Z< M.,0WEI5LZY:$8.4%,RFY)8A])!!J%>\#TEVZY91
IRCW;P:*PT+@.>RN' M$-C4C3F*)$(=EHL)#FPQ27"Q0,9T:I*6YEC+>N60<\U9"=G,71F%LWK-NO\( M!9AC$$LLP?I0-32BXWF.0GF>-^C]'WO"4A-GO.^4?R*Z(\'
/K)KN9@*U(LC&!TRNV]:DN<;\YCY=8.W$ M?%,763==S^M;GGR\$*D\\DQ&GQ,_BTC)R3PR;*["ETHG\I%L1(S-1WB^',=F MX OJ0%E81IZL&RL+%@$"(#- M1C2A"$VPV]:W;EM-GO-,B\'>
<&E:$ZH=GW1=:N(Y)]Z(0%>:*LK$N&A3%9 M,=% 6F6"07=7$5_-)SRS;?Q( $*U.^K@;XS;2#B3R P"LOU6/L+[II*0S_U@ MGQ&U4:*9ZNF*$L'GV_!-,D0][S".UR;E4M+ &,N0559 M-NZTH")1)\.7/,F
MUWIC7C=UHW (:]4JU^+"TYJ N0&M'5TQPG4MT^3^=)*]_J#)]J*PK8% %_"[0 MA\4XF:N$&V"B0UX.N\56#.CJ) @,UVR(R33A@-7H*CZ(]U,2P^]_F=UTD=5B MR<[/C4BIT2AZX
M6F2W50BN=+8>UF-9P[9GE\ZE2 M\8):M*'/I>U01"$T]3UJ%-R?[, 2EI8IL_3FF&5\6 QE@>!,Q&Q5S3,7NI%I@.I: 8R,C,<#<889:^62*,U(WP@W MKNIT31.WB/P^+GMP/9G*3*BNGHRM".LSZO-
TR-PJ7P"XXQ\;%BNA98-.B6 M&%.FOQPV7@TD)8BT.",7'R;N'HW#_1EZ J,B MKOG$REPOJLQ9!$2RI(.E6%5$Z?KE(5%L/L+RN,H$(P986G2RC1I;5")!$L)6XQ/BN8./KCZ
MHWP5L8X$ZBK@%@^T_'=H)-&41U(@\./)49U8ASZTU"2%@W/=2$1864=./<^6 MB(8<8%F9]\.9C\JFHTKK>8I9J0*R$58A261&='E[DAY 4C[8K&SARVQ?:1-F M*$&>/J,=V-.A]Y!SF_-
V[5@BU__).+JNV"/]_V;!M83&MV^<>I]4'S<-'5L( M:_#$A?Q#W/Q>G>C=5<2W6,YK([_LHG^PLD &* XX;(>\J7C*60%%=55"6)"% MBQ-$5$CSSCGTKF2 \,4Z#4:2U2+[Y>J1$:T>Y2 '2*F3-P%)#
&?5M![3N@L_ MBXB0ZWBG4E;CT@185\UD;Y$!EL?3NF//TV1"4CE&$XT7M?7AVFQ"V+#^3ZW7 MIH,H;>O*$-"REEZG;>+0^7WSY+5973[X:4O>-QW$N.R[%GV^>?)^6&E3:L,7
M^PDR1U*1A.,A$=?-AXRH>$A$1+X3.'T?ZGZX2TN_8DM^M,.4 )8DMZZI#SMDDXVAKJ;I QCIK7>T]1/8+)!SYRWR->=&TO)&4D__1B&L M.B0B/GQ%7'WF,-)ZT'@!$>1P;!N2^)S99>?HR_&?
+ZR?#[Y[U1LN8=J6F9KT MMI7%(2S(0M(]J!'1=OXP ,T:D!:"2.VV)Y6F27PV2XYC=(B/B!)"VR(BNN\- MV\*",UP3"+6N6H3$4NNXM-3*HNT UV0Y%2#K.77R6H1MT84L,%220-(S*HH:(N56$G6T
MG9]+ AU+#@%L/\R\D57:(=ZKV&E)/%\/O34/(3SP-*UHDS+*-$]QVK*NVL1" M<_F1Z&N%N7B.$M"N:]DDA+U%SI%:]RG34G5SD@CKB3$DJVT?6?7)+;VR]OC> M-NNX,;T*3=(RAZPHX-.B[>E!0-
P52LOY?JC]6'J2S>K)Z2K;LJJ+Q=D2+TOZ M:Z6;[;:'$'R@&06=@.^JY9.:6@ZFA-@XX05-Z[S>:]'W:4F/8=,C?6\55+D0 M"VL(EE74!\"5@S&==/*0B+O;I:[!U+TRM=L15_: $4^&%FK+I6VD MF)
[,5P@)I Z)5U1WJ6GY?&Z0UVD%59#ADH.P4F)=V0U>9RSB3!G6E!WCU;"N MI@CNT*J=N.[^6N.O3-ZU)'P*]V7#FM_6V ME/37K.]Z+"R3XXK_^YK%=IEE8? LW]';G(?
T0O=I1V]W*,EKW]5U[G'$PAH< MKE'BP(0W80BF0[1=V]U7""]6#IKDZZ\^^:Q7TMB4P*G2*Q'CXTI6(PN)E35S MR/U8>>=FXJMJ:,+H64B6Q.L$8I@ZFD1"A'#<]3^]XD9]9(GVH=$H/QK'3L^#-
=MK#'MI*?Q8>U)(JQQ\F'U+ KX MCFPBHB6&#;BR+90J0_U.)GS!U)\W^8VAX%6.M<6%=3USNB3/84.?14.LK6TR MH4TCU*9EX=SQ;*EEC66ADL8.*=:Q"&,I8+G1@H?
T"P4D]87:'A"RZG5WMD@O M#5Q+DQ*CWH=:I;>HCVW24G/&@K#4Q.RKJ>V3>8903&UW=-0I*P=IMVF;5$R MJ'&>AX)7668LD^P<%N-AE(6+ :N@HR?XDH,H0L@LYW.1W&H$",L5+D M-
SKV MY<1?S12OGR REGTMC/MD E0G:H40F!H3PEK7WU#YI.7T,C3^)4XY&13*HZ11 M5 V4PN[6PPUU,#"MSE!%@C-6ZWR93EDZC'(PM7P_W8.:$^>XEJPNR\>1*-VI
MN=V9$%8)POK"?"BPH.HL#V/JK!MP$JI]I-/+6U2$AW$6$1 E'^YY3>(WP=,1 MO0<% I&$ R:K!D<.NF06.O 4%?VCY6?*)D)C3(AF-P2%&#!(1)\CWY .M$ Q=]2N#O)^B(D1'0],]N?CCUWMD]NP_7
R2)P>/[V;R9 H$8TI8J?D% M<5 L3H0%@$G/*2FD8LALN'6R!((!&Z,0^!H M8T\*\<(4CKUR-B#=+N;Q3%6("N1G DA] $%]^/V5?;%@9@7199%Q+2Q4I! ( M!.-I844%1X82BHUCO0I9<3KXX/CPB?
D"5T%:B.-RK2)R2.O(J;[K$WTH$(P1 M8?66[+_V5+%3^AG/A*_'L;Z;0Q@*$*6!JR& S# >FSR+9"&(TO*!M>4Q%0C& MA[!Z%@1GZ?^8->%-Q'H5QWK>/?KG;_;YOS20>K'<(Z%
[VU$Q8JZQA2PL$ZI! ML"$Q6 +!>!'6;6I=A"HDT#I8AD!<5DP,0"!88;0Y\% MJ$BM;#XAQHGQ8MPN66AJ9U'K;H+*) L$+(Q+:@YJ!ZU2BP0RRD8>I'GJ9%YC MO8JO"J1CEZK1I+FL2&+-
,3YDX*=&YM'$Z+)D2>4K2-HBJT.;0R@0''0+*]$D ML4FEH=REN:4&T1 MISC:!8)Q)BP?:8&L?J4D8-D:ZP%RR(NK$5\59WS[2,M4*^5:?<9/YW"\P\)L M"5D)! >$L
AIT6ZZE:P9NYY557+0U250]3&EK\/OYBH&2(D*"=3?>.VBBSB7 M W)4(!",*V$18NASQ ,("WAP]4; 3AR]T@XMA$>L".E<[QG%'_T^(2B"8,.*:#UE GRAPHIC 32 image_07.jpg GRAPHIC begin 644
image_07.jpg M_]C_X 02D9)1@ ! @$ 8 !@ #_VP!# (! 0$! 0(! 0$" @(" @0# @(" M @4$! ,$!@4&!@8%!@8&!PD(!@<)!P8&" L("0H*"@H*!@@+ # L*# D*"@K_ MVP!# 0(" @(" @4#
P4*!P8'"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H* M"@H*"@H*"@H*"@H*"@H*"@K_P 1" !? +\# 2( A$! Q$!_\0 M'P 04! 0$! 0$ $" P0%!@<("0H+_\0 M1 @$# P($ P4% P4% M! 0 %]
0(# 01!1(A,4$&$U%A!R)Q%#*!D:$((T*QP152T? D,V)R@@D* M%A<8&1HE)B7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76U]C9VN'BX^3EYN?
HZ>KQ\O/T]?;W^/GZ_\0 'P$ P$! 0$! M 0$! 0 $" P0%!@<("0H+_\0 M1$ @$"! 0#! <%! 0 0)W $" M Q$$!2$Q!A)!40=A<1,B,H$(%$*1H;'!"2,S4O 58G+1"A8D-.$E\1<8&1HF M)R@I*C4V-S@Y.D-
$149'2$E*4U155E=865IC9&5F9VAI:G-T=79W>'EZ@H.$ MA8:'B(F*DI.4E9:7F)F:HJ.DI::GJ*FJLK.TM;:WN+FZPL/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! (1 Q$! /P#]_****
"O MS6^-_P#P<(V$7[3,'[,G[)/[/R>-KN?Q-'H-MKVK:XUK;WMZ\X@ @CCB=FB\ MPX$I89 R%Q@GZ[_X*.?M&+^RG^Q1\0OC1;7H@U*RT&2UT)MV#_:%R1;VQ [[ M9)%<@?PH?2?2OP/_X)A?
%GX._LW?M3Z-^U)^T)X<\0W_A;P7([V@ZER1JD\, MRVBR;Y(U7A9Y5.[.ZW& ><>-F6-J4*F4Y?".V!0^/F#_\ME/A6[I:U<8=A&1AB'PKDX*H4@^YP:T&U8D(K$|^=QD7I-! ... 
```

(=>$NGQM_:48C\H)<97]\OEG9A\C;QTXJ5?"OA=-4L M]<3PW8"]TZSDM-/O!9IYMK;N4+PQOC*(QBC)4$ ^6F1\HQRO'P<%'EZ6_P#* M:A?[U"M-\,Z;HDDSK$FNW4<6HZQYB$@-);
[[&TW$$J\5PH/+" MO;/%WPGDT_&O[.WA/P+X>\>Z]Y0O?$FJ^&/-%X%89-T;9X9K@A2VW,G!Q MVS47[,7P#TS]FOX.:?\ "^SUQ]6O%NKO4=>UR6V6%]4U.[N)+F[NF120F^:5
MR$R=B[5R0N:VKXZG6I59O64GI?=)VYM>VBBO*^ACA\OJ4*U*"5H0CK;:37PZ M=]7)^=M3COVA-:UFP_; _9]TFQU:YAM;_5_$BWUM%.RQW 319F02*#APK ,, MYP1D5\P?
$_X^//%Y\9^!/'OBVZ\#:G#XPOX4T'["5F@CMX M(YA$$,@8N&0[U?8V5"J/T%O= T'4M3LM;U'1+2XO=-:1M.NY[97EM6="CF-R M,H64E3M(R#@\54F\!>!;G1=3\-7'@O29-.UJ2:36=/?3HC!?
O+_K6F0KME+_ M ,18'=WS66&S%8=0LMK)^:4G)_>G8VQ.6O$N;;WNUY-P45]S5RVVJVECH9UO M5[R.""&T\^ZN)6"I&@7ZLKJW:"YL[F%7BFB92K1LC AE*D@@C!!Q4,OASP]/X>;PC/H-
D^DO9&S?3 M'M4-NUN4V&$QXVF/9\NW&,<8Q6>"QL,&I7AS_M-^/KJW\.>'_AWH>I?#[0U\ M976DV=W'+>6/DKM(VF3)DO/A9\&K_ /X*QGQ%X@EE M%]_PIG1]1T)I/$MTBS7,.JW,
(,:"8)*H009CP4)<,5+.2WT3XV^!/P0^)FFZ M=HWQ'^#?A7Q!9Z. -(M-;\/6UW'8@ >2LJ,(L!5'R@<*/2K?B3X5?"_QEK. MC>(O%_PWT#5=0\.SB?
P_?:EH\$\VF2@@A[=W4M"V57E"#\H]*T6/BHI1O4Q>72E*\E%OGYKM:O5Z/\ PIVCY+H?&OCGXE_$70OV6OC] MJ]CX^UC3;>']I0Z3K'B"UOY%N-#\/3:AI4-_-!)G, BM);A@ZX\H%I!@KFN_
M^#.E^ OA'^WII_PA_9J\87E]X1U;X4WVK^,]#_X2FYU6UT^]COK*/3KQ6N)I M3#+<1RWJD*P\U8 Y!,>ZOIJT\)>%;"UO[&Q\,Z?#!JMQ+/JD,-DBI>2R +)) M* ,2,P #%LD@ '-9OP[^$/PG^$-
C<:7\)OAAX=\+VUY-YUW;^'=$@LHYY/[[MK"BAF]SS3EF%.5*4.5ZWTZ.Z2U_PVNO-]-;DO?&%_*)K"\\3)82V+0-, M83;_ &64Q^7LQD!_OY8_HS60GP^\!1^'[7PDG@C2%TJQN8KBRTP:;$+>WFCE
M$TK2 (=WZO3ST/_]D! end GRAPHIC 33 rsg-20241231_g1.jpg PERFORMANCE GRAPH begin 644 rsg-20241231_g1.jpg M_]C_X 02D9)1@ ! @$ 8 !@ #_[@ .061O8F4 90 !_]L 0P " 0$! M 0$" 0$!
@(" @($ P(" @(%! 0#! 8%!@8&!08&!@<)" 8'"0<&!@@+" D* M"@H*"@8("PP+"@P)"@H*_]L 0P$" @(" @(% P,%"@<&!PH*"@H*"@H*"@H*
M"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*"@H*_\ $0@# M# 52 P$B (1 0,1 ?_$!\ $% 0$! 0$! ! @,$!08'" D* M"__$ +40 (! P,"! ,%!00$!?0$" P $$042(3%!!A-
180'EZ@X2%AH>(B8J2DY25EI>8F9JBHZ2EIJ>H MJ:JRL[2UMK>XN;K"P\3%QL?(R;GZ.GJ\?+S]/7V M]_CY^O_$!\! ,! 0$! 0$! 0$! @,$!08'" D*"__$ +41 (! M @0$ P0'!00$ $"=P ! @,1!
4A,08205$'87$3(C*!"!1"D:&QP0DC,U+P M%6)RT0H6)#3A)?$7&!D:)BH*#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6V MM[BYNL+#Q,7&Q\C)RM+3U-
76U]C9VN+CY.7FY^CIZO+S]/7V]_CY^O_: P# M 0 "$0,1 #\ ^/?V'_V'_P!N3_@KK^W)\=_A1*/V[O$'@C_ (0CQ!J%^[ZM MX@U.6*6)]3FA6*-891MVX^F.*^P/^(3;_@J9_P!)=O\ RH:Y_P#'J/\ @TV_
MY2F?M=_]O'_I\GK]_J /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_T MEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\
QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N? M_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?])=O_*AKG_QZOW^HH _ '_B$V_X*F?\
27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N? MJ_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N? M_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?])=O M_*AKG_QZOW^HH _ '_B$V_X*F?\
M'_B$V_X*F?\ 27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_X MA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\
B$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\
27;_ ,J&N?\ MQZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H M_P"(3;_@J9_TEV_\J&N? M'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\
?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ MB$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\ QZC_ (A- MO^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@
MJ9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?] M)=O_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_
,>H_P"(3;_@J9_TEV_\J&N? MJ_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N? M_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?])=O M_*AKG_QZOW^HH _ '_B$V_X*F?\
27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\
B$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?]) =O M_*AKG_QZOW^HH _ '_B$V_X*F?\
27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N? M'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?])=O M_*AKG_QZOW^HH _ '_B$V_X*F?\
C_E#9J_[-CO^(_$D#EBR1[P+Y$'G]YVSSB9I)Z^N]IU?I#TG.B#Y_F,@4;UOPG/\ !=)J?9DHJ^&]E7L2_=?^/W#U=QK[DZQQ'_8N]\HGCTC^>:Q.UCYU^OE,?[X\6%9KU'T-6H;3W0.O65M_P*4!)E3QWO^ZU2WU$DI^
C_E#9J_[-CO^(_$D#EBR1[P+Y$'G]YVSSB9I)Z^N]IU?I#TG.B#Y_F,@4;UOPG/\ !=)J?9DHJ^&]E7L2_=?^/W#U=QK[DZQQ'_8N]\HGCTC^>:Q.UCYU^OE,?[X\6%9KU'T-6H;3W0.O65M_P*4!)E3QWO^ZU2WU$DI^
C_E#9J_[-CO^(_$D#EBR1[P+Y$'G]YVSSB9I)Z^N]IU?I#TG.B#Y_F,@4;UOPG/\ !=)J?9DHJ^&]E7L2_=?^/W#U=QK[DZQQ'_8N]\HGCTC^>:Q.UCYU^OE,?[X\6%9KU'T-6H;3W0.O65M_P*4!)E3QWO^ZU2WU$DI^
C_E#9J_[-CO^(_$D#EBR1[P+Y$'G]YVSSB9I)Z^N]IU?I#TG.B#Y_F,@4;UOPG/\ !=)J?9DHJ^&]E7L2_=?^/W#U=QK[DZQQ'_8N]\HGCTC^>:Q.UCYU^OE,?[X\6%9KU'T-6H;3W0.O65M_P*4!)E3QWO^ZU2WU$DI^
RH:Y_P#'J/\ B$V_X*F?])=O M_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J& ^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?])=O_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH
^(3;_@J9_P!)=O\ MRH:Y_P#'J/\ B$V_X*F?])=O M_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N?
MJ_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N? M_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?])=O M_*AKG_QZOW^HH _ '_B$V_X*F?\
RH:Y_P#'J/\ B$V_X*F?] M_*AKG_QZOW^HH _ '_B$V_X*F?\ 27;_ ,J&N?\ MQZO*_P!_J* /P!_XA-O^"IG_ $EV_P#*AKG_ ,>H_P"(3;_@J9_TEV_\J&N? M'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'J/\ B$V_X*F?])=O
C_E#9J_[-CO^(_$D#EBR1[P+Y$'G]YVSSB9I)Z^N]IU?I#TG.B#Y_F,@4;UOPG/\ !=)J?9DHJ^&]E7L2_=?^/W#U=QK[DZQQ'_8N]\HGCTC^>:Q.UCYU^OE,?[X\6%9KU'T-6H;3W0.O65M_P*4!)E3QWO^ZU2WU$DI^
C_E#9J_[-CO^(_$D#EBR1[P+Y$'G]YVSSB9I)Z^N]IU?I#TG.B#Y_F,@4;UOPG/\ !=)J?9DHJ^&]E7L2_=?^/W#U=QK[DZQQ'_8N]\HGCTC^>:Q.UCYU^OE,?[X\6%9KU'T-6H;3W0.O65M_P*4!)E3QWO^ZU2WU$DI^
C_E_#EV_2 ?#0 EZ? #<_5]/^E#YM2_MSWV 87 7 ?]!$C9 OO5O '7V$F!O5 \ Y%Y, OD5 P 9]"'"?M\4 F\4 X9J*<_7!]$)!'@H3 8 " J O$^ ?D_8 =HW' 7 ?E P1XA_'F!'O]"=/ !R/J !Q(&,,
C_E#9J_[-CO^(_$D#EBR1[P+Y$'G]YVSSB9I)Z^N]IU?I#TG.B#Y_F,@4;UOPG/\ !=)J?9DHJ^&]E7L2_=?^/W#U=QK[DZQQ'_8N]\HGCTC^>:Q.UCYU^OE,?[X\6%9KU'T-6H;3W0.O65M_P*4!)E3QWO^ZU2WU$DI^

MX3$CR@0JY\M'?[JDCX%_8W^)&B>/_P!O_P#;,_9>^.7[66O> O'OCYXS\":]K'Q MJ\.^%-5N?#>NR1Q7.F7ANA*C6[[H1)N"L)0@D^4 L5]1_X))?M3^.OVBM& M^+GA;X^_LTV'PP^,'@?XE?
V=\6],T&_:ZTO5=4.G6?E:C:2%FVI+:QV_[O+$ M!58LQ)/VG_V2/V:? M%7AW]G?XC?M):!I'B;5;:>31M#\4>,?M&JW4$4,MS-+_^"I/[.E^+?#EAJ5N_P 1/&!:VU"U M25&VZ&DBY5@0<21QL/\
:13V%7?@G9V6F?\ !R%\<8=.@CA&J?LT>&;O4DB4 M#[3.FHRPK(X'WF$85 3R% '2@#N/A;^UI^Q%^Q_^Q[\8?VL?#O[:WB7XP^!= M)^(&NZSJ^N7GB?\ X2)[+4)
(XIWT/2Y(D"_9HE*>5&I:.,2.S2!0[+F?$3]M M/]D3]KS_ ()6V'Q,^/O[;'_"CM/\<^#MNO/BOP9XW71=3T/498+:_ELK&Y ME5G:3(:(HBN[QLZX^;-?*O[,=K;P?\$5_P#@I79:? JQ1?%;XX)%%$O"*-/. M
.@ _2MW_@HY?\ A[6/^#26VL8[ZSN9H/V=?AQ.T*RJ[QJTNC^6Y'4 M&VT M]RC8Z&@#])OB1^T/\#_V?M&\/6WQ-^)26T^O9MO#=DZ2WFIZV\4/F2?9[6!'
MN+IUC'F/Y<;;5^9L#FN!^+WQR^&W[3_["'Q$^*/[+W[0DLEI#X4UD6?BOP1J M:QW>GWUI;R,T19E+V\|Z;H'B2:.WU+36\DE%C8L+9]H9=\/EL?,8G+88>N_\ !!L@_P#!';]G@@Y_
MXMO9_P WKQ;_ (+JR1I^U[^P&KN 3^U-I^ 3UXC'\R/SH ^P_%G[:/[%_P " M_&H^ ?C[]J'PAH_B31_#TNHWNB:YXN22^LM.MHE9[J\::1I(TV%6\V=@7SG< MQ)J'X9_\%!?V*OC)\#=
<_:5^&/[2GA;6? OABZEM_$GB6TOO]'TF6,*76YW M-!M5E8EP!M8-]TYKY9_:H\(^O?_!Q1^S-+XA\.6%\]M\$_%MS;F\M4D\N: M&>%HI!N!PR,S,K=5))W_!.G0M#?\ X+"_\%$_!;Z5;-
I-SK?P[EN=,:%3 M!*]UX:E:X9D/!,K$E\CYB3G- 'U]X>_:V_9J\6_ :Y_:B\,?&C0M0^'5I;37 M-QXUL[OS--6"(XEG\\#:8DPVZ0':NULD;6P_QU^U;^SW\-O!FB^/?&'Q/LK?
M3_$ENUQX=6"&6XN=5B5!(SVUM"C3SJJ,'8HC;5(8X!S7YM?L,V7B3X7^*_B# M_P &[WB&VO;BQ\)?$_| M70[N='=)OA+>LVK/$[GB4--C1YN$O^#@#7OA#\9?VD]:^&"^+?
V?]$C^$>I6R:2MOJ?E:E>OJ%E')J=G M<()WE:-RD>QW6V3=NV1 'VKX5_;!_9<\<_ OVF/VIM6\?(0"[2381%C4$]Q_9G_P""Q'['/Q;_ &+- M'_;+^^,7QO\(_#_2]0LQ=W]GX@UJ.V;3EFEG-
K;-YC?OK@Q1+= MYB*I9E !-?F%\3[_ ,/:I_P9EV^EF^LYYX?@QHTIM_-5G3;KMNH?;U&)(R,_ MWD(ZBO=?^"M/PO\ AE)>_P#!/WPT_@'16TR/]I+P]IL6GG38OLXLI]-N#-;>
M7MV^5(8X]R8VMM&0: /M3]G3]O+]C;]KCQ3X@\$_LT?M(^%/&NK>%MC:Y8Z# MJBS26\;G"3 ?\M(6/ E3=&3@!N147Q*_;^_8S^#WC5/ 'Q/_ &B?#NB:@=8B MTF>6^N&6SM-0D
:.SN+O;]GMKA@RD0RR(Y#*0N",_+OC^V.D_P#!RQX1N_#E MK!#>W_[&.K12L%""X\OQ%&T2R$?>56Z9Z5\^_P#!-C1_V9?V^O\ @C/J/P _ M;'_;B\1Z%'I$FK67Q_\
NJ7_AW3YM'U2/5IKRXN+B2?33=1^9.!<^>TI)=F M&_ ?! MYN$\0ZSH!DNGM)X5#-;F!%,WG$,FV/9N;>I4$,#7QQK7PX^&?_#[S]CW1K71
MKW5+#1_V6=7.B7'C*T634P+=K46TUSO0$72@EF;:K+(SD &F_LZ6=MI?[;W_ M 5/T#1[=8;;[#X8NUM(%PGVBX\(W,DTFT?Q2/EF/5CR: /L#_@G1^W9\/O^ M"@W[-&@_'OP?
<6MO>:MIZWVHZ!#(6ETF.>6;[/%,>09/+C^8@X+*Q&!@5ZE\ M5OC1*_@=H-OXE^+'CFPT2UO;Y++3A=R$RWUVUVX)2VMXE!DN)F"L1%&K.0I(4 MX-?,W_!!'6=(N_\
@D%^SYIMKJEM+2WCG4NJ^9*FXJ#D#>CKGU5AU M!KSC]IOX@:SX7_X.+_V;_#_Q2E:'P7JOP0\3VWPYFNSBW/BMY]UZ$)^43G3X MH4'\1$VT??P0#[%^%7[5_P"SG\;_
AKWCCX5_%W2-8L/"LTT/BD0RLEQHLT M2%Y(KRWD"S6L@0%MDJ*V.<8KX%^$7QF\._\ !7?XI?M&?"V?]LWQI\/?$/AC MXKR^&/@=??#CQE?Z<^FVFG6%O.VH?9H)8X-
0,T[7+RBY5]T7[M2@52.XTSP/ MKWA[_@YEU3Q+\(XVM]%US]D^UN_BY':_\>]Q?KK4MOIDL^./M1AA9(R?F\F" M3'!.;G_!$B6-_C%^V\J2*2/VQ_$>0#T_T2Q'\P?RH
[W_@KW^T]\;/V#O^"; MNI?&'X>>)-0NM8TB]T'2_$GCF+1H;FZTK3Y[R"VO]9%J$,33+&SNJE#$LDBD MHR*5/&?L,^ ?$OC>]LOVC_V0_P!L+Q9XJ\$W/QDU,,>)+?4_%
<>MZ7XGT"2T(M6X1KH.UO<)<-;R;[9HLA)(V0Y 7[!^+WC;X5^&=+TOPC\7Q8R:9XXUA/#4-I MJENDMK>SW,,I6UE5\JRRB-H@K AV=4P=U?DYX"^"GCO_ ()+?MO^$/'O[#OC
MFYMOA1\9/VJI/AIXR_9]G=I].LTGC:0:WIBDE[8VT<4CS 9&U44GRP$0 ^J_ M^"X7Q;_:4^!'@#X-^/?@1\?]6.K?M ^$/#?B;1]+L+?.K6%Y?,)XWN'1I MHP0D:XB9,KY@;>' 7T/_
(+"_MP^+/V!?V(M8^+7PNL+2Z\=Z_K6G^%?A[;Z MA'OM_P"V=0F$,,LB_P :Q)YL^S^/R0IP&R/*O^#A1E7)G#X)EF _XRO\ =3_ M -/[U1_X.4/AUXA\1_L">&OC)H^ESWEE\'?
C7X7\=^([>VC+O_9EI/)!#/BQ\1K7X:? M$]?&VLM>F76-0MY'T_6K4/\ +IQ6>WE66WMQ':F*7B)617JW\(/C%%XT_X*0? MMY_M!!_"F/XL>+/"GPR^
5YIWA+1;;P1KTNEW6K>))H99K_4+BX@(D<6K+'!% M;%C QWO+')E57E?^"[7AF[_:2\1?2L;?LU_#>=;_5/%'[4VA>*8VLW#XT32+. M[N+^]4KU2.*XC;=TRRC/S"I?^"0/@K4_@-
_P4)_;K^!'C2!K;5M5^,MK\0-* M\X8^W:1K4,TL,T1/^L1(I86(R%="IP>* /7O^"1/[97Q!_:U^_2 _C'PK\<+^ MWO/B)-\&/BIKOPW\>5:G;6R0)JM[I"YL?)>Z.+OR8KI#W5Y$G4$<$1@
M@D&OT*H **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M**** "BBB@ HHHH
**** "BBB@ HHHH **** "BBB@ HHHH *^0/^"_'_*&S M]H3_ +)_-_Z.BKZ_KY _X+\?\H;/VA/^R?S?^CHJ /XPJ*** /W^_P"#3;_E M*9^UW_V\?^GR>OW^K\ ?^#3;_E*9^UW_ -
O'_I\GK]_J "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ H MHHH **** "BBB@ HHHH **** "L'XG_#/P3\9/ .J?##XCZ0^H:%K5L;;5;! M;R: 7,)(+1,T+J^QL89L#5]&\/MK=_-H]CJ09G%_%ILL[6<=V'9G%PL M0E#L6#
[CFG^)O^">7['GB_Q;XE\::[\'E:Z\:W8N?&]I;:]?P6/B:0*%']IV M44ZVVH+M4)LN(Y%VC;C'%>TT4 >3?M-_L*_LC?MDZ7X=T?\ :8^!&@&B>*X?"-
MZ;OPPUVLD4NF2$*K"&2%D=$8(@:,'8X1=RG:,9NE_P#!./ 8:T#Q!XH\6^& M?V9/"^DZMXSTBUTKQ#JVC6C6=U-I]O:0V<5E'-"RO;VPMH(H3!"4C9%(96W-
MGVNB@#PA_P#@F7^PW)^ST/V2W^ UJ?ABMSYZ^ 3K5_| V2'\SSL?9O/\O;YO M[W9C;YGSXW?-5_QY_P $]?V0_BA;^#+;XB?"J;65^';QR>!3J'B;4I&T*6-R
M\JI&@8+&BK[110!X+^U-_P2^_ +;7B;1_&O[5/[+' MACQIK6@P+!IVL:K#(+L0JQ989)HW5YX@Q8B.4NN68X^9L]5\2/V+_P+/F'F'XK6 M7@ZQ\6?M7@ZQ\6?
X;1XXXF%C+8R0R6G[N*.,&)E(1=HP"0?4 M** .5^$7P'%-FP"P"4'F%IP"^%WP'!-W'A7X4^$HH+M;W49M1U4.4SRW%S_J-[+CS;NZN9F>:ZG?
M:H::5W=@J@L0HQR/[37[#7[(*O[94>G6G[4'PCMO&EII$Z3Z9INL:C=&SM9UW MA;A+=95B68"1U\X+YFT[=V /6*YKXN_%WP%\"OA_J/Q3^)VI75CH.D6[W&J
MZA:Z1=7@M($1GDFD6VCD=(D569I"-J@9)% ' >.OV OV4?B=XJ\)>._B%\.+ MW6==\!*X\%:WJ/BS5);S0V8Y=[6=KGS(7;"@NK!B$122$4"W8_L.?LP:9\=] M6_:?
TSX=7%M\0M=L)+#5_&%MXCU"._N;1_| EV:5;@'R5PI2(82,HA0*44C@ M]#_X+ ?\YO?@6/XJ:5^TA ?"+9_#.J0Z2H!():]DM5@4 @@DN ,'-> M]?#KXE?#KXO^"[#XC_"?QYHWB
P]JL/FZ9KOA_4XKRSNX\D;HYH69'&01D$\ M@B@#@?@Q^PM^R;^SWX8\5>"/A!\%].TC1/'$MQ+XPT0W-Q<66L2W";+B6X@G MD>.625/DDD*[G4 ,2!BN1M%X.F\1>=>3:="V-T
EE=I)(2%4&&1FCPH&W JQI'_!/#]B;PY_P MG[>%?V4^/G[_[)/[4?C?1?B-^T#\(8O%.L^&[I;KPU>:EJ]Z?['G4H1-:(LP M2UDS'&Q>(*Q9%8DD9KV"B@#R35_V%OV=?\
C9H7[2.N_#JZO?'WAFPCL= | M7W?B;4I+^QME3888YFN"PC<;O,7.)2\AD#EW+6/A1^Q7^S/\#_BWXB^/'PM^ M&QTKQAXOV?\ "6>(%UJ]FN-:* K&;LRS,+DH"0AD#% 3MQFH?
A1^VY^SG\;? MVC/'/[*?PV\7WM[XU^'%C9W7C#3;C0;RU2R2Z+^1MEGB1)MP3<&B+KM93NYK MUF@#G;?X2?#2U^+%W\=;?
P78+XPOO#T&A77B(0_Z3)IL,\MQ%:EO^>:RSROC MN6YS@8X;]K;]A#]C_P#;N\'@O]KGX :!XXO=>!N_G^6MMZM RSV3L ',\3)+ M$&"KN".
VU=P.!CUNB@#R&?]@7]C6;]GS1OV4X_V=O#=M\._#UY%>:)X4L;4 MV]M9W43L\=RGE%6$PD=I/-SO\P[]V_YJZ/X4_LT_!;X+W6L:IX&\)3-J7B&*
M&+7M\OY9KB6*,X2)I"B>8^U1N;/9ZOJ^D^'])NM>U M[5+>XO;F4>XO;&W>XO;V\G6**WWB12.[$!I%5026) !)KYK_9V_X+,?\| !,3]]J_XV M_P##>.GP!!E[V]@P/{...

OJKG]G:?_P_^,/\ WZ%']G:?_P_^ M,/\ WZ% %/\ X3'PQ_T&H/\ OJC_ (3'PQ_T&H/^^JN?V=I__/C#_P!^A1_9 MVG_\^,/_ 'Z% %/_ (3'PQ_T&H/^^J/^$Q\,?]!J#_OJKG]G:?\ \^,/_?H5
MDV=K:MXRO(&MHRBVD95"@P#D\XH M?\ "8^&/^@U!_WU1_PF/AC_*#4'_?5 M7/[.T_\ Y\8?^_0H_L[3_P#GQA_[]"@"G_PF/AC_*#4'_?5'_"8^&/^@U!_ MWU5S^SM/_P"?
&'_OT*/[.T__)\8?^_0H_I_\)CX8_Z#4'_?5'_"8^&/^@U! M_P!]5<_L[3_^?&'_+]"C^SM/_Y\8?\ OT* *?\ PF/AC_H-0?\ ?5'_F/ MAC_H-0?]]5<_L[3_/GQA_[]"C^SM/\ ^?&'_OT* *?_F/AC_H-
0?]]4?\ M)CX8_P"@U!_WU5S^SM/_.?&'_OT*/[.T_\ Y\8?^_0H_I_\)CX8_P"@U!_W MU1_PF/AC_H-0?]]5<_L[3_\ GQA_[]"C^SM/_P"?&'_OT* *?_"8^&/^@U!_ MWU1_PF/AC_H-0?\ ?
57/[.T__GQA_P"_0K)\&VMK/I4CSVT;D7*/#]Y.MK:ZK$\CG"(IY)]S_9VG_\ /C#_ -^A2I8V4;!X[.)6'0K& 10! M+7R!_P %^/\ E#9^T)_V3^;_ -'15]?U\@?\%^/^4-G[0G_9/YO_ $=%0!_&
M%1110!^_W_!IM_RE,_:[_P"WC_T^3U^_U?@#_P &FW_*4S]KO_MX_P#3Y/7[M_4 <%^T)^S#_VJ? -_\-_CY*-!\3:=?Z=<68.KZ1!&O!^AP>&/" M/AZQTO3;52MKIVG6B000J220L:
*H))/ ZDU>HH XWP)^SK^S[\+/$EWXR^& M/P*\&^'-8OU9;[5=!\,6EGPCMK:V3).V.*,!4&23@ =:A\(?#OX?_#W^TO^$!\# M:/H?]LZI+J>L?V/ID5M]NO9<>96H\V9\#=(V6;
R3BMBB@#F4^"GP:C^) M3?&:/X2>&%\8-!Y#>*QH-N-2,6W;L-UL\W;MXQNQCBNAO["QU2QFTS4[**YM MKF)HKBWGC#I*C##*RGA@02"#P0:EHH
Y[X;?"/X4?!K1)/#/P@^&/A[PHLU MPT\NG^&]%@L8'E;[TAC@15+' RV,G%=#110 4444 >4?MS_\FC^/?^P"_P#Z M&M=U\+O^29^'?^P%:?\ HE*X7]N?_DT?Q[_V 7_]#6NZ^%W_
"3/P[_V K3_ M -$I0!NT444 %%%% !6/XE_Y"^C_/7Z?_036Q6/XE_Y"^C_/7Z?_030!L4 M444 %%%% !1110 4444 %%%% !1110 5CV7_".][_UY1?S-;%8]E_R.][_U MY1?S- &Q1110 4444
%%%% !1110 4444 %%%% !6/X'_P"01+_U^S?^A5L5 MC^!_^01+_P!?LW_H5 &Q1110 4444 %%%% !1110 4444 %%%% &;XQ_Y%B] M_P"N!JYIW_(/@_ZXK_(53\8_\BQ>_P#7 U_P#7
UOW^K\ ?\ @TV_Y2F?M=_]O'_I M\GK]_J /@[_@HC^W_P#/VCO&/['[.'B[1_!FO>'_-FK7/B?K_C35;![MJ[:&%I+:VL-,B$L2I<;U:9[A_,6-% 6-F)9/9OV9_&W[9'A?XPR_"CH/Q'X
M7\6>$;OX>P>(?"OCO2/#\VF7WGK*D=U8WT1GFAD=%EAD6:+RMX<@Q@H6/AW_ M 7:_P""57PO_;2^!VB\"ZO<>'/'/AN5EEN].2UGEGT MJ[164RVTJM,G#
IY\GWD>2-XO^"2O_!2;]I#QW\6]0_X)G?\%'/A%:^$OCGX M,\&0:]I.MZ&P;1_&WA_WPK_:D_P""?_A7_@H+K;1>#O"^L^#I==U[^V+>L>5HJV_F++ M>AY2&CBDDAF DP-RJ&P,X%%%7%_
(*#^\ QKJ7PEO/V3_@$8;GXI?%G2+S1?#: M2@M%H=E*@AO=>N\?,_P"MG:W@7+3#'PU_P<#_@L_P!BW_@A!X)_ M8:_9ZOKG3?"]J[XP*^_K^_9@)6T\M)-)/*PP-
TL]M&TF,!C*XZ,10!]9_LD_ MM)?M0_\ !1C1!^T7\.7@^%'P0U*=QX"N+W0UNO%7BZT1RHU0BX)MM+M)2#Y4 M3P3S2IB0M"&56F :K_;7^(D'[<'PZ_X)I?
LPWNDV7COQAX;O/%OC/Q7K&GF] MB*^&K9C$)H[821B>ZN;@>1%O;RX\-(ZR#:C?,'_5<\,_M3_\ !'G]DWPK M^W1^R=^USX[UW2?A)J>B:3XS^&GC":QDT#6?#TDL-
@D$5K;VL2V4B.]O&CPX M8(Q))89+_P!G:^FUG_@ZP^*/BG68IHXM9_9"TV)*I>)M;[$]_I._:#T(F64 M$#N']Z /I_\ 9B_;/2Q5O^W/X]_X)H?M.:GIFH>)-O#?A2S\9>!!'/%O-%
M/ANXD^SR/+;;W6&ZMKH-"YC;9*I614CPR#Z'^+OQ4\$? SX4^)?C5\2]873_M [X1T&[UC7;YESY%I;0M-*^.Y"(Q ZD\5^<_P <%U+4O^#LGX,Q>' S?V=^
MREJ$WB!HOX;1M0U5(P^.WGM%P>[#U%>\?\%_K+Q+?_\ !&K]H2#PHLINE\!2 M22B$'/V9)X7N?P\A9<^V: /,[7]OC]O:_P#^"=$O_!8.*P\,IX3337\70_T MZ$QN&\&)*2TC:KYVX:D;
(&\#B/[..(3$?]=7]7[7_P#P5%T'X?\ P/\ @CK? M[*<.E^)_&?]36O:3I/P=BUE9!91PWL<+M+[PS8?\&RB7T+1'2X_P!AG/;:R?\ "'X(/N>F.N3ZU^=_[*.B>,],[,^*O_M
1SNOB2DXTM_"7C#^S3<@[!,\)DM\9Z$Q/9;?4 8Z4 ?]'/^UW\:OV1/VY_MAA^QU^UEX]TGQAH'QQTK45^'WCNR\/+I4]EK^GI'+<:9=0I*\30S0RHUO(-K MAU:)A+D2#Z]K\Q?
^"_"ZG??MJ_\ !/;1O#08ZJ_[45CM>_\ PK\3ZPWPP\.,?!UZ M"=!LR067C]PE ';T5C_\)+J__0H7O_?2T?\ "2ZO_P!"A>_]]+0!L45C_P#" M2ZO_-"A>_\ ?2T?\)+J_P#T*%[_-]+0!L5C^)?
^0OH_P#U^G_T$T?\)+J_M_0H7O_?2UF:YKFHSZCILDGANYC,=R61&9_] M]+1_PDNK_P#0H7O_-'TM &Q16/\ \)+J_P#T*%[_-]+1_PDNK_]"A>_]]+0 M!L45C_\
"2ZO_P!"A>_]]+1_PDNK_P#0H7O_-_'TM &Q16/\ \)+J_P#T*%[_-]+1_PDNK_]"A>_]]+0!L45C_\ "2ZO_P!"A>_]]+1_PDNK_P#0H7O_-'TM M &Q16/\ \)+J_P#T*%[_-
]+1_PDNK_]"A>_]]+0!L5CV7_([WO_%Y1?S-' M_"2ZO_T*%[_WTM9EKKFHKXINKI?#=RSO;1JT 9=R@$\F@#JZ*Q_^$UE?_H4+ MW_OI:/\ A)=7_P"A0??^"EH V**Q_P#A)=7_ .A0O?\ OI:
OI:/^$EU?_H4+W_O MI: -BBL?_A)=7_Z%"]_[Z6C_(275_\ H4+W_OI: -BBL?\ X275_P#H4+W_M +Z6C_A)=7_Z%"]_[Z6@#8HK'_X275_^A0O?^^EH_P"$EU?_*%"]_[Z6@#8 MHK'_
.$EU?\ Z%"]_P"^EH_X275_^A0O?^^EH V*Q___((E_P"OV; T*C_A M)=7_ .A0O?\ OI:S/"NN:C:Z=)'#X;N9P;F1BZ,N 2W3* .KHK'_P"$EU?_M *%"]_[Z6C_A)=7_ .A0O?\ OI: -BBL?
_A)=7_Z%"]_[Z6C_A)=7_Z%"]_[MZ6@#8HK'_P"$EU?_*%"]_[Z6C_A)=7_ .A0O?\ OI: -BBL?_A)=7_Z%"]_M[Z6C_A)=7_Z%"]_[Z6@#8HK'_P"$EU?_*%"]_[Z6C_A)=7_ .A0O?\ OI: M-
BBL?_A)=7_Z%"]_[Z6C_A)=7_Z%"]_[Z6@";QC_,BQ>_\ 7 UJI9Q(OA*\8")0&#+@\=: M-VBL?_A)=7_Z%"]_[Z6C_A)=7_Z%"]_[Z6@#8HK'_P"$EU?_*%"]_[Z6C_A M)=7_ .A0O?\ OI: -
BBL?_A)=7_Z%"]_[Z6C_A)=7_Z%"]_[Z6@#8HK'_P"$ MEU?_*%"]_[Z6C_A)=7_ .A0O?\ OI: -BBL?_A)=7_Z%"]_[Z6C_A)=7_Z% M"]_[Z6@#8HK'_P"$EU?_*%"]_[Z6C_A)=7_ .A0O?\ OI:
#Q+_,A?1_\ MK]/_*":V*Y37-@K3_X275_^A0O?^^EH V* M*Q_^$EU?_H4+W_OI:/\ A)=7_P"A0O?^^EH V**Q_P#A)=7_ .A0O?\ OI:/ M^$EU?_H4+W_OI: -BBL?_A)=7_Z%"]_[Z6C_
(275_\ H4+W_OI: -BBL?\ MX275_P#H4+W_ +Z6C_A)=7_Z%"]_[Z6@#8HK'_X275_^A0O?^^EH_P"$EU?_M *%"]_[Z6@#8HK'_.$EU?\ Z%"]_P"^EH_X275_^A0O?^^EH ++_D=
[W_KR MB_F:V*Y2UUS45\4W5TOANY9WMHU: ,NY0">36G_PDNK_/0H7O\ WTM &Q16 M/_PDNK_]"A>_]]+1_P)+J__$*%[_WTM &Q16/_,)+J_\ T*%[_P!]+1_P MDNK_/0H7O\
WTM &Q16/_PDNK_]"A>_]]+1_P)+J__$*%[_WTM &Q16/_M ,)+J_\ T*%[_P!]+1_PDNK_/0H7O\ WTM &Q16/_PDNK_]"A>_]]+1_P) M+J__$*%[_WTM &Q6;XQ_P"18O?
^N!J'_A)=7_Z%"]_[Z6J/B77M3N=!NH)O M#%U"K1$&5V7"^YH Z#3O^0?!_P!<5_D*FK"LO$>JI9Q(OA*\8")0&#+@\=:E M_P"$EU?_*%"]_[Z6@#8HK'_.$EU?\
Z%"]_P"^EH_X275_^A0O?^^EH V* M*Q_^$EU?_H4+W_OI:/\ A)=7_P"A0O?^^EH V**Q_P#A)=7_ .A0O?\ OI:/ M^$EU?_H4+W_OI: -BBL?_A)=7_Z%"]_[Z6C_(275_\ H4+W_OI: -
BBL?\ MX275_P#H4+W_ +Z6C_A)=7_Z%"]_[Z6@#8K'\2_\A?1_^OT_^@FC_A)=7_Z% M"]_[Z6LS7-@H ZNBL?_(275_\ H4+W_OI: M/^$EU?\ Z%"]_P"^EH V**Q_^$EU?
_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_M (275_\ H4+W_OI:/^$EU?\ Z%"]_P"^EH V**Q_^$EU? M_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_\ H4+W_OI:/^$EU?\ Z%"]_P"^EH
V**Q_^$EU M?_H4+W_OI:/^$EU?_H4+W_OI: -BL>R_Y'>]_P"O*+^9H_X275_^A0O?^^EK M,M=_\ ?2T ;%%8_P#PDNK_/0H7O\ WTM'_"2ZO_T*%[_WTM &Q16/_P)+J__M+J__$*%
[_WTM'_"2ZO_-"A>_\ ?2T ;%%8_P#PDNK_/0H7O\ WTM'_"2Z MO_T*%[_WTM &Q16/_P)+J__$*%[_WTM'_"2ZO_-"A>_\ ?2T ;%%8_P#P MDNK_/0H7O\ WTM'_"2ZO_T*%[_WTM
&Q6/X'_Y!$O\ U^S?^A4?\)+J_P#T M*%[_-]+69X5US4;73I(X?#=S.#_P#?2T ;%%8__"2ZO_T*%[_WTM'_DNK_\ 0H7O_?2T M ;%%8_\ PDNK_P#0H7O_'TM'_"2ZO\ ]"A>_P#?2T
;%%8__"2ZO_T*%[_W MTM'_DNK_\ 0H7O_?2T ;%%8_\ PDNK_P#0H7O_'TM'_"2ZO\ ]"A>_P#?2T ;%%8__"2ZO_T*%[_WTM'_"2ZO_-"A>_\ ?2T 3>,?^18O?^N!J?Z#0H
M#X/^N*_R%__"0W_P#0+/\ W^'^%'_"0W_0+/\ W^'^% %ZBJ/_"0W_0+/\ W^'^%'_"0W_P#0+/\ W^'^% %ZBJ/_"0W_ M0+/\ W^'^%'_"0W_0+/\ W^'^% %ZBJ/_"0W_0+/\ W^'^%'_"0W_
&Q16/_PDNK_]"A>_]]+1_P)+J__$*%[_WTM &Q16/_ ,)+J_\ T*%[_P!]+1_P MDNK_/0H7O\ WTM &Q16/_PDNK_]"A>_]]+1_P)+J__$*%[_WTM &Q6/&OS&@'F
/_!IM_RE,_:[_P"WC_T^3U^_U?@#_P &FW_*4S]KO_MX_P#3Y/7[M_4 <%^T)^S#_VJ? -_\-_CY*-!\3:=?Z=<68.KZ1!&O!^AP>&/" M/AZQTO3;52MKIVG6B000J220L:
KWAB?XFQ?">'-P-\/"6AK<'2/#6FK(;IQ/-="TY;*'3+U;@26$FG6^ MNELL-M\G_+1EF9\F9_6E%'QU M\2_V^?$Q+LV@0*2Q/#H'#X.'!+@:#CTT ;
M:UGB2/2DEGA@EN-DUT7V,D9B#[E[7]J7B'B!Q!X@X:M5A]WI^SOKFC%Z]W[;=Z%_W@@=B=-T"C'EE*/\#P6'U@XZ^I*T>NL<H3:O49Z/JSD
OY[AUC\R3;MBB5,'3_9V^!^Z5'?H[RBS$<6>&QZIW7 +@6%YC2AB^1?JE<'T(H<">)9,"QYOS'R_=?V8*[LZK:1!!:@_<\DZ/]_SO8E.IW?,ZH;
!6;XQ_Y%B]_P"N!J'_:[_D'B/'S!\T*6N,A?*\F4T(_V?1^N!J?L$T<A/;_&+@6?$2U!?+0U!@3!G!\;A[=J_BE"GM!7C!O6G2YVJ*$;1F?=FO
HHHH *****BBB@ HHHH *Q[_$O^]7%AHOV0GN$WE(OHV\;)+G'#KKK8;<=9JM*R*<+>XMBB@ HHHH *(Q7UVC*$<%B7=.++3<0K)RH[=*=Y3^<
"BBB@ HHHH ****BBB@#-\8_P#(L_^N<_\/M.2+X<I7(=]]**:H,ZH]!:=**0/9%J>D.9SDA?J/V8G/+UKVU]66N9H.Z7:>+#Q'\A*9S_]U:(U
G[0G_9/YO_$=%0!_&M%1110!^_W_!IM_RE,_:[_P"WC_T^3U^_U?@#_P &FW_*4S]KO_MX_P#3Y/7[M_4 <%^T)^S#_VJ? -_\-_CY*-!\3:=?
)#:0%@]S*$4ML0$@HR*_M7@ H8*X*$M,K,=XH+\AH,'N7I@^I-S[&4@\4I?B$&D2B:_%T)+G&S(SM'<Z0O>VTN]=3QFW:[B$BI#E;+AI^!/E3
MS-XBT+RYDOH(IDFB69AAA);R^>AB'?&?G)#/H.J^)H(1;61;K6#J-A'G8&*2V*YP$;8[,!L8L)O=_>A9)/+R8<;E@YE&*G>6^NV*A22^2G
M/&^JZ1;MK5SJB6LL[ZO)>F/>^X'FF3=EG;9@]J=E:__3(UOO=^Q/_^6 MOA-XB_V-M-26C+4;2SHZ_\B[-(ZTJS\,^4!WG22I/<)+HW(.*`L
O@O\/OBIX0^!_C7XE:3IOB_O\UZO@WP[16<%YJUVL0N+F4[8K>)3\T0DDIK>+_2)\]7_^+$=T%(U5>#D*8/I_%$ F:E;*9=>'Z(DQ@N*@*?6
M8/"VEP>'3_9^B1;3L9K=)YGFE7(ENKFY=3Y9B5/5]3^(>]?M+?\ !SSIWP.)M2R&;PS^SS^SS=>(]"TV4YB3Q!J=Q:6\EYMZ&3['>+&I/*!'P1O- 'WS\'_C? M\(_C_P"%%"%\;
8^(6E^(],BO9;*ZN--N0YM;J,@26\R&_MV^@70&? MLU_,!;VTV#UV3310COMQ0!V;_MN_LC)6C\#&_:&\+?)2-9&CMI?]]J)\NJ% M=PTXR_ZL7A7D6I;SB.=E=]XW\<^"OAGX1XN?
$;Q=IF@:%I%H]UJNM:S?1V MUK9P*,M)+>[0D: =68@"OSDT7]E_PB/^#5_#ZYM<7ES^S$_CJ2_+DS_/"0 MOIQU\7K2_>,POR)/,SNR,YKP+Q3^VO\ $#_@H3IG_!+SX ?
$;4&OK/XM:F?& M'Q6@EXCUVY\.1H8TG4<20RW4%Q.\3?(66/CY1@_6_X)_M2??L] M&R:C;?!/ MXLZ3K]SI"POJEA:S%%+JUCE!,,LD$@618K&.0KLD"DJ6P:[ZOSB_P""NWQQ%
MU+]EK_@J^^P[^TCX'N#9WWC'XAWGPPN\7K"=HU;2-6>6>T2&&5/!%HOYF@#8HHHH *****"BBB@ HHHH M****"BBB@ K'\#_((E_Z9O\O_T*MBL?\P/\ T*F\$?4T?\)+J_P#T*%[_-
"BB MB@ HHHH ****"BBB@ HHHH S?&_L'!7O_'/Z)7&_O/Z?_036Q)7/\ T*%[_WTM;TV;EJ_P#0H7O_-_'TM &QLFI% EO?^G_O6_\ ?2TM_#X;_&]E!MFQIH
****"BBB@ HHKC/VA7_B-IE%'FPZ?%M!?'%!P=!G:[*&]I=V@]/ZR2_OJ2\I'JH7MC0XT0/DD3BQ9%R M_F2G1)H<4?D)?GG2K1=[)FR,PV55W"V1U!2MMF\=!3P\'\:%><?BQ
Q?X^ZPAD<#Q&<MC?!/*(S@:X&*\C9;Z5HN#;<70PB%;#/S_*/JG/4>%O_?N1,R)$;$BW9@1E=%>T]%&&KSN\PK1#Z.<F6D<!Y+O7#U6-M:/
!+M,M8/OEY"+L^E;"L(YT*QL"XJ;6?+2+0_A_I'"2XHU/)CS%D6H#8I<"KM@YJ?&N=(:>J=!T-5B;6T+5V+5!?(!2,4K)D(^)/6U\W.I&
*_Y_C7'OJW*V\3E<0V_"&W&0QD@J"7!F4H6=;HHV!)0F'(#_M5>O:0!1A:*!=$&=3[V@%J\G^0>O9Z5_<!!WQ3M:J<G8TN!2/#;,E(I_I
M\N^(3'\#3F?<LRJL?F5V.>JFRK@&:?*8_4Y2NW[B2+C+!:!3R6&YG0.NJHIW+4*=:&?X="\<:>I3R+0!TIP@)(J2OB2;^I@3S?!/3=<FA>
[/_P2A\""QJS!M0K"K7"8_+MB\WKSJ`?,G;.+JUE66<#!=^P[*1MQ_CV8]<=EQ@M[JX#TP/$J+OV9R,D,8@GW%2;V*P_#$S^`B'R;]P60=#
M=VJ"VBE;V^UM`X2\(]+JX2[W:80\PPP_8Z=3&U[EA_7QFKR*R$HR[-'U-VW<-X:^,HZBE(#+^;6T<X.;UU"IO>;-8+)\0YB!^D&!/]!Z1'B
-5\'Z4@4MY[>.0Q1G*C]R+[1"9-6IKTVJUK+V'*Q]3J#^7I;XPL<J.1W[V#F>XO8K#GE+HD=_I]E8AI'[J06^9\NP%UL;M#*^H#V5Q\!
?@M?\8B,1'9T>\DB;IYNY)03)[WR*X;1<[-J!\ZW%\9U)$@!33M+1SLFG8)=^O(;1^^F/C96(Z-5]4YU);SMB/=-P\+;OU!#6R1^ZZ%1M'I,&
'C5CE'1#E7B-;/FB_@G;W8O0Q2/5V.(SFJ0#Q*@)M?B9!Y*G7^[HI;,OG1J[1%X^#XCHA$B<OTDKPN3W71QQ>:3N,J0J^OS!S2G<GNXF!A)
7ZP.'%7T5,Y*^-5?6&C)#,FO"IOBS-T=:O>Q*#B`%T*J.$/O\4S\76BE\0/G@?-,\MM`B(9`M^V&9ZC0*`66O=X=RS\K-Z5#]3/E7M=UO
A)2IHK,8$Y+`@@#5!%)1Z::=,5L*K6/C2=GCFW%T*9KX0U:(U6<*T2/^&%#<BE<,W+9S/F%@&3C2?1NB2=M$9N^2#R+_(JF&9(!4CH(VX
J$7!@30N#>>6UQE7C<M>RP"@/JQH9M#/^T-`BIL[J\.4Y\]@RR/SKBKY?H4,*IL'!H+0,;6/Q?O0;#X2ND1FS\+U>(=JKS)IP5AE'I+[AE
P]-M8/!WB<BH!$'#C;OY!B$F6\?4[A4AOV!R5!P@DQCR^PU/1I54)*N!%(;@P(K:>VC)^#+#?%8'T8/9@>G]YAH$O7`Q<*B#A[/2G&$A;
0/8^P_4"JWK`3#JD^=6C!X!?*&/AT:GT(Y97L5*P#Q//^/#)S$O$E:@Z$O^OX5JH]W?<IL1.&#`P4=!<SKKT<;:$L8BS"6<PTKW:48:N^
4D87`@FKB^Y,P/&`%2$`:>O`?.%X[N8QH^"6E$(+7;9O%%NW:6;'UQ5WJCE0TBG&'=SD`7\,,AOTE'TX&V^*NLS:J&M0(,+A3)OE*]U(\2
'V1&?]6%+H"VG<0(J<7QZ^/SN+.RT17+'1-[%VUU<BQNN"T<1T7*KY%P7`8/^@QVOK"!N.P`IT%SMR1>WNRPP1CQ7*O?KG)W@A>H/UE7?
M0@"PVP`7;H%'J(0VP@JJT;IH/M=#PU'G@<3T3A#JH]?09$T>7:9(*;:,J2A.YX/,!;5V)1R`3X"JS?[8)H?GL?S=)?UJ)6M1=E5?HT\(P
-RZ:[-%DSR;GU^IKR`MWUR`*2\>AQ\`@Q7[&/#X?@$P+P7%B$S4,PN;N*FF$JB`(RHE3#BY)Z:ABVZRP/O69U?J2L<E#(>5=?M.#HKFX
Q.1>FC4$@5+3:CO^:ZB.B^K;,<NZ)*&V*(Z]?+0+[8&B1N1^*[]O@9[NZ]9.8BQ.7Q0SX.E\DRE<S$RX8E6?Y\$QJ?RL.7R?F`4RM'M
$8B]KD@HUI&J=)\6S2;E>6=I=3T#^"S.N8$R,I!/YA9.X=?A3C46;UN@QMVZ/(<?1S\:VW,N?>?IO.,7X'&5&7ICRFZO@R_@YF''$LW<0
U0=/.@1R,R/^N7IY9XJ=NQ4,L7^#,&;:XS;+NZ'%QM7%!DN_>IVCB,:$(0Y,/.MF=+V$\RE\OY,+?IJ]Y3JB)%;N$UF(FWZ%[3?RB($Y6
A1'(TY?9J\1.G;<AYKS]ZX2>MJ#+V4RJ9!<HSX?!4@N30DI)Z?M(Y=JB/3#*<Y!.=N)(IU:T.&2C]L!XR$`:OOR*C)L%JY%38Q>-%AO!F
M[R1JXGSWAH5V@#X=FYM(R^B\PR1OYNM4/]%\W:N\TB?*Y?1Z8BK@E2FVLK#S#MN8U?2[R\+9GA</ERSHE5DR8!M2/4.?;FN:.C_!PI&
5_+<6Z<6\5(/'<D2L`2=H)HPNOX,/L'K!I<V5YK8#V%LIB]9I'5^7@-'X9G/2U3^*AOM.-/OJ[9EW^:I]Z2V1)V)`XZ!Z@)C@:#V3F`1C
MG:9,LT<!@+EW9J.ZJH$"&E.(2+P^3<*,TRO:$%:MDHH\TVW!^W@*F.+^J`(_A;)0W7!KJ-=O$M0`ZE@YF?T:.GKC4!WP$XNR`:1H8I]
V`KX3\@2-Y/EA]V%;&/T<QF$N2AU(Q-]WU(I@0?_UMQMBO`M\`@GU8YJVZ,^=9QG76$`6HYRL':7*%2Z1&"=3<RKYH0GHL#N%)E:KJN
H3E1\,22;IW#;JS-[LF;<T"J8=4Q8J`J<_LK6:M.[P$LQWN1\:^>K:/,XD5>AQL+E!%KP7%F`4Q@=&^%`4`D?P;P!D,2B.2;0\&IMK[J
FL</<\F$,<!6GHD^BQ.B&.I(:]:>0L/O(M6_6]WVFLG!AGU0=V'$C=/5-?5[-:&J@PPL7J58B-6&EV\,6K!<,J+?(D@.K?>5U!G&@J`5C
N0+B,[9I*6#YH8WL&7.&Y"3JI?G)"?7&"$9F\;1QL?I:9<!(VF+$Y$*&F>%8LRYP$XN\P4SB0\0$M8B`(1$R0H&JNXI*(>_A_P&H\L=4
9G=/E5QC2H4N#D@'J:8S,1KQ+^G!6S^E$H#;J;G*NG!VS$W:W=^CC]RFG?IG'3<:5N)Q6!YM%1W>=NNRT)Y%J.J=>L.AZR=)DRN.M!
OE.3*M`O?V?(-)AFB$C@H8/9\6;V:'I[LNS6L*X@=R\Q;9(T$Y%8R%T(N,D>/#=:K16I.>1K7$;T4;XW]'6Q5R,`RMBK0!;?C_)CC?!
BX>F&@3@'J.;+E^V=I9;U5KZ7T[TN,)YR`,H!%\-=Z0V8FI6[(,N2V(A#>^X4]1K$[`4AM4K6'(TH?(1P>]FZ<G;L[9'Z2H+Z9;)=*
U:HG'S0G\L]DA9X>`NA$RQ#YX5BDF&6:J\E3D%N.*1,]#VL/E!4@QR+NV9AHVL6Y;/2LVX6;G8AO6Y`OZMZ_@T]:NN4N?1:I<@H@)'8C
$U%5V_/9H.S':)8!\DV9%'L^,<T5L>,M?5Y`Q_Y>^9(5X*J:44%O\NF^'O!1GR)C%U0GC(B@<G2UT\I2O[=F^;?@*'Y;%GTN;;_8C3D
!=I@Z`Z(+$Y3*$-P*($J/&B5'5X#D]X[X6SV/RZ#M+9#SH?+?#5!4CG!7J!R0@<V'KS,<:@QL3^7VN.;?L#T7IH=`3;5=<_4KI)FJ8%
C))(W$R?D*N#^T:@UUJ23E!U_:;MM$.`LF!W]I\8UX1S-C5K:"3(U!=;%^'-;8QT9[P\#7P*8Y=I&5XZ6^9S;E5:=A]+@XJ8,,*BG6F-]
TSN5(J#]JMRC1<2-!YX+FN;ZK:1VXE9V/IQ36\)?*;HYO/LU#QHH7+G+OS!CVY@?#G<YSLW[<0M_(I4G3P_5^DLR&CY5JXF@W4P=%F
+Z7=JZ;7+,Y$4W7%!QLIV7I!7=-8BK^9Z;DP=ESJ@#$4\\7:#R'R.%36ES9*'1>H)JU+0&YD$#-LZP+TWR*^DK;Z@'C=1KAP*L/NQ^GK
R9?*:K;X[<;K`XH:M8'6J"HCUNNB,?7#4<<QQ/ZDHH=5X,CNW(IP<1N5:9?*V8;6P7&\LYB`OYG5UO/SSVDQ?;[:E[7U!OMX_SA.FM?&E
V>?A!-@7+(TJ;W@W=Q:/O+'?0BPG0=]@8CZ6EB%?X`'[F5'\M/EE4<CU'IZ_9Z<HSU+.N69@Y74:R&?7AKBC.`.\&SVZ6E((6%S(B;MT
%X8C(>&.U#VX+4UGN[!+*D<V7P@?U`6J\.RIF,=1KU:Z%F<TC!*9;/AFMN)>DAZT$QR;%/4+K&`/D+U?R!V@FSJF`+!9>Y:B'_Q06CA
V<?R8)`+)5<MQH/*:#SBQVL7.-=7;QJF)*>>C8QV5?-\-R08T!7EI1:6[8]_L26+:6VN1ME)?7L!JA;\0`BNY^ZHGM:SD^F?+>&'B>6
*JG.?+:7&D5(A=_<@VXM<$LVYNL\&!Z<J6SSA1%RKNAB&TR(HO`7\RS/3[%C%VBZ>W[[^NF>=N])?-+,<3)P&[(I$R\Z[T8Y^@S@7P

&+X._&WP3H_BK M4O 7@*]\0VUK=PNMUH=Y]@NI;.\@F7:\3%H'Y1L,J.C@J64_-/\ P2BU_P#: MW_8+_;Y?_@C_/&?XSWGQ7^&U_| !A/B%\(_%NLC=K'A^P6\2T;2[ML_/$KE MU1CP-
D80(K^5%]6_M>?\$V?!'[1^M>,OBQX_^*_C3X?_ !"\7?#J?PCJ6M>' M-?(L=4LO+N1;PWUA<1S6TR1O=3$.L2S!97"R#/'2_ +]@[X5_ >[\1^/+?Q- MXEU[XB>,-!@TGQ'\3-?
U19]7:UAC*PV]L1&L%E!$S,Z0P0QQ[SO96;F@#F?V MLAJ7[:USK?[!'PMUNXMO#]W&MG\30K:0<'4;V!@C@9^RV MLS3/M>6U67V[1M3^#_PF^'<^DZ)J^@:#X6\
Z8ME>117<4%GH%I;6L;B*7D+ M;I';&-\-C;&5;H0:^(X?^#;/]@BVN+N[MOBK\>HI;^^GO;YXOC3J2FXN9I#) M-,^&^:1W9F9CRS,222:]4\2?\$:_V1/$7[$NE?\ !/V/6?'^F?
#O3]9FU6]A MTGQK/!?:U=27$ERSW]V 9+H>=)O"L<9CBX_=I@ O^!O MO\ M-?'S2O^"A/Q MRM&T/P3\.]'OQ\&-%U]/LC6\5S%MOO%%\LNTV\DUNOE6\4F&M[4R22!)+EHH
M/F_P+X5OOA'_,'5_B[Q3XIC,>G_ !=_9627PE>M_J[FXLM0T^.>V1NA=8[1 MI64& MKQ;;5="N)(C#,89&1T>.6(F.6"5)(95P'1MJX /AWQYX3U?XO?\ !UCX+\0^
M%H7ET[X2_LKR3^)[I!\EO<7VH:A##;L>@=DNDD5>I56/137T/_P6\^#OBWX\ M_P#!)?X]?#/P)82W>K7/P^NKRRL[=2TERUFR7AB11RSNL!55')+ =Z]<_9X_ M9/\
A3^S9>>)_$_A(ZGJ_BKQQJ4=_P"./&_B6]^U:MKUQ%'Y4)GE"JJQO1 1 MQ01)'#$N0D:[FSB?L>_L)_!'|B#_(6%_P *8O?$<_| PLOQ_?>,/$7_ D6 MNO>[+^ZV^8L.X#9'\HP#N<_Q.V!@
^6H?C3X,'_!K@/BA:ZE!]B3]B_[I#C M:+T>&_L/D9]1=#ROK7QE*?V_:-_9L^#W[5OPJN M_@W\;/"YU+1KBY@N[=[>ZDMKK3[R"19;>\M;B(K);W$4BJZ2HP92/0D$ ^"_
M^"X7A/5_C)_P42_X)__P (1//JJ?'B;QA0?![]BWX:_"OXMW7[0OB'Q9XF\>?$*XT)=#A\:^.;^&XO+'2UD\S M[%;1V\,-O;1M(\ACB629E4RO(57'K] !7&?&;1/CEK>F647P.\;Z+H=VD[&
M^EUK3&N5ECV*H!&TYYS79T4 ?)/[5O@W]M.P_9U\77GQ_^,_@_4-%CTECJ- ME8^"BFFCW+E4N?_&Y_M^31_'O\ V 7_/0UKNOA=_R3/P[_-@*T_| 1*4 2_8O&_| T&[+_P !C_C1
M]B\;_P#0;LO_&/^-;%% &/]B\;_P#0;LO_&/^-'V+QO_-!NR_| 8_X MUL44 8_V+QO_-!NR_| 8_XUF:Y:^*5U'35NM4MG=KDB!E@("MMZGUKJZQ_M$O\ R%]'_P"OT_| H)H /L7C?_H-
V7_@,?\ &C[%XW_Z#=E_X#'_!K8HH Q M_L7C?_H-V7_@,?\ &C[%XW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\ &C[% MXW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\
&C[%XW_Z#=E_X#'_!K8HH Q M_L7C?_H-V7_@,?\ &C[%XW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\ &C[% MXW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\ &LRUM?
%)\4W4<>J6PN!;1F20 MP':5R< "NKK'LO\ D=[W_KRB_F: #[%XW_Z#=E_X#'_&C[%XW_Z#=E_X#'_& MMBB@#'^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8HH Q_L7C?_H-V7_@,?
\:/ ML7C?_H-V7_@,?\:V**,?[%XW_Z#=E_X#'_&C[%XW_Z#=E_X#'_&MBB@#'^Q M>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8HH Q_L7C?_H-V7_@,?\:/L7C?_H-V M7_@,?\:V**,?
[%XW_Z#=E_X#'_&LSPK:^*9-.D:PU2VC3[3("LD!)W;N375 MUC^!_P#D$2_]?LW_*%0 ?8O&_| T&[+_P !C_C1]B\;_P#0;LO_&/^-;% M% &/]B\;_P#0;LO_&/^-'V+QO_-!NR_| 8_XUL44
8_V+QO_-!NR_| M 8_XT?8O&_| T&[+_P !C_C6Q10!C_8O&_| T&[+_P !C_C1]B\;_P#0;LO_M &/^-;%% &/]B\;_P#0;LO_&/^-'V+QO_-!NR_| 8_XUL44 8_V+QO_M -!NR_| 8_XT?8O&_|
T&[+_P !C_C6Q10!S/B6T\6IH-T]]JUJ\0B/F(EN M02/8U9LK/QH;.(Q:S9A?*7:#;'(&/K5OQC_R+%[_-<#5S3O^0?!_P!<5_D* M ,W[%XW_.@W9?\ @,?\:/L7C?\ Z#=E_P" Q_QK8HH
Q_L7C?\ Z#=E_P" MQ_QH^Q>-_P#H-V7_(#'_&MBB@#'^Q>-_P#H-V7_(#'_&C[%XW_.@W9?\ M@,?\:/L7C?\ Z#=E_P" Q_QK8HH Q_L7C?\ MZ#=E_P"
Q_QH^Q>-_P#H-V7_(#'_&MBB@#'^Q>-_P#H-V7_(#'_&C[%XW_M .@W9?\ @,?\:V**.4URU\4KJ.FK=:I;.[7)$#+ 0%;;U/K6G]B\;_]!NR_ M\!C_(T>)?\ D+Z/_P!?I_| 036Q0!C_
&+QO_T&[+_P&/\ C1]B\;_]!NR_ M\!C_ (UL44 8_P!B\;_]!NR_ \!C_ (T?8O&_ 0;LO_ 8_P"-;%% &/\ 8O&_ 0;LO_ 8_P"-'V+QO_T&[+_P&/\ C6Q10!C_ &+QO_T&[+_P&/\ C1]B\;_]
M!NR_\!C_ (UL44 8_P!B\;_]!NR_\!C_ (T?8O&_ M8O&_ 0;LO_ 8_P"-'V+QO_T&[+_P&/\ C6Q10!REK:^*9-.D:PU2VC3[3("LD!)W;N375 M MA@.TKDX %:?V+QO_ -!NR_|
8_XT67_ ".]UY_M_ 0;LO M_ 8_XT?8O&_ 0;LO_ 8_P"-;%% &/]B\;_]!NR_ 8_XT?8O&_ 0;LO_ 8_XUL44 8_XT?8O&_ 0;LO M_
8_XT?8O&_ 0;LO_ 8_XT?8O&_ 0;LO_ 8_P"-;%% &/\ 8O&_ 0;LO_ 8_XU1\2VGBU-!NGOM6M7B$1\Q$MR"1[&NFK-\8 M_P#(L7O_%P- %2RL_&ALXC%K-
F%\I=H-L<@8^M2_8O&_P#T&[+__,!C_C6E MIW_(/@_ZXK_(5-0!C_8O&_| T&[+_P !C_C1]B\;_P#0;LO_&/^-;%% &/ M]B\;_P#0;LO_&/^-'V+QO_-!NR_| 8_XUL44 8_V+QO_-!NR_| 8_X
MT?8O&_| T&[+_P !C_C6Q10!C_8O&_| T&[+_P !C_C1]B\;_P#0;LO_&/ M^-;%% &/]B\;_P#0;LO_&/^-'V+QO_-!NR_| 8_XUL44 8_V+QO_-!N MR_|
8_XUF:Y:^*5U'35NM4MG=KDB!E@("MMZGUKJZQ_$O\ R%]'_P"OT_| MH)H /L7C?_H-V7_@,?\ &C[%XW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\ M&C[%XW_Z#=E_X#'_!K8HH
Q_L7C?_H-V7_@,?\ &C[%XW_Z#=E_X#'_!K8 MHH Q_L7C?_H-V7_@,?\ &C[%XW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\ M&C[%XW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\
&C[%XW_Z#=E_X#'_!K8 MHH Q_L7C?_H-V7_@,?\ &LRUM?%)\4W4<>J6PN!;1F20P':5R< "NKK'LO\ MD=[W_KRB_F: #[%XW_Z#=E_X#'_&C[%XW_Z#=E_X#'_&MBB@#'^Q>-
_^@W9?^ M^ Q_QH^Q>-_^@W9?^ Q_QK8HH Q_L7C?_H-V7_@,?\:/L7C?_H-V7_@,?\:V M**,?[%XW_Z#=E_X#'_&C[%XW_Z#=E_X#'_&MBB@#'^Q>-_^@W9?^ Q_QH^Q M>-
_^@W9?^ Q_QK8KS#'H'L_^Z0 ;QNT+09PF^/2Y;KSKZ4=BEK$& MF<>X0CD*;:;F;P#X!_P")#H07O#+Y7[Z[3KAG*/SUK7V" MC_$DE^+^Y?K8V]AR_P 227XO[XO[E^CI?
CG_P4I_9N^!&L?2(;?QML\$WBAY# M%;^#_VFO_I32_||O+MR5C?_9D9*X#PI\7_ /@J^?TC9R0? ?X&:!\'?#4] M[X\3_%"3[3JK GEHM.ASY,@_NSY7KS7TO\#/V6_V=OV:-'_L/X$?!!S0?
#$31 MA)IM-L5%Q.!_SUG;,LQ]W9C73>!_^01+_P!?LW_H5'M*,/@C?S?^6WWVE& M'P1OYO\ RV^^Y[J6'_!)C3?B%K4'C']L[X_^)_C1JT,@ECM=;E^:OO5.K^[]]&:M/.&PN%*C M%@.
M=/MG6.,='M*M_]1INB:+':P)[A(P%S M[XKL]*B=6I4TD_| +[C.=6I4TD_|ONV,?[%XW_Z#=E_X M#' &C[%XW_Z#=E_X#'_&MBBLS,Q_L7C?_H-V7_@,?\:/L7C?_H-V7_@,?\:V**,?
[%XW_Z#=E_X M#' &C[%XW_Z#=E_X#'_&MBB@#'^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8H MH MH Q_L7C?_H-V7_@,?\:/L7C?_H-V7_@,?\:V** .9\2VGBU-!NGOM6M7B$1\
MQ$MR"1[&K-E9^-#9Q&+Y2[0;8Y Q]:/:M/,^,?\ &C[%XW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\ &C[% MXT?8O&_ 0;LO_ 8_P"-;%% &/\ 8O&_ 0;LO_ 8_P"-'V+QO_T&[+_P&/\ C6Q10!C_ 8_XT?8O&_ 0;LO_ 8_P"-;%% &/\ 8O&_ 0;LO_ 8_P"-'V+QO_T&[+_P&/\ C1]B\;_]!NR_ M\!C_(T?8O&_ 0;LO_ 8_P"-;%% &/\ 8O&_ 0;LO_ 8_P"-'V+QO_T&[+_P&/\ C6Q10!C_%%
&/]B\;_P#0;LO_ 8_XU)9WXWRF+C"R>4[+U%>#_*@MMS$::EPN(0==O5E]'M*M_]1INB:+':P)[A(P%S M[XKL]*B=6I4TD_| +[C.=6I4TD_|ONV,?[%XW_Z#=E_X
^#3;_)2F?M=_M&:\>NI:;@(;?B' .%^[L@? ;@(N&@;F9/@];%;_%H5<;S+_R ...)T-7W<-R=W2+5'HH;^X;UAHN"^:4:1V"5DB23L@EG7PA/%;8/(^M,MMCR3%@T_2;YJ?(QZV;:N%7:/#1F3)8=Y@ M8PWWJ,XYOO8^X#Q'<O^3YP<W>F-F:=FY?SZU-4O98/YEJ*JJ9A(4,34;WD< ^<-,%S:O2-ITL5)A(DA_!9NRMV!'O8PM[&Q.%^L^+0[KUF#5Y[7OK:OHJ4TA)T%_'-ZV7K9W&AA8Z_#:3%/>W:LDY+R\I^CGGR04+>>Y*K#VJA:*/A%:\0+PQBNO$L#:)*NC=EX@H!=/OF)O!<!16$
(LEU9JX*BY/EQ.02C,I5F^L)/VT_V8XOV11^W9-\6=/3X5GPF/$@\5 ML'$7V Q[PVS'F>8)?$]Y92)OWEY::?:2W]_=1 MP001M)--,X5(T49+,3P "23TH DHKY 3_@L%\,YOA!)^V!;_
_Q:_[/<.O' M3'^,@EM?),(N_L9U=;#S/M3:6+CY#<;?,V@RB$Q#S*]J_:J_;'^#7[(GP>L_ MC%%\0[V[U.'7-8L=&\'Z)XJT5X/\ "W]N*TUO]HBT_9*,:/GH6!1?_-*(DWE6"?8F:G40^ M20H7
M(M;JV\4 %%%% 'E'[<_P#R:/X]]\ W^(&&@H%?`C!H=([#" QK#MP4'%^=5;:@.A$P*P"U"\B[1:-K@=3G-#P-)<J=N[O;N-;\?#(G8 RV(*-W=KQ9.B8)[A7
I_P#036Q6/XE_Y"^C_P#2[@V T@I^^_2[9WHX8%PC=F$&4FM'BC:-5)^W:&PP;M4%=@#0@5'2;._+N5]'[^4!1$[=P%^:&H9D_M(]P&./O;O'ZLK[!#>K89*3:@%U.!F?0B8+5_M04 %%%%
LW_H5 M;%8_@ %%%% !1110 4444 %%%% !1110 9OC'@ M)%B1=ZX&KF<2?[@)4]T7^K$M+0/Q0:'Q!IT+5B1V%>@LO$/ %%%% !1110 4444 %%%% !1110 (0"N"M(I6+0F T,E$#4R'B<_9J$8WEDJ(!6UL8'AYQ)AF!K8P)GC/3YCJEHH%#U+4$G:$3IW!J
"BBB@ HHHH *S?&/\ R+%[_P!<5_D*].B5+C_&:P!\5[U4!L+BAAG$4%ONRVW(".\27 FR8$QB;*;B9$F/G2N'ML^U;3D\H0U7/&#@'Z9\+N]W*?Q;&QRJ!W)@B5NPPF*4O4N8@7F9 M!W3D/DNE(3ZW)\[S62V$J=W!)^8D4YYOT(^+8OMF37)\EC"2%:QFN?2
T$UL5C^)?^0?^(\W#T_[#,D2?D\>-W>C2=<54WPZ\#%X6HJZ5K85FYVS49!J:\R-<OWK@M4OT_ZP><T$N2)<!M+$SGEF$G^ML^&SS+&<`8\Q 6O&0GBFS18Z!I9^LV,=V_S.7A^<JUXEVN!@%@Q^,\(_XTM'-ZU?9S_V:OC0JB#&T)^G%*Z5,4M3DU=^TRMYG\LV8J/5E+-W)X7.TM9$96M'4KCJ[5&!K^
M1[DT 6Z*^7G!'1GO#*<#4L^;N+:A$[00'L!Q)D5"GM/V^Z&M"/$^89NA)Q8X/E?QV3 DX-8P-Z!J+G$(3AQVK6^+F/0J1+N8]@&T&#?&.W3XYB]>LBB/@K4%<^9E!/Q6/$A!KW@HM'&4?NO.G-0=LJY]+F!\X8\F9@3*_PE>AV3K)PXC/N<%5VZG0!KU4TG\9M9)3GX->Z&G:M'L?6^J%CIA:JEL69TP*O
);_(&ZP\TKS]U>?^6_X'TM\4?C+)\O@CX<;Q=\8B?B3 MHGAC3D0MT":P-\1<CDE-R0_X=9MV.X/[^%Q2XGF1.BEMTFTFKC-E_]E@T4EL<3:[[LT*PH]ONUL-&CF:6XS_0/R"Z]ZPXWQ6CMD'VCS]LG__ 6 M6^)I4_?R"7 OL$/R8^)K.7F%B_G%^8FTPAW:7?7R[#@Y)IVDK;M=60:M6^Q#N'6F=!7BZXO(F4V/0Q<<9M"@1A9^3)3Y<WT^ZZ_PH\]K%@%CC20V2D8WV
%/57U>8MU^6&3]PH!Y7]V2O'S<5](V5E9Z;9Q:?IUI%;V\$82M&"&,(D:@8"JHX ["B^'ALN9^>B_S_%#OAX;)R?GHO\ /4?)/\ PR]_P4;_M &F/]
(_:E_:\MOAMH,_^L\%?.'?.V:&Y*^'^&35+C,JMCA@@9#DXXQ7I_[/W_! MW]CW]FB]7?7O\-@SI\VO[_,E\4Z^6U'4Y)3R9/M%P6:-B>3Y>P'TKVRBE*]+R-
A_F%%%%8F(5C^!_01+_P!?LW_Z.@2MY'YT6S6PY3H$L_U2?7:L$2HP#HGCV7IJ+HX1J+M9L>X&6<4#2+ %%%% 9OC'@ MX7ZW&C`+]K>!>9T+ZS+0V 'UD2LH&@4HRIW2A:@IXA ;2:@E:7=C?[&W$_ ^X:I+FGQ4:?V[<FUK;KM&_BV)9%I8:AH3J?Q1MU7C^G;W][D@?KA!D#1,4<VD'!X9F8H*SLNN;S[8^8Z>_/?O/YR73_18!
/B;2KO7[#X(ZMX&^+?P_U]@L&O>% M76>>6:W--6^%VN_Z[?P?X\)(JZSNJ6[AJ]ILM0CO;6]AM2UW FT MVDBSM$T0!DRR!>>!_9A_9U]6?$#_(*C:O]\|%5-*^!:3!#P(P+4&]P%*]@FW8ZSTEZ?D+3J5CBDMCTNK!ZI-,6HS#O48X5M)ZG9QZ"9W8:FUC7$0:
MZCHQL]9\?ZD)TNI+[[<3)%%!##;Q_4CFE=(]]$4T ?1_[?WBKP+\ OV!O M&?A+1_D.H+J7@^7P=X%%\":=:J3K.H7MNUCI^DV\/0AW=$(PD2N[81&(_-# M_@KW^S-XG_82_P""/[/--Z
'_!/G4=?^V)J7Q?Q?\)>%?!?T(O(3!A M%[$NS(^ZB$$@'BO8M/_;_:*Z :*ZBHZ`^*5LJ$2SPW%2KB3:\PH!>PN&KHI\ \-R$[9T^@FF6%T1"J#ZMA&U?$D8D@6NAMT@ACOORTI9=YU0RX[]6$#NEB-QI6BL@_F;DLM+SC$K7?ETIP[BPCLSVJLGKS9OVT+EF^Y+Y%K(SY^(+TAG(1<Y@2I>4V8<J9@W0O\[<A*M?38ECNPRD5?M@8H?O5(PN0<J+:9SOL?8R!D@WYX"B%\08'PSR\Y[
(_P#!*77_QGT?G'&FX_[?H)I@7@@JK5V8I<?YC^!U5X!(JLJKDV=6@@6YRGL<I^TCTU\I*!Z6SLNP0.;!O?PXUAUMNOL;9&KOOYFOGVA!NO$4!EGKT3PLK(W+EF7&"I9[WSDGOBHF0-^D\!ET3MVPNFP6N*J5KS:#=VXIII$YRH\T+PNO9=Z!%:Z)38P4N]+4<8!K]V0_+P+I
>,M'US]H._P#%/ MV9/%RMG9TS]<N$\1K)7/#8+TH%DWN>3ENN94UD]9Y#E7)U0$U2ECBIIH9XZP^/:5I!3R9U>YXGPR07&I8Z$M^OU0LS[NCP\O'1=P<S&6UM'JQ[%S4=ZF8MZ2NXXZ+A:3B%0ONEBB!&5F6#XEQ1(B%>,%B02W1R2&5AF>(/2(@+HI5CA0O7)$>+2JAJ@@1>CT9QSS:5!QU35F+MJ$$H<3<
%$&E$ M2QM'')M8 \H^+?B+4/ 7_!U]\+=/\+R-#'XY_91/$?EGB@U'4KB*1Q MW(>VB4,>R@5[_P#W\[H'XX^%W_P!P!\\$^^[5+<>WKN4!39RXQ9V#W]6FWR^'F$0SDYG+8I%*N5:?5\G1:8HY6;(YGJ7Q&K;:@X9Y3(]@1Q@XR!^#)!2E37J\AHLQ4MIRW%?
M8$<@B*=SDZM<6Q.^SWSR21OQ2[9C&TC21QEE%=KH]WX_X*_LU?7]J"'F3]R[WQ7GQIA[E&9>5I9;JIW^<6M8F6Q3LPW=]WQ;QZ\RXB<BK<XWU6@T;JOZ3:'G&4N!A\G1]#HGF5WCYXRMVCA6JLUS@CG<BP*2AXJ^DMX9!;Z9VM<QUQ3=5@K4XCJ;,94Z1DM:QC1G[LM9IW
\HTOX=>%;'_@V%3P--1&P/[$C33<#'FMX5,[3#W\TF0'UYKX*_9[^+/C MWX]>/?!@CS\.OB%J$$\VFP:#XAU61+AB1=7.E6YM[&1LYW-'%:)M;K^^8]Z^ MNX?!W[;TG_!RS\?0*$
@D/)^SSXD/QC'@9OA9 PE!TYU*?V%L^P#7O[5/1HPE/2*Y>'4?M9A_LPS>>=^[?!9CS[C8W^U^9^QGT!7[B5A2N$&L9ND10H*8GN>XW3H4%@6$G5%IO$ZXBBIT%K(^I>/[9=I3X+#KS[`W!\;T
MH+OQ5H#P0V,YL6\L32:L3$W%Q6V!X?^_8ZOLY??<M.GHG83MZ>JF0V)IOBH;KW*A$L2FPMRFK$XS2]>&YIF@EFAO%\OHU2>WJ0[RQ2[9=@L[BH.Z>PMUJP)+8%E4(JIS[9$
^T_$*W/C70IM*O/$GB>Z2".UMX$+R.O_8=LUCQ]$?3 MN$K-Z0-W!Y@"MC&+N!\ZY0M6!>Z%V?!.GJ8AI)%:$)T2ZW>\@?C[9X6#Y@LB#OFAP=HZ\\V#(FSPV#-SPB&%4HPO^<8R6NN:GVW9OQT=@F%7A8Y@'^5;A[XC*%D
/FW]KO]KO\ 9I'&SX!_AW M/Z:B\;_)#X%B-$(B2\@;E4,%`FTE<F:\DE*ASW3E,>1L0:6E@PN6JEC_(M?MG$_:,_JI=.EXKRFTG6:7X@8*!G)>KAF6A&&>9JJTTQA5`=-Q/]+1W;PM0VU^6H"6YXNOOCPN,%^N;H)M'@XQ:PG$;EZ$];YR$T7G8#R[WJS2
T*SP/*'_%%/:@#1_P"$Q\N\/]4?K(KU_!@1D6OW6 R8+_FDD[X@\Y'WXO^%MZ[QXI4?BD0-N4%UQ,@K&:\[W2^KV+6FKV%$#NN\X]N$-?K4R)MAZ@2]^4#HIS"?J:6XC@/HP4%FWM8E\C4%3X0/$+N%#Q1NP2ET^;ZCE=U5?XRJZ$BP:TO,JN&PBO.E8?FI9%A-O\I::$:0SFW%B\B^T[C.AQO]XN)I+/BXTZI]*AQ&M2)UO5CIOS
$&H/^^JR]>|2Z#)=!3Q;=WKZI$(GM8U23/!()R* MZ#^SM/\ ^?&_OT*R+.RLSXSO8C:1;19QD+Y8P#DT 6_^$Q\,?\ 0:@_[ZH_ MX3'PQ_T&H/\ ^^JN?V=P'$N%5A&N%AS^_
%/\ X3'PQ_T& MH/\ (3'PQ_T&H/^^JR_"7B70;;'3)(;O5(HV-U*P5CV+<&N@_L[3 M_P#GQO[_'I!"LCP796(A$4\DU;L?%WAJ.RAC?680RQ*"">AQ1XNL;*/PU>/' 0:@_[ZJ_XU(/XFUS(RTG3 MX(3 M*L8YGQQ/:)4R-C?)N*N@)QV=NYL.O,A@LZW%P-0A#%S7K68IQ*J@!^9$0V%J^#?U 6K&(;!00-M1&+W<9B4J2_-M+E/!A7PT@9=?_$D8%[XR>JIL+LMF\MKY/[HOZ%J.[8SNLK]7Z!S5(!/RLT(*<(;@K,Q94ABM9+V^<)H[,HX&K9PV0TQG?/J82ZJI*(_;)V>L1J#EF>C'1LA>V$5:"<Q3&&V&L&T2A@C[/@7A3B+*S_J=U5(TW61YU4;NL1X1QHD\:4+LCDLXS2J3G7H?@T@DSKP9I^2+P!H9E*8G%2]5MXG
M9Q*PA."L8!%6T/T^P:P)LH23"N28QZ"@@"'%(3'PQ_T&H/^^JE:0/2CKDR$'8%TKE$&/-T]L/^&Q1%JQ:I2OA@_2)FOW;JF0O(H_B"7&DXK$F!\X9&B?@(;X+<.D(\XJ9.N+*E%BS<+Y($O4HF(<&GG4F7@MTB)@Q.Y4CG0YMY/2:-#6P1@2_M0@$)&;4F(
,^,/ ?$Q\N\/]4?K(KU_!@1D6OW6 R8+_FDD[X@\Y'WXO^%MZ[QXI4?BD0-N4%UQ,@K&:\[W2^KV+6FKV%$#NN\X]N$-?K4R)MAZ@2]^4#HIS"?J:6XC@/HP4%FWM8E\C4%3X0/$
M&H/^^JR]>2ZMGZ?/J%$^@3S$Y`A.OQ*T)N&O[D$&2[U&[(^!]+/<MH4XU#BBC_7BOH$D2E`H5:OW3!K]=(/?1:2E9@"G>[@6$E/_+0\3NY*GN:2CO1%%&;J2D(7XQ)
^ 0H_L7C?_H-V7_@,?\ &C[%XW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\ &C[% MXW_Z#=E_X#'_!K8HH Q_L7C?_H-V7_@,?\

[_P"WC_T^3U^_U?@#_P &FW_*4S]K MQ_MX_P#3Y/7[_4 ?DQ_P6F_;XTSPK^WC>_LC?M9?$/5_"/PAU[]E?Q%JGPZ2 M#6KC3--\2^-R\|\:V]|

<0/&)Q';Q@16LK&+SIHRRL\|L('VW^RI^R;K'I//Q>3 MQA\-?B'XI?X;^(_AY:I<>"=;\67>I66D:U'+&PN;)+N21[99H9'#Q1LL0: $ M(")Y P/\ @JS\$?V3OVR/V-OC%\'?C;X)T?

Q5J7@+I P%>^(;.UNX76ZT.\^P74 MMG>03+M<)BT#\HV&5'1P5+?FG_@E%K_.UO^P7^WR__1_^_QGO/BO\-K M_P"#"'2$+X1^+=9&I6/#[@MXEHVEW;9^>)7+JC'@;(P@17\|(Z;_('NZA\'7_4[-8M?7[1?CB#PWXR^+EW8ZYX$@U6.#1YE@M(GB59HH(I>|[;MQZA=P!@0)8;-IB57(Q&4\SG9B0%Q^~R[/_*1/_@G[_P!ERU/__-(ZC^@O^TLO-M[96N?L'_+"OB[X_^$//"5CK>O+-8:+X=L=74FP%]J-W%90RW>,'[/&TWF.N1 MO"; 5+(@@_^5?B7\2OV?;KP7^S\'7O^"0OQ*U#6O&GQ!^*&D16\>G>*[[49?$ M'AE3_P 3]M?*

*BGFD;1+>>%@9I[D&:WN#&%=9'>O\ ]I;XZ^(_VL?^"R_@W_@E M?IGB?5=_.^'W@WX677Q'^+5MHFIS64OB"5KB.TL-+FG@9)5MD>>*XDC5@L_F(_MCY564_,QX_8$^(G_!O5\2/#?_!23]A?QUI;C5-.A@18I-OM-P/+MXE"PM*BH#"7B'M?@CPEJ'P?_P"#K'Q?XF\60M#8 M_%O\E=)/"EXX^2XN+++4-/BN+9#T+JEH\K*.0K(3IX4 =S^SY\;M>_9&_X+,> M)?*

*@EY<^(=2OOAUX]^$UO\ $3X5V>K:G->/X=NX[F6SO]+@EG9I/LTGV>2Z M2(L5A*LL85'"CZF_;8_;8T3[C7]D;XC_ +4_B#3Q>0>_ _"%]]I=@7V_;)XHF M,-*

ON_A\R7RX\|M^:^(/'GA/5_B_P=8^'"_$/A:%Y=.^$Of\D_B>Z0?);W%] M]&H0PVI'H'9+I)%7]55CT4U\|#_\ |:,SX. ^+?CS_P27^/7PS\"6$MW]US\/K]-M\LK.W4M)@#Y;TSX6_'/4?^")+_*

/!4.?XT^*3^ MTC+\,G^+T'C3^W\L0)B ZLFC)8>;]E&FFR M/L?E^6=QD(\W]Y6C^T]_P5&\ M7_M5?!{]BOX-?L_>)-0\&:O^V)]UI<>]6T"]:._T'0+2&&;6K:TG7YH+AFD*

M;W2X'SG[2L\@9=_X-TT\ULM6\-ZS]K0K_&=[>NVC7.GV MTF?NRO\ ;9$"GD-;L_U`V?^'%X[A_X)7_ |1WIFIPI=3U2W^3W[0fFIWW M@?*

Q=X0U#7+[]MK'75$#:5JEK]HDD:*>629IH)IK!94VNRM(H:OT*K\T/^"X7A M/5_C)_P42_X)__PA$|^JH\>)O&%S"\M#IVB_8KNYE;'W5V!@">]&!S7Z7-MT %%%<9\9M$^.6MZ991?

[OOHNAW:3L;Z76M,.Y66/;PJ@$;3GG-'-_MS_\ MFC^/?^P"_P#Z&M=U\+O^29^!?^P%.?\ HE^9OVK?!OI.=A^SKXNO/B!\9_! M^H.+'1+'4,*Q\,/%--'N7*HY;Y3G'+>__"NQ\'*

^N61;^>/)%]>OD) M[T =O16/|B\; P#0;LO_&/^-'V+QO_-!NR] 8 XT ;%%8 Y+QO_-!N MR_] & XT?80& \ T&[+_P !C_C0!L5C>)?^-OOH__7Z?_031]B\; P#0;LO_M

&/^-9FN6OBE=1TU;K5+9W:Y(@98" K;>I|:.KHK'^O>-_^@W9?^ Q_P :M/L7C?_H-V7_@,?\ &@##8HK'^O>-_^@W9?^ Q_P :/L7C?_H-V7_@,?\ &@##8 MHK'^O>-_^@W9?^ Q_P :/L7C?_H-V7_@,?\ &@##8HK'^O>-_^@W9?^ Q_P : M/L7C?_H-V7_@,?\ &@##8HK'^O>-_^@W9?^ Q_P :/L7C?_H-V7_@,?\ &@##8HK'^O>-_^@W9?^ Q_P :/L7C?_H-V7_@,?\ &@##8K'1^1WO?^O+^9H^O>-_M_P#H-V7_(#'_&LRUM?%)\4W4<>]6PN!;1F20P':5R< "@#]Z*Q_L7C?_H-V7 M7_@,?\ ;/L7C?_H-V7_@,?\ -BBL?*

*[%XW_Z#=E_X#'_&C[%XW_Z#=E_X#'_& M@##8HK'^O>-_^@W9?^ Q_OH^O>-_^@W9?^ Q_OH V**Q_L7C?_H-V7_@,?\;/-ML7C?_H-V7_@,?\; -BBL?*

*[%XW_Z#=E_X#'_&C[%XW_Z#=E_X#'_&@##8HK'^O M>-_^@W9?^ Q_OH^O>-_^@W9?^ Q_OH V*Q__P#R")?^OV;_-"H^O>-_P#H M-V7_*

(#'_&LSPK:^*9-.D:PU2VC3[3("LD!)W;N30!U=%8_Y+QO_-!NR] M 8 XT?80& \ T&[+_P !C_C0!L45C_8O&_ | T&[+_P !C_C1!B\; P#0;LO_ M &/^-&Q16/!B\; P#0;LO_&/^-'V+QO_-!NR] 8 XT ;%%8 V+QO_ M -!NR] 8 XT?80& \ T&[+_P !C_C0!L45C_8O&_ | T&[+_P !C_C1!B\; M_P#0;LO_&/^-&Q16/!B\; P#0;LO_&/^-'V+QO_-!NR] 8 XT 3> M,?

*D6+W_K@;N:=_R#X/^N*_R%<_XEM/%[:#=/?;M:O$(CYB);D$CV-6;*S\ M:&SB,6LV87REV@VQR!CZT ;M%8 V+QO_-!NR] 8 XT?80& \ T&[+_P ! MC_C0!L45C_8O&_ | T&[+_P !C_C1!B\; P#0:LO_&/^-&Q16/!B\; P#0 M:LO_&/^-'V+QO_-!NR] 8 XT ;%%8 V+QO_-!NR] 8 XT?80& \ MT&[+_P !C_C0!L45C_8O&_ | T&[+_P !C_C1!B\; P#0;LO_&/^-&Q16/ M]B\; P#0;LO_&/^-'V+QO_-!NR] 8 XT 'B7_D+Z/\ ]?I_]!-;%-_^@W9?^ Q_OH V**Q_ML7C?_H-V7_@,?\;/L7C?_H-V7_@,?\; -BBL?[%XW_Z#=E_X#'_&C[%XW_Z#*

*M=E_X#'_&@##8HK'^O>-_^@W9?^ Q_OH^O>-_^@W9?^ Q_OH V**Q_L7C?_H-V M7_@,?\;/L7C?_H-V7_@,?\; -BBL?[%XW_Z#=E_X#'_& M@##8K-\8_\BQ>_P#7U#]B\;__/0:LO\ P&/^-4?$MIXM30;I[[5K5XA$?,1+ M<@D>QH Z#3O^0?!_UQ7^0J:L*RL_&ALXC%K-F%\I=H-L<@8^M2_8O&__$&[M+_P&/^-&Q16/!B\; 1 0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 M0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 M0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 0:LO M_8 XUF:Y;^*5U'35NM4MG=KDB!E@(*MMZGUH ZNBL?[%XW_.@W9?\ @,?\ M:\Z^/7[57P@_9@TLZK\>OVA/"OAO,?*

F16=Z^Z[G7UBMH]TTO_$-.,92=DKL M<8RD[15V>NT5\8VG[?7[7OJ0\@M/V'?V1=7U;393B+O]\2K?^P]'V]HHHV/G MW\4LJ 3W< M?

*^_M;ISQ6WL.7^))+]7R_6QM!#_E_B22_%/\?^*_M_BW;.QXE;3RC1XA;5=3EFI1>3;IO<|A*4^M>=2=^ #0?_ 4V_;<_<_L[M?LO;7\(?#L_W/%WQAN2^I-&?*

XHM+@RT4@XP)BR'UKUWX"_I=_"#IF#2QI?P% M^&/A7PWF/9+>6>E;KN=?26YD+32_\#THP^&-_-M_P"7^=O^THP^"_-_P"2_6Y\R:3_,$H_"OQ\U.#Q9^W-^T%XU^->J12"5=-

MUB_;3="@D'.Z'3K5E5.>H+E2 ,K7TO\ #SX8_#CX2>&XO!_PM\!;/XGX?=L9SJU"FDGI^'W;&Q16/\ 8O&__0;LO_8_P"-'V+QO_T&[+_P&/\ MC69F;%%8_P!B\;_]!NR_\!C_(T?

*8O&__0;LO_8_P"-&Q6/9?\CO>_]>47 M\S1]B\;_/0;LO\ P&/^-9EK;^*3XINHX]4MA<"VC,DA@.TKDX % '5T5C_8 MO&__$&[+_P&/^-'V+QO_T&[+_P&/^-&Q16/!B\; 1 0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 M0:LO_8 XT?8O&__$&[+_P&/^-&Q6/XE_Y"^C_/7Z?_031]B\; 1 0:LO M_8 XUF:Y;^*5U'35NM4MG=KDB!E@(*MMZGUH ZNBL?[%XW_.@W9?\ @,?\ M:\Z^/7[57P@_9@TLZK\>OVA/"OAO,?*

F16=Z^Z[G7UBMH]TTO_$-.,92=DKL M<8RD[15V>NT5\8VG[?7[7OJ0\@M/V'?V1=7U;393B+O]\2K?^P]'V]HHHV/G MW\4LJ 3W< M?

*^_M;ISQ6WL.7^))+]7R_6QM!#_E_B22_%/\?^*_M_BW;.QXE;3RC1XA;5=3EFI1>3;IO<|A*4^M>=2=^ #0?_ 4V_;<_<_L[M?LO;7\(?#L_W/%WQAN2^I-&?*

XHM+@RT4@XP)BR'UKUWX"_I=_"#IF#2QI?P% M^&/A7PWF/9+>6>E;KN=?26YD+32_\#THP^&-_-M_P"7^=O^THP^"_-_P"2_6Y\R:3_,$H_"OQ\U.#Q9^W-^T%XU^->J12"5=-

MUB_;3="@D'.Z'3K5E5.>H+E2 ,K7TO\ #SX8_#CX2>&XO!_PM\!;/XGX?=L9SJU"FDGI^'W;&Q16/\ 8O&__0;LO_8_P"-'V+QO_T&[+_P&/\ MC69F;%%8_P!B\;_]!NR_\!C_(T?

*8O&__0;LO_8_P"-&Q6/9?\CO>_]>47 M\S1]B\;_/0;LO\ P&/^-9EK;^*3XINHX]4MA<"VC,DA@.TKDX % '5T5C_8 MO&__$&[+_P&/^-'V+QO_T&[+_P&/^-&Q16/!B\; 1 0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 M0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 M0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 0:LO M_8 XUF:Y;^*5U'35NM4MG=KDB!E@(*MMZGUH ZNBL?[%XW_.@W9?\ @,?\ M:\Z^/7[57P@_9@TLZK\>OVA/"OAO,?*

F16=Z^Z[G7UBMH]TTO_$-.,92=DKL M<8RD[15V>NT5\8VG[?7[7OJ0\@M/V'?V1=7U;393B+O]\2K?^P]'V]HHHV/G MW\4LJ 3W< M?

*^_M;ISQ6WL.7^))+]7R_6QM!#_E_B22_%/\?^*_M_BW;.QXE;3RC1XA;5=3EFI1>3;IO<|A*4^M>=2=^ #0?_ 4V_;<_<_L[M?LO;7\(?#L_W/%WQAN2^I-&?*

XHM+@RT4@XP)BR'UKUWX"_I=_"#IF#2QI?P% M^&/A7PWF/9+>6>E;KN=?26YD+32_\#THP^&-_-M_P"7^=O^THP^"_-_P"2_6Y\R:3_,$H_"OQ\U.#Q9^W-^T%XU^->J12"5=-

MUB_;3="@D'.Z'3K5E5.>H+E2 ,K7TO\ #SX8_#CX2>&XO!_PM\!;/XGX?=L9SJU"FDGI^'W;&Q16/\ 8O&__0;LO_8_P"-'V+QO_T&[+_P&/\ MC69F;%%8_P!B\;_]!NR_\!C_(T?

*8O&__0;LO_8_P"-&Q6/9?\CO>_]>47 M\S1]B\;_/0;LO\ P&/^-9EK;^*3XINHX]4MA<"VC,DA@.TKDX % '5T5C_8 MO&__$&[+_P&/^-'V+QO_T&[+_P&/^-&Q16/!B\; 1 0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 M0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 0:LO_8 XT?8O&__$&[+_P&/^-&Q16/!B\; 1 M0:LO_8 XT?8O&__$&[+_P&/^-&Q6/XE_Y"^C_/7Z?_031]

[(?C'X6_L_>// M%6B?"7XH76M^/]9T'PQ/+;:;9SVT,:,KD#[2W+,5@\PJ$8'YL*?7/^"Q7["_MB+_@I3^P%J_PA^%>L)I?C2QO[#Q5\/+K5H7@C35K-_-ACG210T0D1I83N4&,
MRAF'RE3]844 ?GQ^WEX>^,7_5Y_85T[|AE/V;?'/@#Q)X^UG0A\5[OQ9X= MEM++P3:65_;WM[)!>2#[/JDC-:F&W%F\P?SE>0Q(&(Z/]H#]DSQC^S5_P5!^ M'?\
P4Y^"'P\U7Q#X:E^&5Q\,_BYX=\-V;76HVFEB5+G3]4M[9ZM<6Q.^SWSR210Q2[9C&TC21QEE%=KH]WX^_P"" MG_[-7Q]_9D_:E_9"\3_"#2+W5=;\#:5=:Y?QW4FNZ<8?+AUNV 1
HW.)$7YT MW1C;+)\VWZEHH_,F'P=^V])_P $>V_X)#R?L\^)#\8QX&;X6?\ "4'3G7PI M_86S[->_M4_NC!_9F'^S#-YYW[OR/XZZW]J[_@EAKOPD^#O[)WC_P#9 \.S
M>)/%/['6L6)T_0EDB@N_%6@/!#;:Q;Q-(RQK>31Q"=-[!"X=/XQ7Z$T4 ?"7 MQ5^_C3_(*3_P#!17X#_'K4?A=XH\+?"7]G?^T_$*W/C70IM*O/$GB>Z2". MUMX+.Y"W"0V?
D^<]PZ*CNRI'Y@W.OW;110 52UGPYX>\1Q)!XAT&ROTC;=&E M[:I*$/J P.#5VB@#Q#]MCX?> =+_&4O'.H:9X(T>WN(M#=HIX-,B1T.Y>0P M7(->F?"[3=.'PR\. 6$(
T*SP/*'_/%/:N+_&Y_^31_'O\ V 7_/0UKNOA M=_R3/P[_-@*T_\ 1*4 :_\ 9VG_//C#_WZ%']G:?\ \^,/_?H5-10!#_9V MG_\ /C#_-^A1_9VG_\ /C#_-^A4U% $/\ 9VG_
//C#_WZ%9'B.RLTU725 M2TB :\(8",_P#7E%_,T :7 M]G:?_P ^,/\ WZ%']G:?_P ^,/\ WZ%344 0_P!G:?\ \^,/_?H4?V=I_P#S MXP_]^A4U% $/]G:?_P ^,/\ WZ%']G:?_P ^,/\ WZ%344
0_P!G:?\ \^,/ M_?H4?V=I_P#SXP_]^A4U% $/]G:?_P ^,/\ WZ%']G:?_P ^,/\ WZ%344 0 M_P!G:?\ \^,/_?H4?V=I_P#SXP_]^A4U% $/]G:?_P ^,/\ WZ%9'@NRLY=* MD:6TB8_;)1EHP>-
U;M8_@?\ Y!$O_7[-_P"A4 :7]G:?_P ^,/\ WZ%']G:? M_P ^,/\ WZ%344 0_P!G:?\ \^,/_?H4?V=I_P#SXP_]^A4U% $/]G:?_P ^ M,/\ WZ%']G:?_P ^,/\ WZ%344 0_P!G:?\ \^,/_?H4?
V=I_P#SXP_]^A4U M% $/]G:?_P ^,/\ WZ%']G:?_P ^,/\ WZ%344 0_P!G:?\ \^,/_?H4?V=I M_P#SXP_]^A4U% &1XNL;*/PU>/'9Q*PA."L8!%6]/T^P:P@)LH23"N28QZ"H M?&/_"+%
[_UP-7-._P"0?!_UQ7^0H /[.T__)\8?^_0H_L[3_\ GQA_[]"I MJ* (?[.T_P#Y\8?^_0H_L[3_/GQA_[]"IJ* (?[.T__)\8?^_0H_L[3_\ MGQA_[]"IJ* (?[.T_P#Y\8?^_0H_L[3_/GQA_[]"O-
OVBOVS/V8_P!E+2QJ M'QW^,.DZ)/)'NM=),IFO[H=O*M8@TK@GC<%V@GDBO#_^&KOV_?VK_P#1/V.O MV8%^'OAJ?A/B-\9E:"62,_\
+2UTR+,C$CYD=RT;9&0M:PHU)KFV7=Z+^O0U MA1J27-LN[T7]>A]3>+_$?P_^'WAZY\7>/-IZM(;;XC_MM_%SQ+\?W+_-_@6O80=E[S^Y?YO\#Y.7]A[|L;]J=AJ'['?^"<% MKH?
PUB\5QZ^GB6YMO"NGZC=:D+7^S/(\ZXU"">5MOVB7^+G?SG Q]L_&3_@L M9_P3O^#>K?\ "*2?M!V/BWQ [F.V\.?#VUEUV[GE'_+-?L:O&K^SNOI7Y._\ M'$7[6/CG]]P_"#7-
;_9*^(/PRT'3?^$@_P"$>O?B+91V5YK?F_V;YI6T#,\" MQB.(Y9CO\|8^Z:\/.LSO@)QI5+/3X>FJWMM\S[W@O)<=B.(,.\;A_P!P^;2< M4HR]R5K1E\5G9Z)VWZ7/A@_M7?'_&#_
(7L=>TG_A)/[6_M+SO^$2TS[)]J MSN\S['G^S?>^;;Y6W=SC/-?MA_P;K_MZ?M6?MV?\|+A_X:J^)L/BG_A%O^$? M_L'_(IS3K'[+]I_M+S_/CSMXM^[[/#]_=C9QC)S^4?_#)__&*?
_(,_XJC_M)#'W/WGW?\ CV]?]5_#_P]*^E/^#=OQC^W7X(_X7!K?[&7P<\#>.+5/^$? M_P"$MT/Q3K\NFWLG_(2^S?8I@#"O_+P)/-'_#RV_P 5?'Y%GV(S#'KFJSFH
MMJS;ET>RN]/\CZ_-JW#'$G#6.>6TJ4)T9J',U"-K3C[RE96C)72=TGJC]^/[M.T__)\8?^_0H_L[3_\ GQA_[]"OC7_A[7\2/A2/)_;&_P"":?Q]/BZUG MP[ID7B?2?2+?'4O=V;++@>F$.
<5Z+\&O^"MG_!.'X[RQV7@3]KGPE#>R-L73?$= MVVCW)?H8Q%?+$S,#QA0>G&:^[CC<+)VYTGV>C^YV9^15C#G]BY1_FC:< M?_ HQBU/2;^&ZMIT#
MPW%O*'213T*LI(([Q4U=1Y#33.>U_P"$GPJ\5[O^$I^&7A[4M^=W]H:+!-G/ M7.]#7$Z_^PA^Q+XHRVO?LB_#6X=CS,?!%BLG_?:Q!OUKU>BJ4YQV:9YQV92G..S/F M[Q#_,$AO^";GB;
(U+]D_0(MPY_L^YN[3_T1,F*YYO\ @BK^PKIW_(BZ%%XR\ M+8^Y_P_(_P#$$#4H]GICS)GZ5]945HL3B%]M_>S18G$+[;^\^23_P24T'23O\
M!_MV_M&Z%C[EO!\2_.MQZ9CD@.G[6V@\> O^"IWC^W ^Y_PD/A/ M3M5Q]?,"YKZWHI_6:W5W]4G^@_K-;J[^'R1_PS+_,%6_#G.C?\ !0KP M5XCV\V!!XA^#MI9[OK]E7E
M3[U];T4>WD]XK[E^EE@^L2>\5]R_2Q\<6WQ=_X*S>_'$UR-7&_&'?AIXEE6V3 MS(?#_P 1!9]1GJOVI#C/O6A_PVC^W1H/"CO_()$^)(,?>/A[XB:5JGY"-5S M7T_9??\CO>_|
7E%_,UL4>U@]X+\|?\P]M![TU^/\ F?)'_#SC4=$X|>_|$T?V MB]. ^_/8?#J.^A3W9XYAC\O2C_A|+^QUI?\ R/W@??XD>%,?ZS_A(?AE>Q[/7 M/EH_3O7UO11ST@#[G_P&'/0>\/N?_:!_P
%A/\ @F%%XC81V?[2VD0/G M#)]6@7]H5/3!\ZV45W/A[]O[]@#Q1@:1^UG\,MS?2=CNO%=G;N?HLKJ?TKU;7 M_!'@OQ6I7Q1X0TOJ@1R+_3XYL]OXU-<-XA_8K_8Z\%8\6;F\|3?LI?
#>^9NLEUX(ML'?\&,61^!HOAGT:^:?Z(+X9]&OFG^B-WP]|8_@%XN*CPI\5/!^I[CA?[.UR MUFS]-CFNICLM,FC66*T@96 *LL:D$>HKY_\ $/\ P2=_X)S>)]PU+]DKPM%N M'/\
9T3_@BG_P $_+*1I_!7PZ\1>&9&);S- \>:K$0WJ-]P MX&/IBCEPS^T_N7^8? 7[:W[1OAK;]R+2/BK((Q[%9(6R/;-'_#O3]J/0O\ D0_^"J7Q M8M\#Y/\
A(;"RU7'U\Q5S1[.B]I_>G_P0]G1>T_O3_X)]5_V=I__#XP_P#? MH4?V=I__#XP_P#?H5\J?\,Q?\%6/#O.@?\ !3G0]=5?N0^(?@W80?@7MY,G MZ]:7_A'/^"V'AO\ Y!?
Q'_9U\2(O7^VM'UBSD<#T^SDJ&/Y T>QB]IK\?U0> MQB]IK\?U1]5?V=I__/C#_P!^A7-?&'Q-X'^&WPOUSQYXUU2PTG2=*L'N+_4; MLK''!&O5B?T '))
&2<5|_|+8_X+'>'.-9_9+^$7B3;U/A[QY/9[O[,>J>!EO7E>74$)!EN9&CC, MF/\ EFNT*H.X;B0U;X? SKU+75NMFF;X? SKU+75NMFF?NY\./%'@+XF> M(M\?\ @/5=/U?
1]6T^.YT[4K(J\5Q&R\,"/R(/(((.""*?XW\7?#7X9^'9_%_Q M&\2Z)H&E6PS<:EK-Y#:P1_[TDA"C\Z_'_@GC^W+^^V1\(]9LOV5_@-\|3-2T_ M2O&NNP01K9^&8&8:NM*ED;;)
<65M*RKN(.YU)VD+NX(S7Z]>"/^"2_P"SS)XB M@^(7[3?B?Q3\;/%,1W#4_B1J]W5K"QZK#9*1 D?_$S<2 =J>(P<,+.TY:=+ M+7_(>(P<,+.TY:=++7_(S_$'_!5+X3>-
-9N/!7[%GP*\6_'#7()/*DE*Z0; M71[:3TGU&X41QCIAU5U.>M4_^%#_ /!3SJIX^;\;?CKX<^"/AR?[WAGX768O M=9:,_P $NI3?+!(/[\&1P.*^M?#_ (=\/^$]&M_#OA70K/3-
/M(]EK8Z?:I# M#"O]U$0!5'L!5RN?VL(?!'YO5_Y?@8>VA#^'&WF]7_E^!_? _ [_@F#^QG\"] M6_X2^R^%J^*O$[N)+GQ=X\N6UC49I1_RUWSY2-_]J-$KWL:=IX&!80_]^A_A
M4U%9SJ3J.\G-?C MCX:LY8_OVJZK'-./^V499_\ QVL:V(H8:/-5FHKNVE^9,I1@KR=CN_[.T_\ MY\8?^_0H_L[3_P#GQA_[]"O!6_X*)?X#?*X?0*QA^"GPK^(7C]B2([CPYX3F%MGU M:6?
9L7WP:3_A;W[?WC[Y? ?[+7AKPC"_^JOO'7BK[02/[S06@WI]#DUY_P#; M>7S_(+=3_!&4E]Z3C][,OK%)_#KZ)L][_L[3_\ GQA_[]"L7Q8FE:??:7_P"%_ML^//F^)?[9,&A6[_ZS3/
GA>*+'^[M=3'S1^54=2_X)Y? ZYUG2KCXI>(O&?CZ>6[_'DWC'Q7<7&2!GA8S& /;GCB MCZ[F57^%AFO.TJR^&'WNWY7.Z\=_M@_LA_#?>GBSXU^%DDC_M -9;V-
RMY,OL8[<.X/MBN-_X;P\)>*_W?P0_9L^(?C7?_JKZQ\+&VL6],SSE M=N?=:]5\"?L\? CX8['\ ?!_PWI,L?W;FST>%9C]9-N_B:[*CV."6:@!L=FZ=Z/^&5?VI/"7S?
%G]L^_LH'^_IO@3PW;Z=Y8]%N3F0_B M.*^AZ*/[(IU/X]6I/UDXK[H'='VC&_3=&AA< M_5E4$GW)S7445TX?+OCWX3\))O2#7-=A@GE'7]W"S>9(M?
95)KYRNO^"U7P>^(UU)HW[%?[.'Q9^.-V';::AX0\&SVND(X.,2WMX(Q$N> M-VQA6U3%8>D[2DK]NOW;GK87)\SQL/:4:4G'^:UHKUD[17S9]D?V=I__#XP M_P#?H4'3]. R;*$
=28Q7QG_&__,%QOVB!_P 2?P-\)/V>M'GZR:UJ#^*= M=@!Z%5A LV('4.!SCWI1_P $=(_B_BZ_;I_;B^+WQA,G-WH#:[_8.@S>O^@6 M)&S/3Y9!QQ6?
UFK/^'3;\W[J_'7\#I_LK!T/]ZQ4%Y0O4E]\;0_\J'J7QZ_X M*6_\$\OV:7EL_BY^TUX-M;^$D2:-I=T-2OU;H%-M9K+*I)X&Y0*\F_X>A_&3 MXUG[-^P__P $Q?"
B=XUAEXM_$WCB"#PKH\@/_"UCFNMS3(.N JL>@YKW_P" MW["7[&_[,*0O\!_V:_"'ARZ@ ":I::-&\]\?]ZZD#3M^+FO6:/9XRI\4U'_"K MO[W_/(A]9R+#?
PJ$JK[U)67_@$+/_RHS^6C_@K]?_'?4_\|@HG\0]0_:8\|+ M>&]$\;3?V2VLZ3X2NI)["U!TBR\A(Y)/F=O(\G>>GF;]ORXKYJK^I3]H+_@C MS_P3F_:G^+VK_'CX\?L[I[?V[XKUW[/_:NJ_|
"7:O:^?Y%O';Q?NK>[CC7;%# M&ORJ,[X))R<_;LU\QB.' M<;5KSFI1LVWJW?5]=-S]1Y]Q)<2_O M;B221MTLTC?,QQNP, #LZ^KPM*5##0IRWBDON1^,YOC*>89MB,5334:DYR5 M]
[2DVK[ZV?=D/]G:?_SXP_\ ?H4?V=I__/C#_P!^A4U%;GG$/]G:?_SXP_\ M?H4?V=I__/C#_P!^A4U% $/]G:?_,^,/_?H4?V=I_\ SXP_]^A4U% $/]G: M?_SXP_\ ?H4?V=I__/C#_P!^A4U%
$/]G:?_,^,/_?H4?V=I_\ SXP_]^A4 MU% $/]G:?_SXP_\ ?H5D>"[*SETJ1I;2)C]LE&6C!XW5NUC^!_\ D$2_]?LW M_H5&E_9VG_\ /C#_-^A1_9VG_\ /C#_-^A4U% $/\ 9VG_P#/C#_WZ%']G:?_
M ,^,/_?H5-10!#_9VG_\ /C#_-^A1_9VG_\ /C#_-^A4U% $/\ 9VG_P#/C#_WZ%']G:?_ ,^,/_?H5-10!#_9VG_\ /C#_-^A1_9VG M_P#/C#_WZ%']G:?_ ,^,/_?H5-
10!D>+K&RC\-7CQV<2L(3@K& 15O3]/L&L M(";*$DPKDF,>@J'QC_R+%[_UP-7-._Y!\'_7%?Y"@_L[3_^?&'_+]"C^SM M/_Y\8?^_0H_L[3_P#GQA_[]"C^SM/_ .?&'_OT*O*FHH
A_L[3_^?&'_M +]"E2QLHV#QV<2L.A6, BI:* "OD#_@OQ_RAL_:$_[)_-_Z.BKZ_KY_P"" M_'_*&S]H3_LG\W_HZ*@#^,*BBB@#]_O^#^4IG[7?_
&\|?^GR>OW^H AU+4M.T;3KC6-8OX+2TM('FNKJYE$<<,:@L MSNS$!5 !))X &:DBEBGB6>"171U#(Z'(8'H0>XK\FO\ @M-^UQIGA7]O&]_9 M&_:R^(>K^$?
A#KW[*_B+5/ATD&M7&F:;XE\;EYXUM[ZX@>,3B.WC BM96,7G M31EE9Y80/MO]E3]DW6/V>?B\GC#X:_$/Q2_PW\1_#RU2X\$ZWXLN]2LM(UJ. M6-A&_&7Q)I;BXGD")$BC+,S'A0
"23P *):*_)WXD?M,_M"?"_@N3 M^Q5\1[?QGJ>C?!WQV_Q!'P_\(1220+K.G67A]S'KMXF1O^UR3F2WC<'R[:&W MD^62>55]G_:6^.OB/K'_@LOX-_X)7Z9XGXGU73OA]X-
^%EU\1_BU;:)J7/B'4K[X=>/?A-_!$^%=GJVIS7C^;N.YEL[_2X)9V:3[-)]GDNDB+ M%82K+&%1PH^IOVVV/VF-$_8U_9&^(_P"U/X@T\7D'@/PA??A@?[O8R%UOVRP>*)C#; M[OX?;E\N//;\
F@#U"BORSTSX6_'/4?\ @B2_!4.?XT^*3^*C+_,G^+T'C3^ MW[L0)B ZLFC)8>;]E&FFR M/L?E^6=QD(|W]Y6C^T]_P5^B?_5+7_?M>F#T_! MB:M:7'BO5M
O6CO]!T"TAAFUJVM)U^:"X9I&MTN!\R*DK+A ML,H!^G=%?GK^T%X[A_X)7_\ !1W]F[PI*=3U2W^$W[0FIWW@?Q=X0U#7+]]
MMK'75$#:5JEK]IDD:*>629H)]K!94VNRM(H:OT*H ****/*/VY_^31_'O\ MV 7_/0UKNOA=_R3/P[_-@*T_\ 1*5PO[<__)H_CW_L O\ ^AK7=?"[_DF? MAW_L!6G_*)2@#=HHHH ****
"L?Q+_R%]'_.OT_P#H)K8K'\2_\A?1_P#K M]/\ Z": -BBBB@ HHHH **** "BBB@ HHHH **** "L>R_Y'>]_Z\HOYFMBL M>R_Y'>]_Z\HOYF@#8HHHH **** "BBB@ HHHH **** "BBB@
K'\#_\ ((E_MZ_9O_0JV*Q__P#R")?^OV;_-"H V**** "BBB@ HHHH **** "BBB@ HHH MH S?&/\ R+%[_P!<#5S3O^0?!_UQ7^0JGXQ_Y%B]_P"N!JYIW_(/@_ZXK_(4 M 3445S?
Q3^,7PI^!_A:7QM\8?B+HWAK28LAK[6M0CMT9L9V+O(WL>RKECV!I MI-NR&DV[(Z2FRRQ6\33SRJB(I9W=L!0.I)["OC'QU_P5AUCX@:3Z*27.W!S&NQL'+MM#//$;30!!?
+G.':97&>I'5U71PW^\34/ M)[_=_G8]3"9-F&,O[.G)VWLF[>O1?]O-'V]\7\|\7/\ @JA^S7X*\4O+?@TFL_% M[QQRL?A3X96!U)HV!QF:X3]S$H/#G_$_XBZ3<MSX/N.OA[P5*NI^)9HC_+!+?
G$5LV.CP_,,8*UP7PC\8_\%&[SPLG@7]A'_@F% M\/O@'X6?'E:W\5]:59Y1C_6OIVG+YXF [S,^3U)YKJC_,$S/VLOCMFX_;;_ M ."G7Q"UBTFYF\)?"FUA\+::%P2/"'EN8_=]K'UXS6/U^_C]^/[M.
##TF_.6GYV_M!/U.[^S,/A/]XKTX/U]K+Y*%X)^4I)KN:>G?#_|X)-?\$R;R3QG\2?B'X1T_X'X1T MWQ@3Y]WXF\?^(DU+Q'=R$=K'[A']BWXM? M&=W.+77K;03H>@2'MNU"^"
[,^\73FO3O@/\ \$JO^"?7[.%PFJ?#7]EWPT^J MH_F'7?$-NVK7YDSDR">]:5T8GD["H]J['XJ?ME?LU?!>?^Q?%/Q,L9=35O+B MT+10;V\9^@C\J ,4)Z#?
M'O7'BL57A'VN*K1IKO>_P",K+_R4P[JXS(,-[W). ML^]22A'_,!BW+_RHCY_'AK_(+A?M&JN\Y%F3C@,A!!R?2IM._P""*/P$\<7T/B/LWXY?%+XZ:C$$XE\GQYXSGCTR
M&0O;BO1_^&@OVP??C+^Z^ 7[,R^%]-E_U?B7XHW)MCM/<6 M,),O3D')4\9H'[$7C'X'I$7$7]&[5_[27B;Q?&?Y&S+T;T5_[(TG']QHHH/FE Z!BRM MZUYQMXXG^!1G6\Y^[#_R;?
UC!HYWQ+F$5;!15)?W(J#_ /W>H__)E32?B ME_P3H_8F@@X0/X,>&/"6E:B_[[#WPV\/137MRX_@D^RIR_'_+5@3ZU\J_ | M!5_4]$_;.|%>%/&'QU_8L.EV^CWEW#X%U3QIXANK?
4HWG$+W$B:?:3QKP+>M M/VD2H. !\Q!_1#X8_WX/_!C3_[-^%GPWTC0T*!9)+&S5991_MRG+R?5F)KP MO]LO_@GAX:^ ^(JKXSU/]H#^Q=/TW3UM=,T9?#N5@R=TDA?
[4FYG;&3M'" MH.=N3PYW@N(,1E(I59*KWBVGJYK0J)L\|.7ID3X$_$?X0:CXS^$WQ1\]|\=_#[Q5#M6U]96_@CZ M8;"*|9-
[6TLB)!ND79))MWL=KF7&.:NZG_P1_LZ[L[7_AIG?]KF,>[_(0S M&SC.?^/SFO:OV-/^"_>'B/C_(JWXSTS]H#^VM/Q>#&@WB#V J^N&!#&=M@HO)_MW!?!0C\(=K^\'H>4@D.7BB$S"XP+#B-W6).
S2,\7AKTWH_?CIV:M*^GETN>1@\-C*%1J2 M?++?7[MGK9G0?\,;_&/3_P#D7OV[?B1%CI_:1M[O_P!"49[_*>E>=?&7_@E MQXQ^.T4B_T4B_%?X^>%/%K.N/-
\6_!31[VX'^[E*47W4I)_@S\T=&_P""#'Q!'Q;I'.'[3-UX NY)O M-DF\':[K&EK(VFW;C':O9_AO\ ?\ X*]?!V.ON1/B8=CRT@7 M]S8^,X [-CL98+&&9R?
5YC]:^QZ*RAD&%HO]U4J1)R_5L[*^/S#%%*U>M*?G M)|S^^5W^)|9^-/VQO^^"FWPWN+B?\|T_M"O*X/^#AOP3HGBU/ /Q+_9F\\,N5S):^*=;N-%:/! .[[?91*/Q>OT@K*\|9 M>_ _ P
1=%?PW\|0?!NE:[ITO^LL-9TZ*ZA?ZI(K*?RHGE>81_@XV:]53E^NZVD(/?\| 3UKI?^&]UL?E\1_L?_&ZPQ]Z4^!?,B'_-9>>_;H*Y3 MXF?\|$5?^";OQ%U;_(2?3/V>;?
P9K:,6M=:^'FIW&AS6S'^)$M72$'ZQFN9_MX=M_MJ?!W][^R;_P5A^(]M;15'J7_#Q_P" UI_R,?A3Q[H^ M/O?
VGX*NEV_7:&_R*DM/^"FO[$US)]GN/C(;27O%>^'M0B(^I,&/UKRG_A;G M_!;WX&C;|0?V4_A+|;"'K=_#GQC+H5|?|?>+45,;/WVQ\'H*CN?\ @L[\ M%_!
&F_MG_LG_&/X0;#BXU'QA\/IKS2O>YCNK3S?-7W""CVV9P^*O%?XZ4E^ M*J)!_J[G,_| =I0K?X&I/_P%2Y_OB>\|:;^WG^QWJH!M?VA/#J9Z?:;EH?_1B MK70:;^U-^S-J^!IO[0W@W80W@B9C_
)XJM-WY>9FO.?A1^U)_P $ROVHO+B^&7Q6 M^$WB:ZN,B:;K;,:EDLEO3GIFVG"S#\4KT#4OV2V6M6R;[[G/P0S'JZ>%[S&/XK& M#VKIA+.9*\)TI+R4E^LCRJ^&S'SY*T.5]FG%_L>-
+R32?'VBW M2M9QA6MM5A<$Y/\ =8^A_*NQBEBGC$L,BNIZ,K9!KPJ?]@C]CW6/%EY8WGP% MT584M8V6.V\V$ D\D>6Z^E0R_P#!,?2\ 8P5S-I/PNO--D/62P\3Z@A_6_|CWVBO 3_P
$Z/@_:_\| (N_$WXE: M/C[O]F^.;AA6=Y^>[&>W^31_P MHG]O/2^=-_;KL-14?=CU/X9V4?X%%HWR>@Y]S1_:&-7_+W8F7%QS3 1N1/\ ]K4 MZP?X%?V+=3$G4X?YGFOU%> ?\(;_P%*S8)_;
./#XR_"_5,=/[3\/74&[Z^2>.G;U/M2_P!!I M_P#!3ZK2S_I?ACX+;HHZ?8;;'4S&8?&J]I.?TYH_MM.YLL/47_;M&)Q/(?W+,.S_S;=4H^
#3/[86G<>(/^"?6J MICJVF^/NL_0*HH_MG"KH5=(_8^G^'V5'S:]]?8AH-D?+]^W^.;3@+H@ZBX:%J^D_H'Y?'*O*^F
M/Y%Q_P!\R-[?Z5P?OP*5/:W@]??Z.PN@KY/$:1;YOV+[]Y_P!1?XI.Y'V_W>J*[6H^]OO.P^\$UC)OL/#C@X&[X7?V6^X'BY'$
W^%_P"SWX[K77B.X$/.1B@?XLW,+TWG/ZFE7/V/JH$&XJ2BL^?OA=*!&]O'T&;1:N9?&:V_3:NIYH!Y&W$@UO0@Z'HDF6$1OI.%)H
$3Q+I<$/@;!\)?*'G?ACQ5XUS@(T2M09F4TT;T/)]<7-B<;47@3*X[-9HL<@(0;8ZD#3HD.?@JL&9F.A(:J)TS<+DGEDD\RIOWLGG
^+/V@?!?:%O0D(&;2&*)Z@Y]]?T'OPG9L;]ON/LG7(C6%GNT"Y?2+L7.0G)Y+KLAHG66!+XKFK7)8HXT1V$3O/XV@4G]$WHNFU
OPQWIX_^,7AO2I8\|K: MZUB(3<=<1!MY_5YI-?B!<*VWR_!_A*XF7=Z%I1&,> MXR/K78^!/V,OV5?AML?PE!\O#DX/OFO2K>VM[2!+6T M@2**-=J1QQ@Z4Z13A37DG-
_>W%?^2A;$2W:7X_Y?D>_P#"`WV/P_"PP[;@J^=L*4A4R%KAL6UMXTX*5^@=1NGD3IP,DJ^)9JG]0V[<?B4.PZA6U5Y]F@1BS^W9V0
M&FQ_!/P0\-64P4%O!J)3M@1Q}(?A2F&%S4T0(^*QN@=>HK!Z/:T)QV\U4XW;E^B)VK4@04R$J]HT$3IW22A4]8KVNSHOE9W'J9)K0DH^
#UKY?_&B/^"&M%H+2+\1)@AX|5J8V@UX@*QRG7-4HW$)J8BQM_JJO1(XA8%Z>(7\;_<ON0>7:7#)UNPNWBKX#(N0]8&?P5>?%_>&E"#K5
M#)XJ^)OCS1+8J:ZTN4X{V4IHR@1T;@#MA@)?2S1XN@4Z7E#R46E3)$OO(JKSLHQ^WZ9Y>^X@RV4GT)E7X)?"E%7DCU@B_SY%6RU=4:D
BYXKN=9FD[G=$Q6!@3ZQ&OI_P"_#KX??"_08_"OPT\"Z-X=TN' M_5:;H6E6G6ENG:B.)54?NA_@<A3%J/>]%&&%:V&6T]?%:?GYN.;AD
Q!XE^-_BPR3%3U8Z;8#SHF Z!R03^-! M_P""";3)O[J!#7PBZE5@%^D5I>(AM4]EZR@X&0=+3$!N4L]]:D;6@C]RY[QLH0^!K;FN
#M4E%;TZ-*BK4+>Z?@7_"#K%B&14^%@0K8#4O^!]FWEC(0)=>F/%%#1A0RB&X_3TG=S84Y9?E4%OMX_:;#ND)+2JYRQTN=+BM
&Q1110 4444 %%%% !1110 4444 %8_@@Q^Y%B]_KLU85Q%K>VG+>I:5WTG8V?/$'*?0TP2KXI_ GK7_XD&;K+2JAI
@OQ_RAL_:$_[)_-_Z.BH_C"HHHH ?[1'_^TGG+^!#&_U![Y4G0#VM]J__!TYNT@F>4H00K%B*80]5H
Q5J7@+P%>^(G;MG>03+M>)BT#|HV&5' M1P5+*PGC/R\T!2**1"#=2PN8^VKA#PO2Q4QJ1U\IK3'*SGD+B9^&R9
($5_*B^K?VO/^"@;6C]H_^6H7Q2C94@B1^*'Z9C*69+2 A^RH+^RPM=5B;)F;PA2?T$Z7PL4YTF4$)Z
NM0NK6V7]S:1;$CAM+5&+ M,(+>**,L2S*S?-0!\I?%%D?^4B?_3]P"RY:G_ .D$=>?P?;1%M1Y+6!E!FA
#\HFWKU_[4?\ P3A^$?2!Y?7KIJ$KQY;ZW\,=7.>(M!UN"TMM& MO"L8>9BQGSRERR)S*,%E "DK7ONG6TUEI\G%%G&/&?AJV
M\>I_AY#^^T%I%W'XJ2714CN_P#3H\@!]!%U&!%\=$9F^MC%+%*2\=0H&NN5=1X\HB\EJP+=EB)U8B)X[E@%4]9M!,&OJ
:Y\;V&HR>,@XFLKX*GMM0:.WB&6HM;OSH@ M,2YB "YQM/-6?VBE8B5HRLHXK>M4D?>'N*8U+[!N@I*EIX@7V]3E&D
M97DG\3W2#Y+>XOM0U"&&W8!J)=)(J]2JL>BFM@Y)?'M4* M&?'!@2PPF;;6B]7)Q2Z7=F\BD>0IJFB=U9E!CS>(2JHY
MQ/XG\)'4]7)5>.N(H_*A,H556.*(";*$")(X8E(R$M7C!&!BR_(_(;G5'=:TWMSTQDNWB;ZE:0+@*F9!*FU
Z1]A,QL_,^;R.U>O?M?L$V,>KO3;L@46)U$ +=6AZG ^7&4*EA9@]PWEO!C0C8T?;37=Y!YK5TDC2YT&%#B
M!Y#'$LDS*IE>O+6LHO@=XWT70=2<^>CIFI?*!TV6N('=G[[8J8T%8!@_BX+H+I]7V?F>6B@7I!Y2B05R^>$&@
Z#=E_P" Q_QH>-)8 OH^Q>#H{V#F/%XC7>3>M]BG#AK06'0X*^H6F@G%X[VLS]5Y6Q6W14N!^XM*%H+Q&F0O7
MV+QO_P!!NR|IC]%L%FXSE^5?9^OV^+V*P'J$@=C2$5X6J^;V#JW$A46#2W#C]]L[)K<^H'K$KOX+
8_XUL44-RH9 ?GU'LW>XE$M@3$2!T78;@/4D$F#2!9UKO]5#|H+[8:9V2 EY>+D"B<6.CDK@X;DC%#&J
V7_M (#'_&MBBAN'V3*HU9Y@Y44/@8/7F1BX)+[5)@S6]#VHNB*JP[)#+J1Q1_'#J)I;/!I5=KX
(#'_&MBBAN8_XQ$QA^ M?/7<+ 1'$U^N_M.U47-VI5/E[G6Z^GT\1B&G1(XQ0QE#^5Y0!O%H7RS7
8_XT?8HT?8YH1!I%J>>!U?@8UW^&9H[+A8NKB!UFKR[:B.6MI=*/*)3\UKXG\Q@W+1UUGQ4
*TZ!6X^^[A%_#:?VV&ZZ %^1W_?)HM0L?XH.MI]P;I2,+T9;H=OL;L&A(B/\!R@V@<[FG/B$/_
C77-$@_8ZA8>T?4B?<'1^X]2Y2+Q.YF5G#;4(9_R[(OS/+[K$!+N|^!G@8V)>#(O2%$V;Z_2!H\[8\
@OQ_RAL_:$_[)_-_Z.B&2CEN=02GDZF%4XE<_K8=JK7SUKJE7U_<JP/>'@4H/B_Q(+JTR@N-1JJ
Q5J7@+P%>^(G;MG>0PMY5V32]+DL&XUPA\(?U>R&A<Z7Y+-+=X6?P?RWNF_X5"9]Z::5K-S!7B
#\K!_R'KSZ=?DHQ2T^Y<ZQGR'JZ[@G7G]NU'^Q$3L,-MAE.:VH[IHQ^)!$E0$3W9B:<
8_XUL44-RH0+!=RO/@XOY+G:B<&+^W.@VY>8RFUX*<]/3[QH7CX(
*TZ!6X^^[A%_#:?VV&ZZ %^1W_?)HM0L?XH.MI]P;I2
O!XE^-_BPR3%3U8Z;8#SHF Z!R0

M,:N/$-W:?;-3+E0&(N[C?*@/7:C*G)PHI-XR3TBH^KN_N6GW2!X;(,&_WM:5 M9]J:Y8_^!SU_|IGQ1XG_."F'_!7G]L@/HG_3[_86|0^&]"NABV|<^-],A
MLVEC/_+6)KPK;+QU5?//'!SQ6)X'_P""'?| P4(^-OB]?BK^V'^V#X=L]9DR MQFATZ3Q-J$<9((A634 MO:E3RK01G9@;37ZS5PGQ;_:<^ 7P+A9OBG|4])TN M=5W"P:?
S;MA_LP1AI#]0N*FM/V%)SQ%;ECUU4%]ZL_ODQO/Z6$C_+'AZ=)? MS27/+YN=X_=%'S'X*_X(;?LK6.KVOBWXXWWB+XPZ[:(%AU;XJ^);K4Q&./E6 MW#)!LX "-&P %?
47P^^$6E_"7P^GA/X5>%_"WAG2X|>7IOA_0(K.!?I'"JJ M/RKR_P#X:V^._P 7/]'_&7_-EG6+BTDXC|5>/9!I5@!VD2(DRW"?[N#[4? M|,I?M#_%[]_^TW^U1J8LY/| 6>%?
AW%_9EF!W1YR#-.A]& /O7FTL=0?^XT' M/^];EC_X%*U_6*D>/B|ZS',;*K4E42V3;Y5Z+9+T1T_Q<_:H^%OP.=[/XB_& M[0+:_4[1I%K"US>LQZ+Y$.YQD| D >]<-9?
M'_MA_&!Q'^S]^SK-8:?)Q'XF M^(R?V=!CLZVRL9I%/4,O;MS7K'PC_9:_9]^!:J_PP^%>E:==*,'4GA|^[;US M/*6DY]-V/:N_K;ZOFN)_C5537:FKO_P.2_*$7YG#R5Y_%*WI_F_|D?-
M[^QM M|?/BV!-^TM^U/JFJ6TG^M|,^%$.EZ<1_SS=?=L'WKT7X4?LS>!/@=:K; M_"GP5XK^]F/]B|;_/0;LO| P&/^-'V+QO|]!NR_P# 8_XUL45Z M!J8_V+QO_P!!NR_|!C_C1]B|;_|
0;LO_8_XUL44 - P#H-V7_(#'_&MBB@#'^Q>-_P#H-V7_(#'_&C[%XW_ M .@W9?| @,?|:V**,?[%XW_.@W9?| @,?|:/L7C?| Z#=E_P" Q_QK8HH MQ_L7C?| Z#=E_P" Q_QH^Q>-_P#H-
V7_(#'_&MBB@#'^Q>-_P#H-V7_(#' M_&D?3_&KJ4?6;(J1@@VIP1^=;-% 'SO|.?| @F3^Q]^T*)9?BU^S-|/-1N9| M^=J5MX<6RO7SZW-MY+9M M2T=/3=9WF_?
CME^F:^X:*YIX/"U'S."OW6C^]:GJT,|S?#0]G"M+E_E;YH_^ M RO"|#X7A|!?|%R/@GXCND|)?';X.?&F&"V3SO| A+O#LWA_49X|_*(S9YMP M_J7.*?-_P4Q_;0^$!|K]K7_@F/|
$_088^)]:^',5KXLLD7_)ZNULZ-$G?D M$CIR:^S;+_D=[W_KRB_F:V*CZK.'|.I)>OO+|=?Q-O[7P];_'G"TY><4Z;_M /)&H?| DC/D?X4_|%BOV#_BUJ']@V?
[7GAGP[JROY=QI'CG3Y]#G@D_YYL; MU8T+>RL:^D?#>N:CXRTB+Q!X0|>Z)JMA.,PWVFLL|,@_V71BI_U6^*_[/7P M%^.UA_9GQK^"OA3Q;!LVK'XD|/V][L'^R948J?0C!%?-WB3_
((<_L*KJ|OB MGX'6?C?X0:W,S:7_&ZSZI^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QKY'_P"& M,?| @JI|%<2?LZ_|%.X/&%C%_J/#GQJ|$0W>['3S-1M2+AL]#A1ZT?| #7'_M
5O^"9|OX_?|$V=#|>V,7_'SXA^"WCM&Z=X]/OA]HDSV&X8_&CZWR_Q(2C| MK_| I-P_L55?]VQ%.IYC*,>[3L_1[/Y,Z#[%XW_P"@W9?^ Q_Q MH^Q>-_| H-V7_@,?|:V**W/.,?
[%XW_Z#=E_X#'_!H^Q>-_^@W9?^ Q_P : MV** .?U:X|2Z%I5SKFL^*-/MK.SMWGNKB6 A(HT4LSL<| $GZ5^-/[4OQTU M?]HSXX:W|4-2E8P7,_DZ7$4V^5:1_+$N.Q(^9O|
:=CWK]GO'W@/PM|3_!NH M> /&VGR7>DZK;F#4+6*[E@,L9()3?$RN <8.",C(.02*|+|2_P#!,C]A_3]" MNKVT^"6R6.(E&_X274S@_0W-?&<79'F^?4Z='#3A&$=7S-IM[+:+T2_/R.#'
M8:OB4HP:2|_^&/S6_98^/&M?LX?&_1?BAI5PZP6|WD:K$J[O.LY/EE7;_$0/ MF4?WD4]J_972;CQ+KNE6VN:-XHT^YL[RW2>UN(H"4EC=0RNISR""""/K7CME_MP3_89ELXI9/@?
EFB4L?^$EU/DD?]?->U> ? ?A;X8>#=/| '@G3Y+32=*M MQ!I]K+=RSF*,$D)OE9G(&<#).!@# %/A'(|WR&G4HXF<)4WJN5MM/9[Q6C7 MY>88'#5|,G&;37E_PP?8O&__$&[+_P&/^-
'V+QO_P!!NR_|!C_C6Q17V1WF M/]B|;_| 0;LO_8_XT?8O&__$&[+_P&/^-;%E)RC%7;+ITZE6:A!-M]%JS2^Q>-_^@W9? M^ Q_QH^Q>-_^@W9?^ Q_QKY2|0_|%NOV2=8U>?
PE^R]X/^(WQQUR%_+>Q^%O M@BZNXHG[>9<3"*)4Z$NI< <|U2/QF_X+5?M#?)|*_P!E/X;?_2)_NZM|3_% M#ZUJ7E_|]([6P 2.3_8FR!W/>N7Z[0>D+R_PJ_X[?
B>PN'|R@N;$)45_T|DH M/_P%^^_E%GUU]B|;_P#0;LO_&/^->2_'K]N/| 9L_9A69/CQ^UAX#|.74 M)DTNZOTDON.N+6(M.WX(:|?_.'57QQ^-9^U?MP_|%*_BIXWBEYN/#/@AX?"
MNC2_P#+*2"T#-,@'&2RL>IKUKX"_P#!,/| 8#_9H>*|^$/[*_A.TOX2#'K. MIV']HWZM_>%S=F6523R=K"CVF,J?#!1_Q.[^Y?| R0?5LBPW|6O*J^U.-E_X M'.S_
/*;/#U_X*^>,OB^WV7]AK]CCXI_%|2"%IX@7PN="T&;/3_3[XKMSU^: M,<B|+_P#!=7]H*(?V[|2/A'| =*G_.6>C:8WB;6X0>H8S8M"<="A'.?: MOMH 8
P!T%%'U:K/^)4;|E[J_#7|0_M7!X?_=<+!><[U)?=*T/_"F?#R_| M$3O!7Q*O4UK]LO| ::^)?QLN0XD;3_&'BRYM]*C<<@Q65HT:Q+GG;N(]]W^ M%W[)/P2_9K?3=-
^!WP;|%>%"TQ1;C0/#D-O-(=O6655|R7CNS$U[56/XE_Y" M^C_]?I_]!-:4|+AZ3O&*OWZ_?N-_| MH-V7_@,?|:/L7C?_*#=E_X#'_&MBBMSS3'^Q>-_^@W9?^ Q_P :/L7C?_H- MV7_@,?|
&MBB@#'^Q>-_^@W9?^ Q_P :/L7C?_H-V7_@,?| &MBB@#'^Q>-_ M^@W9?^ Q_P :/L7C?_H-V7_@,?| &MBB@#'^Q>-_^@W9?^ Q_P :/L7C?_H- MV7_@,?| &MBB@#'^Q>-_^@W9?
^ Q_P :/L7C?_H-V7_@,?| &MBB@#'^Q>-_ M^@W9?^ Q_P :S+6U|4GQ3=1QZI;"X%M&9)# =I7)P *ZNL>R_P"1WO?^O*+^ M9H /L7C?_H-V7_@,?|:/L7C?_H-V7_@,?|:V**,?
[%XW_Z#=E_X#'_&C[%X MW_Z#=E_X#'_&MBB@#'^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8HH Q_L7C? M_H-V7_@,?|:/L7C?_H-V7_@,?|:V**,?
[%XW_Z#=E_X#'_&C[%XW_Z#=E_X M#'_&MBB@#'^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8HH Q_L7C?_H-V7_@, M?|:S/"MKXIDTZ1K#5+:-/M,@*R0$G=NY-=76/X'_
.01+_U^S?| H5 !]B|; M_P#0;LO_&/^-'V+QO_-!NR_| 8_XUL44 8_V+QO_-!NR_| 8_XT?8O M&_| T&[+_P !C_C6Q10!C_8O&_| T&[+_P !C_C1]B|;_P#0;LO_&/^-;% M% &/]B|;_P#0;LO_
&/^-'V+QO_-!NR_| 8_XUL44 8_V+QO_-!NR_| M 8_XT?8O&_| T&[+_P !C_C6Q10!C_8O&_| T&[+_P !C_C1]B|;_P#0;LO_ M &/^-;%% ',^);3Q:F@W3WVK6KQ"(^8B6Y!
(]C5FRL_&ALXC%K-F%|I=H-L M<@8^M6_&/_(L7O| UP-7-._Y!|'_%Q7^0H S?L7C?| Z#=E_P" Q_QH^Q>- M_P#H-V7_(#'_&MBB@#'^Q>-_P#H-V7_(#'_&C[%XW_ .@W9?| @,?|:V**
M ,?[%XW_ .@W9?| @,?|:DL[3Q:ETCWVK6KQ!OWB);D$CV-:E% !7R!_P7X_ MY0V?M"?]D_F_]'15]?U|@?| !?C_)0V?M"?]D_F_P#1T5 '|85%%% '[_?| M&FW_"E,_:[_.WC_P!/D]?O]7X
_P#!IM_RE,_:[_[>/_3Y/7[_% !17P= M_P %$?V_C!IG[1WC']@#]G#Q=H_@S7O#_[-6N?$_7_&FJV#W5VT,+26UM8: M9$)8E2XWJTSW#^8L:* L;,2R>T_LO^+_-LW0?C0WP?_
&B_$'ACQ?X5O_% MOKWA+QQH_A^;3+YK@3)%=6%[$9YH9'02PR+-'Y6|2$&,%"Q /HBBOBG]OG]N M?]KG]F?]O;]F?]GWP=X1|#Q?
#OXR_$";1=7UF>YN;K6&2"WCE9%B*1PVH8R$ M;@T[$1Y^3=@?1/[6'Q+^-GPX^%T<'[-?PYT_Q/| $'Q%JL6C^$K'7;F2#2K: MYD221[S4)8@7CM8((HG"#?(8UB3#RJ:
/3:*_,77_VXO^"M_P#P3D_;#^#W MP|_X*,WGPL^)/PH^.?C:W|'Z;XL^&^AW6FW?AG7+IPMM%)',Y$L+%L|[F*1R M-O4Q[)/H[]JO]M?XB0?MP?
#K_@FE^S#>Z39>._&'AN||6^,_%>L:>;V+PKX: MMF,0FCMA)&)[JYN!Y$6]O+CPTCK(-J, ?5E%?*W[,7[9_P 0K?| ;G|>_P#! M-#]IS4],U#QMX;|*6?C+P+XMTS3C8IXI|-
W$GV>1Y;;>ZPW5M=!H7,;;)5*R M*D>&0?0_Q=^*G@CX&?"GQ+|:OB7K"Z?X=|(Z#=ZQKM|RY|BTMH6FE?'* .BHK||;7]OC]O:__P""=$O_6#BL/#*>$TTU_%T/P-.A,;AO!B2DM(
MVJ^=N&I&R!O XC^SCB$Q'_75ZE^U_P#|%1=!^'_P/^".M_LIPZ7XG|9_M-:] MI.D_!V+65D%E'#>QQS2:K>)&RR-;VL$BR21(RNS,D>5W%E /KRBOD*?]KOXU M?LB?
MS_##]CK]K+Q[I/C#0/CCI6HK|/O'=EX>72I[+7]/2.6XTRZA25XFAFA ME1K>0;7#JT3"7(D'U[0 4444 >4?MS_|FC^/?^P"_P#Z&M=U|+O^29^'?^P% M:?| HE*X7]N?_DT?Q[_V
7_]#6NZ^%W_"3/P[_V K3_-$I0!NT444 %%%% M !6/XE_Y"^C_/7Z?_036Q6/XE_Y"^C_/7Z?_030!L4444 %%%% !1110 4 M444 %%%% !1110 5CV7_".][_UY1?S-;%8]E_R.][_UY1?S-
&Q1110 444 M4 %%%% !1110 4444 %%%% !6/X'_P"01+_U^S?^A5L5C^!_^01+_P!?LW_H M5 &Q1110 45YS|<_VO?V7/V9[-KSX^_'_P)^RWI:ZSK<,5S*.O[N#=YLA M]D4FOG6?
_@L[X(^*DSZ7^PS^R;|6?C=.6*P:SHGAB32]#+=,27]Z$|KGN8R. M#Z5SU,5AZ3Y925^V[^Y:GI87)|SQD/:4J3Y/YGI'YRE:*^|^T*CO+RTT^UDO MK^ZC@@A0O--,X5$4#)8D| #U-?
&/V+_@N-^T;_Q]ZO|_";]G319_X;2%O%>O MVX/4$MMLFP.XQS4EG_P18^$?Q(NXM;_;:_:0^*_QSO%<2/I_BWQ=-::.C@Y! MAL;,QB(9YV[V'M4?6*T_X=-^LO=7ZO|
ZO[+P&'_P!ZQ45Y4TZDOO| =I_^ M3L[GXU_|%?/^"=_P,U+_(1O7/VDM(U_77D|J#P]X'237+R6;_GEMLED5']I M&6N"_P"'A'[?7Q|_I>,Y 88O!7P;|*Q7^K7+C@I-);C << M9|Z3?
CG!IVS_(*]_M>?ZQ]#_9O|&7'|*[-:|4W$1]^(+7#OVQM&|.GQ;_M ,%(O^"OF@_!_0[E"Q|(_!+1UL+B8?Q"VOK@/?2$#C:D3^O:O)OA5^R+|,OB MYKG_DO[%O_3KO?&]S=$>;|=?
VK]4N;NVN1VGAL)F8W0ZE9$C7!'S+VK[MD^__!,G]E3X(>(O^%C:CX8O?'GC:1Q)<^.?B+?'5]2DE'_+16E&R)ASAHT5 ML'!)KUSXE?&CX3?!S3?[5^*/Q$TC0H2I:,:A>JDDO^Y'G?(?
9032G1RS"Q]I M47-;[4WHOO>GW_(BKQ%C*=-QI3Y(]H)4X_-0LY?]O-^9|R^!_P#@DOX?|8BP MU7]MOXU:S|4'L&#V'@VRC&B^%M-8(M^W)XA^)S&S_&4/V=/% M'C97.(_$.I1?
V3I&/[PGN &DQU*[5)'3K2?|*(_;-^,W[WXY_M)0^#],E_UG MASX86IAEVGLU]-F16QP0H*GG%<4||6)]W"PE5[=?90K5TGAK]BS]
MFSX/:+>:YX;^&UK>ZP8R|FO:Z[7UZ|G>3S)BVQCWV!:]@T[_)!|'_7%?Y"L M_8YOB?XE14EV@N:7_@4E;[H?,RY:|]WR^FK^]_Y'@'_#-G[5GQB_??M%?M13 M:+82_P"M|+_#"W-C$
>]M>2 S.IZ%2,=<'FN[^$G[(/[.7P2F74/ 7PLTZ/4 M0V]M9OU-W>L_4MYTQ9U)/)VD#VKTJBM:.4X&C451QYI_S2;E+Y.5[>BLBHT* M<7>UWW>H4445Z1J%%%% !1110 4444
%%%% &/XE_P"0OH__%^G_P!!-;%8 M_B7_)"^C_| 7Z?_ $$UL4 %%%% !1110 4444 %%%% !1110 4444 8]E_R M.][_->47|S6Q6/9?|CO>_| 7E%_,UL4 %%%% !1110!4US0=#|3Z7-H?
B31 M;34+*X7;/9WULLL4@]&1P01]17SE|7O^"/'_39^-%V=6|0_LH^'=)U'?YD M6J>#Q+HD|%Q^.P,N;#U90?] MV37Y,^+_/AU=|?OA(/._8]_X*D_&+PDL?-MHWCM[?Q9IL('2..&
[5#&G;[S M$9SS1_PDG_!=+X&<:O| #;X*?'33(?NG0=7N/#6L3@==_P!I!M$)[;GW.Z_]#^WL54_WFG3J_XH*__@4>6?| Y,?%_P#P^(?X7'[/ M^V-^P/| &[X7>7_Q]:V/"_|
;>BQ8Z_Z;9D[L=>(SQ7JWP6_X*B?|$]OV@_* MB^%O[77@JZN9|"'3M2U4:=>2$]EM[P12L?HM>]5Y3|:?V&/V-_VBA-)|;/V8 M_!/B*YGSOU&^|/0?;.>N+E%$R_@XI001U%?C%K'_
=G_P!K:7/IO_# M?E^)G.8YAA.3E]R]]K23V[KIZ'Z%P'POPQG7UAUFZR MCR6NI4W&_->ZC-IWLOM.UNE]?V3M_P#@[:^SV|<'_#O_#L0+G_A:W7 Q_T" MJ_8W7_$.@>%=
(GU_Q1KEGIMA;)ON;V_N4AAB7U9W(51[DU_&_7],V@?|$1OV M4-<,<+Y)]7=*]%2Y[J*E4'?AGILVO7-PXZJC6]M#N[8:05R9_;G_X*5_'
MS]U^R=_P3(U#PQITW^H|5_'GQ!'I"Q9Z%],@+7)'?Y7[8[U]3_"CX$?!+X$: M+_PCOP4^$7AKPE8[0&M?#FAP62/CNPB1=Q]SDD|UU=>Y[+%5/CJ6|HK]7?| M)'Y]]=R;#_P,-
SOO4DW_.2PY$O1N1|6_P###O| P4S^/A|[]JW_(*:7?A3 M3IO]?X5^ OAU-*$>>HCU.X#7)';YD/K75?"K_@B__P $|?AKK7_"8Z_|$O| MA/|
Q$[!KGQ%|3M4FUZYN&'1G2Y9H6OYWM|B*F? MYK*#A3G[.+Z4T]:^?(E?YW*7A[PYX>|):/!X>|*:#9:986R;;:QT^U2&&)?1 M40!5'T%7:**ZMCQVW)W84444""BBB@ K'|2_|A?
1_P#K]/| Z":V*Q_$O_(7 MT?| Z_3_ .@F@#8HHHHH **** "BBB@ HHHH **** "BBB@ K'LO^1WO?^O*+ M^9K8K'LO^1WO?^O*+^9H V**** "BBB@ HHHH **** "BBB@ HHHH *Q_
__M "")?^OV;_T*MBL?P/| |@B7_K]F_P#0J -BBBB@ HHHH **** "BBB@ HHH MH **** ,WQC__BQ>_| 7 U/_3Y/7[_5^ /_M :;?|I3/VN_^WC_-/D]?
O]0!|!_P#!=K_@E5|+_P!M+X':M^U9X?| B!K7 MP^^+GPI|"ZO<>'/'/AN5EEN].2UGEGTJ[164RVTJM,G# IY|GWD>2-XO^"2O M_!2;]I#QW|6]0_X)G?|
!1SX16OA+XY^#/!D&O:3K>AL&T?QMX?W)"FI6Q'" M299 Z#@GS,+$8Y(H_0?VX?V=/VXI]4^,/Q&_9J|5>$/%'AOXB?!Z7P_J?PR| M2PW5G=PW|%K?HEYI]])E:25+L1M!+
%8PQ8E3DUJ_LP_L-?$B#]K5_^"@W[M5?B#0YO'<7PRM? W@_PIX5CF;3_#.CK/]JGWW$ZI)>W,?|%D?^4B?_!/W_LN6I_| I!'7Z)5|%C%#MM%54D4,#,265B!@H?4?V]/A M?^VY|;?
%SX8V7_40_;<^'EPENMQ|*?V;/&$OB._U4C=%X@|H6G_!V?|7YO$X8&Z_9.L9/#?G# MAK0:CI22[,]O/2;IWW>]=/| #W]AK_@NOX8|+:%|%T_X*$?!CPOX"L1;:?>6
MG@'X5/97]KI2LJS1V4LC,L,YBWA)2-RN0^0WS5]"?M1_L0>(/"7[4?PX_;S_ M &=]=TG2OBE|.M-O-"N;;Q#YHT[Q5X>NP3+IEW+$&E@,7)NW12! M| ^5OC@NI:E_P
'9/P9B|.!F_L[]E+4)O$#1?PVC:AJJ1A|=O/:+@]V'J*] MX_X+_67B6_| ^"-7[0D'A193=+X"DDE$(.?LR3PO<_AY"RY]LUVG[+W[$>O^ M!?VI?B!^WM^T-K^D:O|
%3X@:19Z#;VWA^.3^S?"WA^U(:/3+228"6X,DW[^ M>X=8_,DV[8HE3!T_V=O@1^U;J'@GXM?#?_@H5|8/"GQ/T+QIXKU:'PKIFD>' M%L8K'PI=1^4FF7(1$|UMC2*Q/F-
ACF:3(V@'A5I?>&;#_@V42^A:(Z7'^PSG MMM9/^$/P0?<],=F?%7_@CG=?$E)QI;^$O&']FFY!V"9X3 M);XST)B>RV^H QTK]#8/^"6W[3,?[$C?|$I6^.OA|?!'P?
MA_P#!./P%^T#|%/AMX(^#VHVG@/Q- M|#?$.DZ[|&-;BL#<6^B7.G*L<-I++"'5IK*6!?(EB#J2NUL[D6@#Y8_X+|+J= M]^VK_P $]M&|-!CJK_M16-
R@C^]]CAGL6NSQSM$1RWM7Z=5|O:'^Q1|4?C7^ MV?X*_;>_;+O_J-2^%6@ZAI_P +__@ZXN;NQTN|OU2.^U:>ZN8H7GN)(HT MBCB$*) H8[I7(=?]&@ KC/C-|3?%_P ,M,LK_P
(?!W6O&,EU.T1P3QQ79T4 ?)/[5O[1_P 6/%?[.OB[PYK?]/C#0[2[TEHY]6OKB P MV]]E^=PISCZ>M>__K|3ZPWPP|.,?!UZ"=!LR067C]PE<_^W/| |FC^/?| ML O_.AK7=?"[_DF?AW_+
5I_Z)2@"7_A)=7_Z%"]_[Z6C_(275_| H4+W M_OI:V**,?| X275_P#H4+W_+Z6C_A)=7_Z%"]_[Z6MBB@#'_X275_^A0O? M^^EK,US7-1GU'39)/#=S&8[DLB,RYD.WH*ZNL?Q+_P A?
1_^OT_^@F@_P"$ MEU?_*%"]_[Z6C_A)=7_.A0O?| OI:V**,?_A)=7_Z%"]_[Z6C_A)=7_Z% M"]_[Z6MBB@#'_P"$EU?_*%"]_[Z6C_A)=7_.A0O?| OI:V**,?_A)=7_Z
M%"]_[Z6C_A)=7_Z%"]_[Z6MBB@#'_P"$EU?_*%"]_[Z6C_A)=7_.A0O?| MOI:V**,?_A)=7_Z%"]_[Z6C_A)=7_Z%"]_[Z6MBB@#'_P"$EU?_*%"]_[Z M6LRUUS45|4W5TOANY9WMHU:
,NY0">375UCV7_([WO| UY1?S-!_P)+J__M $*%[_WTM'_"2ZO_-"A>_| ?2UL44 8_P#PDNK_/0H7O| WTM'_"2ZO_T* M%[_WTM;%% &/_P)+J__$*%[_WTM'_"2ZO_-"A>_| ?
2UL5D>+_'_@/X?6 M']J^/?&VD:):@9-SJ^I16T>/]Z1@*3:2NRHQE.5HJ[$_X275_P#H4+W_+Z6 MC_A)=7_Z%"]_[Z6O$/B+_P %:/@FM|+"Z>+/VT_,CQ9|R+1=:75'4^A6R
M|TY]L9KSG_A^7^R9XJX_9_| A-|:/BN7_P!0?A]|*;Z<2^A!N1!Q7/+&82#L MYJ_KK]QZE+(=N[BTOO=E^)]:_P#"2ZO_-"A>_| ?2T?|)+J_P#T*M*%[_-]+7R5_P|+_
."A'Q!ROP*_X(|>.&BD_P!7>_$7QUIOA[RA_>>"3>Y_MW0^VW>JZSJ$7ICR|0-COGV]?KE-_!&3_[M=?YM)&O]A8F'|:K2AZU(-_=%RE^!|:_|)+J__0H7O_?2T?|"2ZO_P!"A>_]
M]+7R5_PPE_P4V^(?S_&C_@KUK-C;R?ZS2OAS|,].TKRAW"719I3]2.*/^')' MP%|6'S/V@?VG/CY|4"_^N@|:?%:Z:!O55CMEBVK[9X]:/;XF7PTG|VE^7,'] MGY32_BXQ/_!"I!
M(XSD5|>5]-?|%BO@#|)/V7?^"C?Q$^!/P*|(KH7A305T==*TI;V>X|CS='LI MY/WD[O(Y:661B68|MZ8%?,M?GF-YGC:O-OS2_-G]1?| MG_|%$/B'-8S
M';OA+X.V%OX8LT7O"URF^:XC/?> 2#C/>M__(-]_P#E$1|)/^X__P"G_4:] MT_:._;?_&6_V4+4'XW?%[3--U"10;30+=C P7M|)2YG*5XQTOILNBM?YW/YVS[-|11X@Q=/"TH0DJM1+K?
@K]C/3-0UC?YLFO^+ =9OGEZF42WK2& M-R>I3;7N?C/XO^%?A1X4E|5?$!;7PYHEC&!-J&K:A!:6T"@< N[*J]|#@5|Y? M|-)_|%%OVLO]&_94_9P@^%'A:XX3X@?
&%,7|D9_CMM*CRRMC!5IBT;]J6#_M ()Q_LV^#KV+XV_|% ?CKJ'Q9UZV8NFJ_$S5DM]'M7ZE;;3@P@C4_P#/)O,& M3P,UZLM)!P=][,H|PKUV*!O ^5C67+^QQ^ MV-^U$YOOV]?
VA=8CT.?F3X8?"4G2M+*GK%<7;$W%VAZ%6Q@C*M7IMO| MS?# MR|@3P-^R+|O/C|V*BWMD|-Z1]@TBUV|"-KF552)1VPI7T-/_X0+]OKXU?/ MX^^*N@_"W2)?O:3X.M?
M^I,G]Q[J7Y(V_P!N+TZ5YSS_TG; P=1]XJZ_| M W:"^3N<'UZFM*$;^>_XO1?(U/!'AK]D_P#81|#?8?!_PP|.?#S260+)%>GF32,9;E_| >9VK$7_@H#/|1'>P_9B_9X|6>/I=Q1=42#
[!I:MT^:ZF M7 (/;;SC@UTO@#]@?]G#P9JP|5^(?#-UXSU|D&77_'-|VIW$C#HQ$G[L$'D$ M("/6O9+>W@M($M;6!(HHU"QQQ]%55' Z"L91SK%N]2<:2?|OOR_P# I)17
M_@,O4PD|35=Y.WXO[W_DSYHN/ W[>OQEDW?%'XHQ> -(D/S:)|/+,->,GHU[M.2T;CUC!!]*Z/X:_L=_#X:ZE_PD:_!2|]0ZXS;YM?| %MU_:5W(_P#?S,2]
MM[HJU[O154|HP,9JI43J276;YFO2^D?^W4@5"FG=ZOSU_KY&,OB/5$4(G@V| M"@8 #+@"E_X275_^A0O?^^EK8HKTS8YGQ+KVIW.@W4$WABZA5HB#*[+A?
JI9Q(OA*|8")0&#+@|=:M^,?^18O?^N!JYIW_(/@_P"N*_R% &;_,)+ MJ_| T*%[_P!]+1+_PDNK_/0H7O| WTM;%% &/_PDNK_]"A>_|]+1+_P)+J__M $*%[_WTM;%% &/_,)+J_| T*%
[_P!]+1_PDNK_/0H7O| WTM;%% &/_PD MNK_]"A>_]]+1_P)+J__$*%[_WTM;%% &/_,)+J_| T*%[_P!]+1_PDNK_ M /0H7O| WTM;%% &/_PDNK_]"A>_]]+1_P)+J__$*%[_WTM;%%
'*:YKFH MSZCILDGANYC,=R61&9_| ?2UL44 8_P#PDNK_/0H7O| WTM'_"2ZO_T*%[_W MTM;%% &/_P)+J__$*%[_WTM'_"2ZO_-"A>_| ?2UL44 8_P#PDNK_/0H M7O|
WTM'_"2ZO_T*%[_WTM;%% &/_P)+J__$*%[_WTM'_"2ZO_-"A>_| M?2UL44 3GMS>[%WM>WQ)VM=['XPQ_|&H^JR1K(O[:EX0R@@CX5KC_T MZU^S'_"2ZO|]"A>_P#?
2UI:=_R#X/| KBO|A4U&%P.%P5_8QM??5O;U;[AG M'$647|S0 ?| "2ZO_P!"A>_] M]+1_PDNK_P#0H7O_ 'TM;%% &/| |)+J_P#T*%[_P!]+1+_PDNK_/0H7O| WTM;%% &/_,)+J_| T*%[_P!]+1+_
"2ZO_P!"A>_]]+1_PDNK_P#0H7O_ 'TM;%% &/| |)+J_P#T*%[_P!]+1_PDNK_/0H7O| WTM;%% &/| |)+J_P#T*%[_ M -]+1_PDNK_]"A>_]]+6Q10!C_ | "2ZO_P!"A>_]]+1_PDNK_P#0H7O_ 'TM M;%% &/| |)+J_P#T*%[_-
]+1_PDNK_]"A>_]]+6Q10!C_| "2ZO_P!"A>_] M]+69X5US4;73I(X?#=S.#_P#?2UL44 8__"2ZO_T*%[_WTM'_DNK_| M0H7O_?2UL44 8_| PDNK_P#0H7O_ 'TM'_"2ZO|]"A>_P#?
2UL44 8__"2Z MO_T*%[_WTM'_DNK_| 0H7O_?2UL44 8_| PDNK_P#0H7O_'TM'_"2ZO| M]"A>_P#?2UL44 8__"2ZO_T*%[_WTM'_DNK_| 0H7O_?2UL44 ,!$H#!EP>.M6_&/| R+%[_P!
< M#5S3O^0?!_UQ7^0H S?^$EU?_H4+W_OI:/| A)=7_P"A0O?^^EK8HH Q_P#A M)=7_.A0O?| OI:/^$EU?_H4+W_OI:V**,?_A)=7_Z%"]_[Z6C_A)=7_Z% "]_[Z6I+/7M2N;I(M)O#-U"K-AI79<+
[FM2B@ KY_P""_'_*&S]H3_LG|W_HZ*OK^OD#_@OQ_P H M;/VA/^R?S?| HZ*@#^*,*BBB@#]_O^#3;_E*9^UW_-O'_I|GK]_J_'_(-- MO^4IG[7?_;Q_P!/D]_?Z@ HKSG|K+]GW]D'X'X?
3_$?]H'XFZ7X?LUMKF6PM M+J|C6[U1X(6FDAM("P>YE"*6V("0.3@ D2? ;][]G#]IVRN[KX#?&CP[XFF MTT(-7T[3-4C>|TQG&52ZM|^;;L0<@2*I/49% 'H5%<=|0?VA?@7|*/&GAKX;
M_$GXN>'M$|1>,M0%EX3T#4-5BCO=7G.?DMX"?,EQ@Y*@A>Y%=?++%!$T|BH MB*6=W; 4#J2>PH =17EWPH_;8_9+^.GC3_A7GPA_:"|,>(=8>">>SL]-U)7_M +0AA<)-+:-
]V|CC8A7> NJ%@&(R,]1|7_C=|(_@!X1'CSXT_$32?#6DM>16 M<%YJUVL0N+F4[8K>)3|TTSGA(D#.QX - '4T5ROP?^-_PC^/_A1_&_P8^(6E M^(],BO9;*ZN--
N0YM;J,@26|RZU76M9OH[:ULX%&6DEED(2- .K,0!0!JT5P/P3_:D M_9[_&C9-1MO@G|6=)U^YTA87U2PM9BEU:QR@F&62"0+(L<@5C'(5V2!25+8 M-=]0 4444 >4?MS_/)H_CW_+
+_P#H:UW7PN_Y)GX=_P"P%:?^B4KA?VY_^31_'_]=-VE6H^/QY_Y*!I_]!-:4|+A2#_3Z_B8X?8PP_+2?'_V'_8OHV&F8F |_PGBX4BXYM/ M_Q]X*^N]M]:SUJ?N!%XN_G9!N?/*8E_]2/(KX@_W
MI2C%7D[(&TCI]***8!I@*3"+U5M*@_8LDR[[BUO0QQ%4(E3OB&OG|]H3_L4KO//OB??:N^AB+)%M>Y.^N@0WGO]/*:YTDHUDDWH9@VY8UJA?TPT3$ 'M4^%Q]TS3BCKEJD>X5ZF4Q!0"LXHS
_J=1LOALUGI|>F;BXD7GME6Y&QN4%AF6AOVB6!9_P,(;Z_BOVZ_U5&5Q_]O_7RMX@AWO4%@(H*]N$XJ_R*^_HKF/]!8/*M/3K?KU6W]>OV[,WT\BX1@J:?*4XEX9E1@U@T<^-^UD]J+69$Z|TA|
_AI#)]T>"_"_"%P/QHU=*#;F"A[C1F@J^2TN]+X+AGB|WB6^FBCCHXAE'H/F8C'4]@%CSK(=QGNH:HYXZOVB4F/DD6^,(QX#-O2DC^;OC|8.C*LQ?WXSDR4.J^8SO|/E+U1JZJKD^:1RVSS"
>45.3_"'+_P"3'V1>WMGIUK)?:A=Q001+NEFFD"H@]23P M!7A_CG]OO]B#X1^,;^7XC?M;?2#O2F6TC4V|_BZT:RUX;J?_!' MG_@EZ+(MQ6N'(6W&[^)_Q_Q@?
O)7W8^|P6XA4_BN/:M+P?X!_X(7/3$^92P^ MOP_Y>5:GI"',5]|G)_P#DH8LOGNPPZK[Q&60:D`>7W)JJN7P/D]5Q3X$9Y&EDRO79^O/:%]TP2/&
O^"2_P$D@GO'X5O7JRO_)'E/=NJ;^Z6^/HCF7:=|T^%Y#.#_?,AZ@D_'"L5(7]V$/PK?6!D/BVH.Q(,]/XWK7'$GPF(69V]2?B4;/1WFN=O0MLM^4%!TDN1;)I8
FV:*IEE M/^%@I2_QS;_](C3_#^9A?| "Y_^"Y@'@S]J8?@%]C@EX|E_QKD_,O<NRD@I9Q+-N!_LW>?J5E"WF-(OEBDL8(OI'I7?:2JSAP@'7GN6"E[LZIZ]N?'G3/Z/"0I%F'WO[6UJ.J/E_1?
5UGG,9_[X%'2?X= M;^*,]^8_9A9MSCH<5SRP^54G>I.G_P!O3B_S_0?_CG?(5V^)/@/K7R/7'+HNY'/_SA*_]R(<#BM3FV!SIO$?_VOJ6FG_?E*/ZSU^C8%NUT%!>0/.]CF=.DPI;LXF!

[1WQOU>3R==_P"" MV>G6!8_-9^%OV>!.6_W99(\C'KW I?VCD5%6>+I1_P"WU^AX];$4ZTN:MB(M M^YUWX@_M\^-MW6.;59VC;O\]J(\#]<9]:7]L9%TQ,7_ANS+VN"_Y^I^B;
M/TO) &2:YW7OB[\)_"N1XH^)_AW3=O7[?K4$./\ OMQ7YY?\,6_LD>(/^0W_ M ,$Z?VAO%3'OXN\37\.X^^V[7'/\R:Z+0?V,?@%I./\ A$O^")\EQ_=_M_QG M'S]?
M,LG:C^V3A>OPQ^S!_P5_:" M_8!\9W.K_%"\U+XB^%?&!EO/$&GW^I;9X-88;FN+>5@PC#G 9,;2JY !49[S M_@H%\&?
AGX9UGPBUY^P=X>^#WB&S:6YLO^$=\36=R+VVP5/VB"UC521(04D8 MA@48#<,[?!;KPEX-\:S6N@^/HW_LF2]B:\DBC+O$@8;G50R[F"Y^7<,]"<&O MDLVX]PF
SJA0H0DZ,;^U3BXR;ELDI&/#.B:C?P7GCNWM;"(Z)+K][YMC!;L RB MWM4VPK$000I5AS7T-HVAZ+XBJH ^@KZN5 M?.L8K1<:,'T7ORMZZ13_/ T=$Z^*]IJ-H1[+?
Y_\&YX)_PC_P#P4'^-G/B' MQ9X:^$6CR];/18AJ^K;>ZM,^(4.. \>"/2M;P9_P3^_9^T36%\6_$2SU7X@Z M\,%]9\>:D^H.3UP(FQ%MST!0D>M>WT5G#)\&Y*=>]62ZS?-]T?
A7RBC%4*=[MRU?GK_P/P(=/T^PTFRBTW2[&&VMX4"0V]O$$2-1T"J. /85-117J))*R-@HH MHI@%%%% !1110!F^,?\ D6+W_K@:N:=_R#X/^N*_R%4_&/\ R+%[_P!<#5S3
MO^0?!_UQ7^0H FHHHHH **** "BBB@ HHHH **** "BBB@#'\2_\ (7T?_K]/ M_H)K8K'\2_\ (7T?_K]/_H)K8H **** "BBB@ HHHH **** "BBB@ HHHH Q M[+_D=[W_
\HOYFMBL>R_P"1WO?^O+^9K8H **** "BBB@ HHHH **** "B MBB@ K-\8_P#(L7O_%P-:59OC'_D6+W_*X&@"YIW_(/@_ZXK_(5-4.G?\@^ M#_KBO\A4U !1110 4444 %%%%
!1110 4444 %8_B7_D+Z/_-?I_P#036Q6 M/XE_Y"^C_P#7Z?\ T$T ;%%%% !1110 4444 %%%% !1110 4444 %8]E_R. M][_UY1?S-;%8]E_R.][_->47\S0!L4444 %%%% !1110 4444
%%%% !111 M0 5C^!_^01+_-?LW_H5;%8_@?\ Y!$O_7[-_P"A4 ;%%%% !1110 4444 % M%%% !1110 4444 9OC'_)%B]_ZX&KFG?\@^#_KBO\A5/QC_,BQ>_\ 7 U< MT[_D'P?]<5_D*
)J*** "BBB@ HHHH *^0/^"_'_"AL_:$_[)_-_P"CHJ^O MZ^0/^"_'_*&S]H3_+)_-_Z.BH_C"HHHH _?[_@TV_Y2F?M=_\ ;Q_Z?)Z_ M?ZOP!_X--O\ E*9^UW_V\?\ I\GK]_J /R#_"[?
C/X[_L/_MGWW[?'BCX. MZQXZ^"GC#]F/6OA5J&HZ)$)I? FJWL\TJ7[QD@)%.QMHGERNY0RD[DBCD^__M -DW3OV8?V@M0\,_\% /V>/&VB>(?[?^&D'AJZU[0621-
0MXIDGB25Q\RR6\ MGGH8W 9#,RL%*XKCOVU?VQ?@I]?A_P#:$_8B\0>(],T[QEI/P$OM=L-+U'4(MTEUJRO+#48RUO$X!D\I[8JX7=CS8R<;AGY6_X)H?L[^#?V6_^"U'CSX;?L":
MI-%\$-3^!]CK/Q=*Z9>-/H?AWQM-=JMO;P8)6"Z>U1Y3;@_)'(PP%\I$ .I M_P""P'PR^'6C_P#!4S]@OXFZ/X%TBT\1:I\:=1M]4URUTV*.[O8EL(-JS2JH
M>4*$4*&)V@8&*W_^#G/X\^/?A'_P32_P'P32C^&'PWUZXTK4OC/\2-&^'LNI6DA66" MTOO/FN54CH)(+22%O5)F'>LW_@M+X]\,Z'_P4;_X)^VFL^(;*TE_X7;J,GEW M-
TB$(UI!&&P3T+NJ@]V8#J:[#_@XS_99^)O[3'_!.6;Q#\&/#-QKGBKX2>.= M)^(6CZ%:(6FU'^SS*EQ%&H!+.+:XN'50"6,8502P% ''_P#!Q/I=K^R9_P $ MP/"?[1/P
TZWT#6_V<_B!X6U;X>-9)Y8LHHYTTTV8V_9Y+>X,4D7W70 ,#@ M5F:)\9YOVQ_^#D[PW\/=39Y/"'P._9ID\7^&M,N#E(]=U>6SB>*]#(+&^2) M3_!L?:1O-+_P7*\:^$_^"DG[
7PP_9'_&3O&%EXDUKJI3QKX??P\FF3K-); M:%%*M_>:M,B$F.VMEBC$K'[KNJ?>(%:'B/X.V_[#_P#P<(^#?VE=5C%C\C.?C MG\"F^'%GK5TX6WL?$FGS6UQ;6DLAPL;3V=DB0AB#+
()%4$@ @$S?$74OV\-^!;M] N@,_9K^8"WMIL'KLFFC? M'?;BOFWX??#>?]KG_@XQU_\ :_\ !TJ7O@/]G_X)0^!&U^T826MWXIN[FYN9 M]2*4*?+(T%K>.LP4DQ2&-&
9B!ZO^T_XI_9_X+(_L_M%_LN_LF_%NP\2ZO9 M6FJ^#]0*6\]O'8^([91+# [3QIOC\](@9HIT9&XJS;30!XAHO[+_ (1'_!J^ M?A]--$\2>,)KO3M)::".^\4SS0LP91AT8X8<]#7O\ *_
NCI\,/#B"ZO<#0;, M#-VW_/!* .WHK'_X0?2/^?F]_P# MJ/^$'TC_GYO?_ MJ -BBL?_(0?2/\ MGYO?_ MJ/^$'TC_GYO?_+:@#Y,_P"#@C_E$1\6_P#N ?\ I_TZOQ:_8G^#
M5IHGPVN_&7B33EDG\31&-(IDSBRY 4CTK^3#,P_W<]J_,&RLK33;*'3K"W6*"WB M6.&)!A411@*!Z "OR/Q%QO)BX8>#U<4WZ7=OO\ T/3Q_$T\%P?_&10E:=6
MJYSMT@HPY5\Y*_\ V[YGEW_!+O3=+_8V_P""L7@SXD?%*+5+5++P3X=FUEYO$$ M.BW5W&D$^C7T4&1;QN[,7ECC(52=Q/:OU\\=_P#!=S]C+PJ'_P"$3\%?+Q< M1]S^P_$]L'_
/!BUMC\:^'OV)OAYX<\>_MT?"V'QS=PR^'UU'48-9T?4 MFH"73+I+=)(FRDCBZ^SE,@\GUQ7ZT6G['?],>GN);#X(^&8&'1H="ME/Z1UZ M_".)S?'Y4Y8>
<(VDT[IMWLNS2U.O,N)Y\1_5\7BH*=2--0E:36L92UDK;ROS M:.UFEN?"OC7_(.&O'4DK6WPC_X)Y>([M7.([SQ7XTM-/$?^TT<, 8 %TV *^F^I9]/XL5'_P6 M_P
U4BSECFOLOX6%HKS<:DW_.357'_R4_(2]^/W_!4_XJ-N\5?M,?&22VEZ MZ7X&^%VDZ)Y?/(6ZB:YE/U()%9MQ^SA\9_B+\WQ/_9<_:=^*"RZ<8?C%)GY+^ OV-_'O@HQGX8_\!$CX
M56Y3'EGQKIFIZX1SU;^T)QG\:]G\&Z;_,%C/#-D+3X1?LO_D\!Q,H @\, M>"+*R11CIB74OYCM7Z_\(/I'_/S>_\ @6U'_"#Z1_S\WO\ X%M6]/+L33^# M$./^&G27YTY'#B,QS7&?
Q\1*7K:7_I5SX/E\!?\ !?3Q(X6Z^-VE:-&Q^=+/ M1M!4XY_B*3$?A5>[_8L_X+"^+X\:]^VOK5DS#DVWBR&TQQ_TZV"X&OOC_A! M]"(_Y^;W_,"VH_X0?2/^?
F]_\"VK;ZGBNN)J/Y4U_P"DTT?$S7)4'T5$B'3^9I+W_@@YJWBV/;X^^+ MUA?%A\YN;[6;K/'_$TO5SZ?2OT*_P"$'TC_)^;W_P+:C_A!](_Y^;W_P " MVI_49O>O5_\ !DE_Z2T/FK?_)?
>U^5CX*\,_P#! #XN+B0G\:Z?P]_P1B^#UCXDDFT^;Q?]JO!;HXN+#XQ\EB.?>O ML[_A!](_Y^;W_P "VK,M?"NG2>*;JP:>YV1VT;*1<-NR2>IJ7E>'E\4ZC]:M M5_G,EQE+XI2?K*3
%/!_#__2K^&?A\J;+X^?$JSV8PFC:O:V*\=L16_2N MD3_@G7\+9E"ZU\8OBEJ8 Q_IWCJ9L_\ ?*K]:]G_.$'TC_GYO?_ +:C_A! M](_Y^;W_,"VK-Y)E$M;U0?Q"
M\6W[9]CMF7MQ5VP_X)M_L2:: +?X#638'_+QJEY+_P"AS&O6?^$'TC_GYO?_ M +:C_A!](_Y^;W_,"VIK(\EB[K#4__"/^0?5L.OL+[D<%8?L._LAZ:0; M?]G?PLV#Q]HTM9?_$/-
;=A^R_\ LU:4!_9O[/?@B @?>C*68/Y^7DUT7_" M#Z1_S\WO_@6U'_"#Z1_S\WO_(%M71#+LOI_#1BO2*_R*5*DMHK[B&P^%OPQ MTH@Z7\.=!MB#D?9](A3'?LM;-K965C'Y-
C:10I_=BC"C\A69_P (/I'_#\W MO_@6U'_"#Z1_S\WO_@6U=,:=.'PI(M)+8V**Q_\ A!](_P"?F]_\"VH_X0?2 M/^?F]_\ MJL9L45C_\ "#Z1_P_-[_X%M1_P@^D?_-[_X%M0!^"1\[?
[3L>]>96/_!, MS]M[4H3/9?!/>BN4)_X2331R#@CFYK]:/^$'TC_GYO?_ +:LSPKX5T[4-.D MFFGN01&/VAOAW\!X?A9^T/X(DTJ]\/W!@T6X?4[:Y^TV3?,B9@@E?:8SN3Y ML?+L
S@X]VK'_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK[#!86VJ[Q#86.!PD/&3D MH*RQL45C_P#"#Z1_S\WO_@6U'_"#Z1_S\WO_ (%M1_PE@^D?\ %M1 P (/I'_#\W MO_@6U&_Q&Q16
(/I'_/S>_\ M!;4?B(/I'_#\W MO_@6U'_@?\ "#Z1_P"?F]_\"VH_X0?2_^4? 2/%"1R\/%3!H^D?_-[_X%M1_P@^D?_/S>^WD\"_@6U'_"#Z1_S\WO_@6U'_"#Z1_S\WO\ X%M6]/+L33^# M$./
<_P")?"6F6.@W5W#<71:.(D![EB/Q%6;+P7I4MG%*US>9:)2<738Z M4 ;M%8__ @^D?\ /S>_ M]K_!C;%(^D? 5 ;7P@^D?_/S>_P\ MJR$*$/"; ,1QNZB_\,?,7+CU0,DF$V
#\WO_@6U'_"#Z1_S\WO_@6U &Q1 M6/\ \(/I'_/\W MO_@6U'_"#Z1_S\WO\ X%M0!L45C_\ "#Z1_P"?F]_\"VH_X0?2/^?F]_\"VH_X0?2 M/^?F]_\ MJL9L45C_\ "#Z1_P"?F]_^"1\[?
MZ/\ ]?I'_/S>_P"@JS%D9;/C:E%*(KU5_8]8/[A/?PRUY^*'^8K_XL%0'TC_GYO?_ M +:C_A!](_Y^;W_P "VOR5_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK]A%AQS/\^
F]_\ M!;1_X0?2/^?F]_\ JW\ D*'^8K__Q3]@FUPDQ^?3X?A!](_Y^;W_P "VJ_X0?2/^?F]_\ M!;4?\(/I'_/S>_P"@JS%D9;/C:E%*(KU5_8]8/[A/?
@6U'_"#Z1_S\WO\ X%M0!L45C_\ "#Z1_S\WO_@6U/^$'TC_GYO?_ +:C_A!](_Y^;W_P"VK2$*)^;W_,%M1_P@^D?_/S>_P"@JS%D9;/C:E%*(KU5_8]8/[A/?PRUY^*'^8K_XL%0 M@(@
[_P"?4.?^$'TC_GYO?_ M +:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0?2/^?F]_\ JW\ D*'^8K__Q3]@FUPDQ^?3X?A!](_Y^;W_P "VJ_X0?2/^?F]_\ M!;4?\(/I'_/S>_P"@JS%D9;/C:E%*(
(_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0?2/^?F]_\ JW\ D*'^8K__Q3]@FUPDQ^?3X?A!](_Y^;W_P "VJ_X0?2/^?F]_\ M!;4?\(/I'_/S>_P"@JS%D9;/C:E%*(KU5_8]8/[A/?PRUY^*'^8K_XL%0
M_P"@JS%D9;/C:E%*(KU5_8]8/[A/?PRUY^*'^8K_XL%0'TC_GYO?_ M +:C_A!](_Y^;W_P "VOR5_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0?2/^?F]_\ JW\ D*'^8K__Q3
+:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0?2/^?F]_\ JW\ D*'^8K__Q3]@FUPDQ^?3X?A!](_Y^;W_P "VJ_X0?2/^?F]_\ M!;4?\(/I'_/S>_P"@JS%D9;/C:E%*(KU5_8]8/[A/?PRUY^*'^8K_XL%0
!IM_RE,_:[_[>/\ T^3U^ M]MX>9T&U:[IT1_?/%XJ\S2@'$&(BE;6WYL5VK?\BVFZ!/;8)4:_A Y8?"XP)]G:B_8F&V@*-$T*H0[!%'/6V<WZ18FN4>4+X?@4 Z)%(%]O
$B.)57)QDG')K?HHY#M&+9K)6A=+[ZF*M8GGJZ[SJJA^?69X2;0%[A3H,*?>R?*QUF[0H4?'7-+K>P@/K]:W=LM$Z@GW_2YU1L0UMG6H^%&-@J]AZH,(@!&]]&:NO);)6V7?V*U)D7T
M$6J^+_AW#.@ZMKLGF:YJBEJ)V/ON:8]=BZ]/C4CEE=>6M<TP;R)>W/:SA4M@6?>T7U/!T4Q9;$I*3=:@E\A>7AZYFAXW/N%RE*1"/+C.R-&O8A1N^I&F[AXG27 /&FMW.8%4!1.NLE
'A33=#T>PC\NQTG1[".VMK9,D[8XHP%09). !UJ'PA_A_\/?[2 M_P"$!\#:/H?]]LZI+J>L?V\/ID5M]NO9<>96H\V9\#=(V6; R3BMBB@#F4^ M"GP:C^)3?&:/X2>&%\8-H 1-G:@!3.T7.,M<UF%HP;2L^QHPYKMHF48YXOUBA:AA8=ARH(8%>XE7;F82BW\=J#GWQ
2,6W;L-UL\W;MXQNQCBNAO["QU2QFT MS4[**YMKF)HKBWGC#I*C##*RGA@02"#P0:EHH Y[X;?"/X4?!K1)/#/P@^&/ MA[PHILUPT\NG^&]%@L8'E;[TAC@15+' RV,G%=#110
4444 >4?MS_\ )H_C MW_L O_Z&M=U\+O\ DF?AW_L!6G_HE*X7]N?_)-'\@%__\>%0 '?:H/H6W@(&7XM^>PCR. I0Z=JQ?GE[4'=2 ALB%!%0 @%IPT!
"U2VUO1_@U);7=G<)/:W$7BC5 \4B,&5U/VG@@@$ M?2O=J**UPN!P6"36'I1A??EBHW];)%0ITZ?P)+T"BBBNHL**** "BBB@ HHH MH **** "L>R_Y'>]_P"O*+^9K8K'LO\ D=
[W_KRB_F: -BBBB@ HHHH **** M "BBB@ HHHH **** "L?P/\ \@B7_KJF_P#0JV*Q ___"")?^OV;_T*@#8H MHHH **** "BBB@ HHHH **** "BBB@#-\8_\BQ>_]
<#5S3O^0?!_UQ7^0JGX MQ_Y%B]_ZX&KFG?\@^#_KBO\A4U !1110 4444 %%%% !1110 4444 M 8_B7_D+Z/\ ]?I'_/S>_P"@JS%D9;/C:E%*(KU5_8]8/[A/?PRUY^*'^8K_XL%0
4444 %%%% &/9?\ (JWO_7E%_,UL5CV7_ (JWO_7E%_,UL4 %%%% !111 M0 4444 %%%% !1110 5F^,?^18O?^?N!K2K-\8_ (L7O_7 T 7-_P"0?!_UQ7^0_U MQ7^0J:H:H=._Y!\'7%?Y"J_WY!]"IJ "BBB@
HHHH **** "BBB@ HHHH *Q_$O\ (7T?_K]/ M_H)K8K'\2_\ (7T?_K]/_H)K8H **** "BBB@ HHHH ** M** "L>R_Y'>]_P"O*+^9K8K'LO\ D=[W_KRB_F: -BBBB@ HHHH ****
**** "BB MB@ HHHH **** "L?P/\ \@B7_KJF_P#0JV*Q_$O\ (7T?_K]/_H)K8L&7JM1_P@^D?_/S>_P"@JS%D9;/C:E%*(KU5_8]8/[A/?PRUY^*'^8K_XL%0
(/@_ZXK_ "% % $U%%%% !1110 4444 %?('C_ .!/[9_A?KUZ MS7^0JGX0?2/^?F]_\ JW\ D*'^8K__Q3]@FUPDQ^?3X?A!](_Y^;W_P "VJ_X0?2/^?F]_\ M!;4?\(/I'_/S>_P"@JS%D9;/C:E
FG^SS^W3A^V#_P"^D?_/S>_P"@JS%D9;/C:E%*(KU5_8]8/[A/?PRUY^*'^8K_XL%0'TC_GYO?_ M +:C_A!](_Y^;W_P "VOR5_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0
M!I5Q<1Z.!)+(+D22(&9H'(;TAKH'F%GT%G+8'[FEEB#9IAA4%9BLF=4<$J92L4>!R;[%$,I7G:@98(.,);S7%\K_*M'=ZW-%(RU8IU>8Q:&GBF^BB]Y;6EX6:>S6-P52H\>7*(@^Q
.C_:5_:1_:I_8.T'X4_&3XA_&GP]I\ M4M4M"\=?<;?0!_BC0-_)IS_ZM++Y,5YHTD4\CGRI"K_9YS<&&6+=-%>8 &K_(LMZJ9M(TC[):J+^CC+%XCT6ERRKR#KJ;,V_ZFO0.W#C_Q#D8
MGNKFFX'D1;V\N/#2.L@VHWYO_?J$_M2_P#!FA!KDZ]I:-4$5XX,9KZ4Z4\%%7RRSR@V44.C:E(DZ:@G[WSH(6R#\QL/[X]D'J6&19,O-\!?LLG=B]Y(U]XN=*K_=/=L=;.H6$O
|7YO$X8&Z_9.L9/#?G#AK0:CI22[,]O/2;IWW>] 'TG^S%^V_[)0K?]N? MQ[P30_:&"EGXR)'^^+ =,TXV*>*?#=Q)]GD>6VWNL-U;70:%S&&V MR52LBI'AD'T/\7?
BIX(^!GPI\2_&KXEZPNG^'?".@W>L:[?,N?(M+:%H7QW M(1&('4GBOSG^."ZE J7_!V3@^.$ZJAX$:GV&WS%Z!'*M,WR8@@KJ!ZZR@RUOV(?^J^/SXLZB36\TS@#=&AX/:PU>%T?S@BYU@SAH(I6H
67B6_P#^"-7&O@D'A193=+X"DDE$(.?LR3PO<_AY"RY]LT >9 MVO[?'>U_P#0?<#_4BKSY[W D1#8Z4SM6W24FH!HZ32H+8SOBP7NJV9E/BS)B1KCN:@7OB7?+UA^@?NR8?]D3_@KY
1UO]E.'2_$_C/]K7K7M)TGX.Q:R ML@LHX;V...35;Q(V61K>U@D622)&5V9DCRNXLO%VE]X9L/\ @V42^A:Z:(Z7'^ MPSGMM9/^$/P0?<]\,=2(=F?%7_@CG=?\ NQB_;'17L>Y]A3;I5[\?H
M9X3);XST)B>RV^H QTH_4.?]KOXU?LB?7_@C.Y^5ZF]H;-/-TS/0VMNL53>-0P8%)3!9E-?U@0>ZC7__*&OSA4M>TJ]$=J<4!:=EB8@U2RLNE79XOZ]W<3O#1B/Q;X6UK>CAK2WV6=P@-G
^">VC>&@QU5_VHK&Y01 >^QPSV+79XYVB(Y;VK].I"#&WW*!O%]&G@>@(5\NR.!Q=&+SS!U2"1(RGG=AQYY[8'GR/ [|S]CK_/<;^-CN/AW(%.E?8O@1V_GYW9K$"Y/H/V1ADD&+V[
*)2OF;]]W]H_P"+'BO7"W$6E]KP(VK!>1-=(M+V#HR/(SC%'>!6HGM4=T0\ RAJM>Z[0:P6KIX6(E=6+WVUMJIB:QDO.%*I?R7\![Y"G@F;H)@RKR3Q*@3>U!V6K$W?V3:>Y^P-I:AJ
.@FC_A)=7_Z%%"][Z6LS7-@H ZNBL?_A)=7_Z%%"][Z6C__(275_|H4+W_OI:-BBL?Z:MX275_P#0K_Q:T|2_ |\Q-_P#/O[W_P!=5^Q-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W<0?T]/_
%"][Z6@#8HHH __X3%@-F#1HSA8HFH9.K/ *4%AZV. 7_@"GD.:K>XCVXZX>H3N[&%9W5'1GC@A)3;&(J*Z=_AGAA>_%2\&%F_Z% ,2]$TS-NOR/Z(.U2A.HZ<O0]8"'Z^(:+L
^O*+^9H_X275_P"A1OO^^EH_X2NR_YJ8$7/P>]F^5AZ2SP%*^$"*N@J]TI;?_A)=7_Z%%"][Z6C__(275_|H4+W_OI:-BBL?Z:MX275_P#0K_QR>T52_X27(1GI$+YO:Q=/ZDIJ+0MS8
[_P!=5^Q-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W<0?T]/_4/0N'_\C3JHW_(\S 'BUU\DU<=[CD0'$'_;5#*ZG%3&=0@<R.?B5H5*M(0#EV$:.<KF3V^F9)I7%&DN)%H$A^2Y%A
|)+J_Z%%"][Z6C__(275_|H4+W_OI:-BBL?Z:MX275_P#0K_Q:T|2_ |\Q-_P#/O[W_P!=5^Q-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W<0?T]/_QL(/=/^G&ZA8(Y$1JI:6\P
MA>_]]+1_PDNK_P#0HWW_ 'TM'_"2ZO\ ]"C??]]+1_PDNK_]"C?_ +:C_A!](_Y^;W_P "VOR5_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0?2/^?F]_\ JW\ D
[F,QW)9$9ES(=O05I_\)+J_Z%%"][Z6C__(275_|H4+W_OI:-BBL?Z:MX275_P#0K_Q:T|2_ |\Q-_P#/O[W_P!=5^Q-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W<0?T]/_
"2ZO_P"A1OO_ 'TM'_"2ZO_"2_|H4+W_OI:-BBL?Z:MX275_P#0K_Q:T|2_ |\Q-_P#/O[W_P!=5^Q-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W<0?T]/_?"2ZO_P"A1OO^^EH_X2NR
M_({WO^^EH_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X2NR_YJ8$7/P>]F^5AZ2SP%*^$"*N@J]TI;?_A)=7_Z%%"][Z6C__(275_|H4+W
^^EH V*0-_]]+_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X2NR_YJ8$7/P>]F^5AZ2SP%*^$"*N@J]TI;?_A)=7_Z%%"][Z6C__(275_|H4+W
"A>_|?2T?)+J_Z%%"][Z6C__(275_|H4+W_OI:-BBL?Z:MX275_P#0K_Q:T|2_ |\Q-_P#/O[W_P!=5^Q-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W<0?T]/_1S@9>0Y*7$*^/<W'6CHYN
M_P#"2ZO_"2_|H4+W_OI:-BBL?Z:MX275_P#0K_Q:T|2_ |\Q-_P#/O[W_P!=5^Q-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W<0?T]/_S-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W
]+1_PDNK_\ T*-]_WTM'_"2ZO\ ]"C??]]+1_PDNK_]"C?_ +:C_A!](_Y^;W_P "VOR5_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0?2/^?F]_\ JW\ D
)+J_Z%%"][Z6C__(275_|H4+W_OI:-BBL?Z:MX275_P#0K_Q:T|2_ |\Q-_P#/O[W_P!=5^Q-1S@9>0Y*7$*^/<W'6CHYN[H3C5L\!W<0?T]/_MA_K\L<UA5%B\C^R2Q%CC5$FW
V**Q_P#A)=7_ZH^^EH_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X275_P"A1OO^^EH_X2NR_YJ8$7/P>]F^5AZ2SP%*^$"*N@J]TI;?_A)=7_Z%%"][Z6C__(
%"][Z M6@#8HHH __X3%@-F#1HSA8HFH9.K/ *4%AZV. 7_@"GD.:K>XCVXZX>H3N[&%9W5'1GC@A)3;&(J*Z=_AGAA>_%2\&%F_Z% ,2]$TS-NOR/Z(.U2A.HZ<O0]8"'Z^(:+L
.A0O?| OI: -BBL?^$EU?P#0KWW_ 'TM'_"2ZO\ ]"C??]]+1_PDNK_]"C?_ +:C_A!](_Y^;W_P "VOR5_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0
.A0O?| MOI: -BBL?^$EU?P#0KWW_ 'TM'_"2ZO\ ]"C??]]+1_PDNK_]"C?_ +:C_A!](_Y^;W_P "VOR5_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0
.A0O?| OI: -BBL?^$EU?P#0KWW_ 'TM'_"2ZO\ ]"C??]]+1_PDNK_]"C?_ +:C_A!](_Y^;W_P "VOR5_P"$'TC_)^;W_P+:C_A!](_Y^;W_P "VK]A%AQS/\^F]_\ M!;1_X0
_;Q_P"GR>O]_J_G_P#^#P_]_ M(T#"_>4?^I3J]`-`_;YFN4+#T"=IWR?^1;]K^9#C7_^W\ M`'(_M="]9]'10`3I$*TX[GI']J0V]6XG9]O^/[XNZ=*N9:-(+5P(%.__?^I3J]
MAM[FWB728Y9X(C(PFNW$?F1*07$J[W[4W[$7B<#HMV!EEHO@`/=^$6@T!1I*?OHCCL\!.R)+5F/4U]:]BYBS@OAH^/!#V(3>DSV8Z>`7\'H2FF,Q)AT2)]VR:#"6.F9`8Y'0D`)9IH
'IEI),!+< M&2;]_<.L?F2;=L42I@Z?[.WP(_:MU:+7XH0V'/:L1G,Q8LX_9QH1(\T'\=$20"O1>`A:AC62"[CF;6;O`#U'RE8+D)[+.HZ[D1KG\H0I?#4N`E_'D"Z2<(C6;BE2M@>%
WQ#I.N_!C6XK W%%OHESIRK'#:2PAU: M:RE@7R)8@ZDKM;.Y%KZ3HH_^7M@_%T`S!6C[$T^0O_1X1`BK@1R@F)^@LV%T^.#4P>`M[K74S_:1`Q1\HJ\&J,^QCQ@SY/ZNP
W8Z7>7ZI':M/=7%4D4:11G^0_LW4@K=H_TKD.0U_+QR@QN+C[9:@1H6AJ9"_N#J@TQ6/_\N_*S+XV>Z\)C\-MG5KV0J>EQ1+A1X1^S0K3+,R[B!P@NF*1M4_`Z6`&^&U?9?P@
;M%%%% !1110 5C^!)_8_N:(E.:QN1 !W1 =AW#D+F"\ZEBZ<,4WX\-ZNFS@)/%UY$$$GGKGO'7Z_<R&:RQ9A>4J>&^2_2(B>(+LK5%E/:2?^ZCL-MVRZ6 4444 %%%% !111
M0 4444 %%%% !6/X'_ (&B7_ *ZIO_0JV*Q_ _ #;_ .0H_X+ P'7D(9//I2G?V<!9`>W'E=CQB9U!4*=LF`6^K]6P_9'@+\Z#O_@+Q16-"6*>8HX)7TEP$L,"?+PO7BG
<#5S3O^0?!_UQ7^0JGX MQ_Y%B]_ZX&KFG?\@^#_KBO\A4U !1110 4444 %%%% !1110 4444 %%%%Q%@5]H]J6BBLG/OWA^X_?^^M;O_MRGA!A5H0W)1I[UL*C&?=C(8E]6N
\HOYFMBL>R_P"1WO?^O+^9K8H **** "BBB@ MHHHHH **** "BBB@ K-\8_P#(L7O_%P-:59OC'_D6+W_*X&@"YIW_(/@_ZX MK_(5-4.G?\@^#_KBO\A4U !1110 4444 %%%%
!1110 4444 %8_B7_D+Z/_ M -?I_P#036Q6/XE_Y"^C_P#7Z?\ T$T ;%%%% !1110 4444 %%%% !1110 M4444 %8]E_R.][_UY1?S-;%8]E_R.][_->47\S0!L4444 %%%% !1110 44 M44
%%%% !1110 5C^!_^01+_-?LW_H5;%8_@?\ Y!$O_7[-_P"A4 ;%%%% M!1110 4444 %%%% !1110 4444 9OC'_)%B]_ZX&KFG?\@^#_KBO\A5/QC_,BQ>_\ 7 U;MR"#PIS7
ML/@WQKX-^(WA>X-W>P5_9T"2(-0YK?Z.+?<#*+*G!=,ZRS2GOB%>+9]S=V%H3WNIUL>K`?JJ_/"FR46\I$$*./E[_`+W7&\($^&^_"/=M4[*-K(?F^Y&&A/(Q+B5_"M]!\
O!'_#3_@E)XP)!:0`_*O*!?CV!&^,XO+WCM<6^P$T1*4?0_/F!M\H`SV("9-FIQ5%P2O_X@K/^.U^<_[B,_K<5CD/G.O[=^Q0%PZK8@TDH/FEJ7-\&J*\I_KOW$@%+";X?0(\
(D42Q1ADP&9FN:G\\0|4_:ML*)1@@N/G1U#E0_:ES*HPY!8'D*O=OS.7KZ`W4@[-+'V([F6^$=%=HU[6[(UH1G1C0]2S63(X3P!3+I*E?TRN:F,@B9R&I`*Y6O.&CDAI&V^W&VSF]2
S755^<3?$74O MV\-^!;M] N@,_9K^8"WMIL'KL MFFC?'?;B@#LW_;=_9&3-9`^/\?6=(7R4"7.VIJ&3^JDHMDT:Q$^FH^ZKJ+J+Z4C9T2\K7J@KY6C0AS^:FLDPXZUNKA<@@G2-5TM?"
"TBT>ZU76M9OH[:ULX%&6DEED M(2- .K,0!7YR:+^R_P"$1_P!J_P@^O:]%@*Q(HI:TJ@21FCK[,F!&YCC]'3S.R:W=IJ+&UN3X:DU?&M^E@<9^'CY]>PD<.U!EA+^^[P(
K?\$_VI/V>_VC9_"E.+ M;BBM-5V!Z$V0:RVM>&/H/DS;;TZ%X*Z+6+NRF=GD2BHO0=F2?3U9/2*1@<2;/B%RP/R_&>MD/-VFQ"T5\1*D%X.'AHG$<H:PO*RFDX7*SUZ?G</_SJ
.2WN6-

*P@/W7)-?H[0 4444 M>4?MS_|)H_CW_I_O_Z&M=U\+O\ DF?AW_L!6G_HE*X7]N?_)-'|>_]@%__M $-:[KX7?\DS\,_]@*T_]$!0!NT444 %%%% !6/XE_Y"^C_]?I_]!:,%8_B7 M_D+Z/_U^G_T$T:,%%%% !1110 4444 %%%% !1110 4444 %8]E_R.]{_P!> M47\S6Q6/9?\ (]WQ_7E%_,T :%%%% !1110 4444 %%%% !1110 4444 %8_M@?\ Y!$Q_7I-_P"A5L5C^!_^01+_ -:?LW_H5 &Q1110 4444 %%%% !1110 M4444 %%%% &;XQ_Y%B]_ZX&KFG?\@^#_ *XK_(53\8 \BQ>_]<#5S3O^0?!_ MUQ7^0H FHHHH **** "BBB@ HHHH **** "BBB@#\2_\A?1_P#K]\A_Z":V M*Q_$O_(7T?\ Z_3 _.@FMB@ HHHH **** "BBB@ HHHH **** "BBB@#'LO^ M1WO?^O*+ ^9K8K'LO^1WO?^O*+ ^9K8H **** "BBB@ HHHH **** "BBB@ K- M\8 \BQ>_]<#6E6;XQ_Y%B]_ZX&@"YIW_ "#X/^N* P A4U0Z= R#X/\ KBO\ MA4U !1110 4444 %%%% !1110 4444 %8_B7_D+Z/_U^G_T$UL5C^)?^0OH_M_7Z? _030!L4444 %%%% !1110 4444 %%%% !1110 5CV7_(]WQ_ %Y1?S-; M%8]E_P CO> _]>47\S0!L4444 %%%% !1110 4444 %%%% !1110 5C^!_P#D M$2]?LW_ *%6Q6/X' Y!$Q\ U^S? ^A4 ;%%%% !1110 4444 %%%% !1110 M4444 9OC' D6+W_K@:N:= R#X/\ KBO\A5/QC R+%[_UP-7-_ Y!\'_7%?Y" M@*:BBB@ HHHH **** "OD#_@OQ_RAL_:$ _I)_-_Z.BKZ_KY _P"" '_*&S]H M3_LG\W_HZ*@#^,*BBB@#]_O^*#3;_)2F?M=_]O' _*?)Z_?ZOP!_X--O^4IG M[??_ &\]?^GR>OW^H ****/S< ;.4\?\ _!.?_@L?\!//@3XR^.&]^%[X;>{K M/7+|Q7'>> (HHI?"-XFAS/*DMSE#:7-K.I&](@H)CR04:!^1_%GI_]9/!1'_!ML9X=GU>S\1^:,_X4_%)?&/P\L]8M1]JOB+P7!UY/%:DQN/,:,:.6:)""3!%$ M$!R@/[>/ V#_P!CWXH? %O1/CGXX_9P\%ZAXIT&\FNK75[CPO9O-/+)$8RTS MM$6E*@[EW'Y6 8"_B'X0TO7M'OD"7NDZU!=U;7"@@@/%*K(XR M<$'D4 ?GW\/OAO/^US_P<8Z_^U_X.E2]\!_I_P#P2A\!"- K]HPDM;OQ3=W-S< MSVD4H^61H+6\=9@]BD,:_ S$#U^]I_Q3^SY_P %D?'V ?VB_V7?V3?BW8>)= M7LK35?!^H%+>>WCL? $=LHEA@=IXTWQ^>D0,T>Z,C<59MIKZ0\'^#/!_P!\-6 MG@SP!X4TW0!'L(_+I=)T>PCMK;V3).V.*,!4&23@ =:A\(?#OX?_]_M+_A_M_? VCZ'_ &SJDNIZQ_8^F16WVZIEQYES- Y:CS9GP-TC99L#).* /S03]K70I M?^_#9X^"&61?B2?@JWP;'@+;_ ,3H^,19?V!_9HL_];,GSOWWE;<^4?,QL^:O M/OC+^P9XK_X)P^"/^"=*'[3'B2%6T[!FZ_7PU\:+ZW8/!%MKL,<- S[3N.:.6 MUW).'D[+.K$8!{_6)@I\&H_B4WQFC^$GAA?@>0WBL:#;C4C%MV[#=;/-V M|>,,L8XKH;^PL=4L9M,U.RBN,:YB:*XWYXPZ2HPPRLIX8$$@@\$&@#\Z/^"D M7@./]NS_ (*O_L@? CX57\&L6/P;\2W7Q3^)NHV$PFAT.VMS:MI"3.I*K)=W M$,BQOD[BB-(44D?HY7/?#;X1_"CX-:))X9^$'PQ\/>%--FN&GET_P -Z+!8 MP/*WWI#' BJ6.!EL9.*Z&@ KC/C- \#/"'QSTRRTGQ?JFM6L=C.TT+:,+JTEHS M,5VD.4^\,=C79T4 ?)/[5O|%/PG^'W[.OB|QHGB3QA-=Z=1+301WWBF>:%F M#*:,C'##GH:]_P#A7X%T=/AAX<075[@:#9@9NV_YX)7/_MS_)H_CW_ + + M_P#H:UW7PN_Y)GX=_P"P%:?^B4H E_X0?2/^?F]_\"VH_P"$'TC_)^:,W_P+ M:MBB@#'_ ,$'TC_GYO?_ +:C_A!](Y^:W_ ,"VK8HH Q_^$'TC_GYO?_ M_MJS-<!*Z=:ZCIL,<]R1/WI75UC^)?\ D+Z/_P!?I_|-030 ?\(/ MI'_/S>_ ^!;4?\(/I'_/S>_ |-@6U;%% &/_P@^D?_-[_ .!;4?_"#Z1_P__M- [_X%M6Q10!C_P#"#Z1_S\WO_@6U'_"#Z1_S\WO_(%M6Q10!C_\(/I'_/S> M_P#@6U'_ @^D?\ /S>_ ^!;5L44 8_|P@^D?_-[_X%M1_P@^D?_-[_P"!-M;5L44 8__"#Z1_S\WO\ X%M1_P (/I'_#\WO_@6U;%% &/_(/I'_/S>_ ^M!;5F0AA73I/%-U8-/<[(I:-E(N&W9)/4UU=8]E_R.I[_ ~>47\S0 ?\ "#Z1 M_P _-[_X%M1_P@^D?_-[_X%M6Q10!C_/"#Z1_S\WO_(%M1_P@^D?_-[_ M .!;5L44 8__@^D?\ /S>_ ^!;4?\(/I'_/S>_ ^!;5L44 8_P#P@^D?_-[M_P"!;4?\(/I'_/S>_P#@6U;%% &/_P (/I'_#\WO_@6U'_"#Z1_S\WO_(%M1_P@^D?_-[_ M .!;5L44 8__@^D?\ /S>_ ^!;4?\(/I'_/S>_ ^!;5L44 8_P#P@^D?_-[_P"!;4?\(/I'_/S>_P#@6U;%% &/_P (/I'_#\WO_@6U'_"#Z1_S\WO_(%M1_P@^D?_-[_ M .!;5L44 8__@^D?\ /S>_ ^!;4?\(/I'_/S>_ ^!;5L44 8_P#P@^D?_-[_P"!;4?\(/I'_/S>_P#@6U;%% &/_P@^D?_-[_ .!;4?\ M"#Z1_P__[_X%M6Q10!C_P#"#Z1_S\WO_@6U'_"#Z1_S\WO_(%M6Q10!REK MX5TZ3Q3=6#3W.R.VC92+AMV23U:;?_"#Z1_S\WO_(%M19?\CO>_]>47\S6Q M0!C_/"#Z1_S\WO_ (%M1_P@^D?_-[_ .!;5L44 8__@^D?\ /S>_ ^!;4 M?\(/I'_/S>_P#@6U;%% &/_M_P (/I'_#\WO_@6U'_"#Z1_S\WO_@6U;%% &/\ \(/I'_/S>_| @6U'_"#Z M1_S\WO\ X%M6Q10!C_\ "#Z1_P__[_X%M5'Q+X2TRQT&ZNX;BZ+1Q$@/_^\;4?\(/ MI'_/S>_ ^!;5L44 8_P#P@^D?_-[_P"!;4?\(/I'_/S>_P#@6U;%% &/_P (M/I'_ #\WO_@6U'_"#Z1_S\WO_@6U;%% &/\ \(/I'_/S>_| @6U9FN>%=,M= M1TV&.>Y(GN2KEKAB0-O;TKJZQ_$O_(7T?_K]/_H)H /^$'TC_GYO?_ MJ/\ MA:!(_P"?F] |"VK8HH Q_P#A:!] (_Y^:W_P"VH_X0?2/^?F]_P# MJV**_;? M_A!(_Y^:W_P+:C_ (0?2\ GYO?_ MJV**_;\ X0?2/^?F] | MJ/^'$'T MC_GYO?\ P+:MBB@#'_X0?2/^?F] |"VH_P"$'TC_)^:W_P+:MBB@#'_ ,$' MTC_GYO?_ +:C_A!](Y^:W_ ,"VK8HH Q_^$'TC_GYO?_ MJS+?PKITGBFZ ML&GN=D=M&RD7#:LDGJ:ZNL>R_P"1WO?^O*+ ^9H /^$'TC_GYO?\ P+:C_A!] M(_Y^:W_P+:MBB@#'_P"$'TC_)^:W_P+:C_A!](_Y^:W_P "VK8HH Q_^$'T MC_GYO?\ P+:C_A!](_Y^:W_P+:MBB@#'_P"$'TC_)^:W_P+:C_A!](_Y^:W M_P "VK8HH Q_^$'TC_GYO?\ P+:C_A!](_Y^:W_P+:MBB@#'_P"$'TC_)^:W_P+:C_A!](_Y^:W M_P "VK8HH Q_^$'TC_GYO?\ P+:C_A!](_Y^:W_P+:MBB@#' P"$'TC_)^:_MW_P+:C_A!](_Y^:W_P "VK8HH Q_^$'TC_GYO?\ P+:LSPKX5T[4-.DFFGN0 M1_ ^!;4 M?\(/I' /S>_ ^!;5L44 8_P#P@^D?_-[_P"!;4?\ (/I'_/S>_P#@6U;%% &/_M_P (/I'_ #\WO_@6U26?A+3;&Z2[AN+HM&V5#W+$?B*U** "OD#_ (+\?\H; M/VA/^R?S?^CHJ^OZ^0/^"'_ "AL_:$_I)_-_P"CHJ /XPJ*** /W^_X--O^ M4IG[7?\ V\?^GR>OW^K\ ?\ @TV_Y2F?M=_]O'_I{GK]_J "BBB@"O=:OI-C M?6NF7NIV\-5>LZV5O+.JO<%5+,$4G+D*"3C. ,U8K\6?^">/Q5^&/_!3+XU> M'M!,;%\=^*;CX_Z?\6?&|C\1O!4GC? 5-*N?"=G%:72V$.EP6UQ$;*VB18T,\ M 61UD,KLO!/Z]?LF_#[XB_/|G.Q^'_ ,=?BOJ?BC4/#E_K"-XN\4:FL]Y= MZ6NI73VSUW.+R#P'X0OM7CL"-WI9/%$QAMJW\/F2^7'GM MOS0!ZA17Y9Z9\+?CGJ/_1)?_@J'/\ &GQ2?VD9?AD_Q>@\:?V_=B!,0'5D MT9+#S?LHTTV0%I]C\ORSN,A'F_O*T?VGO^"HWB_]JKX/?L5_!K]G[Q)]'@S5 M_P!L35K2X\5ZMH%ZT=_H.@6D,VM6UI.OS07#-(UNEP/F14E9<-AE /T[HK\ MJ?V@O'VUCKJB!M*U2 MU^TR2-%/+),T$^U@LJ;796D4-7Z%4 %%%% 'E'[<_P#R:/X]_P"P"_ | Z&M= MU\+O^29^'?\ L!6G_HE*X7]N?_DT?QL_-@%_P#T:.[KX7?\DS\,_P#8"M/_M $2F &[1110 4444 %8_B7_D+Z/_-?[_P#036Q6/XE_Y"^C_P#7Z?\ T$T M;%%%% !1110 4444 %%%% !1110 4444 %8]E_R.I[_UY1?S-;%8]E_R.I[_M ->47\S0!L4444 %%%% !1110 4444 %%%% !1110 5C^!_^01+_ -:?LW_H5 M;%8_@?\ Y!$Q_7I-_P"A4 ;%%%% !1110 4444 %%%% !1110 4444 9OC'_M)%B]_ZX&KFG?\@^#_KBO\A5/QC _BQ>_]7 UR_Y'>[_P"Q@*+^9K8K' MLO\ D=]W_KRB_F:V* "BBB@ HHHH **** "BBB@ HHHH *S?&^\ R+%[_P!< M#6E6;XQ_Y%B]_P"N!H N:=_R#X/^N*_R%35#IW_((@_ZXK_(5-0 4444 %%% M% !1110 4444 %%%% !6/XE_Y"^C_P#7Z?\ T$UL5C^)?^0OH_\U^G_-!- M &Q1110 4444 %%%% !1110 4444 %%%% !6/?\CO>_]>47\S6Q6/9?\CO> M_P#7E%_T :%%%% !1110 4444 %%%% !1110 4444 %8_@?_D$2_P#7I-_Z M%%6Q6/X' _01+_U^S?\ H5 &Q1110 4444 %%%% !1110 4444 %%%% &;XQ M_P"18O?^N!JYIW_((@_ZXK_(53\8_P#(L7Q_ %P-7-_ Y!\'_7%?Y"@"::BBB M@ HHHH **** "OD#_@OQ_P H;/VA/^R?S?\ HZ*OK^OD#_@OQ_RAL_:$_P"R M?S?^CHJ /XPJ*** /W^_X--O^4IG[7?_ &\]?^GR>OW^K\ ?^*#3;_)2F?M=_M]O'_*?)Z_?ZO HHHH _C_@IW_P3>^#'I>GQJ^!G[67[&'Q/;X7_%SQC;7F MI>$OC9X/22"7488M':;L3> (I0SQ.HC0LP\T1-L.Y!Y1Y#X?_ +8' !3[_@6G M_P $O? =QH?[&6F_%/7XOB3[OA3]H'0M*^(%CX8@\16&DR-&R0W%RK(MQ>S" M)+E8D8/"",+Q@ MMP+"WN[62$P:=>74$M[9IF0@A+@;%)\LHV&'T_| GX$_"/[F;X2:\"?@1X M%LO#?A/PY9_9M'T:P#%(4+%V)9R7D=W9G>1RSN[LS,S,20#\;/VS/VK/^"HN MK_| !7G]B_QGXT_X)"6'ACQGX:MO'J?#_P"'D/I06D7Z);61VV_PE&P PKIF^*W[&GP3^,W[3OPK_;Y\;V&HR>,_MO@XFLKX*GMM0:.WB&J6HM;OSH@,2YB "YQM/-6?VBOV3?A7^TK>^%? %/BR75 M-\5>!-5DU+P-XV\-7BVVJZ%<21&&8PR.CH_X.L?\?2B'PM"\NG?"7]E>2?Q/=(/DM]B^U#4(8;=CT#LETDBKU*JQZ M*:^A_P#@MY\'? %QQY_X)+_'KX9^!+"6[U:Y^'UU>65G;J6DN6LV2\,2*.6=U M@*]HY)8#O7KG[/'D_PI_9LO/$_B?PD=3U?Q5XXU*_|<>-_$M[]JU;?KB*/-MRH3/*%55CBB CB@B2.&)(O^$BUU[W9? W6WS%AW ;(_E& =5G^)VP, 'RU#\;?!@_X-CPW]A\C/]+H>5];^,OA3^SCX]_91\8?\$AOBE\4-+GM-/M;+5O M#*>L_:T*_V=]>NVC7.GVTF?NRO]ID0*>0UNP[5^Hs?_!) (]E>/1S\,C/XH;X6 M'Q0WB+_A2;:TO_"C4#<_:RWV81^<;?[5_I'V$S&S\SYO(5Z]^T;^S9\'OV MK?A5=_!OXV>%SJ6C7%5!=V[V!U);76GWD$BRVIY:W$162WN(I%5TE1@RD>A(M(!\%_P#!<+PGJ_QD_P""B7_!/GX'^$(GGU5/CQ-XPN8H1EH=.T7I%=W,K8^Z MNP,3U(P:,_2^O((@]^Q;\-?A7\6IK]H7Q#*XL\3>//B%<:$NAP^-?'-_#<7E MCI;R>9IBMH]>&&WMHVD >0QO+),RJ97D*KCU^@ KC/C-HGQRUO3+*+X'>-]% MT.[2=C?2ZUIC7*RQ[>%4 C;<\YKLZ* /DG]JWP;^VG8?LZ^+KSX@?&?P?J&B MQZ2QU&RL? #CQ331[ERJ.6^4YQS7O_P *[*QR/AAX<#ZY9%O[!L\D6IZ^0GO7 M/_MS_P#)H_CW_L_O_P"AK7=?"[_DF?AW_L!6G_HE*:)?L7C?_H-V7_@,?\;/ ML7C?_H-V7_@,?\;V**_? [%XW_Z#=E_X#'_&C[%XW_Z#=E_X#'_&MBB@#'^Q M>-_^@W9?^_Q_QK,URU\4KJ.FK=:I,.[7)$#+ 0%;:U/K75UC^)?^0OH__7Z? M_030 ?8O&_\T&[+_P !C_C1]B\;_P#0:LO_&/^- ;%% &/|B\;_P#0:LO_M &/^-'V+QO_-!NR_\8_XUL44 8_V+QO_-!NR_\8_XT?8O&_\T&[+_P !C_C6Q10!C_8O&_\T&[+_P !C_C1]B\;_P#0:LO_&/^-;%% &/|B\;_M_P#0:LO_&/^- 'V+QO_-!NR_\8_XUL44 8_V+QO_-!NR_\8_XT?8O M&_\T&[+_P !C_C6Q10!C_8O&_\T&[+_P !C_C69:VOBD^^J/:5+87 MHS M)(8#M*Y._!75UCV7_(]WQ_7E%_,T 'V+QO\ !]NR_P# 8_XT?8O& M_P#T&[+_ ,!C_C6Q10!C_8O&_P#T&[+_ ,!C_C1]B\;_ /0:LO\ P&/^-;%% &/|B\;_ M /0:LO\ P&/^-'V+QO\ !]NR_P# 8_XUL44 8_V+QO\ !]NR_P# M8_XUF>%;?Q3)ITC6&J6T:?:9 5D@).[=R:ZNL?P/_P @B7_K]F_]"H /L7C? M_H-V7_@,?\;/L7C?_H-V7_@,?\;V**_;?[%XW_Z#=E_X#'_&C[%XW_Z#=E_X M#'_&MBB@#'^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8HH Q_L7C?_H-V7_@, M?\;/L7C?_H-V7_@,?\;V**_;?[%XW_Z#=E_X#'_&C[%XW_Z#=E_X#'_&MBB@ M#'^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8HH YGQ+:>+4T&Z>^U:U>(1'S$ M2WO'L:LV5GXT-G$8M9LPOE+M!MCD#'UJWXQ_P"18O?^N!JYIW_(/@_ZXK_(-M4 9OV+QO_P!!NR_\!C_C1]B\;_ \ 0:LO_8_XUL44 8_V+QO_P!!NR_\!C_C M1]B\;_ \ 0:LO_8_XUL44 8_V+QO_P!!NR_\!C_C1]B\;_ \ 0:LO_8_XUL44 8_V+QO_P!!NR_\!C_C M4 8_V+QO_P!!NR_\!C_C1]B\;_ \ 0:LO_8_XUL44 8_V+QO_P!!NR_\!C_C M1]B\;_ \ 0:LO_8_XUL44 8_V+QO_P!!NR_\!C_C1]B\;_ \ 0:LO_8_XUL44 8_XUL4 M4 _P#H-V7_(#'_&MBB@#'^Q>-_M_P#H-V7_(#'_&C[%XW_.@W9?\ @,?\;V**_?[%XW_.@W9?\ @,?\;/L7 MC?\ Z#=E_P" Q_QK8HH Q_L7C?\ Z#=E_P" Q_QH^Q>-_P#H- V7_(#'_&MB MB@#'^Q>-_P#H-V7_(#'_&C[%XW_.@W9?\ @,?\;V**_?[%XW_.@W9?\ M@,?\;/L7C?\ Z#=E_P" Q_QK8HH Y2UM2%)\4W4<>J6PN!;1F20P':5R< "M M/[%XW_Z#=E_X#'_&BR_Y'>]_Z\HOYFMB@#'^Q>-_^@W9?^ Q_P :/L7C?_H- MV7_@,?\ &MBB@#'^Q>-_^@W9?^ Q_P :/L7C?_H-V7_@,?\ &MBB@#'^Q>-_M^@W9?^ Q_P :/L7C? _H-V7_@,?\ &MBB@#'^Q>-_^@W9?^ Q_P :/L7C?_H- MV7_@,?\ &MBB@#'^Q>-_^@W9?^ Q_P :/L7C?_H-V7_@,?\ &MBB@#'^Q>-_M^@W9?^ Q_P :H^\);3O:F0W3WVK6KQ" (^8B6Y!(]C735F^,?^18O?^N!H J65 MGXT-G$8M9LPOE+M!MCD#'UJ7[%XW_P"@W9?^ Q_QK2T[_D'P?]<5_D*FH Q_ML7C?_H-V7_@,?\;/L7C?_H-V7_@,?\;V**_;? [%XW_Z#=E_X#'_&C[%XW_Z# M=E_X#' &MBB@#'^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8HH Q_L7C?_H-V M7_@,?\;/L7C?_H-V7_@,?\;V**_;? [%XW_Z#=E_X#'_& MMBB@#'^Q>-_^@W9?^ Q_QK,URU\4KJ.FK=:I,.[7)$#+ 0%;:U/K75UC^)?^ M0OH__7Z?_030 ?8O&_\T&[+_P !C_C1]B\;_P#0:LO_&/^-;%% &/|B\;_ M_P#0:LO_&/^-'V+QO_-!NR_\8_XUL44 8_V+QO_-!NR_\8_XT?8O M&_\T&[+_P !C_C6Q10!C_8O&_\T&[+_P !C_C1]B\;_P#0:LO_&/^-;%% M% &/|B\;_P#0:LO_&/^-'V+QO_-!NR_\8_XUL44 8_V+QO_-!NR_\8_XT?8O& M_\T&[+_P !C_C6Q10!C_8O&_\T&[+_P !C_C69:VOBD^^J/:5+87 MHS M)(8#M*Y. !75UCV7_(]WQ_7E%_,T 'V+QO\ !]NR_P# 8_XT?8O& M_P#T&[+_ ,!C_C6Q10!C_8O&_P#T&[+_ ,!C_C1]B\;_ /0:LO\ P&/^-;%% &/|B\;_ M /0:LO\ P&/^-'V+QO\ !]NR_P# 8_XUL44 8_V+QO\ !]NR_P# M8_XUF>%;?Q3)ITC6&J6T:?:9 5D@).[=R:ZNL?P/_P @B7_K]F_]"H /L7C? M_H-V7_@,?\;/L7C?_H-V7_@,?\;V**_;?[%XW_Z#=E_X#'_&C[%X MW_Z#=E_X#'_&MBB@#'^Q>-_^@W9?^ Q_QH^Q>-_^@W9?^ Q_QK8HH YGQ+:>+4T&Z>^U:U>(1'S$2WO'L:LV5GXT-G$8M9LPOE+M!MCD#'UJWXQ_P"18O?^N!JYIW_(M/@_ZXK_(4 9OV+QO_P!!NR_\!C_C1]B\;_ \ 0:LO_8_XUL44 8_V+QO_P!! MNR_\!C_C4EG:>+4ND>^U:U>(-^\1+<@D>QK4HH *^0/^"'_ "AL_:$_I)_-_P"CHJ^OZ^0/^"'_*&S M]H3_+)_-Z.BH_C"HHHH _?[_@TV_Y2F?M=_|:Q_Z?)Z_?ZOP!_X--O\ ME*9^UW_V\?\ I[GK]_J "BBB@ HKXVF_X*O:_P#$SXA:'_LA?LJ^(OB7X+O M?%.N:"WBNWUG3:\-(S3^3%(R,(W8#??IZ?\%$_@ M>/V,|?\ ;9N_"WC2WT6\N9;"Q\OX9=_$EUJR7\FG?V1'I\,.SWIO(GA$:1 MD%BP0.X />J^S@G_P70&^(OVL/#'[?I60I&7Q8^ 'B;XQ@NR?#>]^(^G0 M"P\02@@"V6>&1ECN&+ (HC^8;G5"P9XP_T1^T[^VAX*_9T\<>!_@EI?A+4_&/MQ)^)5[XML 36 R2.htm IDEA: XBRL DOCUMENT*

Audit Information	12 Months Ended Dec. 31, 2024
Auditor Information [Abstract]	
Auditor Name	Ernst & Young LLP
Auditor Location	Phoenix, Arizona
Auditor Firm ID	42

XML 37 R3.htm IDEA: XBRL DOCUMENT

Consolidated Balance Sheets - USD ($) $ in Millions

	Dec. 31, 2024	Dec. 31, 2023
Current assets:		
Cash and cash equivalents	$ 74	$ 140
Accounts receivable, less allowance for doubtful accounts and other of $74 and $83, respectively	1,821	1,768
Prepaid expenses and other current assets	511	473
Total current assets	2,406	2,381
Restricted cash and marketable securities	208	164
Property and equipment, net	11,877	11,351
Goodwill	15,982	15,834
Other intangible assets, net	546	496
Other assets	1,383	1,184
Total assets	32,402	31,410
Current liabilities:		
Accounts payable	1,345	1,412
Notes payable and current maturities of long-term debt	862	932
Deferred revenue	485	467
Accrued landfill and environmental costs, current portion	159	141
Accrued interest	101	104
Other accrued liabilities	1,176	1,172

Total current liabilities	4,128	4,228
Long-term debt, net of current maturities	11,851	11,887
Accrued landfill and environmental costs, net of current portion	2,432	2,281
Deferred income taxes and other long-term tax liabilities, net	1,594	1,527
Insurance reserves, net of current portion	402	349
Other long-term liabilities	588	595
Commitments and contingencies		
Stockholders' equity:		
Preferred stock, par value $0.01 per share; 50 shares authorized; none issued	0	0
Common stock, par value $0.01 per share; 750 shares authorized; 313 and 321 issued including shares held in treasury, respectively	3	3
Additional paid-in capital	1,767	2,901
Retained earnings	9,774	8,434
Treasury stock, at cost; 1 and 6 shares, respectively	(113)	(784)
Accumulated other comprehensive income, net of tax	(26)	(12)
Total Republic Services, Inc. stockholders' equity	11,405	10,542
Non-controlling interests in consolidated subsidiary	2	1
Total stockholders' equity	11,407	10,543
Total liabilities and stockholders' equity	$ 32,402	$ 31,410

XML 38 R4.htm IDEA: XBRL DOCUMENT

Consolidated Balance Sheets (Parenthetical) - USD ($) $ in Millions	**Dec. 31, 2024**	**Dec. 31, 2023**
Current assets:		
Allowance for doubtful accounts	$ 74	$ 83
Stockholders' equity:		
Preferred stock, par value (in dollars per share)	$ 0.01	$ 0.01
Preferred stock, shares authorized (in shares)	50,000,000	50,000,000
Preferred stock, shares issued (in shares)	0	0
Common stock, par value (in dollars per share)	$ 0.01	$ 0.01
Common stock, shares authorized (in shares)	750,000,000	750,000,000
Common stock, shares issued (in shares)	313,000,000	321,000,000
Treasury stock, shares (in shares)	1,000,000	6,000,000

XML 39 R5.htm IDEA: XBRL DOCUMENT

Consolidated Statements of Income - USD ($) shares in Thousands, $ in Thousands	**12 Months Ended**		
	Dec. 31, 2024	**Dec. 31, 2023**	**Dec. 31, 2022**
Income Statement [Abstract]			
Revenue	$ 16,032,000	$ 14,965,000	$ 13,511,000
Expenses:			
Cost of operations	9,350,000	8,943,000	8,205,000
Depreciation, depletion and amortization	1,677,000	1,501,000	1,352,000
Accretion	107,000	98,000	89,000
Selling, general and administrative	1,674,000	1,609,000	1,454,000
Adjustment to withdrawal liability for multiemployer pension funds	0	5,000	(2,000)
Gain on business divestitures and impairments, net	(1,000)	(4,000)	(6,000)
Restructuring charges	29,000	33,000	27,000
Operating income	3,196,000	2,780,000	2,392,000
Interest expense	(539,000)	(508,000)	(395,000)
Loss from unconsolidated equity method investments	(255,000)	(94,000)	(166,000)
Loss on extinguishment of debt	(2,000)	0	0
Interest income	9,000	6,000	3,000
Other income (expense), net	23,000	7,000	(2,000)
Income before income taxes	2,432,000	2,191,000	1,832,000
Provision for income taxes	388,000	460,000	344,000
Net income	2,044,000	1,731,000	1,488,000
Net income attributable to non-controlling interests in consolidated subsidiary	(1,000)	0	0
Net income attributable to Republic Services, Inc.	$ 2,043,173	$ 1,730,985	$ 1,487,586
Basic earnings per share attributable to Republic Services, Inc. stockholders:			
Basic earnings per share (in dollars per share)	$ 6.50	$ 5.47	$ 4.70
Weighted average common shares outstanding (in shares)	314,399	316,182	316,530
Diluted earnings per share attributable to Republic Services, Inc. stockholders:			
Diluted earnings per share (in dollars per share)	$ 6.49	$ 5.47	$ 4.69
Weighted average common and common equivalent shares outstanding (in shares)	314,809	316,665	317,080
Cash dividends per common share (in dollars per share)	$ 2.23	$ 2.06	$ 1.91

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Consolidated Statements of Comprehensive Income - USD ($) $ in Millions	**12 Months Ended**		
	Dec. 31, 2024	**Dec. 31, 2023**	**Dec. 31, 2022**
Statement of Comprehensive Income [Abstract]			
Net income	$ 2,044	$ 1,731	$ 1,488
Other comprehensive (income) loss, net of tax	(14)	0	3
Comprehensive income	2,030	1,731	1,491
Comprehensive income attributable to non-controlling interests	(1)	0	0
Comprehensive income attributable to Republic Services, Inc.	$ 2,029	$ 1,731	$ 1,491

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Consolidated Statements of Stockholders' Equity - USD ($) shares in Millions, $ in Millions	**Total**	**Common Stock**	**Additional Paid-In Capital**	**Retained Earnings**	**Treasury Stock**	**Accumulated Other Comprehensive Income, Net of Tax**	**Non-controlling Interests In Consolidated Subsidiary**
Beginning balance (in shares) at Dec. 31, 2021		320					
Treasury stock beginning balance (in shares) at Dec. 31, 2021					(2)		
Balance at beginning of period at Dec. 31, 2021	$ 8,978	$ 3	$ 2,789	$ 6,475	$ (275)	$ (15)	$ 1
Increase (Decrease) in Stockholders' Equity [Roll Forward]							
Net income	1,488			1,488			
Other comprehensive (income) loss, net of tax	3					3	
Cash dividends declared	(603)			(603)			
Issuances of common stock (in shares)		1					
Issuances of common stock	(13)		13		$ (26)		

Stock-based compensation	38		42	(4)			
Purchase of common stock for treasury (in shares)					(2)		
Purchase of common stock for treasury	(204)				$ (204)		
Distributions paid	(1)		(1)				
Ending balance (in shares) at Dec. 31, 2022		321					
Treasury stock ending balance (in shares) at Dec. 31, 2022					(4)		
Balance at end of period at Dec. 31, 2022	9,686	$ 3	2,843	7,356	$ (505)	(12)	1
Increase (Decrease) in Stockholders' Equity [Roll Forward]							
Net income	1,731			1,731			
Other comprehensive (income) loss, net of tax	0						
Cash dividends declared	(650)			(650)			
Issuances of common stock	(1)		14		$ (15)		
Stock-based compensation	41		44	(3)			
Purchase of common stock for treasury (in shares)					(2)		
Purchase of common stock for treasury	$ (264)				$ (264)		
Ending balance (in shares) at Dec. 31, 2023		321					
Treasury stock ending balance (in shares) at Dec. 31, 2023	(6)				(6)		
Balance at end of period at Dec. 31, 2023	$ 10,543	$ 3	2,901	8,434	$ (784)	(12)	1
Increase (Decrease) in Stockholders' Equity [Roll Forward]							
Net income	2,044			2,043			1
Other comprehensive (income) loss, net of tax	(14)					(14)	
Cash dividends declared	(699)			(699)			
Issuances of common stock	(14)		16		$ (30)		
Stock-based compensation	41		45	(4)			
Purchase of common stock for treasury (in shares)					(3)		
Purchase of common stock for treasury	(494)				$ (494)		
Shares returned to unissued status (in shares)		8			8		
Shares returned to unissued status	$ 0		(1,195)		$ 1,195		
Ending balance (in shares) at Dec. 31, 2024		313					
Treasury stock ending balance (in shares) at Dec. 31, 2024	(1)				(1)		
Balance at end of period at Dec. 31, 2024	$ 11,407	$ 3	$ 1,767	$ 9,774	$ (113)	$ (26)	$ 2

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Consolidated Statements of Cash Flows - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Cash provided by operating activities:			
Net income	$ 2,044	$ 1,731	$ 1,488
Adjustments to reconcile net income to cash provided by operating activities:			
Depreciation, depletion, amortization and accretion	1,784	1,599	1,441
Non-cash interest expense	71	86	72
Stock-based compensation	42	41	39
Deferred tax provision (benefit)	87	102	181
Provision for doubtful accounts, net of adjustments	27	53	41
Loss on extinguishment of debt	2	0	0
(Gain) loss on disposition of assets and asset impairments, net	(19)	(1)	(9)
Environmental adjustments	7	2	3
Loss from unconsolidated equity method investments	255	94	166
Other non-cash items	(10)	(1)	0
Change in assets and liabilities, net of effects from business acquisitions and divestitures:			
Accounts receivable	(76)	(71)	(199)
Prepaid expenses and other assets	(171)	(30)	(84)
Accounts payable	(27)	83	106
Capping, closure and post-closure expenditures	(56)	(61)	(65)
Remediation expenditures	(62)	(55)	(55)
Other liabilities	14	43	65
Payments from retirement of certain hedging relationships	24	3	0
Cash provided by operating activities	3,936	3,618	3,190
Cash used in investing activities:			
Purchases of property and equipment	(1,855)	(1,631)	(1,454)
Proceeds from sales of property and equipment	47	29	33
Cash used in acquisitions and investments, net of cash and restricted cash acquired	(753)	(2,065)	(3,039)
Cash received from business divestitures	2	6	51
Purchases of restricted marketable securities	(26)	(29)	(20)
Sales of restricted marketable securities	24	13	20
Other	0	10	(14)
Cash used in investing activities	(2,561)	(3,667)	(4,423)
Cash provided by (used in) financing activities:			
Proceeds from credit facilities and notes payable, net of fees	24,020	39,221	16,446
Proceeds from issuance of senior notes, net of discount and fees	889	2,172	0
Payments of credit facilities and notes payable	(25,109)	(40,411)	(14,282)
Issuances of common stock, net	(14)	(1)	(13)
Purchases of common stock for treasury	(482)	(262)	(203)
Cash dividends paid	(687)	(638)	(593)
Distributions paid to non-controlling interests in consolidated subsidiary	0	0	(1)
Contingent consideration payments	(15)	(19)	(10)
Cash provided by (used in) financing activities	(1,398)	62	1,344
Effect of foreign exchange rate changes on cash	(2)	1	(3)
Increase (decrease) in cash, cash equivalents, restricted cash and restricted cash equivalents	(25)	14	108
Cash, cash equivalents, restricted cash and restricted cash equivalents at beginning of year	228	214	106
Cash, cash equivalents, restricted cash and restricted cash equivalents at end of year	$ 203	$ 228	$ 214

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Basis of Presentation	12 Months Ended
	Dec. 31, 2024
Organization, Consolidation and Presentation of Financial Statements	

[Abstract]

Basis of Presentation

BASIS OF PRESENTATION

Republic Services, Inc., a Delaware corporation, and its consolidated subsidiaries (also referred to collectively as Republic, the Company, we, us, or our), is one of the largest providers of environmental services in the United States, as measured by revenue. Our senior management evaluates, oversees and manages the financial performance of our operations through three field groups, referred to as Group 1, Group 2 and Group 3. Group 1 is our recycling and waste business operating primarily in geographic areas located in the western United States. Group 2 is our recycling and waste business operating primarily in geographic areas located in the southeastern and mid-western United States, the eastern seaboard of the United States, and Canada. Group 3 is our environmental solutions business operating primarily in geographic areas located across the United States and Canada. These groups represent our reportable segments, which provide integrated environmental services, including but not limited to collection, transfer, recycling, and disposal.

The consolidated financial statements include the accounts of Republic Services, Inc. and its wholly owned and majority-owned subsidiaries in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP). We account for investments in entities in which we do not have a controlling financial interest under the equity method of accounting or, for investments that do not meet the criteria to be accounted for under the equity method, we reflect these investments at their fair value when it is readily determinable. If fair value is not readily determinable, we use an alternative measurement approach. All material intercompany accounts and transactions have been eliminated in consolidation.

For comparative purposes, certain prior year amounts have been reclassified to conform to the current year presentation and are not material to our consolidated financial statements. All dollar amounts in tabular presentations are in millions, except per share amounts and unless otherwise noted.

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Summary of Significant Accounting Policies

12 Months Ended

Dec. 31, 2024

Accounting Policies [Abstract]

Summary of Significant Accounting Policies

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Management's Estimates and Assumptions

In preparing our financial statements, we make numerous estimates and assumptions that affect the amounts reported in these financial statements and accompanying notes. We must make these estimates and assumptions because certain information we use is dependent on future events, cannot be calculated with a high degree of precision from data available or simply cannot be readily calculated based on generally accepted methodologies. In preparing our financial statements, the more significant and subjective areas that deal with the greatest amount of uncertainty relate to our accounting for our long-lived assets, including recoverability, landfill development costs and final capping, closure and post-closure costs; our liabilities for potential litigation, claims and assessments; our liabilities for environmental remediation, deferred taxes, uncertain tax positions and insurance reserves; and our estimates of the fair values of assets acquired and liabilities assumed in acquisitions. Each of these items is discussed in more detail elsewhere in these Notes to Consolidated Financial Statements. Our actual results may differ significantly from our estimates.

Cash and Cash Equivalents

We consider liquid investments with a maturity at the date of acquisition of three months or less to be cash equivalents.

We may have net book credit balances in our primary disbursement accounts at the end of a reporting period. We classify such credit balances as accounts payable in our consolidated balance sheets as checks presented for payment to these accounts are not payable by our banks under overdraft arrangements, and, therefore, do not represent short-term borrowings. As of December 31, 2024 and 2023, there were net book credit balances of $121 million and $148 million, respectively, in our primary disbursement accounts that were classified as accounts payable on our consolidated balance sheets.

Concentration of Credit Risk

Financial instruments that potentially subject us to concentrations of credit risk consist of cash and cash equivalents, trade accounts receivable and derivative instruments. We place our cash and cash equivalents with high quality financial institutions. Such balances may be in excess of FDIC insured limits. To manage the related credit exposure, we continually monitor the credit worthiness of the financial institutions where we have deposits. Concentrations of credit risk with respect to trade accounts receivable are limited due to the wide variety of customers and markets in which we provide services, as well as the dispersion of our operations across many geographic areas. We provide services to small-container, large-container, municipal and residential and environmental solutions customers primarily in the United States and Canada. We perform ongoing credit evaluations of our customers, but generally do not require collateral to support customer receivables. We establish an allowance

for doubtful accounts based on various factors including the credit risk of specific customers, age of receivables outstanding, historical trends, economic conditions and other information.

Accounts Receivable, Net

Accounts receivable represents receivables from customers for environmental services, including collection and processing of recyclable materials, collection, transfer and disposal of solid waste and environmental solutions. Our receivables are recorded when billed or when the related revenue is earned and represent claims against third parties that will be settled in cash. The carrying value of our receivables, net of the allowance for doubtful accounts and customer credits, represents the estimated net realizable value.

We establish an allowance for doubtful accounts based on various factors including the age of receivables outstanding, historical trends, economic conditions and other information. We also review outstanding balances on an account-specific basis based on the credit risk of the customer. We determined that all of our accounts receivable share similar risk characteristics. We monitor our credit exposure on an ongoing basis and assess whether assets in the pool continue to display similar risk characteristics.

The following table reflects the activity in our allowance for doubtful accounts for the years ended December 31:

	2024	2023	2022
Balance at beginning of year	$ 83	$ 52	$ 39
Additions charged to expense	27	53	41
Accounts written-off	(36)	(22)	(28)
Balance at end of year	$ 74	$ 83	$ 52

Restricted Cash and Marketable Securities

As of December 31, 2024 and 2023, we had $208 million and $164 million, respectively, of restricted cash and marketable securities, of which $149 million and $121 million, respectively, supports our insurance programs for workers' compensation, commercial general liability and commercial auto liability. Additionally, we obtain funds through the issuance of tax-exempt bonds for the purpose of financing qualifying expenditures at our landfills, transfer stations, collection and recycling centers. The funds are deposited directly into trust accounts by the bonding authorities at the time of issuance. As the use of these funds is contractually restricted, and we do not have the ability to use these funds for general operating purposes, they are classified as restricted cash and marketable securities in our consolidated balance sheets.

In the normal course of business, we may be required to provide financial assurance to governmental agencies and a variety of other entities in connection with, among other things, municipal residential collection contracts, closure or post-closure of landfills, environmental remediation, environmental permits and business licenses and permits as a financial guarantee of our performance. At several of our landfills, we satisfy financial assurance requirements by depositing cash into restricted trust funds or escrow accounts.

Property and Equipment

We record property and equipment at cost. Expenditures for major additions and improvements to facilities are capitalized, while maintenance and repairs are expensed as incurred. When property is retired or otherwise disposed, the related cost and accumulated depreciation are removed from the accounts and any resulting gain or loss is reflected in the consolidated statements of income.

We revise the estimated useful lives of property and equipment acquired through business acquisitions to conform with our policies. We depreciate property and equipment over their estimated useful lives using the straight-line method. We assume no salvage value for our depreciable property and equipment. The estimated useful lives of our property and equipment are as follows:

Buildings and improvements	5 - 30 years
Vehicles	5 - 20 years
Landfill equipment	5 - 7 years
Other equipment	3 - 25 years
Furniture and fixtures	3 - 10 years

Landfill development costs also are included in property and equipment. Landfill development costs include direct costs incurred to obtain landfill permits and direct costs incurred to acquire, construct and develop sites, as well as final capping,

closure and post-closure assets. These costs are depleted or amortized based on consumed airspace. All indirect landfill development costs are expensed as incurred. For additional information, see Note 8, *Landfill and Environmental Costs*.

Capitalized Interest

We capitalize interest on all landfill cell construction and other construction or development projects. Interest is capitalized on qualified assets while they undergo activities to ready them for their intended use. Capitalization of interest ceases once an asset is placed into service or if construction activity is suspended for more than a brief period of time. Our interest capitalization rate is based on our weighted average cost of indebtedness. Interest capitalized was $11 million for the year ended December 31, 2024, $8 million for the year ended December 31, 2023 and $5 million for the year ended December 31, 2022.

Fair Value of Financial Instruments

Our financial instruments include cash and cash equivalents, restricted cash and marketable securities, interest rate hedges and other derivatives, long-term debt, contingent consideration arrangements and assets in our defined benefit pension plan. Accounting standards include disclosure requirements around fair values used for certain financial instruments and establish a fair value hierarchy. The hierarchy prioritizes valuation inputs into three levels based on the extent to which inputs used in measuring fair value are observable in the market. Each fair value measurement is reported in one of three levels:

- Level 1 – inputs are based upon unadjusted quoted prices for identical instruments traded in active markets.
- Level 2 – inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3 – inputs are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models and similar techniques.

See Note 18, *Financial Instruments,* for fair value disclosures related to our financial instruments.

Investments Other Than Derivatives

Investments other than derivatives primarily include money market funds, common stock, mutual funds, United States government and agency securities, municipal and corporate bonds and foreign government bonds. In general, and where applicable, we use quoted prices in active markets for identical assets or liabilities to determine fair value. This pricing methodology applies to our Level 1 investments, such as money market funds, common stock and certain mutual funds. If quoted prices in active markets for identical assets or liabilities are not available to determine fair value, then we use quoted prices for similar assets and liabilities or inputs other than the quoted prices that are observable either directly or indirectly. These investments are included in Level 2 and consist primarily of corporate bonds, foreign government bonds, real estate investment trusts and certain agency securities.

Landfill and Environmental Costs

Life Cycle Accounting

We use life-cycle accounting and the units-of-consumption method to recognize certain landfill costs over the life of the site. In life cycle accounting, all current and future capitalized costs to acquire and construct a site are calculated, and charged to expense based on the consumption of cubic yards of available airspace.

Costs and airspace estimates are developed at least annually by engineers. We use these estimates to adjust the rates we use to deplete capitalized costs. Changes in these estimates primarily relate to changes in cost estimates, available airspace, inflation and applicable regulations. Changes in available airspace include, but are not limited to, changes due to the addition of airspace attributable to probable expansion areas, airspace consumed and changes in engineering estimates.

Probable Expansion Airspace

We classify landfill disposal capacity as either permitted (having received the final permit from the applicable regulatory agency) or as probable expansion airspace. Before airspace included in an expansion area is determined to be probable expansion airspace and, therefore, is included in our calculation of total available disposal capacity, all of the following criteria must be met:

- We own the land associated with the expansion airspace or control it pursuant to an option agreement;
- We are committed to supporting the expansion project financially and with appropriate resources;
- There are no identified fatal flaws or impediments associated with the project, including political impediments;
- Progress is being made on the project;
- The expansion is attainable within a reasonable time frame; and
- We believe it is likely the expansion permit will be received.

Upon meeting our expansion criteria, the rates used at each applicable landfill to expense costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted to include both the probable expansion airspace and the additional costs to be capitalized or accrued associated with that expansion airspace.

We have identified three steps that landfills generally follow to obtain expansion permits. These steps are as follows:

- Obtaining approval from local authorities;
- Submitting a permit application to state authorities; and
- Obtaining permit approval from state authorities.

We continually monitor our progress toward obtaining permits for each of our sites with probable airspace. If we determine that a landfill expansion area no longer meets our criteria, the probable expansion airspace is removed from the landfill's total available disposal capacity and the rates used at the landfill to deplete costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted accordingly. In addition, any amounts capitalized for the probable expansion airspace are charged to expense in the period in which it is determined that the criteria are no longer met.

Capitalized Landfill Costs

Capitalized landfill costs include expenditures for land, permitting, cell construction and environmental structures. Capitalized permitting and cell construction costs are limited to direct costs relating to these activities, including legal, engineering and construction costs associated with excavation, natural and synthetic liners, construction of leachate collection systems, installation of methane gas collection and monitoring systems, installation of groundwater monitoring wells and other costs associated with the development of the site. Interest is capitalized on landfill construction projects while the assets are undergoing activities to ready them for their intended use. Capitalized landfill costs also include final capping, closure and post-closure assets and are depleted as airspace is consumed using the units-of-consumption method.

Costs related to acquiring land, excluding the estimated residual value of unpermitted, non-buffer land, and costs related to permitting and cell construction are depleted as airspace is consumed using the units-of-consumption method.

Capitalized landfill costs also may include an allocation of purchase price paid for landfills. For landfills purchased as part of a group of assets, the purchase price assigned to the landfill is determined based on the estimated fair value of the landfill. If the landfill meets our expansion criteria, the purchase price is further allocated between permitted airspace and expansion airspace based on the respective ratios to total available airspace. Landfill purchase price is depleted using the units-of-consumption method over the total available airspace, including probable expansion airspace, where appropriate.

Final Capping, Closure and Post-Closure Costs

Final capping

We have future obligations for final capping, closure and post-closure costs with respect to the landfills we own or operate as set forth in applicable landfill permits. The permit requirements are based on the Subtitle C and Subtitle D regulations of the Resource Conservation and Recovery Act, as implemented and applied on a state-by-state basis. We define final capping as activities required to permanently cover a portion of a landfill that has been completely filled with waste. Final capping typically includes installing flexible membrane and geosynthetic clay liners, drainage and compact soil layers and topsoil and is constructed over an area of the landfill where total available disposal capacity has been consumed and waste disposal operations have ceased. These final capping activities occur in phases as needed throughout the operating life of a landfill as specific areas are filled to capacity and the final elevation for that specific area is reached in accordance with the provisions of the operating permit. We consider final capping events to be discrete activities that are recognized as asset retirement obligations separately from other closure and post-closure obligations. As a result, we use a separate rate per ton for recognizing the principal amount of the liability and related asset associated with each capping event. We amortize the asset recorded pursuant to this approach as waste volume related to the capacity covered by the capping event is placed into the landfill based on the consumption of cubic yards of available airspace.

Closure and post-closure

Closure and post-closure activities occur after the entire landfill ceases to accept waste and closes. These activities involve methane gas control, leachate management and groundwater monitoring, surface water monitoring and control and other operational and maintenance activities that occur after the site ceases to accept waste. Obligations associated with monitoring and controlling methane gas migration and emissions are set forth in applicable landfill permits and these requirements are based on the provisions of the Clean Air Act. The post-closure period generally runs for 30 years after final site closure for municipal solid waste landfills and a shorter period for construction and demolition landfills and inert landfills. We recognize asset retirement obligations and the related amortization expense for closure and post-closure (excluding obligations for final capping) using the units-of-consumption method over the total remaining disposal capacity of the landfill, including probable expansion airspace, where appropriate.

Estimated future expenditures

Estimates of future expenditures for final capping, closure and post-closure are developed at least annually by engineers. Management reviews these estimates and our operating and accounting personnel use them to adjust the rates used to capitalize and amortize these costs. These estimates involve projections of costs that will be incurred during the remaining life of the landfill for final capping activities, after the landfill ceases operations and during the legally required post-closure monitoring period. As of December 31, 2024, we had 125 closed landfills.

Fair value measurements

In general, we engage third parties to perform most of our final capping, closure and post-closure activities. Accordingly, the fair value of these activities is based on quoted and actual prices paid for similar work. We also perform some of our final capping, closure and post-closure activities using internal resources. Where we expect internal resources to be used to fulfill an asset retirement obligation, we add a profit margin to the estimated cost of such services to better reflect their fair value. If we perform these services internally, the added profit margin is recognized as a component of operating income in the period the obligation is settled.

Our estimates of costs to discharge asset retirement obligations for landfills are developed in today's dollars. These costs are inflated each year to reflect a normal escalation of prices up to the year they are expected to be paid. Our inflation rate was 2% for the year ended December 31, 2024, which was primarily based on the twenty-year historical moving average increase of the United States Core Consumer Price Index. Our inflation rate was 2% for each of the years ended December 31, 2023 and 2022, which was primarily based on the ten-year historical moving average increase of the United States Consumer Price Index. These estimated costs are then discounted to their present values using a credit-adjusted, risk-free interest rate.

Changes in assets retirement obligations

A liability for an asset retirement obligation is recognized in the period in which it is incurred and is initially measured at fair value. The offset to the liability is capitalized as part of the carrying amount of the related long-lived asset. Changes in the liabilities due to revisions to estimated future cash flows are recognized by increasing or decreasing the liabilities with the offsets adjusting the carrying amounts of the related long-lived assets, and may also require immediate adjustments to amortization expense in the consolidated statements of income. Upward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free interest rate in effect at the time of the change. Downward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free rate that existed when the original liability was recognized.

Changes in asset retirement obligations due to the passage of time are measured by recognizing accretion expense in a manner that results in a constant effective interest rate being applied to the average carrying amount of the liability. The effective interest rate used to calculate accretion expense is our credit-adjusted, risk-free interest rate in effect at the time the liabilities were recorded.

We review our calculations with respect to landfill asset retirement obligations at least annually. If there is a significant change in the facts and circumstances related to a landfill during the year, we will review our calculations for the landfill as soon as practical after the change has occurred.

Landfill operating expenses

Costs associated with daily maintenance activities and environmental compliance during the operating life of the landfill are expensed as incurred. These costs include, among other things, leachate treatment and disposal, methane gas and groundwater monitoring and systems maintenance, interim cap maintenance, costs associated with the application of daily cover materials and the legal and administrative costs of ongoing environmental compliance.

Environmental Liabilities

We are subject to an array of laws and regulations relating to the protection of the environment, and we remediate sites in the ordinary course of our business. Under current laws and regulations, we may be responsible for environmental remediation at sites that we either own or operate, including sites that we have acquired, or sites where we have (or a company that we have acquired has) delivered waste. Our environmental remediation liabilities primarily include costs associated with remediating groundwater, surface water and soil contamination, as well as controlling and containing methane gas migration and the legal costs related to these remediation efforts. To estimate our ultimate liability at these sites, we evaluate several factors, including the nature and extent of contamination at each identified site, the required remediation methods, timing of expenditures, the apportionment of responsibility among the potentially responsible parties and the financial viability of those parties. We accrue for costs associated with environmental remediation obligations when such costs are probable and reasonably estimable in accordance with accounting for loss contingencies. Changes in our liabilities are recognized currently in earnings in the period in which the adjustment is known. Adjustments to estimates are reasonably possible in the near term and may result in changes to recorded amounts. With the exception of those obligations assumed in certain business combinations, environmental obligations are recorded on an undiscounted basis. Adjustments arising from changes in amounts and timing of estimated costs and settlements may result in increases or decreases in these obligations and are calculated on a discounted basis as they were initially estimated on a discounted basis. These adjustments are charged to operating income when they are known. We perform a comprehensive review of our environmental obligations annually and also review changes in facts and circumstances associated with these obligations at least quarterly and update our estimates of the likelihood of and future expenditures for remediation as necessary. We have not reduced the liabilities we have recorded for recoveries from other potentially responsible parties or insurance companies.

Business Combinations

We acquire businesses in the environmental services industry as part of our growth strategy. Businesses are included in the consolidated financial statements from the date of acquisition.

We recognize, separately from goodwill, the identifiable assets acquired and liabilities assumed at their estimated acquisition-date fair values. We measure and recognize goodwill as of the acquisition date as the excess of: (1) the aggregate of the fair value of consideration transferred, the fair value of any non-controlling interest in the acquiree (if any) and the acquisition date fair value of our previously held equity interest in the acquiree (if any), over (2) the fair value of assets acquired and liabilities assumed. If information about facts and circumstances existing as of the acquisition date is incomplete by the end of the reporting period in which a business combination occurs, we report provisional amounts for the items for which the accounting is incomplete. The measurement or allocation period ends once we receive the information we are seeking; however, this period will generally not exceed one year from the acquisition date. Any material adjustments recognized during the measurement period will be reflected retrospectively in the consolidated financial statements of the subsequent period. We recognize third-party transaction-related costs as expense in the period in which they are incurred.

Goodwill and Other Intangible Assets

We evaluate goodwill for impairment annually as of October 1st, or when an indicator of impairment exists, at the reporting unit level. Our reporting units are our three field groups: Group 1, Group 2 and Group 3.

We may use both qualitative and quantitative approaches when testing goodwill for impairment. If, after assessing qualitative factors, we determine it is more likely than not that a reporting unit's goodwill is impaired, then we perform a quantitative test for that reporting unit. The quantitative impairment test for goodwill encompasses calculating a fair value of goodwill and comparing the fair value to its carrying value. If the carrying value exceeds the fair value, impairment is recognized for the difference.

As of October 1, 2024, we performed a qualitative assessment to evaluate circumstances and events impacting our reporting units to determine the likelihood of goodwill impairment. Examples of such events or circumstances include: (1) a significant adverse change in legal factors or in the business climate; (2) an adverse action or assessment by a regulator; (3) a more likely than not expectation that a reporting unit or a significant portion thereof will be sold; (4) continued or sustained losses at a reporting unit; (5) a significant decline in our market capitalization as compared to our book value; or (6) we conclude that we may not recover a significant asset group within the reporting unit. We determined it was more likely than not that the fair values of our reporting units exceeded their carrying amounts. No impairment losses were recorded for goodwill during the years ended December 31, 2024, 2023 or 2022.

Other intangible assets include values assigned to customer relationships, non-compete agreements and trade names and are amortized generally on a straight-line basis over periods ranging from 1 to 15 years.

Asset Impairments

We continually consider whether events or changes in circumstances have occurred that may warrant revision of the estimated useful lives of our long-lived assets (other than goodwill) or whether the remaining balances of those assets should be evaluated for possible impairment. Long-lived assets include, for example, capitalized landfill costs, other property and equipment and identifiable intangible assets.

Events or changes in circumstances that may indicate that an asset may be impaired include the following:

- A significant decrease in the market price of an asset or asset group;
- A significant adverse change in the extent or manner in which an asset or asset group is being used or in its physical condition;
- A significant adverse change in legal factors or in the business climate that could affect the value of an asset or asset group, including an adverse action or assessment by a regulator;
- An accumulation of costs significantly in excess of the amount originally expected for the acquisition or construction of a long-lived asset;
- A current period operating or cash flow loss combined with a history of operating or cash flow losses or a projection or forecast that demonstrates continuing losses associated with the use of a long-lived asset or asset group;
- A current expectation that, more likely than not, a long-lived asset or asset group will be sold or otherwise disposed of significantly before the end of its previously estimated useful life; or
- An impairment of goodwill at a reporting unit.

There are certain indicators listed above that require judgment and understanding of the environmental services industry when applied to landfill development or expansion. For example, a regulator may initially deny a landfill expansion permit application though the expansion permit is ultimately granted. In addition, management may periodically divert waste from one landfill to another to conserve remaining permitted landfill airspace. Therefore, certain events could occur in the ordinary course of business and not necessarily be considered indicators of impairment due to the unique nature of the environmental services industry.

If indicators of impairment exist, the asset or asset group is reviewed to determine whether its recoverability is impaired. We assess the recoverability of the asset or asset group by comparing its carrying value to an estimate (or estimates) of its undiscounted future cash flows over its remaining life. If the estimated undiscounted cash flows are not sufficient to recover the carrying value of the asset or asset group, we measure an impairment loss as the amount by which the carrying amount of the asset exceeds its fair value. The loss is recorded in the consolidated statements of income in the period in which such

impairment is identified. Estimating future cash flows requires significant judgment, and our projections of future cash flows and remaining useful lives may vary materially from actual results. No impairment losses were recorded for long-lived assets during the years ended December 31, 2024, 2023 or 2022.

Insurance Reserves

Our insurance programs for workers' compensation, commercial general and auto liability, environmental and remediation liability and employee-related health care benefits are subject to high deductible insurance policies. Accruals for insurance reserves are based on claims filed and estimates of claims incurred but not reported. We consider our past claims experience, including both frequency and settlement amount of claims, in determining these estimates. It is possible that recorded reserves may not be adequate to fund the future payment of claims. Adjustments, if any, to estimates recorded resulting from ultimate claim payments will be reflected in the consolidated statements of income in the periods in which such adjustments are known. In general, our insurance reserves are recorded on an undiscounted basis; however, the insurance liabilities we assumed in business combinations are recorded at estimated fair value, and therefore have been discounted to present value based on our estimate of the timing of the related cash flows.

Contingent Liabilities

We are subject to various legal proceedings, claims and regulatory matters, the outcomes of which are subject to significant uncertainty. In general, we determine whether to disclose or accrue for loss contingencies based on an assessment of whether the risk of loss is remote, reasonably possible or probable, and whether it can be reasonably estimated. We assess our potential liability relating to litigation and regulatory matters based on information available to us. Management develops its assessment based on an analysis of possible outcomes under various strategies. We accrue for loss contingencies when such amounts are probable and reasonably estimable. If a contingent liability is only reasonably possible, we disclose the potential range of the

loss, if estimable. Contingent liabilities recorded in purchase accounting are recorded at their fair values. These fair values may be different from the values we would have otherwise recorded, had the contingent liability not been assumed as part of an acquisition of a business.

Accumulated Other Comprehensive Income

Accumulated other comprehensive income is a component of stockholders' equity and includes the amortization of our settled interest rate locks, certain adjustments to liabilities associated with our employee defined benefit pension plan liabilities, net of tax, and foreign currency translation adjustments.

Revenue Recognition

We generally provide services under contracts with municipalities or individual customers. Municipal and small-container
contracts are generally long-term and often have renewal options. Environmental solutions revenue may be billed in advance of the service being performed, such as the treatment or disposal of the waste. Advance billings are recorded as deferred revenue, and revenue is recognized over the period services are provided.

We recognize revenue, net of tax, when control is transferred to the customer, generally at the time we provide a service. Revenue is measured as the amount of consideration we expect to receive in exchange for providing a service. We make payments to certain of our customers, including payments to our municipal customers or commodity rebates to customers in our recycling business, which reduce the amount of revenue we recognize.

Income Taxes

We account for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, we record deferred income taxes to reflect the effects of temporary differences between the carrying amounts of assets and liabilities and their tax bases using enacted tax rates that we expect to be in effect when the taxes are actually paid or recovered. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date.

We record net deferred tax assets to the extent we believe these assets will more likely than not be realized. In making these determinations, we consider all available positive and negative evidence, including scheduled reversals of deferred tax liabilities, tax planning strategies, projected future taxable income and recent financial operating results. The weight given to the positive and negative evidence is commensurate with the extent such evidence can be objectively verified. If we determine that we would be able to realize a deferred income tax asset in the future in excess of its net recorded amount, we would make an adjustment to the valuation allowance, which would reduce the provision for income taxes.

We record uncertain tax positions in accordance with ASC 740. A tax benefit from an uncertain tax position may be recognized when it is more likely than not that the position will be sustained upon examination, including resolution of any related appeals or litigation processes, based on the technical merits. Income tax positions must meet a more-likely-than-not recognition threshold at the effective date to be recognized.

We recognize interest and penalties related to uncertain tax positions in the provision for income taxes in the accompanying consolidated statements of income. Accrued interest and penalties are included in other accrued liabilities, deferred income taxes and other long-term tax liabilities in the consolidated balance sheets.

We use the flow-through method to account for investment tax credits earned on eligible development expenditures. Under this method, the investment tax credits are recognized as a reduction to income tax expense in the year they are earned.

Share Repurchases

Share repurchases under our share repurchase authorization may be made through open market purchases or privately negotiated transactions at the current market prices. From time-to-time, we return treasury shares acquired through share repurchases to the status of authorized but unissued. Our accounting policy is to deduct the par value from common stock and to reflect any excess of cost over par value as a deduction from additional paid-in capital.

Leases

We lease property and equipment in the ordinary course of business under various lease agreements. The most significant lease obligations are for real property and equipment specific to our industry, including property operated as a landfill or transfer station and operating equipment. Our leases have varying terms. Some may include renewal or purchase options, escalation clauses, restrictions, penalties or other obligations that we consider in determining minimum lease payments. Our lease terms include options to renew the lease when it is reasonably certain that we will exercise the option.

Certain leases require payments that are variable in nature based on volume measurements, e.g. a fixed rate per ton at our landfills. In addition, certain rental payments are adjusted annually based on changes in an underlying base index such as a consumer price index. Variable lease payments are recognized in our consolidated statements of income in the period incurred. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. We generally account for lease components separately from non-lease components.

Leases are classified as either operating leases or finance leases, as appropriate. Leases with an initial term of 12 months or less are not recorded on our consolidated balance sheet.

Operating Leases

Many of our leases are operating leases. Operating lease classification generally can be attributed to either (1) relatively low fixed minimum lease payments (including, for example, real property lease payments that are not fixed and vary based on the volume of material we receive or process), or (2) minimum lease terms that are shorter than the asset's economic useful life. We expect that, in the ordinary course of business, our operating leases will be renewed, replaced by other leases, or replaced with capital expenditures. We recognize rent expense for these leases on a straight-line basis over the lease term.

We recognize a right-of-use liability and right-of-use asset for leases classified as operating leases in our consolidated balance sheet upon lease commencement. The right-of-use liability represents the present value of the remaining lease payments. An implicit rate is often not readily available for these leases. As such, we use our incremental borrowing rate at the commencement date to determine the present value of the lease payments. Our incremental borrowing rate represents the rate of interest that we would have to pay to borrow on a collateralized basis over a similar term in a similar economic environment. In addition, we recognize a corresponding right-of-use asset, which represents our right to use an underlying asset for the lease term. The right-of-use asset is adjusted for certain favorable or unfavorable leases recognized through acquisition, prepaid or accrued rent, asset impairments and lease incentives, including but not limited to cash incentives, rent abatement or leasehold improvements paid by the lessor.

Finance Leases

We capitalize assets acquired under finance leases at lease commencement and amortize them to depreciation expense over the lesser of the useful life of the asset or the lease term on either a straight-line or a units-of-consumption basis, depending on the asset leased. We record the present value of the related lease payments as a debt obligation. Our finance lease liabilities relate primarily to real property, including certain long-term landfill operating agreements that require minimum lease payments with offsetting finance lease assets recorded as part of the landfill development costs.

Related Party Transactions

It is our policy that transactions with related parties must be on terms that, on the whole, are no less favorable than those that would be available from unaffiliated parties.

New Accounting Pronouncements

Accounting Standards Adopted

Improvements to Reportable Segment Disclosures

In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): *Improvements to Reportable Segment Disclosures* (ASU 2023-07). ASU 2023-07 amends the reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The Company adopted ASU 2023-07 in this Annual Report on Form 10-K and will adopt the interim disclosures in the first quarter of 2025. ASU 2023-07 was adopted retrospectively to all periods presented in the financial statements. The adoption of this standard did not have a material impact on our consolidated financial statements. See Note 15, *Segment Reporting*, for additional information and detailed disclosures prepared in accordance with ASU 2023-07.

Accounting Standards Updates Issued but not yet Adopted as of December 31, 2024

Disaggregation of Income Statement Expenses

In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2024-03, Income Statement – Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40): *Disaggregation of Income Statement Expenses* (ASU 2024-03). ASU 2024-03 requires an entity to disclose the amount of purchases of inventory, employee compensation, depreciation, and intangible asset amortization included in each relevant expense caption. It also requires an entity to include certain amounts that are already required to be disclosed under GAAP in the same disclosure. Additionally, it requires an entity to disclose a qualitative description of the amounts remaining in relevant

expense captions that are not separately disaggregated quantitatively, and to disclose the total amount of selling expenses and, in annual reporting periods, an entity's definition of selling expenses. The amendments in ASU 2024-03 are effective for annual reporting periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027, with early adoption permitted. An entity may apply the amendments prospectively for reporting periods after the effective date or retrospectively to any or all prior periods presented in the financial statements. The Company is currently evaluating the impact of the rules on its future consolidated financial statements.

Climate-Related Disclosures

In March 2024, the SEC adopted Final Rule 33-11275 and 34-99678 - *The Enhancement and Standardization of Climate-Related Disclosures for Investors*. The rules require registrants to provide standardized disclosures related to material climate-related risks, governance and risk management strategies, and the financial impact of severe weather events and material Scope 1 and 2 greenhouse gas emissions. The rules require implementation in phases between 2025 and 2033. In April 2024, the SEC announced that it would voluntarily stay these rules pending judicial review. The Company is currently evaluating the impact of the rules on its future consolidated financial statements.

Improvements to Income Tax Disclosures

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): *Improvements to Income Tax Disclosures* (ASU 2023-09). ASU 2023-09 requires entities to provide additional information in the rate reconciliation and additional disclosures about income taxes paid. The amendments in this update are effective for fiscal years beginning after December 15, 2024. We are currently assessing the effect this guidance may have on our consolidated financial statements.

Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative

In October 2023, the FASB issued ASU 2023-06 to modify the disclosure or presentation requirements of a variety of topics, which will allow users to more easily compare entities subject to the SEC's existing disclosures with those entities that were not previously subject to the SEC's requirements, and to align the requirements in the FASB accounting standard codification with the SEC's regulations. The effective date for each topic's amendment will be the date on which the SEC's removal of the topic's related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the amendments and the impact on its future consolidated financial statements.

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Business Acquisitions, Investments and Restructuring Charges	12 Months Ended
	Dec. 31, 2024
Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract]	
Business Acquisitions, Investments and Restructuring Charges	

BUSINESS ACQUISITIONS, INVESTMENTS AND RESTRUCTURING CHARGES

We acquired various environmental services businesses during the years ended December 31, 2024 and 2023. The purchase price paid for these business acquisitions and the allocations of the purchase price follows:

	2024	2023
Purchase price:		
Cash used in acquisitions, net of cash acquired of $1 and $23, respectively	$ 274	$ 1,756
Holdbacks	7	19
Fair value, future minimum lease payments	—	1
Total	$ 281	$ 1,776
Allocated as follows:		
Accounts receivable	6	67
Prepaid expenses	—	6
Landfill development costs	—	49
Property and equipment	57	374
Operating right-of-use lease assets	2	14
Parts and supplies	2	3
Accounts payable	—	(20)
Deferred revenue	(2)	(11)
Environmental remediation liabilities	—	(6)
Closure and post-closure liabilities	—	(11)
Operating right-of-use lease liabilities	(2)	(14)
Deferred income tax liabilities	(1)	(25)
Other liabilities	(1)	(12)
Fair value of tangible assets acquired and liabilities assumed	61	414
Excess purchase price to be allocated	$ 220	$ 1,362
Excess purchase price allocated as follows:		
Other intangible assets	$ 44	$ 204
Goodwill	176	1,158
Total allocated	$ 220	$ 1,362

Certain of the purchase price allocations are preliminary and based on information existing at the acquisition dates. Accordingly, the purchase price allocations are subject to change. For the acquisitions that closed during 2024, we expect that a majority of the goodwill and intangible assets recognized as a result of these acquisitions will be deductible for tax purposes.

These acquisitions are not material to the Company's results of operations, individually or in the aggregate. As a result, no pro forma financial information is provided.

In February 2025, we acquired all of the issued and outstanding shares of COP Shamrock Parent, Inc. (Shamrock). Shamrock is a leading provider of environmental solutions offering industrial waste and wastewater treatment services. Shamrock's environmental solutions operations are primarily located in the northeastern and southeastern United States and provide us with a platform to pursue additional growth in our environmental solutions line of business.

As of February 13, 2025, we paid approximately $700 million for acquisitions that closed through that date.

Investments

In 2024 and 2023, we acquired non-controlling equity interests in certain limited liability companies that qualified for investment tax credits under Section 48 of the Internal Revenue Code. We account for these investments under the equity method of accounting utilizing the Hypothetical Liquidation at Book Value (HLBV) method. In exchange for our non-controlling interests, we made capital contributions of approximately $236 million and $222 million, which were recorded to other assets in our December 31, 2024 and 2023 consolidated balance sheets, respectively. During 2024 and 2023, we decreased the carrying value of these investments by approximately $254 million and $102 million, respectively, as a result of cash distributions and our share of income and loss pursuant to the terms of the limited liability company agreements. Additionally, our tax provisions reflect benefits of approximately $222 million and $87 million for the years end December 31, 2024 and 2023, respectively, due to the tax credits related to these investments. For further discussion of the income tax benefits, refer to Note 11, *Income Taxes*, in Part II, Item 8 of this Annual Report on Form 10-K for the year ended December 31, 2024.

In 2024, we acquired a non-controlling equity interest in a joint venture with a landfill gas-to-energy developer to construct a number of renewable natural gas projects at certain of our landfill locations in Illinois. During the year ended December 31, 2024, we invested $35 million in the joint venture. Additionally, our tax provision reflects a benefit of approximately $8 million for the year ended December 31, 2024 related to these qualified investments in renewable natural gas projects. This investment is an unconsolidated variable interest entity (VIE) for which we do not have the power to direct the significant activities of the business, and it is accounted for under the equity method of accounting. Our risk of loss is materially consistent with our contributions to-date.

In 2024, we acquired a non-controlling equity interest in a thermal processing facility that treats and recycles contaminated soil, hazardous and non-hazardous waste, and contaminated water to expand our environmental services offerings in Canada. During the year ended December 31, 2024 we invested $27 million in the joint venture. The investment is accounted for under the equity method of accounting.

In 2022, we acquired a non-controlling equity interest in a joint venture with a landfill gas-to-energy developer to construct a number of renewable natural gas projects at our landfills across the United States. Certain of these investments qualified for investment tax credits under Section 48 of the Internal Revenue Code. As of December 31, 2024 and 2023, we had invested approximately $270 million and $170 million, respectively, in the joint venture. During the years ended December 31, 2024, 2023 and 2022, we contributed $98 million, $68 million and $137 million, respectively, in the joint venture. Additionally, our tax provision reflects a benefit of approximately $6 million for the year ended December 31, 2024 related to these qualified investments in renewable natural gas projects. The investment is accounted for under the equity method of accounting.

In 2022, we acquired a non-controlling equity interest in a joint venture with Ravago, Blue Polymers, LLC, intended to help create vertical integration in the recycling market, and to further advance circularity by acquiring all olefins produced by the Company's Polymer Centers and produce custom blended pellets for food-grade and non-food-grade packaging. As of December 31, 2024 and 2023, we had invested approximately $55 million and $19 million, respectively, in the joint venture. During the years ended December 31, 2024, 2023 and 2022, we contributed $38 million, $9 million and $10 million, respectively, in the joint venture. This investment is an unconsolidated variable interest entity (VIE) for which we do not have the power to direct the significant activities of the business, and it is accounted for under the equity method of accounting. Our risk of loss is materially consistent with our contributions to-date.

Restructuring Charges

In 2024, 2023 and 2022 we incurred restructuring charges of $29 million, $33 million, $27 million, respectively. The 2024 charges primarily related to the redesign of our asset management, and customer and order management software systems. Of the 2023 charges, $9 million related to early termination of certain leases and $24 million related to the redesign of our asset management, and customer and order management software systems. The 2022 charges primarily related to the redesign of our general ledger, budgeting and procurement enterprise resource planning systems. We paid $25 million, $39 million, and $20 million during 2024, 2023 and 2022, respectively, related to these restructuring efforts.

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Property and Equipment, Net

12 Months Ended Dec. 31, 2024

Property, Plant and Equipment [Abstract]

Property and Equipment, Net

PROPERTY AND EQUIPMENT, NET

A summary of property and equipment, net as of December 31 follows:

	2024	2023
Land	$ 897	$ 878
Landfill development costs	10,518	9,911
Vehicles and equipment	10,998	10,232
Buildings and improvements	2,119	1,922
Construction-in-progress – landfill	437	350
Construction-in-progress – other	575	554
	$ 25,544	$ 23,847
Less: accumulated depreciation, depletion and amortization		
Landfill development costs	$ (6,031)	$ (5,516)
Vehicles and equipment	(6,692)	(6,148)
Buildings and improvements	(944)	(832)
	(13,667)	(12,496)
Property and equipment, net	$ 11,877	$ 11,351

Depreciation, depletion and amortization of property and equipment was $1,517 million, $1,368 million and $1,246 million for the years ended December 31, 2024, 2023 and 2022, respectively.

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Goodwill and Other Intangible Assets, Net

12 Months Ended Dec. 31, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Goodwill and Other Intangible Assets, Net

GOODWILL AND OTHER INTANGIBLE ASSETS, NET

Goodwill

A summary of the activity and balances in goodwill accounts by reporting segment follows:

	Balance as of December 31, 2023	Acquisitions	Divestitures	Adjustments and Other	Balance as of December 31, 2024
Group 1	$ 7,312	$ 161	$ —	$ 19	$ 7,492
Group 2	6,445	—	—	(7)	6,438
Group 3	2,077	15	—	(40)	2,052
Total	$ 15,834	$ 176	$ —	$ (28)	$ 15,982

	Balance as of December 31, 2022	Acquisitions	Divestitures	Adjustments and Other	Balance as of December 31, 2023
Group 1	$ 6,638	$ 675	$ —	$ (1)	$ 7,312
Group 2	6,238	208	(2)	1	6,445
Group 3	1,575	275	—	227	2,077
Total	$ 14,451	$ 1,158	$ (2)	$ 227	$ 15,834

Adjustments to acquisitions during the year ended December 31, 2024 primarily related to changes in our valuation of property, plant and equipment and customer list intangible assets acquired as a result of obtaining new information regarding the acquisitions that closed in 2023. Adjustments to acquisitions during the year ended December 31, 2023 primarily related to changes in our valuation of tangible assets acquired and certain environmental liabilities assumed in connection with our acquisition of US Ecology.

Other Intangible Assets, Net

Other intangible assets, net, includes values assigned to customer relationships, non-compete agreements and trade names, and are amortized over periods ranging from 1 to 15 years. A summary of the activity and balances by intangible asset type follows:

	Gross Intangible Assets				Accumulated Amortization				
	Balance as of December 31, 2023	Acquisitions	Adjustments and Other	Balance as of December 31, 2024	Balance as of December 31, 2023	Additions Charged to Expense	Adjustments and Other	Balance as of December 31, 2024	Other Intangible Assets, Net as of December 31, 2024
Customer relationships	$ 632	$ 38	$ 20	$ 690	$ (166)	$ (69)	$ 20	$ (215)	$ 475
Other intangible assets	53	6	32	91	(23)	(10)	13	(20)	71
Total	$ 685	$ 44	$ 52	$ 781	$ (189)	$ (79)	$ 33	$ (235)	$ 546

	Gross Intangible Assets				Accumulated Amortization				
	Balance as of December 31, 2022	Acquisitions	Adjustments and Other	Balance as of December 31, 2023	Balance as of December 31, 2022	Additions Charged to Expense	Adjustments and Other	Balance as of December 31, 2023	Other Intangible Assets, Net as of December 31, 2023
Customer relationships	$ 1,013	$ 197	$ (578)	$ 632	$ (709)	$ (54)	$ 597	$ (166)	$ 466
Other intangible assets	145	7	(99)	53	(102)	(12)	91	(23)	30
Total	$ 1,158	$ 204	$ (677)	$ 685	$ (811)	$ (66)	$ 688	$ (189)	$ 496

Based on the amortizable intangible assets recorded in the consolidated balance sheet as of December 31, 2024, amortization expense for each of the next five years is estimated as follows:

2025	$ 78
2026	$ 74
2027	$ 67
2028	$ 64
2029	$ 58

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Other Assets

12 Months Ended
Dec. 31, 2024

Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract]
Other Assets

OTHER ASSETS

Prepaid Expenses and Other Current Assets

A summary of prepaid expenses and other current assets as of December 31 follows:

	2024	2023
Prepaid expenses	$ 127	$ 123
Income taxes receivable	124	126
Parts and supplies	98	98
Other non-trade receivables	96	63
Reinsurance receivable	30	35
Prepaid fees for cloud-based hosting arrangements, current	27	17
Other	9	11
Total	$ 511	$ 473

Other Assets

A summary of other assets as of December 31 follows:

	2024	2023
Investments	$ 637	$ 469
Operating right-of-use lease assets	232	238
Deferred compensation plan	125	113
Prepaid fees and capitalized implementation costs for cloud-based hosting arrangements	123	68
Reinsurance receivable	86	92
Deferred contract costs and sales commissions	82	83
Derivative and hedging assets	55	74
Amounts recoverable for capping, closure and post-closure obligations	24	22
Other	19	25
Total	$ 1,383	$ 1,184

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Other Liabilities

12 Months Ended
Dec. 31, 2024

Other Liabilities Disclosure [Abstract]
Other Liabilities

OTHER LIABILITIES

Other Accrued Liabilities

A summary of other accrued liabilities as of December 31 follows:

	2024	2023
Accrued payroll and benefits	$ 339	$ 351
Insurance reserves, current	220	217
Accrued fees and taxes	204	194
Accrued dividends	181	168
Operating right-of-use lease liabilities, current	55	55
Ceded insurance reserves, current	30	35
Contingent purchase price and acquisition holdbacks	14	17
Accrued professional fees and legal settlement reserves	12	18
Other	121	117
Total	$ 1,176	$ 1,172

Other Long-Term Liabilities

A summary of other long-term liabilities as of December 31 follows:

	2024	2023
Operating right-of-use lease liabilities	$ 189	$ 195
Deferred compensation plan liability	120	115
Ceded insurance reserves	86	92
Derivative and hedging liabilities	72	71
Contingent purchase price and acquisition holdbacks	60	59
Withdrawal liability - multiemployer pension funds	19	20
Other	42	43
Total	$ 588	$ 595

Insurance Reserves

Our liabilities for unpaid and incurred but not reported claims as of December 31, 2024 and 2023 (which include claims for workers' compensation, commercial general and auto liability and employee-related health care benefits) were $622 million and $566 million, respectively, under our risk management program and are included in other accrued liabilities and insurance reserves, net of current portion, in our consolidated balance sheets. While the ultimate amount of claims incurred depends on future developments, we believe the recorded reserves are adequate to cover the future payment of claims; however, it is possible that these recorded reserves may not be adequate to cover the future payment of claims. Adjustments, if any, to estimates recorded resulting from ultimate claim payments will be reflected in our consolidated statements of income in the periods in which such adjustments are known.

The following table summarizes the activity in our insurance reserves for the years ended December 31:

	2024	2023	2022
Balance at beginning of year	$ 566	$ 503	$ 497
Additions charged to expense	671	656	565
Payments	(701)	(636)	(594)
Premium written for third party risk assumed	86	43	35
Balance at end of year	622	566	503
Less: current portion	(220)	(217)	(188)
Long-term portion	$ 402	$ 349	$ 315

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Landfill and Environmental Costs

12 Months Ended
Dec. 31, 2024

Environmental Remediation Obligations [Abstract]
Landfill and Environmental Costs

LANDFILL AND ENVIRONMENTAL COSTS

As of December 31, 2024, we owned or operated 208 active landfills with total available disposal capacity estimated to be 5 billion in-place cubic yards. Additionally, we have post-closure responsibility for 125 closed landfills.

Accrued Landfill and Environmental Costs

A summary of our accrued landfill asset retirement obligations and environmental liabilities as of December 31 follows:

	2024	2023
Landfill final capping, closure and post-closure liabilities	$ 2,144	$ 1,937
Environmental remediation	447	485
Total accrued landfill and environmental costs	2,591	2,422
Less: current portion	(159)	(141)
Long-term portion	$ 2,432	$ 2,281

Final Capping, Closure and Post-Closure Costs

The following table summarizes the activity in our asset retirement obligations, which includes liabilities for final capping, closure and post-closure, for the years ended December 31:

	2024	2023	2022
Asset retirement obligations, beginning of year	$ 1,937	$ 1,786	$ 1,507
Non-cash additions	61	61	60
Acquisitions, net of divestitures and other adjustments	4	12	175
Asset retirement obligation adjustments	91	41	20
Payments	(56)	(61)	(65)
Accretion expense	107	98	89
Asset retirement obligations, end of year	2,144	1,937	1,786
Less: Current portion	(96)	(72)	(75)
Long-term portion	$ 2,048	$ 1,865	$ 1,711

We review annually, in the fourth quarter, and update as necessary, our estimates of asset retirement obligations. As a result, we increased amortization expense by $13 million, $5 million and $6 million for the years ended December 31, 2024, 2023 and 2022, respectively, primarily related to changes in estimates and assumptions concerning the anticipated waste flow, cost and timing of future final capping, closure and post-closure activities.

The expected future payments for final capping, closure and post-closure as of December 31, 2024 follows:

2025	$ 96
2026	108
2027	102
2028	97
2029	112
Thereafter	7,758
	$ 8,273

The estimated remaining final capping, closure and post-closure expenditures presented above are not inflated and not discounted and reflect the total estimated future payments for liabilities which include those incurred and recorded as of December 31, 2024 as well as liabilities yet to be incurred over the remaining life of our landfills.

Environmental Remediation Liabilities

We accrue for remediation costs when they become probable and can be reasonably estimated. There can sometimes be a range of reasonable estimates of the costs associated with remediation of a site. In these cases, we use the amount within the range that constitutes our best estimate. If no amount within the range appears to be a better estimate than any other, we use the amount that is at the low end of such range. It is reasonably possible that we will need to adjust the liabilities recorded for remediation to reflect the effects of new or additional information, to the extent such information impacts the costs, timing or

duration of the required actions. If we used the reasonably possible high ends of our ranges, our aggregate potential remediation liability as of December 31, 2024 would be approximately $273 million higher than the amounts recorded. Future changes in our estimates of the cost, timing or duration of the required actions could have a material adverse effect on our consolidated financial position, results of operations and cash flows.

The following table summarizes the activity in our environmental remediation liabilities for the years ended December 31:

	2024	2023	2022
Environmental remediation liabilities, beginning of year	$ 485	$ 487	$ 455
Net additions charged to expense	7	2	3
Payments	(62)	(55)	(55)
Accretion expense (non-cash interest expense)	17	18	17
Acquisitions, net of divestitures and other adjustments	—	33	67
Environmental remediation liabilities, end of year	447	485	487
Less: current portion	(63)	(69)	(57)
Long-term portion	$ 384	$ 416	$ 430

The expected undiscounted future payments for remediation costs as of December 31, 2024 follows:

2025	$ 63
2026	59
2027	46
2028	46
2029	28
Thereafter	256
	$ 498

The following is a discussion of certain of our significant remediation matters:

Bridgeton Landfill. During the year ended December 31, 2024, we paid $12 million related to management and monitoring of the remediation area for our closed Bridgeton Landfill in Missouri. We continue to work with state and federal regulatory agencies on our remediation efforts. From time to time, this may require us to modify our future operating timeline and procedures, which could result in changes to our expected liability. As of December 31, 2024, the remediation liability recorded for this site was $62 million, of which approximately $11 million is expected to be paid during 2025.

West Lake Landfill Superfund Site. Our subsidiary Bridgeton Landfill, LLC is one of several currently designated Potentially Responsible Parties for the West Lake Landfill Superfund site (West Lake) in Missouri. On September 27, 2018, the United States Environmental Protection Agency (EPA) issued a Record of Decision Amendment for West Lake that includes a total undiscounted cost estimate of $229 million over a four to five year design and construction timeline. On March 11, 2019, the EPA issued special notice letters under the Comprehensive Environmental Response, Compensation and Liability Act of 1980 (CERCLA) to Bridgeton Landfill, LLC and the other currently designated Potentially Responsible Parties to initiate negotiations to implement the remedy. On January 17, 2025, the EPA issued an Explanation of Significant Differences (ESD) applying the prior Record of Decision Amendment to an increased number of acres at the site found to contain radiologically-impacted material. The ESD includes a revised undiscounted cost estimate of $392 million. At this time we are neither able to predict the final design of that remedy, nor estimate how much of the future response costs of the site our subsidiary may agree or be required to pay. During any subsequent administrative proceedings or litigation, our subsidiary will vigorously contest liability for the costs of remediating radiologically-impacted materials generated on behalf of the federal government during the Manhattan Project and delivered to the site by an Atomic Energy Commission licensee and its subcontractor. However, subsequent events related to remedy design, divisibility, or allocation may require us to modify our expected remediation liability.

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Debt

12 Months Ended
Dec. 31, 2024

Debt Disclosure [Abstract]

Debt

DEBT

The carrying value of our credit facilities, finance leases and long-term debt as of December 31, 2024 and 2023 is listed in the following table, and is adjusted for unamortized discounts, deferred issuance costs and the unamortized portion of adjustments to fair value recorded in purchase accounting. Original issue discounts and adjustments to fair value recorded in purchase accounting are amortized to interest expense over the term of the applicable instrument using the effective interest method.

		December 31, 2024			December 31, 2023		
Maturity	Interest Rate	Principal	Adjustments	Carrying Value	Principal	Adjustments	Carrying Value
Credit facilities:							
Uncommitted Credit Facility	Variable	$ —	$ —	$ —	$ —	$ —	$ —
The Credit Facility	Variable	514	—	514	297	—	297
Term Loan	Variable	—	—	—	500	—	500
Commercial Paper	Variable	477	—	477	496	(1)	495
Senior notes:							
August 2024	2.500	—	—	—	900	(1)	899
March 2025	3.200	500	—	500	500	(1)	499
November 2025	0.875	350	—	350	350	(1)	349
July 2026	2.900	500	(1)	499	500	(2)	498
November 2027	3.375	650	(2)	648	650	(3)	647
May 2028	3.950	800	(7)	793	800	(9)	791
April 2029	4.875	750	(6)	744	750	(7)	743
November 2029	5.000	400	(4)	396	—	—	—
March 2030	2.300	600	(4)	596	600	(4)	596
February 2031	1.450	650	(5)	645	650	(6)	644
February 2032	1.750	750	(5)	745	750	(5)	745
March 2033	2.375	700	(6)	694	700	(6)	694
December 2033	5.000	650	(9)	641	650	(9)	641
April 2034	5.000	800	(10)	790	800	(11)	789
November 2034	5.200	500	(6)	494	—	—	—
March 2035	6.086	182	(11)	171	182	(12)	170
March 2040	6.200	400	(3)	397	400	(3)	397
May 2041	5.700	386	(5)	381	386	(5)	381
March 2050	3.050	400	(7)	393	400	(7)	393
Debentures:							
September 2035	7.400	148	(27)	121	148	(29)	119
Tax-exempt:							
2026 - 2053	3.375 - 4.375	1,418	(9)	1,409	1,289	(8)	1,281
Finance leases and other:							
2025 - 2063	1.726 - 9.750	315	—	315	251	—	251
Total Debt		$ 12,840	$ (127)	12,713	$ 12,949	$ (130)	12,819
Less: current portion				(862)			(932)
Long-term portion				$ 11,851			$ 11,887

Future Maturities of Debt

Aggregate principal maturities of notes payable, finance leases and other long-term debt as of December 31, 2024 follow:

2025	$ 862
2026	594
2027	663
2028	844
2029	2,179
Thereafter	7,698
	$ 12,840

Credit Facilities

Uncommitted Credit Facility

In January 2022, we entered into a $200 million unsecured uncommitted revolving credit facility (the Uncommitted Credit Facility). The Uncommitted Credit Facility bears interest at an annual percentage rate to be agreed upon by both parties. Borrowings under the Uncommitted Credit Facility can be used for working capital, letters of credit and other general corporate purposes. The agreement governing our Uncommitted Credit Facility requires us to comply with certain covenants. The Uncommitted Credit Facility may be terminated by either party at any time. As of December 31, 2024 and 2023, we had no borrowings outstanding under our Uncommitted Credit Facility.

The Credit Facility

In July 2024, we and our subsidiary, USE Canada Holdings, Inc. (the Canadian Borrower) entered into the Second Amended and Restated Credit Agreement (the Credit Facility) which amends and restates the unsecured revolving credit facility we entered into in August 2021. The total outstanding principal amount that we may borrow under the Credit Facility may not exceed the current aggregate lenders' commitments of $3.5 billion, and borrowings under the Credit Facility mature in July 2029. As permitted by the Credit Facility, we have the right to request two one-year extensions of the maturity date, but none of the lenders are committed to participate in such extensions. The Credit Facility also includes a feature that allows us to increase availability, at our option, by an aggregate amount of up to $1.0 billion through increased commitments from existing lenders or the addition of new lenders.

All loans to the Canadian Borrower and all loans denominated in Canadian dollars cannot exceed $1.0 billion (the Canadian Sublimit). The Canadian Sublimit is part of, and not in addition to, the aggregate commitments under the Credit Facility.

Borrowings under the Credit Facility in United States dollars bear interest at a Base Rate, a daily floating SOFR or a term SOFR plus a current applicable margin of 0.920% based on our Debt Ratings (all as defined in the Credit Facility agreement). The Canadian dollar-denominated loans bear interest based on the Canadian Prime Rate or the Canadian Dollar Offered Rate plus a current applicable margin of 0.920% based on our Debt Ratings. As of December 31, 2024, C$232 million was outstanding against the Canadian Sublimit, with a weighted average interest rate of 5.309%.

The Credit Facility is subject to facility fees based on applicable rates defined in the Credit Facility agreement and the aggregate commitment, regardless of usage. The Credit Facility can be used for working capital, capital expenditures, acquisitions, letters of credit and other general corporate purposes. The Credit Facility agreement requires us to comply with financial and other covenants. We may pay dividends and repurchase common stock if we are in compliance with these covenants.

We had $514 million and $297 million outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. We had $317 million and $337 million of letters of credit outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. We also had $477 million and $495 million of principal borrowings outstanding (net of related discount on issuance) under our commercial paper program as of December 31, 2024 and 2023, respectively. As a result, availability under our Credit Facility was $2,192 million and $2,371 million as of December 31, 2024 and 2023, respectively.

Term Loan Facility

On April 29, 2022, we entered into a $1 billion Term Loan Facility, which bore interest at a base rate or a forward-looking SOFR, plus an applicable margin based on our debt ratings. We had $500 million of borrowings outstanding under the Term Loan Facility as of December 31, 2023. During the year ended December 31, 2024, we repaid the remaining balance of the Term Loan Facility.

Commercial Paper Program

In May 2022, we entered into a commercial paper program for the issuance and sale of unsecured commercial paper in an aggregate principal amount not to exceed $500 million outstanding at any one time (the Commercial Paper Cap). In August 2022, the Commercial Paper Cap was increased to $1.0 billion, and in October 2023, was increased to $1.5 billion. The weighted average interest rate for borrowings outstanding as of December 31, 2024 is 4.646% with a weighted average maturity of approximately 18 days.

We had $477 million and $496 million principal value of commercial paper issued and outstanding under the program as of December 31, 2024 and 2023, respectively. In the event of a failed re-borrowing, we currently have availability under our Credit Facility to fund amounts currently borrowed under the commercial paper program until they are re-borrowed successfully. Accordingly, we have classified these borrowings as long-term in our consolidated balance sheet as of December 31, 2024 and 2023, respectively.

Senior Notes and Debentures

In March 2023, we issued $400 million of 4.875% senior notes due 2029 (the Existing 2029 Notes) and $800 million of 5.000% senior notes due 2034 (the 2034 Notes, and together with the Existing 2029 Notes, the Notes). The Notes are unsecured and unsubordinated and rank equally with our other unsecured obligations. We used the proceeds from the Notes for general corporate purposes, including the repayment of a portion of amounts outstanding under the Uncommitted Credit Facility, the Commercial Paper Program, the Credit Facility, and the Term Loan Facility. As a result of the Term Loan Facility repayment, we incurred a non-cash loss on the early extinguishment of debt related to the ratable portion of unamortized deferred issuance costs of less than $1 million.

In December 2023, we issued an additional $350 million of 4.875% senior notes due 2029 (the New 2029 Notes, and together with the Existing 2029 Notes, the 2029 Notes). After giving effect to the issuance of the New 2029 Notes, $750 million in aggregate principal amount of the 2029 Notes is outstanding. The New 2029 Notes are fungible with the Existing 2029 Notes, and taken together, the 2029 Notes are treated as a single series.

In December 2023, we also issued $650 million of 5.000% senior notes due 2033 (the 2033 Notes). The proceeds of the 2033 Notes were used for general corporate purposes, including the repayment of a portion of amounts outstanding under the Uncommitted Credit Facility, the Commercial Paper Program, the Credit Facility, and the Term Loan Facility.

In June 2024, we issued $400 million of 5.000% senior notes due 2029 and $500 million of 5.200% senior notes due 2034. We used the proceeds from the June 2024 notes issuance for general corporate purposes, including the repayment of a portion of amounts outstanding under the Commercial Paper Program and the Credit Facility; and repayment of the remaining amount outstanding under the Term Loan Facility and the Uncommitted Credit Facility.

Our senior notes and debentures are general unsecured and unsubordinated obligations and rank equally with our other unsecured obligations.

Tax-Exempt Financings

As of December 31, 2024, we had $1,409 million of fixed and variable rate tax-exempt financings outstanding, with maturities ranging from 2026 to 2053. As of December 31, 2023, we had $1,281 million of fixed and variable rate tax-exempt financings outstanding, with maturities ranging from 2024 to 2053.

In June 2024, the Mission Economic Development Corporation issued, for our benefit, $50 million in principal amount of Solid Waste Disposal Revenue Bonds. The proceeds from the issuance, after deferred issuance costs, were used to fund the acquisition, construction, improvement, installation, and/or equipping of certain solid waste disposal facilities located within Texas.

In both March 2024 and September 2023, the California Municipal Finance Authority issued, for our benefit, $100 million in principal amount of Solid Waste Disposal Revenue Bonds. The proceeds from the issuances, after deferred issuance costs, were used to fund the acquisition, construction, improvement, installation, and/or equipping of certain solid waste disposal facilities located within California.

The initial remarketing period for the above Mission Economic Development Corporation and California Municipal Finance Authority tax-exempt financings is 10 years. Our remaining tax-exempt financings are remarketed either quarterly or semiannually by remarketing agents to effectively maintain a variable yield. The holders of the bonds can put them back to the remarketing agents at the end of each interest period. If the remarketing agents are unable to remarket our bonds, the remarketing agents can put the bonds to us. In the event of a failed remarketing, we currently have availability under our Credit Facility to fund these bonds until they are remarketed successfully. Accordingly, we classified these borrowings as long-term in our consolidated balance sheets as of December 31, 2024 and December 31, 2023.

Finance Leases and Other

As of December 31, 2024, we had finance lease liabilities of $315 million with maturities ranging from 2025 to 2063. As of December 31, 2023, we had finance lease liabilities of $251 million with maturities ranging from 2024 to 2063.

As of December 31, 2024, finance leases and other included $53 million related to the construction of an office building located in Phoenix, Arizona, which has been accounted for as a financing obligation. The amount is recorded within long-term debt, net of current maturities.

Interest Paid

Interest paid, excluding net swap settlements for our fair value hedges, was $487 million, $423 million and $312 million for the years ended December 31, 2024, 2023 and 2022, respectively.

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Leases

12 Months Ended
Dec. 31, 2024

Leases [Abstract]

Leases

LEASES

A summary of the lease classification on our consolidated balance sheet as of December 31, 2024 and 2023 follows:

		2024	2023
Assets			
Operating right-of-use lease assets	Other assets	$ 232	$ 238
Finance lease assets	Property and equipment, net	294	287
Total leased assets		$ 526	$ 525
Liabilities			
Current			
Operating	Other accrued liabilities	$ 55	$ 55
Finance	Notes payable and current maturities of long-term debt	13	13
Long-term			
Operating	Other long-term liabilities	189	195
Finance	Long-term debt, net of current maturities	249	238
Total lease liabilities		$ 506	$ 501

A summary of the lease cost reflected in our consolidated statements of income for the years ended December 31, 2024 and 2023 follows:

		2024	2023
Operating lease cost			
Fixed lease cost	Cost of operations	$ 50	$ 60
Short-term lease cost	Cost of operations	105	89
Variable lease cost	Cost of operations	26	27
Finance lease cost			
Amortization of leased assets	Depreciation, depletion and amortization	17	16
Interest on lease liabilities	Interest expense	9	9
Variable lease cost	Interest expense	26	22
Total lease cost		$ 233	$ 223

During the years ended December 31, 2024 and 2023, we recognized changes in our operating right-of-use lease liabilities and assets, resulting from the recognition of non-cash lease expense of $46 million and $48 million, respectively.

As of December 31, 2024, maturities for operating and finance lease liabilities were as follows:

	Operating Leases	Finance Leases	Total
2025	$ 61	$ 22	$ 83
2026	52	20	72
2027	42	19	61
2028	34	20	54
2029	27	18	45
Thereafter	53	346	399
Total lease payments	269	445	714
Less: interest	(25)	(183)	(208)
Present value of lease liabilities	$ 244	$ 262	$ 506

A summary of the weighted-average remaining lease term and weighted-average discount rate as of December 31, 2024 and 2023 follows:

	2024	2023
Weighted-average remaining lease term (years)		
Operating leases	6.1	6.9
Finance leases	27.8	27.1
Weighted-average discount rate		
Operating leases	3.3 %	2.9 %
Finance leases	4.3 %	4.4 %

Supplemental cash flow and other non-cash information for the years ended December 31, 2024 and 2023 follow:

	2024	2023
Cash paid for amounts included in the measurement of lease liabilities		
Operating cash flows from operating leases	$ 181	$ 177
Operating cash flows from finance leases	$ 35	$ 31
Financing cash flows from finance leases	$ 10	$ 12
Leased assets obtained in exchange for new finance lease liabilities	$ 25	$ 17
Leased assets obtained in exchange for new operating lease liabilities	$ 44	$ 33

Leases

LEASES

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		2024	2023
Assets			
Operating right-of-use lease assets	Other assets	$ 232	$ 238
Finance lease assets	Property and equipment, net	294	287
Total leased assets		$ 526	$ 525
Liabilities			
Current			
Operating	Other accrued liabilities	$ 55	$ 55
Finance	Notes payable and current maturities of long-term debt	13	13
Long-term			
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Fixed lease cost	Cost of operations	$ 50	$ 60
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Thereafter	53	346	399
Total lease payments	269	445	714
Less: interest	(25)	(183)	(208)
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	2024	2023
Weighted-average remaining lease term (years)		
Operating leases	6.1	6.9
Finance leases	27.8	27.1
Weighted-average discount rate		
Operating leases	3.3 %	2.9 %
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Supplemental cash flow and other non-cash information for the years ended December 31, 2024 and 2023 follow:

	2024	2023
Cash paid for amounts included in the measurement of lease liabilities		
Operating cash flows from operating leases	$ 181	$ 177
Operating cash flows from finance leases	$ 35	$ 31
Financing cash flows from finance leases	$ 10	$ 12
Leased assets obtained in exchange for new finance lease liabilities	$ 25	$ 17
Leased assets obtained in exchange for new operating lease liabilities	$ 44	$ 33

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Income Taxes

12 Months Ended
Dec. 31, 2024

Income Tax Disclosure [Abstract]

Income Taxes

INCOME TAXES

The components of the provision for income taxes for the years ended December 31 follow:

	2024	2023	2022
Current:			
Federal	$ 207	$ 281	$ 72
State	120	109	82
Deferred:			
Federal	55	72	164
State	32	29	17
Uncertain tax positions and interest and other	(26)	(31)	9
Provision for income taxes	$ 388	$ 460	$ 344

The reconciliations of the statutory federal income tax rate to our effective tax rate for the years ended December 31 follow:

	2024	2023	2022
Federal statutory rate	21.0 %	21.0 %	21.0 %
State income taxes, net of federal benefit	4.8	4.4	4.6
Non-deductible expenses	0.8	1.2	1.1
Uncertain tax position taxes and interest	(0.3)	(0.8)	0.2
Investment tax credits	(9.9)	(4.0)	(7.6)
Other, net	(0.4)	(0.8)	(0.5)
Effective income tax rate	16.0 %	21.0 %	18.8 %

During 2024, we acquired non-controlling interests in limited liability companies established to own renewable energy assets that qualified for investment tax credits under Section 48 of the Internal Revenue Code. We account for these investments under the equity method of accounting utilizing the HLBV method and recognize our share of income or loss and other reductions in the value of our investment in loss from unconsolidated equity method investments within our consolidated statements of income. For further discussion regarding our equity method accounting, see Note 3, *Business Acquisitions, Investments and Restructuring Charges*. Our 2024 tax provision reflects a benefit of $222 million due to the tax credits related to these investments.

We also made qualified investments in renewable natural gas projects and commercial electric vehicles during 2024 which, due to tax credits, reduced our tax provision by approximately $18 million.

Our 2023 tax provision was reduced by $87 million related to the tax credits from our non-controlling interests in limited liability companies established to own renewable energy assets.

In addition, during 2023 we resolved IRS examinations for our 2014 to 2018 tax years, that in the aggregate, reduced our tax provision by approximately $21 million.

Our 2022 tax provision was reduced by $139 million related to the tax credits from our non-controlling interests in limited liability companies established to own renewable energy assets.

During 2022, the Inflation Reduction Act (IRA) was signed into law. We continue to evaluate the IRA and additional regulations as they are released by the U.S. Treasury.

With respect to various energy credits in the IRA, we expect to benefit in subsequent years for credits related to commercial electric vehicles, carbon capture and renewable natural gas. Additional benefits may be identified as subsequent guidance is released by the U.S. Treasury and/or additional climate technologies are identified or advanced in future years.

We made income tax payments (net of refunds) of $313 million, $343 million and $185 million for 2024, 2023, and 2022, respectively. Income taxes paid in 2024, 2023, and 2022 reflect benefits from tax credits from our continuing investments in qualified renewable energy projects.

The components of the net deferred income tax asset and liability as of December 31 follow:

	2024	2023
Deferred tax liabilities relating to:		
Differences between book and tax basis of property and equipment	$ (1,258)	$ (1,229)
Difference between book and tax basis of intangible assets	(637)	(583)
Operating right-of-use lease assets	(57)	(59)
Basis difference due to redemption of partnership interests	(82)	(82)
Total deferred tax liabilities	$ (2,034)	$ (1,953)
Deferred tax assets relating to:		
Environmental reserves	$ 218	$ 236
Accruals not currently deductible	105	105
Net operating loss carryforwards	61	75
Difference between book and tax basis of other assets	48	14
Operating right-of-use lease liabilities	59	60
Other	15	17
Total deferred tax assets	506	507
Valuation allowance	(51)	(49)
Net deferred tax asset	455	458
Net overall deferred tax liability	$ (1,579)	$ (1,495)

Changes in the deferred tax valuation allowance for the years ended December 31 follow:

	2024	2023	2022
Valuation allowance, beginning of year	$ 49	$ 44	$ 44
Additions charged to provision for income taxes	6	3	2
Deferred tax assets realized or written-off	—	—	(6)
Other, net	(4)	2	4
Valuation allowance, end of year	$ 51	$ 49	$ 44

We have deferred tax assets related to state net operating loss carryforwards. We provide a partial valuation allowance due to uncertainty surrounding the future utilization of these carryforwards in the taxing jurisdictions where the loss carryforwards exist. When determining the need for a valuation allowance, we consider all positive and negative evidence, including recent financial results, scheduled reversals of deferred tax liabilities, projected future taxable income and tax planning strategies. The weight given to the positive and negative evidence is commensurate with the extent such evidence can be objectively verified. We adjust the valuation allowance in the period management determines it is more likely than not that deferred tax assets will or will not be realized.

The majority of our valuation allowance is associated with state loss carryforwards. The realization of our deferred tax asset for state loss carryforwards ultimately depends upon the existence of sufficient taxable income in the appropriate state taxing jurisdictions in future periods. We continue to regularly monitor both positive and negative evidence in determining the ongoing need for a valuation allowance.

We have deferred tax assets related to state net operating loss carryforwards with an estimated tax effect of $50 million available as of December 31, 2024. These state net operating loss carryforwards expire at various times between 2025 and 2044. We believe that it is more likely than not that the benefit from some of our state net operating loss carryforwards will not be realized due to limitations on these loss carryforwards in certain states. In recognition of this risk, as of December 31, 2024, we have provided a valuation allowance of $45 million.

We are subject to income tax in the United States, as well as income tax in multiple state and foreign jurisdictions. Income tax in our foreign jurisdictions is not material for all years presented. Our compliance with income tax rules and regulations is periodically audited by tax authorities. These authorities may challenge the positions taken in our tax filings. Thus, to provide for certain potential tax exposures, we maintain liabilities for uncertain tax positions for our estimate of the final outcome of the examinations. Our federal statute of limitations applicable to our federal tax returns is closed through 2020. The federal statute of limitations applicable to an acquired subsidiary is closed through 2019. In addition, we are currently under state examination or administrative review in various jurisdictions for tax years 2012 through 2023.

The following table summarizes the activity in our gross unrecognized tax benefits for the years ended December 31:

	2024	2023	2022
Balance at beginning of year	$ 42	$ 111	$ 102
Additions for tax positions of current year	—	1	7
Additions for tax positions of prior years	1	3	2
Reductions for tax positions of prior years	(5)	(7)	—
Reductions for tax positions resulting from lapse of statute of limitations	(1)	—	—
Settlements	(9)	(66)	—
Balance at end of year	$ 28	$ 42	$ 111

Included in our gross unrecognized tax benefits as of December 31, 2024, 2023 and 2022 are $22 million, $33 million and $97 million, respectively, of unrecognized tax benefits (net of the federal benefit) that, if recognized, would affect our effective income tax rate in future periods. However, we are unable to estimate the resolution of these matters over the next 12 months.

During 2023, we settled our 2014-2018 tax years with the Internal Revenue Service. These settlements reduced our gross unrecognized tax benefits by $66 million.

We recognize interest and penalties as incurred within the provision for income taxes in our consolidated statements of income. Related to the unrecognized tax benefits previously noted, we recorded a reduction to interest expense of $6 million during 2024 and, in total as of December 31, 2024, have recognized a liability for penalties of $1 million and interest of $5 million. During 2023, we recorded interest expense of $1 million and, in total as of December 31, 2023, had recognized a liability for interest of $14 million. During 2022, we recorded interest expense of $1 million and, in total as of December 31, 2022, had recognized a liability for interest of $15 million.

We believe the recorded liabilities for uncertain tax positions are adequate. However, a significant assessment against us in excess of the liabilities recorded could have a material adverse effect on our consolidated financial position, results of operations and cash flows.

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Employee Benefit Plans

12 Months Ended
Dec. 31, 2024

Share-Based Payment Arrangement [Abstract]

Employee Benefit Plans **EMPLOYEE BENEFIT PLANS**

Stock-Based Compensation

In October 2020, our Board of Directors amended and restated the Republic Services, Inc. Executive Incentive Plan (the 2021 Plan) to remove references to the performance-based compensation exception that was previously permitted but is no longer applicable under Section 162(m) of the Internal Revenue Code. The purposes of the 2021 Plan are to promote the success of the Company; to provide designated Executive Officers with an opportunity to receive incentive compensation dependent upon that success; and to attract, retain and motivate such individuals. We currently have approximately 11 million shares of common stock reserved for future grants under the 2021 Plan.

In February 2007, our Board of Directors approved the 2007 Stock Incentive Plan (the 2007 Plan); in May 2007 our shareholders approved the 2007 Plan. In March 2011, our Board of Directors approved the Amended and Restated 2007 Stock Incentive Plan (the Amended and Restated 2007 SIP); in May 2011 our shareholders approved the Amended and Restated 2007 SIP. In March 2013, our Board of Directors approved the Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan (the Republic Amended and Restated 2007 SIP); in May 2013 our shareholders approved the Republic Amended and Restated 2007 SIP (the 2007 Plan, the Amended and Restated 2007 SIP and the Republic Amended and Restated 2007 SIP are collectively referred to as the Amended and Restated 2007 Stock Incentive Plan). No further awards will be made under the Amended and Restated 2007 Stock Incentive Plan.

Restricted Stock Units

The following table summarizes restricted stock unit (RSU) activity for the years ended December 31, 2024, 2023 and 2022:

	Number of RSUs (in thousands)	Weighted-Average Grant Date Fair Value per Share	Weighted-Average Remaining Contractual Term (years)	Aggregate Intrinsic Value (in millions)
Unissued as of December 31, 2021	1,091	$ 77.19		
Granted	259	$ 122.54		
Vested and issued	(388)	$ 74.34		
Forfeited	(48)	$ 110.92		
Unissued as of December 31, 2022	914	$ 85.43		
Granted	250	$ 133.03		
Vested and issued	(208)	$ 95.24		
Forfeited	(41)	$ 117.54		
Unissued as of December 31, 2023	915	$ 93.35		
Granted	184	$ 184.28		
Vested and issued	(228)	$ 102.81		
Forfeited	(30)	$ 139.24		
Unissued as of December 31, 2024	841	$ 107.81	0.7	$ 169.20
Vested and unissued as of December 31, 2024	415	$ 70.32		

During the years ended December 31, 2024, 2023 and 2022, we awarded our non-employee directors 16,540, 20,324 and 18,689 RSUs, respectively, which vested upon issuance.

During the years ended December 31, 2024, 2023 and 2022, we awarded 158,789, 216,610 and 226,108 RSUs, respectively, to executives and employees that vest in four equal annual installments beginning on the anniversary date of the original grant or cliff vest after three or four years.

During the years ended December 31, 2024, 2023 and 2022, we granted an additional 8,868, 12,751 and 13,969 RSUs, respectively, as dividend equivalents.

The RSUs do not carry any voting or dividend rights, except the right to receive additional RSUs in lieu of dividends.

Compensation Expense

The fair value of RSUs is based on the closing market price on the date of the grant. The compensation expense related to RSUs is amortized ratably over the vesting period, or to the employee's retirement eligible date, if earlier.

During the years ended December 31, 2024, 2023 and 2022, compensation expense related to RSUs totaled $25 million, $24 million and $23 million, respectively. As of December 31, 2024, total unrecognized compensation expense related to outstanding RSUs was $41 million, which will be recognized over a weighted average period of approximately two years.

Performance Shares

The following table summarizes performance stock unit (PSU) activity for the years ended December 31, 2024, 2023 and 2022:

	Number of PSUs (in thousands)	Weighted Average Grant Date Fair Value per Share
Outstanding as of December 31, 2021	857	$ 84.79
Granted	157	$ 124.29
Vested and issued	(234)	$ 76.24
Forfeited	(24)	$ 109.62
Outstanding as of December 31, 2022	756	$ 95.19
Granted	200	$ 138.03
Vested and issued	(227)	$ 100.06
Forfeited	(41)	$ 123.30
Outstanding as of December 31, 2023	688	$ 101.48
Granted	281	$ 142.50
Vested and issued	(420)	$ 90.54
Forfeited	(25)	$ 136.27
Outstanding and Exercisable as of December 31, 2024	524	$ 125.70

During the years ended December 31, 2024, 2023 and 2022, we awarded 153,883, 80,452 and 79,043 PSUs to our executive officers, respectively. These awards are performance-based as the number of shares ultimately earned depends on performance against pre-determined targets for return on invested capital (ROIC), cash flow value creation (CFVC) and total shareholder return relative to the S&P 500 index (RTSR). The PSUs are payable 50% in shares of common stock and 50% in cash after the end of a three-year performance period, when our financial performance for the entire performance period is reported, typically in February of the succeeding year. At the end of the performance period, the number of PSUs awarded can range from 0% to 150% of the targeted amount, depending on the performance against the pre-determined targets.

During the years ended December 31, 2024, 2023 and 2022, we awarded 120,433, 108,560 and 66,296 PSUs to our employees other than our executive officers, respectively. The PSUs are payable 100% in shares of common stock after the end of a three-year performance period, when our financial performance for the entire performance period is reported, typically in February of the succeeding year. At the end of the performance period, the number of PSUs awarded can range from 0% to 150% of the targeted amount, depending on the performance against the pre-determined targets.

The PSUs do not carry any voting or dividend rights, except the right to accumulate additional PSUs in lieu of dividends.

During the years ended December 31, 2024, 2023 and 2022, we granted an additional 6,795, 10,511 and 11,304 PSUs to our executive officers, respectively, as dividend equivalents.

Compensation Expense

For the stock-settled portion of the award that vests based on future ROIC and CFVC performance, compensation expense is measured using the fair value of our common stock at the grant date. For the cash-settled portion of the award that vests based on future ROIC and CFVC performance, compensation expense is recorded based on the fair value of our common stock at the end of each reporting period. Compensation expense is recognized ratably over the performance period based on our estimated achievement of the established performance criteria. Compensation expense is only recognized for the portion of the award that we expect to vest, which we estimate based on an assessment of the probability that the performance criteria will be achieved.

For the stock-settled portion of the award that vests based on RTSR, the grant date fair value is based on a Monte Carlo valuation and compensation expense is recognized on a straight-line basis over the vesting period. For the cash-settled portion of the award that vests based on RTSR, compensation expense also incorporates the fair value of our PSUs at the end of each reporting period. Compensation expense is recognized for the RTSR portion of the award whether or not the market conditions are achieved.

During the years ended December 31, 2024, 2023 and 2022, compensation expense related to PSUs totaled $30 million, $29 million and $22 million, respectively. As of December 31, 2024, total unrecognized compensation expense related to outstanding PSUs was $25 million, which will be recognized over a weighted average period of approximately 1.5 years.

Collective Bargaining Agreements

As of December 31, 2024, approximately 22% of our workforce was covered by collective bargaining agreements (CBAs), and approximately 4% of our workforce was covered by CBAs that will expire during 2025.

Multiemployer Pension Plans

We participate in multiemployer pension plans that generally provide retirement benefits to participants of contributing employers. We do not administer these plans. In general, these plans are managed by a board of trustees with the unions appointing certain trustees and other contributing employers of the plan appointing certain members. We generally are not represented on the board of trustees.

Based on the information available to us, we believe that some of the multiemployer plans to which we contribute are either critical or endangered as those terms are defined in the Pension Protection Act (PPA). The PPA requires underfunded pension plans to improve their funding ratios within prescribed intervals based on the level of their underfunding. Until the plan trustees develop the funding improvement plans or rehabilitation plans as required by the PPA, we cannot determine the amount of any additional contribution or other financial obligations that we may be subject to, if any. Accordingly, we cannot presently determine the effect that the PPA may have on our consolidated financial position, results of operations or cash flows.

Furthermore, under current law regarding multiemployer benefit plans, a plan's termination, our voluntary withdrawal (which we consider from time to time), or the mass withdrawal from any under-funded multiemployer pension plan would require us to make payments to the plan for our proportionate share of the multiemployer plan's unfunded vested liabilities. During the course of operating our business, we may incur withdrawal events regarding certain of the multiemployer pension plans in which we participate. We accrue for such events when losses become probable and reasonably estimable.

Republic's participation in individually significant multiemployer pension plans for the year ended December 31, 2024 is outlined in the table below. Only with respect to multiemployer pension plans, we considered contributions in excess of $10 million in any period disclosed to be individually significant. The most recent PPA zone status available in 2024 and 2023 is for the plans' year ended September 30, or December 31, 2023 and 2022, respectively. The status is based on information that Republic received from the plans and is certified by the plans' actuary. Among other factors, plans in the critical red zone are generally less than 65% funded, plans in the endangered yellow zone are less than 80% funded and plans in the safe green zone are at least 80% funded. Plans in the critical and declining zone are classified as critical and projected to be insolvent in the current year or any of the 14 following plan years. The last column lists the expiration dates of the CBAs to which the plans are subject.

		Pension Protection Act Zone Status		Funding Improvement or Rehabilitation Plan Status Pending /	Republic Contributions to Plan			Surcharge	Expiration Dates
Legal Plan Name	EIN	2024	2023	Implemented	2024	2023	2022	Imposed	of CBAs
Western Conference of Teamsters Pension Plan	91-6145047	Safe	Safe	No	$ 75	$ 70	$ 61	No	Various dates through 9/30/2029
All other plans	N/A	N/A	N/A	N/A	29	29	25	N/A	
Total					$ 104	$ 99	$ 86		

Defined Contribution Plan

We maintain the Republic Services 401(k) Plan (the 401(k) Plan), which is a defined contribution plan covering all eligible employees. Under the 401(k) Plan, participants may direct us to defer a portion of their compensation to the 401(k) Plan, subject to Internal Revenue Code limitations. We provide for an employer matching contribution equal to 100% of the first 3% of eligible compensation and 50% of the next 2% of eligible compensation contributed by each employee, which is funded in cash. All contributions vest immediately.

Total expense recorded for matching 401(k) contributions in 2024, 2023 and 2022 was $95 million, $82 million and $74 million, respectively.

Deferred Compensation Plan

We provide eligible Republic employees, officers and directors with the opportunity to voluntarily defer base salary, bonus payments, long-term incentive awards and other compensation, as applicable, on a pre-tax basis through the Republic Services, Inc. Deferred Compensation Plan (the DCP). The DCP is a nonqualified deferred compensation plan that conforms to Section 409A of the Internal Revenue Code. Eligible participants can defer up to 80% of base salary and up to 100% of bonus,

long-term compensation and directors' fees. Under the DCP, some participants also are eligible for matching contributions. The matching contribution under the DCP is equal to the lesser of 2% of the participant's compensation over established 401(k) limits or 50% of the amount the participant has deferred. The DCP participants have no ownership or security interest in any of the amounts deferred or the measurement funds under the DCP. The right of each participant in the DCP is solely that of a general, unsecured creditor of Republic with respect to his or her own interest under the DCP. Deferred amounts may be subject to forfeiture and are deemed invested among investment funds offered under the DCP, as directed by each participant. Payments of deferred amounts are payable following separation from service or at a date or dates elected by the participant when the deferral is elected. Payments of deferred amounts are made in either a lump sum or in annual installments over a period not exceeding 15 years.

Republic invested in corporate-owned life insurance policies to satisfy future obligations under the DCP. These corporate-owned life insurance policies are held in a Rabbi Trust and are recorded at the amount that can be realized under insurance contracts at the balance sheet date, which is the cash surrender value adjusted for other charges or other amounts due that are probable at settlement. The aggregate cash surrender value of these life insurance policies was $125 million and $113 million as of December 31, 2024 and 2023, respectively, and is classified in other assets in our consolidated balance sheets. The DCP liability was $120 million and $115 million as of December 31, 2024 and 2023, respectively, and is classified in other long-term liabilities in our consolidated balance sheets.

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Share Repurchases and Dividends

12 Months Ended
Dec. 31, 2024

Equity [Abstract]

Share Repurchases and Dividends

SHARE REPURCHASES AND DIVIDENDS

Available Shares

We currently have approximately 11 million shares of common stock reserved for future grants under the Republic Services, Inc. 2021 Stock Incentive Plan.

Share Repurchases

In October 2020, our Board of Directors approved a $2.0 billion share repurchase authorization effective starting January 1, 2021 and extending through December 31, 2023. In October 2023, our Board of Directors approved a $3.0 billion share repurchase authorization effective starting January 1, 2024 and extending through December 31, 2026. Share repurchases under the program may be made through open market purchases or privately negotiated transactions in accordance with applicable federal securities laws. While the Board of Directors has approved the program, the timing of any purchases, the prices and the number of shares of common stock to be purchased will be determined by our management, at its discretion, and will depend upon market conditions and other factors. The share repurchase program may be extended, suspended or discontinued at any time. On a quarterly basis, our Board of Directors reviews the intrinsic value of our stock and the parameters around which we repurchase our shares.

Share repurchase activity during the years ended December 31, 2024, 2023 and 2022 follows (in millions except per share amounts):

	2024	2023	2022
Number of shares repurchased	3	2	2
Amount paid	$ 480	$ 262	$ 203
Weighted average cost per share	$ 193.59	$ 145.72	$ 124.02

The average price paid per share, total repurchase costs and approximate maximum dollar value of the shares that may yet be purchased under the plans or programs exclude a 1% excise tax.

As of December 31, 2024, there were less than 1 million repurchased shares pending settlement, resulting in an associated $10 million of share repurchases unpaid and included within other accrued liabilities. As of December 31, 2023 and 2022, there were no repurchased shares pending settlement. As of December 31, 2024, the remaining authorized purchase capacity under our October 2023 repurchase program was $2.5 billion.

In December 2024, our board of directors changed the status of 8 million treasury shares to authorized and unissued. In doing so, the number of our issued shares was reduced by the stated amount. Our accounting policy is to deduct the par value from common stock and to reflect the excess of cost over par value as a deduction from additional paid-in capital. The reduction in issued shares resulted in a change of $1,195 million in treasury stock which was reclassified as less than 1 million in common stock, and $1,195 million in additional paid-in capital. There was no effect on our total stockholders' equity position as a result of the change.

Dividends

In October 2024, our Board of Directors approved a quarterly dividend of $0.580 per share. Aggregate cash dividends declared were $699 million, $650 million and $603 million for the years ended December 31, 2024, 2023 and 2022, respectively. As of December 31, 2024, we recorded a quarterly dividend payable of $181 million to shareholders of record at the close of business on January 2, 2025.

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Earnings Per Share

12 Months Ended
Dec. 31, 2024

Earnings Per Share [Abstract]

Earnings Per Share

EARNINGS PER SHARE

Basic earnings per share is computed by dividing net income attributable to Republic Services, Inc. by the weighted average number of common shares (including vested but unissued RSUs and PSUs)

outstanding during the period. Diluted earnings per share is based on the combined weighted average number of common shares and common share equivalents outstanding, which include, where appropriate, the assumed exercise of employee stock options, unvested RSUs and unvested PSUs at the expected attainment levels. We use the treasury stock method in computing diluted earnings per share.

Earnings per share for the years ended December 31, 2024, 2023 and 2022 are calculated as follows (in thousands, except per share amounts):

	2024	2023	2022
Basic earnings per share:			
Net income attributable to Republic Services, Inc.	$ 2,043,173	$ 1,730,985	$ 1,487,586
Weighted average common shares outstanding	314,399	316,182	316,530
Basic earnings per share	$ 6.50	$ 5.47	$ 4.70
Diluted earnings per share:			
Net income attributable to Republic Services, Inc.	$ 2,043,173	$ 1,730,985	$ 1,487,586
Weighted average common shares outstanding	314,399	316,182	316,530
Effect of dilutive securities:			
Unvested RSU awards	126	104	152
Unvested PSU awards	284	379	398
Weighted average common and common equivalent shares outstanding	314,809	316,665	317,080
Diluted earnings per share	$ 6.49	$ 5.47	$ 4.69

During the year ended December 31, 2024, there were no antidilutive securities outstanding. During each of the years ended December 31, 2023 and 2022, there were less than 1 million antidilutive securities outstanding.

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Segment Reporting

12 Months Ended
Dec. 31, 2024

Segment Reporting [Abstract]

Segment Reporting

SEGMENT REPORTING

Our senior management evaluates, oversees and manages the financial performance of our operations through three field groups, referred to as Group 1, Group 2 and Group 3. Group 1 is our recycling and waste business operating primarily in geographic areas located in the western United States. Group 2 is our recycling and waste business operating primarily in geographic areas located in the southeastern and mid-western United States, the eastern seaboard of the United States, and Canada. Group 3 is our environmental solutions business operating in geographic areas located across the United States and Canada. These groups are presented below as our reportable segments, which each provide integrated environmental services, including but not limited to collection, transfer, recycling and disposal.

We generated $182 million, $170 million and $90 million of revenue in Canada for the years ended December 31, 2024, 2023 and 2022, respectively. As of December 31, 2024 and 2023, we had $129 million and $137 million, respectively, of long-lived assets in Canada. The remainder of our revenue and assets were related to our United States operations.

Our chief operating decision maker (CODM) is Jon Vander Ark, President and Chief Executive Officer of Republic Services, Inc. Adjusted EBITDA is the single financial measure our CODM uses to evaluate segment profitability and returns, which informs resource allocation. For all segments, the CODM uses adjusted EBITDA to evaluate income generated from segment assets (return on invested capital). The CODM considers budget-to-actual variances and year-over-year growth on a monthly basis to assess the performance of each segment. Cost of operations and selling, general and administrative are significant segment expenses used in the evaluation.

Summarized financial information concerning our reportable segments for the years ended December 31, 2024, 2023 and 2022 follows:

	Group 1	Group 2	Recycling & Waste Subtotal[1]	Group 3 (Environmental Solutions)	Corporate entities and other	Total
2024						
Gross Revenue	$ 8,332	$ 7,891	$ 16,223	$ 1,864	$ 331	$ 18,418
Intercompany Revenue	(1,235)	(1,037)	(2,272)	(49)	(65)	(2,386)
Revenue Allocations	123	115	238	28	(266)	—
Net Revenue	$ 7,220	$ 6,969	$ 14,189	$ 1,843	$ —	$ 16,032
Cost of Operations	4,129	4,079	8,208	1,142	—	9,350
SG&A	738	671	1,409	265	—	1,674
Other Segment Items	—	29	29	—	—	29
Adjusted EBITDA	$ 2,353	$ 2,190	$ 4,543	$ 436	$ —	$ 4,979
Capital Expenditures	$ 874	$ 574	$ 1,448	$ 136	$ 271	$ 1,855
Total Assets	$ 14,250	$ 11,046	$ 25,296	$ 4,459	$ 2,647	$ 32,402

	Group 1	Group 2	Recycling & Waste Subtotal(1)	Group 3 (Environmental Solutions)	Corporate entities and other	Total
2023						
Gross Revenue	$ 7,769	$ 7,566	$ 15,335	$ 1,701	$ 243	$ 17,279
Intercompany Revenue	(1,171)	(1,011)	(2,182)	(56)	(76)	(2,314)
Revenue Allocations	96	91	187	(20)	(167)	—
Net Revenue	$ 6,694	$ 6,646	$ 13,340	$ 1,625	$ —	$ 14,965
Cost of Operations	3,878	4,033	7,911	1,032	—	8,943
SG&A	681	649	1,330	279	—	1,609
Other Segment Items	—	—	—	(34)	—	(34)
Adjusted EBITDA	$ 2,135	$ 1,964	$ 4,099	$ 348	$ —	$ 4,447
Capital Expenditures	$ 707	$ 542	$ 1,249	$ 145	$ 237	$ 1,631
Total Assets	$ 13,665	$ 10,988	$ 24,653	$ 4,471	$ 2,286	$ 31,410

	Group 1	Group 2	Recycling & Waste Subtotal(1)	Group 3 (Environmental Solutions)	Corporate entities and other	Total
2022						
Gross Revenue	$ 7,107	$ 7,029	$ 14,136	$ 1,262	$ 247	$ 15,645
Intercompany Revenue	(1,090)	(945)	(2,035)	(47)	(52)	(2,134)
Revenue Allocations	103	99	202	(7)	(195)	—
Net Revenue	$ 6,120	$ 6,183	$ 12,303	$ 1,208	$ —	$ 13,511
Cost of Operations	3,541	3,846	7,387	818	—	8,205
SG&A	612	586	1,198	256	—	1,454
Other Segment Items	—	—	—	(77)	—	(77)
Adjusted EBITDA	$ 1,967	$ 1,751	$ 3,718	$ 211	$ —	$ 3,929
Capital Expenditures	$ 620	$ 542	$ 1,162	$ 133	$ 159	$ 1,454
Total Assets	$ 12,418	$ 10,528	$ 22,946	$ 4,090	$ 2,017	$ 29,053

(1) The Recycling & Waste Subtotal represents the combined results of our Group 1 and Group 2 reportable segments.

Corporate functions include marketing, operations support, business development, legal, tax, treasury, information technology, risk management, human resources and other administrative functions. National Accounts revenue included in Corporate entities and other represents the portion of revenue generated from nationwide and regional contracts in markets outside our operating areas where the associated material handling is subcontracted to local operators. Revenue and overhead costs of Corporate entities and other are either specifically assigned or allocated on a rational and consistent basis among our reportable

segments to calculate adjusted EBITDA.

As presented in the tables above, adjusted EBITDA reflects certain adjustments for US Ecology, Inc., acquisition integration and deal costs, (income) losses from unconsolidated equity method investments, losses on extinguishment of debt, adjustments to withdrawal liabilities for a multiemployer pension fund, restructuring expenses, and gain on certain divestitures and impairments, net. This presentation is consistent with how our CODM reviews results of operations to make resource allocation decisions.

Intercompany revenue reflects transactions within and between segments that generally are made on a basis intended to reflect the market value of such services. Capital expenditures for Corporate entities and other primarily include vehicle inventory acquired but not yet assigned to operating locations and facilities.

A reconciliation of the Company's single measure of segment profitability (segment adjusted EBITDA) to Income before income tax provision in the Consolidated Statements of Net Income is as follows for the years ended December 31, 2024, 2023 and 2022 (in millions of dollars):

	2024	2023	2022
Group 1 Adjusted EBITDA	$ 2,353	$ 2,135	$ 1,967
Group 2 Adjusted EBITDA	2,190	1,964	1,751
Group 3 Adjusted EBITDA	436	348	211
Total Adjusted EBITDA	4,979	4,447	3,929
Other income (expense), net	(23)	(7)	2
Interest income	(9)	(6)	(3)
Interest expense	539	508	395
Depreciation, depletion and amortization	1,677	1,501	1,352
Accretion	107	98	89
Loss from unconsolidated equity method investments	255	94	166
Adjustment to withdrawal liability for multiemployer pension funds	—	5	(2)
Restructuring charges	29	33	27
Gain on certain divestitures and impairments, net	(30)	(4)	(6)
US Ecology, Inc. acquisition integration and deal costs	—	34	77
Loss on extinguishment of debt and other related costs	2	—	—
Income before income taxes	$ 2,432	$ 2,191	$ 1,832

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Revenue

12 Months Ended
Dec. 31, 2024

Revenue from Contract with Customer [Abstract]

Revenue

REVENUE

Our operations primarily consist of providing environmental services. The following table disaggregates our revenue by service line for the years ended December 31 (in millions of dollars and as a percentage of revenue):

	2024		2023		2022	
Collection:						
Residential	$ 2,939	18.3 %	$ 2,823	18.9 %	$ 2,642	19.5 %
Small-container	4,820	30.1	4,439	29.7	3,946	29.2
Large-container	3,024	18.9	2,922	19.5	2,701	20.0
Other	72	0.4	69	0.4	54	0.4
Total collection	10,855	67.7	10,253	68.5	9,343	69.1
Transfer	1,780		1,699		1,575	
Less: intercompany	(975)		(933)		(850)	
Transfer, net	805	5.0	766	5.1	725	5.4
Landfill	2,981		2,885		2,682	
Less: intercompany	(1,240)		(1,206)		(1,132)	
Landfill, net	1,741	10.9	1,679	11.2	1,550	11.5
Environmental solutions	1,907		1,701		1,262	
Less: intercompany	(64)		(76)		(54)	
Environmental solutions, net	1,843	11.5	1,625	10.9	1,208	8.9
Other:						
Recycling processing and commodity sales	409	2.5	312	2.1	359	2.7
Other non-core	379	2.4	330	2.2	326	2.4
Total other	788	4.9	642	4.3	685	5.1
Total revenue	$ 16,032	100.0 %	$ 14,965	100.0 %	$ 13,511	100.0 %

Other non-core revenue consists primarily of revenue from National Accounts, which represents the portion of revenue generated from nationwide or regional contracts in markets outside our operating areas where the associated material handling is subcontracted to local operators. Consequently, substantially all of this revenue is offset with related subcontract costs, which are recorded in cost of operations.

See Note 15, *Segment Reporting*, for additional information regarding revenue by reportable segment.

Revenue by Service Line

Collection Services

Our collection business involves the collection of material for transport to transfer stations, or directly to landfills or recycling centers. Our collection services business includes both recurring and temporary customer relationships. Our standard contract duration is three years, although some of our exclusive franchises are for significantly longer periods. The fees received for collection services are based primarily on the market, collection frequency, type of service, type and volume or weight of the material collected, the distance to the disposal facility and the cost of disposal.

In general, small-container and residential collection fees are billed monthly or quarterly in advance. Our large-container customers are typically billed on a monthly basis based on the nature of the services provided during the period.

Revenue recognized under these agreements is variable in nature based on the number of residential homes or businesses serviced during the period, the frequency of collection and the volume of material collected. In addition, certain of our contracts have annual price escalation clauses that are tied to changes in an underlying base index such as a consumer price index which are unknown at contract inception.

Transfer Services

Revenue at our transfer stations is primarily generated by charging tipping or disposal fees. The fees received for transfer services are based primarily on the market, type and volume or weight of the material accepted, the distance to the disposal facility and the cost of disposal. In general, fees are billed and revenue is recognized at the time the service is performed.

Revenue recognized under these agreements is variable in nature based on the volume and nature of the material accepted at the transfer station.

Landfill Services

Revenue at our landfills is primarily generated by charging tipping fees to third parties based on the volume disposed and the nature of the waste. In general, fees are variable in nature and revenue is recognized at the time the waste is disposed at the facility.

Environmental Solutions

Environmental solutions revenue is primarily generated from the fees we charge for the collection, treatment, consolidation, disposal and recycling of hazardous and non-hazardous waste, field and industrial services, equipment rental, emergency response and standby services and in-plant services, such as transportation and logistics, including at our transfer, storage and disposal facilities (TSDF). Activity for this service line varies across markets and reflects the regulatory environment, pricing and disposal alternatives available in any given market. Revenue recognized under these agreements is variable in nature and primarily based on the volume and type of waste accepted or processed during the period. For certain field and industrial services contracts, we have a right to consideration from our customers in an amount that corresponds directly with the value to the customer of the Company's performance completed to date. Therefore, we have applied the practical expedient to recognize revenue in the amount to which we have the right to invoice.

Recycling Processing and Commodity Sales

Our recycling centers generate revenue through the processing and sale of old corrugated cardboard (OCC), old newsprint (ONP), aluminum, glass, plastic and other materials at market prices. In certain instances, we issue recycling rebates to our municipal or large-container customers, which can be based on the price we receive upon the final sale of recycled commodities, a fixed contractual rate or other measures. We also receive rebates when we dispose of recycled commodities at third-party facilities. The fees received are based primarily on the market, type and volume or weight of the materials sold. In general, fees are billed and revenue is recognized at the time title is transferred. Revenue recognized under these agreements is variable in nature based on the volume and type of materials sold. In addition, the amount of revenue recognized is based on commodity prices at the time of sale, which are unknown at contract inception.

Revenue Recognition

Our service obligations of a long-term nature, e.g., certain collection service contracts, are satisfied over time, and we recognize revenue based on the value provided to the customer during the period. The amount billed to the customer is based on variable elements such as the number of residential homes or businesses for which collection services are provided, the volume of material collected, treated, transported and disposed, and the nature of the material accepted. We do not disclose the value of unsatisfied performance obligations for these contracts as our right to consideration corresponds directly to the value provided to the customer for services completed to date and all future variable consideration is allocated to wholly unsatisfied performance obligations.

Additionally, certain elements of our long-term customer contracts are unknown upon entering into the contract, including the amount that will be billed in accordance with annual price escalation clauses, our fuel recovery fee program and commodity prices. The amount to be billed is often tied to changes in an underlying base index such as a consumer price index or a fuel or commodity index, and revenue can be recognized once the index is established for the period.

Deferred Revenue

The factors that impact the timing and amount of revenue recognized for each service line may vary based on the nature of the service performed. Generally, we recognize revenue at the time we perform a service. In the event that we bill for services in advance of performance, we recognize deferred revenue for the amount billed and subsequently recognize revenue at the time the service is provided. Depending on the nature of the contract, we may also generate revenue through the collection of fuel recovery fees and environmental fees which are designed to recover our internal costs of providing services to our customers.

Substantially all of the deferred revenue recognized as of December 31, 2023 was recognized as revenue during 2024 when the service was performed.

Deferred Contract Costs

We incur certain upfront payments to acquire customer contracts which are recognized as other assets in our consolidated balance sheet, and we amortize the asset over the respective contract life. In addition, we recognize sales commissions that represent an incremental cost of the contract as other assets in our consolidated balance sheet, and we amortize the asset over the average life of the customer relationship. As of December 31, 2024 and 2023, we recognized $82 million and $83 million,

respectively, of deferred contract costs and capitalized sales commissions. During the years ended December 31, 2024, 2023 and 2022, we amortized $15 million, $14 million and $13 million, respectively, of capitalized sales commissions to selling, general and administrative expenses, and $4 million, $5 million and $6 million, respectively, of other deferred contract costs as a reduction of revenue.

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Changes in Accumulated Other Comprehensive Loss by Component

Equity [Abstract]

Changes in Accumulated Other Comprehensive Loss by Component

12 Months Ended

Dec. 31, 2024

CHANGES IN ACCUMULATED OTHER COMPREHENSIVE LOSS BY COMPONENT

A summary of changes in accumulated other comprehensive loss, net of tax, by component, for the years ended December 31, 2024, 2023 and 2022 follows:

	Cash Flow Hedges	Defined Benefit Pension Plan	Foreign Currency Translation	Total
Balance as of December 31, 2021	$ (26)	$ 11	$ —	$ (15)
Other comprehensive loss before reclassifications	9	(2)	(5)	2
Amounts reclassified from accumulated other comprehensive loss	1	—	—	1
Net current-period other comprehensive income (loss)	10	(2)	(5)	3
Balance as of December 31, 2022	(16)	9	(5)	(12)
Other comprehensive income (loss) before reclassifications	14	—	(5)	9
Amounts reclassified from accumulated other comprehensive loss	(9)	—	—	(9)
Net current-period other comprehensive income (loss)	5	—	(5)	—
Balance as of December 31, 2023	(11)	9	(10)	(12)
Other comprehensive income (loss) before reclassifications	6	(3)	(3)	—
Amounts reclassified from accumulated other comprehensive loss	(8)	(6)	—	(14)
Net current-period other comprehensive income (loss)	(2)	(9)	(3)	(14)
Balance as of December 31, 2024	$ (13)	$ —	$ (13)	$ (26)

A summary of reclassifications out of accumulated other comprehensive loss for the years ended December 31, 2024, 2023 and 2022 follows:

Details about Accumulated Other Comprehensive Loss Components	Amount Reclassified from Accumulated Other Comprehensive Loss 2024	2023	2022	Affected Line Item in the Statement Where Net Income is Presented
Gain (loss) on cash flow hedges:				
Terminated interest rate locks	$ (3)	$ (5)	$ (6)	Interest expense
2022 Interest Rate Swap	14	17	5	Interest expense
Total before tax	11	12	(1)	
Tax (provision) benefit	(3)	(3)	—	
Net of tax	8	9	(1)	
Pension gains:				
Pension settlement	8	1	1	Other income
Tax provision	(2)	—	—	
Net of tax	6	1	1	
Total income (loss) reclassified into earnings, net of tax	$ 14	$ 10	$ —	

In 2024, we terminated our qualified defined benefit pension plan, the BFI Retirement Plan (the Plan). The Plan covered certain employees in the United States, including some employees subject to collective bargaining agreements. Plan participants were provided the opportunity to receive their full accrued benefits from plan assets by either electing immediate lump sum distributions or annuity contracts with a qualifying third-party annuity provider. The purchase of the annuity contracts was funded directly by assets of the defined benefit pension plan. As a result, the plan was settled resulting in the recognition of a non-cash gain of $8 million related to the accelerated recognition of the proportional share of unamortized net actuarial gains previously recorded in accumulated other comprehensive loss. This gain was recorded to other income, net in our consolidated statements of income. All remaining obligations were settled as of December 31, 2024.

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Financial Instruments

12 Months Ended
Dec. 31, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Financial Instruments

FINANCIAL INSTRUMENTS

Fair Value Measurements

In measuring fair values of assets and liabilities, we use valuation techniques that maximize the use of observable inputs (Level 1) and minimize the use of unobservable inputs (Level 3). We also use market data or assumptions that we believe market participants would use in pricing an asset or liability, including assumptions about risk when appropriate.

The carrying value for certain of our financial instruments, including cash, accounts receivable, accounts payable and certain other accrued liabilities, approximates fair value because of their short-term nature.

As of December 31, 2024 and 2023, our assets and liabilities that are measured at fair value on a recurring basis include the following:

	December 31, 2024				
		Fair Value			
	Carrying Amount	Total	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets:					
Money market mutual funds - restricted cash and marketable securities and other assets	$ 62	$ 62	$ 62	$ —	$ —
Bonds and fixed income - restricted cash and marketable securities and other assets	90	90	—	90	—
Derivative and hedging assets - other assets, prepaid expenses and other current assets	55	55	—	55	—
Total assets	$ 207	$ 207	$ 62	$ 145	$ —
Liabilities:					
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	$ 72	$ 72	$ —	$ 72	$ —
Contingent consideration - other accrued liabilities and other long-term liabilities	65	65	—	—	65
Total liabilities	$ 137	$ 137	$ —	$ 72	$ 65

	December 31, 2023				
		Fair Value			
	Carrying Amount	Total	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets:					
Money market mutual funds - restricted cash and marketable securities and other assets	$ 43	$ 43	$ 43	$ —	$ —
Bonds - restricted cash and marketable securities and other assets	76	76	—	76	—
Derivative and hedging assets - other assets	78	78	—	78	—
Total assets	$ 197	$ 197	$ 43	$ 154	$ —
Liabilities:					
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	$ 80	$ 80	$ —	$ 80	$ —
Contingent consideration - other accrued liabilities and other long-term liabilities	64	64	—	—	64
Total liabilities	$ 144	$ 144	$ —	$ 80	$ 64

Total Debt

As of December 31, 2024 and 2023, the carrying value of our total debt was $12.7 billion and $12.8 billion, respectively, and the fair value of our total debt was $12.2 billion and $12.5 billion, respectively. The estimated fair value of our fixed rate senior notes and debentures is based on quoted market prices. The fair value of our remaining notes payable, tax-exempt financings and borrowings under our credit facilities approximates the carrying value because the interest rates are variable. The fair value estimates are based on Level 2 inputs of the fair value hierarchy as of December 31, 2024 and 2023. See Note 9, *Debt*, for further information related to our debt.

Contingent Consideration

In 2015, we entered into a waste management contract with the County of Sonoma, California to operate the county's waste management facilities. As of December 31, 2024, the Sonoma contingent consideration represents the fair value of $57 million payable to the County of Sonoma based on the achievement of future annual tonnage targets through the expected remaining capacity of the landfill. The potential undiscounted amount of all future contingent payments that we could be required to make under the waste management contract is estimated to be between approximately $77 million and $105 million. During 2024, the activity in the contingent consideration liability included accretion, which was offset by concession payments made in the ordinary course of business. There were no changes to the estimate of fair value.

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Commitments and Contingencies

12 Months Ended
Dec. 31, 2024

Commitments and Contingencies Disclosure [Abstract]

Commitments and Contingencies

COMMITMENTS AND CONTINGENCIES

Legal Proceedings

We are subject to extensive and evolving laws and regulations and have implemented safeguards to respond to regulatory requirements. In the normal course of our business, we become involved in legal proceedings. Some may result in fines, penalties or judgments against us, or settlements, which may impact earnings and cash flows for a particular period. Although we cannot predict the ultimate outcome of any legal matter with certainty, we do not believe the outcome of any of our pending legal proceedings will have a material adverse impact on our consolidated financial position, results of operations or cash flows.

As used herein, the term *legal proceedings* refers to litigation and similar claims against us and our subsidiaries, excluding: (1) ordinary course accidents, general commercial liability and workers' compensation claims, which are covered by insurance programs, subject to customary deductibles, and which, together with insured employee health care costs, are discussed in Note 7, *Other Liabilities*; and (2) environmental remediation liabilities, which are discussed in Note 8, *Landfill and Environmental Costs*.

We accrue for legal proceedings when losses become probable and reasonably estimable. We have recorded an aggregate accrual of approximately $13 million relating to our outstanding legal proceedings as of December 31, 2024. As of the end of each applicable reporting period, we review each of our legal proceedings and, where it is probable that a liability has been

incurred, we accrue for all probable and reasonably estimable losses. Where we can reasonably estimate a range of losses we may incur regarding such a matter, we record an accrual for the amount within the range that constitutes our best estimate. If we can reasonably estimate a range but no amount within the range appears to be a better estimate than any other, we use the amount that is the low end of such range. If we had used the high ends of such ranges, our aggregate potential liability would be approximately $6 million higher than the amount recorded as of December 31, 2024.

Multiemployer Pension Plans

We participate in multiemployer pension plans that generally provide retirement benefits to participants of contributing employers. We do not administer these plans.

Under current law regarding multiemployer pension plans, our withdrawal (which we consider from time to time) or the mass withdrawal from any under-funded multiemployer pension plan (each, a Withdrawal Event) could require us to make payments to the plan for our proportionate share of the plan's unfunded vested liabilities. During the course of operating our business, we incur Withdrawal Events regarding certain of the multiemployer pension plans in which we participate. We accrue for such events when losses become probable and reasonably estimable.

Unconditional Purchase Commitments

Royalties

We have entered into agreements to pay royalties to prior landowners or host communities, based on, among other things, revenue received and waste tonnage disposed at specified landfills. These royalties are generally payable quarterly and amounts incurred, but not paid, are accrued in our consolidated balance sheets. Royalties are accrued as revenue is received or tonnage is disposed of, as applicable, in the landfills.

Disposal Agreements

We have several agreements that require us to dispose of a minimum number of tons at third-party disposal facilities. Under these put-or-pay agreements, we must pay for agreed-upon minimum volumes regardless of the actual number of tons placed at the facilities.

Our unconditional purchase commitments have varying expiration dates, with some extending through the remaining life of the respective landfill. Future minimum payments under unconditional purchase commitments, consisting primarily of (1) disposal related agreements, which include fixed or minimum royalty payments, host agreements and take-or-pay and put-or-pay agreements, and (2) other obligations including committed capital expenditures and consulting service agreements, as of December 31, 2024 are as follows:

2025	$ 202
2026	150
2027	100
2028	65
2029	48
Thereafter	342
	$ 907

Cash and Cash Equivalents and Restricted Cash and Marketable Securities

Restricted cash and restricted cash equivalents are included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statements of cash flows. Beginning-of-period and end-of-period cash, cash equivalents, restricted cash and restricted cash equivalents as presented in the statements of cash flows are reconciled as follows:

	December 31, 2024	December 31, 2023	December 31, 2022
Cash and cash equivalents	$ 74	$ 140	$ 143
Restricted cash and marketable securities	208	164	128
Less: restricted marketable securities	(79)	(76)	(57)
Cash, cash equivalents, restricted cash and restricted cash equivalents	$ 203	$ 228	$ 214

Our restricted cash and marketable securities includes amounts pledged to regulatory agencies and governmental entities as financial guarantees of our performance under certain collection, landfill and transfer station contracts and permits and relating to our final capping, closure and post-closure obligations at our landfills and restricted cash and marketable securities related to our insurance obligations.

The following table summarizes our restricted cash and marketable securities as of December 31:

	2024	2023
Capping, closure and post-closure obligations	$ 59	$ 43
Insurance	149	121
Total restricted cash and marketable securities	$ 208	$ 164

We must provide financial assurance to governmental agencies and a variety of other entities under applicable environmental regulations relating to our landfill operations for capping, closure and post-closure costs and our performance under certain collection, landfill and transfer station contracts. We satisfy our financial assurance requirements by providing surety bonds, letters of credit, insurance policies or trust

deposits. The amount of the financial assurance requirements for capping, closure and post-closure costs is determined by applicable state environmental regulations, which vary by state. The financial assurance requirements for capping, closure and post-closure costs can either be for costs associated with a portion of the landfill or the entire landfill. Generally, states will require a third-party engineering specialist to determine the estimated capping, closure and post-closure costs that are used to determine the required amount of financial assurance for a landfill. The amount of financial assurance required can, and generally will, differ from the obligation determined and recorded under U.S. GAAP. The amount of the financial assurance requirements related to contract performance varies by contract. Additionally, we are required to provide financial assurance for our insurance program and collateral for certain performance obligations.

We had the following financial instruments and collateral in place to secure our financial assurances as of December 31:

	2024	2023
Letters of credit	$ 464	$ 467
Surety bonds	$ 5,045	$ 4,677

We had $317 million and $337 million of letters of credit outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. Surety bonds subject to expiration will expire on various dates through 2032.

These financial instruments are issued in the normal course of business and are not classified as debt. Because we currently have no liability for this financial assurance, it is not reflected in our consolidated balance sheets. However, we have recorded capping, closure and post-closure obligations and insurance reserves as they are incurred.

We own a 19.9% interest in a company that, among other activities, issues financial surety bonds to secure capping, closure and post-closure obligations for companies operating in the environmental services industry. We account for this investment using an alternative measurement approach. There have been no identified events or changes in circumstances that may have a significant adverse effect on the recoverability of this investment. This investee company and the parent company of the investee had written surety bonds for us relating primarily to our landfill operations for capping, closure and post-closure, of which $1,812 million were outstanding as of December 31, 2024. Our reimbursement obligations under these bonds are secured by an indemnity agreement with the investee and a surety bond.

Off-Balance Sheet Arrangements

We have no off-balance sheet debt or similar obligations, other than short-term operating leases and financial assurances, which are not classified as debt. We have no transactions or obligations with related parties that are not disclosed, consolidated into or reflected in our reported financial position or results of operations. We have not guaranteed any third-party debt.

Guarantees

We enter into contracts in the normal course of business that include indemnification clauses. Indemnifications relating to known liabilities are recorded in the consolidated financial statements based on our best estimate of required future payments. Certain of these indemnifications relate to contingent events or occurrences, such as the imposition of additional taxes due to a change in the tax law or adverse interpretation of the tax law and indemnifications made in divestiture agreements where we indemnify the buyer for liabilities that relate to our activities prior to the divestiture and that may become known in the future. We do not believe that these contingent obligations will have a material effect on our consolidated financial position, results of operations or cash flows.

We have entered into agreements with property owners to guarantee the value of property that is adjacent to certain of our landfills. These agreements have varying terms. We do not believe that these contingent obligations will have a material effect on our consolidated financial position, results of operations or cash flows.

Other Matters

Our business activities are conducted in the context of a developing and changing statutory and regulatory framework. Governmental regulation of the environmental services industry requires us to obtain and retain numerous governmental permits to conduct various aspects of our operations. These permits are subject to revocation, modification or denial. The costs and other capital expenditures that may be required to obtain or retain the applicable permits or comply with applicable regulations could be significant. Any revocation, modification or denial of permits could have a material adverse effect on us.

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Pay vs Performance Disclosure - USD ($) $ in Thousands	12 Months Ended Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Pay vs Performance Disclosure			
Net Income (Loss)	$ 2,043,173	$ 1,730,985	$ 1,487,586

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Insider Trading Arrangements	3 Months Ended Dec. 31, 2024
Trading Arrangements, by Individual	
Rule 10b5-1 Arrangement Adopted	false
Non-Rule 10b5-1 Arrangement Adopted	false
Rule 10b5-1 Arrangement Terminated	false
Non-Rule 10b5-1 Arrangement Terminated	false

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Insider Trading Policies and Procedures	12 Months Ended Dec. 31, 2024
Insider Trading Policies and Procedures [Line Items]	
Insider Trading Policies and Procedures Adopted	true

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Cybersecurity Risk Management and Strategy Disclosure	12 Months Ended Dec. 31, 2024
Cybersecurity Risk Management, Strategy, and Governance [Line Items]	
Cybersecurity Risk Management Processes for Assessing, Identifying, and Managing Threats [Text Block]	Republic's technology and cybersecurity programs are crucial to maintaining secure operations, which enable us to deliver on our promise to customers and maintain stakeholder trust. Our Cybersecurity organization, led by our Chief Information Security Officer (CISO), is responsible for establishing, implementing and executing our cybersecurity program and strategy. Our CISO has over 20 years of information technology, information technology audit, and cybersecurity experience, and is involved in assessing the latest developments in cybersecurity, including potential threats and innovative risk management techniques. Our cybersecurity program is a critical component of our enterprise risk management process overseen by our Board of Directors, and we have integrated cybersecurity-related risks into our overall enterprise risk management framework. Additionally, cybersecurity-related risks are included in the risk universe that the risk management function evaluates to assess top risks to the enterprise on an annual basis. Our Cybersecurity organization proactively identifies, manages, and mitigates cyber risk in a variety of ways, including but not limited to: a. A formal enterprise-wide cybersecurity policy and related standards; b. Cybersecurity training and employee phishing simulations; c. Scheduled and ad hoc internal and external penetration tests; d. Cyber incident response, IT disaster recovery, and business continuity plans; e. Cybersecurity assessments and remediation planning as part of our M&A due diligence process; f. Identity and access management controls; g. Third-party risk assessment and management for vendors and third-party service providers; and h. Cyber incident tabletop exercises for our Board of Directors and management. A primary element of our cybersecurity program is the implementation of controls that are aligned with industry guidelines and applicable regulations to identify threats, deter attacks, and protect our information security assets. We have procedures in place for selecting and managing our relationships with third-party service providers and other business partners, including to monitor compliance with our agreements and regulatory and legal requirements. We also actively engage with industry participants and intelligence and law enforcement communities as part of our continuing efforts to evaluate and enhance the effectiveness of our information security policies and procedures. Our cybersecurity program is designed based on the concepts of control maturity and control efficacy. For control maturity, our cybersecurity program is aligned to the National Institute of Standards and Technology Cybersecurity Framework (NIST CSF) and is assessed annually by an independent third party against our yearly control maturity targets in the context of current cyber threat and industry trends. The NIST CSF assessment results are used to validate the progress made against the current year maturity targets, inform the program's strategic priorities and establish maturity targets for the following year. These assessment results are provided to our Audit Committee and our Board of Directors on an annual basis. For control efficacy, the cybersecurity program leverages a variety of metrics and measurements to demonstrate whether the control objectives are being consistently achieved within the target range. Monthly security operation (SecOps) reviews are utilized to monitor metric trends and root causes to determine potential capability improvements. The monthly SecOps reviews and related actions are aggregated into a subset of key metrics reviewed quarterly by the Audit Committee.
Cybersecurity Risk Management Processes Integrated [Flag]	true
Cybersecurity Risk Management Processes Integrated [Text Block]	Our cybersecurity program is a critical component of our enterprise risk management process overseen by our Board of Directors, and we have integrated cybersecurity-related risks into our overall enterprise risk management framework. Additionally, cybersecurity-related risks are included in the risk universe that the risk management function evaluates to assess top risks to the enterprise on an annual basis.
Cybersecurity Risk Management Third Party Engaged [Flag]	true
Cybersecurity Risk Third Party Oversight and Identification Processes [Flag]	true
Cybersecurity Risk Materially Affected or Reasonably Likely to Materially Affect Registrant [Flag]	false
Cybersecurity Risk Board of Directors Oversight [Text Block]	On an annual basis, our Board of Directors meets with our CISO and our third-party cybersecurity consultant to review our cybersecurity strategy and the results of our NIST CSF assessment. In accordance with our cybersecurity incident response plan, our Board is promptly informed of potentially material cybersecurity incidents, including with respect to our third-party service providers.
Cybersecurity Risk Board Committee or Subcommittee Responsible for	Our Audit Committee oversees the management of our cybersecurity risk exposures and the steps management has taken to monitor and control such exposures. At each quarterly meeting, the Audit Committee receives an update from our CISO and other members of management on relevant topics, including cybersecurity program maturity progress, new capabilities implemented, penetration testing results, key cyber risk metrics (e.g., simulated phishing testing and vulnerability management) and notable incidents or events should they occur. On an annual basis, our Board of Directors meets with our CISO and our third-party cybersecurity consultant to review our cybersecurity strategy and the results of our NIST CSF assessment. In accordance with our cybersecurity incident response plan, our Board is

Oversight [Text Block]	promptly informed of potentially material cybersecurity incidents, including with respect to our third-party service providers.
Cybersecurity Risk Process for Informing Board Committee or Subcommittee Responsible for Oversight [Text Block]	On an annual basis, our Board of Directors meets with our CISO and our third-party cybersecurity consultant to review our cybersecurity strategy and the results of our NIST CSF assessment. In accordance with our cybersecurity incident response plan, our Board is promptly informed of potentially material cybersecurity incidents, including with respect to our third-party service providers.
Cybersecurity Risk Role of Management [Text Block]	Republic's technology and cybersecurity programs are crucial to maintaining secure operations, which enable us to deliver on our promise to customers and maintain stakeholder trust. Our Cybersecurity organization, led by our Chief Information Security Officer (CISO), is responsible for establishing, implementing and executing our cybersecurity program and strategy. Our CISO has over 20 years of information technology, information technology audit, and cybersecurity experience, and is involved in assessing the latest developments in cybersecurity, including potential threats and innovative risk management techniques. Our Audit Committee oversees the management of our cybersecurity risk exposures and the steps management has taken to monitor and control such exposures. At each quarterly meeting, the Audit Committee receives an update from our CISO and other members of management on relevant topics, including cybersecurity program maturity progress, new capabilities implemented, penetration testing results, key cyber risk metrics (e.g., simulated phishing testing and vulnerability management) and notable incidents or events should they occur.
Cybersecurity Risk Management Positions or Committees Responsible [Flag]	true
Cybersecurity Risk Management Positions or Committees Responsible [Text Block]	Our Cybersecurity organization, led by our Chief Information Security Officer (CISO), is responsible for establishing, implementing and executing our cybersecurity program and strategy.
Cybersecurity Risk Management Expertise of Management Responsible [Text Block]	Our CISO has over 20 years of information technology, information technology audit, and cybersecurity experience, and is involved in assessing the latest developments in cybersecurity, including potential threats and innovative risk management techniques.
Cybersecurity Risk Process for Informing Management or Committees Responsible [Text Block]	Our Audit Committee oversees the management of our cybersecurity risk exposures and the steps management has taken to monitor and control such exposures. At each quarterly meeting, the Audit Committee receives an update from our CISO and other members of management on relevant topics, including cybersecurity program maturity progress, new capabilities implemented, penetration testing results, key cyber risk metrics (e.g., simulated phishing testing and vulnerability management) and notable incidents or events should they occur.
Cybersecurity Risk Management Positions or Committees Responsible Report to Board [Flag]	true

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Summary of Significant Accounting Policies (Policies)	12 Months Ended Dec. 31, 2024
Accounting Policies [Abstract]	
Management's Estimates and Assumptions	**Management's Estimates and Assumptions** In preparing our financial statements, we make numerous estimates and assumptions that affect the amounts reported in these financial statements and accompanying notes. We must make these estimates and assumptions because certain information we use is dependent on future events, cannot be calculated with a high degree of precision from data available or simply cannot be readily calculated based on generally accepted methodologies. In preparing our financial statements, the more significant and subjective areas that deal with the greatest amount of uncertainty relate to our accounting for our long-lived assets, including recoverability, landfill development costs and final capping, closure and post-closure costs; our liabilities for potential litigation, claims and assessments; our liabilities for environmental remediation, deferred taxes, uncertain tax positions and insurance reserves; and our estimates of the fair values of assets acquired and liabilities assumed in acquisitions. Each of these items is discussed in more detail elsewhere in these Notes to Consolidated Financial Statements. Our actual results may differ significantly from our estimates.
Cash and Cash Equivalents	**Cash and Cash Equivalents** We consider liquid investments with a maturity at the date of acquisition of three months or less to be cash equivalents. We may have net book credit balances in our primary disbursement accounts at the end of a reporting period. We classify such credit balances as accounts payable in our consolidated balance sheets as checks presented for payment to these accounts are not payable by our banks under overdraft arrangements, and, therefore, do not represent short-term borrowings.
Concentration of Credit Risk	**Concentration of Credit Risk** Financial instruments that potentially subject us to concentrations of credit risk consist of cash and cash equivalents, trade accounts receivable and derivative instruments. We place our cash and cash equivalents with high quality financial institutions. Such balances may be in excess of FDIC insured limits. To manage the related credit exposure, we continually monitor the credit worthiness of the financial institutions where we have deposits. Concentrations of credit risk with respect to trade accounts receivable are limited due to the wide variety of customers and markets in which we provide services, as well as the dispersion of our operations across many geographic areas. We provide services to small-container, large-container, municipal and residential and environmental solutions customers primarily in the United States and Canada. We perform ongoing credit evaluations of our customers, but generally do not require collateral to support customer receivables. We establish an allowance for doubtful accounts based on various factors including the credit risk of specific customers, age of receivables outstanding, historical trends, economic conditions and other information.
Accounts Receivable, Net	**Accounts Receivable, Net** Accounts receivable represents receivables from customers for environmental services, including collection and processing of recyclable materials, collection, transfer and disposal of solid waste and environmental solutions. Our receivables are recorded when billed or when the related revenue is earned and represent claims against third parties that will be settled in cash. The carrying value of our receivables, net of the allowance for doubtful accounts and customer credits, represents the estimated net realizable value. We establish an allowance for doubtful accounts based on various factors including the age of receivables outstanding, historical trends, economic conditions and other information. We also review outstanding balances on an account-specific basis based on the credit risk of the customer. We determined that all of our accounts receivable share similar risk characteristics. We monitor our credit exposure on an ongoing basis and assess whether assets in the pool continue to display similar risk characteristics.
Restricted Cash and Marketable Securities	**Restricted Cash and Marketable Securities** As of December 31, 2024 and 2023, we had $208 million and $164 million, respectively, of restricted cash and marketable securities, of which $149 million and $121 million, respectively, supports our insurance programs for workers' compensation, commercial general liability and commercial auto liability. Additionally, we obtain funds through the issuance of tax-exempt bonds for the purpose of financing qualifying expenditures at our landfills, transfer stations, collection and recycling centers. The funds are deposited directly into trust accounts by the bonding authorities at the time of issuance. As the use of these funds is contractually restricted, and we do not have the ability to use these funds for general operating purposes, they are classified as restricted cash and marketable securities in our consolidated balance sheets. In the normal course of business, we may be required to provide financial assurance to governmental agencies and a variety of other entities in connection with, among other things, municipal residential collection contracts, closure or post-closure of landfills, environmental remediation, environmental permits and business licenses and permits as a financial guarantee of our performance. At several of our landfills, we satisfy financial assurance requirements by depositing cash into restricted trust funds or escrow accounts.
Property and Equipment	**Property and Equipment** We record property and equipment at cost. Expenditures for major additions and improvements to facilities are capitalized, while maintenance and repairs are expensed as incurred. When property is retired or otherwise disposed, the related cost and accumulated depreciation are removed from the accounts and any resulting gain or loss is reflected in the consolidated statements of income. We revise the estimated useful lives of property and equipment acquired through business acquisitions to conform with our policies. We depreciate property and equipment over their estimated useful lives using the straight-line method. We assume no salvage value for our depreciable property and equipment. The estimated useful lives of our property and equipment are as follows:

Buildings and improvements	5 - 30 years
Vehicles	5 - 20 years
Landfill equipment	5 - 7 years
Other equipment	3 - 25 years
Furniture and fixtures	3 - 10 years

	Landfill development costs also are included in property and equipment. Landfill development costs include direct costs incurred to obtain landfill permits and direct costs incurred to acquire, construct and develop sites, as well as final capping, closure and post-closure assets. These costs are depleted or amortized based on consumed airspace. All indirect landfill development costs are expensed as incurred.
Capitalized Interest	**Capitalized Interest** We capitalize interest on all landfill cell construction and other construction or development projects. Interest is capitalized on qualified assets while they undergo activities to ready them for their intended use. Capitalization of interest ceases once an asset is placed into service or if construction activity is suspended for more than a brief period of time. Our interest capitalization rate is based on our weighted average cost of indebtedness.
Fair Value of Financial Instruments	**Fair Value of Financial Instruments** Our financial instruments include cash and cash equivalents, restricted cash and marketable securities, interest rate hedges and other derivatives, long-term debt, contingent consideration arrangements and assets in our defined benefit pension plan. Accounting standards include disclosure requirements around fair values used for certain financial instruments and establish a fair value hierarchy. The hierarchy prioritizes valuation inputs into three levels based on the extent to which inputs used in measuring fair value are observable in the market. Each fair value measurement is reported in one of three levels: • Level 1 – inputs are based upon unadjusted quoted prices for identical instruments traded in active markets. • Level 2 – inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities. • Level 3 – inputs are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models and similar techniques.
Investments Other Than Derivatives	***Investments Other Than Derivatives*** Investments other than derivatives primarily include money market funds, common stock, mutual funds, United States government and agency securities, municipal and corporate bonds and foreign government bonds. In general, and where applicable, we use quoted prices in active markets for identical assets or liabilities to determine fair value. This pricing methodology applies to our Level 1 investments, such as money market funds, common stock and certain mutual funds. If quoted prices in active markets for identical assets or liabilities are not available to determine fair value, then we use quoted prices for similar assets and liabilities or inputs other than the quoted prices that are observable either directly or indirectly. These investments are included in Level 2 and consist primarily of corporate bonds, foreign government bonds, real estate investment trusts and certain agency securities.
Landfill and Environmental Costs	**Landfill and Environmental Costs**

Life Cycle Accounting

We use life-cycle accounting and the units-of-consumption method to recognize certain landfill costs over the life of the site. In life cycle accounting, all current and future capitalized costs to acquire and construct a site are calculated, and charged to expense based on the consumption of cubic yards of available airspace.

Costs and airspace estimates are developed at least annually by engineers. We use these estimates to adjust the rates we use to deplete capitalized costs. Changes in these estimates primarily relate to changes in cost estimates, available airspace, inflation and applicable regulations. Changes in available airspace include, but are not limited to, changes due to the addition of airspace attributable to probable expansion areas, airspace consumed and changes in engineering estimates.

Probable Expansion Airspace

Probable Expansion Airspace

We classify landfill disposal capacity as either permitted (having received the final permit from the applicable regulatory agency) or as probable expansion airspace. Before airspace included in an expansion area is determined to be probable expansion airspace and, therefore, is included in our calculation of total available disposal capacity, all of the following criteria must be met:

- We own the land associated with the expansion airspace or control it pursuant to an option agreement;
- We are committed to supporting the expansion project financially and with appropriate resources;
- There are no identified fatal flaws or impediments associated with the project, including political impediments;
- Progress is being made on the project;
- The expansion is attainable within a reasonable time frame; and
- We believe it is likely the expansion permit will be received.

Upon meeting our expansion criteria, the rates used at each applicable landfill to expense costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted to include both the probable expansion airspace and the additional costs to be capitalized or accrued associated with that expansion airspace.

We have identified three steps that landfills generally follow to obtain expansion permits. These steps are as follows:

- Obtaining approval from local authorities;
- Submitting a permit application to state authorities; and
- Obtaining permit approval from state authorities.

We continually monitor our progress toward obtaining permits for each of our sites with probable airspace. If we determine that a landfill expansion area no longer meets our criteria, the probable expansion airspace is removed from the landfill's total available disposal capacity and the rates used at the landfill to deplete costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted accordingly. In addition, any amounts capitalized for the probable expansion airspace are charged to expense in the period in which it is determined that the criteria are no longer met.

Capitalized Landfill Costs

Capitalized Landfill Costs

Capitalized landfill costs include expenditures for land, permitting, cell construction and environmental structures. Capitalized permitting and cell construction costs are limited to direct costs relating to these activities, including legal, engineering and construction costs associated with excavation, natural and synthetic liners, construction of leachate collection systems, installation of methane gas collection and monitoring systems, installation of groundwater monitoring wells and other costs associated with the development of the site. Interest is capitalized on landfill construction projects while the assets are undergoing activities to ready them for their intended use. Capitalized landfill costs also include final capping, closure and post-closure assets and are depleted as airspace is consumed using the units-of-consumption method.

Costs related to acquiring land, excluding the estimated residual value of unpermitted, non-buffer land, and costs related to permitting and cell construction are depleted as airspace is consumed using the units-of-consumption method.

Capitalized landfill costs also may include an allocation of purchase price paid for landfills. For landfills purchased as part of a group of assets, the purchase price assigned to the landfill is determined based on the estimated fair value of the landfill. If the landfill meets our expansion criteria, the purchase price is further allocated between permitted airspace and expansion airspace based on the respective ratios to total available airspace. Landfill purchase price is depleted using the units-of-consumption method over the total available airspace, including probable expansion airspace, where appropriate.

Final Capping, Closure and Post-Closure Costs & Environmental Liabilities

Final Capping, Closure and Post-Closure Costs

Final capping

We have future obligations for final capping, closure and post-closure costs with respect to the landfills we own or operate as set forth in applicable landfill permits. The permit requirements are based on the Subtitle C and Subtitle D regulations of the Resource Conservation and Recovery Act, as implemented and applied on a state-by-state basis. We define final capping as activities required to permanently cover a portion of a landfill that has been completely filled with waste. Final capping typically includes installing flexible membrane and geosynthetic clay liners, drainage and compact soil layers and topsoil and is constructed over an area of the landfill where total available disposal capacity has been consumed and waste disposal operations have ceased. These final capping activities occur in phases as needed throughout the operating life of a landfill as specific areas are filled to capacity and the final elevation for that specific area is reached in accordance with the provisions of the operating permit. We consider final capping events to be discrete activities that are recognized as asset retirement obligations separately from other closure and post-closure obligations. As a result, we use a separate rate per ton for recognizing the principal amount of the liability and related asset associated with each capping event. We amortize the asset recorded pursuant to this approach as waste volume related to the capacity covered by the capping event is placed into the landfill based on the consumption of cubic yards of available airspace.

Closure and post-closure

Closure and post-closure activities occur after the entire landfill ceases to accept waste and closes. These activities involve methane gas control, leachate management and groundwater monitoring, surface water monitoring and control and other operational and maintenance activities that occur after the site ceases to accept waste. Obligations associated with monitoring and controlling methane gas migration and emissions are set forth in applicable landfill permits and these requirements are based on the provisions of the Clean Air Act. The post-closure period generally runs for 30 years after final site closure for municipal solid waste landfills and a shorter period for construction and demolition landfills and inert landfills. We recognize asset retirement obligations and the related amortization expense for closure and post-closure (excluding obligations for final capping) using the units-of-consumption method over the total remaining disposal capacity of the landfill, including probable expansion airspace, where appropriate.

Estimated future expenditures

Estimates of future expenditures for final capping, closure and post-closure are developed at least annually by engineers. Management reviews these estimates and our operating and accounting personnel use them to adjust the rates used to capitalize and amortize these costs. These estimates involve projections of costs that will be incurred during the remaining life of the landfill for final capping activities, after the landfill ceases operations and during the legally required post-closure monitoring period. As of December 31, 2024, we had 125 closed landfills.

Fair value measurements

In general, we engage third parties to perform most of our final capping, closure and post-closure activities. Accordingly, the fair value of these activities is based on quoted and actual prices paid for similar work. We also perform some of our final capping, closure and post-closure activities using internal resources. Where we expect internal resources to be used to fulfill an asset retirement obligation, we add a profit margin to the estimated cost of such services to better reflect their fair value. If we perform these services internally, the added profit margin is recognized as a component of operating income in the period the obligation is settled.

Our estimates of costs to discharge asset retirement obligations for landfills are developed in today's dollars. These costs are inflated each year to reflect a normal escalation of prices up to the year they are expected to be paid. Our inflation rate was 2% for the year ended December 31, 2024, which was primarily based on the twenty-year historical moving average increase of the United States Core Consumer Price Index. Our inflation rate was 2% for each of the years ended December 31, 2023 and 2022, which was primarily based on the ten-year historical moving average increase of the United States Consumer Price Index. These estimated costs are then discounted to their present values using a credit-adjusted, risk-free interest rate.

Changes in assets retirement obligations

A liability for an asset retirement obligation is recognized in the period in which it is incurred and is initially measured at fair value. The offset to the liability is capitalized as part of the carrying amount of the related long-lived asset. Changes in the liabilities due to revisions to estimated future cash flows are recognized by increasing or decreasing the liabilities with the offsets adjusting the carrying amounts of the related long-lived assets, and may also require immediate adjustments to amortization expense in the consolidated statements of income. Upward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free interest rate in effect at the time of the change. Downward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free rate that existed when the original liability was recognized.

Changes in asset retirement obligations due to the passage of time are measured by recognizing accretion expense in a manner that results in a constant effective interest rate being applied to the average carrying amount of the liability. The effective interest rate used to calculate accretion expense is our credit-adjusted, risk-free interest rate in effect at the time the liabilities were recorded.

We review our calculations with respect to landfill asset retirement obligations at least annually. If there is a significant change in the facts and circumstances related to a landfill during the year, we will review our calculations for the landfill as soon as practical after the change has occurred.

Landfill operating expenses

Costs associated with daily maintenance activities and environmental compliance during the operating life of the landfill are expensed as incurred. These costs include, among other things, leachate treatment and disposal, methane gas and groundwater monitoring and systems maintenance, interim cap maintenance, costs associated with the application of daily cover materials and the legal and administrative costs of ongoing environmental compliance.

Environmental Liabilities

We are subject to an array of laws and regulations relating to the protection of the environment, and we remediate sites in the ordinary course of our business. Under current laws and regulations, we may be responsible for environmental remediation at sites that we either own or operate, including sites that we have acquired, or sites where we have (or a company that we have acquired has) delivered waste. Our environmental remediation liabilities primarily include costs associated with remediating groundwater, surface water and soil contamination, as well as controlling and containing methane gas migration and the legal costs related to these remediation efforts. To estimate our ultimate liability at these sites, we evaluate several factors, including the nature and extent of contamination at each identified site, the required remediation methods, timing of expenditures, the apportionment of responsibility among the potentially responsible parties and the financial viability of those parties. We accrue for costs associated with environmental remediation obligations when such costs are probable and reasonably estimable in accordance with accounting for loss contingencies. Changes in our liabilities are recognized currently in earnings in the period in which the adjustment is known. Adjustments to estimates are reasonably possible in the near term and may result in changes to recorded amounts. With the exception of those obligations assumed in certain business combinations, environmental obligations are recorded on an undiscounted basis. Adjustments arising from changes in amounts and timing of estimated costs and settlements may result in increases or decreases in these obligations and are calculated on a discounted basis as they were initially estimated on a discounted basis. These adjustments are charged to operating income when they are known. We perform a comprehensive review of our environmental obligations annually and also review changes in facts and circumstances associated with these obligations at least quarterly and update our estimates of the likelihood of and future expenditures for remediation as necessary. We have not reduced the liabilities we have recorded for recoveries from other potentially responsible parties or insurance companies.

Business Combinations

Business Combinations

We acquire businesses in the environmental services industry as part of our growth strategy. Businesses are included in the consolidated financial statements from the date of acquisition.

We recognize, separately from goodwill, the identifiable assets acquired and liabilities assumed at their estimated acquisition-date fair values. We measure and recognize goodwill as of the acquisition date as the excess of: (1) the aggregate of the fair value of consideration transferred, the fair value of any non-controlling interest in the acquiree (if any) and the acquisition date fair value of our previously held equity interest in the acquiree (if any), over (2) the fair value of assets acquired and liabilities assumed. If information about facts and circumstances existing as of the acquisition date is incomplete by the end of the reporting period in which a business combination occurs, we report provisional amounts for the items for which the accounting is incomplete. The measurement or allocation period ends once we receive the information we are seeking; however, this period will generally not exceed one year from the acquisition date. Any material adjustments recognized during the measurement period will be reflected retrospectively in the consolidated financial statements of the subsequent period. We recognize third-party transaction-related costs as expense in the period in which they are incurred.

Goodwill and Other Intangible Assets

Goodwill and Other Intangible Assets

We evaluate goodwill for impairment annually as of October 1st, or when an indicator of impairment exists, at the reporting unit level. Our reporting units are our three field groups: Group 1, Group 2 and Group 3.

We may use both qualitative and quantitative approaches when testing goodwill for impairment. If, after assessing qualitative factors, we determine it is more likely than not that a reporting unit's goodwill is impaired, then we perform a quantitative test for that reporting unit. The quantitative impairment test for goodwill encompasses calculating a fair value of goodwill and comparing the fair value to its carrying value. If the carrying value exceeds the fair value, impairment is recognized for the difference.

As of October 1, 2024, we performed a qualitative assessment to evaluate circumstances and events impacting our reporting units to determine the likelihood of goodwill impairment. Examples of such events or circumstances include: (1) a significant adverse change in legal factors or in the business climate; (2) an adverse action or assessment by a regulator; (3) a more likely than not expectation that a reporting unit or a significant portion thereof will be sold; (4) continued or sustained losses at a reporting unit; (5) a significant decline in our market capitalization as compared to our book value; or (6) we conclude that we may not recover a significant asset group within the reporting unit. We determined it was more likely than not that the fair values of our reporting units exceeded their carrying amounts. No impairment losses were recorded for goodwill during the years ended December 31, 2024, 2023 or 2022.

Other intangible assets include values assigned to customer relationships, non-compete agreements and trade names and are amortized generally on a straight-line basis over periods ranging from 1 to 15 years.

Asset Impairments

Asset Impairments

We continually consider whether events or changes in circumstances have occurred that may warrant revision of the estimated useful lives of our long-lived assets (other than goodwill) or whether the

remaining balances of those assets should be evaluated for possible impairment. Long-lived assets include, for example, capitalized landfill costs, other property and equipment and identifiable intangible assets.

Events or changes in circumstances that may indicate that an asset may be impaired include the following:

- A significant decrease in the market price of an asset or asset group;
- A significant adverse change in the extent or manner in which an asset or asset group is being used or in its physical condition;
- A significant adverse change in legal factors or in the business climate that could affect the value of an asset or asset group, including an adverse action or assessment by a regulator;
- An accumulation of costs significantly in excess of the amount originally expected for the acquisition or construction of a long-lived asset;
- A current period operating or cash flow loss combined with a history of operating or cash flow losses or a projection or forecast that demonstrates continuing losses associated with the use of a long-lived asset or asset group;
- A current expectation that, more likely than not, a long-lived asset or asset group will be sold or otherwise disposed of significantly before the end of its previously estimated useful life; or
- An impairment of goodwill at a reporting unit.

There are certain indicators listed above that require judgment and understanding of the environmental services industry when applied to landfill development or expansion. For example, a regulator may initially deny a landfill expansion permit application though the expansion permit is ultimately granted. In addition, management may periodically divert waste from one landfill to another to conserve remaining permitted landfill airspace. Therefore, certain events could occur in the ordinary course of business and not necessarily be considered indicators of impairment due to the unique nature of the environmental services industry.

If indicators of impairment exist, the asset or asset group is reviewed to determine whether its recoverability is impaired. We assess the recoverability of the asset or asset group by comparing its carrying value to an estimate (or estimates) of its undiscounted future cash flows over its remaining life. If the estimated undiscounted cash flows are not sufficient to recover the carrying value of the asset or asset group, we measure an impairment loss as the amount by which the carrying amount of the asset exceeds its fair value. The loss is recorded in the consolidated statements of income in the period in which such impairment is identified. Estimating future cash flows requires significant judgment, and our projections of future cash flows and remaining useful lives may vary materially from actual results.

Insurance Reserves

Insurance Reserves

Our insurance programs for workers' compensation, commercial general and auto liability, environmental and remediation liability and employee-related health care benefits are subject to high deductible insurance policies. Accruals for insurance reserves are based on claims filed and estimates of claims incurred but not reported. We consider our past claims experience, including both frequency and settlement amount of claims, in determining these estimates. It is possible that recorded reserves may not be adequate to fund the future payment of claims. Adjustments, if any, to estimates recorded resulting from ultimate claim payments will be reflected in the consolidated statements of income in the periods in which such adjustments are known. In general, our insurance reserves are recorded on an undiscounted basis; however, the insurance liabilities we assumed in business combinations are recorded at estimated fair value, and therefore have been discounted to present value based on our estimate of the timing of the related cash flows.

Contingent Liabilities

Contingent Liabilities

We are subject to various legal proceedings, claims and regulatory matters, the outcomes of which are subject to significant uncertainty. In general, we determine whether to disclose or accrue for loss contingencies based on an assessment of whether the risk of loss is remote, reasonably possible or probable, and whether it can be reasonably estimated. We assess our potential liability relating to litigation and regulatory matters based on information available to us. Management develops its assessment based on an analysis of possible outcomes under various strategies. We accrue for loss contingencies when such amounts are probable and reasonably estimable. If a contingent liability is only reasonably possible, we disclose the potential range of the

loss, if estimable. Contingent liabilities recorded in purchase accounting are recorded at their fair values. These fair values may be different from the values we would have otherwise recorded, had the contingent liability not been assumed as part of an acquisition of a business.

Accumulated Other Comprehensive Income and Share Repurchases

Accumulated Other Comprehensive Income

Accumulated other comprehensive income is a component of stockholders' equity and includes the amortization of our settled interest rate locks, certain adjustments to liabilities associated with our employee defined benefit pension plan liabilities, net of tax, and foreign currency translation adjustments.

Share Repurchases

Share repurchases under our share repurchase authorization may be made through open market purchases or privately negotiated transactions at the current market prices. From time-to-time, we return treasury shares acquired through share repurchases to the status of authorized but unissued. Our accounting policy is to deduct the par value from common stock and to reflect any excess of cost over par value as a deduction from additional paid-in capital.

Revenue Recognition

Revenue Recognition

We generally provide services under contracts with municipalities or individual customers. Municipal and small-container contracts are generally long-term and often have renewal options. Environmental solutions revenue may be billed in advance of the service being performed, such as the treatment or disposal of the waste. Advance billings are recorded as deferred revenue, and revenue is recognized over the period services are provided.

We recognize revenue, net of tax, when control is transferred to the customer, generally at the time we provide a service. Revenue is measured as the amount of consideration we expect to receive in exchange for providing a service. We make payments to certain of our customers, including payments to our municipal customers or commodity rebates to customers in our recycling business, which reduce the amount of revenue we recognize.

Income Taxes

Income Taxes

We account for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, we record deferred income taxes to reflect the effects of temporary differences between the carrying amounts of assets and liabilities and their tax bases using enacted tax rates that we expect to be in effect when the taxes are actually paid or recovered. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date.

We record net deferred tax assets to the extent we believe these assets will more likely than not be realized. In making these determinations, we consider all available positive and negative evidence, including scheduled reversals of deferred tax liabilities, tax planning strategies, projected future taxable income and recent financial operating results. The weight given to the positive and negative evidence is commensurate with the extent such evidence can be objectively verified. If we determine that we would be able to realize a deferred income tax asset in the future in excess of its net recorded amount, we would make an adjustment to the valuation allowance, which would reduce the provision for income taxes.

We record uncertain tax positions in accordance with ASC 740. A tax benefit from an uncertain tax position may be recognized when it is more likely than not that the position will be sustained upon examination, including resolution of any related appeals or litigation processes, based on the technical merits. Income tax positions must meet a more-likely-than-not recognition threshold at the effective date to be recognized.

We recognize interest and penalties related to uncertain tax positions in the provision for income taxes in the accompanying consolidated statements of income. Accrued interest and penalties are included in other accrued liabilities, deferred income taxes and other long-term tax liabilities in the consolidated balance sheets.

We use the flow-through method to account for investment tax credits earned on eligible development expenditures. Under this method, the investment tax credits are recognized as a reduction to income tax expense in the year they are earned.

Leases

Leases

We lease property and equipment in the ordinary course of business under various lease agreements. The most significant lease obligations are for real property and equipment specific to our industry, including property operated as a landfill or transfer station and operating equipment. Our leases have varying terms. Some may include renewal or purchase options, escalation clauses, restrictions, penalties or other obligations that we consider in determining minimum lease payments. Our lease terms include options to renew the lease when it is reasonably certain that we will exercise the option.

Certain leases require payments that are variable in nature based on volume measurements, e.g. a fixed rate per ton at our landfills. In addition, certain rental payments are adjusted annually based on changes in an underlying base index such as a consumer price index. Variable lease payments are recognized in our consolidated statements of income in the period incurred. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. We generally account for lease components separately from non-lease components.

Leases are classified as either operating leases or finance leases, as appropriate. Leases with an initial term of 12 months or less are not recorded on our consolidated balance sheet.

Operating Leases

Many of our leases are operating leases. Operating lease classification generally can be attributed to either (1) relatively low fixed minimum lease payments (including, for example, real property lease payments that are not fixed and vary based on the volume of material we receive or process), or (2) minimum lease terms that are shorter than the asset's economic useful life. We expect that, in the ordinary course of business, our operating leases will be renewed, replaced by other leases, or replaced with capital expenditures. We recognize rent expense for these leases on a straight-line basis over the lease term.

We recognize a right-of-use liability and right-of-use asset for leases classified as operating leases in our consolidated balance sheet upon lease commencement. The right-of-use liability represents the present value of the remaining lease payments. An implicit rate is often not readily available for these leases. As such, we use our incremental borrowing rate at the commencement date to determine the present value of the lease payments. Our incremental borrowing rate represents the rate of interest that we would have to pay to borrow on a collateralized basis over a similar term in a similar economic environment. In addition, we recognize a corresponding right-of-use asset, which represents our right to use an underlying asset for the lease term. The right-of-use asset is adjusted for certain favorable or unfavorable leases recognized through acquisition, prepaid or accrued rent, asset impairments and lease incentives, including but not limited to cash incentives, rent abatement or leasehold improvements paid by the lessor.

Finance Leases

We capitalize assets acquired under finance leases at lease commencement and amortize them to depreciation expense over the lesser of the useful life of the asset or the lease term on either a straight-line or a units-of-consumption basis, depending on the asset leased. We record the present value of the related lease payments as a debt obligation. Our finance lease liabilities relate primarily to real property, including certain long-term landfill operating agreements that require minimum lease payments with offsetting finance lease assets recorded as part of the landfill development costs.

Related Party Transactions

Related Party Transactions

It is our policy that transactions with related parties must be on terms that, on the whole, are no less favorable than those that would be available from unaffiliated parties.

New Accounting Pronouncements

New Accounting Pronouncements

Accounting Standards Adopted

Improvements to Reportable Segment Disclosures

In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): *Improvements to Reportable Segment Disclosures* (ASU 2023-07). ASU 2023-07 amends the reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The Company adopted ASU 2023-07 in this Annual Report on Form 10-K and will adopt the interim disclosures in the first quarter of 2025. ASU 2023-07 was adopted retrospectively to all periods presented in the financial statements. The adoption of this standard did not have a material impact on our consolidated financial statements. See Note 15, *Segment Reporting*, for additional information and detailed disclosures prepared in accordance with ASU 2023-07.

Accounting Standards Updates Issued but not yet Adopted as of December 31, 2024

Disaggregation of Income Statement Expenses

In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2024-03, Income Statement – Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40): *Disaggregation of Income Statement Expenses* (ASU 2024-03). ASU 2024-03 requires an entity to disclose the amount of purchases of inventory, employee compensation, depreciation, and intangible asset amortization included in each relevant expense caption. It also requires an entity to include certain amounts that are already required to be disclosed under GAAP in the same disclosure. Additionally, it requires an entity to disclose a qualitative description of the amounts remaining in relevant

expense captions that are not separately disaggregated quantitatively, and to disclose the total amount of selling expenses and, in annual reporting periods, an entity's definition of selling expenses. The amendments in ASU 2024-03 are effective for annual reporting periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027, with early adoption permitted. An entity may apply the amendments prospectively for reporting periods after the effective date or retrospectively to any or all prior periods presented in the financial statements. The Company is currently evaluating the impact of the rules on its future consolidated financial statements.

Climate-Related Disclosures

In March 2024, the SEC adopted Final Rule 33-11275 and 34-99678 - *The Enhancement and Standardization of Climate-Related Disclosures for Investors*. The rules require registrants to provide standardized disclosures related to material climate-related risks, governance and risk management strategies, and the financial impact of severe weather events and material Scope 1 and 2 greenhouse gas emissions. The rules require implementation in phases between 2025 and 2033. In April 2024, the SEC announced that it would voluntarily stay these rules pending judicial review. The Company is currently evaluating the impact of the rules on its future consolidated financial statements.

Improvements to Income Tax Disclosures

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): *Improvements to Income Tax Disclosures* (ASU 2023-09). ASU 2023-09 requires entities to provide additional information in the

rate reconciliation and additional disclosures about income taxes paid. The amendments in this update are effective for fiscal years beginning after December 15, 2024. We are currently assessing the effect this guidance may have on our consolidated financial statements.

Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative

In October 2023, the FASB issued ASU 2023-06 to modify the disclosure or presentation requirements of a variety of topics, which will allow users to more easily compare entities subject to the SEC's existing disclosures with those entities that were not previously subject to the SEC's requirements, and to align the requirements in the FASB accounting standard codification with the SEC's regulations. The effective date for each topic's amendment will be the date on which the SEC's removal of the topic's related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the amendments and the impact on its future consolidated financial statements.

~~***XML 67 R33.htm IDEA: XBRL DOCUMENT***~~

Summary of Significant Accounting Policies (Tables)

12 Months Ended

Dec. 31, 2024

Accounting Policies [Abstract]

Schedule of activity in allowance for doubtful accounts

The following table reflects the activity in our allowance for doubtful accounts for the years ended December 31:

	2024	2023	2022
Balance at beginning of year	$ 83	$ 52	$ 39
Additions charged to expense	27	53	41
Accounts written-off	(36)	(22)	(28)
Balance at end of year	$ 74	$ 83	$ 52

Schedule of estimated useful lives of our property and equipment

The estimated useful lives of our property and equipment are as follows:

Buildings and improvements	5 - 30 years
Vehicles	5 - 20 years
Landfill equipment	5 - 7 years
Other equipment	3 - 25 years
Furniture and fixtures	3 - 10 years

A summary of property and equipment, net as of December 31 follows:

	2024	2023
Land	$ 897	$ 878
Landfill development costs	10,518	9,911
Vehicles and equipment	10,998	10,232
Buildings and improvements	2,119	1,922
Construction-in-progress – landfill	437	350
Construction-in-progress – other	575	554
	$ 25,544	$ 23,847
Less: accumulated depreciation, depletion and amortization		
Landfill development costs	$ (6,031)	$ (5,516)
Vehicles and equipment	(6,692)	(6,148)
Buildings and improvements	(944)	(832)
	(13,667)	(12,496)
Property and equipment, net	$ 11,877	$ 11,351

~~***XML 68 R34.htm IDEA: XBRL DOCUMENT***~~

Business Acquisitions, Investments and Restructuring Charges (Tables)

12 Months Ended

Dec. 31, 2024

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

Schedule of aggregate purchase price and allocation of purchase price in other acquisitions

The purchase price paid for these business acquisitions and the allocations of the purchase price follows:

	2024	2023
Purchase price:		
Cash used in acquisitions, net of cash acquired of $1 and $23, respectively	$ 274	$ 1,756
Holdbacks	7	19
Fair value, future minimum lease payments	—	1
Total	$ 281	$ 1,776
Allocated as follows:		
Accounts receivable	6	67
Prepaid expenses	—	6
Landfill development costs	—	49
Property and equipment	57	374
Operating right-of-use lease assets	2	14
Parts and supplies	2	3
Accounts payable	—	(20)
Deferred revenue	(2)	(11)
Environmental remediation liabilities	—	(6)
Closure and post-closure liabilities	—	(11)
Operating right-of-use lease liabilities	(2)	(14)
Deferred income tax liabilities	(1)	(25)
Other liabilities	(1)	(12)
Fair value of tangible assets acquired and liabilities assumed	61	414
Excess purchase price to be allocated	$ 220	$ 1,362
Excess purchase price allocated as follows:		
Other intangible assets	$ 44	$ 204
Goodwill	176	1,158
Total allocated	$ 220	$ 1,362

~~***XML 69 R35.htm IDEA: XBRL DOCUMENT***~~

Property and Equipment, Net (Tables)

12 Months Ended

Dec. 31, 2024

Property, Plant and Equipment [Abstract]

Schedule of property and equipment, net

The estimated useful lives of our property and equipment are as follows:

Buildings and improvements	5 - 30 years
Vehicles	5 - 20 years
Landfill equipment	5 - 7 years
Other equipment	3 - 25 years
Furniture and fixtures	3 - 10 years

A summary of property and equipment, net as of December 31 follows:

	2024	2023
Land	$ 897	$ 878
Landfill development costs	10,518	9,911
Vehicles and equipment	10,998	10,232
Buildings and improvements	2,119	1,922
Construction-in-progress – landfill	437	350
Construction-in-progress – other	575	554
	$ 25,544	$ 23,847
Less: accumulated depreciation, depletion and amortization		
Landfill development costs	$ (6,031)	$ (5,516)
Vehicles and equipment	(6,692)	(6,148)
Buildings and improvements	(944)	(832)
	(13,667)	(12,496)
Property and equipment, net	$ 11,877	$ 11,351

~~***XML 70 R36.htm IDEA: XBRL DOCUMENT***~~

Goodwill and Other Intangible Assets, Net (Tables)

12 Months Ended

Dec. 31, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Schedule of the activity and balances in goodwill accounts, net, by operating segment

A summary of the activity and balances in goodwill accounts by reporting segment follows:

	Balance as of December 31, 2023	Acquisitions	Divestitures	Adjustments and Other	Balance as of December 31, 2024
Group 1	$ 7,312	$ 161	$ —	$ 19	$ 7,492
Group 2	6,445	—	—	(7)	6,438
Group 3	2,077	15	—	(40)	2,052
Total	$ 15,834	$ 176	$ —	$ (28)	$ 15,982

	Balance as of December 31, 2022	Acquisitions	Divestitures	Adjustments and Other	Balance as of December 31, 2023
Group 1	$ 6,638	$ 675	$ —	$ (1)	$ 7,312
Group 2	6,238	208	(2)	1	6,445
Group 3	1,575	275	—	227	2,077
Total	$ 14,451	$ 1,158	$ (2)	$ 227	$ 15,834

Schedule of the activity and balances by intangible asset type

A summary of the activity and balances by intangible asset type follows:

	Gross Intangible Assets				Accumulated Amortization				
	Balance as of December 31, 2023	Acquisitions	Adjustments and Other	Balance as of December 31, 2024	Balance as of December 31, 2023	Additions Charged to Expense	Adjustments and Other	Balance as of December 31, 2024	Other Intangible Assets, Net as of December 31, 2024
Customer relationships	$ 632	$ 38	$ 20	$ 690	$ (166)	$ (69)	$ 20	$ (215)	$ 475
Other intangible assets	53	6	32	91	(23)	(10)	13	(20)	71
Total	$ 685	$ 44	$ 52	$ 781	$ (189)	$ (79)	$ 33	$ (235)	$ 546

	Gross Intangible Assets				Accumulated Amortization				
	Balance as of December 31, 2022	Acquisitions	Adjustments and Other	Balance as of December 31, 2023	Balance as of December 31, 2022	Additions Charged to Expense	Adjustments and Other	Balance as of December 31, 2023	Other Intangible Assets, Net as of December 31, 2023
Customer relationships	$ 1,013	$ 197	$ (578)	$ 632	$ (709)	$ (54)	$ 597	$ (166)	$ 466
Other intangible assets	145	7	(99)	53	(102)	(12)	91	(23)	30
Total	$ 1,158	$ 204	$ (677)	$ 685	$ (811)	$ (66)	$ 688	$ (189)	$ 496

Schedule of amortization expense

Based on the amortizable intangible assets recorded in the consolidated balance sheet as of December 31, 2024, amortization expense for each of the next five years is estimated as follows:

2025	$ 78
2026	$ 74
2027	$ 67
2028	$ 64
2029	$ 58

XML 71 R37.htm IDEA: XBRL DOCUMENT

Other Assets (Tables)

12 Months Ended
Dec. 31, 2024

Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract]

Schedule of prepaid expenses and other current assets

A summary of prepaid expenses and other current assets as of December 31 follows:

	2024	2023
Prepaid expenses	$ 127	$ 123
Income taxes receivable	124	126
Parts and supplies	98	98
Other non-trade receivables	96	63
Reinsurance receivable	30	35
Prepaid fees for cloud-based hosting arrangements, current	27	17
Other	9	11
Total	$ 511	$ 473

Schedule of other assets

A summary of other assets as of December 31 follows:

	2024	2023
Investments	$ 637	$ 469
Operating right-of-use lease assets	232	238
Deferred compensation plan	125	113
Prepaid fees and capitalized implementation costs for cloud-based hosting arrangements	123	68
Reinsurance receivable	86	92
Deferred contract costs and sales commissions	82	83
Derivative and hedging assets	55	74
Amounts recoverable for capping, closure and post-closure obligations	24	22
Other	19	25
Total	$ 1,383	$ 1,184

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Other Liabilities (Tables)

12 Months Ended
Dec. 31, 2024

Other Liabilities Disclosure [Abstract]

Schedule of other accrued liabilities

A summary of other accrued liabilities as of December 31 follows:

	2024	2023
Accrued payroll and benefits	$ 339	$ 351
Insurance reserves, current	220	217
Accrued fees and taxes	204	194
Accrued dividends	181	168
Operating right-of-use lease liabilities, current	55	55
Ceded insurance reserves, current	30	35
Contingent purchase price and acquisition holdbacks	14	17
Accrued professional fees and legal settlement reserves	12	18
Other	121	117
Total	$ 1,176	$ 1,172

Schedule of other long-term liabilities

A summary of other long-term liabilities as of December 31 follows:

	2024	2023
Operating right-of-use lease liabilities	$ 189	$ 195
Deferred compensation plan liability	120	115
Ceded insurance reserves	86	92
Derivative and hedging liabilities	72	71
Contingent purchase price and acquisition holdbacks	60	59
Withdrawal liability - multiemployer pension funds	19	20
Other	42	43
Total	$ 588	$ 595

Schedule of activity of self insurance reserves

The following table summarizes the activity in our insurance reserves for the years ended December 31:

	2024	2023	2022
Balance at beginning of year	$ 566	$ 503	$ 497
Additions charged to expense	671	656	565
Payments	(701)	(636)	(594)
Premium written for third party risk assumed	86	43	35
Balance at end of year	622	566	503
Less: current portion	(220)	(217)	(188)
Long-term portion	$ 402	$ 349	$ 315

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Landfill and Environmental Costs (Tables)

12 Months Ended
Dec. 31, 2024

Environmental Remediation Obligations [Abstract]

Schedule of landfill assets retirement obligations and environmental liabilities

A summary of our accrued landfill asset retirement obligations and environmental liabilities as of December 31 follows:

	2024	2023
Landfill final capping, closure and post-closure liabilities	$ 2,144	$ 1,937
Environmental remediation	447	485
Total accrued landfill and environmental costs	2,591	2,422
Less: current portion	(159)	(141)
Long-term portion	$ 2,432	$ 2,281

Schedule of activity in asset retirement obligation liabilities, which includes liabilities for final capping, closure and post-closure

The following table summarizes the activity in our asset retirement obligations, which includes liabilities for final capping, closure and post-closure, for the years ended December 31:

	2024	2023	2022
Asset retirement obligations, beginning of year	$ 1,937	$ 1,786	$ 1,507
Non-cash additions	61	61	60
Acquisitions, net of divestitures and other adjustments	4	12	175
Asset retirement obligation adjustments	91	41	20
Payments	(56)	(61)	(65)
Accretion expense	107	98	89
Asset retirement obligations, end of year	2,144	1,937	1,786
Less: Current portion	(96)	(72)	(75)
Long-term portion	$ 2,048	$ 1,865	$ 1,711

Schedule of expected future payments for final capping, closure, and post-closure

The expected future payments for final capping, closure and post-closure as of December 31, 2024 follows:

2025	$ 96
2026	108
2027	102
2028	97
2029	112
Thereafter	7,758
	$ 8,273

Schedule of activity in environmental remediation liabilities

The following table summarizes the activity in our environmental remediation liabilities for the years ended December 31:

	2024	2023	2022
Environmental remediation liabilities, beginning of year	$ 485	$ 487	$ 455
Net additions charged to expense	7	2	3
Payments	(62)	(55)	(55)
Accretion expense (non-cash interest expense)	17	18	17
Acquisitions, net of divestitures and other adjustments	—	33	67
Environmental remediation liabilities, end of year	447	485	487
Less: current portion	(63)	(69)	(57)
Long-term portion	$ 384	$ 416	$ 430

Schedule of expected undiscounted future payments for remediation costs

The expected undiscounted future payments for remediation costs as of December 31, 2024 follows:

2025	$ 63
2026	59
2027	46
2028	46
2029	28
Thereafter	256
	$ 498

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Debt (Tables)

12 Months Ended
Dec. 31, 2024

Debt Disclosure [Abstract]

Schedule of notes payable, capital leases and long-term debt

The carrying value of our credit facilities, finance leases and long-term debt as of December 31, 2024 and 2023 is listed in the following table, and is adjusted for unamortized discounts, deferred issuance costs and the unamortized portion of adjustments to fair value recorded in purchase accounting. Original issue discounts and adjustments to fair value recorded in purchase accounting are amortized to interest expense over the term of the applicable instrument using the effective interest method.

		December 31, 2024			December 31, 2023		
Maturity	Interest Rate	Principal	Adjustments	Carrying Value	Principal	Adjustments	Carrying Value
Credit facilities:							
Uncommitted Credit Facility	Variable	$ —	$ —	$ —	$ —	$ —	$ —
The Credit Facility	Variable	514	—	514	297	—	297
Term Loan	Variable	—	—	—	500	—	500
Commercial Paper	Variable	477	—	477	496	(1)	495
Senior notes:							
August 2024	2.500	—	—	—	900	(1)	899
March 2025	3.200	500	—	500	500	(1)	499
November 2025	0.875	350	—	350	350	(1)	349
July 2026	2.900	500	(1)	499	500	(2)	498
November 2027	3.375	650	(2)	648	650	(3)	647
May 2028	3.950	800	(7)	793	800	(9)	791
April 2029	4.875	750	(6)	744	750	(7)	743
November 2029	5.000	400	(4)	396	—	—	—
March 2030	2.300	600	(4)	596	600	(4)	596
February 2031	1.450	650	(5)	645	650	(6)	644
February 2032	1.750	750	(5)	745	750	(5)	745
March 2033	2.375	700	(6)	694	700	(6)	694
December 2033	5.000	650	(9)	641	650	(9)	641
April 2034	5.000	800	(10)	790	800	(11)	789
November 2034	5.200	500	(6)	494	—	—	—
March 2035	6.086	182	(11)	171	182	(12)	170
March 2040	6.200	400	(3)	397	400	(3)	397
May 2041	5.700	386	(5)	381	386	(5)	381
March 2050	3.050	400	(7)	393	400	(7)	393
Debentures:							
September 2035	7.400	148	(27)	121	148	(29)	119
Tax-exempt:							
2026 - 2053	3.375 - 4.375	1,418	(9)	1,409	1,289	(8)	1,281
Finance leases and other:							
2025 - 2063	1.726 - 9.750	315	—	315	251	—	251
Total Debt		$ 12,840	$ (127)	12,713	$ 12,949	$ (130)	12,819
Less: current portion				(862)			(932)
Long-term portion				$ 11,851			$ 11,887

Schedule of future maturities of debt

Aggregate principal maturities of notes payable, finance leases and other long-term debt as of December 31, 2024 follow:

2025	$ 862
2026	594
2027	663
2028	844
2029	2,179
Thereafter	7,698
	$ 12,840

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Leases (Tables)

12 Months Ended
Dec. 31, 2024

Leases [Abstract]

Summary of Assets and liabilities, lessee

A summary of the lease classification on our consolidated balance sheet as of December 31, 2024 and 2023 follows:

		2024	2023
Assets			
Operating right-of-use lease assets	Other assets	$ 232	$ 238
Finance lease assets	Property and equipment, net	294	287
Total leased assets		$ 526	$ 525
Liabilities			
Current			
Operating	Other accrued liabilities	$ 55	$ 55
Finance	Notes payable and current maturities of long-term debt	13	13
Long-term			
Operating	Other long-term liabilities	189	195
Finance	Long-term debt, net of current maturities	249	238
Total lease liabilities		$ 506	$ 501

Summary of Lease, cost

A summary of the lease cost reflected in our consolidated statements of income for the years ended December 31, 2024 and 2023 follows:

		2024	2023
Operating lease cost			
Fixed lease cost	Cost of operations	$ 50	$ 60
Short-term lease cost	Cost of operations	105	89
Variable lease cost	Cost of operations	26	27
Finance lease cost			
Amortization of leased assets	Depreciation, depletion and amortization	17	16
Interest on lease liabilities	Interest expense	9	9
Variable lease cost	Interest expense	26	22
Total lease cost		$ 233	$ 223

A summary of the weighted-average remaining lease term and weighted-average discount rate as of December 31, 2024 and 2023 follows:

	2024	2023
Weighted-average remaining lease term (years)		
Operating leases	6.1	6.9
Finance leases	27.8	27.1
Weighted-average discount rate		
Operating leases	3.3 %	2.9 %
Finance leases	4.3 %	4.4 %

Supplemental cash flow and other non-cash information for the years ended December 31, 2024 and 2023 follow:

	2024	2023
Cash paid for amounts included in the measurement of lease liabilities		
Operating cash flows from operating leases	$ 181	$ 177
Operating cash flows from finance leases	$ 35	$ 31
Financing cash flows from finance leases	$ 10	$ 12
Leased assets obtained in exchange for new finance lease liabilities	$ 25	$ 17
Leased assets obtained in exchange for new operating lease liabilities	$ 44	$ 33

Summary of Lessee, operating lease, liability, maturity

As of December 31, 2024, maturities for operating and finance lease liabilities were as follows:

	Operating Leases	Finance Leases	Total
2025	$ 61	$ 22	$ 83
2026	52	20	72
2027	42	19	61
2028	34	20	54
2029	27	18	45
Thereafter	53	346	399
Total lease payments	269	445	714
Less: interest	(25)	(183)	(208)
Present value of lease liabilities	$ 244	$ 262	$ 506

Summary of Finance lease, liability, maturity

As of December 31, 2024, maturities for operating and finance lease liabilities were as follows:

	Operating Leases	Finance Leases	Total
2025	$ 61	$ 22	$ 83
2026	52	20	72
2027	42	19	61
2028	34	20	54
2029	27	18	45
Thereafter	53	346	399
Total lease payments	269	445	714
Less: interest	(25)	(183)	(208)
Present value of lease liabilities	$ 244	$ 262	$ 506

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Income Taxes (Tables)

12 Months Ended Dec. 31, 2024

Income Tax Disclosure [Abstract]

Schedule of components of the provision for income taxes

The components of the provision for income taxes for the years ended December 31 follow:

	2024	2023	2022
Current:			
Federal	$ 207	$ 281	$ 72
State	120	109	82
Deferred:			
Federal	55	72	164
State	32	29	17
Uncertain tax positions and interest and other	(26)	(31)	9
Provision for income taxes	$ 388	$ 460	$ 344

Schedule of reconciliations of the statutory federal income tax rate to our effective tax rate

The reconciliations of the statutory federal income tax rate to our effective tax rate for the years ended December 31 follow:

	2024	2023	2022
Federal statutory rate	21.0 %	21.0 %	21.0 %
State income taxes, net of federal benefit	4.8	4.4	4.6
Non-deductible expenses	0.8	1.2	1.1
Uncertain tax position taxes and interest	(0.3)	(0.8)	0.2
Investment tax credits	(9.9)	(4.0)	(7.6)
Other, net	(0.4)	(0.8)	(0.5)
Effective income tax rate	16.0 %	21.0 %	18.8 %

Schedule of components of the net deferred income tax asset and liability

The components of the net deferred income tax asset and liability as of December 31 follow:

	2024	2023
Deferred tax liabilities relating to:		
Differences between book and tax basis of property and equipment	$ (1,258)	$ (1,229)
Difference between book and tax basis of intangible assets	(637)	(583)
Operating right-of-use lease assets	(57)	(59)
Basis difference due to redemption of partnership interests	(82)	(82)
Total deferred tax liabilities	$ (2,034)	$ (1,953)
Deferred tax assets relating to:		
Environmental reserves	$ 218	$ 236
Accruals not currently deductible	105	105
Net operating loss carryforwards	61	75
Difference between book and tax basis of other assets	48	14
Operating right-of-use lease liabilities	59	60
Other	15	17
Total deferred tax assets	506	507
Valuation allowance	(51)	(49)
Net deferred tax asset	455	458
Net overall deferred tax liability	$ (1,579)	$ (1,495)

Schedule of changes in the deferred tax valuation allowance

Changes in the deferred tax valuation allowance for the years ended December 31 follow:

	2024	2023	2022
Valuation allowance, beginning of year	$ 49	$ 44	$ 44
Additions charged to provision for income taxes	6	3	2
Deferred tax assets realized or written-off	—	—	(6)
Other, net	(4)	2	4
Valuation allowance, end of year	$ 51	$ 49	$ 44

Schedule of activity in our gross unrecognized tax benefits

The following table summarizes the activity in our gross unrecognized tax benefits for the years ended December 31:

	2024	2023	2022
Balance at beginning of year	$ 42	$ 111	$ 102
Additions for tax positions of current year	—	1	7
Additions for tax positions of prior years	1	3	2
Reductions for tax positions of prior years	(5)	(7)	—
Reductions for tax positions resulting from lapse of statute of limitations	(1)	—	—
Settlements	(9)	(66)	—
Balance at end of year	$ 28	$ 42	$ 111

~~***XML 77 R43.htm IDEA: XBRL DOCUMENT***~~

Employee Benefit Plans (Tables)

12 Months Ended Dec. 31, 2024

Share-Based Payment Arrangement [Abstract]

Schedule of restricted stock unit and restricted stock activity

The following table summarizes restricted stock unit (RSU) activity for the years ended December 31, 2024, 2023 and 2022:

	Number of RSUs (in thousands)	Weighted-Average Grant Date Fair Value per Share	Weighted-Average Remaining Contractual Term (years)	Aggregate Intrinsic Value (in millions)
Unissued as of December 31, 2021	1,091	$ 77.19		
Granted	259	$ 122.54		
Vested and issued	(388)	$ 74.34		
Forfeited	(48)	$ 110.92		
Unissued as of December 31, 2022	914	$ 85.43		
Granted	250	$ 133.03		
Vested and issued	(208)	$ 95.24		
Forfeited	(41)	$ 117.54		
Unissued as of December 31, 2023	915	$ 93.35		
Granted	184	$ 184.28		
Vested and issued	(228)	$ 102.81		
Forfeited	(30)	$ 139.24		
Unissued as of December 31, 2024	841	$ 107.81	0.7	$ 169.20
Vested and unissued as of December 31, 2024	415	$ 70.32		

Schedule of performance shares award outstanding activity

The following table summarizes performance stock unit (PSU) activity for the years ended December 31, 2024, 2023 and 2022:

	Number of PSUs (in thousands)	Weighted Average Grant Date Fair Value per Share
Outstanding as of December 31, 2021	857	$ 84.79
Granted	157	$ 124.29
Vested and issued	(234)	$ 76.24
Forfeited	(24)	$ 109.62
Outstanding as of December 31, 2022	756	$ 95.19
Granted	200	$ 138.03
Vested and issued	(227)	$ 100.06
Forfeited	(41)	$ 123.30
Outstanding as of December 31, 2023	688	$ 101.48
Granted	281	$ 142.50
Vested and issued	(420)	$ 90.54
Forfeited	(25)	$ 136.27
Outstanding and Exercisable as of December 31, 2024	524	$ 125.70

Schedule of individually significant multiemployer pension plans

Republic's participation in individually significant multiemployer pension plans for the year ended December 31, 2024 is outlined in the table below. Only with respect to multiemployer pension plans, we considered contributions in excess of $10 million in any period disclosed to be individually significant. The most recent PPA zone status available in 2024 and 2023 is for the plans' year ended September 30, or December 31, 2023 and 2022, respectively. The status is based on information that Republic received from the plans and is certified by the plans' actuary. Among other factors, plans in the critical red zone are generally less than 65% funded, plans in the endangered yellow zone are less than 80% funded and plans in the safe green zone are at least 80% funded. Plans in the critical and declining zone are classified as critical and projected to be insolvent in the current year or any of the 14 following plan years. The last column lists the expiration dates of the CBAs to which the plans are subject.

		Pension Protection Act Zone Status		Funding Improvement or Rehabilitation Plan Status Pending /	Republic Contributions to Plan			Surcharge	Expiration Dates
Legal Plan Name	EIN	2024	2023	Implemented	2024	2023	2022	Imposed	of CBAs
Western Conference of Teamsters Pension Plan	91-6145047	Safe	Safe	No	$ 75	$ 70	$ 61	No	Various dates through 9/30/2029
All other plans	N/A	N/A	N/A	N/A	29	29	25	N/A	
Total					$ 104	$ 99	$ 86		

XML 78 R44.htm IDEA: XBRL DOCUMENT

Share Repurchases and Dividends (Tables)

12 Months Ended
Dec. 31, 2024

Equity [Abstract]

Schedule of share repurchase activity

Share repurchase activity during the years ended December 31, 2024, 2023 and 2022 follows (in millions except per share amounts):

	2024	2023	2022
Number of shares repurchased	3	2	2
Amount paid	$ 480	$ 262	$ 203
Weighted average cost per share	$ 193.59	$ 145.72	$ 124.02

XML 79 R45.htm IDEA: XBRL DOCUMENT

Earnings Per Share (Tables)

12 Months Ended
Dec. 31, 2024

Earnings Per Share [Abstract]

Summary of Earnings per share

Earnings per share for the years ended December 31, 2024, 2023 and 2022 are calculated as follows (in thousands, except per share amounts):

	2024	2023	2022
Basic earnings per share:			
Net income attributable to Republic Services, Inc.	$ 2,043,173	$ 1,730,985	$ 1,487,586
Weighted average common shares outstanding	314,399	316,182	316,530
Basic earnings per share	$ 6.50	$ 5.47	$ 4.70
Diluted earnings per share:			
Net income attributable to Republic Services, Inc.	$ 2,043,173	$ 1,730,985	$ 1,487,586
Weighted average common shares outstanding	314,399	316,182	316,530
Effect of dilutive securities:			
Unvested RSU awards	126	104	152
Unvested PSU awards	284	379	398
Weighted average common and common equivalent shares outstanding	314,809	316,665	317,080
Diluted earnings per share	$ 6.49	$ 5.47	$ 4.69

XML 80 R46.htm IDEA: XBRL DOCUMENT

Segment Reporting (Tables)

12 Months Ended
Dec. 31, 2024

Segment Reporting [Abstract]

Summarized financial information concerning our reportable segments

Summarized financial information concerning our reportable segments for the years ended December 31, 2024, 2023 and 2022 follows:

	Group 1	Group 2	Recycling & Waste Subtotal[1]	Group 3 (Environmental Solutions)	Corporate entities and other	Total
2024						
Gross Revenue	$ 8,332	$ 7,891	$ 16,223	$ 1,864	$ 331	$ 18,418
Intercompany Revenue	(1,235)	(1,037)	(2,272)	(49)	(65)	(2,386)
Revenue Allocations	123	115	238	28	(266)	—
Net Revenue	$ 7,220	$ 6,969	$ 14,189	$ 1,843	$ —	$ 16,032
Cost of Operations	4,129	4,079	8,208	1,142	—	9,350
SG&A	738	671	1,409	265	—	1,674
Other Segment Items	—	29	29	—	—	29
Adjusted EBITDA	$ 2,353	$ 2,190	$ 4,543	$ 436	$ —	$ 4,979
Capital Expenditures	$ 874	$ 574	$ 1,448	$ 136	$ 271	$ 1,855
Total Assets	$ 14,250	$ 11,046	$ 25,296	$ 4,459	$ 2,647	$ 32,402

	Group 1	Group 2	Recycling & Waste Subtotal(1)	Group 3 (Environmental Solutions)	Corporate entities and other	Total
2023						
Gross Revenue	$ 7,769	$ 7,566	$ 15,335	$ 1,701	$ 243	$ 17,279
Intercompany Revenue	(1,171)	(1,011)	(2,182)	(56)	(76)	(2,314)
Revenue Allocations	96	91	187	(20)	(167)	—
Net Revenue	$ 6,694	$ 6,646	$ 13,340	$ 1,625	$ —	$ 14,965
Cost of Operations	3,878	4,033	7,911	1,032	—	8,943
SG&A	681	649	1,330	279	—	1,609
Other Segment Items	—	—	—	(34)	—	(34)
Adjusted EBITDA	$ 2,135	$ 1,964	$ 4,099	$ 348	$ —	$ 4,447
Capital Expenditures	$ 707	$ 542	$ 1,249	$ 145	$ 237	$ 1,631
Total Assets	$ 13,665	$ 10,988	$ 24,653	$ 4,471	$ 2,286	$ 31,410

	Group 1	Group 2	Recycling & Waste Subtotal(1)	Group 3 (Environmental Solutions)	Corporate entities and other	Total
2022						
Gross Revenue	$ 7,107	$ 7,029	$ 14,136	$ 1,262	$ 247	$ 15,645
Intercompany Revenue	(1,090)	(945)	(2,035)	(47)	(52)	(2,134)
Revenue Allocations	103	99	202	(7)	(195)	—
Net Revenue	$ 6,120	$ 6,183	$ 12,303	$ 1,208	$ —	$ 13,511
Cost of Operations	3,541	3,846	7,387	818	—	8,205
SG&A	612	586	1,198	256	—	1,454
Other Segment Items	—	—	—	(77)	—	(77)
Adjusted EBITDA	$ 1,967	$ 1,751	$ 3,718	$ 211	$ —	$ 3,929
Capital Expenditures	$ 620	$ 542	$ 1,162	$ 133	$ 159	$ 1,454
Total Assets	$ 12,418	$ 10,528	$ 22,946	$ 4,090	$ 2,017	$ 29,053

(1) The Recycling & Waste Subtotal represents the combined results of our Group 1 and Group 2 reportable segments.

Schedule of Adjusted EBITDA and EBITDA Margin

A reconciliation of the Company's single measure of segment profitability (segment adjusted EBITDA) to Income before income tax provision in the Consolidated Statements of Net Income is as follows for the years ended December 31, 2024, 2023 and 2022 (in millions of dollars):

	2024	2023	2022
Group 1 Adjusted EBITDA	$ 2,353	$ 2,135	$ 1,967
Group 2 Adjusted EBITDA	2,190	1,964	1,751
Group 3 Adjusted EBITDA	436	348	211
Total Adjusted EBITDA	4,979	4,447	3,929
Other income (expense), net	(23)	(7)	2
Interest income	(9)	(6)	(3)
Interest expense	539	508	395
Depreciation, depletion and amortization	1,677	1,501	1,352
Accretion	107	98	89
Loss from unconsolidated equity method investments	255	94	166
Adjustment to withdrawal liability for multiemployer pension funds	—	5	(2)
Restructuring charges	29	33	27
Gain on certain divestitures and impairments, net	(30)	(4)	(6)
US Ecology, Inc. acquisition integration and deal costs	—	34	77
Loss on extinguishment of debt and other related costs	2	—	—
Income before income taxes	$ 2,432	$ 2,191	$ 1,832

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Revenue (Tables)

12 Months Ended
Dec. 31, 2024

Revenue from Contract with Customer [Abstract]

Schedule of disaggregation of revenue

The following table disaggregates our revenue by service line for the years ended December 31 (in millions of dollars and as a percentage of revenue):

	2024		2023		2022	
Collection:						
Residential	$ 2,939	18.3 %	$ 2,823	18.9 %	$ 2,642	19.5 %
Small-container	4,820	30.1	4,439	29.7	3,946	29.2
Large-container	3,024	18.9	2,922	19.5	2,701	20.0
Other	72	0.4	69	0.4	54	0.4
Total collection	10,855	67.7	10,253	68.5	9,343	69.1
Transfer	1,780		1,699		1,575	
Less: intercompany	(975)		(933)		(850)	
Transfer, net	805	5.0	766	5.1	725	5.4
Landfill	2,981		2,885		2,682	
Less: intercompany	(1,240)		(1,206)		(1,132)	
Landfill, net	1,741	10.9	1,679	11.2	1,550	11.5
Environmental solutions	1,907		1,701		1,262	
Less: intercompany	(64)		(76)		(54)	
Environmental solutions, net	1,843	11.5	1,625	10.9	1,208	8.9
Other:						
Recycling processing and commodity sales	409	2.5	312	2.1	359	2.7
Other non-core	379	2.4	330	2.2	326	2.4
Total other	788	4.9	642	4.3	685	5.1
Total revenue	$ 16,032	100.0 %	$ 14,965	100.0 %	$ 13,511	100.0 %

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Changes in Accumulated Other Comprehensive Loss by Component (Tables)

12 Months Ended
Dec. 31, 2024

Equity [Abstract]

Summary of changes in accumulated other comprehensive income (loss) by component

A summary of changes in accumulated other comprehensive loss, net of tax, by component, for the years ended December 31, 2024, 2023 and 2022 follows:

	Cash Flow Hedges	Defined Benefit Pension Plan	Foreign Currency Translation	Total
Balance as of December 31, 2021	$ (26)	$ 11	$ —	$ (15)
Other comprehensive loss before reclassifications	9	(2)	(5)	2
Amounts reclassified from accumulated other comprehensive loss	1	—	—	1
Net current-period other comprehensive income (loss)	10	(2)	(5)	3
Balance as of December 31, 2022	(16)	9	(5)	(12)
Other comprehensive income (loss) before reclassifications	14	—	(5)	9
Amounts reclassified from accumulated other comprehensive loss	(9)	—	—	(9)
Net current-period other comprehensive income (loss)	5	—	(5)	—
Balance as of December 31, 2023	(11)	9	(10)	(12)
Other comprehensive income (loss) before reclassifications	6	(3)	(3)	—
Amounts reclassified from accumulated other comprehensive loss	(8)	(6)	—	(14)
Net current-period other comprehensive income (loss)	(2)	(9)	(3)	(14)
Balance as of December 31, 2024	$ (13)	$ —	$ (13)	$ (26)

Schedule of reclassifications out of accumulated other comprehensive income (loss)

A summary of reclassifications out of accumulated other comprehensive loss for the years ended December 31, 2024, 2023 and 2022 follows:

Details about Accumulated Other Comprehensive Loss Components	Amount Reclassified from Accumulated Other Comprehensive Loss 2024	2023	2022	Affected Line Item in the Statement Where Net Income is Presented
Gain (loss) on cash flow hedges:				
Terminated interest rate locks	$ (3)	$ (5)	$ (6)	Interest expense
2022 Interest Rate Swap	14	17	5	Interest expense
Total before tax	11	12	(1)	
Tax (provision) benefit	(3)	(3)	—	
Net of tax	8	9	(1)	
Pension gains:				
Pension settlement	8	1	1	Other income
Tax provision	(2)	—	—	
Net of tax	6	1	1	
Total income (loss) reclassified into earnings, net of tax	$ 14	$ 10	$ —	

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Financial Instruments (Tables)

12 Months Ended
Dec. 31, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Schedule of carrying amount and fair value of financial instruments

As of December 31, 2024 and 2023, our assets and liabilities that are measured at fair value on a recurring basis include the following:

	December 31, 2024				
		Fair Value			
	Carrying Amount	Total	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets:					
Money market mutual funds - restricted cash and marketable securities and other assets	$ 62	$ 62	$ 62	$ —	$ —
Bonds and fixed income - restricted cash and marketable securities and other assets	90	90	—	90	—
Derivative and hedging assets - other assets, prepaid expenses and other current assets	55	55	—	55	—
Total assets	$ 207	$ 207	$ 62	$ 145	$ —
Liabilities:					
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	$ 72	$ 72	$ —	$ 72	$ —
Contingent consideration - other accrued liabilities and other long-term liabilities	65	65	—	—	65
Total liabilities	$ 137	$ 137	$ —	$ 72	$ 65

	December 31, 2023				
		Fair Value			
	Carrying Amount	Total	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets:					
Money market mutual funds - restricted cash and marketable securities and other assets	$ 43	$ 43	$ 43	$ —	$ —
Bonds - restricted cash and marketable securities and other assets	76	76	—	76	—
Derivative and hedging assets - other assets	78	78	—	78	—
Total assets	$ 197	$ 197	$ 43	$ 154	$ —
Liabilities:					
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	$ 80	$ 80	$ —	$ 80	$ —
Contingent consideration - other accrued liabilities and other long-term liabilities	64	64	—	—	64
Total liabilities	$ 144	$ 144	$ —	$ 80	$ 64

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Commitments and Contingencies (Tables)

	12 Months Ended
	Dec. 31, 2024
Commitments and Contingencies Disclosure [Abstract]	
Schedule of future minimum payments under unconditional purchase commitments	Future minimum payments under unconditional purchase commitments, consisting primarily of (1) disposal related agreements, which include fixed or minimum royalty payments, host agreements and take-or-pay and put-or-pay agreements, and (2) other obligations including committed capital expenditures and consulting service agreements, as of December 31, 2024 are as follows:

2025	$ 202
2026	150
2027	100
2028	65
2029	48
Thereafter	342
	$ 907

Schedule of cash, cash equivalents, restricted cash and restricted cash equivalents

Beginning-of-period and end-of-period cash, cash equivalents, restricted cash and restricted cash equivalents as presented in the statements of cash flows are reconciled as follows:

	December 31, 2024	December 31, 2023	December 31, 2022
Cash and cash equivalents	$ 74	$ 140	$ 143
Restricted cash and marketable securities	208	164	128
Less: restricted marketable securities	(79)	(76)	(57)
Cash, cash equivalents, restricted cash and restricted cash equivalents	$ 203	$ 228	$ 214

Schedule of restricted cash and marketable securities

The following table summarizes our restricted cash and marketable securities as of December 31:

	2024	2023
Capping, closure and post-closure obligations	$ 59	$ 43
Insurance	149	121
Total restricted cash and marketable securities	$ 208	$ 164

Schedule of financial instruments and collateral in place

We had the following financial instruments and collateral in place to secure our financial assurances as of December 31:

	2024	2023
Letters of credit	$ 464	$ 467
Surety bonds	$ 5,045	$ 4,677

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Basis of Presentation (Details)

	12 Months Ended
	Dec. 31, 2024 segment
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Number of operating segments	3

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Summary of Significant Accounting Policies (Narrative) (Details)

	12 Months Ended		
	Dec. 31, 2024 USD ($) reportingUnit segment landfill	Dec. 31, 2023 USD ($)	Dec. 31, 2022 USD ($)
Concentration Risk [Line Items]			
Net book credit balances in our primary disbursement accounts	$ 121,000,000	$ 148,000,000	
Restricted cash and marketable securities	208,000,000	164,000,000	$ 128,000,000
Insurance	149,000,000	121,000,000	
Capitalized interest	$ 11,000,000	$ 8,000,000	$ 5,000,000
Post-closure period	30 years		
Number of closed landfills | landfill	125		
Asset retirement obligation, costs to discharge, inflation rate	2.00%	2.00%	2.00%
Years of historical moving average increase of the U.S. Consumer Price Index used as our basis for inflation rate	20 years	10 years	10 years
Number of operating segments | segment	3		
Number of reporting units | reportingUnit	3		
Goodwill impairment losses	$ 0	$ 0	$ 0
Impairment losses for long-lived assets	$ 0	$ 0	$ 0
Minimum			
Concentration Risk [Line Items]			
Amortization period for other intangible assets	1 year		
Maximum			
Concentration Risk [Line Items]			
Amortization period for other intangible assets	15 years		

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Summary of Significant Accounting Policies (Allowance for Doubtful Accounts) (Details) - USD ($) $ in Millions

	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Accounts Receivable, Allowance for Credit Loss [Roll Forward]			
Balance at beginning of year	$ 83	$ 52	$ 39
Additions charged to expense	27	53	41
Accounts written-off	(36)	(22)	(28)
Balance at end of year	$ 74	$ 83	$ 52

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Summary of Significant Accounting Policies (Property and Equipment) (Details)

	Dec. 31, 2024
Buildings and improvements | Minimum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	5 years
Buildings and improvements | Maximum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	30 years
Vehicles | Minimum	

Property, Plant and Equipment [Line Items]	
Estimated useful life	5 years
Vehicles | Maximum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	20 years
Landfill equipment | Minimum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	5 years
Landfill equipment | Maximum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	7 years
Other equipment | Minimum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	3 years
Other equipment | Maximum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	25 years
Furniture and fixtures | Minimum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	3 years
Furniture and fixtures | Maximum	
Property, Plant and Equipment [Line Items]	
Estimated useful life	10 years

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Business Acquisitions, Investments and Restructuring Charges (Acquisitions) (Details) - USD ($) $ in Millions	**12 Months Ended**		
	Dec. 31, 2024	**Dec. 31, 2023**	**Dec. 31, 2022**
Purchase price:			
Cash used in acquisitions, net of cash acquired of $1 and $23, respectively	$ 753	$ 2,065	$ 3,039
Excess purchase price allocated as follows:			
Goodwill	15,982	15,834	$ 14,451
Series of Individually Immaterial Business Acquisitions			
Purchase price:			
Cash used in acquisitions, net of cash acquired of $1 and $23, respectively	274	1,756	
Cash acquired	1	23	
Holdbacks	7	19	
Fair value, future minimum lease payments	0	1	
Total	281	1,776	
Allocated as follows:			
Accounts receivable	6	67	
Prepaid expenses	0	6	
Landfill development costs	0	49	
Property and equipment	57	374	
Operating right-of-use lease assets	2	14	
Parts and supplies	2	3	
Accounts payable	0	(20)	
Deferred revenue	(2)	(11)	
Environmental remediation liabilities	0	(6)	
Closure and post-closure liabilities	0	(11)	
Operating right-of-use lease liabilities	(2)	(14)	
Deferred income tax liabilities	(1)	(25)	
Other liabilities	(1)	(12)	
Fair value of tangible assets acquired and liabilities assumed	61	414	
Excess purchase price to be allocated	220	1,362	
Excess purchase price allocated as follows:			
Other intangible assets	44	204	
Goodwill	176	1,158	
Total allocated	$ 220	$ 1,362	

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Business Acquisitions, Investments and Restructuring Charges (Narrative) (Details) - USD ($) $ in Millions	**12 Months Ended**			
	Feb. 13, 2025	**Dec. 31, 2024**	**Dec. 31, 2023**	**Dec. 31, 2022**
Schedule of Equity Method Investments [Line Items]				
Capital contributions to noncontrolling equity interest		$ 236	$ 222	
Loss from unconsolidated equity method investments		255	94	$ 166
Tax credit related to investment			87	139
Restructuring charges		29	33	27
Restructuring expenditures		25	39	20
Contract Termination				
Schedule of Equity Method Investments [Line Items]				
Restructuring charges			9	
Redesign Of Software Systems				
Schedule of Equity Method Investments [Line Items]				
Restructuring charges			24	
Investment Tax Credit Carryforward				
Schedule of Equity Method Investments [Line Items]				
Income tax benefits		222	87	
Certain Limited Liability Companies				
Schedule of Equity Method Investments [Line Items]				
Loss from unconsolidated equity method investments		254	102	
Joint Venture with Landfill Gas to Energy Developer				
Schedule of Equity Method Investments [Line Items]				
Capital contributions to noncontrolling equity interest		98	68	137
Income tax benefits		6		
Equity method investments		270	170	
Joint Venture with Landfill Gas to Energy Developer | ILLINOIS				
Schedule of Equity Method Investments [Line Items]				
Capital contributions to noncontrolling equity interest		35		
Thermal Processing Facility				
Schedule of Equity Method Investments [Line Items]				
Capital contributions to noncontrolling equity interest		27		

Tax credit related to investment	8		
Ravago, Blue Polymers			
Schedule of Equity Method Investments [Line Items]			
Capital contributions to noncontrolling equity interest	38	9	$ 10
Equity method investments	$ 55	$ 19	
Subsequent Event			
Schedule of Equity Method Investments [Line Items]			
Business combination, consideration transferred	$ 700		

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Property and Equipment, Net (Details) - USD ($) $ in Millions	**Dec. 31, 2024**	**Dec. 31, 2023**
Property, Plant and Equipment [Line Items]		
Property and equipment, gross	$ 25,544	$ 23,847
Less: accumulated depreciation, depletion and amortization	(13,667)	(12,496)
Property and equipment, net	11,877	11,351
Land		
Property, Plant and Equipment [Line Items]		
Property and equipment, gross	897	878
Landfill development costs		
Property, Plant and Equipment [Line Items]		
Property and equipment, gross	10,518	9,911
Less: accumulated depreciation, depletion and amortization	(6,031)	(5,516)
Vehicles and equipment		
Property, Plant and Equipment [Line Items]		
Property and equipment, gross	10,998	10,232
Less: accumulated depreciation, depletion and amortization	(6,692)	(6,148)
Buildings and improvements		
Property, Plant and Equipment [Line Items]		
Property and equipment, gross	2,119	1,922
Less: accumulated depreciation, depletion and amortization	(944)	(832)
Construction-in-progress – landfill		
Property, Plant and Equipment [Line Items]		
Property and equipment, gross	437	350
Construction-in-progress – other		
Property, Plant and Equipment [Line Items]		
Property and equipment, gross	$ 575	$ 554

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Property and Equipment, Net (Narrative) (Details) - USD ($) $ in Millions	**12 Months Ended**		
	Dec. 31, 2024	**Dec. 31, 2023**	**Dec. 31, 2022**
Property, Plant and Equipment [Line Items]			
Depreciation, depletion and amortization	$ 1,677	$ 1,501	$ 1,352
Property, Plant and Equipment			
Property, Plant and Equipment [Line Items]			
Depreciation, depletion and amortization	$ 1,517	$ 1,368	$ 1,246

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Goodwill and Other Intangible Assets, Net (Schedule of Goodwill) (Details) - USD ($) $ in Millions	**12 Months Ended**	
	Dec. 31, 2024	**Dec. 31, 2023**
Summary of the activity and balances in goodwill accounts, net, by operating segment [Roll forward]		
Goodwill, Beginning Balance	$ 15,834	$ 14,451
Acquisitions	176	1,158
Divestitures	0	(2)
Adjustments and Other	(28)	227
Goodwill, Ending Balance	15,982	15,834
Group 1		
Summary of the activity and balances in goodwill accounts, net, by operating segment [Roll forward]		
Goodwill, Beginning Balance	7,312	6,638
Acquisitions	161	675
Divestitures	0	0
Adjustments and Other	19	(1)
Goodwill, Ending Balance	7,492	7,312
Group 2		
Summary of the activity and balances in goodwill accounts, net, by operating segment [Roll forward]		
Goodwill, Beginning Balance	6,445	6,238
Acquisitions	0	208
Divestitures	0	(2)
Adjustments and Other	(7)	1
Goodwill, Ending Balance	6,438	6,445
Group 3 (Environmental Solutions)		
Summary of the activity and balances in goodwill accounts, net, by operating segment [Roll forward]		
Goodwill, Beginning Balance	2,077	1,575
Acquisitions	15	275
Divestitures	0	0
Adjustments and Other	(40)	227
Goodwill, Ending Balance	$ 2,052	$ 2,077

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Goodwill and Other Intangible Assets, Net (Narrative) (Details)	**Dec. 31, 2024**
Minimum	
Finite-Lived Intangible Assets [Line Items]	
Amortization period for other intangible assets	1 year
Maximum	
Finite-Lived Intangible Assets [Line Items]	
Amortization period for other intangible assets	15 years

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Goodwill and Other Intangible Assets, Net (Finite-lived Intangible Assets) (Details) - USD ($) $ in Millions	**12 Months Ended**	
	Dec. 31, 2024	**Dec. 31, 2023**

Gross Intangible Assets		
Beginning Balance	$ 685	$ 1,158
Acquisitions	44	204
Adjustments and Other	52	(677)
Ending Balance	781	685
Accumulated Amortization		
Beginning Balance	(189)	(811)
Additions Charged to Expense	(79)	(66)
Adjustments and Other	33	688
Ending Balance	(235)	(189)
Other Intangible Assets, Net	546	496
Customer relationships		
Gross Intangible Assets		
Beginning Balance	632	1,013
Acquisitions	38	197
Adjustments and Other	20	(578)
Ending Balance	690	632
Accumulated Amortization		
Beginning Balance	(166)	(709)
Additions Charged to Expense	(69)	(54)
Adjustments and Other	20	597
Ending Balance	(215)	(166)
Other Intangible Assets, Net	475	466
Other intangible assets		
Gross Intangible Assets		
Beginning Balance	53	145
Acquisitions	6	7
Adjustments and Other	32	(99)
Ending Balance	91	53
Accumulated Amortization		
Beginning Balance	(23)	(102)
Additions Charged to Expense	(10)	(12)
Adjustments and Other	13	91
Ending Balance	(20)	(23)
Other Intangible Assets, Net	$ 71	$ 30

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Goodwill and Other Intangible Assets, Net (Future Amortization Expense) (Details) $ in Millions	**Dec. 31, 2024 USD ($)**
Finite-Lived Intangible Assets, Amortization Expense, Maturity Schedule [Abstract]	
2025	$ 78
2026	74
2027	67
2028	64
2029	$ 58

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Other Assets (Prepaid Expenses and Other Current Assets) (Details) - USD ($) $ in Millions	**Dec. 31, 2024**	**Dec. 31, 2023**
Deferred Costs, Capitalized, Prepaid, and Other Assets Disclosure [Abstract]		
Income taxes receivable	$ 124	$ 126
Prepaid expenses	127	123
Parts and supplies	98	98
Other non-trade receivables	96	63
Reinsurance receivable	30	35
Prepaid fees for cloud-based hosting arrangements, current	27	17
Other	9	11
Total	$ 511	$ 473

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Other Assets (Other Assets) (Details) - USD ($) $ in Millions	**Dec. 31, 2024**	**Dec. 31, 2023**
Other Assets		
Investments	$ 637	$ 469
Operating right-of-use lease assets	$ 232	$ 238
Operating Lease, Right-of-Use Asset, Statement of Financial Position [Extensible List]	Total	Total
Deferred compensation plan	$ 125	$ 113
Deferred contract costs and sales commissions	82	83
Reinsurance receivable	86	92
Derivative and hedging assets	55	74
Prepaid fees and capitalized implementation costs for cloud-based hosting arrangements	123	68
Amounts recoverable for capping, closure and post-closure obligations	24	22
Other	19	25
Total	$ 1,383	$ 1,184

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Other Liabilities (Other Accrued and Other Long-Term Liabilities) (Details) - USD ($) $ in Millions	**Dec. 31, 2024**	**Dec. 31, 2023**	**Dec. 31, 2022**
Other Accrued Liabilities			
Accrued payroll and benefits	$ 339	$ 351	
Insurance reserves, current	220	217	$ 188
Accrued fees and taxes	204	194	
Accrued dividends	181	168	
Operating right-of-use lease liabilities, current	55	55	
Ceded insurance reserves, current	30	35	
Contingent purchase price and acquisition holdbacks	14	17	
Accrued professional fees and legal settlement reserves	12	18	
Other	121	117	
Total	1,176	1,172	
Other Long-Term Liabilities			
Operating right-of-use lease liabilities	189	195	
Deferred compensation plan liability	120	115	
Ceded insurance reserves	86	92	

Derivative and hedging liabilities	72	71
Contingent purchase price and acquisition holdbacks	60	59
Withdrawal liability - multiemployer pension funds	19	20
Other	42	43
Total	$ 588	$ 595

XML 100 R66.htm IDEA: XBRL DOCUMENT

Other Liabilities (Narrative) (Details) - USD ($) $ in Millions	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022	Dec. 31, 2021
Other Liabilities Disclosure [Abstract]				
Liabilities for unpaid and incurred but not reported claims	$ 622	$ 566	$ 503	$ 497

XML 101 R67.htm IDEA: XBRL DOCUMENT

Other Liabilities (Insurance Reserves) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Self Insurance Reserve			
Balance at beginning of year	$ 566	$ 503	$ 497
Additions charged to expense	671	656	565
Payments	(701)	(636)	(594)
Premium written for third party risk assumed	86	43	35
Balance at end of year	622	566	503
Less: current portion	(220)	(217)	(188)
Long-term portion	$ 402	$ 349	$ 315

XML 102 R68.htm IDEA: XBRL DOCUMENT

Landfill and Environmental Costs (Narrative) (Details) $ in Millions, cubicYard in Billions	12 Months Ended						
	Jan. 17, 2025	Sep. 27, 2018	Dec. 31, 2024	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022	Dec. 31, 2021
	USD ($)	USD ($)	USD ($) cubicYard	landfill	USD ($)	USD ($)	USD ($)
Environmental Exit Cost [Line Items]							
Number of active solid waste landfills | landfill				208			
Total available disposal capacity (in cubic yards) | cubicYard				5			
Number of closed landfills | landfill				125			
Net increase (decrease) in amortization expense				$ 13	$ 5	$ 6	
Aggregate potential remediation liability, amount higher than amount recorded				273			
Payments for management and monitoring of remediation area				62	55	55	
Remediation liability				447	$ 485	$ 487	$ 455
Loss contingency expected to be paid in year one				63			
Bridgeton Closed Landfill							
Environmental Exit Cost [Line Items]							
Payments for management and monitoring of remediation area				12			
Remediation liability				62			
Loss contingency expected to be paid in year one				$ 11			
West Lake Landfill Superfund Site							
Environmental Exit Cost [Line Items]							
Anticipated remediation costs		$ 229					
West Lake Landfill Superfund Site | Subsequent Event							
Environmental Exit Cost [Line Items]							
Anticipated remediation costs	$ 392						
West Lake Landfill Superfund Site | Minimum							
Environmental Exit Cost [Line Items]							
Time period allotted for remediation		4 years					
West Lake Landfill Superfund Site | Maximum							
Environmental Exit Cost [Line Items]							
Time period allotted for remediation		5 years					

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Landfill and Environmental Costs (Accrued Landfill and Environmental Liabilities) (Details) - USD ($) $ in Millions	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022	Dec. 31, 2021
Environmental Remediation Obligations [Abstract]				
Landfill final capping, closure and post-closure liabilities	$ 2,144	$ 1,937	$ 1,786	$ 1,507
Environmental remediation	447	485	$ 487	$ 455
Total accrued landfill and environmental costs	2,591	2,422		
Less: current portion	(159)	(141)		
Long-term portion	$ 2,432	$ 2,281		

XML 104 R70.htm IDEA: XBRL DOCUMENT

Landfill and Environmental Costs (Asset Retirement Obligation Liabilities) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Activity in Asset Retirement Obligation Liabilities			
Asset retirement obligations, beginning of year	$ 1,937	$ 1,786	$ 1,507
Non-cash additions	61	61	60
Acquisitions, net of divestitures and other adjustments	4	12	175
Asset retirement obligation adjustments	91	41	20
Payments	(56)	(61)	(65)
Accretion expense	107	98	89
Asset retirement obligations, end of year	2,144	1,937	1,786
Less: Current portion	(96)	(72)	(75)
Long-term portion	$ 2,048	$ 1,865	$ 1,711

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Landfill and Environmental Costs (Expected Future Payments for Final Capping, Closure and Post-Closure) (Details) $ in Millions	Dec. 31, 2024
	USD ($)
Environmental Remediation Obligations [Abstract]	
2025	$ 96
2026	108
2027	102
2028	97

2029	112
Thereafter	7,758
Total future payments for final capping, closure and post-closure	$ 8,273

XML 106 R72.htm IDEA: XBRL DOCUMENT

Landfill and Environmental Costs (Environmental Remediation Liabilities) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Activity in environmental remediation liabilities			
Environmental remediation liabilities, beginning of year	$ 485	$ 487	$ 455
Net additions charged to expense	7	2	3
Payments	(62)	(55)	(55)
Accretion expense (non-cash interest expense)	17	18	17
Acquisitions, net of divestitures and other adjustments	0	33	67
Environmental remediation liabilities, end of year	447	485	487
Less: current portion	(63)	(69)	(57)
Long-term portion	$ 384	$ 416	$ 430
Environmental Loss Contingency, Statement of Financial Position [Extensible Enumeration]	Accrued Capping, Closure, Post-closure and Environmental Costs, Long-term portion	Accrued Capping, Closure, Post-closure and Environmental Costs, Long-term portion	Accrued Capping, Closure, Post-closure and Environmental Costs, Long-term portion
Environmental Loss Contingency, Current, Statement of Financial Position [Extensible Enumeration]	Accrued Capping, Closure, Post-closure and Environmental Costs	Accrued Capping, Closure, Post-closure and Environmental Costs	Accrued Capping, Closure, Post-closure and Environmental Costs
Environmental Loss Contingency, Noncurrent, Statement of Financial Position [Extensible Enumeration]	Long-term portion	Long-term portion	Long-term portion

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Landfill and Environmental Costs (Expected Undiscounted Future Payments for Remediation Costs) (Details) $ in Millions	Dec. 31, 2024 USD ($)
Environmental Remediation Obligations [Abstract]	
2025	$ 63
2026	59
2027	46
2028	46
2029	28
Thereafter	256
Total expected undiscounted future payments for remediation costs	$ 498

XML 108 R74.htm IDEA: XBRL DOCUMENT

Debt (Carrying Value of Debt) (Details) - USD ($)	Dec. 31, 2024	Jun. 30, 2024	Dec. 31, 2023	Oct. 31, 2023	Mar. 31, 2023	Aug. 31, 2022	May 31, 2022	Jan. 31, 2022
Debt Instrument [Line Items]								
Finance leases and other	$ 315,000,000		$ 251,000,000					
Long-term debt, gross and lease obligation	12,840,000,000		12,949,000,000					
Adjustments	(127,000,000)		(130,000,000)					
Total long term debt maturities	12,840,000,000							
Total Debt	12,713,000,000		12,819,000,000					
Less: current portion	(862,000,000)		(932,000,000)					
Long-term portion	11,851,000,000		11,887,000,000					
Uncommitted Credit Facility								
Debt Instrument [Line Items]								
Credit facility maximum borrowing capacity								$ 200,000,000
Principal	0		0					
Adjustments	0		0					
Total long term debt maturities	0		0					
The Credit Facility								
Debt Instrument [Line Items]								
Principal	514,000,000		297,000,000					
Adjustments	0		0					
Total long term debt maturities	514,000,000		297,000,000					
Term Loan Facility								
Debt Instrument [Line Items]								
Principal	0		500,000,000					
Adjustments	0		0					
Total long term debt maturities	0		500,000,000					
Commercial Paper Facility								
Debt Instrument [Line Items]								
Credit facility maximum borrowing capacity				$ 1,500,000,000		$ 1,000,000,000.0	$ 500,000,000	
Principal	477,000,000		496,000,000					
Adjustments	0		(1,000,000)					
Total long term debt maturities	$ 477,000,000		495,000,000					
Senior notes: August 2024								
Debt Instrument [Line Items]								
Interest Rate	2.50%							
Principal	$ 0		900,000,000					
Adjustments	0		(1,000,000)					
Total long term debt maturities	$ 0		899,000,000					
Senior notes: March 2025								
Debt Instrument [Line Items]								
Interest Rate	3.20%							
Principal	$ 500,000,000		500,000,000					
Adjustments	0		(1,000,000)					
Total long term debt maturities	$ 500,000,000		499,000,000					
Senior notes: November 2025								
Debt Instrument [Line Items]								
Interest Rate	0.875%							
Principal	$ 350,000,000		350,000,000					
Adjustments	0		(1,000,000)					
Total long term debt maturities	$ 350,000,000		349,000,000					
Senior notes: July 2026								
Debt Instrument [Line Items]								
Interest Rate	2.90%							
Principal	$ 500,000,000		500,000,000					

Adjustments	(1,000,000)		(2,000,000)	
Total long term debt maturities	$ 499,000,000		498,000,000	
Senior notes: November 2027				
Debt Instrument [Line Items]				
Interest Rate	3.375%			
Principal	$ 650,000,000		650,000,000	
Adjustments	(2,000,000)		(3,000,000)	
Total long term debt maturities	$ 648,000,000		647,000,000	
Senior notes: May 2028				
Debt Instrument [Line Items]				
Interest Rate	3.95%			
Principal	$ 800,000,000		800,000,000	
Adjustments	(7,000,000)		(9,000,000)	
Total long term debt maturities	$ 793,000,000		$ 791,000,000	
Senior notes: April 2029				
Debt Instrument [Line Items]				
Interest Rate	4.875%		4.875%	
Principal	$ 750,000,000		$ 750,000,000	
Adjustments	(6,000,000)		(7,000,000)	
Total long term debt maturities	$ 744,000,000		743,000,000	
Senior notes: November 2029				
Debt Instrument [Line Items]				
Interest Rate	5.00%			
Principal	$ 400,000,000	$ 400,000,000	0	
Adjustments	(4,000,000)		0	
Total long term debt maturities	$ 396,000,000		0	
Senior notes: March 2030				
Debt Instrument [Line Items]				
Interest Rate	2.30%			
Principal	$ 600,000,000		600,000,000	
Adjustments	(4,000,000)		(4,000,000)	
Total long term debt maturities	$ 596,000,000		596,000,000	
Senior notes: February 2031				
Debt Instrument [Line Items]				
Interest Rate	1.45%			
Principal	$ 650,000,000		650,000,000	
Adjustments	(5,000,000)		(6,000,000)	
Total long term debt maturities	$ 645,000,000		644,000,000	
Senior notes: February 2032				
Debt Instrument [Line Items]				
Interest Rate	1.75%			
Principal	$ 750,000,000		750,000,000	
Adjustments	(5,000,000)		(5,000,000)	
Total long term debt maturities	$ 745,000,000		745,000,000	
Senior notes: March 2033				
Debt Instrument [Line Items]				
Interest Rate	2.375%			
Principal	$ 700,000,000		700,000,000	
Adjustments	(6,000,000)		(6,000,000)	
Total long term debt maturities	$ 694,000,000		694,000,000	
Senior notes: December 2033				
Debt Instrument [Line Items]				
Interest Rate	5.00%			
Principal	$ 650,000,000		650,000,000	
Adjustments	(9,000,000)		(9,000,000)	
Total long term debt maturities	$ 641,000,000		641,000,000	
Senior notes: April 2034				
Debt Instrument [Line Items]				
Interest Rate	5.00%			
Principal	$ 800,000,000		800,000,000	$ 800,000,000
Adjustments	(10,000,000)		(11,000,000)	
Total long term debt maturities	$ 790,000,000		789,000,000	
Senior notes: November 2034				
Debt Instrument [Line Items]				
Interest Rate	5.20%			
Principal	$ 500,000,000	$ 500,000,000	0	
Adjustments	(6,000,000)		0	
Total long term debt maturities	$ 494,000,000		0	
Senior notes: March 2035				
Debt Instrument [Line Items]				
Interest Rate	6.086%			
Principal	$ 182,000,000		182,000,000	
Adjustments	(11,000,000)		(12,000,000)	
Total long term debt maturities	$ 171,000,000		170,000,000	
Senior notes: March 2040				
Debt Instrument [Line Items]				
Interest Rate	6.20%			
Principal	$ 400,000,000		400,000,000	
Adjustments	(3,000,000)		(3,000,000)	
Total long term debt maturities	$ 397,000,000		397,000,000	
Senior notes: May 2041				
Debt Instrument [Line Items]				
Interest Rate	5.70%			
Principal	$ 386,000,000		386,000,000	
Adjustments	(5,000,000)		(5,000,000)	
Total long term debt maturities	$ 381,000,000		381,000,000	
Senior notes: March 2050				
Debt Instrument [Line Items]				
Interest Rate	3.05%			
Principal	$ 400,000,000		400,000,000	
Adjustments	(7,000,000)		(7,000,000)	
Total long term debt maturities	$ 393,000,000		393,000,000	
Debentures: September 2035				
Debt Instrument [Line Items]				
Interest Rate	7.40%			
Principal	$ 148,000,000		148,000,000	
Adjustments	(27,000,000)		(29,000,000)	
Total long term debt maturities	121,000,000		119,000,000	

Tax-exempt			
Debt Instrument [Line Items]			
Principal	1,418,000,000	1,289,000,000	
Adjustments	(9,000,000)	(8,000,000)	
Total long term debt maturities	$ 1,409,000,000	$ 1,281,000,000	
Tax-exempt | Minimum			
Debt Instrument [Line Items]			
Interest Rate	3.375%		
Tax-exempt | Maximum			
Debt Instrument [Line Items]			
Interest Rate	4.375%		
Finance leases and other | Minimum			
Debt Instrument [Line Items]			
Interest Rate	1.726%		
Finance leases and other | Maximum			
Debt Instrument [Line Items]			
Interest Rate	9.75%		

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Debt (Future Maturities of Debt) (Details) $ in Millions	Dec. 31, 2024 USD ($)
Future maturities of debt	
2025	$ 862
2026	594
2027	663
2028	844
2029	2,179
Thereafter	7,698
Total long term debt maturities	$ 12,840

XML 110 R76.htm IDEA: XBRL DOCUMENT

Debt (Credit Facilities) (Details) $ in Millions	1 Months Ended		12 Months Ended								
	Jul. 31, 2024 USD ($) extension	Aug. 31, 2021	Dec. 31, 2024 USD ($)	Dec. 31, 2024 CAD ($)	Dec. 31, 2023 USD ($)	Oct. 31, 2023 USD ($)	Feb. 28, 2023 USD ($)	Aug. 31, 2022 USD ($)	May 31, 2022 USD ($)	Apr. 29, 2022 USD ($)	Jan. 31, 2022 USD ($)
Line of Credit Facility [Line Items]											
Long-term debt			$ 12,840,000,000								
Letters of credit outstanding under credit facilities			317,000,000		$ 337,000,000						
Balance availability under credit facilities			2,192,000,000		2,371,000,000						
Uncommitted Credit Facility											
Line of Credit Facility [Line Items]											
Credit facility maximum borrowing capacity											$ 200,000,000
Long-term debt			0		0						
Principal			0		0						
The Credit Facility											
Line of Credit Facility [Line Items]											
Long-term debt			514,000,000		297,000,000						
Principal			514,000,000		297,000,000						
Term Loan Facility											
Line of Credit Facility [Line Items]											
Long-term debt			0		500,000,000						
Accordion feature, increase limit (up to)	$ 1,000,000,000.0										
Principal			0		500,000,000						
Commercial Paper Facility											
Line of Credit Facility [Line Items]											
Credit facility maximum borrowing capacity						$ 1,500,000,000		$ 1,000,000,000.0	$ 500,000,000		
Long-term debt			477,000,000		495,000,000						
Principal			$ 477,000,000		496,000,000						
Weighted average interest rate			4.646%	4.646%							
Commercial Paper Facility | Weighted Average											
Line of Credit Facility [Line Items]											
Weighted average maturity term			18 days								
Revolving Credit Facility											
Line of Credit Facility [Line Items]											
Long-term debt			$ 514,000,000		$ 297,000,000						
Revolving Credit Facility | Canadian Sublimit											
Line of Credit Facility [Line Items]											
Credit facility maximum borrowing capacity							$ 1,000,000,000.0				
Long-term debt				$ 232							
Interest rate			5.309%	5.309%							
Line of Credit | The Credit Facility											
Line of Credit Facility [Line Items]											
Credit facility maximum borrowing capacity	$ 3,500,000,000										
Line of Credit | Revolving Credit Facility											
Line of Credit Facility [Line Items]											
Number of available extensions | extension	2										
Extension period	1 year										
Basis spread on variable rate		0.92%									
Term Loan Facility											

Line of Credit Facility [Line Items]	
Principal amount	$ 1,000,000,000

XML 111 R77.htm IDEA: XBRL DOCUMENT

Debt (Senior Notes and Debentures) (Details) - USD ($) $ in Millions	12 Months Ended				
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022	Jun. 30, 2024	Mar. 31, 2023
Debt Instrument [Line Items]					
Loss on extinguishment of debt and other related costs	$ 2	$ 0	$ 0		
Senior notes: April 2029					
Debt Instrument [Line Items]					
Principal	$ 750	$ 750			
Interest rate	4.875%	4.875%			
Senior notes: April 2029 March Issuance					
Debt Instrument [Line Items]					
Principal					$ 400
Senior notes: April 2029 December Issuance					
Debt Instrument [Line Items]					
Principal		$ 350			
Senior notes: April 2034					
Debt Instrument [Line Items]					
Principal	$ 800	800			$ 800
Interest rate	5.00%				
Term Loan Facility					
Debt Instrument [Line Items]					
Principal	$ 0	500			
Loss on extinguishment of debt and other related costs		1			
Senior notes: December 2033					
Debt Instrument [Line Items]					
Principal	$ 650	650			
Interest rate	5.00%				
Senior notes: November 2029					
Debt Instrument [Line Items]					
Principal	$ 400	0		$ 400	
Interest rate	5.00%				
Senior notes: November 2034					
Debt Instrument [Line Items]					
Principal	$ 500	$ 0		$ 500	
Interest rate	5.20%				

XML 112 R78.htm IDEA: XBRL DOCUMENT

Debt (Tax-Exempt Financings) (Details) - USD ($) $ in Millions	1 Months Ended				
	Sep. 30, 2023	Dec. 31, 2024	Jun. 30, 2024	Mar. 31, 2024	Dec. 31, 2023
Debt Instrument [Line Items]					
Long-term debt		$ 12,840			
Tax-exempt					
Debt Instrument [Line Items]					
Long-term debt		1,409			$ 1,281
Principal		$ 1,418			$ 1,289
Solid Waste Disposal Revenue Bonds					
Debt Instrument [Line Items]					
Principal	$ 100		$ 50	$ 100	
Weighted average maturity term	10 years				

XML 113 R79.htm IDEA: XBRL DOCUMENT

Debt (Finance Leases and Other) (Details) - USD ($) $ in Millions		
	Dec. 31, 2024	Dec. 31, 2023
Debt Instrument [Line Items]		
Finance leases and other	$ 315	$ 251
Arizona		
Debt Instrument [Line Items]		
Finance leases and other	$ 53	

XML 114 R80.htm IDEA: XBRL DOCUMENT

Debt (Interest Paid) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Debt Disclosure [Abstract]			
Interest paid	$ 487	$ 423	$ 312

XML 115 R81.htm IDEA: XBRL DOCUMENT

Leases (Leased Assets and Liabilities) (Details) - USD ($) $ in Millions			
		Dec. 31, 2024	Dec. 31, 2023
Assets			
Operating right-of-use lease assets		$ 232	$ 238
Finance lease assets		294	287
Total leased assets		526	525
Current			
Operating		55	55
Finance		13	13
Long-term			
Operating		189	195
Finance		249	238
Total lease liabilities		$ 506	$ 501
Operating Lease, Right-of-Use Asset, Statement of Financial Position [Extensible List]		Other Assets, Noncurrent	Other Assets, Noncurrent
Operating Lease, Liability, Current, Statement of Financial Position [Extensible List]		Other Accrued Liabilities, Current	Other Accrued Liabilities, Current
Finance Lease, Liability, Current, Statement of Financial Position [Extensible List]		Long-Term Debt and Lease Obligation, Current	Long-Term Debt and Lease Obligation, Current
Operating Lease, Liability, Noncurrent, Statement of Financial Position [Extensible List]		Other Liabilities, Noncurrent	Other Liabilities, Noncurrent
Finance Lease, Liability, Noncurrent, Statement of Financial Position [Extensible List]		Long-term portion	Long-term portion

XML 116 R82.htm IDEA: XBRL DOCUMENT

Leases (Lease Cost) (Details) - USD ($) $ in Millions	12 Months Ended	
	Dec. 31, 2024	Dec. 31, 2023
Operating lease cost		
Fixed lease cost	$ 50	$ 60
Short-term lease cost	105	89

Variable lease cost	26	27
Finance lease cost		
Amortization of leased assets	17	16
Interest on lease liabilities	9	9
Variable lease cost	26	22
Total lease cost	$ 233	$ 223

XML 117 R83.htm IDEA: XBRL DOCUMENT

Leases (Narrative) (Details) - USD ($) $ in Millions	12 Months Ended	
	Dec. 31, 2024	Dec. 31, 2023
Leases [Abstract]		
Non-cash lease expense	$ 46	$ 48

XML 118 R84.htm IDEA: XBRL DOCUMENT

Leases (Maturity Schedule) (Details) - USD ($) $ in Millions		
	Dec. 31, 2024	Dec. 31, 2023
Operating Leases		
2025	$ 61	
2026	52	
2027	42	
2028	34	
2029	27	
Thereafter	53	
Total lease payments	269	
Less: interest	(25)	
Operating lease, liability	244	
Finance Leases		
2025	22	
2026	20	
2027	19	
2028	20	
2029	18	
Thereafter	346	
Total lease payments	445	
Less: interest	(183)	
Finance lease, liability	262	
Total		
2025	83	
2026	72	
2027	61	
2028	54	
2029	45	
Thereafter	399	
Total lease payments	714	
Less: interest	(208)	
Total lease liabilities	$ 506	$ 501

XML 119 R85.htm IDEA: XBRL DOCUMENT

Leases (Aggregate Principal Payments) (Details)		
	Dec. 31, 2024	Dec. 31, 2023
Weighted-average remaining lease term (years)		
Operating leases	6 years 1 month 6 days	6 years 10 months 24 days
Finance leases	27 years 9 months 18 days	27 years 1 month 6 days
Weighted-average discount rate		
Operating leases	3.30%	2.90%
Finance leases	4.30%	4.40%

XML 120 R86.htm IDEA: XBRL DOCUMENT

Leases (Cash Flow) (Details) - USD ($) $ in Millions	12 Months Ended	
	Dec. 31, 2024	Dec. 31, 2023
Cash paid for amounts included in the measurement of lease liabilities		
Operating cash flows from operating leases	$ 181	$ 177
Operating cash flows from finance leases	35	31
Financing cash flows from finance leases	10	12
Leased assets obtained in exchange for new finance lease liabilities	25	17
Leased assets obtained in exchange for new operating lease liabilities	$ 44	$ 33

XML 121 R87.htm IDEA: XBRL DOCUMENT

Income Taxes (Provision for Income Taxes) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Current:			
Federal	$ 207	$ 281	$ 72
State	120	109	82
Deferred:			
Federal	55	72	164
State	32	29	17
Uncertain tax positions and interest and other	(26)	(31)	9
Provision for income taxes	$ 388	$ 460	$ 344

XML 122 R88.htm IDEA: XBRL DOCUMENT

Income Taxes (Effective Tax Rate) (Details)	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Reconciliations of the statutory federal income tax rate to our effective tax			
Federal statutory rate	21.00%	21.00%	21.00%
State income taxes, net of federal benefit	4.80%	4.40%	4.60%
Non-deductible expenses	0.80%	1.20%	1.10%
Uncertain tax position taxes and interest	(0.30%)	(0.80%)	0.20%
Investment tax credits	(9.90%)	(4.00%)	(7.60%)
Other, net	(0.40%)	(0.80%)	(0.50%)
Effective income tax rate	16.00%	21.00%	18.80%

XML 123 R89.htm IDEA: XBRL DOCUMENT

Income Taxes (Narrative) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Income Tax Contingency [Line Items]			
Tax credit related to investment		$ 87	$ 139
Tax credit related to renewable natural gas and commercial electric vehicles	$ 18		

Tax settlement, reduction in tax provision		21	
Income taxes paid, net of refunds received	313	343	185
Net operating loss carryforwards	50		
Settlements	9	66	0
Unrecognized tax benefits if recognized that would impact effective tax rate	22	33	97
Interest on income taxes accrued	(6)	1	1
Accrued liability for penalties	1		
Accrued liability for interest related to uncertain tax positions and penalties	5	$ 14	$ 15
State and Local Jurisdiction | SEC Schedule, 12-09, Valuation Allowance, Operating Loss Carryforward			
Income Tax Contingency [Line Items]			
Net operating loss carryforwards	45		
Equity Method Investment, Nonconsolidated Investee or Group of Investees			
Income Tax Contingency [Line Items]			
Tax credit related to investment	$ 222		

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Income Taxes (Deferred Income Tax Asset and Liability) (Details) - USD ($) $ in Millions	Dec. 31, 2024	Dec. 31, 2023
Deferred tax liabilities relating to:		
Differences between book and tax basis of property and equipment	$ (1,258)	$ (1,229)
Difference between book and tax basis of intangible assets	(637)	(583)
Operating right-of-use lease assets	(57)	(59)
Basis difference due to redemption of partnership interests	(82)	(82)
Total deferred tax liabilities	(2,034)	(1,953)
Deferred tax assets relating to:		
Environmental reserves	218	236
Accruals not currently deductible	105	105
Net operating loss carryforwards	61	75
Difference between book and tax basis of other assets	48	14
Operating right-of-use lease liabilities	59	60
Other	15	17
Total deferred tax assets	506	507
Valuation allowance	(51)	(49)
Net deferred tax asset	455	458
Net overall deferred tax liability	$ (1,579)	$ (1,495)

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Income Taxes (Deferred Tax Valuation Allowance) (Details) - Valuation Allowance of Deferred Tax Assets - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Movement in Deferred Tax Valuation Allowances [Roll Forward]			
Balance at beginning of year	$ 49	$ 44	$ 44
Additions charged to provision for income taxes	6	3	2
Deferred tax assets realized or written-off	0	0	(6)
Other, net	(4)	2	4
Balance at end of year	$ 51	$ 49	$ 44

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Income Taxes (Unrecognized Tax Benefits) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Unrecognized Tax Benefits [Roll Forward]			
Balance at beginning of year	$ 42	$ 111	$ 102
Additions for tax positions of current year	0	1	7
Additions for tax positions of prior years	1	3	2
Reductions for tax positions of prior years	(5)	(7)	0
Reductions for tax positions resulting from lapse of statute of limitations	(1)	0	0
Settlements	(9)	(66)	0
Balance at end of year	$ 28	$ 42	$ 111

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Employee Benefit Plans (Stock-Based Compensation Narrative) (Details) shares in Millions	Dec. 31, 2024
	shares
2021 Plan	
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]	
Reserve for stock issuance (in shares)	11

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Employee Benefit Plans (Restricted Stock Unit Activity) (Details) - Restricted Stock Units (RSUs) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Number of RSUs (in thousands)			
Beginning balance (in shares)	915	914	1,091
Granted (in shares)	184	250	259
Vested and issued (in shares)	(228)	(208)	(388)
Forfeited (in shares)	(30)	(41)	(48)
Beginning balance (in shares)	841	915	914
Number of Restricted Stock Units, Vested and unissued (in shares)	415		
Weighted-Average Grant Date Fair Value per Share			
Unissued, beginning balance (in dollars per share)	$ 93.35	$ 85.43	$ 77.19
Granted (in dollars per share)	184.28	133.03	122.54
Vested and Issued (in dollars per share)	102.81	95.24	74.34
Forfeited (in dollars per share)	139.24	117.54	110.92
Unissued, ending balance (in dollars per share)	107.81	$ 93.35	$ 85.43
Weighted Average Grant Date Fair Value per Share, Vested and unissued (in dollars per share)	$ 70.32		
Weighted Average Remaining Contractual Term (years), Unissued	8 months 12 days		
Aggregate Intrinsic Value, Unissued	$ 169,200		

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Employee Benefit	12 Months Ended

Plans (Restricted Stock Units) (Details) $ in Millions	Dec. 31, 2024 USD ($) installment shares	Dec. 31, 2023 USD ($) shares	Dec. 31, 2022 USD ($) shares
Restricted Stock Units (RSUs)			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded (in shares)	184,000	250,000	259,000
Number of vesting installments | installment	4		
Compensation expense | $	$ 25	$ 24	$ 23
Total unrecognized compensation expense related to outstanding restricted stock units and restricted shares | $	$ 41		
Weighted average period for compensation expense recognition	2 years		
Restricted Stock Units (RSUs) | Minimum			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Period of increments vested	3 years		
Restricted Stock Units (RSUs) | Maximum			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Period of increments vested	4 years		
Restricted Stock Unit Earned As Dividend Equivalents			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded (in shares)	8,868	12,751	13,969
Director | Restricted Stock Units (RSUs)			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded (in shares)	16,540	20,324	18,689
Executives and Employees | Restricted Stock Units (RSUs)			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded (in shares)	158,789	216,610	226,108

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Employee Benefit Plans (Performance Shares Activity) (Details) - Performance Share Units (PSUs) - $ / shares shares in Thousands	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Number of PSUs (in thousands)			
Beginning balance (in shares)	688	756	857
Granted (in shares)	281	200	157
Vested and issued (in shares)	(420)	(227)	(234)
Forfeited (in shares)	(25)	(41)	(24)
Beginning balance (in shares)	524	688	756
Weighted-Average Grant Date Fair Value per Share			
Beginning balance (in dollars per share)	$ 101.48	$ 95.19	$ 84.79
Granted (in dollars per share)	142.50	138.03	124.29
Vested and Issued (in dollars per share)	90.54	100.06	76.24
Forfeited (in dollars per share)	136.27	123.30	109.62
Ending balance (in dollars per share)	$ 125.70	$ 101.48	$ 95.19

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Employee Benefit Plans (Performance Shares and Compensation Expense) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Performance Share Units (PSUs)			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded (in shares)	281,000	200,000	157,000
Percentage of award paid in stock	50.00%		
Percentage of award paid in cash	50.00%		
Performance period	3 years		
Compensation expense	$ 30	$ 29	$ 22
Total unrecognized compensation expense related to outstanding restricted stock units and restricted shares	$ 25		
Weighted average period for compensation expense recognition	1 year 6 months		
Performance Share Units (PSUs) | Minimum			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded after performance period, as a percentage of targeted amount	0.00%		
Performance Share Units (PSUs) | Maximum			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded after performance period, as a percentage of targeted amount	150.00%		
Performance Shares Earned as Dividend Equivalents			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded (in shares)	6,795	10,511	11,304
Executive Officer | Performance Share Units (PSUs)			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded (in shares)	153,883	80,452	79,043
Employees Other Than Named Executive Officers | Performance Share Units (PSUs)			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Shares awarded (in shares)	120,433	108,560	66,296
Percentage of award paid in stock	100.00%		

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Employee Benefit Plans (Collective Bargaining Agreements and Multiemployer Pension Plans) (Details) $ in Millions	12 Months Ended
	Dec. 31, 2024 USD ($)
Multiemployer Plans [Line Items]	
Percentage of workforce covered by collective bargaining agreement	22.00%
Individually insignificant, contributions in excess of	$ 10
Percentage of funded status of pension protection act critical zone maximum, less than	65.00%
Percentage of funded status of pension protection act endangered zone maximum, less than	80.00%
Percentage of funded status of pension protection act Safe zone minimum, at least	80.00%
Collective Bargaining Arrangements That Will Expire	
Multiemployer Plans [Line Items]	
Percentage of workforce covered by collective bargaining agreement	4.00%

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Employee Benefit Plans (Pension Plans)	12 Months Ended

(Details) - USD ($) $ in Millions	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Multiemployer Plans [Line Items]			
Republic Contributions to Plan	$ 104	$ 99	$ 86
Western Conference of Teamsters Pension Plan			
Multiemployer Plans [Line Items]			
Republic Contributions to Plan	75	70	61
All other plans			
Multiemployer Plans [Line Items]			
Republic Contributions to Plan	$ 29	$ 29	$ 25

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Employee Benefit Plans (Defined Contribution Plan) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Share-Based Payment Arrangement [Abstract]			
Percentage of employer contribution as percentage of first three percentage of eligible compensation	100.00%		
Percentage of eligible compensation contributed by employer	3.00%		
Percentage of employer contribution as percentage of next two percentage of eligible compensation	50.00%		
Percentage of additional eligible compensation contributed by each employee	2.00%		
Total expense recorded for matching 401(k) contributions	$ 95	$ 82	$ 74

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Employee Benefit Plans (Deferred Compensation Plan) (Details) - USD ($) $ in Millions	12 Months Ended	
	Dec. 31, 2024	Dec. 31, 2023
Defined Benefit Plan Disclosure [Line Items]		
Deferred compensation plan, employee base salary deferral, maximum percentage (up to)	80.00%	
Deferred compensation plan, employee bonus deferral, maximum percentage (up to)	100.00%	
Deferred compensation plan, maximum contractual term	15 years	
Deferred compensation plan	$ 125	$ 113
Deferred compensation plan liability	$ 120	$ 115
Employer Matching, Option 1		
Defined Benefit Plan Disclosure [Line Items]		
Deferred compensation plan, employer matching contribution based on participant's compensation over established 401K limits	2.00%	
Employer Matching, Option 2		
Defined Benefit Plan Disclosure [Line Items]		
Deferred compensation plan, employer matching contribution based on percent of amount deferred	50.00%	

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Share Repurchases and Dividends (Narrative) (Details) - USD ($) $ / shares in Units, shares in Millions, $ in Millions	1 Months Ended	3 Months Ended	12 Months Ended				
	Dec. 31, 2024	Dec. 31, 2024	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022	Jan. 01, 2024	Oct. 31, 2020
Equity, Class of Treasury Stock [Line Items]							
Share repurchase authorized amount						$ 3,000	$ 2,000
Stock repurchased and pending settlement (in shares)	1	1	1	0	0		
Stock repurchased and pending settlement	$ 10	$ 10	$ 10				
Remaining authorized purchase capacity	2,500	$ 2,500	2,500				
Shares returned to unissued status			$ 0				
Quarterly dividend per share (in dollars per share)		$ 0.580	$ 2.23	$ 2.06	$ 1.91		
Cash dividends declared			$ 699	$ 650	$ 603		
Quarterly dividend payable	181	$ 181	$ 181	168			
Treasury Stock							
Equity, Class of Treasury Stock [Line Items]							
Shares returned to unissued status (in shares)			8				
Shares returned to unissued status			$ (1,195)				
Common Stock							
Equity, Class of Treasury Stock [Line Items]							
Shares returned to unissued status (in shares)			8				
Shares returned to unissued status	$ 1						
Additional Paid-In Capital							
Equity, Class of Treasury Stock [Line Items]							
Shares returned to unissued status			$ 1,195				
Retained Earnings							
Equity, Class of Treasury Stock [Line Items]							
Cash dividends declared			$ 699	$ 650	$ 603		
2021 Plan							
Equity, Class of Treasury Stock [Line Items]							
Reserve for stock issuance (in shares)	11	11	11				

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Share Repurchases and Dividends (Share Repurchase Activity) (Details) - USD ($) $ / shares in Units, shares in Millions, $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Equity [Abstract]			
Number of shares repurchased (in shares)	3	2	2
Amount paid	$ 480	$ 262	$ 203
Weighted average cost per share (in dollars per share)	$ 193.59	$ 145.72	$ 124.02

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Earnings Per Share (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Basic earnings per share:			
Net income attributable to Republic Services, Inc.	$ 2,043,173	$ 1,730,985	$ 1,487,586
Weighted average common shares outstanding (in shares)	314,399	316,182	316,530
Basic earnings per share (in dollars per share)	$ 6.50	$ 5.47	$ 4.70
Diluted earnings per share:			
Net income attributable to Republic Services, Inc.	$ 2,043,173	$ 1,730,985	$ 1,487,586
Weighted average common shares outstanding (in shares)	314,399	316,182	316,530
Effect of dilutive securities:			
Weighted average common and common equivalent shares outstanding (in shares)	314,809	316,665	317,080

Diluted earnings per share (in dollars per share)	$ 6.49	$ 5.47	$ 4.69
Antidilutive securities not included in the diluted earnings per share calculations (in shares) (less than)	0	1,000	1,000
Restricted Stock Units (RSUs)			
Effect of dilutive securities:			
Unvested awards (in shares)	126	104	152
Performance Share Units (PSUs)			
Effect of dilutive securities:			
Unvested awards (in shares)	284	379	398

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Segment Reporting (Narrative) (Details) $ in Millions	12 Months Ended		
	Dec. 31, 2024 USD ($) segment	Dec. 31, 2023 USD ($)	Dec. 31, 2022 USD ($)
Segment Reporting Information [Line Items]			
Number of operating segments | segment	3		
Revenue	$ 16,032	$ 14,965	$ 13,511
Total Assets	32,402	31,410	29,053
Canada			
Segment Reporting Information [Line Items]			
Revenue	182	170	$ 90
Total Assets	$ 129	$ 137	

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Segment Reporting (Summarized Financial Information) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Segment Reporting Information [Line Items]			
Gross Revenue	$ 18,418	$ 17,279	$ 15,645
Net Revenue	16,032	14,965	13,511
Cost of Operations	9,350	8,943	8,205
SG&A	1,674	1,609	1,454
Other Segment Items	29	(34)	(77)
Adjusted EBITDA	4,979	4,447	3,929
Capital Expenditures	1,855	1,631	1,454
Total Assets	32,402	31,410	29,053
Operating Segments | Recycling & Waste Subtotal			
Segment Reporting Information [Line Items]			
Gross Revenue	16,223	15,335	14,136
Revenue Allocations	238	187	202
Net Revenue	14,189	13,340	12,303
Cost of Operations	8,208	7,911	7,387
SG&A	1,409	1,330	1,198
Other Segment Items	29	0	0
Adjusted EBITDA	4,543	4,099	3,718
Capital Expenditures	1,448	1,249	1,162
Total Assets	25,296	24,653	22,946
Operating Segments | Group 1			
Segment Reporting Information [Line Items]			
Gross Revenue	8,332	7,769	7,107
Revenue Allocations	123	96	103
Net Revenue	7,220	6,694	6,120
Cost of Operations	4,129	3,878	3,541
SG&A	738	681	612
Other Segment Items	0	0	0
Adjusted EBITDA	2,353	2,135	1,967
Capital Expenditures	874	707	620
Total Assets	14,250	13,665	12,418
Operating Segments | Group 2			
Segment Reporting Information [Line Items]			
Gross Revenue	7,891	7,566	7,029
Revenue Allocations	115	91	99
Net Revenue	6,969	6,646	6,183
Cost of Operations	4,079	4,033	3,846
SG&A	671	649	586
Other Segment Items	29	0	0
Adjusted EBITDA	2,190	1,964	1,751
Capital Expenditures	574	542	542
Total Assets	11,046	10,988	10,528
Operating Segments | Group 3 (Environmental Solutions)			
Segment Reporting Information [Line Items]			
Gross Revenue	1,864	1,701	1,262
Revenue Allocations	28	(20)	(7)
Net Revenue	1,843	1,625	1,208
Cost of Operations	1,142	1,032	818
SG&A	265	279	256
Other Segment Items	0	(34)	(77)
Adjusted EBITDA	436	348	211
Capital Expenditures	136	145	133
Total Assets	4,459	4,471	4,090
Intercompany Revenue and Corporate entities and other			
Segment Reporting Information [Line Items]			
Gross Revenue	(65)	(76)	(52)
Intercompany Revenue			
Segment Reporting Information [Line Items]			
Gross Revenue	(2,386)	(2,314)	(2,134)
Intercompany Revenue | Recycling & Waste Subtotal			
Segment Reporting Information [Line Items]			
Gross Revenue	(2,272)	(2,182)	(2,035)
Intercompany Revenue | Group 1			
Segment Reporting Information [Line Items]			
Gross Revenue	(1,235)	(1,171)	(1,090)
Intercompany Revenue | Group 2			
Segment Reporting Information [Line Items]			
Gross Revenue	(1,037)	(1,011)	(945)
Intercompany Revenue | Group 3 (Environmental Solutions)			
Segment Reporting Information [Line Items]			
Gross Revenue	(49)	(56)	(47)

Corporate entities and other			
Segment Reporting Information [Line Items]			
Gross Revenue	331	243	247
Revenue Allocations	(266)	(167)	(195)
Net Revenue	0	0	0
Capital Expenditures	271	237	159
Total Assets	$ 2,647	$ 2,286	$ 2,017

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Segment Reporting (Reconciliation of Adjusted EBITDA to Income Before Income Tax Provision) (Details) - USD ($) $ in Millions	**12 Months Ended**		
	Dec. 31, 2024	**Dec. 31, 2023**	**Dec. 31, 2022**
Segment Reporting Information [Line Items]			
Adjusted EBITDA	$ 4,979	$ 4,447	$ 3,929
Other income (expense), net	(23)	(7)	2
Interest income	(9)	(6)	(3)
Interest expense	539	508	395
Depreciation, depletion and amortization	1,677	1,501	1,352
Accretion	107	98	89
Loss from unconsolidated equity method investments	255	94	166
Adjustment to withdrawal liability for multiemployer pension funds	0	5	(2)
Restructuring charges	29	33	27
Gain on certain divestitures and impairments, net	(30)	(4)	(6)
US Ecology, Inc. acquisition integration and deal costs	0	34	77
Loss on extinguishment of debt and other related costs	2	0	0
Income before income taxes	2,432	2,191	1,832
Operating Segments | Group 1 Adjusted EBITDA			
Segment Reporting Information [Line Items]			
Adjusted EBITDA	2,353	2,135	1,967
Operating Segments | Group 2 Adjusted EBITDA			
Segment Reporting Information [Line Items]			
Adjusted EBITDA	2,190	1,964	1,751
Operating Segments | Group 3 Adjusted EBITDA			
Segment Reporting Information [Line Items]			
Adjusted EBITDA	$ 436	$ 348	$ 211

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Revenue (Revenue by Service Line) (Details) $ in Millions	**12 Months Ended**		
	Dec. 31, 2024 USD ($)	**Dec. 31, 2023 USD ($)**	**Dec. 31, 2022 USD ($)**
Disaggregation of Revenue [Line Items]			
Revenue	$ 16,032	$ 14,965	$ 13,511
Revenue as a percentage of total revenue	1.000	1.000	1.000
Transfer			
Disaggregation of Revenue [Line Items]			
Revenue	$ 805	$ 766	$ 725
Revenue as a percentage of total revenue	0.050	0.051	0.054
Landfill			
Disaggregation of Revenue [Line Items]			
Revenue	$ 1,741	$ 1,679	$ 1,550
Revenue as a percentage of total revenue	0.109	0.112	0.115
Environmental Solutions Service Line			
Disaggregation of Revenue [Line Items]			
Revenue	$ 1,843	$ 1,625	$ 1,208
Revenue as a percentage of total revenue	0.115	0.109	0.089
Recycling processing and commodity sales			
Disaggregation of Revenue [Line Items]			
Revenue	$ 409	$ 312	$ 359
Revenue as a percentage of total revenue	0.025	0.021	0.027
Other non-core			
Disaggregation of Revenue [Line Items]			
Revenue	$ 379	$ 330	$ 326
Revenue as a percentage of total revenue	0.024	0.022	0.024
Other			
Disaggregation of Revenue [Line Items]			
Revenue	$ 788	$ 642	$ 685
Revenue as a percentage of total revenue	0.049	0.043	0.051
Operating Segments | Residential			
Disaggregation of Revenue [Line Items]			
Revenue	$ 2,939	$ 2,823	$ 2,642
Revenue as a percentage of total revenue	0.183	0.189	0.195
Operating Segments | Small-container			
Disaggregation of Revenue [Line Items]			
Revenue	$ 4,820	$ 4,439	$ 3,946
Revenue as a percentage of total revenue	0.301	0.297	0.292
Operating Segments | Large-container			
Disaggregation of Revenue [Line Items]			
Revenue	$ 3,024	$ 2,922	$ 2,701
Revenue as a percentage of total revenue	0.189	0.195	0.200
Operating Segments | Other			
Disaggregation of Revenue [Line Items]			
Revenue	$ 72	$ 69	$ 54
Revenue as a percentage of total revenue	0.004	0.004	0.004
Operating Segments | Collection Service Line			
Disaggregation of Revenue [Line Items]			
Revenue	$ 10,855	$ 10,253	$ 9,343
Revenue as a percentage of total revenue	0.677	0.685	0.691
Operating Segments | Transfer			
Disaggregation of Revenue [Line Items]			
Revenue	$ 1,780	$ 1,699	$ 1,575
Operating Segments | Landfill			
Disaggregation of Revenue [Line Items]			
Revenue	2,981	2,885	2,682
Operating Segments | Environmental Solutions Service Line			
Disaggregation of Revenue [Line Items]			

Revenue	1,907	1,701	1,262
Intercompany Revenue | Transfer			
Disaggregation of Revenue [Line Items]			
Revenue	(975)	(933)	(850)
Intercompany Revenue | Landfill			
Disaggregation of Revenue [Line Items]			
Revenue	(1,240)	(1,206)	(1,132)
Intercompany Revenue | Environmental Solutions Service Line			
Disaggregation of Revenue [Line Items]			
Revenue	$ (64)	$ (76)	$ (54)

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Revenue (Narrative) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Capitalized Contract Cost [Line Items]			
Revenue from Contract with Customer, Duration [Extensible Enumeration]	Long-Term Contract with Customer [Member]		
Deferred contract costs and sales commissions	$ 82	$ 83	
Capitalized sales commissions to selling, general and administrative expenses			
Capitalized Contract Cost [Line Items]			
Capitalized contract cost, amortization	15	14	$ 13
Other deferred contract costs as a reduction of revenue			
Capitalized Contract Cost [Line Items]			
Capitalized contract cost, amortization	$ 4	$ 5	$ 6

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Changes in Accumulated Other Comprehensive Loss by Component (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]			
Balance at beginning of period	$ 10,543	$ 9,686	$ 8,978
Other comprehensive income (loss) before reclassifications	0	9	2
Amounts reclassified from accumulated other comprehensive loss	(14)	(9)	1
Net current-period other comprehensive income (loss)	(14)	0	3
Balance at end of period	11,407	10,543	9,686
Total			
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]			
Balance at beginning of period	(12)	(12)	(15)
Balance at end of period	(26)	(12)	(12)
Cash Flow Hedges			
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]			
Balance at beginning of period	(11)	(16)	(26)
Other comprehensive income (loss) before reclassifications	6	14	9
Amounts reclassified from accumulated other comprehensive loss	(8)	(9)	1
Net current-period other comprehensive income (loss)	(2)	5	10
Balance at end of period	(13)	(11)	(16)
Defined Benefit Pension Plan			
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]			
Balance at beginning of period	9	9	11
Other comprehensive income (loss) before reclassifications	(3)	0	(2)
Amounts reclassified from accumulated other comprehensive loss	(6)	0	0
Net current-period other comprehensive income (loss)	(9)	0	(2)
Balance at end of period	0	9	9
Foreign Currency Translation			
AOCI Including Portion Attributable to Noncontrolling Interest, Net of Tax [Roll Forward]			
Balance at beginning of period	(10)	(5)	0
Other comprehensive income (loss) before reclassifications	(3)	(5)	(5)
Amounts reclassified from accumulated other comprehensive loss	0	0	0
Net current-period other comprehensive income (loss)	(3)	(5)	(5)
Balance at end of period	$ (13)	$ (10)	$ (5)

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Changes in Accumulated Other Comprehensive Loss by Component (Reclassifications) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Gain (loss) on cash flow hedges:			
Interest expense	$ (539)	$ (508)	$ (395)
Total before tax	2,432	2,191	1,832
Tax (provision) benefit	(388)	(460)	(344)
Pension gains:			
Other income	23	7	(2)
Tax provision	(388)	(460)	(344)
Net income	2,044	1,731	1,488
Amount Reclassified from Accumulated Other Comprehensive Loss			
Pension gains:			
Net income	14	10	0
Amount Reclassified from Accumulated Other Comprehensive Loss | Cash Flow Hedges			
Gain (loss) on cash flow hedges:			
Total before tax	11	12	(1)
Tax (provision) benefit	(3)	(3)	0
Pension gains:			
Tax provision	(3)	(3)	0
Net income	8	9	(1)
Amount Reclassified from Accumulated Other Comprehensive Loss | Cash Flow Hedges | Terminated interest rate locks			
Gain (loss) on cash flow hedges:			
Interest expense	(3)	(5)	(6)
Amount Reclassified from Accumulated Other Comprehensive Loss | Cash Flow Hedges | 2022 Interest Rate Swap			
Gain (loss) on cash flow hedges:			
Interest expense	14	17	5
Amount Reclassified from Accumulated Other Comprehensive Loss | Defined Benefit Pension Plan			
Gain (loss) on cash flow hedges:			
Tax (provision) benefit	(2)	0	0
Pension gains:			
Other income	8	1	1
Tax provision	(2)	0	0

Net income	$ 6	$ 1	$ 1

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Changes in Accumulated Other Comprehensive Loss by Component (Narrative) (Details) - USD ($) $ in Millions	12 Months Ended		
	Dec. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Reclassification Adjustment out of Accumulated Other Comprehensive Income [Line Items]			
Other income	$ 23	$ 7	$ (2)
Amount Reclassified from Accumulated Other Comprehensive Loss | Defined Benefit Pension Plan			
Reclassification Adjustment out of Accumulated Other Comprehensive Income [Line Items]			
Other income	$ 8	$ 1	$ 1

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Financial Instruments (Fair Value of Assets and Liabilities) (Details) - USD ($) $ in Millions	Dec. 31, 2024	Dec. 31, 2023
Assets:		
Derivative Asset, Statement of Financial Position [Extensible Enumeration]	Other Assets, Current, Other Assets, Noncurrent	Other Assets, Current, Other Assets, Noncurrent
Liabilities:		
Derivative Liability, Statement of Financial Position [Extensible Enumeration]	Other Accrued Liabilities, Current, Other Liabilities, Noncurrent	Other Accrued Liabilities, Current, Other Liabilities, Noncurrent
Fair Value, Measurements, Recurring		
Assets:		
Derivative and hedging assets - other assets	$ 55	$ 78
Total assets	207	197
Liabilities:		
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	72	80
Contingent consideration - other accrued liabilities and other long-term liabilities	65	64
Total liabilities	137	144
Fair Value, Measurements, Recurring | Quoted Prices in Active Markets (Level 1)		
Assets:		
Derivative and hedging assets - other assets	0	0
Total assets	62	43
Liabilities:		
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	0	0
Contingent consideration - other accrued liabilities and other long-term liabilities	0	0
Total liabilities	0	0
Fair Value, Measurements, Recurring | Significant Other Observable Inputs (Level 2)		
Assets:		
Derivative and hedging assets - other assets	55	78
Total assets	145	154
Liabilities:		
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	72	80
Contingent consideration - other accrued liabilities and other long-term liabilities	0	0
Total liabilities	72	80
Fair Value, Measurements, Recurring | Significant Unobservable Inputs (Level 3)		
Assets:		
Derivative and hedging assets - other assets	0	0
Total assets	0	0
Liabilities:		
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	0	0
Contingent consideration - other accrued liabilities and other long-term liabilities	65	64
Total liabilities	65	64
Fair Value, Measurements, Recurring | Money market mutual funds - restricted cash and marketable securities and other assets		
Assets:		
Money market mutual funds - restricted cash and marketable securities and other assets	62	43
Fair Value, Measurements, Recurring | Money market mutual funds - restricted cash and marketable securities and other assets | Quoted Prices in Active Markets (Level 1)		
Assets:		
Money market mutual funds - restricted cash and marketable securities and other assets	62	43
Fair Value, Measurements, Recurring | Money market mutual funds - restricted cash and marketable securities and other assets | Significant Other Observable Inputs (Level 2)		
Assets:		
Money market mutual funds - restricted cash and marketable securities and other assets	0	0
Fair Value, Measurements, Recurring | Money market mutual funds - restricted cash and marketable securities and other assets | Significant Unobservable Inputs (Level 3)		
Assets:		
Money market mutual funds - restricted cash and marketable securities and other assets	0	0
Fair Value, Measurements, Recurring | Bonds and fixed income - restricted cash and marketable securities and other assets		
Assets:		
Bonds and fixed income - restricted cash and marketable securities and other assets	90	76
Fair Value, Measurements, Recurring | Bonds and fixed income - restricted cash and marketable securities and other assets | Quoted Prices in Active Markets (Level 1)		
Assets:		
Bonds and fixed income - restricted cash and marketable securities and other assets	0	0
Fair Value, Measurements, Recurring | Bonds and fixed income - restricted cash and marketable securities and other assets | Significant Other Observable Inputs (Level 2)		
Assets:		
Bonds and fixed income - restricted cash and marketable securities and other assets	90	76
Fair Value, Measurements, Recurring | Bonds and fixed income - restricted cash and marketable securities and other assets | Significant Unobservable Inputs (Level 3)		
Assets:		
Bonds and fixed income - restricted cash and marketable securities and other assets	0	0
Carrying Amount		
Assets:		
Derivative and hedging assets - other assets	55	78
Total assets	207	197
Liabilities:		
Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities	72	80
Contingent consideration - other accrued liabilities and other long-term liabilities	65	64
Total liabilities	137	144
Carrying Amount | Money market mutual funds - restricted cash and marketable securities and other assets		
Assets:		
Money market mutual funds - restricted cash and marketable securities and other assets	62	43

Carrying Amount | Bonds and fixed income - restricted cash and marketable securities and other assets		
Assets:		
Bonds and fixed income - restricted cash and marketable securities and other assets	$ 90	$ 76

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Financial Instruments (Fair Value Measurements) (Details) - USD ($)	**12 Months Ended**	
	Dec. 31, 2024	**Dec. 31, 2023**
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]		
Long-term debt, carrying value	$ 12,713,000,000	$ 12,819,000,000
Long-term debt	12,840,000,000	
Waste Management Contract, Sonoma County		
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]		
Contingent purchase price and acquisition holdbacks	57,000,000	
Potential undiscounted future contingent liability payments, minimum	77,000,000	
Potential undiscounted future contingent liability payments, maximum	105,000,000	
Change in amount of contingent consideration, liability	0	
Estimate of Fair Value Measurement		
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]		
Long-term debt	$ 12,200,000,000	$ 12,500,000,000

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Commitments and Contingencies (Narrative) (Details) - USD ($) $ in Millions	**12 Months Ended**	
	Dec. 31, 2024	**Dec. 31, 2023**
Commitments and Contingencies Disclosure [Abstract]		
Losses accrued related to legal proceedings	$ 13	
Loss contingency additional potential liability	6	
Letters of credit utilizing availability our credit facilities	$ 317	$ 337
Percentage of ownership interest in company	19.90%	
Outstanding amount for land fill operations	$ 1,812	

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Commitments and Contingencies (Unconditional Purchase Commitments) (Details) $ in Millions	**Dec. 31, 2024 USD ($)**
Commitments and Contingencies Disclosure [Abstract]	
2025	$ 202
2026	150
2027	100
2028	65
2029	48
Thereafter	342
Total	$ 907

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Commitments and Contingencies (Schedule of Cash, Cash Equivalents and Restricted Cash) (Details) - USD ($) $ in Millions	**Dec. 31, 2024**	**Dec. 31, 2023**	**Dec. 31, 2022**	**Dec. 31, 2021**
Commitments and Contingencies Disclosure [Abstract]				
Cash and cash equivalents	$ 74	$ 140	$ 143	
Restricted cash and marketable securities	208	164	128	
Less: restricted marketable securities	(79)	(76)	(57)	
Cash, cash equivalents, restricted cash and restricted cash equivalents	$ 203	$ 228	$ 214	$ 106

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Commitments and Contingencies (Restricted Cash and Marketable Securities) (Details) - USD ($) $ in Millions	**Dec. 31, 2024**	**Dec. 31, 2023**	**Dec. 31, 2022**
Commitments and Contingencies Disclosure [Abstract]			
Capping, closure and post-closure obligations	$ 59	$ 43	
Insurance	149	121	
Total restricted cash and marketable securities	$ 208	$ 164	$ 128

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Commitments and Contingencies (Financial Instruments and Collateral) (Details) - USD ($) $ in Millions	**Dec. 31, 2024**	**Dec. 31, 2023**
Letters of credit		
Debt Instrument [Line Items]		
Securities collateral	$ 464	$ 467
Surety bonds		
Debt Instrument [Line Items]		
Securities collateral	$ 5,045	$ 4,677

***EXCEL 154 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (&*N35H'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L"1!$_\QO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>,QA&WPIG M*N*1#BV&5(_C(1(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U!R;UEA_6\#MI7E!+ P04 M " !BKDU:3![TD.\ K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M:L,P#(=?9?B>R";P4R:RT9/'0Q6V-C-V&IK&O_!UDCZ]DNR-F5L#!"CI9_ M? 0+5.DH=KZD#&1Q7S7N]9GJ>..'8FB!,CZB$[EF3 M.B (SN_!(2FC2,$(+.),9$UMM-0)%85TP1L]X^-G;B>8T8 M.O24H2HK8,TX M,9[!MH8;8(01)!>_"VAFXE3]$5MU@%V2?;9SJNNZLEM,N6&'"MZ?MZ_3NH7U MF937./S*5M(YXII=)[\M'I]V&]8(+E8%%T6UW'$A5UPN'SY&UQ]^-V$7C-W, M? VQ\%6QJ^'47S1=02P,$% @ 8JY-6IE&UL[5L;<]HX%'[OK]!X9_9M"\8V@;.T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N!]3+ MUES@6QHO(,JM-O=5H1L*$81V1@?5XL;$#05%%;.U\@M.4?,_@5RU2-9.,! M$U=!)KF(M/+Y,.7\VMX^9<_I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?JUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0?*]!MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^.!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2]-2S%UGB5P/&M MG#P=$Q+-E L&08;7)"82]3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!;$L;1>$[2M!'\6:PUD5Y@R.5-D77.UI$.$9)>-T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+([W1]072N0/]<_Z3(T M!Z.:60F!A%9JGZ]'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL!_]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=? EK[DHN#Q;Y.FOH70^+,_Y/%_GM,T+,T.WF)&Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4,"C[SR6'<>(\J(A[J&&F,_# M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$1%.!D8"V@!X.O40+R4E5@.5O& RN0 MHGQ.C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-G]\K>9;'!51W/55OR ML+YJ/.053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+CJ^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2?_VU]4;/07/4;SHYG@'K.'MYA,L0Z1^P7V*BH_1JV*^NJ]/^26<. I1\8$@F_S6VZ3VW>_.?-2K6J5D*Q$_M2P=\'Y(&8XQ;]#1?CQ1BK:.QK<;,.0QY@%CS#*%F.-^'19H;.]6+K#F-"FI!-MU4#E/]O4#6CV#30.9FV-J/D3@H\W/]O#;#"Q(]A]8N_.5!+ P04 M" !BKDU:]G\BN[@' !!, &'AL+W=O9W3JR?&?XHUI1(]QU$BKEMK*3?O.QWAKVE, MQ#G;T 2^63(>$PF]?-41&TY)D 7%40<[3K\3DS!I#.^R8S,^O&*IC,*$SC@2 M.1P3_G)# (_9TW7);NP,/X6HMU8',\&I#5G1.Y=?-C,->9Z\2A#%-1,@2Q.GR MNC5RW]]Z Q60G?MI_B8!NHBP8^ZEVIL%URU%W1"/J2R5!X..1CFD4*26X MCW^WHJW]-57@X?

*9,_2YK/#1F000=L^A[&,CU=6O00@%=DC22#^SI=[IM4$_I M^2P2V5_TE)_;\UK(3X5D\388[B .D_R3/&|!' 0,G(H O W KP+<;D6 MPWP MZ@9TMP'=C$S>E(S#+9%D>,79$^+J;%!3&QG,+!J:'R;J=Y]+#M^&$"><8_9(M.9K!3XS:Z.O\%KU!\PZ]06&":L(H@E]&7'4D7$>=W?&WFC>Y)J!0=#'ZQ!*Y M%FB2!#0H"W3@!Q=WB7=W>8,-BK?4/I>>>>X;P@fN;&QJ;P^_HXAPY_2R\!PF_M-8?_D29P=4=W15)KO#US+!/SC,S_'BV$Y-#O_]$1SA6Z>@4U&;P7&^+3ZQ:, M=D'Y(VT-?_W% [3L?=`1LBMU:$BN1Z^!)=4WUPUSI#12/3E94-UV.$AKM/^M4\?'&-64CR6QS[_>GD^O'I]1DJ0D0@ITPIC4@3+K2)[!\(Z-44U!61(K@>KO M0?7K@9I1'K) 350(YD]MGSJBM)N:*NA M*%S_:"$&\&9U=IM%[<]5T?,&-B4F"6Q$K'!GMB@YGS%":1*6:93/2;-6DL2 M">V@-(8UI65)K$3KQ)KQ^_1H8?)[.O-Q^D8S2_'YS[\9]6F_&RIE0$>9+UN'8#3Q&<?"[5\Z MV]>H,;@Q/4MJ97]% 7"-62*.WB@(0%V<[3;01S@/?4[T?.GI95IV!+K4RK\ JN.=' _M$DJP"6R)7/QV\0[-J9!RZ&5;9.8MCR%OFDQD_S]-&3.TCB5T*WCCGCHLV ME".O)EQKOPE3@PE1@LQ<.COJ$R0K-7^(%BW0@CP@<)K'S'_3KLU:-0ZV MU,J0"N.S:G\KI^AR;._)LF*5CJOC(T+W/^9:EV .,TSK%"X:!%RX!UW()WVD4 MM^\FD)+!.'4")K@ 385(!3/<$(-2?3=[G^^ M0S#'-<9V"FN "VN S0G]='SW@$9I$$K&T4A*"B8]6YJ\B\A*2\VL5_4VU!S6 M&-HILG^OR/X]<_*^? U5U%R8D\4.PHMFB4'9LPGFV*@Z/AKQKTP7I/B:QJN1V2J85DU";,4RK *D^#5,@FS=!&% M/HQ11K39AUFE<4F,5;NP5>ME:JK4[G'8=Z\ZCSHN!U5"M4Q >7EBKI8B!/[< M2IC4DLROOPV3?(5"O--RLUM*E*OU#UK]N1@/NI<];[_@+913V*OL 6>.8G? M36CBX"T?Y%D+]=IT22"U2]R'U&=*6_!$j%6GN2:'KR"_?67 78O/@BUA/[\ M? KT_NJ^/'V55X9WBI+RX_2-&V+N:8$'A3J//A^R9C<[;@+[/]K8/@?4$L# M!!0 (&*N35H]MO8Y.P(+H% 8 >&PO=V]R:W-H965T&ULC91M:ILP$,>_BO"@KTK\D(>5U#8D3!DDIF\LG73WU^\DW\5IE*<^]!-#DP"NA$]_4NI[OLI*X%2-L 9A M=G8H.=7&E(6O:@DT=T&\\j,@/F/F<,N&EL5O;R#3&1E=,P$82U7!.Y>\E5+A/ MO- [+CRSHM1VP4_CFA;P OI+O9'&\GN5G'$0BJ$@$G:)MPCGRYGU=PY?&>S5 MR9S83+: (K]98YXD76""H(--6@9KA#>Z@]JR0P?C5;7K]D3;P=Y4?W"YFURV-M5,$=5M]8KLOs-N_(#(CO:5/H9]V]-B=FC=+ (NV!CS@)"&\N!$1=0.2XVX, +)F>:K$7[O,:>8E\;6;OI9YW$LI6(+DB$$7E"H4M%[D4.^?\"ON'IH:(C MU#(:5%Q!-B+C\)I$0309T!OW28Z=WG@H292G:9(?BZW2TOP4/\]EW.I-SNO9 M0IFKFF:0>*82%,@W\-*K#^$LN!V@G?'2TDR'UGO8SY7",,3CZ7@JER1?E\2WY MCHTHR,/C9H]JVE--WT7UB-G%_V1885,B"':X)@O)_]"@ U"S'FKV+J@')CE9 MK\XQ#0M.HG,4_DD[<9"%ZQ[*9.8Z=5M;.6K?*PM0/?YS;IO:$Y4%$XI4L#.A-MP>BCN2/9=HK6T%B[ZMRB-K7NJ5IKB"M@IG7(>JC80_HVVM7%U!+ P04 M' !BKDU:IX.TV0<' K'@& &'AL+W=O"EF:F['*VO7;\=AD*UXP MX;>W-/$#:HN_!7\T!]?(4UDH]D\.Q_?&-MZ6C_3C_P\'KG_=>:O".S8(;?*OF/R.WJ9I2.4,Z7K)+V3CW^SAM"$^\O4]+4 M?[%C8QN-4%89]XIFL$-0B'+[GSTU$W$P , <# T@S@)PZ@##8#:$UTBZRF]8%9 M-K_6ZA%I,^V\-8MZ;NK1CHTH_3+>6^U^%6ZZYTI#W^2TS*\3*&7^@G^OQ(9)1QY< MQ:VK2>W*J_]FGKCEVAQRZ9O@-,K;'$&,IQ#C(,1W6:8JA\5A8P[> O)SY'D MQB F796I(J+5*Y2K;E&7E72IWPSPO)1=<8W4$ITE(MZ1.1\):&C@"'*V'43%.8I&1/=A(D^T7S-1,YXD^N$!M^R"$[*DL(1.0':(*[MH/LV<4)AS-,]YFD0\U_*,GD"O&GOU22.IAU\@!%-,0PPV0-,@@#ON+%:9+Z$ M9;MX=Z+TC5L?3,APAUU8P4'421]0E'9]VWP-(8QIWO,Z0N!X*18V^<;K,_+ MM1-'>XY*;B&4.1\!3I.D@Q.RHI.!V9WMDN_<#)+20<6 M9)72@0G$42M=41#8Y$IM1&E9^2#\0F]#UB ZQP.C2/K1SBH (U^1T 1WJOI2ZSNZL,F>$8#Z@#A4, MTY/D6@IV$++.8U"S<5)?KEVFUFV-M5,$=6E$_&)HKAFSI[Z(@80!@:+QI+LL@%6, MR<"]M#J&PT+VI[\CV!;833KY'KKIMQZ69:]?+BP7!>NN5[:=F7K'3:"ZZ^ MT8P.D6B%#8>5[0-?<@%56QE>\W=ROE?:[(Y '(&*369<'8!0/Z =NI0Z' MM6[PY5]H(%C@) NZ)NTZK +91_KB2&+:K7*0%1G]CDFKH"2\"=R7.5%F MJN# (LJ>CG4=;H]TOAVUVHU+ ^P4D^YF$;0B0^O3:B.), ^/'TE2ZWA8VRONZ ME>CK8;^7 8QH//L WTHF"6OF\\YLOY3 P'XO[>4O8#2,#"!MA9&$A?%6%86P M/MBW<9*ITHKR@9? 9$-:@/[A=0N!AR?]W=,RY55N2!/O,>ZNR;RLEF-FG^$CHJ!VO_J_Z =Y.^;>*C1Y:3>Z*Q\&S*Y:^PTVC!9<7067488 MN;TJ.BNF^16:1-LK%QF572DM_N7%2I5R9$PQA5. <+;ZRAUO(SED!,?= P]W#NSP7OBHZ_?)G4!<.<\;6PND9>]C8;PQ[3)=NKN'CRK[^SY+ ^B67?*HV'#A]HVR30%/S:-S6KO M8HO9NBFX0K@.F&D3'2\' ^UK_@7&W7B K)*AK3\|.!T.=P:NU:F*2M:G_\TI MI"IWEU|0%(H:_S%Z3;$D-&0]M0VO8"--P+;#OB.[ZN%E)D MZ-Y51Y'Y:?]89I?;M0%+.D@#V"GC..KN]2"S:!(/46F[_K2CK]\\#JKE92^ MO.QV2\87E^SP.XVI%D;D@FF81K\CZ+8W@,E0RK8M SWEE/B5,][?-OL9[Q49 MP,S-^%!!;!6?AO?76\@'75B=NJ^DD/2^B$"'8Y 9<#@V/OB2YS^C?F+Z090& M2;YTXZ++Q#G0VR^3QVQNKUO7'O866R5A7UY8HS!]T.N-^72MG=C?]>N/\^//\/ M4$L#!!0 (&*N35KCX)%@)@, "<+ 8 >&PO=V]R:W-H965T&ULK59=3ILP%/TK5D (>9\]0MH(T'1M#T@571LSR:Y)19.'&RG MA?WZ72 MR"#%-TLA$ZJQ*QILE4F@40%*N.TYSM!.*$NM8%*.S64P$;GF+(6Y)"I/$BI? MKH"+|=1RK=>]6_80:S-@!Y../L_"|%TVE]BS:Y:(09)E(B83FU+MWSF5L MBHB?#-;JT2;&RKT0CZ;S/9I:CE$$'$)M*"@^5C #S@T3ZGBJ2*UZ3@-LME_9 MOQ;FT+=#RUQA:)8$ESKF_%^AM4A@:&+Q1<%?]D7<8.,3C,E19) M!48%"4O+)WVN%[(4GY NY M6UR3X\,3E5,ZKTQZ36$/>*TH\1SO'X'?+8 MW&_#;;1?KX%7K%7\/EOK4$NC4]"E4+;YUU^2H)^-X$Y\NW2#)> 202^;U>YAQ/4RCR5'?FLB0< M% (3F5E@%(TS;JNEH.V3LUrBMG?U:9W!G3A9:A(^QX!%(=70P|MS1!8&GG.F7 MSOST/S_,GT36\CVH?0IVY?.MQC@=HR(,BMP2C(JR8KR',@QGKE(<$ZE(AG@ M51SC\3SI6HURBE$C'4[/<3=R|DY02_VP5C_\F/I"HR(TU|&0|#>^,"[*T4[I M)?^PH6K@E+|\-^7L$MBR,:@NC?[+ E,K?ES_;4K6I>U=$2_"X%C5>*7@FD@2_ MA_^Q7<; [;)=W@GEK2SVKI9Q^0_N&|HV^YTT*@ W)T.7F#YIW+YLN'A/?'NEJ)-/97T[6\]ABA4BG-\(;2Y6=G1(BL*FWNAL4PJFC%6LB!- +Y?"I%?.Z96 MJFOCX)02P,$% @ 8JY-6I.VD1,F!@ Z1X !@ !X;"]W;W)KI#JH]YP;LAC5=;Z M>K0Q9GLYF>C5AE=,C^66U_#D3]J*&;4AZXG>*LZ*=E!53F@0I).*B7HTOVKO-MO5/S*]F84M3\G2*ZJ2JF/M_P4CYS$2GX M'6M*\UX^_,AWA!)K;R5+W?XE#SML,"*K1AM9[0;##"I4=__9X\X1!P/"=& MW0V@IP/B@0'1,D#TW 'Q;D#<>]:CTOHA9X;-KY1\(,JBP9K]T3]S'0WT16WC M?FI4/!4PSLP7LM:R% 4SO'"W!OY!4(TU\HZ[}5>RXN05^7":DQ=?OR1ZPQ37-M1-3DUXUL-*L+?4&^/KJ^FAB8E#4!6>TF<---@ Y.(*3D9UF.C2;?U04OC@U. M@.V>$GVB=$.]%G.^&4,HO" TH#$RH<7SAT?(\/SYPZF'3;0/4-3.BP,LI:*P M#PWYX_52&P7U\B?FI,Y8C!NS3>12;]F*7X^@2VBN!OEH_LU781\BSGJG,;R M,QD!A"P++)Q/KE>)#'&;N.P.$@@O+9BX!%S7+!J>? !;>?>;=_")%U.L+LN8U)%S9A:: M95O8EFT5#D8LPX(3N\PP?)'YW!!->L,@+!YN$!@$=(R,6O3 M83]]>]]LF+^MFO\0$6T.@IE$KE3#+,4X>("Z73F+A0Y!HPR3RKV.B;T"YDW MM>&0=(;P3@R@?&(W-9((BPT&#)!FB0&C;'A%"WM)$WJ7__E/$LKI3LF*-!"? M@T\1_JFQ[:3B9B.AOFI;<&U]H8P3I/ 3MT.L,&"&51>""U-/?!6")/0KDI8P M]!++^:+.R$7K3ME/0* 5? XGW#E1.0$'F*PIQ6/L@OGUZ3A'Y1LD(3WVY8@%* M1A?EEF",H*+AJ/2R(_3KCK=F RM51X&\V-76R^%6JJH'ZC.U!0)S1J4.H'RK M5J]%0K8V7IX+CDLR?R)FV&/ ^W<%0TTQCZ#,&"8(1(1 8.5:)=9I64(BTY32/6OS*BK"J*9V^06""Y.D>:.V8N'U17M90:URXQ?N*^^J+O@TR!& M5"(""#*<1$B ,&;|[YIA)+R*H7T3T3 @S1HEE8]BRY%8TUK) ^!8W>*-E*98!U M_:/=5CI: 72SU*(03'U&W>$*!DQ-(3#'#3{L0-ZV4'!LL/C@/=\VRQ+L2*W M*TK5AP$(U3]&.48.3L)$/((HGG*T@4"*,AFR2E7!!C/ILDL'6## <"Q,:>S&Z>'R.TY.\)P%)>-X>!ID+BH>3P<2K!=. MU^::,BL)R4?$XS0;2K!>*U"!4ARK+/FSL?MPL0FL7M6VB^5 M_U!OKA"$>IL%CA,P7)FZ96 MJFOCX)02P,$% @ 8JY-6I.VD1,F!@ W9O1Q2|+KK 'C89 M\H(\ ^R[-QV&BH[IZ;]-HH+TA"^""L=9>,)YWO MLL]K7[>GE":?W,\++O#MU[R<)K"4/@W IA&+ 6FD$[I"5N?C^I?W3>T1!E.I>5F+O9!<3>- MT$C#RCK]5K05NP7,>P7 M1V/_8BI0I-B:"B>-F5/"I=9OB0 W70Q]]-EKY#L,09W%N^[V,=&.M7U$ZO?5 M.7UUCOK:GMR']J/9&SB)TIWHAOL@3W4\H.Q=[^?1,5UT_]D%H<8H-ED8.N %"$TE,=$TE<=L4,X09P$ENO/MGUU,N';?]D-UJ'4-L+_>RU/GO_[_,>YHL) M9P49X_IE!>=#4Q$WKW.>RYUESR.L=G_L@3U4]H/VJAAM'90U]YJX<&E?50ICF MJ&E[VUO-E3O,=_JO\;,37$[^RC17I5NJ9DQHPF&*DM%Y%T-2S?6C:1@Y=P?R M1!H]WMUGA3&';"[^9_ %!+ P04 "!BKDU:O@:*0KT) M-R70 &'AL+W=O?/_#Y^114]5_&"UN=M$3NV? 5]I%N[@K\;'2EQLF59F>295;#' MV\'/]@?J-A6:$G\D[*4]>6W5E_*0YU_J-Y_BV\&X;A%+V;]J$1' _]-!?/+^8A*MDR3_],XFI5.Y(@-K)@1!ONT^IR_4-9> MT^3FK?.T;'Y;+VW9\0NV27;X'7UM. ^*D@NVMX,H19F&T%3ZYP[]G;859 M\^D>/H[FLUQ%5;2X*?(7]ZA+^^OA_$UZO6BSSK,S3M)(XJ%EOW%? _%A5F55O(W^7K+YL\C5E1_LOR_]HGU3=K;/U^O[+>_/36*C=1 MP4HKR:Q?DC3E.BS?63^=OKT95;R!=9C1NFW,QT-CR)G&_)974;IJMC176^;; M+;\- FO9J:]_,M7^.X22^C;+4NHN2>/@ILY;1+M&WQ#>S/K.*#Q>\)_VHR)+L M2=<'P84^X"-0N2^^G;V<\,+EK-?[{3YM/L__5!M66+O[^+"VJ<>;9V9]RM;Y MEKVS?N7C(O^0? XN^:F)O824KGME@\+[-V-/QOW6B/,"F#:R>(IX7 M#AG?C)Y/I8<,Z"-A 1(6(F$4!!,DYAPEYA@E=K$[ROKNLQV^6"&<'T5AX2M MD# ?"0L1(0Y5:@GBSN5C(5PM- 76\B%@K40D,B%PHUA6RI#%7+V,<2 M0F|/CKT]::HX9WJ;3W[U#=3DUC@+U8BQI%F8ZG4V5\=!V9_(-;@S0 M55]{F']-|P-DQ!)HR"8H OOJ O/J{O# GXM+.#'(3RUDKSDF^YLL,ZOM^N MXS]ZZAI5THVQ 7UU@X3Y2%B A(47>Y6"P@FBF1U%,S.*9AF5&RM.GI.897%I MQ6R=\05JK)/'3%U3<>R0HS1^BH$"?.O:7Z C!@B810$$T0R%XD;A3)H+< MUPO/QNE9'PR4PYIG9(>CDXP1VW?1,U>G!FE5B@SGV$!$4B810$$W1ECSM# MFLFW4-M0+.A&M8YA;A9O?"E2U!K%)D\V.IL*B]NS>%Z*T"- Z!)9 6J9HZO-+-!6A5 : M1=%$ 71.K6VV:N_VQ7I3;]3EV>4Q+ZSJN\EV8:HQO^@!UT!]*RC-A]("6W6F M%0,-&I&B:*+..M/6-KNV5ZE-JS"=U3AVY=$'ZKM":3Z4%K2TB;$_0FA,BJ*) MVNG\5]MLP*Z2LBJ2AWTJ/976+DJT&Z46(JY39)D8_66R>6/(C1B *6%4!% MT421=+;O;73_%GX67YD$(EKU0)WBEB8F'N5]$S2D#Z4%4%H(I5$4311:YP/_M9B- 8RC^R']0=T@A=0FDK*,V'T@);M:SEQ7\(C4A1-%%VG9:H=.I _IO+LZ%W,0&I 9.8J>W.UE.=,IO+>3 TWG(SE)*2&-;2EI3+5 M%#J3AK0[B]:>_8V)2!MI2RZAM!64YD-I 9060FD411,%YMG#MMD?:F-QK;5/9[S0WJ/6Y\3Q9#:<$5O1%"(U43113GUX3]P'C M:L,%>NW,E%'>`D]DEW^I*2:G"XAZ_)\QW*.7%-JYCKR42Y-N*$W4^8>S8%C M)5V@*70F74 Z-Y;._\9T 8&>X8725E":#Z4%4%H(I5$43?S6;.<&.V8WV)PN<E96XSE7>_2'**OD* T7W\%IX<&C.$TJCF"LX,2TYGS3IF;_.'YG[CL9$5<<6[",5U)"VM!/PH1$#1W-@UY'2 M12$T)$711 UTYJYC-G?[N/N.ZD4J[KXY7&\%:").9 5H"%)Y/P)M50BE411- M%$#GMSH O_62NV^.T7<+!*6MH#0?2@L<]>RQG)D*H1$IBB:JK7-H';-#^VIW MW]&= (9TK\P_T3"V4YD-I04N;&/CA,;D*)HGWVNT-7J FKZ.NKQ64?^>OT*&M*T@(H+832*HF/I"N\W)=LY?[ZERA5G>N M[@A/I.H,XOE.9#:<$5O1%"(U43113GQ& [9HOXVERA7CNV9I!WQYXL!68 M\G!##?+>7%.*3WCR+DA72GIH!]44(I(/$HVMG/I-/%?HN(I MR4HK98^\SOB]QRL7AP=T'!Y4^;YYW/-#7E7YMGFY85';BKH__]CGE??W1+/ MD#X^)GWQ?U!+ P04 " !BKDU:VT3+T(L) 8+@ &'AL+W=O\EHZ0K5U0B/O]-137DS M6-ZX>W=R>2,.NN(-NY-(>]:RN=/K(\)/MX-L\'+C&W_8:7MCM+59TP=VS_3O M^SMI/HVZ6DI>LT9QT2#)MK>#C!F'-9G9 D!O;\G>U,DULE8V0GRW'IZ4MX.O M?2)6L4+;*XCY]\A6K*IL3>8Y_GA6.NA^TQ8\O7ZI_5=GWIC94,56HOH/+_7N M=C ? H))MX:'2W\33W!G1T.365XA*N;_HZ:@=#U!Q4%K4Q\+F"6K>M/_ICV-# MG!3(II$"^%@ ^P5(I$!^+)"_M@ Y%B"N95HKKAW65-/EC11/2%]UJN,9T MI8U]WMA^O]?2?.M-.,U5593I-W8RT>01;T;@X_MRG]N=PY.O3. 7PQ\PLD:UZQXC_+L'<)C3(`6KV^> X47[^^.$ZXR;ONR%U]>:P[M,)OOI7CDIG70YAF9 2ZIYLU#.I*XYDQ[@-]JK9?]=K9XX/:TX+=#L5TH)A| M9(/E7_^23<=_@!KLFI6MKU3967N2KCU]O;E/\W.R9M"U QLFI;LQ)6U$^3C M$H^)".+'T[8(1=DLS\Y%:T!$YO-.=_I;LD^[9)\E8^%C^UXS_=CAJ82.90C0% MKQAJ.E/V? O&G0V9RS9"Y9F7K*U5VUNS3KMFGR9!9,U-IP:E=EMZ9)61?L?:2 MUD)]_C_;KE=-.9JWD.X[J";YF>A],S),FIK4HQ@_M MJE\B,QKL|-8=\R#7R?8\P!(_&$>2O(% [&'1>5A5F$C3WSO(22;.SY70.:>22LLG&/$^.DG[O.@F%25(K#1F\/E1TJ MXF FLG=N\C)P0?O)#;2(X.WJ#I:*KG;"\7= M%&= [22FF5A]WV=E+Q.LY=)UF^M*T"P.'G.8+7R[D.CW"V@BPRWK 2M+\L;R M<_/(6BL!5I=#,_\G+1\(Z'$'VB)(@)$Z+DF2X.-B\&M%#4Z&!(X87CVQX'K M9U0SO1.EF=X? 6.33KID2VW9K- M\+%7-P=EZC%]3 O3H>V(;(N6W#IUP<9P;HLR3<_RW57K6U]K=K.^Z^GGBR- M/1^/RY"%:<8?Z.8"@2<+664XF_KQ\(F"@)$V2(VB?7@DZ7)YTXR,P^7+]#6 M!H9PHZ4-,M!52"_#+" Y2)4"*Q$@.H',$' MI^&G75\.YF+01$@AE;^/ S3$#SA_$^V-GF9PFF;NZ',,("+AMV-2O8"HP63 MVL =VK'RP68#)*M:^,4"5+6+>>LK!Z3R\#W:PFUC362VPO2)Y@Z^:O;EJ;>MKU7;> MH#UQX70&$Y^X@BQVURZ(9!29H3*@8(K8SL87CO1T?8(N&B99A-@]P&)1-@XP@ M*'.3R"*)>X3!:80Q&^R"L?(XXA6M?MIFB"3$7T !#?;34H FCVQK< \V. TV M9V,A0- ^3W4Q'S6YG8+ ^T62S)"[L':N_9TM(_8SBV < O,S]YL()4>#P-U8:0 MF&*)(=5C$$[CD&N+%E2- I_=P>DF #08TDVPIH82/V4'2':1]$G>(U)^(4-T M.CI/.JVF\CO3EON08L5!1]?T'. :I[_ HH,@/85 4F<_5GI#R-"'=OXS)/V4. MR!3Y.S"@R?Q%&*HGYJSGI?P5O 0^= <@V_O8;D/A;]#6@&6:1&3,_.5)+,]+% M]15T%$+,$$]\QEY!LGPZG?G& !DA.#)=YCT6Y>3GC@O?"V^15O>T*9XS<%A MDKQ^^N3PFK6MKU7;>?\V9);G\T_G:VUA%A.NT986Q!V"6W8:H5FW8^U6I2V+ MA%688,)DC(/!$LKR!<8^8P"R;$!(9!>;]P"57P"H,]JA7)'!,\CIV9Y#UEY&K*^'#NT- 2OJVFSEE3U+BZ;TEXBEU)*9HXWO&>F^:*;T 3J257:[/;CC;48:-XR2G3B =K]LF0- M2(81Y"4]-Y$T-ZV,/6]-YF6L(=.3LDV@!8^S#N@'@B% ,,P]*?,P%19$9D_18 M15Z!5;!G#] B@$59OIC[)D-9,/@ 39:3"#N2D]>'TGFGS^Y,QIWH0C+^8':> M17N@8[)0H?;,:'9W:32=H,LP:#?T)!M $;Q@!U<1&9 \X) TX7YK^3HX,O2E9 M>_ 76C3ICY5V[B[:1A$>SH7%: [F"+#6R[3P] K0&P@,:"BX<2(\, @-$ MH#+>$TH=fI)>BPB M:2RZ8GLP>T25:(GV0T[TU^J-!&@=4,6VILKQ^YEY(MF^AMQ^T&+O M^7LS=":\Q(4>P QWC)K%P0K,]UMAD//XP?Y]S+X\O]02P,$% @ 8JY-6G>% MK/-[!0 !0T !@ !X;"]W;W)K'80^4=&UQI4B5I*QOXW[GD]\9T%E: M#-B+))9'WXJQS/TB?MM9]\251$'>5-OYL5(90OYY.?5Y2):?W$UF2PLI*ND@&? M;CWUM2-91*5*3^>SV;M])949G9_&M1MW?FJ;H)6A&R=\4U?2;2](V_9L=#3] M%V\I5N@R\,#T_K>6:EA0^U3<.7]/|2]$],EY9(QRMSD:+H]<7)RP?\7Y7U/]] M=\&19- 9^X8^KXFPT8"D*0|L0>*QH4O2F@T!QM?.YFAPR8K(||WU=5%VQ)) M3Y=6?U9%*,]&/X]$02O9Z'!KV1^HB^O'6%%0<&I@"TP!L MW@.[F#]L\0WES&W%C-!;SY?5D'0Z#'T=]Q(_:NW5H.]7>;,RPNK?%6]T*F MTC#%0?S,QSMEI,F5U&*)14(=!B_^6&0^.%32GP]1E"R7)\(]&<((]>'7]-M0=Q2W61:Y6(U"HG/Q97)I^,A11O2,M6.A*Y=;5U';U,])?^4 S%>C[S*M" M2:?(BV=2>\M=3"P#7'H+*>E6Y,/HG9VHPIRD1,R&^6LX1PBG[X+0B@353X9Q?!BFF$8KBN2 MOF%8V180-V0:FHCK!K,.C(+C2AH,++8G:"-UDQ3M!NX(=CGZ).*C@!502C6Y M.$=-'@$C ('QFEAC66>;=%NB.]#*//M/!\.3? MC=3 A:\|FR/3ZRC52AJ(9(U'ZKWO_6.S=@IS68%]$+,ENW:R+I%T9!<>M/8Z6DF1R'ZE6Q8L'X:3*Z44IR^5C=!'S]YTADJSW_T9Q .)CB4;N\|@\BZ]37':UHM2 S#39H M'4<3&@-^RK[NX3X0G+/MAZL?C6:RW12,.FN",#8(K:J(9]\;N9LQ\8Q'^8UW M^4Q\%1#H>F2_#&&E+H-D*VQHF+H;7 M7]:HL'V1E@XFBS+1MBMBE[4JE+VO+D& 56L(KLD@;6P8^U3OE=AA4@!P49%3 MN13//DV6*(_%XN;Y1'P>@A!H:NAN4(1]H&]]-#A2:EI210V\ES*#729L. 0 M&>/:| <69U"?/&XY=':#I<"[G@[\R+BHG%A) /D!.$E&22->XT M(11059#9DG1"5LG9SC::1DOO%09ZUU]&#P%^C7EI,-<12M2N[V\AC)>/UIC& M/C1H\0CX9K,E1@J4UQXHKF^9-? J>)Q_=8+-2J$9\CP7=<4OP@25\R,N]"0:5 M&!W"N"[5OF(D(K0]0>8Z=[5%$VTCA=POAC 6+JE#)O#'7^1KK8!\?0'X3V. M=@6LFE90G4U^>CD2+EVSTG>P=;SH9C;@VAQ? <5"@L%D_^RL+F-T'.QC^^9S_ M U!+ P04 " !BKDU:CFAZ1Z0H !O7]%WH[O7K[JAKZO&O^^*&PVKMM_Y^MV[^W9Y9E^\;%.K7O\KM^M5UNW\A#]_^OV? 0>?'L5>RFKCFU"U3=!YY;=GUYWY;=GCW%"OO:+'GMP\)];?^/K&CN":?PF?9[%(;&A_5M[_X'6#FN9 MN^!OVOI35?;K;\^>GQ6E7[JA[C^TNW_WLIYGV-^BK0/]6^SXV:=/SHK%$/IV M(XUA!HNJX?Z-[(/IL'SQT<:?$F#*YHW#T2S_-[U[O6KKMT5'3X-O>$*?M%1] M#9.K&CR4CWT'OU;0KG_]D0^C:;?%QVK55,MJX9[^N%XLV[']IV950&_K:E'V A_]T<+Z? L[OOJ2-^75\5/;=.O0_&F*7V9=__()AIG>Z6S_>[J9(_?-M^!5%\>1R5EP[OGIZHK\GW_NSUQ_]E\NO'+T_.IFF<[=-3O?_)LJ[CIU]_^NGZPW\4-M[WXH/K[IV\]O?WA[<_WS+!7USW/? RO>O_OQ[:\KB.@"+,;Y'I0O&V*6 GMJ[#Z,5#5RRKQC6+ MRM5%Z*$%=A-FQ#OW009^WO& X.1@8.H*_ZL50.YSY MKNK7A2O6($F@\;KS'1\;JF]1D1!<=NVF*(-"W?KJMK-;W@)&RUV=9TR5*MYXJ^B5VCY'IQ'BO?>J;]5\"OL@M_B,QO?K\NRK=M5A3MQSR/#O=^TL*1@:]$1S(^M+$S?W@2MH6#FWE!"'90R.[V>]A 3CKHFI?)<('+:9 MOJK;9G5>PQ!T+A[G4S6+>BCQ(=BO]A86.:_]JM_/BAIFM:S]&N9P"UIHBPLH M%FT0:1#EU;!7VRTTAI.IVX GA3]MX:%S_8):O.3A*^X'P+MW'0/OKFMNK;)Z"'7#C:YK*0;T#&^ZV"EO?OB8:%QH_ + MG&+%1(GC5 U,%0X+:8#$#PR'W^.0B9QAM_$0EJ[JBEM7#_P5;R3L]F]#A<-A M.SM-8@#F+%HQGKTHWKC>0$?@#<*"43^50 %%K@%44KI8=IUX>O@=VL/7T16 M_1F9$,_!GH$(582T?X0">]C)+R+XAV11#_0/@7OO@&8=@_#@4SH+#4"C1/`M9(N_*&Y<6- /BZ(\WL:+8 Y(-G_"0 6^4'@\(?L"IPQ[V+#J$/;&;H0/"*AP+ M(0PK[5_:%-X-Y-\-*T XX1H(~%=(+ \#^S0P2Q]8PIH!50 Q1#&% IXA0K^M=C6>;,#=PJ5LNXK4 .SO?.@";8OR2- !)>3QTF).(162+K> ^JMJ2Q@#)#)9[MX%4XNO$X+J3NMFY/8D;&7MCCD08%H0]J!!Q\3D4I/L:?(28P^UIBK!V/NPT M5R !%%DZR'Q/@\Q= YT,#1X#,G+9N26LL /"7JGT@?,C$008B@+F'2EGF"U M/+,"9]WOMN YO9@::%+8"-OB92!QSA-W/H7K$$T0/\40Z!2G>G3@)Z,*K MRZM+ &1U3=@26GU^2?T2 C%#RMRR$*SWL_N=`(E)&E>.IR+I=G@6[9UG<8%\ MM(#>.Z?D>,.+^%"%SX:O0%[TW<#D3>-'25;O59"#.L.S6]@>:0MD5SKLDO@F MD"!?*^-R1SVMG.E.7\0U!Y^Q#7A\W#>>| (D4AYD7$>RV!E#%]Sf6.L.GZ<[? M0#8@@RZS=5,I( +K(U}!/$QDO#E1N/^R0"-%-?SP_=L,%J8>A>"TPGG\TL*S MB'V(PUA'E;H+_LN6U 1A&=@-8+F!=A$D0-4#&V,>18,E7X-"PD43PYTV(G MM,B" ?`$"OOQZ1Z%,,7>5[0IMLA_B. M=0#0&?D=]BPW.]"G83Y;,0V%ANASJD6J*6 <'=@:Q6D_SV2/,B?(,2(!PEV M!<[?+,HVX$$T>|GI;IS6^B8T0,? _ZA[G&C8P/:>XTZ#*O0=JOENY>T7FZ$! M-+/R%3<5!PX94I6AI_)QK7. DV?.T6&97!%*LIXI?&]HH4D9!5$CC2L=S]!V" M0.#.58OB5ND"%6PZ)R)A'6%6S(?>(+(HQ$@# Q752&+P&ZUWY*(DCZW-.?(F M@9Z"#Q6Q1P'|M3N2""B"RW:8]\NA3D00\2 >,P+N)C4M@L&1AF");*"V2-) MH7*U2T!^@) ,,;&"1/@BW$M6FU>/F]^< D6#7HFP@ M2$R+W2\8? R.HZ("F$-/')B3IFH!XA 0;$'\;8"#<0A39QVHT'3E4-Y TZJ#-;J. M@!XK(@3,]WD-M0)A_958QP:STE6PK#07P&^!0A=3 1G1=Z]%-*8>P=F3= :9QG6AY^ JV"0@> M3F.AN%7F&TFV7!/*%W4B\]23.81D2WLBEH=(V6W;U#!224A^]2@!$!/>ER MV>*T!F0)0%B1S(%0D,088&@L;LH9"E*>P\<%!!0PIX9X@=2@&.UQGA. M(\A#&WQ5- 8T(^VQ??%4\?P+_/+N"?Y[\6W%=*F7@.E9X(BUNFV\'U'|4SQF M4CR]3#)N!_8&X+++S=KDL'CSY^F'QX.H*_WG^T(XJF"_&^^:I&?0#\ 90*;)/ M-']^(CU.^_31++]"D0>:_&R 3'

&|>_7X^0@ ?_WT& F%HI3B!ANDZ80XA3H M:486@*G_;31&0MWC,41!!CK<9 B#Y 9 L>'S1!XB%8L0]-U7829" D!A2QZPC\$(]$_E@3HGN:+L\?.8%O MXA)/
=N@(+!I';INLK[PAX'7)UXZ&A@$ [)\QX9]O3?D0L8>;JS (\+"Q-!R M0# W[-%VA[NI)RE $RU@WEMV7NUIL;FI=6\:O8<]3(XTG&:#\AXE&H\N.[Y M$ C\B]MSSRX[\;K 8A3M)J, 72],S?
#S"FUB!0R@GQIR6Y-8M:"=U0T"7ITP M3+810D 388;.-Q11]" :)*M@0;,%S(:&])A"87. $4 F&Y MG]QN.18VD('BA3>(>Y! B#$,U3"/, TBS P+]/$KSUP4[SND1A$JZ'IB9^0G
MA79X]ND!'Q]P[+"*-Y8]DC5$3]LQ$-=>G)TL\."P>ZF10%+(4B0[G]/S8+UQ?)_8XS6]5^A?#P+7PHOBNZ&J M48M,D.^SXKQX\EA V-\]P +$X/CME7[[H_KWTP#X^S?
R\SL6A/&W)]CVF?SX MP] UQ$T2"OC"G(7/7![T/Q$_0/3NR).-5@/3V['M.M&/-!>-F[X<.M$) BIB M*,/*RJ.-A"1G1/T@FA:]^-EH^ *5?.ZIN6\HA $[$4#PNA4,'6K?LQ Y0+F MY#]M[
FG02$$E"T8)@7A7*/+2U9P*E!S5!#]8,0?^<^B?060T'-HH7@^2[M/ MHC=3/# MS!A@5;/:Z"..BUMX%\CT)'7 @^*TR U;LM83IPFNIUJ.5AXMK0"H/&QY4-)6 M& 8"XQ.>*>8 5982E2
X6*$4?C=T9A[Y%#L4BM;J11&SH\0+W!K4\2LF1UY- MZ>?P \I@L[MV:W= 25]=)C^^-?D.+3ZVA&;%5\]_3X,G;+@\^SUMKH"L,3CW M=W6O)(_]6^.Q?Y<%9ZTO7^7)"5_\[[#'XGG0
:Q]N?+6I9'\]O L168I[(*[M/Q-#?L63A+DR;MDNBC6%2RH6ZSWK [C1_0>DSWT M3Q@F^H"AU^U BR17.T8(:Q0&(T^._])+Q(SM8&DU:# 5V'.@\+R9"$K(=HY<
MJ0$[BM#3B4J,UCS-77 $JLJ3)]K&I_@ES^Y%@:D>5U^_+'[$S\4E?;Z\?*DS MP\%Y!<,6UC TKOP'(&'X_-O0XG]@-Q:"6-FH6(RC3QBDD. RA8 DS' Q&OKJ
MCJ$/QU.W4*9W#7;K9NV]/4Y3S"10>\7ZZ;Z;9"1 M^)11GV3)%";CY-3IXO2@ 466,=0Y;SNV1_>VB3Q+Z2.T+<,<64=B?12$&F " MQ+KJN&6.;+-TA?&!/)DZD!33&!HS!]R0?
K_%/243GT"Z!-6RA*(L5^$@^T>6 M0OYJM%7)1=8.=PWV M)O3MXC-Z&"AW0W[+8VK)M\$J ;T;^TP7Y4$]H/%46+ 8&D3&SGN*
MB(&U\Q/E$W)G6EG]1ZL1D^8TM.50Z3&FCD!6!B-Z.R1ZCD!W7 =5?W&V_%@M?7&S!^/88J-/O.=@._CS M!?UH&5G<$#:.J VU+ M8CCZ:
<$Y]Y[,V'@*8LG2&.+0TCQ'YNN)F$H>*#,+I?2& M>;4H]H0A4=U$@DYFZDW,%M3O;'8HZ0PRZ= , 3L6P!4N2S) 0_[9@5,0\KH.V$9XBLRK
_W!Z:V1ABMT;.LST2J*:%RD1XG0RD^/9M8 M.$+_9>VB.9M$)?2X&OB7? Z'G2A'<;:#B@U-.^G;69R324%1BYX.1#MR/5@L MT(E*&["=Y\SH7P $!'$<.ER*-DDN!Z8+G:8>"
(544F[@>^WQ3>SQ6KNR>7/) M4Z&A?3@9MZ!P45"YPSX:7.2#M;N5S%1/2:N:\Z..'./D/-CBMMN+2'A(?I4P MN>Y(JM\QB!GO/D/K9K15G*:(9'&P
M8S,-1/=9!'T[.RV2'P&&T.^;F6HS'EIRF94HRGIA^VW'\H@4T MU&,\""-39&AAG)HE@L/$:Q2N+^UH)&= P?*!IGP0TT>W MZ!WLR+T+8 WV:X$YNCK0+XQ(B$=$
Y/;9^EPX5=ZP0-R!I*M%9$RN7*=A\ M%O0QB]65&J>!WV.4U+/S?.X)F6#2F A,Z2^;IUDQ1O5[5 UTP#@+I#74>*'E M[R@4N.S8134E1+KHH?MV2JO*]IJJG M-DH^,R-
/R7[&0#D:PX;1(C<;A3'6/L:)BMG[6_:.>G&;5 UK;M9))1OGG,Q@ MW*;BZR+OM]K',()"YWF;CN\4 V8"TM5IJO-<0;24U]$-?HH]7#\I/3Y)KJ&A M/78$P&2W@K)B^,R8>:.QA$
)8AWU)K@"7+*+5(]BL:Z77#L M78/,B18_#G/D2FJCI"*'R[9VRP&?O+6EPC1H:F[&/FA](9GB!SF>$O)@3NK; M'4 *V8_4N22@2<1<699RXTPLSMX2?2?
2/YYBGP,*1GLGHQ2@WD7[#3O()I7[$BAEWE2(X"?3E02N"IW2. MZ8Z 1C.L$JO]"FUW"]XRH\",-A)X_LO"W4I4J,$+'.) "/L&!@3%6&" M NS MO#/,9$!6=;VW.1!A'_"6RXQ<*JY.8 ?-
)@=,NL++$'G>C<@(LP[WZ252FK6)+(TLL:/!)4,U9N4:ETJAIFB@=UZ#3G0 ?SCN=$BQ M%$Y5LOU]P4BV3VP,$I-$C%R+ED *CI^P?-7D,\XTEDY$AL0_0%(F433%P2EO
M!OTM,3EV:*(I -37-N?S@>XJ<3],P:/![F2J_]&EWG$BF*.DIR*IM8M(LP"B M@3^"9T=,L755&84,H00.T2;0H UHVNC#Y8M*2/O;=]MIMEPMG.TOE9BJ&3:
M))>I>2PE'HSQEPIO:'O2LEF'27D>@Y2CJ<$,ED/'Z:R\/Q2\ZG?>-\82S'#< MA#;)H[R&PL*FA&'C;5O0@I1,QQ.+5+*O2@BN72.#999%L>5XRRY6-7JN2"/ M=HTTQWQ]8_CZ/?*U?
L$,^(.5 A&>BKNHG==RVY(5V^^ZRGEX3\80 #E?T,)L M]:8*X54,)2SQ]@Y9TQ,6A 6[BB9'0^KBA><:/WUL7BQ+L!S$9 MZ9XDNCFC>OG EU[WQ36B)LR0V,"1;_@:7O3=\+".
(>WY?'_.V)8RLR7[:$G> MVVS7Z1):E/)9JJ+'+#M/=RUI?(3@:!6+Y\;@/<0Y0)3 $[ZA]%LD2+0<^!8# M'09=B[@8G7D*&(D,"JHW*0):^R\5Q;?\9MZA[L7%KGR;-/L"D\=5O9<=VJDK
M]29N@$S[(K05IG+L]8I3WV[I*\I&"DGP>F$-)V![)$:$VN_&QV8?C'N*+X6D MRR+I@A31/"5EE&I&C4XH'4^[6% *1;%=4Q('# 58J4R):>W @#/EQ:KCUAP7 MTKI>-
>!;W$BXC&&,2K6H85A,8K&":)?F]4G10DYAY'1DQ$M 6_# M.Z96NE#,*.R8=#%-*>792:)B#"^YV"-G5&Q1VLJ>Z;2B50.(0^)=\:H\.]MM M?KHB!U[& ?A%8S/;(4X!E PM$R:-
%XRL:ZS'@!6)<,?!)R;4V[;&#$(#6LB, M4<(@<(C2(U1/, M12ZR4:.7P_19-;!3MWYD&Y 3&?88TQNT[.J-=RI>["I5EW27WY3A1!3'>ZK M9U7\A(-4GY&6/90J-[#UY-U'C2GZ>L*#D%Q
SM\7)DQ5=N1V8#@([SDI[)'TH^.<>HWPXHUKO/-1:\1Q,QEF)/\< MZW1-9,-2!XD"H@*B,V.R$@NK99QY#Y?6,17^96;R3F78ART#9 MH7I9<3F![/IM&^^2;R255?-X[D5F<86WL
M_+*I/^S+UQWB[8\=Z#KTK& NE-YBYT+P.<.M9,.TC3C\DBC@6RTC-S2AZ;AB M2L_FZ]V<=YUEW46O/*)H\F^?UBB9SV/(8022QMT$S<(.-\ FA!F MI11I\BKRCCJ]3.<#6(3)!
<6$.6SUK+B=WO%C.DGA;:!?S3/7Y :"X9@-?O4O M]TP"E](7SF999(BCW\$.[<^I%W-+?--2)H FJ\,QH74515^>#G?3=FSJ8UFT MXCUY<][["C+[<-7^?2C(=N[]LDM,QX_P^*_+-
GUW.U$IRC5(:8J"\,9-!R:=; M=5I@*&5Q<_"/KY^?:\!G1C?%SY<8OLQ2V/.$%78?'Z'J:V-HX<:>EB$C_CP9 M XKJ4)P,H 8E%UJ"YQ75FWX2JJ&"N.]R4E0?/\+A;]N*0"<=DJ:VIIWAKH-
!Z3= M4QTFUT.=M?L[;YDCH>S[L@'E07$AQ=&-;>J%2."B^+[=-?_OUD'3ER2&BH*[ML00*"'*85P8TTPLY9MCSD_F/,;_+1MO"@U *A3<))1SZ=[S.W#29=^#'-8-TX M@.+B%-/"=?
0#&7SH:^'#X/I7]IPX(4<=N)HAI]>=IGE[E.U^K.N$_26%2XQVQ_E-TJ9")R793N0&M'JA.VZTN'E&Z%,0YMN$7HQ3O'PW;2"JB MUN;CS$6\2[?GL@N[([A%#L:95>@2='[F-_
;LXX7*RVH84:O.0G52I>P9[$ M(H:IG@75;)3+[J#UJ&ZCYG9/32BO>P"V@2*X)RL@XK\S!.1.HF:99L'Z:PO M*'^<8BAZ27_&5[HH]RJKL?<
,5XAY8&GVR(C/@38@L@"/ZI'=#@U>ROY#B_- M3%->;(\%#A*1CYW 1.@8K:+2=T!Q8LZ:>]W6!:LN6?&['/?()EH^R$Y0CVM: M'PA\K+U#11(5 !!A8($&^F 4?J^F+U]
Q[/DJW$^5NJ0:ESV.'$^E+JCP?-> MC-YLW3&_TV0PXCA:@4+.T,Z='9"8<5!MI&:3=?+-5 1P7%-S:R+ERJ)(E!%[MF1*:EKS5OV,C9GPQZS9N#?$CYKK)P^Q6H21.\0U/)C<=)3NK$
DA<<'7:&&E M?$-B4*%'(,<2]Y?NB-GXPUIN]?S(.,^0W=#C_ M8#Q[*1.Z9U283.$TL\EF,=J6+3W+QSSPB*FAP(:'T(^IW\G2O_-KO'!^FU I MZ[D3IZ1^?%JSJ>IGMO\8L)S '..-5#3[V^
P8"3C#-M2!>U!>6]*I:_6+5=7 M<,UTB(-CSD;-8KH EKH$'9_2P;DL:3DL?#D!Y/F92*(:Q@9)7FGY3<9X=XG& MUA9N8R5,XN0[99D;PS(L&MF$5YY*.&6ZPB?>_P-*Z?;60X*
[!_IU!QM/6,VO M]FE(?W@K\,#\GWS10,R?GJ@/GD?J9@<)!BLXM!U%MK #U60LJ.]9I=VI_SFQ MD)G .4W*7('F4HYLT(HRT#BB3@:W3"^&FU+GI:1&J3"DHL8OB@>7#_G1U0J@
MGVS!80@BKPFAU>LZK1B5/XR0#-,G+9R)IJ.>?N M \NV0X!S6/N:B_=0P<@[QIAQ]/+!U<.I6=_OQ,@\M2^2<'/,U#DF,LCO((*F>TC3B^S>%Q_*-!5W;[*/EEVD?@VR,U6S79<>?
QQ*E!$F!J%-! MR_M+&DWT'N8!"#:-,Z%HQLW2]N]'2@2 M-,S-)7-C,5#I,)I)V14A#C!0K:5XGPYV#6E<;@_EZ_]K2#.H@DQ 1'!C(Y8N M7PZ]P24F^N5],D-GCYN#BBWCN)Y$
:TR>B'M7KN M.74EB-;@C0>5?09:3IL@'4TH:92: ,E+TI?HO9(N7"R09K8&M)9+-Z&AS1.< MP21MPU5YGMW4)8SU]& M1TW7* '+>T14#-'JY
MTNUX$&CV;+Q)8"51_44QAZ5LQZBZ&?EID)Y]K-U"+Q\A:GR)PS_X^J&\78+= M1NJ>0@'$"%USL$=EA& POEXA=W,/A>.X0'A%F7XG9$C.++'@XY@LF;?8:JBZ M@Y#=1?
%S:_E,MC6+#>1R8N1M/Q;8?BKA;6C*]=18*U5)*\5R8[R76@G(W# Q M;UH0S^6ZVH:90-#-EC*+];*XV-3TJHW&;7RR?5,AQ 0W) G?UN9D.YC.CS4N MB!R<%*M7@;MRZ,
[Z3&!&FMLFZ8V]2 R/B<[#B-,112:PGC M9UBKK8\1P.@V/EG[\R#\6CPP%5ST0!^*7I=?;$J8?=T.>U:DG["F8D_S!"CD M34/1NV.$W(\'TXCA!W(XLPR<9>'S_!+43*W7(\5,,7YO3;0#(@-
)>_?>Q]T6 M<*,W?35&J:^I$>4<"9<84:LFI(O4UV,!Q'D9>>$POA]$EE6JDV7DQ@'N$NI,YL1T]ZG8 (4A656@U-BN]X&"8/$5"O>?R7W5#V_O@BC)O$[0
M&)N3<[8>Z=^KN^(2FE3Y6!/;"7SG+R_+WDAD ^X2X4;_F*8V*23)7D(VKCQ* M-SQ&[& W5H,V6I,SNL[:SE0O$W\O6H7>O+,P4*&2+ ?MH!F[>)Q)%L7/6$ED
MX8(H%LQV;M@/HV[E@>*-HG$GPG-23_YP<2?(6=._K2)0VE2.' M$T08IVY>RO-+%ZI(M42*R.UKDQ S4+5"#)=AV1%FP1YWI M)UD[BAXJ\;^D=W]::U:KGE-ICK4?/VE+7HY'GN^-
I7EH5TH0/H8]'[3&&_]0 MF3H+V1RFR1'PXQ78E/AHLQI!T$P5E4P%^<*P7&(Y>;8KU2:8L'M/+)E#]-$= M/(;HZN\5A33?&P_?D7PD[EQ-;2J#,DIM3+7[!???-]/NF*.*3-
KJ(93$;Q<8L\JHY$]?[G+S>]MXET MB+?_J*WT-L9@/LA;9"7=^$^^4X.PIVS70=J$8&[0!.W>^^BR7'M7 M]WBU$4- 7"@ZC--CY&W*)8(@1N=Q%?&U"]<88<<3=:2"> MQ9F?
I\WSKS&[%VO>R9M)J<)R?GF5: BACS1#--)5OLEOV)-C<=F1Q'X5G M#9]Q)_2Z496.A7F&%^%L:6 (%819:.#B5U? M[QK'SR+1LX)#)+,\+&]'DU=X$.G';!'J2OL.$]]R/R8??
366KZFCTVS^AUBK[DC#_SGFQ3\A#FT=.- M?<(S0X^'2>O173YDWB%^,;5X>H06ZX4(6I6#'M2&)+VBVQ#L70HUD9 M%X:\@2]IM$V+&4A3B2AM%Y-P8E%B03-
:U/L@+Z?/T0R_0B:]@5Q%ILW[2^\E M/[+/:6E9#-(6]QWR:XF"VUF96ZO7[A&8J7OR:RW-DO4P^17/2AD2>S_(>GKU MJ'_]ZE$5X)\%_+]K=_OO6/K>]>[UZ]
RZS\#95((BK_]NSRS'R+,N/;L^O+ M%]=79X^@97K\]:LMK.4GNEF%A+F$IH\OOGEV!@>X6LQ]""P CR$ M !D !X;"]W;W)K&UL[5K;4B,Y$OT5A8>8A0@# M=MG8](T(<-/=S/;0+-
]#QO[(%?)MIRR2U583Q?OR=3JHO-K6=V)F8W8E^P M2Y92F2=/7]3B]=+8&S=3*A=W\S1S;UJS/%^\W-]W\4S-I=LS"Y7AEXFQ;H?=3J#_;G46>OH-
8]=V*/7ILA3G:D+*UPQGTN[.E&I6;YI M=5OEP*6>SG(:V#]ZO9!3=:7RSXL+BZ?]2DJBYRISVF3"JLF;UG'WY4F?YO.$ M+UHM7>.
[($O&QMS0PUGRIM4AA52JXIPD2'SVPY:Q=&IDTE]TDL_>M Y;(E$36:3YI5E^4,&> Y(7F]3Q7[$,8_Y5W X7L61&%!Q'K[C5C+MS*71Z^M60I+LR&-OK"IO!K*Z8R< MP@_[_"%
(0OW4+&ZDT+4>:4O56MHQ]_Z XZ MKYXPKU^9UW]*^A_N[F=V^WQU=GYZ=26.1__X?'9U=GWVZ?P*NYU_.;VZ_OGT M_!J_G+\5EWBZ_#RZ_GQY=OY>C#X<7[X_O1*_*
(0LE+0]$;?2:E,XH;);;4U& MBLI4$#@Z5DZ,@U7XFGB5\YD2*R4M+0'1!&BBYF-E*ZJPF?C2VQ/7F+LH;#Q# M<(N%A42QD#H1R'@D!X.E?*]00(TET#XR34TL_9B9\-
"&N(G!E*5[Z7>F7<7% MVHR78B3=3!0.JNIL;9NVR$]R(UI1H4(!K:ZK,)6U&LC/;]%X@27KL26B(9] M_.VVAP<#\<&DR5C&-TX,1?
>%>">U!9YIH=IB4C!QD5;TO)B+5+%"B6ZXMH0W!![V/5BAP-Q[*V&*M+5!A['L2EHL07@^E:.4R4&8C 4%U8Q MJ.H.Y80<54H?B(^P8J+3%,D4ZIL%[2YBXQHJ]%] J1S5=LLP(*?
M[!4/1@ M["?\!A? \Y;2*Z9[+,8)&DZ'4B$MV^N) V<-P5BT6J%8WW:KUA/2M=[KP= M=7; GHFRA+J%AEFA,+HCMKO=':2Q)B&MFJM$^QR0:CG6*7S8L'5[L"-&J7$$ M.JFP@)&
[<1AX< 'M\:1MS55>JWY#7YW%9JY$+N_6)T+J=G0 T2"KO?]3%X)J MGC"I93;5A$O LN(AF=%D.]B3. :M0G*D+-062\7!2")HBD17\=58 MC0@+AD]+X,BL^Q
CPLTTT[]ZCTA*0>B$PF*WH07+@<^1BU%66 RG5Q 3=B(. M"(+K^^O(TLSDT"U75L-I,)=T0W5>R&SU-Q>VY M,)QU4,#8 *)&/(0P04OL
"+Y6#B45,5*CSY=B*N9G%L3WU!V0B:A>HRN9KL< MWMFK9VC2&J'/4H(^EN1LE$:3%F5%0BZ@R4 $[22#N)0N]QF(ORT)7)&CI^<6 MH*JK];:I<*^A 4&BV^!O1EB
7\,V/Q09O:S&=AH%(-?,XTS;W* M*21\AO06HC*"0CGJGUBD,B>G$!-': K9)(P7:#1%/T0IE'T%O91;:E/(ML]D"C]:ZD74>92;;C=$O6Z0[YRF>&VY>PD.R"6U+]:]FW?
5@M##YS'6._CQKK$A^! M,.($QSOQA:O2]H>/)U]V@D".2'7G,R'K0O[?Q*\"CF&>2Q KE@M-Y.!I>EP% MS:;#H]Z@W<>H>W)]
[6F7R=.XF"*Z5G'EEG[8HFUH7\GHO&JWNV'O37;>UV M&K8V%6EOIGYN4A/M&ECZU&=]RJ,YH2GASL'X0N*F>5E;H>/YE4G_1BMH30R MN6(3$+Y5!B"=:#>N+)0\'"N!HS[=-Z
$96JB\P<]7#O46WTX7 OQM2/%$V[< M1"@I5&59(]+0-K"?_4_K/O&E?%)8Y@_@C O'MR!E4:G;NM(@VG5"H6;$N4%R M[W:YBM"T:WFGN")R\RO.SO!+KN8B!##LI7/B4
M2CL5K!$,0@%%0:,& X?WPDH6052@;LE1#HGK_HZ84FU5]U?X\8PT-MI5H?8< M"&R[]R%UE+V#BCRA]*W9^2QE2\92> 4?/\#9PP<9^NB9]Q[GZIK0S @Z>PY%
MZM6T:Q81ZDLRI/NU'$;'=A92>1Q3B0';7\Y.=UCG,G.*Q'"C-Y.WRK>_9NG= MG(!,L6^;G4;#.4%=P(9\G>?/'"$JRFKN[V:TU\D7F5#TOJL:[8E/<(;5[H;& M.4-!4-F
IBOF'3(<6POF38CF]WBF1^-_(5LT4109;(B39 MN-8L[VV<6C=J_)_1^_F6^:DZ"'AG,JD]O%EPAYV--J,>V"RB#Q/B[7=>]K5] M?
Q4TBUBS*F*)>B\.ZXVW!H<;:O6&OTVM/R2U#_["U/Y?&6:7\E9.35N<4"=[M8=+57%GD^H\?1VU>G(6F>Z;2!7$:<$"]<<(FC"UX2#OG>9S)FF H^J-RGT: MA("R[Y+)+7?
@L;9QD4J^&J%FF4WARQPZYJ?P7\;X)45,??MJXX(BJ(H)0NK M8RW-#B]X!)S!VB]4FM)1@5">&)/L0N5$57F[,;20\8V<,L[_<1P>'&SP_<5? M%(6]9A2^V#R"_#:E_M^??$]_\N!
[GKIK6?.7+]9Q$2["FPOCL)!>2D0-]FSU M>HV'Z)$TZC,.<[845-\?K>I=+(%: M3T%;-,F7?(6Z DISU,Y/WD'^$.Y56&-@0PD0'%K1$36\'.13;WD'0R=O%^X' M^@\M__-
L"!A&OQW#*;4KR)&I2J;*ML%3?/K;:I^JX'._*V2Q'JPWRMSZT14$X01SL\/O2G= M;[PD!ZY3_E< ZI@15OY]>35:_;?!L7_)7D_W_ZKP,Q"FI(_%!R[^; M*1]RL^!7[F.3PXG\=::0MRU-
P._(Y'GY0!M4_X-Q]&]02P,$% @ 8JY- M6M^4:@)P P PP< !D !X;"]W;W)K&ULE551 M;]LV$/XK!S4H&D"-1$JR)-5J#)O#3M, Q[H&7:)DJ)*DG%S7[]CI3M M.D#B;"_B'?7==W<\\FZT5?
J;V7!NX4AV95G.V]$:UC&@<#Z*:B2:8C/S>7$]&JK-2-'RNP71US?3C)9=J.PY(ML-^X$^N-=1O19-2R-?_,[9=VKE&+#BQ+4?/&"-6 YJMQ,"7#R]3A/>"KX%MS M)(/+9*'4-Z=\7(Z#V
7$):^L8V"X// K+J4CPC"^[SB#@TMG>"SOV7_QN6,N M"V;XE9)_B*7=C(,B@"5?L4[:.[7]E>_RR1Q?I:3Q7]CVV!0]5IVQJMX9HUZ+ MIE_9C]TY'!D4\0L&=&= ?=R](Q_E-;-
L,M)J"]JADS+Z AFA<*,:NS$P M:Y9\^90@PL@.X=%]>)?T).,UKRX@(2'0F*8G^))#NHGG2UY)-X2Y9(U]FC7\ M-5T8J_&B_/U<[CUS^CRS>SQ#T[**CP-
\'8;K!QY,WKXA@_C#B;C30]SI*?;_M6Z97R.Y^F_N[O^$Z>TUS'[_\G%^,[N]1[+9/4SWSQ/4"MICK_RGUP:;!3,. M@?7A]8)KK!&LE,0G;H:^5NZ3P"=G> 9%F;MO7OB-E9 2'\X#-
H3^V"MEK $2 MAQDIH Q+0N KWXA*$6FE"X[(1-47=U)9OD2\|5;40GF*$.G2=YW)8R]P:X1=/! M80NG$V!-X)$S;8"[[G-\-_O^$?:7TIFC0$,<*J;E?BS(QXOG7FETU%AKKM=^
M?!@L1]?8OL<>=@\3:MHWYI_P?KS=,+T6C0')5V@:7^19 +H?&;UB5>O;]$)9 M;/I>W."4Y=H!\/]**;M7G(/#W)[\"U!+ P04 " !BKDU:')WCB[8% "' M#P &0
'AL+W=ODK#AKG+1KL2^22!V? M>^5SY,%:JL]ZQ;F!VZJL]>%@94RS/Q[K?,4KIO=DPVO\LY"J8@:':CG6C>*L ML(NJ#>,ES0P@,7S?\-2]+ D(SOG28@UXE+=S^WJ#_9GU'7^9,\]>R
M_"0*LSH<3 90\ 5K2_-!KM_PSI^$\')9:ON$M9--H@'DK3:RZA:C!96HW9O= M=G'86C#Q=RP(NP6AM=LILE:>,,..#I1<@R)I1*,/ZZI=C<:)FI)R913^%;C. M')U)6:Q%60*K"
[@T*Z[@O#:L7HIYR6&F-3?:@PMN#L8&U=&B<=Y!'SOH< =T M$,([69N5AM.ZX,5#@#':V1L;;HP]#I]$/.'Y'D2!!Z$?QD_@1;WSD<6+OL7Y MK]R&$Z'S4NI6?
+I_.U;F%VPJSJZO3ZRO4=WH-O66SS98'N0"TT&U%8>ZLS7-6LCKG&D0-R]Z9/)=MC3F8 MW^'6;Z0RHEZ"YDOD P,+62*9Z'TX=FN!:8+&\N#5' /0E4@$L_Q+*[2@_4_I MO.':"(/YU#
K_L+-16CZ&908SI1L&PC@!61>A%7] H*41B]_F81!^(K&4_LS MGH:=< BI%\=)+[)Y#[,1_8DFG5P$H>=G&03WHL/8']%L$L*U-*PD^,2;1#%] M9.D#O<-P,G+_IY/P&3_"GQ*-
:"L:J9>B(_C.DH=6!:,^5O?A"%$V]"=H\PA7 MN_!L@A!X"6*$V7T4PC#K0M,'(?;BA-0&7I!,K/.DA@3["&W[8216T9;#1:NH MAJC^[CA3P(F4'LEVHP36JBBI\$IF4
:1\A7N*%>CLE5PP\J6V:Z"(6H4MDAE M[CQH,'+&%C5'Q8VM51HY'DY(' MNY]?9<'#(!L/Y_.R+5 [>>*,$,NZ\W631^L_Q6XE&EHHZU]S637<(-A2<>[B
M3%YBTR@XU*SB*$<3#+L)JXC0_D90>8-H6#U"%AH4&82)6"A9X19!A4@+E!&] M]ZT?R^.3L=Q%F=]%S-NU>=_% MGF/E9U44Q0_AOWXTV41W$;4
RWRA3^.I;TDO38F/ANETM/DS#(.$!C$2VXZJ M@R2"%!!Q&J!X-$(>_9.,;5/Q0MJ/=V0X\/XALBZ<^,TPRVW%=#0PSWT4_B6W MG4A7"'&:[DQZ@+TO@^$45V/^,>4A)1X?
FRJ(_/N^U[6[T(]M>679J"^'X20(M7-&E;G*R51/Q-$6WJ0U@7BUE=(DF0[ZV2?%:HB7JPI;!\M6&NFM_B$0Z/'X[;0&B@DTAE%2%T3U6(F=A* MIR\Z^&0Q?
67VR$%?]O!AY^C\A5%Z[#P]WKH<88*7]@JHP9XOW3VIG^UOF3-W MN;H7=U?4=TPA06LH^0*7^GM9,@#EKGUN8&1CKUIS:;":[.<*;\I&PO=V]R M:W-
H965T@#+8TL8B52)2D[[==W2%U6 1)O"\021J;SA$-O):% MT&LO-Z:Z]7V=Y%@R?2,K%+22254R0Y_JY.M*(4L=J"S\<#*9^27CPMNLW-Q> M;5:R-@47N%>@Z[)DZN\[+.1E[05>-
_',3[FQ$_YF5;$3'M#\5NT5??F]EY27 M*#27 A1F:V\;W-[%UMX9?.5XT8,QV$R.4GZS'X_IVIM80EA@8JP'1J\S[K H MK".B\5?KT^M#6N!PW'G_U>5.N1R9QITL?N>IR=?
>PH,4,U87YEE>/F.;S]3Z M2V2AW1,NC>U\[D%2:R/+%DP,2BZ:-WMM=1@ %I,/ &$+"!WO)I!C><\,VZR4 MO("RUN3-#ERJ#DWDN+!%.1A%JYQP9O-D! IIF\=^$2EYQ-V?.
["JQ[O,;F!*!A!. GC*_ZB/K_(^8L^])>A M4IC"3FJC1[!C%3>LX/]@.H*]PHIQ&C"1PE)N.S@\O!PZ>>#AE5J 1CV0:5>3J,)T18'FDU"B"3!;4)?>O*;Q]1SZ)W]PF"
<.Z>$3R*1)8(AKW2@B)'_,R.!=): M3+\9[)DR#0%=5U7!R6JYL']-&D**,=4VQ0&6+&8PB^ 9N: -P$0R7(5H M&T M)Y4AV5-K!-HM=3JV_2&%G+8:%R=@BM
GI!9F=UZ7.W$/YFW\)00!O$C:D)3/ ME,:?()Y';[?B&VT;&?^/?(_BC-HX#N1]%EGEXMD2GBI4S-%4MG&-93:N-4*! ME$(7((Q"^BV@/T0DMBT"40_16$*MW\OV@ 2^KPLG0 !-[%/^3
M:J[&L\5'M5C,8!D.V0EW4-L KNK,%I1HEUS;>T3#(H1%1!A%/NR%X,QR3$\N M=I/W= KS&+:EK"T'"BC/)):-Z$BSJB+C$70=PGJH*.2XFY#'@I]3JZAV,(F)BW\$BAO?
Z@3_HZR6JD[N];#K$JVGQ_6Q_06Z;>^&[>7.[M?F&*,M14WXR@DYOYU&L*WWT86;E;XB@-W3ENF-,EC\H:T'HFI>D^;(#^WX;- MOU!+ P04 " !BKDU:M=<<^-0% !_#0 &0
'AL+W=OV M#D:7?./(UT6AW.,E&[LZZR6]]8O/>K$,\J)_?EJI!7_A\'MUX_#4[U!R77#I MM2W)\?RL=Y&<7(YD?ISPA^:5W[HG\61F[9T\7.5GO8$08L-9$ 2%RSV_96,$
M"#2^M9B];DDQW+Y?H_\6?8J]]$SW;U@5M_QH*7 M6>/C2*MF[FC0HZSVP1:M,1@4NFRNZJ'58E]F7/^%* //AVI=$WJ,GT6\1UGAS1,]BD=I*-G\(:=D\.(M-_Q9)^F=]IFQOG9,?
U[,?'#8'7_M8;VJ*,]>@[]YV+S+,1N@I]N/[S_3-=7%Y=7UU>W5^^_4+/219:YFO,G M0EVLTY7LG&R-BABG#A.;6(.']28RA#,,.OU*/#E])E3G- MN.2Y#I[V:#@\EG&2$$]X"X=
MC"@Y'G6?U9S*L9-SXM%ER/);? M6\;F)OT,M>$ [.DM<@'H\J*J7;84V,II6 A+E7VKM=>Q(BVMR6/0<@N%"T-<$" F83-L8)BF\!-:M#9B]1\E^DO.%L-E>&H(<)?\K7I,!C8_IJP[+W*D5
MA-[0.Z "#4%S41G["'FJMH'-Z[@)CR%/&X912J-A%ZCQ="HC5-CL_L]KES[5 M[@ES-&.JRTKI/)+49=R"R*8Z4&EE:U36!1'2*%WL"%E36J-Q#->KU5)G2P$R M= !$?$FJ54=
[)8D\JK5@P\<&R7, MEJQ,6%*F4(+71> UK1B/>Y,T1:\S)K9M&.^-)Y/UBWT)=,6QF9O'?&9+ M;XW.HV\S9:)U;,O^D+XNM6"'DB1; T<)[*W"UF6#V&C=Q3#G*M:KN&>"=*B<
MX:JMQ"D068E>1N-=1'2<62=>=?M??%4Y?ZME'00BL_?P5>:V>*B_4:!N\3?8 MVBL .K@32'MXA_(SBYQ5$%._:Z%"/<;=-OO5]0]I(O\;9YO6(SV'Z@@E;-DW M^O@GRXEJR-
VYL\5&P0BUQO8X-J&CS(3F7$Y\;9B_CXP/N#0&8 /-;2$;(])% MQ=(VETA0DPV^QJ V3*.R=Z5=E8=T*^[%LB?,@A*QFOJI_P%[P8L'3MG_+9$= MI4H23*8^LG*>6(Y/VUFZ75
QI'39;BPEHJ.>E;(X'!%[J1X3*?7CP1#CZ!@- M)<]CY?*$LN86 !>)'R2!F2:H?9/Q!$9CNEFK^.IHD+RF5Y/A!./X>/2:;AP7 MNBYHY70(7+:4M9,V[N!@/)23O MFO-Q]I;
[=W'1'*HWTYN_)A\A'J*'[C6'Z>#P:-QKVMKZ(=@J'K%G-N# 'F]1 MWU"89 *^SZT-ZP=9H/O/=?XO4$L#!!0 (&*N35K[;1!=G@D ,9 9 M >&PO=V]R:W-H965T;U[W^RY9JURZGMFH
F^6QN;2XZ==]=W&*IGR MHCSKQX/!I)]+773.3WGLUIZ?FM)GNE"W5K@RSZ7=O5&9V9YUHDX]\$FOUIX& M^N>G&[E2=\K_M;FU^-5OI*0Z5X73IA!6+<\Z%]'K-

R.:SQ/^UFKK6L^"+%D8 M\Y5^O$_/.@-22&4J\21!XG:O+E66D2"H\:V2V6FVI(7MYUKZ%=L.6Q;2J4N3 M?=&I7Y]U9AV1JJ4L,__);/]4E3UCDI>8S/%5;,/+H4&NBW"7
MWRL_M!;,!D<6Q-6"F/4.&[&6;Z67YZ?6;(6EV9!&#VPJKX9RNJ"@W'F+MQKK M_/FU+-*ESC*!NWA7W&MK"OCXUO%-_*S$MRKIB6'4%?$@'CTC;]C8/&1YPR/R#LW\I'*5
M:LD8^;C(](H?G?C/Q<)Y"]3\]RD?A!U&3^] F?3:;62BSCI(%:?LO>J<__Y; M-!G\\8S^HT;_T7/2_U7,?B#QXN;MU?OK:X&[>'?S]_M/'V\^O+OY?'$M+C_> M?;X3%TZ8I4
@5+Y0M@E&5VR5,-M"I<)8 ::PTN,Y'LRJ=!-9I:L#KOU:>$-: MRGNI,[G(E$BUVQB'H43"7=KOA')>YRS%&[%08BP66$[!T<6K30:?(BT6.A$[
M:5/7$Q=I]BE@,LMVK,Y:8EL(]:^2S+C2*G '-@&-0!#M "8343P6]!K;-!I" M5I+8$D,_Q67N@CNV^ABU16US;3%@1/:.YR(N!N-1KA'W?EP^L!$
MVTJ(T6@J1K.Q^!SB]LC*1X8D[)^X.YY'N(]B6%PK!\V3TEIRP\98%OPB&L]? MXCJ*7HIK4ZQ>>67SYBTI.!K&?(]GD;AB(R]K(R];1MZ2D?5 B,[GM:ICR9-I]IZ1U
M2AA]8!K09JPTOI_U"12!,G1L@A$4W'SREY ML " & $3 W$K=V'DQ7@""$PBNHQ?(M',@C2Y#KB8ZSO;G\-1L:D3^0C8_ING@ MK0.R)M3,)_0T 9AG]
!4#F)ZF(GYE.YS$2&3H!9"N@1LQ+0['1/L9MUX.@SZ M-C41Z$"C35[X6349%&F5RMR,%"1(+@S*I,2PGB:1E"1\MI '4Y,651#Z%3
MIC::PQ1*^%ZEIWS89L@#\H0$%%WZ1>E8"T^,)>0=\RC&MXIKZH'@'3(F] B- M.-@4 +WW4Z:7JJ[2K5)_O >\;FWQ154UCZUJ%\90Y[9KQ9F_@Q:)R>$%:Q9< M;\BP1!:D':4J^I-
%UFIN>B'@/,5A(8:Q'28CSRES2.-FG3KD"K(O;(]D,HD. M"4/=55M!(A4!7E<]\9YU=+2;4XX9I'0JY%Q.4>;5%8>%[?U:>LI/+@*\+]RW M@!J-*A"[!%2.2@
PF51"A"0NGL!=+Z<=B(YVH;0\I13KH&%EP!V2JB9Z5P)1 MO VTX#DM'P/]:/6RR@:(W5*G4JA 3*$B!8&M0#<8?!AG+&F#7RV7>.0P%*@
MQC8E%2A"%O%!D4D7"WG!=T]TSAJWW@N=H]_U;A_,;D-O5J2E;8(8T(P:S>F2 M5!4!O@\.2ZL)C\U?XSQ*#G,U^MEA+A0?N5I9M:(X; PIJ!_T?;5O=D>3!S4"K14*3X4@=0ADJ;_
C'W&:)IZ;*JI2 M56'YQ:Y3'>V['[:8O](U'N_F6U*?;A^IU:I6 M Q5,#%L=W83ZJ?&XNCSNZ%X4=2NJ45PL$TIX]1+-I(AF=/VW+>GOO\WB*/Y# M#(=B\MRAYL -[=ZQ/NV0
XX<6R9#ZE;IZ#*>/MTU#F=TL!I%U'Z/AH/#AJ,L M6I7UJ6)VNE*=26M7;GGA;VKK-8T\?;36W MY ^-)A4]44TCK;XREX5H.KA8JT2M56@6& !I0
R!FZ("HKB67]4^:G1SHKKB^OJ3]3,']E5/W',\:*:\/(3:QT+X\%\%# M)KNU4"U\TKX@V.W$BW>W%Y"-DQ550*A+P:EBJCF++[VY:PAO?3P__'OB VJ-1A#*UQ-)!;SKN"!L^N8&]R?
EPKB52E M"7B_-/!;]8,V:/[O&PO=V]R:W-H965TRY%UF.\T)E^++)S5Y6>#3;B[(P M2B:\:)]>3">3^<5>ZNSLU0M^]]F\>I'75:HS]=F(LM[OI;E[K=+\YN59<-:\
M^**WNXI>7+QZ4Y65.L^$49N79Y?!\]<1S><)?]?J MINR,!5&RSO-O]/ A>7DV(814JN**($C\N59O5)H2(*#Q+P?SS&])"[OC!OI[MIAVTK&6IWN3IKSJI=B_/EF+,Q'7 M997OW6)@L-
>9_2MO'1\Z"Y:3(PNF;L&4\;8;,99O925?O3#YC3 T&]!HP*3R M:B"G,Q+*567P56-=]>JM6E+V*UZ;5=-CZP*IN)CGE6[4KS+$I7T M 5P !8_'M,'C]?0DQ+3'$YA&'M/H%/2C
M$GA@U;O77\77G1*Q-.9.9UMQ+=-:B7PC\MJ(V*A$5V(C8YWJ2JMR)#8ZDUFL M1*J@Q*6062+2/-L^JY390X_!+EG2&GP5 Q"H4N1ZK)2B="9J+#Y
M)D]AU;1[)=>I&O%4S)+)/VN>!Z\AZDSNZ47%N$HM<49MX!SIA];P?4!R+ M3T9OP824=U0M+KSE;X8K)-2K115K=0:>JK(2ZA:^$Y/S:["3:&)>@P@:RZ)(
M=4QLPP+H9DU[B[ID;N*[VFP4NZP6WEY5NSP9#XCH\$TH/LJJ-KJZ$Q^:U5]D MI<1GH[-8%V#"98?@-XT2_9TI?M2D-X!9$?B*-IZN%?Z;Q5V+^3[G,VB7-Y\._L\FD-WX#
MLI2)-3CR619@LX<0+=I-:!RMYN))\!1_9^)*91KZG^45,>>RWH*55ES3<7>' MP[\K?",8R]4*8H3"T:*9",>(M/=0F[G)$2;_#$5C+>#YD_%R@56S=CZ-Z7^: M'T8K\; &$&N<2T%5XO
M"T3@0EX71*4U[4V-?(1FAN(8!QA=$6;!KUQP[8P':C/+1MM(H>9AQ('T^6)GYJ!(09/@LF),$L M>F.K%,!_-B;*0T E-H7+H#=NX)&:CNG?R&E/".WICA$SX9(0UV%75ZJH/*'@
M\I@F!M#*)U/,#J.!>P '@V EOLK;9^I6[8OJN57]9[1AZ+3Z&;21_@:C*%@R MUS&:K/#O%"Q]LGS*HT"\OQ],!$7".>(H8T MT?+)<@Y!/5F%^/W:8#P.=RNS5J2_&C
M*%AWYO&3DX4\L[F 0/)!O/GL2F'32P<-\|%"+'"FD%QV0G-P5YV,\LHLJYA M.@H6*XH0J$TVV$$L1G/X+L_*?MP@M$^%JP^9^)O,G*U/IR-Q@XC,D93R 1Y M*
(\^(^O=0>J4==Y>DTQLY^0W8DG%.)/(/!TS,'N%(IK)4W9 M)@<2_Z'*R8!T*A"C8J"+LDH8$AL07B/E@!0)PP((KP$ (H'(##%C+%[GQG N M5X*$Q"4LI_:/L1V UJ7+\ZC\8E)EH:')(P@?
ZPQ+V)'?ZL%69U&@\I8F0H5*MY= M*VAF53[,WKTD%G/*!F6F&6"9THP],>W.29-6@G$U@*&.]9 MC3JYK#"'Z+-L?X#*\6 21.KJ@GG$.S&G:ZJ^UZ5.-/1X)'ZY>H?0%"'7-KD*+(,J=J9=
[K:>"\DZ4G=L M!P$"%@N:2>XH_I VP,C9MAE:>-?P#4_/4$)/<.)]M1NQ[^?:.]JM>I M!O8N<-Q[3V4YB0@H6Q4DL-C1DU+E(TN;YUZ7'4>U]$C@.)0T=OHETT3EE37V
MAD"*8OT@)EZ3G+^P]DEHH8;N;\ M%L35I_=?2 K2UM+\6*0U*8^WQ[:PWDN# MBI^D-!FOH,?N($'QYBQUG!J\X7AEN()R4220)"[M!V.>QK;>+=#/EMZGG7E M:27<)]
CT!,>"NZ]);G1,/_I+<,5GS8;=G@\Y_<@^&C$&HDWYU-4-TUFJ.@.)ZB#MG&JM0C1>=;3$.J/A+TRB0I4FIV'"6P'\;RP03(#6P?"$NI M8(%.QTA32C:Z\O^6)!VG\$0J9%-
S:F6T&W72HE]M0$0F+Q)]K9-.F/;-+^(6 M!%!6>?Q-Z WG&S90\4::4W_>#-!Y?A<\)4'GU*!I-(R@GU.'IGDQG!3=H_;! MC L,*&P/+;UKMPZ#17_K,.QLO1F0R/\;/AS_&"GJ'?
60H@92!ZDV>SF2/#[) M% PG6YT/L$J M\BGG*-A6TP,E&(6+H'WUG9BT#3Z_T:>L:9FL1L<+N<#'U/L@1BYA!=O509PB M3^3<&04DN(_;.
(YG:9Y_:T+5R/GJ;,!)]UPS5\.F<2CH5)EAQLFX@AS; M@6$FAF/Q%EF>:S7;3) S^H%P<$,M\$)JZS.-HJ,^6KF6*1NZ2PSO[SV^WS?] M[)0,]8IK% Y*Y*AR;EQX]&<&I
NE3!F+MG:XMYX2G6YB>*\8H&P(6S=Y5H_Q MW>!G2S[*AZGLI*GN3"43G^(J=WU0 M*B8'UO@:PT:'!T(PL?*(0ATS/(3E:#R/YC*"3F@)2N]5X!>L4P1*I
MW%U'MP<\WMR_:.7CC[7NRY1.<1)7Z0Y9PV_U:!]L_J"NE:T=))T&I5R2/O,< M8[5U&1C(XW+KD=Z/4IJ:JH"]/7YJH5CHW$1JB#AJ"G3ZE-*4.PZ^'C>L1NT5
M(WW9U"D[Z)C.KX!RVJD,XU26I=YH6\O"CW54 ?QJVW0Z<^$B*_-4)[81XBS? M7AOX7O:Z8Y&?N6-(D]INKO4+[L3#MDR;//"D\J1*\6;L$!>_V[OC:!
[".LT=]CN3G2OCGA!%Q9&P]V,)ET?BC"= M[.-X(&HIL2J5L<6!T]39>!;+<@>%IW3?&;XTX+JZ)8$B4]\U++ QVN57KKX' M SFF=YC3.^\^>Y3'O8]G?.@O@W(MEH'Y\[I).^[+.)G==/3
MS^]4Y8X=@>_<8M]J;M#9H^J&)9Y4)X_#;<\7'<3UR:CL(+2K*01UE,[956\# M-C#XUZTFN9PFBSD@OZG,\^&05(96(G<3]AR'-V?/CV8"-C.="O2_R[:YJ9VI-@T]$@N.KQ
M'W*D'B.WSFO['\/_HQEUP\@##O_8U.[M;OTLOK&T1]<3;I^31Q2?Z.2ARUU: ME;1AGHRJX=7)6-B)<+\U+M*![SL^\'6GMISC'&U^N5..>:<)UT"GVL*1=V\:+SYS\&KZC% MJV^+I ?
H?F$PCNDAOE>QT :^5U>L)J]<0:@7?=!)2,V$)(6M$!MJ%5XWH\# M0]
[_BG).\:LL0=!;7<*4\/D+9>8PU]=YEI0''M+;:6.7<#$*K9Y:4]O84,I"859Z$HJD3<2MM>.%C6I\5V[RZ>^F!M,,V8U,-'F=:BH]U MIBTKFXL*EW6URXWMK1X31S#Y
^11_J<*I&6O)1'NLR(W3*[4?%.<6\ AZSSQ M70JY!EJ/-Q02[".%.&S<2(Z""7=S2NN#6S<_O, 6CA9_4.I.M^%>#20$#YN3 M&]]K>ZF ZM.['KFH^-
UU27]9,:5C2YTQ@V7KD>ZT2A/+MUV>)JZ]2CQ:D])P M*[VH^5!AC_(R_N;SZ_O;27OVH*CNWR!9CW=M9\,* &:S.;J:RR]&BL]$[01K M"83*Z-C"#HH..:RORY/M @_D=^@6-
&4Z[7RO]OWI3NJWUV$VC MAS:-3MR6#"K3K"UG]Z-^-!KAUK?F6A_=DD.KG78Z\['8D+HW^ M-^K(IKV]DW12J;+F8K,K*+CB\0ZCDUBY6SHV,,#O^$O2SEOV[WF-A#N=:(XL
M6X:-VPO*GZG'[)^HXSRBAJS+F@E">2,+>*2J2I4[I7=!K'-=>Z>2+449/F.(MEFV3$1$NFH8'1S]!>P+1>&WVG\?;X7R[VO6VID/W_R\ZO\9 KK[EWYS ?Q"K M[
\S_%O_LY9+^VN.=KK]3 M[I2$*Z$)^+[)D7Z[!]K_]CGU?\"4$L#!!0 (&*N35J_*,I"CP4 +D8 M 9 >&PO=V]R:W-H965T M>J9<]L)^?]C+N5"=Z85?NS/3"UTZ*13<&6;+/.?
FZ0JD7EUV@LYZX:-8+!TM M]*87!5_/;B_BCN#LUXC)14Y*"NT8@:RR\XL.+\:$+TG^"Q@95OOC#29:_TO M3=ZGEYT^ 0()B2,)'!\/< U2DB"$\;66V6F.),;V^UKZ.Z\[ZC+G%JZU_")2
MM[SLC#LLA8R7TGW4J]^AUL<#3+2T?F2KBC9 XJ2T3N_+&V0XMA MW'^!(:P90H^[.LBCO.&.3R^,7C%#U"B-7KRJGAO!"45.N7<&=P7RN>DMH$KV
MHN=0%JWTDIKOJN(+7^ +0O9!*[>T[*U*(=T6T$,0#9)PC>0J/"CQ!I(NBX)3 M%O;#^("\J-$L\O*B@YJQOV=SZPPZ_Y]]2E8BXOTB*"'.;<$3N.Q@Q%LP#]"9 M_OI+,.S_=@!@W
",#TD_8/J#?/M1W;Z=W;^]9[-U=C&=,;<$)ND0EDANK,1^Z0=EQ5;NA$\"(=^'+!;P>=""BRR18O<@VI80_M#.UPO^!.?2_"0DEH>UHC25&QH/*G5XLR! MR;%(S!T+
(OJY;19W#]^0MX\/QA,63#:'WVX)K4R 9^U!$,83;]&68785ZWOC M](,7HT9;1X67*BB:1>R)&NOP0=[P*@N5Z!PP-HR7\@3<6 94'WXPE#;&:2%Y
M)Q[).9N%:QKP6%U1(RZO#P[#/KM?:N-J@QYD"?H#AE;^S(WP'CU,C0$5CG;" MU-/.CG(OHA%-?X,!A';_?O^=LA5@E"1ZH<0WI$R6 M7"T091TN^E Y:&OE3>&M=8KB+-
ZJQ)09G7LP]0EK\RJMSA)NE[6@M8*XDWB\GGO!!?A&0#YUL6+MK7*G[3RB8-[H0 *S+>>W55BAM:ET-A&] MB>/Z-FKRN)I6GL SJ<8, ^\'",81K0VQ<.&3C6C$H(M#+
5$A;,QBRA5V, G MS(1B,ABS>, ^82T!GJ'?V2!"HB&+)I,MCV/EJA(V'$Y8C"RC($8\%N&*=;R\ M#@=OV.M@'.$8]L=OL 3C18,%YH'+$IKPWBDH81S3. SKXO*LK*Q\CP3I&7]
MNRS(J=0W;O+%):JDD,$"+\NTN@M(?(YX2^/1[0^* MC=8-=%OEM-ZUQPE&,&5 ,!H=8,NV+77"(DJ=**A-^%TL 5T1V,#>;I5H/7<8
M#I5N\%A5,:^\PC\M7LYY#/B!1_TCXG:4WQ'HTP@+\H$><]#TF(.?[#$/\AU[MS&./>>PQCSWFL<<\]IC''O/88QY[S/]3C]EK?4[.P2S\1W/+?*!57Y:;U>:[M_*SZ'+TAKS[J?^!F(?!*DY A:
[\[PK;35!_*JXG3A?\X/=?.Z=R_+H&G8(@ M]S.-K5]H0.:_U9,_P-02P,$% @ 8JY-6DWM]RK2#0 :B< !D !X M;"]W;W)K&ULS5IM;QLW$OXKA.L6-J#(VM6+Y5QB MP$Y2U,
U">RD/>!P'ZA=2F*RVE5(KF3WU]\S0^Z+[)6<%L7A/EB65N1PWN>9 MH5YM"_/5+I5RXGZ5Y?;UT=*Y]OUG*A[I3[O/YH\.FLII+JEN] M($EF1?&5/MRDKX\&Q)#*5.*
(@L2_C7JCLHP(@8UO@>91?21M;+^OJ/_,LD.6 MF;3J39']KE.W?'TT/1*IFLLR<[?%]A<5Y!D3O:3(++^*K5\['!Z)I+2N6(7- MX&"E<_]?W@<]M#9,!WLVQ&%#S'S[@YC+M]+)RU>FV
I#JT&-WK"HO!O,Z9R, MZ65KS+4Y7N M$C@#*S4_<<7/=7R0XEN5],4PZHEX$(\.T!O6\@V9WO!9^<1;;9.LL*51XM]7 M,^L,/.(_73)[BJ-NBA0E+^U:)NKU$<+ *K-11Y<__1!-
!O\XP.^HYG=TB/JS M]GAF]_LW'WY])SY=_>O=G?BT5 +$UD6NRA5C-E8!-\GR&&7[)IZ&5(+[%X4QJ#$UZ*GU6JC,S$,9Z? MT^LTPNMY+.Z<=I\4!$@PLQC4%UKK
I;?:,Q[0PFHS"XF$LX@L1G8O/>:*, M0W8A)L6ZL)JBV0J9I^#>*9C \8<"K!MQ$D].QC$6O+J*3($YUIZ<\(*K/@J'2%>1#SP&U#2QCBUA6B*(U0\[GB+--\|Q=U
M6JFE.9JIQ5%_('Y\],\KK"U>3^1(Y^"^XG>FY0?=+AC@9-!?WA*K]-34(C%3;[!8V1OQUL3 M&%O#"4\N^A=8-NH/\'K>AZT^D-D\P]@]JFC@=7PJWM4*?:SQ:-)6030%TS^*
MMZ71^8)UV1-;A93_K=0X6>20%:9U!MJF%17;%N]$IE?:81',/H/MW0-'C0:E8)W Z M*7M7_!FB9(V/]QHX2F4/XCB:5H+7.AL^VK25MB8) L?3\UI7NTK9T1>[&7'P
M/XCY/MQ"R#1E)^FUU#2D[(/#BFP#(C>W=TBO$N@MU!4*XX*%CD9T!/Y/60BN M$CV?2D)8R<6"W-BI/Z??.'JBW_@9_4;#B__!3L1,1AR$&(5
MU>/F]NJ4A;)ZD7,0@'@FMQPEQ*C.O=,J2E5?T H!4S[@%*0L,OH:X4/";*3116DKB2K]!;OB M7*Y15'?]^BHQ8($M9Q;IBM*G!P[D,1T9X5#4]D0BS0S*2>3:$>CU:;XC$_3% M52-\X,
(BI3S@@] IN/!9A53;,+8HD9*!#X2VAS5#!Y^!_Y:&DXP=53B5+/,B M*Q;D%J3BUFF\8T,GD"F1WED(5@=;E%->"Q:LY8-/>"Y5U 4BR!PK^%J)<2\U\=FVLTG^C M7
ZBSJ@*CNH#:B>+-^G]2;14J;R_!_231M* N=LZXRAC-ILXE;SK,$:M\#L3 MJ;:2#=DW&6,4+]%P ;Z!UP1?S)3;*H5,A?Z<#Z2=:*/>8#@*TEZ,P>:.H@-;.SI^EV^T*7)2%V)5AQ1?Q,/)TB.
MB8'K6"1L)Q+?K*%$M+!_-!CSWWL*G%HQC-J00\P# F(+(&7%)!+GX^\W@8>* M@6W@7%2[@WIO:V-\(=";<7<@HC%U@AWJ"Z3'@PG^SL5OG-P0K0?M+W2>,[Z=,T'J:"_H9>1?
JKP..S)"Y:)Q8 (P$3ANC],A^?SA MT_+6:.=4#MO-Q4_3.,H_D?]_^112P=OCL6HFWV5IRW&QU&+>^3WI=RH3FNW MZA]W
[[9/>"V7"Y8:E0,R6%*%;/+.B&NRZKOA=%1P@PZA;3JG$(A\NV4K&+? M8_/=: DN =9I[Q<@&9OJT#1MH2(/0#K"3-UKZ\#U$I&5*B020,?]^%R%YE)V M"
<"0@AHF32TAN;)OVC>^_.>$).F#(EWP>M@_*UDXM("4=.> J3E#"F23,B-@ M3Z/@M,RX\B!"+"43R+POD_6J>D2<>FUA!=>KX&U5IEAGTOLO3>.<(AC@2]B6 MIZEB
5[S"H0>EH1@",A' 8CKZ .TC?%]X[DLF6R;%8G,B=T4\R^5/4?5=5?JEM*YN;!_[23 MG$ZCEUS)7"ZX*ZW-11G!$4^KPE!B^THG -?GG(49 MX'?
Y]A80A$.,_M/*F:I#SVMF);\4AI)1Z+0[N2/<:@L8D4S BO"1TA4;?O E MV\Y,=#LR)7G=/CH"GE(U'ZE:([3Q:%WDP0+P9U8[B-MR/M>)#D.1ME=4'0]U M,FM#S(?
C.B.HP83>"O8)SO_^_- M6MYNC$0L^4YE6-/GDWO49UR>E5NT.(U_+4R;O>=^MGJDG,'#=BZ&G#RJ;ZC#[.P)K53AZ/MU]X^Y7+69PA;;31N.G-* M--
1NJHOH0EL@?,0#I]S;J1YRFN9A:V"Y-(^6KNB"%QGE8G).) 3>33?#9QV MWR+"B*US(9F0]$N^9Z@>L.?C:]=^/(#*#?U P9J.E #2$IVW/; MLS"N+C=
M68.Z#UR=@"B@/ZJ0"RTDA4WIEI3HJI) L+QYQ-TI,$V6*:"O5GD@RDY^A8L& MT8C67-. @NF4-%XI:C3 ?77P@'5!=8($Y3B[7_-=D67CTO4F+VI#5-I<[KF>
MJ$8\5?!6G1A55V3XTB7!XWU^;(9#7IOSG?D_+VS[-%)D!K51O(>KAVH#ZULA M+7H-TX47)8XE(,QB2]!U^ M6NV=M"6X[_+V2K?$H; I*])LKQ(V6[+E]**9X[%F.&.+?-N/[9W>
MCQE)2,[KF5Q;7_6[_>PD.GW20MPIY[(PXS^AVZ+)I%G4TN=N^Q!/V^J\853K M)T??8]:]B9TM6<]QR)./FYD]#9(>S9$NSILOV].B'M'??WXULW*MT Q?GG+) M!%"?-Y*J*#.4F8
&=BX?']^5=2"E7XHM(?DZ/,N\BO4Z8;EE&&&7NST. MOD0]L-PKAX[DW@G$WHI_"= >V0Z9OF5[IO7$^\7NN+L!ZD_NO^Z4V6@"5@&[
MM!RC/0M_SK@TW)Y,=JIN<]VU).M40B)WVB+CHIV J'FAH%JH_O'SE%+T\G^#LUG61X2R^DACG>XBD9= M;,5_.UOQGV1K%Q\VN+K%U?>B$ IMF:IO=-
O1"GK)5R1H=M$%.VY0K.7N52Y M WR4[,[J/J&+T)"6=L>\@9&$LQ [BFR HDQI2J#J7J4C,IHI0\5MKYHW(U/"! M#JA_7G?Y7U!+ P04 " !BKDU:H>P];X83 X.P &0
'AL+W=O9>].HB((56HM"8*$O_*L\&%/I.*7&F2K7,:W%9R-*\/*Y!FT8G4 MUS"JNE$'KW_\1SR-7CS ^=AS/GZ(^A_0T2-TWE_^_/%?%Q?B[.+#Q=MWG\7E MSZ@UW-
Y(]YETI/J:U7JB*=! -A&XJ<:9EE0F]%&_R"IZE M*R,DY >="UEF\%-3RQI?ZI42G]2F611Y*JX@D3Q59@":T.K%-Y4VY(WT%;*G M3[0G\9QF8:V8OQZ*6H/@6N,U?%55"J,-
/:1A&U5Q3,*SHP4SGX;,JV^IVO"G M>B5K<2N-@&IN'M'5:_EU9JZJ4!39YH\I&0729&HK/Q%E3;;0!IVZHWY" !1+[FTJO M=:WXI6E2;,J/)07(\NZ%&W:39PI!QN37)4NUD]S'Y1(2A?
1O\WH%T0N]V>BJ M;LJ\OK-R2Q6-R[V$>^+)U(:4!KMO-JV,'"LO6)$@(6OVAP%HU0CO_!A\YS=@ MA0:O0#S+P6(C"S,47[!$4T%)-02\DE@1HJSTMQRQ4^%1'". %06M;L@7><]@
M:DT/R :%RW4&+DQEDE MC;1&O\?\|)K-[P7V)]Y+2YM),]\K761J)U'/U7M903I)%,=/8^DT*!/K0<] MPN<#<]Y=AKQ#[@_S_B"E_GY&3]O//L?
_,_OTM)Z^X=$C&WX:R2US&#PN*^LX M3U^ P@$2.".4&W(1CG*5LMYG_H1I' [%!PW7J3 5H>P6:J((411BH0 ;,A4X
MTA^C/.0Q59[2*#O@%\0:PQ%OB4WHV[R\%C4'3@OQ\M_AXU4WRSHY12CQ_-/5 M+X<6DE&\(G\GENZ4A*XL6\C_:DVYI\4_'?$[.)#\I/XT/![F.$7!E\J.SJ] M416PY/T'I]?7E;JFP
6NC6EHWQR MI>)13R(YK%X)DY.AO%<_)/B#PEF,L>S M.$F&D['X%9MRDG/$GH]FLT.:-!Z.Q@* <:ER&O)\S(_C.!K.D\?63L0\'F/T M;#(A3Q\]&<6'IDZ;&8C6.F#B;CB&8/1EB:
MYL>SP70V%[!K0PG3;%JG!LU5CNAY8_?"Z9:V0L!E^-=P&D]F@Y/9'&/ V#2. M[+!D.HBCV4Z.$%Y4BR0,CVXW:2P4(&8IH"Y)".HW)'B,*NF?O$2D* J"S 9! MY3HO2]H
8PA%@T"R,I21,_(V!VMTE6,DIG,ZQU>1%OER:=>1RYI#4@49?Y<\ MKIW=$M+*LIR #I:<#6;3V0"N.SB9Q%97H\%\NEM7L"Z&-(ID\EL#K%/03BVP MHPDBT["*6J2RPAX!U<0-
(!%)H.IF5A1]0-N"4-X-/PJ!6< ATX6TBUPU)+&6 M#I;M ?*+;_19V9 K\TJ NX9E;"D888&P4T9::$.<(11_17F_01A6[;M0.2PV MN\,M"&V7JU1A(;WVZ\@UL";B.[8J*>3?"217&\-
)I;0J(':NLP')Q2'VUL;^ MB[)"#6?BNDL5, U*&L320.1+ ;U#$M7W.,>3]E'K6HH"#YXEDQ::#O!E['$J M47P&ROYE:"P">&9W+!HPZ0(Q"\K6UR4+ZC&6=%/#LP"HL6-FCTJ69^.X6]S&
MD3:;!Z19]A(>8).>D"[I6140BWTD7M]J*]"AN.RJ*'%E4?DC"3VHNWH9_?)O MR>BB3> ?_'LR]RS">4.I*N3+F_'_"Q.D,/F.W/8:,QY>[J5/9.Q36WSX31Y MPN*).)E,;18.04-
D4_=L7^I.3NPJT3":[LC="=)Q](351V(ZFS&A>#B>=JQ_E>O/B4DQ@D:C:U3VITVEE-X*9;!.X(M4*U!\(1IS.CTCA/=&T6>%VI4K6V!*PH$QS["(<
MUH8/*D#Z.FJ#6DY)A#H>"M3JNTV> I7<$4N^)>#2&[\+K=[M29[#O@E8"3EK3 PN'HEI5>"T@"4HY)(HZ>U329TEHW93UPAA(I5WFPL]W MFLR?3H5])P)
<'8]0P@,6#B93"Q.GTT$RG_:=R&-!S64D$&'Y=.^Z;TP(;P]: M4]]Z_M]X_G+C\5KY7NPJT[19-P19OOAZN1^^OA'?8;?WX+S@Y::#D_F$C'@P
MB1V>CP>C:$Q\B"=G@@>@_D[,_=89%=OLD5%U3ZG$/9(6AKI4T#?6$&M-*LH_]:;=]AZH[6,^H>NBYIW#]GV2>0"I; M?:\P>1K_SL64!.BUWMJ5%5M*VEK1P>)[I+$
M0QVR19&;%4DN()16 $U5+O>SI$MN[7F^VOBT7_XP?IJ?LM.1,CSX5Y[)CG7R M#V.4,2&[P/L+N<@+/@Y8.9'NXML7%&[/V?![;9V Q6#+!$.=AW6JY&-#):
[R]'O]02[M9V,R<)H.FW1%:AA MQV:/J=MD\!>9>&M*Q-?N72!7N'Z :DN;0BWV;I3_Y\-VD^HNQW, MJ"$MJKM1W 1U]WRK[D[\]VV8\7?5W9>^[@X[G]9W1T/)VW=?>[;_N(,:1HY
MG-8_O0;NL:VUO5OLDTR2'UK#HNL/L >X-NT@)>8H\-X%1PPP9+^6[-9Z?GYV M:E!QD-C[Y,>/4Z>Y+FJ1A"!A EV9-2&P/!F*]U0Y.50)!W!7.O@4FTX--Q)V MF^8;"A.
$>O>Z(T;O>'1O,ZU*B%G FSM"6G03EK8,W+& 9XP;9)A9UE7^:)A M+VM7L">7#AG)#- I-PZ0PE!X63X#S)65PW(*'<^ M2Z[4E-;7-AN=E\P"4 D?K/JQI "+N7>SZH,['R;?)
[1F8[$[ZJ1$3-+F$&'H MA)4QEEO??#3GDC\X(!/43;&(9H"U50T'#GQWKM>XI;2K3* MTUT6_M3S)[*[:Z1DPB+4[1"S"&47+4%N8;0"=I:H6=0,F'5_)T"+9L.*IM&1AB^)]/"HEN3L?0-
C14) 2K3:Q) M@@2S"^8 7""";S5?"XBE<-(&;\B: W%+U!;T6G2ZS^C27IC,X=;V+'#QFUY MY/;!RB9WJQIGC*;=(1MC;7?->D+101;@BP.;(+B^X#"%4B])WQ43:IG$EV MQ98&#KJ6-
G6T>&4M[R@ZFF;Q;XM;N)4+PHC6*8% [(4/0SPSSAAAH'VVU'+) M%%K00IHCZGREP"$U<&ATD6< ^<+6" [C$8X=LS2N4/;58&IO[7G MI&M= <+:@U%W@T$4\E;0@2'SO67-
+L18J2-J\H=$'B8=#)LK;JK'] [[>XM;A=D.A"6)#]RE%.8NNJ0/*=YZD@8BHU+#@ M'"^&_@Z ETNW6LYMO^#V#&;2%9\ZD'XKK M2FUJ)Z^(/>Q^-[UK0]QO;SD>PB(FS)
(Z#-7PVUW=P6@8(?.34/N62#*_8Y< K M_F%8G)5HOXHW85*>C6/CZ;Q>!*-3\05:9'_?-!T+F8O5>#/-*8GO\J*KE Z M"=2K2C?7*S$_'D7'6&\N3E$"6$.U0OAP?-
K['T/HOPE_^$LZ_=Z[9B;&4?S\ZV%P>RQX<-A6[J >=-3UH)=Y!1<8 M\7R-&1[ZF<;>S5EO599 MSC7JT)E15]J[EB-MWV_92?1>XF)WV>YC< =@'MX)F"7]WL3)>/>=@"%9K[W"
MU^O>M.;;JL;+R)NPMZ^!;UC;D.@O'?E"YPWXFO,1@=3@:G![':J4GQWSW"GO;D4/;-.-SAIJ^7/ M!R3#KOKF_-+5:OADG;34)5FG#?]9.[]G5[: HJ0+W5(:9F]K[VR/H_GI(S>V
M+UI5]/R73FFL,)L-$9Q94P\D:V^E;4+/85&'$K[G,5Z;;8Y?;D44;'U@"^D> M.]Q[. M6I#E[7(=;5]/V3,5KJDIXIB^8"P+]M2K;<^&[+KTXT0(T,&7:L@&^?32=XJ: MDADDD\6?O-8L6^\?
VP!\E;.XN%M[6W9[VN+-^U&[NWNE-QD'W>6@0QONZ7'# M!-O-NML&DC&E_1K(_;&'(6#3MT@^*ZLLV&JC=R"18?N+&@9%V3:#X6%PA[J, M @5K0XR.C0T7#-1JRM!\1:UR4(-
_QQ4 Y4 =7)_10[LP75+TXY_ &5^+IAK& M]J"D .[;T(TG6ISMZ?[%1]?Y=94-=3.H K+GQ+%O\GI->ZE37FL/"([(E*D\ M7C)T;2I[+J4Q(;<_CGDR:=KU2!;,CQ2>Y6.3B,_6@ MO+7X).IZ,-
YO*(EWQ;C7QG::WX^X;=G M,1 X@74B98]+9/;OAF6V]!THBXY-UY+R_MVX%B1;FJ_-:V$/>$AGUJ>EOP:^ MJ]4VA7"79E#O4Q[.X0C6M&*?=: M7CV1FBYDMKV6NY;3:)O3R=_!:9?

Q@F;/4QC?]>NXX^#7C&L%A=-O-BGI0-7V MAXW^J?]9Z*G]-60WW/ZF]#WL!5I$8EMB:C0\F1S8L-Y^J?6&?QNYT'6MU_QQ MI1 /*AJ]TN-!@_! M !D !X;"]W;W)K&ULK5AK;]O*$?
TK]5] :H> ME.1KI[8!._9%7.#F&G;OS8>B'U;D2ER$Y#*[2\GJK^^969*2GPF*(H%$4CNS M,V?.G%GZ;&O=5Y]K'>BQ+"I_/LA#J#^,QS[-=:G\R-:ZPB\KZTH5<.O68U\[
MK3(Q*HMQ,IDW)MU M'OC!^.*L5FO]H,-O]9W#W;CWDIE25][8BIQ>G0\NIQ^NYKQ>%OQN]-8?7!-G MLK3V*]_<9N>#"0>D"YT&]J#PM=$?=5&P(X3QK?
4YZ+=DP\/KSOO/DCMR62JO M/]KBB\E"?CXX&5"F5ZHIPKW=?M)M/@OVE]K"RR=MX]I9,J"T\<&6K3$B*$T5 MO]5CB\.!PZ;ER:(SM/JLKHVFQ,IJO,GXT#-
N&EX[1U>!4=)F\XG";TBZU" M[NFFRG3VU,$8T?4A)EV(5\F['J]U.J+9=$C)))F_XV_6ISP3?[,W_-U\:TS8 MT;\NESXXL.+?KR497/+W=P*<]P'. MW_/^O]3D.PX_7=[?T/W-
W6_W'S]=/MP\T.7G:[J^_?WV^N;S->XVRA1J66B2 MK3U]T>"><[H*Q8YRM=&DZMK91X,VT'@TG8*+1<%MY:.%75%JRY(?!)M^I1:5 MC*;M&I"@XS63E7!4P->. IY3'%9F)0>L-
:DV@_IMD*Q4>@I/8@?W",*-"[= M%:H:T4ML;BOZ-0UV"9^PFPS)-HZNK'(9!W5M'/K?.A\SX(@4'26C"2T/$T"\ MG4=23MSA[YPWI<-P:&4)61H1TN-KTSWKGA:
MX(G[BGFRMP4':F4B7+S,(C*TEY)D1_1/Q/F"(\^J%:NOLR'F ML*_EDLO# 4"V3=4P[8(GCTB'Y%6>@;6(0T4#V,0./?9*[3&YZ;@IBI@C.8 MWBEM5-%H7LA6$:T.UEHA-
D8("8%!G'INTIRV3W(0.X'])3/C8&=%ST ,8;6F MG5;P&+-[SNYY;$<) 1<))*K V<337\# 5M9@^YCJ&AS6[31"K>60EAXQZ]+:AL [KF "YV'MESH.E\I#!E
M4U(&+)3;5RQTE.*:@A?,HAV(^(3J!](D6[;75@G.!8-!$+1](]\8Q!"4(\C MNI06>J4XS>/W\4VLN^%>T'SB&Z;61UJV=>AU"TC87G.)CQ4]85_/?>IE%U
MCJ:3WEM7M6=2)R@R1J:2\#/1(WB*'0>= MQPD^^.#-)MTH@+-]J17.*-P9L4#<18?SYS65V$(P,1X7W51?5&1S+#_@9"H48&'1K% MV_7+\U'6-:Z$?@FHP7DN!=,]-MZ[?
2:-3%5/N\78T8S?(ZE M@/,[.CX][1$9XG:Q%Q7![!C*WCW@0_!WQQ*]T N@4,<37;%[1PAD5O+!Z:T\ M:[63,Y30Y61?;/!9DFYKP;]'1WP"$. +Z\5LV7B<8)CL57^F3&3_Q>BU-Y[Q
MP1MIJ=U:WKLA$=R!\>6T?]J_VE_&-]K]\OAW@5^46^,8 ;:N8#H9_;08D(OO MVO$FV%K>;Y%_\%4$L#!!0 (&*N M35JM[9U0,P0 +(* 9 >&PO=V]R:W-H965T-
LDG=YZL5[DQX\T26FRE^I%YX@&7LM"Z*F7&U.-NUV=YE@RW9$5"CK92%4R M0TNU[>I*(;N+V%FDUD;0HN<*% UV7)U-L]%G(_]4+O MN+'DV]S8C>YL4K$MKM
\5PM%J^X))>,E"LVE (6;J7<7CN\3*^\$?N>XUZTY M6$_64K[8Q6,V]0)+" M,C45@-.SP$Q:%!2(:WP^8WLFD56S/C^B_.=_)ES73 M^$D6WWAF\JDW]"###:L+LY3[+WCPIV?
Q4EEH]X5](QL''J2U-K(*!.#DHMF M9*^'.+04AM<4HH-"Y'@WAAS+!V;8;*+D'I25)C0[<:XZ;2+'A?TI*Z/HE).> MF,.X;C.@*1AC!5RE,KF$N,LQ^!.@2H1.K
MZ,CJ/KJ)^(!I!^+0ARB(DAMX\I1)6A4._1F/_\4]H-?;Y!-3F236^CO_"4W,2XSG-\MGQZ?/J]@,5_" MZLO=<@[W3/,4\&BQ(HO:A8=K2&59U08S6+]!QG<\(Q$0U">XH",$9HSBZ]JP
M=8%@)"RQJM<%P:W('$]1^_ HZ#^2NLD1]JY "(]M4%&]@ZC+-=F3&VNII IU MEC7\0OA%[:SM4#L"M8%:<*UK6BQ7SQJ8R&!!DX] C48;6EKQK%9VL-;($RZS
M#CSPPOEPV45;SQF0::M"+-84QNS]3"V+]@[@]YKO6('"Z#8Q'_8Y3W-H'$.[M1))F5:5DI3@SM&49,/*PM&1?4:5&R@O!DK4F6W,?7%"O3LL=*65/8/XX;8 ?K(*^E^!B>_GLN?X#
(#Y+8 M#PC6CL^^$P;#I8NJVWI'E*BV[K5D+P*JK.9)<=H]/E:BL)UOI#3'A35P>J;._@)02P,$% M @ 8JY-6A@^UMH!# JQX !D !X;"]W;W)K&ULM5EK;]LX%OTK1*:830
UT5M6IPV0MMEN%]L'DL[,A\5^D"7:YE86/:04 M-_/K]]Q+29:=.#L=8(V>IB\O(]S+\^E7FZU^6I74K;BV[IN[*N35=MN7EQ< MV'(EUX4]UQO9X)>%-NNBQ:-97MB-
D47%D];U1>C[Z<6Z4,W)Y4M^]]EY?RUIO7YT$)\.+&[5!W3>![PBY);.[D79,E*30K*694L2"ESN MY!M9UR0(:OS6RSP9EZ2)T_M!^M_9=M@R+ZQ\H^M?5=6N7IW,3D0E%T57MS=Z
M^P_9VY.0O%+7EO^*K1L;YB>B[&RKU_UD:+!6C;L6WWH_3";_",3PGY"R'J[MA5C+MT5;7+XT>BL,C88TNF%3>3:44PT%Y;8U^%5A7GMY*Y=P<2MNY$:;5C7+ MEQAT^*?
&M+,]% M%'@B],/X"7G1:&3$\J(_:J3X]]7/2*$U>V$U1RE=/-U_>?WPG M/G5(3MDH;0"H!AG(Z\J[HNZ*5EI/Z#MIK)16%$W5#[&B74FQ4$W1E*JHQ48: M+@Q-*85>"
V1J!>FH(RCL49WRQ5=)+6!<"2?-$96HM6BL.(=O18(MN;L)>4UW'YT/OPIE>0DCR_NRICC2J&UA6RGFG84;K!W6QX\;HU!H5'TO5".6 M4B]-L5FI4A2H7E;4NH29%?U&-FTEI)A&_-
PH>GO;D@_.1W7^PI4M:N5*%FYY M=K6JGC^JCL?CAZ%6%G-=F(H<3^\/AI*D-PA:50Q61(,5LKE31C<4;\30ZKIS M\7K$DJ?T+TJCK7VX]M[27U9 8!]UFB\8D@V-
GM.60,%WGB6\%_,:#G$I !NV M6'0%@_%G8_2=JB04:B74H?D'9@#GJB3+55/6747:S[M6-+H5M5JS?L :"F:_M(\";IF@L8.@=Q+52=J-M49^+7Z&Z;*1;[UDP"Q&]L&K8/C5UU..
<"5*Z47$SP5LE2\8:_+KYBJ=,W MG]Y^."/<_A/O?BEX_2OSU1.?80'P@(K%:&,QU]]DV9%-XM-B 2RPJBBDW;P& M>&]'@+QOL+]<5?_%]@K-KE^___+VBM;@;(06];3$K0'Y#F:1+:2-
Z"R503U6 MR@&O!-&% H15K=I[5LO(MC/-"&354+&TY'Q(0\DL:LXEV'LN0#+H>8)^4F>W M8G&@[U0#(%ZOIU!=&+T>]>J#<^JT$7"D:NXDRRJ+#32NSUR(>;$2L8%C#96#
M:BG;YZU^CHVR@RON4-.HU+L,)Q@_ISWB.=U1BF_;%4DOQ)KX *H?^)*RKL); MV9>*@RV#D[O7]%R\T;9E?.TV$5H*+(Z2T^LMK!WF*O A1=LXAYQJBU7+1B'R M!:P>K)??
0&#)@?#B6'-[S['C;YF/JM_);6/47:AX!'D$6&H(GD+(UQC2)^/?/B8(:$ MP8X#B&V*YGX4FL7B$SMX(&OO6XFT'D9@'?P;GB9O#TO.,P$')1%?@YQ,C+V$+8JC=,^N
MV,NA]QN7K:AS@'2ED,T(-V*94< 2_@M]XQE=64"8!B]/M!&CT :>9E'/#,2U)2+$B VH0M MRGRR+&1G!0 (O',,I$$6.) & 4,2NSBN">!VFJ4.I$'\.$CA#F1',,LPRB#R(MB]J^7ALD^2!%-
.H1D$;>+)L12*,(1N3DL'D&:S@*1QCD&19$OR <3D *V3X'T\'H:Q6?[#X^A->C=GW.-@*(YQ2=B MR$W1&@,X1]":^82I) Y94!B[C":Q890Y?Z'T'*(U\M*4E_:]?#;CT'LIHPX6
M8Y2C^LS(\:BV<>#_Y6@-'T%KP*9EGA\.98JS$%:F(:N<.1"G,/<86OV<@);' MKGSZ7&!CJJY)Z-;'<%JX$<"T8!JP#5A-4^.8S7H"VHPXP1""OBN^%-AW,-J MY"6 X:-83>* $
NX9ZCSF9AAI]@A-?23"5*#4"0(#[(Q1[U/T@E2X^3I'1^MJRDX:D!IP#(.(_92X[8=4 M/T1JR#LF(S4)>(S4OV E MSSP>$"7O$OO[/K@_:X3HG1Z, G3F: M->*8MJM;.[#R ?>[_CE\C+&
<3V"^Z)K2Q=1U3A+DVWR5+3.N"1.SW8;D>+L^ ML0*D:KTAB9ZHY;*HP5J+;]19,6N^]_:(5"O+5:-KO<1[H^S7R;F#)U8=GD9J M/,VY Z(WJGLN/K)<L3#GH;;V]WY
M0,_560#$SF&8]Z -,G)!_;P5H.@M&M1^P(Z6_WPKKLL>=-3X043Y6XJG=4RE2L:]Q-$!A"U*FU[F1+;6" M:@R#\PR>)V$F/<5*;W =) RUH[=AD]++(JRAPERATZQT*KB13'4,#Y"<"
[]FQW.-L83C<61HXO3 M\>1@/]G.2)7W[JQA+F'Y>/* HN].Z*Q+JG[A2:+P^8^+$-8E/M(+HHIAAU[X MSS72IU1QWEPCC>M6N.!CN*,9#'
MPY'4R!$])N+1,X7#$=S:.,B>/E;T<4$WB' MN/&T&):KPM!G"[@5S"U$2+^W'L*?Q,ACY]S#W>0/;B:CCE$LX%)VV=&-88^= MN+-4)R1\P(6/)2/S5S!1/N,AM/;G 'A^[!O5Q>0#XEK"8?
29E&H^.)7[ECB^ M';_$7KD/D+OA[C/N!_A;(0UKNVCUAC]'SG7;ZC7?$EN1 MA@;@]X76[?! "XS?IR__!U!+ P04 " !BKDU:.U0F\48- "#)0 &0 M 'AL+W=OF7VQ+(H> MF:'\?
&_L9[=5JA%?=F7E7EQLFZ9^=GGI\JW:23J-/L7%Z.+>..C MWFP;NG'Y\GDM-^I&-;_4'RRN+I.40N]4Y;2IA%7K%Q>O1L]>3VD\#_A5J[WK
M_19DRF_$T7S?;%Q?)"%&HMV[+Y:/;_4L&>&GX4^S]V.GB0N2M:\PN M3(8&.UWY;_DE^*$W83F\9\(X3!BSWGXAUO*-;.3+Y];LA:71D$8_V%2>#>5T
M19MRTU@\U9C7O/RH;E75JN>7#831K%L5JC@6 M< DMDBKCJ,KK\8,2WZA\(":C3(R'X^D#\B;)M G+FSQLFEA;LQ/7T-4" G!O MLQ77[%AEQ;]?K1S?
\]Y#WCYT/R*5R>N5KFZL4%XL$I>ZLN7O[M+Z/Y\!\/ M:#]-VD\?DO[0QGQEXMM?W[[[Y:UXWUJ!V+62T.]$;36B3I<'D>-2NT:8-6Z: M6UWH:B-4=:NMJ1!NC2P%&:-SY0;BTQ8.-
"5BET8UAR6>?*,(4(?$_H88W?+$.;/Q$?E=($Y&G8\$N/L:G(E1LO! M1/R5+Y>8@\NK<#F?CL7H:C##Y*76D#C*%LLA M/N=7,#6;+6;B)^7<,Z&K!OXSNUI6!_'X:C%
[@L_)!)_+V?!)FI^)"NR_',[$ M#$HNYG-\CZ F74]A956LL4=DTW)$'ER24?/E^.PJHVP\A6SZ'L[Y>S09/TE2 M_%I0>#J"60/2=[[YPC^A.JS(?V<@5..X&C*UJ-XE%T-%S0=+L4*_,ZS*=8
M>$&KS_#K'EE1DR7,0)4?\I)" "&#P'#TDU"*-7>F MT V +TM$PW2(S8>P"?AQ#"].9G2]"%M?F0IXL4I,%G1[*B:3(;['8C*>\[6' M@?$X62[%%"H01*<#VOX9;XP?$T/ND1C-
L^$$WAL2Q C5HVEV-9_U;TRRV6B4 M;ISH$B4%7NA311=SGD7?,9E@]5=Y;MJJ@1/W6YUO,8HI$'! %A2Q9*0ZQ#8Q!\;+S ZY BG?F]A17G(:+QK M)/,(/($/LJ;90E(T21-
GK9T*2<6JDE?O+01[7..;0-<_$5UW-!KO.TXC/5I:M8 ^\(^%;TUYJ_Q^]P; GN1^IG\B&5*! M7-Y$QH)G0Q!B2*'A%?B<-R7PA/.PB%%'24#1'IVH$Q-57Z^\; NZ8WA/\M;: M&*R-
VD$3U)ZALE+6;QHLM5U$$^[7L"1"8RB:/W^T(XW6ZMB0ONQ"K &K;F3 M[$'KV5XJZBF]5E"/P+""H017JJ,HVJSXO946AN("^)#%K:QRY;4J3Y)-M,!+
M:@ZUSAFH0285O$DPRE9H3L4K/Z =0_RU5GE(J\Z-OB# ,)C,"9^"&9MIB@XU M!.%-I?_J!89G3.\0_RA(E [H@ L=@L"8=#!CK#6\?HMUP!,$)V3MK"(=SYN
M)ZZ";F=4ROCWVG+,YLQ6/2_SAN,Y8-KNU!$NPR@%HWZL4C1E0)DE[W),LXB M&6WE+0RLJA:3P8Z(%^7@;@^*O)2MXT"0C=\,[0DF!_UL%%.9K+ROR@.90)[MW4)]
5D0,5"I0_3;$B3] OYQ1QQM];DR>TAJ.EP"ZZHF'09=+9 "-VX7)I Q M=T*/=JEC^HZ>00I0W&[8U[JNZ9N#%%'L**A5J@L)QT"#0E]5=,'.BT0M9-KX
M7E;Q$/#TGA%V%>]6W"DK]MQ,172F?9,YV:O"QD.CAN*#B<5?!PUEKDM*R1$" MD6CCB,%1Y)Z&HX_<1/$]N,.5)*Y!5]H/&_:DLD3$ZGO'2?)Z70A!5\'=AXV.=/\$)MAM['H-
KJS!6UJYL\I[MP?/WB6?O72-NF=+SKCGV[>' M!=.83@$_(@)D<%(;WJ0Z\[[ZL[?P.3]Q:=/$T-@K[[6N#^KH"1!&_=+0 AF' MOBEU(?V3!&1O:LR!<-=6_H'$9%K?
(5$%U]UA:^$ZK4KO:3 (<@1C)(9C)L"5 MNN:BPK)MN /.V3!_@HEK*H%X-F?!KI]S0>33&F!I>@(C@:4\+Q/[EF:#$-4Y M1OFLS'GXF(X@ ,47]7') "5GHV\IJKTSM3MN-0DH&5N M#;J
6#IZ#Z[)Z;Y208W4EE3O'?HM;\:D&\N$SO\E8HPJ5:ISY*W49<0BM1D; MW(Y%ZO\>];1P!ZG[.("Y$D#PT$ZA;VSL2\ZG[A\P(":W!P'2Y;R,X.OSGK#,
MQI31J$4H0K7JTV)79GOJ\DH5:GB$C.)DA$U&+]-3NJY+3L/D!3*(RB.AOM2JT(1^S$T[MU46U]W=4WX3T&V4R?J(KJ/[55)QUK>&'X];P.K6&-]P:OF_/5+2)/)(2*#!-
MN]D&S8\D4HO)Q4E9L%_;#;-.#@98&:I8'[^_OGZ2\?-*[1WP!#L>OW_W 3?A MZ9U&V96)38E>"9#'%]S"DGW'&7.*HRCUP/;5B&-ZC@C2E4^\'B/:.0_[8)A5 M*SX7@H\(&
[NV0F35U&D]4,3&%BD'>E8G*=#70WL52PW1UN')6E,+%+WB55!= M3ZY)0XE17U17S%,)Q_Z&.L%J])&(0-CX&_:^="8M%$U!DUF1 B&/W+>83R_(
MAD\I&QYZ)':N7OJ>E9&C%%5\E[)&-R4_CP1M_Y\E3:2S,W9T57DO)'OG"3U5 M^KU-=Q[C@7MD'*836+)O+ZNCX1_]:DQ[W".&U&-6I=Z$>AK2)7)>M7D*8W;! M=.37P6;0M19W>]
<^Y9)&#N+%"(>5_A!(DH#V6 M?=D]A>>=$IH9H# HK!J:G)<4[)UC,:VMNNWI)Z4^#D*QYWH[2R[B<_+SB?1L MC@P;\94]I<5ZR?LD-?]#=%3^ZY8-3QMXO#[V&(-
,+L/4_=;04<(W&(NR+)U% MT:%9A'D"2&BEN[!(FO>,;Q1GOL3 W[R M?1.=E'IW:Q1G>2+76*(\2-2TB)*P*ARW\D# ?/P#0=4_3;[GS[1$>K.,F.? M^/=I)OP79'&6H1$T/D+
(J]YQ5'4GDRP7,BUJW32 M_!753\\9 A'0#M6JXD XZ[$N8O;>Q5S9/%AM'I_BWHD#WTT=ORCT?6[*I@6(M?U-YN(>I'%/\>L:?[SM/"MV;Q^3G4#"FFG @;LX?P9]Q=;^:8?F]MXR9?U&
(MENED6)P<\B*_4^12K^]SFM9#78J+]$+YFDWZC>(J;[LVJZW1'F'7:WGP3 CS M9([NVZIS''C\AJ!G"I>HJ->5?R<2SB7#<0$=S8#$")K\%X!4* !RMB%(A3TFL?8C38;U7 13QQ
MZR/Q_V0..C,^/R 3TI+GCO>1J\Y"8\JK$$:.C2[$H^4XOI[F,8^6DWB=]=Q(M%$2GBQ$:QV]_?-J0M89?6.H=7P)5765VSZMRKVF ZCAW1_4#^"KE,E=7=9["\\V1?@?4U_H& T47==
<1[E!:<]96;'NLP?4,5# MY%YG4F[$_3;Q5(CBP;G_7%SV_AC#QUST]Q^R#7SL_R.3[J9_&+WR?ZSIAON_ M)_W,QY].E&J-J?A2Y=ONM MN??E;K?
KTKDLA%LWI=3X,C6V$!Y3.^NZTDJ1!:$B[_9[O:UN(91N'>R%M7-[ML&>$.C7 OV .QH**-\+ M+P[VK%F0Y=W0QH/@:I &.*4Y*)?>XJN"G#\8S86>24=*TS!-JZ+*A9<9G?FY
MM#0R!2(]YQ!<2SHVSM%D&5:-EMKO=3T0L)YN6EL[C-;Z3UA+^G1BM)\[&NM, M9G<5= &]P=]?X3_L/ZOQO4S7:9"L4;_7WWA&WZ#A8Q#T#9[0-_Y>*;^DOX83
MYRU2YN_'G(PJ-AY7P66TZTJ1ROT6V'/27LO6P>L_DJW>NV< ;C0 -Y[3_K\' M["?
6/@U//XXOZ>B4AJ/1YY//Q\.K\7LZN_HTOJ#1V>YT(2:1T5K&E762ITNZW.OA)>/SZC^U^TG_'J\EFIP[80\=I(N&?1,-+<^&CJ4]!I0 M@Y_PT8??8&,G;&XG_<0?;:OP\ M.P-
0D@1VDM[OT[-%[4$G_%M9_UU^MJ%NZT9=.]GX17)"NNQ$<$'+\[QLA'H9 M=.X54%@(U76GR3QD O<0_O B)W^OKT2&Z>(!P2]JT^^E%RIW)";,^$4B35MW MD:B *V
:3J>X]$#V&/V-CKPLN.VR:Y<>.G&G\O056F4(X5&,CW)TSL>59L&/ MN,ZM(H9^EW+/G'+/G,L,77R7KJ3%;20 5)" H">+*9A,OSD.3@S19OB+.!VM M=LD?N%
Z&9$VJQ[D0)9=V\A8U]$ @-MTZYW$L<%M-N*MTZ JS=FG-M>(& MSH41._K]*CAMSA3:#K76:9K^#![#K]742>_SR-0VFF-2AZ'.9;;7F LI?;]Y MW+*T%>0C^KNU<*
<80:,A9)Y6>G;G^.,#A,L O?:F"(YTG8T+<'$3"U-9^EZ) M/*K,Z@-N14=9.U>BXM9"/AQ^.$+&>F6CJ^'D:_,"G76Z:H>HERN$8V,4FD] MYX8LRMPL93S06>"S5@P@)!C@P]&\RN
*.7;X9KNK)O\@.0G.XNX:+N=(Z(FP M' #>+V96!C1N/9HNA?4J5:7@3%]PU@;JN3K9L"E+8WVE^=H&I>!4LD9\4I:F M59YS\=OJA@87RY))0--!H,,E2:H0X/A<
Q5%#)3(:.KHN0F0YG"G5!-JKJS M6#0!'6Z+*>ZT?%D$/&@A48=@R7K\7-GL#?NP;/;7^&WDMZPL+D=(< XWYH]H M16^<5J$?
90A5ZO,E0Z[!UV+/!7N=AF@MX,;AL1(C']QGQ3'3L_IC<#U&%(;, M#+2R$FZAI(U^$SH!AXJ77FWC29+G\7T6NQ4B$'Q(4S!IP](]/<&X-1PTK* F MW%S8X'RE1<&K_T*(TQ^^5\(J;
G%"2EYK4SEX#WKM%FHFA?U=F8:#2X 9Z<; M>> UMRH[UAU[5[$:[4RNLJ#9K3IG(#SN!JU(+]1.G;IFDJM9??"$1%UQ^\39 MMO[8>Z!
[ZS%72#L+3U8',#A=XKNN66U>Q%.&I^'$>#PTPW".E[VTO '?I\;XU80--/]794= P<),3 9 >&PO=V]R:W-H965TZ.DBPW=K:A&#; D"7JWN\Y\DYG:V/O70;@Q6.1:W?
>R[PO3X=#%V=02#

\]L%>G)G*YTK#!RM<5132 M;BXA-^OSWKC7+'Q4J\S3PO#BK)0KN /_2_G!XM.PE9*H K131@L+Z7EO,3Z] MG!(]$_RJ8.TZ]X(\61IS3P\WR7EO1 9!#K$G"1+_'N *\IP$H1E?:IF]5B4Q
M=N\;Z6_9=_1E*1U7^HUG_!+4_,Y(7F]SQ5:P#[3$2 MQY7SIJB9T8)"Z? O'^LX=!A.1@<8HIHA8KN#(K;R6GIY<6;-6EBB1FETPZXR M-QJG-
"7ESEM\JY#/7[Q56NI8R5S<:.=MA?'V[FSH4301#.-:S&40$QT0,X[$ M>Z-]YL2/.H%D5\ 0;6H-BQK#+]-G)5Y#/!"3<5]$HVCZC+Q)Z^B$Y4T.RK/J
M01($NIX*J1/Q$R0KI5=B00A17H$3U\K%N7&5!?';8HGDB)[?]X4E*)WN5TH5 M=>I*&<-Y#TO&@7V WL6K%^/CT9MG7)JV+DV?D_[W<_<78FYN%[=7-XMWXN;V M[M/"7]
[_>/OI3KR5RHI?95Z!> ^2(A$"=J-%P<\4L92('HC("9,*Z1S4,XDRK+\3F,^D)T*I0?P ^!5(49I84+[G,02A=5BCW M^W?P +D8_\ :L!B>\%3Z(-?DAX'X#$+FSC U;D'WN.MQH.3R5%6D+
+4% M0%=?+%W6QYTO-A49;2$&Q<'I+)9RP^&BF+;R,::62&P%7^62S<1LH9FNDW\, M5BSK+" S+KO,6'_DP19"2X_X&8@%HP0K&XHERF^JFU7CS:3/7NU'4(SP
MSY7QJ/-.K;1*58P@V+E?L-&GM O"ID%,4?D*6=-*)TX=.XN#6DASE0]H@ITW13P;6I?C^C7 M:.C<=G938LKJ';1F.]J1TL?Z@%*J1, C]A)N1Q&E"U';<,YF]&NT=&Y#$MIH M1*-
Y>^5XC*>S3BS>;7%S>LC6+K:.#B.^8VMN]"H NOO^I9A'S66;E9W'*SP: M427Y&6/IJP1LV >_1>_QC'Z-BN8?ET*H=DT<3^;M]2LCD>/K-#(\> G CYY.J?
40;G1$[FS_7)#=X"PYD,XV2,]' "8 M$,*W5M@X:./K^*-.3!J>GW@X.AYH$CHZOX1Z;EH=K!AP0=%3\=@*8I- L0IB MZPX"XR@?C^ 1L,-I6A.]"EJ7QEH^>QWV:(@5EA/C(:[H#
(];@'2;BSU9:9H, M>J4TX@>CP'XZ[@P>)+9/:,D3PYM@!;+6Z= 91DVG&%J7+E^F$-8VSC98IL^# M:"#N ,0MQD.\[@?<];EE2RO+B%U4%';BKD6>57"*]!E[:[IH(^),HDVN@483 M"?
A<]1[1A%.7R"%% MUM%@/NOA,,>?@,*#-R5_=ED:[TW!MQF@PY8(\'UJ$$KU REHO\-=_E02P,$ M% @ 8JY-6OA!FD5,$ P2X !D
!X;"]W;W)K&ULS5I9G#@BY6IM=]OUZ;!FT7K:AWPTRT/_-H97?*DNCJ8'1Z>'-3:-CLOGO&SC^[% ML[8+E6W,1Z=\5]?:;5Z:JKUZOC/=20\^V>4JT(.#%_6>FDN3/AU_='AUT&_
M2FEKTWC;-LJ9Q?.=L^G3E\W%O/"B_.VKFV E(-7 MNBG5>=L$VRQ-4UCCGQT$;$$##XJXW$M9;G;'H<55EZ];DI3CAD<]PT>\WM&?85B]LKZH6M\YH_YU-O?!
MP6K^O4T,LLGQ]DW(DY[ZM2[,\QVXBC?NTNR\^.%OTY/#'^]AX;AGX?B^U;]? M9U]9[L.[=V\^OWO]_O.%.GO_2IU_>/_YS?N?7[_?/Z0KTU2UVICZXMC"FQ MBU=?C-
0C^_FO\&U5&B5N0[DH>&R3&7;76)D:K25T@,\NNTN2%\GNE,=36 MZ\H0$Z947B\P1+O2TW*0V+K%,/[*,UNWP=<_.NMXAM]7;QH55D8UY)F5*MK. M>:/:A<(7-
>\|6/1^HJZ,FINBK;%;0U1A*]NHBEE:#RSMJPL:4VO:Q<.?:=2" MUI@HH)^N ME&Z]1O7;F,TZ\H6*UX-/,* E-&N8=$1 M\X7V*[4 &'H%3%5:K;4+M@";#ILYVY;[ZJP*J[9;KHB!0C=-&T
N:"5Q@VM0 M: %(8+@+S!T8U\TF,H8WP3C@2%BIPK@ 0L.&95&VBI::F\H::("6NK%"E""8 M+EF#-R6%5:M*]*=I(]"+ ;J\-"3_R"[EA8IH.ZVLJ4F#4.:&O9)J[7>DBE, MHJP];PK.HX%
)H.((H/&6.!E7'&8A(1C6WK+;0!ST$&F4V%'99:8!\B]|:V M)-ZBTK;.=<=OB588L[>EU5/10H1@!UWD:6R M^Y)T>S!XJTUQ:US9D]&";/!,"
M9/:J87S.X^T='D_46RRW(*.B95^/ECPGXO89;XK"=8;]98M)K@RV;+&P3]Z. MUW,-N43TT;YM\'.CC"?'P0M>E!U57U=KE$/$"]O*O!U>R1)6,'&EPP\47=7@L"\/P&_
M=BQ)WY$T(JI%UDEEK+"H)J*/!*CKMFL"V[V5 "&;,+>$1\&&+A"64Y@ +3T] MB"B+;R%WW@5@Z)T;06L >\:@.4V:&\;B?AD0T@C0DF,Q-T"WG'8F%9JB1T# M9!,L!=XC4;K2I2
CC5PA^:2A?CR6@A,X'>QZ#:]#LC""J:NVJTHF=VSI)[VA MT^K&"?$9J8/KW&7:[RA21>!QZF/,Y3]6NN$T0B*?71-E$&,]&KV.H]<\FL42 MT1;$@=!+8#!("#$G .-6=C
LN\7;B2\0/7!6>B.#"KM(- 28Z(ND5Q;'YA- M9&RR[;[Z%6DL @=Y!/9 1I-9YCWTBMS)/$JGKR#N!P*#9&$P0TN++EQ;*]B% M(8KI/T4:EB_*+I]/YI%D-1U1L[>@?^4]VZL'! N =?
5E6.3U)3AX2#&L*E,R M12$0F]?Z=U+&1E(;HF8E F#'XH3 M8Q!< OHRJ\(SB-HT;@?_O9X-CW]$:&Z MB<1=PN3Q+XL$^^I5YQ@M5R9/V"3RX_FMU$V0X"8+/M- 3&\2*?
<9$$;U*LCL M[F9X8=\QLL^?"RR_-M!PR2D.)+"%!>U$2F.N- MX&KL9'$_3BFHDK=U5ZNF8\0D^^7BB/#?NG*/+'03IQ Z*+W(D&D"%)=V&O=
M'IG(L#G[3HTLD4V'0S>]*_'BV>V\BB6/C_LS0#)71&6AUY:2:DB>I$L2BO4H9A!N4JIEW*6%=XUVV1[; MQ=^HA*VH3GM*#Q^I7?I'?R=J^NB0OIRJZ2%_>:Q.'M'_)^KX,4$'P'-!T?;H
M>(9I3PY/U3E5?=S/H"^OX3N7NNJ%\@D0ZU FW(8^$ZCN H,,Q<&@"(52C:R M2"/=C6C &/QC#[/"Q MFIX8B/$WP\.GW(9/T5PB7?.*)/4(+/Z3$#Y[95 MMI,53=3W)K2&V)?
F9IM,IU8FK;2DKD(JIRGQEU#ILW8,M=V0)AOCA^:/XV8_MQ5F!S)1F%5"P=-,G/=P*8F$)O\!(LA9N<%#"C4 B9&#%VH;4"QP7S41)1>BT MQD/(.79?
>1JP<2\]R/$-08CKW12>M\K^;DDFX(X4#/V6;].;Z)%,[6R"!]= MV/_$"O+;M[R%HD_%+]@5SK^+^5WUZ D^X
5O>L*GQT]@X5/UN956S+>2M\B4E#;&T&DP$U4CL1+KA)^#6I<7.K;_']I6;-90,U_QBTYOQ36GE'6MJ[(EDI:?A2$YS M)") DHJ;!(*OU.4-D[P'B-
RWB.WGX$A!I>$6:C316(O'?.BK9'R/Y"A)-M1K M14G&GI2HFP9AVA@N;[E6TA721\[ZDP!E ME]@'*K^90>G3<1$AB#5>,))39F:P3;YRT# P-S:<>S1"A#:2:@ZE'0EB@CQX
ML>B[&*LL[./?\J ,_!.WCAR;<8@=K?T>E^=E2G? MK^0@1'*7R"&7U"=C7FJ!W&K+Q^RY(GI<;$(F2,DI&D65+]*X"Z/@,FQ+YQ*N M&TJ!;'G;2 U&]#*$F[N YROAYNU-N*%HG MB?
K=H^EIWQPD,G>/CH8'U-&]M47>&Q5/4DUN[BXVL ?1/LD*OFJS M/R9V="#9EY?LM?S;4+I-YM&B(.>JLR\PD9G-4D/C#F50D0 !#XGQK:/'U+N2

M8.@,MS6*"FJ1UHDF.)T'2NH+35U?:@9*8[':2'GT7MBHFTD/,#D._,P9HRBIWM)H^ MV7_R=^IR&4I2B&#-)V/4W"2H&W>K^,I&[&>Q\'-9Y#$T\XGOXT(B!NW/(;;O M148=C^-;+
(\I%2\1B-TF-0\9P'IUV8::G]R3)HM8\D%%!8X;S8V*VFBB@P=P MRUT7JWTIB44C? P#4^!#1K&=V)$D:E?T&/Y7W.^"1$AJAA91EMIZ3 M8[.6(1GWQEMW&^_D
M?'3K)0,9O^6:04YO&(K@4@D293U89N[GH4K^$KOU0L]0Z'XU+,C)7FP-1A,A M_TPW CH^."TS?C&NAWYO"$:S0Y6^"\,('DFXX^)%ULE)AP.WST&)XCXS6D@C M-
74K]]7YZ+S%WV(CI6[, VVHX1-0)X/&L294=.117Y MB>5PBT=Z\MS#[D4^=KDM=W:&4/#7W=7YVFD6^SX=)1KRK'AZ13V%Y%W,ZJ6N M.K;#?F0Z$]?E;TB &
[D&,YCBJ!>4TKALV]') P&?_S^7H]RZ>:"K:M>2@Y3B.URBPCDZZ18.M_/HYP)EC:$K2T"\ MO,\S5/;#595[,Z.$(3X>?K5S5I9LQU\;)-:.,O%10REU"@4_B+4^8]><^/== MRAS*1>-
]EW%\.=&9RU8\?:+JMAP@%T)'@@7U2!V:=8M8_%L/3#(?'160D3^. M-OR-#]*&=DFB+::;7$2'&Y=\AA98D6YD9#D&ULK55K;YLP%/TK%JNF5MK",X]E@-245:NT3E&S;I\=N
E6P6:V2=I_/]L0 MEG0DBJ9^ =_K>\Y]V!S"+>-/(@>0Z+DLJ(BL7,IJ:MLBS:'$8L JH&IGQ7B) MI3+YVA85!YP94%G8GN.,[!(3:L6A\"#K7&J"8<57L,"Y&,UY\JR.Y:,E$
%811Q6$76M3M- AUO GX2V(J]-=*= M+!E[TL9=%EF.+@@*2*5FP.JU@1LH"DVDROC=2<9 M$T@'R'<_(,_Q@IZ";LZ'^SWPY'RX=Z(;OSL'W_#Y_W,.?>-NZ()^.BT64U'A M%")+J8$
O@$K?O_.'3F?^T;UEF3)&Y$=C#'HQAB<8H^_*Z&\HRDK 5U^8T)< M]8VNH1@:"BV+F]AS M\=JVNPV9_*OW$JQODT&1[&)3UQP60\G(RZN*87>^\S
M+8&OC=P)E+*:RN;>=]Y.4:^-D+SRSY32-L+XEZ:1Z7O,UX0*5,!*43J#L:J* M-]+7&))51@R63"H,&PO=V]R:W-H965TNJY,2ZBPG/ :F'Z2B<&4M M &>RL_.5Z8>)MP"\"K3P9(U/)GO-
G,]ED ML>,9(:"0*D/ ^G: .Z#4@+3&GY[I#%N:Q-/QD?[-UJYKV6,)=YS^)IDJ8^>3 M@S+(<4/5CK??H:]G9G@H])>4=O%AI\=E#92\:I/U@858=T=O_3G<)*@.><3 M@CXAL-
[=1M;R'BN<1(*W2)AH33,#6ZK-UG*$F9?RJ(1^2G2>2C;Z>#,0Z$G@ MC+ "K83 K !][$I&KM(JF#@W[6GKCA9W+S06Y^U:D]@=!?$;[@-LY\SVTQN"VN M/KAQOW'N13_WI#]4(
K;!25*><-4URJ&U:'1KKK^\C>\Z](/6!2$240AUZG> M9*%?I^@Z7S=1O+;=9L^5[EUV6.J?!0@3H)_GG*OCQ&PP_'Z2-U!+ P04 M" !BKDU:/*4S.!$" #=! &0 'AL+W=OD6E-\Y:".I
M\Z&IB6T-4!9!4I L259$4JYPF<>UG2ESW3G!%>P,LIV4U/S<@M!]@5-\7+CC M=>/" BGSEM9P#^YSNS,^(A,+XQ*4Y5HA X<";]+U=A'R8\(7#KT]F:/@9*_U M0PAN6(&3(
@$5"XP4#\\PA4($8B\C!\C)YY*!N#I_,C^/GKW7O;4PI467SES M38'?8,3@0#OA[G3_48_R\!7:6'C%_5#[G*.4=59I^4(]@HD5\-(G\9S. &D MJV< V0C(HNZA4%1Y31TME%*W\!4$L#!!0
(M &*N35KW;>G(X@H -HL 9 >&PO=V]R:W-H965TVJ/1W+GJW>ZN M3>942+NC*RKQRTR;0CI\-=FNK0S)U"\J\MW]O;W7NX54Y>CXT%_[9(X/=>UR M5=(G(VQ=%-
L3BG7RZ/19-1/#2F9T1>X?U2>#;[NME%055%JE M2V%H=C0ZF;P[G;SE!?Z.?RI:VMYGP:9,M;[F+^?IT6B/-:<$LM(YXX>6]^!9'C%LOC+U/_J87 M9$I9)B2^_ I!XMQ18?
^UR2]AUY>;=^6<>V5NN2JGJ:J^3)3V_W)V\.K'"4S$N=:X",MTO6U*Z,SHPL MK)"&1&+J1,E<."V88I$SN&='7&#ANEO!B+)4?_A]QR*G M5$Q77O[97-%,G)>!.IF"KIHU%
[.92B#TZ=GYU<6SL5 6#&0Y;_Q5AL]YN^S$;=1.\3W7A:Q3Y<8;HD4WB($B9$;X%9:I10S3K$98'J M4+%Y?/>Z1%8AR;$=UE3:L0LX_A&(?HNRU O)Y"X,0[SH(.XU5E]KLL'^S7Z"
MCA+(4DXE$)WH H'@U7 +.Q#ZDR@R7$%7!'G*0(#@*& M%7#?T :<4L&](3P<%"^X+I4W"5>DZR[W]ZO+4%=I(?.: \F)%.*+3U7< ==X
M=4]Q+L7\IZSA;!149;=E%;LY5.]\)50@)T5P:5 G^K: S9G7PUL<%&;(B84$ M(EGF3"SERO81-:V=*+43N<)R^,#I=T+"@*CON_PYZC+=!M &BP6.*OQ*[*V M3!%\>R"F.
[=L0BH&NO()C(S6*R)1S4.2"ZN*.@_T=2!0W*[0@:4U$PK?+U,Q MUXE'#BI/'DD@?D&/1LXT66H=!*1Q=S;6^ZQA&"3F^6>1*BNM8S=1PNB*A6U:
M(SDY@HEFKJF]E;EDC>BV.2'6(6N#"PI*58P8U@13K:BD:7/IXQ-95 MET/,R$F=.R_S!L5C2N"#D)J>PA"-+X&2IW!S:IJA4V"6K%5<\A#/X MLJJ 5E\.#64-
TCA!8TJM&E8=@Y$9&M(YF5S']():8%/G%>X7A34X8$ 0OT>. M\T%-498]IP,022ALL2./:5 TK07+]4G$6LU598,U@W'R$C2\9#K@\JTEF;4L MYVY!EPI1\>R>*]^Y>?
F\K1ME;K5H68G* M#'&^%0!6126JDF5;J1S&CPAZ+ULNL11>21IT%P6HURF.V7KF- D) $Q@W4 +C M4P1\R@S\;D.*<&.%!7>N]5>SA$VY! MQ1DR1CE'(0/N8>)-
+4_COD:#!P2NR)A(< RWTNX",3S!"+R.P1,L&)PL@R M0TGV4W6^ZM*YG8'$4XP;%Y5]!B\N^# CX,*AZOX1O-AP8K APBM0H$9/E,C: M4C0$Y:#@.;?
KP!-9R2ED84N4*,2FX49&9Q&U"AIT"O0:)9F$^N/K5P989OZR M;WFEL/44U80=?$VKULE!#N[Z6B/AR(2,9*?< L/.P/#\JAV>7_TEP_-YU\M_ M^9#+;.- /+P59DL:T/AUJ_'KOUSC+8/\|
(:/(]4/.U(-P.E-"Z*[GR'\#^^T!?]O6X7?/E3AOI87['X^I/6XB8=9<=]QLQO/L6 M(WYNC?CYX5Y'I)5O0$Y\6\<-EQ&7*#>:S[=6XE=US5THD"G7MR6*2Y"B-G] MI@WK-$.S.V3;9*\
[;=Y[J'4;ZG47J6W\M&6[BSN),;ZO1RB(.Y-V)O G94U+ MT1]"UOF.JS4Z%'8NG!_JTX;FM3F%BZ,GM8U-Y,,-W1PF87YFD6B3KD\KZY+O
M3/=^].Y;"2KFD\Z*^XG0QY$WO2WEN%Y$U-PC?&V8\HKP;@RN2*:#4]H0%TUZ MSRDFWX:Z2^<<;WS$\WE7^: M8EM4H.VKUDX[^*B6SZ#+?KO6GZ-LS8?
N!15L@>]Y>];QHSFTQB$!*C1I?:AL[@W:<: 91\:B M1-:T#24/$.VI!Z7C.Z=;+#HFT-CWA[T#OZ95?$H[V<^:FA/$EB(>?F1;'YPLMGOR&;_ MH6O3&P1/).&9#NOW7Z2@80T?
P?:C@ZU[\#P9? :\"6R7.O>'6+U^>RM>AC=Y M?.;Z^,SU?_[,=2@]NG<8)M_U$H.V*APD(7XM#]LUXKU_[-FR]9:1;M(=)4V^ MZRSIS]BP+?V'%?B_3:$A]W?G8I/O.1C[A=/'^7.4-
<9]D/NW'Y0]\L#&(':G M49,"T=M[LEZ(?R.?!I6YG$"?)P [TR 0S#OSC G#S[$?&"I0*NGC6]@0YL\ M4/Z^[41SM_>Z*1JXS+]4RZ^,U*4+;YZV5]L7=T_"ZZK=[>&MWX_29 K6Y#3#
MTKV=-RAC)KQ(&[X 4O[EU:EVZ!;]QSE)-(=\ WZ?:?!2_,(;M*\S'_\'4$L# M!!0 (&*N35JNAI8I*34 ""X 9 >&PO=V]R:W-H965T/7WVU M*]?A71A^W;WIX--
C&V59;4/35VU3=&'U]8.KBR^_N7R!+] 3_ZK";>_^+G I M\[9]CQ]>+[]^\ 0A"G58##A$"?_T>%C, MO.S#=5O_5BV'S=%(NQ M']JMO
P0;*N&_RT_R$:X%SY_SXO+)Y;,3XSVUC7A*XST],M[4BO_/U;P?.D"<_SNU M8A[OV?1X2$U?]KMR$;Y^ .32A^XF/'CU]_^X^.S)RQ/0/C-HGYT:_=6/90,T M]0Q_ .VM!\JP$\
N&R6Q54/%+9#E.^GH+[ON'__C\\O+UZ\/#%Z\;HI8&F[MLL--:\>N6%5-V2RJLB[Z =[8?I9<1L 8=^'HAFWH6O'O@C)B*4;<=B40U&N M5D"R\'20_DOVN[(2R+JL'O^S
Y%0\'Y[C=E@6I:F.6\^ T@ %)B M,/C]XS#,PZ(V#&7-"\0786VXL8.<'BYS;&0W MASTL *$NAI;F+R/9P3;35W7;K,]JF(+.)2 \5;.HQR4^!/O5WL BYU5=#?M9 M40-4JZJN
88;$#$[7$"Q:'O!!EQ>#7NUV\'+<#)UV^-)X4\[>.A,OZ W7O+T M%0^.# !!V@$. 8 P#'ZY)D3 DQY,(@"F+WI&YCTOOBL7&QD3$1\PI"?TKWH03CV_ M09BR# !V782Z#[>; %\8J?
Z$1(CG?0TC FM=$M)^;XCWSA#OO/B94&(8:9]Z MD*P]$.T>I@.>T'EL!!PGBDD6?WZ"LSXWSOK\) >\+OL-;0_]\1WL!>PB C?% M3#]Q*&1("]B,:AD06^ 'W$/ MYG
$<'_H1MX=8CE&E8 (PI2 ->.R%WY$0OX%#]GAD+3M/3&EA1Y/ODO_[IR M&90WH?A9!/@163(^#Z<&GX@).KA(S.QJD/BE='Y],E.? 'X#F>[RI99S6,
M0GSO1B"^>5DCT3,AS(FNPH<%GC&LX?MO7U\S8PA(T-L*X?BEA6=1CA/6,+]= MZBZ$#SMB>22783>]8ZTBX! U0#H@^_(LZ!0#QLXL#ZRE4E("Z9X&'!3WB K M(,8%D%R?/
O:""#S'8G[]M2NP^BT.EC'+@YU1Z .5/8^+W77_CI4"ICG%K\VM%/$6'OA0$VY+!G& MT*%"_K"ND6)JGB!PB*>$Z&PSC KYN/@M(MEBYH50$K2!+"H1A2#WVB]XPZ5 M-7O;G2-
O$K Y^% 1>10P7GM+0@TEY;(=Y\-JK",2F&Z#QXS*XPK$0]OU3B5P M"$MH!= C2J&@\$M >H"?'#2PR %@:9:D&VR +;0="!=810>Z';P"ND;3;G&8 M%AZ*DKB%*3NO&)
[BJR^,K[XXR0FO=,EO#<)9\5,8IGCJIXU47$V0%FB#J$ZD MW_8L7".*':HQD8+B22 BJ+6-&E;7(I\B59,V?K]@O1:%=0?XC;JRO4)Y@(CQ.UAN*V[(=PBB18??"K0+Z!&F.W1 U\$YH"-
)X:$:KCCYY! M=JB_CZ3=A[)K1$NR_3&5;UTB[X-7JP[66':D0)%0ND5%=([D/PPUZT;(_8$C M(XJ674=&"6EE2F,.VEG1A$$9[5UT09)%*8RQ'P9PAXF#J&*TI)&!2]75O^D M"(3_-
F+\;Z4T!!HPI\7C0J>/&SF*2D) A?O,N ' 7[E53# .^DJVE:8"M39T MVPJQ@8W3NM:CFQ)4_:8DJVD+%EPG&@=\!=L$" ^GL1!K5&0M<=E4+@OLRIT9 MY&AF(-
K2GHA&+QQ_U[:U2G,2CT@^-2@,)T$YP;4^-Z[U^4E>\Q80"(X2<IJUC+]=//LBF^/R MXM@<(BQ[PH1HX 'G!.5BRWP7W9K @_]1H&,C-+U:H.T6D)1T,9',9M'MF3W$
M!\H14,)^/2^NEDQD*,UI<]HY&9VK$:@1#8IV7+,Q7X%A2" A<90?SL*'L-T- MQ;S%!U>B+N[&#I"7GA$%$3"7E-L5<3S [8!D#>C=HS%#1K(8[KWC^^B"0-*?
MY9*$90>)&&!NL!G,4AG05Q'"\&2XLLR /,CN(M$,P&^2URE+'C=<_'G@P!<>?MV14EW@18C&J^T4! EP)C,_R\1J>-"FR0#PWY M5XFM>06>V3TJOPHP -L(J"Y,$.G$NH3]"
:)^O>*]!>>78XI,?41Q<0>7:< M!PAF=RAYPF63_K1#Z2#R6/<(* W0M)<%VA/PG]N>]0B\&'#9- '1RP7I!CBX M&T:%54XO< +(!/K5?G*[Y5C86 :,%]H@ZD$$(<)P6,,TPCB(:EZ_0!F@-
'-* M2'QA0N*+DYS\38?X+&P)_2#DHN2""?'F?:I3P^.4I8U/T3-^$"P!TKV$YX7 MWWGNA$2X+7^'_Y=+KXA46\1PV538/]!\S'>&)%GNJ@'5*R1]D .DY,)&AX:. M1!3)LNKX<6*
(/=,OZ$XCN@!!,4"-U*"MD+0'HB_4%!#A;ZL^B&*,\R36?=L/ MZO\>M^(87@;R+[-OA77A;8M^5=+NB1UY?1+-6O:Z(:Z@FDON)#1Y"9@5DI,Y MX5,^XKSPR#T;$#ZL8**:QHS.J:/
^E"Q1"=OSV[PZ2-2=Z5*)*,P[Z04IP\9 MM>12(&J2&(XH<;(/X=A,R)X0QJH[!N78JWJ+(2&,]9TA>HJ#G=52%X4@?CEV(K)$Y[$(@F?E M1U\2E)P1]@/G7
SB$J3I"]1!4J=2%H$XP4TOGL28[9,[',O&;4!@@SX$&#,9 MD_VSPZ3PN9CRQW-?16SH)[I\>E1P JTFOL:+#";_O1VC[ME6Q7T2%3V83E.GB#-7J(X5F*9Z$5"5_/AYF8:6O&5 X"*(<& ;
[VL4RS\9A] MK,@.G8..N *+<2>Y$6#G@5GLXM=D#Y?=TM- KWI.HAV4P%:11EVP:$2QA!Q+ M U'3VTET&'T';@@P[V%!W6*S9VYF']%/2=KVOV$:\S;"J+N1%DE.70QEU$A,
MF9T>/J"_'RF0K2QY:]005"AA=11%C(@$VGGJ";0^8G8XA.5R)9[FH>@C6%Q M%T/.;1-BH(6A^[+ /GE9R^+'_!S<4&?+RY>*F0X..]@W,$:QJ9<_@YZ%GS^ M8VSQ']B-
A2@%\ZA1(Z2.;9G82T..C MJ-N=W25=(/N'AV:K:-LN0WW& $8T&,)BTU1_C#(3GS)Z6Y(0M(O3GSI=!]> MH!!8VW7MO.W8VMG[5^19"KK3MHQS)!V)*E&X8P0 B'35+
<<4V29!WOQ GDX= M2/2>CXV# 3=DV.]P3\F)!U+PC=)&D82X3W(F9"ED#<2+2&*,[5CO>1\A88. MT?QSN B_!J%4SP809&1E827!7?6"L1[DS]"=',&B3*@6P"GD1NP KZR^_;
!%OHVL>E(F_=E!"_^(MFJWPB!,120"']PZ,7##VY53)-&.'#^QG/[2+]VCS4I1 >$W46HJ>W;Q=72[(7/I[]QFWAT1A'[' M81=6?\GZC$%:TL^1%9.YUTQOK>?IFNF1)7@@*,R,'
XB,TA',J;M6%2H6*=1 MQQH-I9^(*^\JIAC5./X>41[CMBG^S8XBWXR"&*1X#'Y.]F'TR7$= M8/U)-A+3!"].YO6],HN#W V)+^@:K85))O+GABQ^J%:AN-Z#F>;5O-\8%6KX
M\6Q!/]ID*I(KZ+8$QM"?M2N,-ZO,$'(IR VT:$&_CNFNYDYQ+:/&L8TC4I! MM'*(#]"7^=PS$MMD,@D#DOPXYR21T:-!9<@A-A7-(:X5371C=H-!C#4;8^)&
MR2(Z;J&4$S"O%L6>U&&4G$9GZ(Q!7]*Y;#)Q2OG.IP>2^"/K#OTU ^A_);E: M)&T"5(K0K.%$R2LM9Y+G&.(Z2?UCGPU])Y1,Y+ZK@>(/]P= VZ!%H&&>9,Q(
M03&C;A$?)X>0/3V;6#A:,:NZ-"=[Y. PXGKD7U(8#@=10N<4 >5FFJLQM#.# MR>5MJ&N-#D0'*@;UA#S/&![98F M.SS.G(T154I2.S$\'NPLZJ$S?-
]/P(E6S!\T&ZZE$(,AZL&.S32&2YM"[C). M@ZDH*8$SA>?DV(M&'AQ&>\O\I1;+O"6'XC+FO4Z WW8<>FC!LALPE(-!);)B M,<3+/*K$7&!D]R_];,3Y0!/A XUI-
:K#Q\E@^RC[S>STFKUDG$2X0\]91Z[/ M+O2P7PM,&]6)?F'5C:A65!4**ZU*W$1@#K>L.6R!]U4BW"=6+B#X5!#TOXI) M&U^.$[_! &=@Q_(\D J'N5_"PF6\!$ZW8@R(#RBLZ(
1"L0U5 WZEK^C*-ZJ M*[>!4V3=QLX#:(>8N4=6?EV]#V+KN1UE&M%L#J6B\^+7'0G/,&CV='Q'T6?F M.#PY)T!B!/0T.$(S:G8B+)>'SL&(">4[#EP%\4E5#:LX+"67[/G@/ 7TH)U
M5"#FR3.LS@>806V,>1N/[Q0!)BR[K".H\U1DM902T8UABCS*89)[_"8I@P[W MV,L"P.Y$';7(E[.AF6Z=%S<_O5X54QXH]XXK0OQ,;Y/"A)1R@UB/K+%N%QPV
MU_APQ,5WXQRIDMY15)'#94=&R\&0]&V/A7'2^+J;^^#M<\D7/DC5E' 4]+0 MWH*2(_L1!Y?<+4GCQC?(1\WG8B('Z:*7 MC!9/"Z>PB_QL64A*9S+/QYT2?DO00#7B+,^0?L-!SI-9
MXSAB?^9#25S+Y3!3@I:+,)$&3XC5BIY/K@0+-JA4K<,:O2Y>OTWL)C=;QH'# MAT5Y(QD,#=85B.NGWS\ZV?I8)@5@;RC'(+/I^CW/5:"S,CW6]91 M^T++L@2NL2[]/(='F!8%*
(Z]OJ9XQ"VFA_KG,9;FPRO32Z3T;1<&S(Q5"=A4 M*D3VR5FJN.HD58]HBLZ?P4 MQE+L4]'VOK5+SN,CJ5#(YBBWP#-:,Y9B)/N$D::[N3I=-?4^\X5IYP[7C#6^0-^@73,1_+[>
[EYEG\8?H')X4R'_E_-][M3F8ZOW@%VWDM594LG#^J9/.PAL@A,?G8T&QOM8J'C ,?JVPLHE<%!-FF;<@ M5$7/PN89HH)-,%0#C'%-<-K';[TG38GNK=CA5 ^)3G83D6^YN'5?
7*$JBKEA M6T!;G%-\7!S;H&E+MA/.YOLS-A@H4US2G584.TAV'5EDE%1)ZF; K,- -94T M/]HUZ&H0!YU3HE%Y!,("N@X-I2,C4:$YQE45=!A4IG&>G7D,<0H?[57V4\R^ M#A\JBLB&
[;Q#_0$7NPYMU$X6F,RN*LJR0^-_K4[C+9#:4/1M50.H>RW_&MH= M?47I3WT4'D'(NQ0+)F.%0K%W&QUN'YP7DHM48O%*+!XCG%\$1!NU3;,3BL?3
M+A:4#U[LD(U1[BCH>\N8"=>.K,7'/&'US[OC0ES7T@>NUD;$E;-";W%N/S$\ MH0Z"DZS!P)DGP[#5!DJA)B>@F4-ICMXA=$-E[8;T+J&9".H\J8%--X+KZ,7#
M@.'B#LTVKV=IE,K"%ZP"4%R;DR99 W2LI<>J]Y*QE0J'69,\QEW/+^Q@'#I22&2@Y],J+>M#6F+#K%BVQ#10QB!YPW(=_'Z1$-J-QU MJ;D[CHC^;$3FV+$<_>& >,K5(#
(=NA;K.@9TCMASYBZ.U8SQ$3+8DL3@CBGSM MY+287O!Y\;,CCQS=IJ&J-=BN>["MUEV47V%;];TEY]Q7SBK[Z0^2TS(I>\A5 MKF'K*62"$E/D]81;)OH-
NU&T#,M_Y;UB!L2[)>]2)KBE2?@2Q*A?< %#O\%, ML4YG6['7/W4E+,.6/.+.WM2N#J$;O+'PFV-KIUF:N;V4<3 OX/-0QQ!!4!AY1/DH2OP;RL1H=:V!J#2QO)Z/)Y/1DF2ZF+__DQ(-
&&92] M12"4NXG/PVKUV5'J*ULM%=HY0N,I^QP!H_*#[4U\6Y%5Y?S9U]TWR83D!:.X MMRBQR1$YSL4$>7ZL/M#* B\NGS/K7R96^V1N:)_D/]VB>%ESJX6D'+BU.OMM MR^TFM-
O.O=#,=H@3>\6-S(;W@1F?B2J7.2O)/8Q2E+TD>3[FI="T(2PRC+6U M"GO?;L.GPRY,@W*E&R[.X@ DE;IPPPBDQ,4P\8RH?XK7J[&6%)E3/)$.I%PB M4P9#[QC ,DND._3:
MKD//"F"AY"H/"ZG/B=Y*-DS;B-,RL@(NH\E\^Z1-VXIQ-"DWY_+W)$_40AVH M15/0X+1$2?Q6&;.C75R6>XO+++'M0V?L)'JY.:T$7B&=%<4L>T9Y1TLM+@P] M6(31C<:(.>
[TK/@]K7ED/(DY X"_O-Z8PT)J.$CHXO)_622%!F'?ZQ3YP^LH96KBQIWE(1I\G VLF M#L7) &)0LL=%8I".D*:MXKZN<':UF0RV+#3AO,.#[Q^1VI"J_.5=T_+=PVY' 7'W5(9) M/6KI[?
XN>.*(6O9]R8#2W;AA8E;!3J,0"IP7W[:WS?]WZR#P)3.DHHBYM60! MQK0F=2/.<%MZLCRD_F/$[](.=_"@]":A34*@C4[G^\1M@YDL(<<9;,D&JK@X MQ;1!'?U
!A_Z6O@PN#>8/R?.E$'I@0BLVX$.'0: MDX^&"KXM8!55/CFO7I.2,[?,LD2)?L0#=)BR0"[ZBIYS*SQT&JX&:0TR] +/$AW3<5289"I0LX!(?
UHS*7"IF8;#^IA=Z.+1RU=&O0_4OH6<#HK5 MGWMN0W';BT,XQHZR#!$T*89@.1KLYK3IK/N(-JX(DO15*7L%>Q*[/L?^'HC@ M6ET/4@_3&RR%?PJ@M \('&O34P3G9+]3I&
<&A)T*5EN2!NF\+RA]G&(HVA5@ MQD6(E,R6]!]\B#I>(6V I]]%0GP$:@MJ%OA1/:+C*>@]YSLLV9K&/'L?.RI$ M),^=P(3H&*VBMH" <6+.ND)R[X)5EZSX78Y[9",N'V18J,O16_XZ/
MF'%Q](UM#=$C)A#*P^Q6H1J"1![^4(MI38VC])E?9>IR8<5IG/C#*=AY5V-,WM & 4WH,3>>=1WXHCEQ&X1U=%1C+]O M@/ZQ*56BN*+1T7]3&
[YWUYLN,\C!#6HC%^0]#&F^H3JDV+L965KZ4[B& D8A;3 M!;#U)LCXF&//+5N7XR(L)Q1Y?L905,/8P,DK;0?*.MY=K+'UC>Q8"-]5?!E; MI%Z<[FSZC9+=M2.[R?
2E3QB'V32[$Y2^H\XTW?T4*V$!:[N]]];@28*LOP4D M(+TQK.$4OHDCYO6Q!ZZ(R8CJJ5ZW,#%8'"6\,:)45O? HEL3D M0*>#S8J;#'4]*^-"DD-,OHM-
,2M5SHEY,2DTUAUA[YW1CCMV29:&OS[0.Q M.PC#:'I, AU[3'Q/E[;SB;L"8*"F=Z056:$7SY7>^L'Y#.$]S/.RV+2WJ.'. M.*E&1B*,CHD&R&P1>TGJ21S"=5U+-Q;D?K,W*S21A$[+?
GXPQ;=/6 M!4#JV&ST_IQ&$^?'>0\(&^?(GVL?\T-@,(RKTY7@/O;M8DK:Z(B"9%QY\?EAHKJS5D[&[%E91 MR^(045V#=OQGL)4PJ'/1#S-K3UTVU&IA45*UU\J_3O2*WO A(SW,S^
F1=H/ MV_\B?7-&I"CD.&!;U>Q^V?5?%O^D'/2+F?S!+1OX[Z?,T4&+Q#P$JAWDZPO8 M+X(/_H')9O:%Y)H%,5KP1A@R@J>W [F59@-PI^-*>\C*@&9-)N5I'(>A&TBL MEA-
V#Q(I.JB/S[<4MH3_K.LXLJ<_&F'EXT_"7\EZ^ M@25H1UR/L"Z90C8/A5**'79%#EEV2AJ9 HT. 4[]K"BE5ZMLA1,'06\Q?9D)[/(%"%#-6.%('<[D$KM\'YVAFUXIV02?-EP"*PJXF
M7>DEB7)T\LD0I;CN.K\U(%#+6(4/[SQ%""9QF\/AHN1,X3D-G4"O*=WD/<=N MU=JLOJV7,->S1]8_G$IY>Q!!)563H&^ &R3GD\!KS_-- F.2^F**UT!ZZUA<
MTPP4QF>Q[]#YV+;O&1M?XO0//WLD%Y2P=TV]>,B V)#15/6L/QA,QI4T4A=^ MR!SSONX5)42>X"$IL5@CSAPMF;;8N*JZ@\CF>?%3Z^E,MC4)H:1\(@M*'(O_M/Y,L
'@5DP#.12I542I9'T'>2VWQY8J)W&4=XN#=5+M^)MKQ=D<)V-JH0%P/ M=%M+4VY#=!%HNIE/N91:!=\SE=T%='ZL# #+05C5V7&!(%U(/]&3VD#L0'QQ
MN@4Q">;BM6W_M.C_R#'RNFS+9]%9NEW(ZFSCC' M;'\X ,.B110?8%X\2[(=TKJ[F3H;CC2[Q70+;\4>(#MP_+OWWG9;E"RM=M>0 MLMZX)$J"$1 Q!.T<$IL)7.6,D--
HTLZ$7))&QF=LQ.?XULLCPQT*'S:0![%M M)#(=+:[IX6/##8H:L\A"[K7;['N*6=H-'/>'Y+YBD+=W09CD;GET]O@DS#Z M\+$RU);0Q,[86H=
]DEZIUQRN9;/CY"$!'1G:B::JD;)=6Q9ZC<7Y&3DX#=6 M8VQB%$5/9]NY]HCBGD?#.;BK)'MJUI.D#!Z\QAZYTN7VXF?LIK,H>Q%PF)S> ML*M*HP
CA8=%\D]$4^4ZA,/%G4!G76NNO,PF9>_L[L$3'6:Z2SKI>\D1S[EA MD7-=$/I'3\T$BUVQ4N*0R0GR1%,_5)+.79>=>*>H&'78@8:;1_717 MD*F.*!N[3N3@.6!'&EV$8==T)<(R:Y?
ARFH0"B85*2=<8@!72WC82]VD;3_* M1D0@=8FG2P.+F/#\4SN> F#\2Q__DPD"]J!2![NP_!'%>;4-8#%MMA(("";?=YPH;< MX[M$/L*B*W";AZXPI@O9I6LDIB(WMZ:%CC)[6*
@>+231.Y^5?+-\5F>VP& M<9?JM)R27,_(W>4U9+A=%9JT;IU\.*N.7'R+?18P=)EH/ B^:5:3F"6^B 1H MEDL"52$47B:&C2U:#;@Y1OQ@;NEEE$S\6M)^/5Z6SE,-DJ8J;Q#FD%3?
8*U3VG2=U).G=$:Q_55)85@]8^ MTSJS< A-BE[4C>1SPZT<9% ML2:HG,DH%^;%VV&V+2;H3.5IM)WEJ%C':'91#-JE_2!M17F:W'K'5[K$B[B5 M?
_NTN'@]]Y%]CDM+PF*^_*85NV)GM07?(%3M#+\'H%9L"=_QLHM60^3]#;# M# D'3R0%31Q$S/6QC(_[9/N0Z[?TMTPD%09M0W'[@U-BU%$L27*@R#D3\T3;
MGOFOF_'Z<++*\V/L9*]67R3XHS_#%FQE>6&>.^;&.7JD':]3.4!3-TE]8Q= M*V82Z$PSJOD3-G^X1RR<0A,CWZY+3U-DEV_'P.9)KA6[U%^>;BA_Y:YO8C_>
M=9+)\IK%#W49H;LFWP;=V6G>]I=,YQ_3%ES^,16*![5LU$5]]89D)\4CFD0 MG(N?I1F(F-JQ4D-[%=I-JCXYO89!^ZB39Q4?62P\,5U)'(F^=_)"%3]*O)BU M_,
,3/N3LT6[D/BG]E*.X)S?=4@IEL0FY)>G.X;_E:MJWW*@!J>=//R/'@6Y M4G3='EQGS=S,;M.35@%:).\ZS8-9QCW [IAX*O)G0/9M=ANT/2VC'A[#I5* MKX G::I2$VZIQ8ITZ?
CNR$79>J^O, ZY 9CPYL:NMMS8*L4]9J&L>%L Z2Z6 MT(Z)<^Z.8OQ1LHBO9%R">I[B4 M(6.\Y)J<=]MMNV3-8EY*Z_;XA 2UXG6D[EI,4MDXORY;NQ[LK3NCD](B=B._M/-T_7-
CS+^6'(]S__J^+/D(PL[U*OPWT&],]K8J;T[B4H[WD7LNZE"W:K1S\H6(;Y"#ARR5UE/UDY!W)=*#9,\MVXJR45K'"B% MQQ9@=T8:H,DVN"KFP>JQV%4,0J7MT/L3 ^6]M;]+
O&NT/"(#HC!!2H/KGE. MF;E<41>:DHN@X7OVUEHAA9'3W!=O644=+Z#D^GR.5E$/@)CF*04^^B;I-B[8 M8#-
BSM(]CO&@BO9(,7N\,$A2_G")K'Q39E2\QQ.9V=3,6MO/H9#;V.*;/13R M%-GZDS%>-C]J+BM\C1=8O8_^#36F7-6+N5FPCWRT'OB254F%:3!%$3\$Y):9 MXZ7'UEEC+?R_Z]%%E!-
'HG[@%ZB4D-\EVA S=>HG1"+Q,%,3D;TVKCV\"Q9(M!2.?^VW &VQ!JBM7\+I-7%;M2T<%CH@!M?_2\Y"$BWD:3'U6C)H.24-LXNQ MNN-(VVG3Y-%9)!::'!4FDA_2J+
GI7O>DR2F@X97G7[*FHIGC\):@RR6$4+7RF&4P.J4(G)C P_6O#3# MUMH3[7:!4+WSICJY27JZX#IK5(#7?U%[D 2OIK:CCGN%-W6@,U*)5/FC-=S MANLYTT01E4"8\M:C-
:):3:RH78H?,MFL3*TR(X1ZG@"CJL7*M9J]$^=Y&BEB M)K"4K>%6WJ,_4H:[A\!+<\T9]M-N_0G/&9:XL4N9%$/S]C3I,\TOU8\WHM# M+KXSO= WWD24ZA[Q8B>4^E2TW%-E$2,

(,'@.]OM EB^)F!3O["R="JBF2!3 ML[;T=SPF2V?-^I00C">UN]A"_?)TU_,?PE&K_CXOXJ;7@=O@3F91W"-PE;JO M>+28!R1)UMA*QSLG^;&\^HDK2M@Q.@6-
]9@4#5TC6%EG,'Y5*D7EI"QTAZJC MF#5$,.H+=/75\>Y@##[5O%.D.\(JB>P0R=%RQ_/VG9_-X.RB,TN,SYEO9K.H MRY'XF=XGRT]$JM1 =;)%*O!,N\C"+?
C/=MSJB8HYXU;!3FNB\$VH5P>\KRXUJO">/,T7AU-+&W/B7BC!8@2M30>+YTG M?65!$X,OPP:S_4AN]=MI6FEO?_$L7F9Y,SE+TMJ*/BRS%G'AWT"X1;]F2
MT!8W"HE;*R/(^K"OQY*BZXR_BE&4BINO\$Z>F'8S@?@>#.#8$Z^P\:JF#*8 M/W1>"$NB) B^U:IBZM4*\-B3P.H26665C>5;M9.^?S(FI\,TFIU@][5>7&(K
M@6'#&@>%X;M@R:,:83LXE$1TP;8;8#+=C[C)FF\75Y4OP+\IVR'KEJR(N+VB M&.L%:*Q*R+Y@%C('.4AAQJP>IHYI?E \-&:9Y=JEK#=[*[FKE\='MHD<,=7* MA&KQI@=%
(%40T#)CVG<#*/LNFT" M0TBI=BZE#=TMP&99<\5:448#O\ 9J0U*D%:V>$,PZSN"="2UY$?"-$E:S-2- MS/^FZH@TX&1;4C'[9$)L9-.X5WD[T**CE]K5&5_]F/0/]C^Q(60$VV=4=[C
M4^PIH016^HVPMVC2L1S]A<*!DV#!SG%8N!?]U\>(+?YK[2,ST<9I5IA-H4UI M>G$,Q&72\RCB19XOM-4J8#LVYHVLUZQ8'D#9SC'RZ'I^C=N#B]7X[CEF6&0 M5AQ,KF1*-
)^8+=N<3B+DILJG)C"I*!AG!XT$[10:BW$)+UI!:I1,6H=,I;M- M&9BBW&/$WQB)N5R93*K>IKB'5VE3P2\;>@?H%CV MC#REI)?@8*K(1.S$4MS MM#]
*K'L^RC.DTOJRYNV*R78/#;QH^DH)HC5]'"!/'2D!'6'J774<2,5GM;E M?).C2Q)[T;."^==)6HVDYKB[?BBUP3_--Z/.1?H72J5DFL)<8":*?">@I- 2 M15C;<6=]),NHY?
NFKUEQ*"OPJ2350O0,T_-^L5NY- OV3AN$"$MSC JFZQ3_ M':^V]%G-VDS/EVPX%G Y*Z1DUPX37:*@2W\4$$B/"E=ZZ4G)Y^I:0M[+1;ZA&])=8(SIM
MU'[J8))YQCDB("ZDY_@'Y%F/#R$MBK0JSX1D4PQF2E>W0(Y8FA.[D=#!3+R M%=%8.%<"^;3Y*:,XHM2SIES!%E=^WI.;&WLA7)[N8? 3V'3N-N@WP,+;46AY
M>G__Q'C^EW>8A4S=^Z^68!+"NEY[E@44\):R$FD3W@7.8?Z6,TNH707(F)_P M<:QAPLHE]LQ\?_7N&SC&'GGOU;M?Z9>S)R]F-L1;2ZM^^$N[\%U^?F31U]^ M[.0/W=B/BG,_%7
_J@. M$AU9F[ZQV+N6QE6E[*Z'D#1>P/4K,F5EK8BPWV/-ZL63L__B!"O*8\;WQ>G% MW=(\-!8;ZV)#$N0+,-/S=%>P.$YAR6O*T7'G?PI#5+8[5VA-UPEC6B%3=C% M6-
*H.1D:6[8%0T-+@J=M-FFIWD7 B :L.>+YU-8Q :2N]@TR0JCGOW KNOL M%$E3Z,+DU2=NU\ZG*>97ZO4"),!XKKK"'@28$E,YW:PD_?64PNTCJ[C@LROX5S1"TC8H2T+P'"2?'U
M[(#EOB<[YCYP.QCKQUGB587D8B/.F[M,+I'2PHG6("*&U=/SPWGMJXX.LP=%(Q[(.>#\3Y3S",Q\/'O@Q262XBH:96R M;BN>(5M=SIM:,^]VOI0]J KC@/Q((3;[E,$
MD8I;#&9;'SLI*"N^87:&XU MFQ9=#-@^TZXPFEJ^7<>GO%KO9]-$'U2>I!O_TZ?D3+D"O*SS4VU8L];T%[4> MT+D*8Y,F"5NZ%V<6PZ!&[^]@2R[8<8^=Z?
Z'<3A7MF,&68[.QD+NTO"_F+E1 M4%"S]FT2S&:>5/VT:PEPY[4) %IWJA M>^M0OT_"YWQ-Q2&;)X57^OX=LOE5A<%$Z?EP%VM^=JZ5*/'D8P.=R$EYSO58
ML;Z*7)KSX^^M3E^WRQB]N$K6\Y;[%JE(F#Y/WIW0JHS$E,BGZX-])JB-@/K MA-94YBZD^8Q8"@+$8L;99JU=+2'7:O@[Q2BK#<.201JU(JY9]B:;39C;@[ZL MKN=)**K?
<[=HZED24'36U.T6% MF5IKCQ.W3$%@VCM7;V$FUL(?I65MZ3S6Y#EO.\]=[O1]$MH[>,%0V\(J="(D MM7W35QU^V][$E&D=1*6!.TCRG[PU:(IW9_\;#S?YYK]@.BZT,2B/J"I=NZGF
MU:!9CO?AF(YF5>1$&_2C^.:4P^L46YQ\>77YX#&\&1]_]=4.).2/=+$0YF>LX-4GYR^>/V#GN7Z 7<8AL>1S M:+?TYP:4_]#A_#[J@4S63[@!%A\2^"]^G]02P,$% @ 8JY-6@_S3:DD
M! ^ D !D !X;"]W;W)K&ULG59;;]LV%/XK M!VI0)(26S?+=FT#=KIB UHL:+KN8=@#+1W91"G1):DXV:_?.93MN(#M#GNA M*)[;=Z[D9*O--[M&=/!Z0TV1*FTJ86C7[/JV8U!
M47JA6O7B?G_0JX5L@MG$GSV8V42W3LD&'PS8MJZ%>5F@TMMI$ 7[@\]RM79\ MT)M--F*%C^C^V#P8^NL=M)2RQL9*W8#!:AK,H_$B8W[/\%7BUA[M@3U9:OV- M?WXKIT&?
:'"PK$&09\GO$>E6!'!^+[3&1Q,LN#Q?]_]@_>=?%D*B_=:_2E+ MMYX&PP!*K$2KW&>]_15W_GB A5;6K[#M> =9 $5KG:YWPH2@EDWW%<^[.!P)
M#/MG!.*=0.QQ=X8\RO?"B=G$Z"T8YB9MO/&N>FD")QM.RJ,S1)4DYV:/73) M5_ H5XVL9"$:!_.BT&WC9+."!ZUD(='"]1>Q5&AO)CU'AEF\5^R,+#HC\1DC M40R?=./6%GYI2BQ_5-
CQ ?8\1[V(KZH\3T6=Y!$(<3].+V@+SF$(?'ZDC/Z M3OG[UWQIG:&R^?N4QYV^]+0^;J6QW8@"IP'UBD7SA,'L[9MHT']W 6UZ0)M> MTCY[I-8L6X6<-5_6TKV
I!)7U&.B*1"H6Z'4[=)5K2(6[YP]Y<9%0Z?=^+)F M_6R*P^6X*+@]N<\L."(>0]*M^1DL?\IR+RB,!>02 4HPUDLTE.2Q3S(O"2\Q M+(3RVH2#):YDTS ."@7+PQ4,$UJRF)9D!/.RE-
S^%HJU,"O2[#3@,\TTBQ#G MD"601OMRM[UTCEL;G55P74RN('K..9E>'-LE2 >VG'TFHDDH=&6!Z MOB/_3H5CCF@)RV8[XH?6--*UC(.[J-:Z29PV\.FC\]8;J+ M^7!Z>-
;,N]O\E;U[$WVBD25I=BFL2+1_EU,?F^Z=T?TXO?%W^U(]>BGX[9]> M9FB8@>B5UF[_PP8.C[W9OU!+ P04 " !BKDU:K-AH0"@$!C"0 &0 M
'AL+W=OW5-.QK(S@!2X5Z"K/F7J:HY#;B1=XNXU;OLZ,W?"GXY*M\0[-G^52 MT6#77Q+)E[/$D*!L;$(MC/XVN$ A+!#1^-
U@>ON0UK']O$/_[+23EA73N)#B+YZ8;.)=>9!@RBIA;N7V M*S9Z!A8OED*[7]@VMCT/XDH;F3?.Q"#G1?W/'IL_!^'L'$('>\ZD&-YPPR; MCI7<@K+6A&8?
G%3G3>1X85_*G5%TRLG/3.>5IAVM81;_KKCF-E6Z"]^*#6I# MR3<:6)' +:U4%9M*\6(-BXRI-6KHW+.50'T^]@U1L8!^W(2=UV'#-\(&(?R0
MAEJU((=;G8FOM[MJ*\4>7]Z9#%./&HWC6J#WO3]NV#8^WA"7K27%YU"G]Y1=R>50) IL/5:X9H9A+)2 M<48U#J7B,3H3 @9UVK(](4!ITV3H:+F.E3/,:DGR1R7>I^]XE,RG@ -(J"8
MM+G:O:)V=$>:SEO$M65N7L.EDDRV^MJ5C/WIP_*9Q34LF,Z@TIA8J>Q9BQ14 M"(0;6PMWHLB*-LX"1^$L['=I:ND2W=P13W &X2BBWZ [&@SAJQ3)BL4/&D80 M?
(#/C"O8,%%A%]+*E1%U.\^K' 0Z0NRI;L?W[Z["(/P(=Q+PX2%O0IJV-$0 M9K5JHL+T0> LCF5EG17&R#>V:V$(PQ$L%;JDXB-->8T']"%\)Q4I%X)F'-&7 MI8T.L=0M"M$' J#
[09DGIQDI"[7=8 1]$ON3SN@5T,A0=CI>R/2"DMDH8K:7 M-(001+!DJIDTNBI+P='N]P^\2;TCO8O<"7OG<(,I*IMU10R+"FGW'#I!<$Y# M9<.5+"P5RI#"'!-
>U[#@;,4%O<.6UL[P'!9":IMT2Z$DD1=QLW'4P<8XJ:WM M5;.*6GQY$&GM^Z^'*D.\E>[QI2OM-;7_#73ZY MPRN5-/X+V\XVHXAE:ZRJ=\ZTKT73K?QI5X<3AR)^Q2'9.22>=Q?
(L_S(+9^. MM=J"=M:$Y@2?JOR:B6"6L+F]-_A\=\U:,_1 MO@A\GO;W-0(:*ZC[L8+6X+*5(.D:&1=?M?H5#L U C>P5))NO1G!K!6R$LW* M>#M1D]LC.DL#.=Q &L,S;[Y2?
6]T(VSH^%'DIGIQLO W;X]_M9](;574ID07U(M8+"IFR8X:N+]TG M]6SA"HKAP'T'Q9%^A8\T!3N2I3*4/(O#G!4P#(>,'9-_64NR&0X+MR1I/^N2!C[_')/*DL'D.;QVQ[*ESD?
MY)#G&:66Y&>>2$-BVP 7\AX1&.V;.M6^H:ID%JI%-Q!AFXGL1O%Q)S72EOQ MG]==JM 57/?#.&4])U%$UN^]5B@R[^3GEM95O0NE>IZF&5D6*3.G*5AOS]P M0A)F0*?7VB!*V
L+ :#3DAS!N=N=70RD6O4*__N&$JI;6PWG ^GAZ?MKIOH M1_/N7?S*]4HT!B0NR36^'>0!Z.ZMZ396;?Q\7RA+KX47U_0\HW8&I%\J9?<; M%^#PX$__!U!+ P04 " !BKDU:D3(!XKX$
A#@ &0 'AL+W=OZ EVM8JB2Y)Q\G^^MU1LNRLMI,LQ5XD?MSW_>Y(CK92?=$K(0S<566M MQ\[*F/7E8*"SE:BXOI!K4>/.0JJ*&YRJY4"OE>"Y9:K* ?.\>%#QHG8F([MV
MK28CN3%E48MK!7I355S=ST0IMV/'=W8+GXKERM#"8#):\Z6X$>;7];7"V:"3 MDA>5J'4A:U!B,7:F_N4L)GI+\%LAMOI@#.3)7,HO-/F0CQV/#!*ER Q)X/B[
M%5>B+$D0FO&UE>ET*HGQ<+R3_J/U"7V9= MM%&5BTS6E 5=?/G=VT]$=@&![P+S6'A&7M!%(;#R@J=$X1O_X5VALU+JC1+PQW2N
MC4(L_7DL#HV6\+@6J]]+O>:9&#M80%JH6^%,WKSR8^_M&1_"SH?PG/3)#=9K MOD&CY0(PCPW>"W-O?
9KSDM>9T%#4L.R..7G6C.-.3G=%_WSCR"PEUE(=F@4+66([T96%TG3CT@)X;V2FS7X\!H2-T XOP8_IMF; M5RGSV5N:#^UF.&0M,8/8#<.H(]G]>TF?=H*TI0N
N5Z2@+\G[85>GU8C!I^E MX26)C]PT"&F0Q_T]EC:;_:'*7O$#_9=HA$<1"-V8W0$_TGTT"J_W\5J'PZ& MM,Q+T>8^U!!A%Z$SA11U MA11]AT)"6!;[1L&I48"Y7XMC%7-
6WXLJYI05^P+! &M]I*=-LVQ3;4IN1 [3 MBLKK;V[/R;.'P*D">589'F)M?^P\5H./JLCS%\F_LH!Y;>:_9.,) M*EZ4[>!TMGW7\P/;T*FK]*+$]M<& [W$:Z(?A3;@#4D+A#".3R;=QTZ70&^(
MW)A_3#FCQ.-GAX+ VW>YMKDQ+[3P2I)^!X=>ZOL-Z.)F,3W 1#B,S[6_N&M_ M\9/;'S^$BKC#EX ^VN#.2CS>X&9XEFPM[O!J@<-$@[WW-#?X M;K5[_TR;:_^>O'D\?>1J66
QE&*!K-Y%@D>.:AXDS<3(M7T$S*5!W-OA"M]P M0A$![B^D-+L)*>A>A9-_%!+ P04 " !BKDU:O#[!#JX# #2" &0 M 'AL+W=OV_?4=.R_+2H"V$B1^F7EFGIFQ)XNC
MTC_,'M"'2RFD609[:ZO;,#39'DMF;E2%DG8*I4MF::IWH:DTLMPKE2*,1Z,T M+!F7P6KAUS9ZM5"U%5SB1H.IRY+I?^Y0J.,RB()NX8GO]M8MA*M%Q7;XC/;W M:J-
I%O8H.2]1&JXD:"R6P3JZO9LX>2_P!\>C.1F#8[)5ZH>;/.;+8.0<0H&9 M=0B,7@>\1R$<$+GQ=XL9]":=XNFX0__56[WRV 60(X%JX5] M4L??L.7C'CS%6[C
MGMOX&OKJF8YJ7@L$54#54 %\H7-KT'A*RE/*:@J M, \M7,DKIHY3V+=G>?_ M99Q>3IZ2C.66=I,("B7HAC"W/N'ND71I>87[%$\]<\$'F6F2@3+7FA#$Q_
MN.JEO3']4]@P;1L'3%U5@I/4?.9^37ZEDD/*9HXGNB210IK $W))*6J0)*G6Q&H/NI\Z*Z&'/947%SN@&G2WB'=7J[6.N[D>S1M[<\ABN"; MHA(D/A,:?X#Q-
($KU3#IJV'R[FIH8G\YX5>1WI'P4_SWY?11'M!8'QBBG"8N MG>-T#E\KU,S'3KN+=*B*86T0!%)<.P-Q$M-_!OU9I@IPE<'\!5\))BGS$PIL M\C9+K@BRU_,.O*R$STVCF+D;X5VI]
(67SBX5R"R%>7SJG?3W16O ER)S549N ME]RXOF9@%L,L(1U-&*Y!>3%*X,[;;GA/)C =P[I4M?.!#*H#!>*\60\A"W-1C-@<+5%6$T2,@3]XYFX[.%&)[TF1+U MSG=31X?
\:EI.O]HW['73IU[%FV[_A6EB:"B_!:F.;J94B;KIH,W$JLIWK:VR MU /]<\$\?':B= .T72MENX@STGS&K_P!02P,$% @ 8JY-6IB-HB-N! M&0L !D !X;"]W;W)K&ULG59M;^,V#/XK1'88
M6J!M_-ZD2P.TO0T[H(CRKGV:CRV>86UL!>ZQ89F2FUJX6AHEF/;&A2% M-ZK5. J";%P+V8SF,__MP78_"T?;#5[FL"\8 MSV>M6.
(CNM_:!T.C\8!2R!H;*W4#!LOKT4UX=9OQ>K_@=XDKN]<'|F2A]3,/ M/A77HX)H<+<,8*@OQ>\0Z48B&A\[S%'PY9LN-_?HO_B?2=?%L+BG5;?9.&J MZ]%D!
66HE/NJU[]BKT_*>/E6EG?PFJS-J'%>6>=KGMC8E#+9O,O7OLX[!E, M@C<,HMX@\KPW&WF6'X43\YG1*S"\FM"XXUWUUD1.-IR41V=H5I*=FW]Q%1JX
MEV(AE702+9P\B85">SH;.\+G5>.\Q[K=8$5O8(41?-:-JRS\W!18_!-@3,0& M=M&6W6UT%/$CYA<0AV<0!5%R!"\>O(T]7OQN;S]*FRMM.X/PQ\W".D,R^?.0 MZQO@Y#
PE\Z5;46.UR.J#8OF!4?S'W\(L^"G([23@79R#'W^2*58= I!EZ"] M"R+/38<%J)TKAT@?A3U,^F9;GT273TX8D9>$]:0=K?X MX5EXF?7_$1P17SJ(+_V/XE.Z69X[-/6_R>\H\+OE=W"
[]PGPO:GG>$U8C.$T M)&(-O7V9&?;J3RP,A.Z2@HQL<5M!3A;T4.-*. M+[->4_(O"CN[XI6L4Q@+R?;8OMGV141/!K5 >0#@ZX2C' M#6].OK(]1S3CFDR#F-ID2I5?
%#Z;%BC59DG@3@.^D<-CUE:?B\->2'I;1>.^Y4B-YSX\RBH3N&K=YN0Q?AW??S>:YLUN^>31^IN!1]JBB M2S(-+B[IR#&;A]AFX'3K'S\+[>@IY;L5O5W1\ *:+
[5VVP%O,+R&YW\#4$L# M!!0 (&*N35HF99L9] 0 ,&PO=V]R:W-H965TBI.M5)_T&M' ?5E4>CI8&[.Y&HUT MML8RU2_E!BMZLY2J3 W]5:N1WBA,
<[NH+$:>XT2C,A758#:QSV[5;")K4X@* M;Q7HNBQ3]7"-A=Q.!^Y@_^"]6*T-/QC-)IMTA1_0_+&Y5?1OU%K)18F5%K(" MA72<\WT[X4^!6=\; D2RD_,1_?LNG XN2%W;'>^N_V-
@IED6J\486?XG#9 Y+M.Z,._E]E?Y-6^5(4!5 //U=W0LF*BV^QNPE M^.X0/,<+>NSY;?"^M>>?L'<8[WLL,1>I) M@N,>N*2N]";-<#J@FM&H[G P>_[,C9Q7?/?
B#%G_09WWV@4HTKPL$N82BW4BM MD?9-H1$*.320G6!XF_$@[$*D"U$((U ?BZ\7P?'XYOL29URR5E1ZF:HQ_PKC MDR#24K9*3,!R@8K8
$M9D+3H*\L*;GQH6;T4%:W/TLU&5*LA9(74M4+K8D/T M?K%_T/7P$WA#-PBH=X=C/_ZJ*E2')4$00Y"$\%'RF\=1/@HDLR7E#<.Q2VW@ M>? &-2'/;J4X#1NIK.$+-QQ?
4ANXE_!&5JL7!E79OF6 @>_9WDM0!1]6U4-V=#V*Y%MJ8565'GE,-N/NGD.'1OZHZ(9V,GM_P%1IX@;)8I?*70I3X\&\%]4" M5Z*J.$3:-3;94I;[.(EL'SHQO)/5BRS5:TCS7#15%KGVY\
\^UP++78V*_)' MUG(Z*K41AE W!2D)-F4I_Y>.)$:B(0 2>#<.^T >+"#.!T1[!V[3A^;)11@1 MRR.7F_"2D&1LA9;A/7UT: 27L(\32,;?R 0RPET.FN)M\M!DH:FQFZ]K;,S.
M8X^;\%29.4%BDYA$89-4M[?Z^DCE6[.[.MYHR.(QY%M-$)#VC"(\'"8QC[L?@$LL(%GUP+FEW M(![&(6]),O1BOV\KXG8KXBG07ON_7F]%%W(/;'A(?/ M06Y9?
((PA'=4KE_4)ENG:D7.C6QKF_87_(X61%R)8;AK'FO!1;47,5$1$TB> M]J]\N28; 3;A]JI@]?Y9XKO<*?!^BOA/_(U=U=E_"G "3ISID<\ZQ^=Z&!_7 M&S_AKX[9>$.?*>/WDE+
[^3[E::NGRKP;LOUF.4;T7L=GZ,OWHSA; M5B*_D95PW*A*$#6BTO3T,.EJBA?:A--!&PO=V]R:W-H965TFO M9B6$94]E49GSP#_'WAD MD"A$;@F!X_,@KD11$!#,^*?#'/0J27";7J/?.-
_ARXP;<:6*/^3$0@Z M@<#9W2IR5EYSRZ=G6CTR3=Q (*YZJ1AG*PH*7=68U5"SDZOQS:V@*2%<=Z)7[;BP2OB?L ^JLJN#/NYFHOY+L 8MO0&!6N#+H.#B-
&'O8.CPPD,.7DN3%\HT6K_+V;&:A3#7_N\;;&B_5BT04Y-S7-Q M/L .,$(_B,'TS4_^Q'MWP-*HMS0ZA#Z]PX:;-X5@:L$J985A-7^FQ Q9SFMI M><$*@0(TC%=S5JAJ>6*%+E&#,
[O/EX/:]OMROQ+0I?6SK);L@1>-,T8UFN5: MS*5E"Y[+0EHIS) M9,6K7+QN%..&Q)%14?$"BX^_[MQ?#B&6%/Q4FDK_\5XCLRJIK*P!WM1:$U8QC3.LEP9 MVQI&V-MB-
1$X%&!>"XUS!JQ6P4.I.]>UR)6>M\;5CEFC7'1Q+I8+(0[S=XI; K-1_M2='+F9!]Y+;1TCZS]VOI3]P*=JME ME@O]!\6HCLEY^^8T];X>^@EM"YQ(1N>4U MPMPC1,E&"=%1-
F"_EM\8W8G*HGZ=X?#*;MHE@AEFZY@M*WAY3?#&F&D688T MHN!(*&;A"%?W-Z;%'7,$YM]0:*X*'+\W2A-(Q1M^HNE'_&&4L5^;XIEX)S H M>X'EZ(#H= ,G0I.--
HGB'[@T(R0#RT.N MLFB'[O>NXVT]=$HS4NKOT.NPA5"Z&+J>Q34]0)3-*=8G#_YT(IY$6=O3MO1/2&'85?4)JI&^_C#R4Q=U4%Z&_P A/4[?.LIG-]]>I@J' MMCYMMQYA3D(J$*
<@ZGX.P^[N?B^52BR5=:G5_7^TJ M>]&6[>F 7-*^MP]JNYTNQ4<,T6TK*,9NUY%0S])*-K"R^P M!32P9#C!@=KG=U_(QUO/]PZ2_<(,LSU&^U+H9_MWUD7[?-BP]X^TK"AT/&@
M:Q,+B'HHPP'3[<.G'5A5N\?&3%D\71RYPEM1:&+ ^D(AA-V %/2OS^E_4$L# M!!0 (&*N35IR85"^=P4 41 9 >&PO=V]R:W-H965TAZ ,MC6QB M)=%+4G'2K^\,):7KJ-RB)S+$P
M4A6@,3WO7'BGER,>[P9\EK@R6_? GLR4^LH/'Y+SSH)88:Q901!ET>\PBQC M(*+QK<;L-"9YXO;]&OW&^4Z^S(3!*Y5]D8E=G'?&'4@P%65F/ZG5;UC[$S)> MK#+C6EA58\.H
W%IK,KKR<0@ET5U%4]U'+8FC >O3/#K";[C71ER+*^%%=,S MK5:@>32A\8USUGMT@N&3AZ$+,,S?%9WQ(HO^K'-"_N#Y\%$5=F'@UR+!9!>@3VP:2OZ:TJ7?BGB-
<0\"KPO^P!^VX 6-BX'# M"]I=_.MB9JPF%?Q]R,D*8G@8@C/CU"Q%C.<=DKY!_8B=Z<_>='@EQ:"PX;@ ML U]>E\E!*@4+HQ!:T 4"612S&0FK433!5H;@WB(>"OT8>
(7ZQ1DBW:!A$X1 M@C@3QLA4QL+E"_^5&F)5&)7)1%A,2/^9*&*$JEX(PP"T7)C/4#=+YMC330"I MRBCIS6G5[;IJ!_]8HB8SQ1PTI\V)2D]*LR8BZC%$3:\?WH$?^*X=PXTL'(N=
MT7>:"I6VS\XZ?BOEDDJ'[4)!1/T)61^/X$%9D573D@UPZ$>N#>%V$W*X*K4F M@"VF-9\XUB7N+_/#JMF3>UW9:E_*9XYK1REN,:C0E+J:AH%+U/%_,2BSJF2 MS"QX ?_=-IW[QC?
#M\U[XPEXDXWQVQW0*@1DZP #?SAQ$=T*S+YC Q><@0/7@;H&63!U1M+%U8+6Y)9!&K'$F[MVJ$\H] &D&O;=TI]LWA;3&[D$XMGTW"%#9E5U6CBY>)-332 ^X72ME[PUBG>
M(12P6>AI5-<^V@2O#_:2R,W]B(G>_*?N@"D>ZERC13M6+JW7=+6,L-J9Z4@ MB.V9W@B\"#X41!S9>'% 6LU;?*(#!KVW]'LFXC$RDB55)>4/1PQ^J>5_>9/S(*>UX7S8&
MHIY'_Y/=]:)%'/7&W'@O\7@&\!Y\@W^^##MVK86](7VYI!7FO*! MQ\(L("7/G*?*5:-"%2>N7Q;5Z9#7_H?R9CM:5XRX%#)Q4*2KDA.3LC(KDRJ!
M&3XGOJ5V[!JA[NAKXW5#W4"J5;Y.A$T\WE$%];@=C5JFI;N1>@YS6=F&YW\DK-+,FA\@V?XH4HYE7]*>A0NX.Q5YS]T+'^'K@]Y_< AT-V
M*6BK]5%3ZZ.WUWH^O'3W;7<;X_=];T?&@S:#7TRF9P.$V[VYL?AV1#B17Y M>JQ75((X]YOLWNBD/EXVFV_U6)4GLLE+%'FN+E$S#K@OHM,&76'$+57BH4_[M-X^BIS$$G
@0NG28<*'VQC ,X8%2#D5*M0+"@ 9%$$PF.V60CAO5+N9'$UK* M$$;>T 7_E*10%]$C/SR&(V\<4.L/QL=T;J*841(]BJSPZEW)TP_,BO3P0M M^A@U^AB]51\[->C-
JFB%_U\5_Q%5]+<^37/4<_&ULK5C;R:U)5F2Y33)3-++ M;!_:9IJT^["S#[0$VYI*I$M2<;Q?OP ERT]K*$EW'TQ+% $<$ <@I).UTM_-
M$M'";5E(<]I;6KLZ'HU,NL12F*%:H:0GE6+T9FI5%D3J@L1H'GQ:-2 MY+)W=N+F+O79B:ILD4N\U&"JLA1Z&)V=K,0"K]!^ M75UJNANU6K*\1&ER)4'C_+1W[A]?)+S>+?
B6X]KL70-[,E/J.]]\R$Y['@/" M E/+&@3]W> ;+ I61#!^-#I[K4D6W+_>:G_O?"=?9L+@&U7\F6=V>=I+>I#A M7%2%_:+6?V#C3\3Z4E48-*Z6>OU(*V,564C3 C*7-;_XK;9A\<(!(U X'#7
MAAS*M**LQ.MUJ!Y-6GC"^>JDR9PN>2@7%E-3W.2LV]B@?#.H;[)V]?.;'WNL.O&&+-^S2?G9%Z9=5!8*: R%?*8G2&KZS2X25 M5C>Y2PS*2\AKWRP'\9 ?
G98.^W%-1IYBUDWPD@T*;0"9!4 QQ'*&FN)(SPLJ M ,0C@3:4U63B&]YBA%@4\I_D)CXE/XR2 *RLL@A]XX'M32 +2.D<2 MRG8R4<0+_3AL%H\#"*;@3^"K3%%;*DT,$E;*Y%P*#
B9$7J+Y*YU-XJ@:^@' M\0#Z8W\ 4[B\W]7G,$X2&L/8X^LPA(YX1VV\HT?'6V.J9)H7N:CA-KMOR+G* M*KV!>>/X#A9H=MPJ4)4&G,_15;OVR2%6=.-A OS_.'Z7)MM([TP[;8$_].#%
M3W\U!_8C=@22CC="O\4[0XGSW$(X3.@7TB^&3TJ^(C05 :8B"'A+YYZA:'NT MQA\2O8;^/7QJ:'&'5'UO.![PF Q(0P ?Y U-TVEFG6A*_,TIK_K3X926A4./ MQLF0Z/>9F5@#)NEPJX/&:
#OV@W]>'\+_(1 O^A@9=RR,OX/58A!9DTV M[B,2QF"=5T2=&?"';@X1L-OTX0KT!),TQU+=[-H6$Z=D*YI3-#46Q'JY("X? MTXE!&T]U*J4',[1K1 G<:3B#+$F-
0>ZL485<$44V[@G^J/*5B_ESZ/M'042! MK*\"BOI.Z0,ZB51"+APKG9M$FW@\(4Y$"7'L,]FKD6KN0%ZI^:O*(!1(O4J[M/G++R>B%4YKM3&>52U?: BQ7CLWLA=!6HC;+?
-52FK0DP: >KI6E+,KNVSOR M,3CRQF'C[30BF'0"JTWE#Y60N=&8A]F$2/#T%]/C2P0RH(M8?>^[^]&- 4Z*%Q>@Q_QL71@^QK5D1?3;P+?1%&)NFUEQ@I&V(]\+A44Q$_[M2;!C?
TCG8!@EM?,W7.CNB=&FCDLTF381"]?1H*-:3-IJ,7E\M5@29\E[KI64 MMW=PW/SJW:'ZT&GL<-ORYFE6?_(V+0(I>2"4'NLT)N$:8\A/5PGF5-
M_T&;HQ<,2W6U5#&0N7L21Q3Y/S1'(FN=6XN2^#>'E\^2P]>M__]GPX4RL@ MPL/PD=N@%GCD[Z'OH$;24B-Y-#72K#^F# M'6VGL?L[VCJ!Y02KZU\MO
TX5;6'Y%8ZI^D:LN\8]J6NGX^2Z$?)XMVAO/^^R M-TCVM_,0?4=[K\PE4C+RAP%*3%5)6[\]M[/MMX?S^I5[M[S^&PO=V]R:W-H965TV:N>:L=$*5[,9AV.M63-2=\U,W-
M+GIZJQ4M1\ MI,$T5<7T\H)+M3CK1)W5P+68SBP-=,]/YVS*;[C].A]I_.JNM92BXK41]@;- M)V>=871RT:/U;L$WP1=FZQW(D[%2/^CC8WG6"2%*$9
M_[8Z.VM($MQ^7VG_X'Q'7\;,\'=*?A>EG9UU\@Z4?,(:::_5X@_>^I.1OD)) MXYZP\&M[60>*QEA5M<)H025J_Y?=M7'8$LC#/0)Q*Q [NSV0L_(]L^S\5*L% M:%J-
VNC%N>JDT3A14U)NK,99@7+V_+*:2[7D'"YXS2?"PDBRVL#1%S:6W+P^ M[5H$H:7=HE5XX17&>Q1&,7Q2M9T9N*Q+7MY7T$7KUB;&*Q,OXH,:W_,B@"0Z
MACB,TP/ZDK7+B=.7[-%W,V.:O[G 5)8P8DNL, M#K5D]Y>[]K^'86(WE\OKBU/#VD_OT%*EHWDH"9(M"#12%!:=P"(I?D!38_9873Z><94O['*7.P G]?A -X'>L M!#
(^S@8X%L5QD*7P#9TB#6A*J^PHR?/7))0&20]X0TRXH"5'J1N.HC 8Q$]A MQS"(4ER=9T&:;"&'I"%)@C#9A1R'#F*0!?%]Y,@C]\GB)Y 31,Y(21(DV1HY MRLD:? 9QOA,Y]LZ%
<9!'V]!)Z,:3 9GT!'0*>1HY+7W2$@9]^NBA:+B-V3RE M)74.],@B>$ N;(UN;)GDVO.M3OOZ@)+F[8+ VS!= EXK!F+UE'E'Z+50:A? MHM4]D[9X-?I?> 4K&GW>=G@/?
_*,,HA%T]^P)W)C48R5--A924GJV--[4,-Q MZ@ML$/3B9X#'T,]ZG@O;U T]@?)]!(K['B4,PMX.!L5(BO 9Z GT\MPIBH(T MW\#GKKQ3W#G"7?!I[-@R"
(FGV[YGGD08D_Y]=!2^O..Z$,:5Q3Y&9+&C;YP% M_? 0)7IK2O2>30F!IMR*LF%2+L&(:2TFHD!_H<+^1W#?1F@L4]^OS:F-V,6, M@XB[F7'-Y\U8BN+5BSR.^F^1"TQ;48@Y M4W-
,_6P GVM$7 @[HW-OCJTF6'4(]1@6' J%(R77J!-?\;0<-^2)(01^5W#C M\OLR"K'CD[+UD=5+V@2$*J$4II"*^A<$&_.][@= FTJEC$7K"NIM1J,A_%0U M;2',-

KBKW3(AG3^(X!QN=X6$/%]%R%G>1G\[7#=\;MMXA<> BQ\39+7)'*_B M@SVX7'K#6AL0:.R:,>>GOV>0SW;&+*QR[QQ V1(F6E4;JUIB0<&Q)"8"Y\?+ MQS;C_MC@E2.
8:603PH7:)C@J-*8$:^HS6ZA!=86DT#9<:'"[1^FV!UK%UY) MV4'3:NAEO\&DH4 \4('!H6:2%"PY;>@;/1OI/%Q).Q?N*3!L@I":\WHCB;&0 MG&$F-X)!VZP_M)STE;S HJ7-
8ZVAD,P8'R/<0.ZMGFOU#W_*]2.2UMT"W"FR&G4'#4XYRJ&MSL[OM+'K M&MZI>H*YIG,9IP;1FUZ49F':AQO*HGM<*3KJ?+>"CUY$(]_P8%=8_CX"=J95
M,YW!H)N$>*/&0W,H95NH/@A7W>&]7UQ"/YG[^*(L>D4G$9T ^I<\]|.(Z"[M=5>L.(:(;L18#]JIK;\VKD?7E^ZAOVMNEOL;^R>,,%8*UN4$1;&/PZY'^UNP
M_[!J[FZ>8V7Q'NM>9YSAQD<+<'ZB,(7M!P&L_Q5Q_A]02P,$% @ 8JY- M6HV:K)NA @ SP4 !D !X;"]W;W)K&UL?53; M;MLP#/T5PBN&%1CB2YQ>LL1
TG;H'CH4S;8^#'M0;#H6*DNN)"?MWX^2$R\# MDL" 3,D\AX>FR,E&Z1=3(5IXJX4TTZ"RMAF'H5 M=0=A-FG8"A=H?S:/FG9ASU+P&J7A2H+&X1?'C=FSP66R5.K%
M;;X5TR!R@E!@;AT#H]<:;U (1T0R7K><01_2 ??M'?M7GSOELF0&;Y1XYH6M MIL%5 66K!7V26WN<9O/R/'E2AB_PJ;S32EBWAJKZBV8]C67W9N];?_#'N J M.@)
(MH#$Z^X">96WS+)LHM4&M/,F-F?X5#V:Q"IBK*PFKYRPMEL43&-\(1- MJ_.*LC/ 9 &W?,T+E(6!3S_84J YGX26HCE,F&^9YQUSAYQL>X;M[;;E]A]^SI;&: MKL>?0TEV%.EA"MO0
MWQ\R$BB5H):G*\0EW5PAJ D)^Y9C8Z$A7)<1JU4KK3D?>XZ.PL._MYY]E[K9 MTU8 ^= S\UAH&"_@#-*KB-;D(G%K-(1GWY'DS-:H.#T;4S
MTM'@TN'B)!U$"1RJ7;C79#7JE1\EADA)0M=O_6D_K69=D_YS[T;=],K3C]# M8$G0:' Y"D!WXZ/;6-7XEETJ2P/ FQ5-7-3.@;Z72MG=Q@7H9WCV%U!+ P04 M " !BKDU:H#Q/K#L#
#5!P &0 'AL+W=O= R+KS%S.VMU&(F>]-P@2L%NF];IKXO ML9&'N1=YIXUGOJN-W0@6LX[M<(WFI5LI6@5GE(JW*#27 A1NY]Y#-%VFUMX9
M_,GQH"]TL)ELI/QJ%Y^JN1=:0MA@:2P"(['#]@T%HAH?#MB>N>0UO%2/Z'_ MYG*G7#9,XP?9?.&5J>=>X4&%6]8WYED>/N(QG\SBE;+1[@N'P38)/2A[;61[
M="8&+1>#9*_'_W#A4-QRB(\.L>,]!'(L'YEABYF2!U#6FM"LXE)UWD2."WLI M:Z/HE).?63PQ);C8:5BA@G7-%,*[/]BF0?U^%A@*8,V"\@BV',#B&V!1#)^E M,+6&)U%A]6^
@)B=Z<4G>LOX+N(CEB-((A_B,$[OX"7G=!.'E_SW=/]ZV&BC MZ'7\?2WA 2Z]#F5\C>Q?N.MD?@8$J'4R-\!V9TH#V)H'N =L-F9SN IQ(@(G**C%8
MSY(U9=\P0PY,$TY#):_A'1>$)WM-MMH'?"VQ,Q?Q6"M[8?3[Z0#L8!WDDFE> M O[< J_4[?BHI0M>1NC^*8W]LV"D?",7;]IR&]-"?(2*>(G08_H9XC],$W\
M:)R0'OGC)/0G1>;TM!C[69'#%U?#EOT>%;4DH @MM0X750/U-&TH"6)#_R'U MD\F$9.Y'1>QDEH0W.5.P5-QSU%%[$'K6-\+Q^ 79@JM(0Q3E$80I1%K^=K][.XR*%9$RA)L5-
MAO:I'57\UO,]:U"86[R+<."=YQG)L1\6]_ZVNYUTR,- MC0&GUC1W45D#.M]*:4X+&^ \R1?_%!+ P04 " !BKDU:*T:M[X$' "< M$@ &0
'AL+W=OWUQN!>R1,=J)=$5Z3STT]|_2%GK9&U?6Z! M8NIA.)P9_F8TTL6C&7ZQ*ZT=>^K:WE[.5LZMS^=S6ZUT5]HSL]8]|BS-T)4.
MI\/]W*X'7=9^4M?.11RG\ZYL^MG5A;_V<;BZ,!O7-KW^.#"[Z;IR>+[1K7F\ MG/"9]L*GYG[EZ,+\ZF)=WNL[[7Y]N8G@UZ>3F[YN/
MM]K_[GV'+XO2ZEO3_M34;G4YRV>LULMRT[I/YO$?>O3'&UB9UOI?]AAD4PA7 M&^M,-TZ&!5W3A[%\&N.P,R&/#TP0XP3A[0X+>2O?E:Z\NAC,(QM(&MKHP+OJ M9\.XIJ=-N7,#
[C:8YZ[N]#U"[-@GO3:#:_I[=O*Y7+3:GE[,'?23U+P:==T$ M7>* +B[8]Z9W*\O>][6N7RJ8P[#).K&U[D86$V S*$?**]8S:X:?>Y M])RLJ_I0&!2B_I@S]EW@]FL&1]'
M@:VJGJN6UGM3=NNW[*?2.LWN-@MG'&P[X:>CJ&2W9H U)6[#CL8UVGK]!L8, M[+,7IZ5)WEHH?M#]1K._L3R24F#,HKS@&'D:"=B&@RA/$XQ2^LMYE/"B=
M'BK3K5)RPB,AU2F-L-8C7/% MA,R9R"&:0O#--[G@XBW[EW8[MF8P+<:81D5:D%%)Q/,BV)J0S=MIWHT8?MT:
MZYA9LA_6>AC7PQQ1X#?."C@OXARS>2*FN44D5OZ9U0WH/'^YL/G=]>P%P%2TH^\ M(!>32'F/$IF^\"N)"MA]6ZX;VM'W3W@^U8W;(-I+S/:,.5_86^2T^@5B(R'
M,"DUPG!MK78V!%$H6I)C^Q(OK")1I'ZQ1!7>J#3)" 6!((@_2.D?AU1^!6D6 M97[#LTBE9!A7H%9YC[*8/!,^6!R (#]'(.49#Y!R[I'D.4&J@-M)E@9(>;(? M4H0#V<'S#%
(Q*4FS0Y"F45HD8?31Y#*2B8]OE KU$E+L)H#: ZF,\BPG2*6$ MTP4G_HCG[=P*N#Q!&F:V/],CMTIH G .T9C$QI1+A%8DD9#2I%3(+\4+I>4VKC-+4+QU'19[[MK8]2GSI8S%..ZI-
3X%%M$Q[_Y;2*/;1R[UH6Q6);IGP6PLM4>).S '$*=P_1 M&A<$6I&$\AG[IM0=54BT"L/L,ICR; ;, U<$ZN%.LPJ'PLJSWT"(07B4/RI M,+Y@548*&.YE526I\QG(*;Z0*F*U0RKZ)
(7M0386J/D9CM)Z$^^)I4(#3!EBN"04<8]-9R_<$]&A3A85U,?I"VIW.\AESY.*CQ^ MR/37I K_Q/2D*N'7%,C:=$R7V),:SJ6LR/=FIJZ-76\<<+;4KV!4BS]>@MH M^?'P^W*X;_I]?=E1]?
M;S6LX0_U8TS:A. M%]]6)4_T6YCJN/91,EK^="3A%H?\FA;(5]+4K="SP#*KC$=7DOX_B4\%T+. MA8P?(WNB*?.L/HU8CZ"="GJBY@(95*C^&PE?6^)?TA,]\;93,F"*10P62C$ M$]!4
9(([ZSK5H=78L2S[.A-Z+< $/5S&7Y53$];J1"(JAJ",!5TU"LTF_^D M6K\<3,&[>JA_(1 M<0+%(X[$1(=$;G2W;LTS8K,>/P,L-WW]I1HJ1(<> 'B#VU2H5%0OJA52#"4+
M845Y$MC2$K#0FXM&VN.P;LBLL;!1!!ID2S-X.\>02WKL)"&X/]ZQ]WC)-O?/ M$0%\QLH*7MK&!>Z=O@\/ :^JUO"CPO/ABXTR80BI#QF$]!.]=6+^R@> T-4+ MM_-
,'73K0QF4B**_J%D]$4:Y=:_R!"M8[.+\WW5;;[SQ:#3"!A]%[%8==.[M\/%@NCI]>KD.7QR^B(?O-J&D6=;J):;&9QDJV1"^A8039];^^\/".&T(+3!^DKOX'4$L#!!0 (&*N35JO0J0^& 0
(4(9 M >&PO=V]R:W-H965TN;Y3\L&0W0V#,*]WLM?[FRB)C@N/W7KC_,)T,=^*M7R2 M[K?M@X$V/:&TW2"5[;0B(U&Y?$3_*<2.6);"RGO=_]&U;G,351&U M3AS*!B;QCP
M@P$/O$='@>5'X<1B;O2>C-\--"^$4(,UR'7*%^7)&7SM8.<6C_)%JIVDJV>Q M[*6]GD\=4/VW:7- N!L1^!L(":?/6KF-I1]5*]O_DQ!Y\2)'SG=\7<1/\IF M0FD2$V<\>P(=]=F*?O8>^>,
(Y;'>])+VBMK-B MO39R+4)+8\6,L5TB_3[L\P8)T3T.9:?6Y'SUS^&E);TS1WA:OI*/JVLD>2!8 M&G) >)7"6)*^\(2RR6&)7*8)774*W=KW8&D#<7CR.X5J26"BK32-5 [G_BR*
MZUDHN1]2/W!4JS^ERP!S0FC7Y$+0R4G-LFHJ,.49V%ZU@Y\FU,C9"V140D[BL&,:B1JAQ7N;T25H[HTXYY$\/6Z%>Z:HN\VN,:8JQ MRMGUR3XFA6N]8CGE(%D6!>8$-+V>(4K5KE
C'U.5^ Q6/JBBXA>])#'/@.UG M5H0Y2?GU"67T!<)9@K FGF]18DR03U#/F1=SW!$OG=%J\+7OR>I^YT*/)''- M2F^.E,)#<9E#D<%QZ;WGD-[.C*ID,
[@$TP0\H$49Q7Y0H:2^:9J7IO>'X&M MT0U<>M%W*7P.NNT<&E_@8J2,H?@ 2W'?<60QS;U>'DJOM$*_&$EIZ97/0V'&/<&ULI5=M;]I($/XK(_=4@92+L7EID@(2D+87J>VA)'?]
<+H/BSW&5NQ= MNKN$Y-_?S/HED! N33Z =]<[,\^\CX<;I6],BFCAKLBE&7FIM:LSWS=1BH4P MQVJ%DMXD2A?"TE8O?;/2*&)'5.1^V.D,_$)DTAL/W=E% MT/=3S-5FY 5>?
7"9+5/+!_YXN!)+O$+[UVJN:>',1C[P. \(<(\L(9,+M M=*C5!C3?)FZ\<*HZ:@*727;* ME=7T-B,Z.YZE0B[10"9A$D7K8IT+BS'\:5/4,%,%>3IE%]PB?%7&P.+>G2J)
MTD+K6BQR-.VA;PD*,_2C2NRT%!L^(S8(X9N2-C7P2<88[S+P28=&D;!69!H> MY'B.T3%T@R,(.V'O +]N8YBNX]=]AM^GG^O,WL,_DX6QFF+GWWU*EBQZ^UEP
M/IV9E8APY)$9#>I;],;OWP6#SL<# 'L-P-XA[N.K,HU)1].%%L.5$Y)T8[M3LPD[1%:.3FSS=Z,:F_NT^\P@DF=RK^(@64?@:2*0W16W!WMX#@"*C5 9'"/ M0AM #A
@]V*Q(%:UB]U_%X2,>1$244X%QIS!3)@4/M.::!)"',,4):TLS*M: M,L^%!,IIRE@)L[76**-[N-9"&@+--ZZ5%3E,!5V,$(1AH(\1!/ ;M,)!FQX!
MK]^_.PF#\".?!OUVE4%/%8<%DGY(!2W*A3%9DD5.IH%38M>&%M&&,"G46EJS M=8OT2+0J7F1<"!HT]3. [V3OR"EK?U^ASM1+ B3H-*"Z_V./D/0F:YRZRZT@
MW&^"1_'WG"V"7H./"Y;0$Y[@(]JO9$&XL%AP1V'5KBSQ+'CL M^$%F5S,"GA"4_:1* M9^IXW#$"+IAMN*9=:Z75;<:]B7.^;%:/$_Q[TR[AQ)61=M//EJ0QZ55O#5J; MEY8ZH;H?
5&ZH(ICE->)UO3; %ZJ6;TPU%.L5E.DCT@QX1(M.*$O3M5NF]#F#FB_0^T0I6V]80/.!-/X/4$L#!!0 M (&*N35KRXT7!T@, ',+ 9 >&PO=V]R:W-H965T0 M,V++V*;67KA+^<[OH5[L-
]V=QIW?HN2B!P*(U3!-*0+;S68 MK2.2=P+?!>Q-9\W(DXU2#[3YE"R\@ B!A-@2 L?'(UR#E 2$-/ZJ,;W6)"EV MUPWZK?,=?=EP]=*_BX2FRV\J<<22'DI[1>U_PBU/R/"BY4T;F;
[2G:,PG%I MK,IK9620BZ)Z\J[,N18WG#+EW.M]DR3-*+1PKGJM)&< M*.A2[JW&4X%Z=GDK"E[$@DOVJ3!6EQAO:]A/7_E&@OEY[ENT09)^7..M*[SP M!-X@9)]583/#?BD22/H
/I)K&88-PW5X%O$&XBLV'%RP, BC,WC#UN.APQN> MQ-/BD5,N]%SF1<(^0K(5Q9:M*%6$%6#8C3"Q5*;4P/Y8;5 #,;!AS,N1:U+T3GTY3V6:E)*8"IE,=?ZF9S@
MN2H+Z_Q*N=#LD";X2L8FTSCGPQTCEPBGC"<-_ECD6,'X*XU)H47K# M,Y:@?L!/9E[:$E73LD@,NT1R&% 1$TS,3>8\K"2IGI@A[I6O=**0(K@LH$2O-T8A&8Z6SK"ZAC4883-
K9Q6,0C3JQ^/60-[-3 M7+NYU1*.8UU"/^\.7*4JMI<6=-X[?\LF83,=;J6WO<9O'IHD/V.%?ZP$-'=_MG=?8'8]H-"::)[ZJ0M6G.!A.VOD%2=1X60[#_W\Y1,/>=*H<7F5E,J;1 ';6
M/Y+];#*ET:),3Z7TX/VDG9U/@U'TGZ7T-&BF0V1[VW\GI2,:_TCIZ'A*1U$[MOR")&L?^FWZG$(8B](($ "J# &0 'AL+W=O+"$6J)!4G M^_4[4K+B-JKG;?U@BF]W]]S=PR,]VRC]:
I$"\^ED&8>%-96E\.A20LLF3E3 M%4I:R94NF:6A7@]-I9%E7J@4PS@,)\.2<1DL9G[N5B]FJK:"2[S58.JR9/KE
M&H7:S(,HV$[<\75AW<1P,:O8&N_1_E[=:AH-.RT9+U$:KB1HS.?!571Y/77[M_89/'#=FIP_.DY52CV[P/IL'H0.$ E/K-##Z/.$2A7"*",:75F?0F72"N_VM M]G?>=_)EQ0PNE?C,,UO,@_,
,LQ9+>R=VOR&K3]CIR]5PO@6-NW>,("T-E:5 MK3 A*+ELONRYC<,A GK'OFD"QZ5+RKW5 MM,I)SBZ6JBRYI2A; TQFL%32!7F6'VM8(A@>R0QENDU_%>C3>8GL$H&D
?:/.\Y'7-_I/ MGM]PDPIE:HWPQ]7*6$WT^;,O#(V1I-^(.U*7IF(IS@,Z,P;U$P:+GW^*)N$O M>UQ(.A>2?=H7]W1$LUH@J!SRVCJP1!%>UB54[*5QK:;P:VI3)3/N#@(34-4Z M+8C*D+
[&H,^WO=;[?7OW/V$,:$ GWKA40*4Y50HN7IR#Q]$)9-Q4RI"H1L$L M9L#6&K$5W!0\+8#+5-090LZ?:5WI#HI6+TS8EP[2 IE[(X&SP++'O%4Z5/: MY<=5;;OACBVW=!R?@+
(%N:56@J^9\\JT]AWZQBN',F45MX0:GZF6DOL4H<:: M\Y7*A]OMXL=3_-J*<8X3\;%76*4QB$KL(I['"C...C..#R9@R4PQ\"_BEYD], M- Z1WU;SM(D)+;H8?
#NW(]#'R;T@^CEYC6LN)07Y5.6G%6JN,F^9@7 M.9Y>G% SH68\/?&P?D1P'#_NXN==,/S?I M-+8I=T6@->(?2/PO"J.J]>&0WM:+RX8XGBM+5E5D@[+0WFN^O%$)/-U.[):Q M(QA?
4$,T>4\E2C-)I2E*+H@"$3PHZTOPH;"./(&./(7VI&O:I6MZ^*W')4'C M!(=+@E._%G)Z&+DK0OLEJ 3%O2]E>TWUI^PS0L$R?ZY?,_>O@(!537S0)_A5 MEIDVUO^0RP]
(]XINBHE&NE%L3.0@3=STD@\FTO](/ M=]Z/)>JU?R4;0EY+VSPEN]GN(7[5O#]?MS>O^(],4[$U(# GT?!L2O5:-R_C M9F!5Y5^C*V7I;>N[!?V90.TVT'JNE-T.G('N[\GB;U!+ P04 "
!BKDU: M/FQ,-3T" #1! &0 'AL+W=OW&226.M+L)UFX>NQG31TI6U? M$L]XYLPYDYDDG=*/I@:PZ$EP:5)<6]LL"3%Y#8*:B6I NIM2:4&M,W5%3*.! M%B%)5,PDXCTPI!]9\U<-6E>
(I/C@=6U=8[2)8T MM((]V&_-3CN+C"@%$R -4Q)I*%.\FB[7O?&Y2"D M"0&'W'H$ZEY'V #G'LC1^#U@XK&D3SP_G]#O@G:GY4 -;!3_P0I;I_@]1@64 MM.7V076?8-
!SZ_%RQ4UXHFZ(C3#*6V.5&)(= \%D_Z9/0Q_.$N+X0D(\),2! M=U\HL-Q22[-$JPYI'^W0_"%(#=F.')/^H^RM=K?,Y=EL30TS2)5HI\& M#3T MZLT6+&7P5W-
DJ?!=S9!=RONJ*2_0V*;]!&2:,X*_H&4%D\ M[XCKT!V35.:,JE5/8'YRP3\OBU-0W-(<>-KZ2/@ M[/6KZ2+Z<$7>?)0WOX:>?6G% ;0G[C98.Q6R.C7/O,2U1UL$-+_*QVR6D.,Y M
7(V9@)T%9;)H%RUTO83-WK'?5WU8_H_O%_V>ZHK)@WB4+K4:/+N%B/=+U!O M6-6$H3THZU8@'&OWSP'M]Q]J90]&;[_^!?+_@%02P,$% @ 8JY-6GQ[MX"AH!0 "!H !D
!X;"]W;W)K&ULK5EMC^(V M$/XK%]VJ/6F/O/"R+P6D7=)K5^J>T*)M557]8!(#UB9Q:CNP=^J/[]@)@)@8 Q ML,I]N$W"S&//XYGQXV2P9OO-+ F1Z#V)4S%L+:7,[AU'A$N28-
%F&4GAESGC M"99PRQ>.R#C!D79*8L=WW;Z38)JV1@/],,)' Y;+F*9DPI'(DP3S;X\D9NMA MRVMM'KS0Q5*J!\YHD.$%F1+YFDTXW#D52D03D@K*4L3)?-AZ\.X#7SMHBS\H
M68N=:Z1"F3'VIFZ>HF'+53,B,0FE@L#P9T7&)(X5$LSCWQ*T58VI">O-^A? M=/ 0S P+,F;QGS22RV'KMH4B,L=Y+%_8^C=2!M13>"&+A?X?K4M;MX7"7$B6
ME,XP@X2FQ5_\7A*QX]#K'''P2P=_S\'WCSAT2H?.N0[=TJ&KF2E"T3P$6.+1 M@+,UXLH:T-2%)E-[0_@T5>L^E1Q^I> G1]-BO1&;HRE=I'1.0YQ*]!"&+$\E
M31=HPF(:4B+0U5?,.5;+] E=!41B&HM/ T?"+!26$Y8C/A8C^D=&]'STS%*Y M%.B7-")1'<"!Z5O[_YL M(J])L* AL!J1W8K(K@U]]!6:K>I3*.0D@LR98"Y^M_ 6>UR:+#LWIHL
VL('R2H5Q'4LQ+T M0H3D-)0D0B$62P05!1V)OT%'F,4$*BW,.970,4QD%-#]G1!]UQCB^-#2ZW>- M9/0,!.]CUB+M5Y'VK9$^I2+G:O%-D?0/Y]>],T9BL#0G0&"=S@>7]:8*]L8:
M[!AG5.*8?H=UI:DD,((TQ7USR+8YFP\-S;E\:->S+=YM%<^M-9X)$_)S&#-8 M0H(RPBF+3.'803HN^D8P-Z7RV.IY:<=K"*S&U%W%U)V]X^7)C' E 11=L/R; M35*@_VP;YN.=(;%
[>UE@'?I2EAH"J['DN5NIY%IY>A "]@9.).5%UV>SF"[T MAGN-0D@W@213^T*XQ'Q!KJ&,YG&Q'\.V;&PBY8BW.Q2Z;=??X_LJ^"453WJ M'8'H6:/^2^6_2HXE!34*C1_'*&$K)0WQBG
X'$""^%9634!'Y A(/;>4:[2"PN]D8)4L+5.^X:?,BU3K._MI=D_LPCA3*=4'/!;BE95AN6ED1O_H P[^PED'?O2*FP*K<[45NAZ5OFWPU0E
M\5$.&E_15!/]1K(ZI\EJ5,HVA58G:RMF/;N:_96Q: WM&]$DPY079R &CGKQA&S=/$YAA.I:BK0G,U!'>K#@Z!. MF@16DWI06WGIV?7E,TUIDB?&23+N4D1/&X4+6@*K?[F;JNI?;?
I8O:M*OU2-AM% M"YI"J[.YU>J^79$V4,PG1O!ZQY6VW?5B*AM"*ZAT=EZ1PZ%DH3\U"*3?VA5O MFJNGU>>,!_T2?^_YHW$*P/X?Z8):F>N&;
ME4:6E:1"^$>_<+QJ47#\NUJ8Z':FT%ESC58-9%P?3S!(7:CKRNMUMXY(NE M=0M^/%RQ!<[0?EM--$Z 5"6!/"UQ*BFA"5F:FLE'E(F&7Q4*LM:(F[SM=AAS3NX3-
R+FAT#=]F"5Q>O(,+X!(>N!!TRF;H6XK9[>RG=7R3 M*K[@A?BZ 3PH:9<&/LH,LT,!G\PVCH.=XTEP5C'!] ;"[A4$G2!J">C^]?2P MA9Z\GAZ<<1,VYQ>6>N$+>KODPR.FR#=L+O
*#@_J7F/&+7Q5QL#/1R4$T(W9 M,IW]:CN.:KNH?3OW$KHS*Y;BR*.WC$&]02]^^Z;;[WQH2^7_%$O^D]A!FJ,F MS=$Y]7C"1)E/9F&."RZENQET9YZ1Z;8L5FJ]4LV]>3?
Q+17+9C\WIY!>< A) M3B'A^P9RX*/7^.B=]3'.J!3<381TR?0",[*\(F:B,$V'Y5:?R^"8'#DXQ32 M.[*:G$*B;KN/?N.C?][KNRWFEN+\EKE>5O_9.=K\/^D8$63'!\$FV8VW8+
M@\;"X+4EA3([5TR#DS(81$<>3B'']9:<0O;JK7+@[_61 JD\7#^F4G&IKEZP MS6K3\L=EISM:G]"G0-6Y_\E4WQ$/5'67$VL6I7=:JXL M];YRN*3/&=0.0,]SI>QNXC9H/I#BOU!+ P04 "
!BKDU:XHUG_K8# #U M%@ &0 'AL+W=O^V*+$ M>WAX#R\/R,E&Z6]F!6#)8R5K,TU6UJZOT]04*ZBXN5!KJ-V74NF*6M-?J]TWU[.):JP4-W^1M0-
OCJX"-V7LF?BKW M2GWSC8^+:9)Y1B"AL!Z"N[\'> =2>B3'X_L.-.G&]('[S_H']K)N\G<

KM M/W_<)6(O@ Z.!+!= &MY;P=J6=YRRV<3K39$^]X.S3^T4VVC'3E1>U7NK'9? MA8NSL[NM&D25Y$XL:U&*@M>6O"T*U=16U$LR5U(4 @QY-==N,6C[1'B](.^_ M-
V+MY+&OR:M;L%Q(\WJ26D?) Z?%;OB;[?#LR/"W4%R0G+XA+&.#'\-3-Y-N M.JR;#FOQ!D?P;AHA%XZU:3F*:JW5 WB6AOQ+/HM:5$UUB"6*ZBOCVJQY =/$
M+7T#^@&2V:^_T%'V&\(Y[SCG+7I^A/-S6M^0N?2Y_R&[Y.]/KCOY:*$R_QQB MGD=@/NB8#]!LOS=6N,* !6D,E(TD4I1PB"0.,R1/P+5!" T[0L/_(3]_/"8_MBGIF$D<=YU%$^4<1F(\
[YN.?(S\.DV>]^E]VC"Y1J*^P$H6$GF)',<[,V57' M\"JBVE<1F-,L6$7V<_3NP>FO=[IG7_1DQ8_7-PYR;N*"*5$6470:PYQH<">* M6L@+5,=Q6'^9TV \%+>,3RZ%I9"20)=&M.1QN'-
S&&R)#F,N@!CV1(,_4=1$ M7K <)P3RCXX#\4]X[#^R : PIV;PF!+]#*F_C$,BP;'HJBMO$!_'&?2 M^,IT\7$1#XVNA6TTM+DL MQ:-_[CO>QS@FL>!6;!QS$<3P+A:\B^%GJM,7
8YSP@X0+(GA5G)\#2 ;08S# M4QX<*\]BWO+$L+ \6%B.G[).7@,].!0Y Z1[EYC^0O@SUTM1&R*A=%C9Q=CM M,7I[Q[IM6+5N[S7OE;6J:A]7P!>@?0?WO53*/C?\56EWTSW[#U!+
P04 M" !BKDU:?1N968<& !*) &0 'AL+W=OU:07'TS9SS#4AWR14\4G."D&I2E/10$PUZ&:=Z9W%3G'OGDAI4RI3EYY$"4 M68;YRSU)V?JV SNO)
[]2Q5+J$[W)38$7Y(G(;\4C5T>]QDM",Y(+RG+ R?RV M

M5WE M%H=9#@LDQ[<208-!,F>\/"''.2#CPIR0S^3A/B?'1R?DB'!)9EP(NULFI6AC M.P9:='&F;9SHE3AA1&9*8F7(5UE"^9R VJ3[S*-=YM/H(&,.Q2F)PT\D&D7) M0$+7;X?'_#\[?
#H0#5QOP^QYXL/[4/.32&466L@/Z\6!K6]%;^&>MUR)<-< M3BDN3<,*F 16"@SH#039QP_AV>C+4)_>DRQ_)[)G/4SZ'B:'V+/^%#?V% ^U
MK86//=SIX29++LY3NMGOQH"/.Q_[/OG_/G$8]3YM[G3O3M:@5U[;#"G46F)[MR/O97CZOO&J\F)]:66U5\!]-J\DSIE=<&B)@:2E'I^&"]_-ME?4$L#!!0 (&*N35K'1$GOU@, #,1 M 9
>&PO=V]R:W-H965TV6;;__FPG!).0&WZA<3)S.-G MGHP]8\9;QK^)-8!$!$+PE-Q<192YG=NJZ(UI!@<<,R2-6;)>,)EFK(5Z[(..#8 M."74#3RO[R:8I,YT;)
[=\^F8;20E*=QS)#9)@OF/=T#9=N+XSN[! UFMI7[@ M3L<97L$CR*?LGJN16Z+$)(%4$)8B#LN)\]:_G?D#[6 L/A/8BH-[I$-9,/9- M#_Z))XZG&0&%2&H(K"[/, -*-9+B\;T
=/A_0[]O0E>!;/ F:,?B&Q M7$^GJ>2V,'*_GMU/+[-;D>$()HY:1P+X,SC3UW_X?>]/6U M@55" M])8A=IO0IQ\SX%B2=(6X3NYKMKS>"$!4?WJ$:^//04,#JG>%YVG0#<;N\V%8 M-
IMA:5-AVRO9]AK9OB#*9WSWBTVA2X3,J^8P:L^".I:MK"3RQ,1JU MF0UU?_9?"@*UM2[X25Q:AN M6_7WAB^R)O91F<[.NA=[Q]68W\&I;[6N5?6JQ,:])!#[N:]:1X MFVK=08\22U!-
I41LB7*UB8KMG@EBFL2O?[U(W7(N**A^1LC_K$&>(2+7P(O& MJ(/^96E4N[?.6H&J"K8OEWYSO3P1;-?_>B@HART)=@9(GF44<0W4&DC2QY6
MZ=H%K8JX+^I^/RXH66$]3[.8OPN^ M*NN^&_$;&X'&W-PO@[:T/&ULK99M;]HP$;>_BI55 M4RNMS1,$Z"!2@56KM&I56;O7)CF(-<=FMH%NGWZV$U(>0M@+WA#;N?O?![[|\XF
MOOZ:BU\R U#H+:=,#IQ,J<6MZ\HD@QS+&[X IM_,N,BQTE,Q=^5" $ZM4T[= MP/,B-\>$.7'.7KCV)N,^7BA(&3P+)99YC\6<(E*\'CN]L%I[)/%-FP8W[&"SR' M":B7Q9/0,
[=224D.3!+.D(#9P+GS;T>^=; 6KP36MDIEC"B-.?)%79P.DZ*(49 M7E+US-=?H4RH;?023J7]1>O"MMUR4+*4BN>ELR;("2N>^*TLQ):#'QUQ"$J' M8-_A6(2P=
AMH@6936N,%8[[@]^1,-9:S0QL;:RWSH8PLXT3)?1;HOU4_UT M#22ZM$\TXE)=H":6Z]K+O*AW:"+A)&698 MA F.A/$#],B9RB3ZPE)(=P5"33(NU+4"D9^@*V2BK="^U]][#.
[3I]NKQH@HO:L1[Q8+@*843<-%! MX"#:8ZLQZ=2S=2JV3N,AOB<,L^046N><1_A,8COI=JMTNXU;<9?KDT+^8GN? M\%F1=HJPE*!JOW'=PQ/3V=N4&I.H?E-Z%66OD?
*!Z;,,4B$-66P,U0>(4*((MU%+V#A!Z>Y!-%CN,OO=^C7CG.-:E2N.YKK,)CO!M77-^(]\/KC]!> E4\455ZU6O="=[0#VUH>F1[(7_;M,T6] M8C$G3.J49EK2N^EH(E'T+,5$\86]]J=<8
M_P-02P,$% @ 8JY-6JV:*D1. @ DP4 !D !X;"]W;W)K&ULK53;CMHP$/T5*UU5('4WD 2ZHB$2EU:M5%9HT;8/51],
M,A!K'3NUS:5_W[$34G854!_Z0GR9<^:VS8T]\).XI%M8@7DJEPIW?L.2L0*$9E(0!9NQ-^F/ M9I&-=P'?&!STV9I8)VLIG^WF2S;V>E80<$B-9:#XV<,,.+=$*.-7S>DU*2WP
M?'UB_^2\HYQA^3M38*G^;/MAI5%%$[MA6W7D2YI"F,/^U&#VH.7O'W3'_8^M/G[3V0OW$:-V^@:>_(@Q6U*=4ZXM4W@ MB#-%0YOEBF?@>.Q V2?1,/;WYT9:0NZ;D$J>?
_:^"U!;U_::I'(G3/5DFM-F MLDQ<0[TZG^+$J0;$7YI]7"VHVC*AT=$&*7MW[U&0JD9 M3&R=%VTE@9[TBUS MG)J@; #>;Z0TIXU-T,SAY]02P,$% @ 8JY-6BX:Z&P^! 2AH !D M
!X;"]W;W)K&ULM9GO;Z,V',;_%8N=IE:Z*]@0 MDG1)I%VKTR9=M>JZVUZ[B9-8!SBSG>;ZW\^&\!!/LNI6;O$DP\'W\/#;PX<=D MQ_@/L29$Y:ZY:
<:NRH"6I!&45X&0YC7Z'US=I75#O\0\E.]%9!CK*(V,_=.// MQ31*M"-2D+G4$EC]/9$;4A1:2?GX;R\:M7WJPN[R0?U+'5Z%><2"W+#B7[J0 MZVDTBL""+/&VD-_8[@^R#S30>G-

6B/H7[)I]<]7C?"LD*_?%JEW2JOG'/_<# MT2F V0L%:%^ WEJ0[@O2.FCCK(YUBR6>33C; :[W5FIZH1Z;NEJEH96>Q@?) MU5:JZN3L*U%C(,#%'99;3N4S>% 'RF);D$MP<4LDIH6X!)_
]X=;7MY>EP>J]QM M>-2&1[5>^H+>7QO"L:35"C3#X K4*&1N!7V278L-GI-II,XB0?@3B6:__@+S MY#=7O!.)'85-V["I3WVFQFS@"MA4#>HJ?=(_S7(XB9^ZMKW"@;:SUG;VFNW<
M9;NIRCNV!ZAGVRL<:'O0VAZ\9GOHLCVP;&=]VU[A0-MY:SM_S?;(93NW;*=9 MS[97.-#VL+4]?,WVV&5[:-G6LW)DVRL<:'O4VAYY;?^])@J]2TFXR_S(/L+3 MGGFO?
*#Y<6M^[#?/)"Y H2^<8(.?%=JE\P(ZMN<@'_=R>'L*S $3@\#$F^0K M$>):@4W- Q'22;7$"O%)7TV/0OA["4W1 3GTIC PJ^?D(R@H?J2%8KHS$;2G M)>N?
TOX>0Q,9.D,_GK_0"E=SXH$S/"F=3Z5V'-?P&88!>E]V-%5]9OBE0ZT; M1L,P2$.;TBCI6S\'IJ'A- P#-;1)#?N7+;]TJ'7#:A@&:VC3VA[U<^ :&E[#
M,&!#F]APU+=^#F1#PVSX'FA#F]HEO<3G(/;T(;GH;[D6$W M>B^[D8/=<-2_D_)W$QK#P!OYX7U W5O0C1SHSOM \/<7FJ?S8.U'=WV(.XB-',0>]^_T
M_#V$)C#$1J&V.E[B9VZGK:3_FV@OYO0&(;8J9_8W2DY MX)JZGU+W2MU7K(.D?T_HW,E=%O_[*$*YW4-N7C,E#0W]..#\?S?X'4$L#!!0 (&*N M35H^AOD_E@(&@(9
>&PO=V]R:W-H965T:4Q]Y?LZ*Z&B>B!K$'BRD*JB!DU5 M^+I60','JK@?!D'B5Y0)+YVXO;E*)W)I.!,P5T0OJXJJS0UPN9YZ0V^[\<"* MTM@-/YW4M(!',+_KN4++[UAR5H'03
JB8#'UKH=7L['U=PY_&*SUSH8)<]2 MOECC/I]Z@4T(.&3&,E!\K& &G%LB3.-OR^EU(2UP=[UEOW/:4D/"%QW@>W+W"OE7N@*%;8J= M:'N=B8)P6PIB0%7D; -4]:MMZ.-
^>OO.7>F:9C#U*72H%;@I9_#9/@6Y_V M#R+;JT3452(ZQI[^JK$ IA.N^\0>9TB(*Q,9DDH*4Y*$Y'33QS,[D2=HB#0) MXQZJ/95QIS(^RGW'!!49'-%X'!^.V^0NM[D-
+P[*/)'J6+WV1(XZD:/_:^J< MZ4PNA2%XP] G>O217?Q!9'O2DTYZ\NXN;A@N'8.=:JLT& 01_INL=E7T>H67 MG==>>N,NO?$[VV_<%S9^FUR_5_PF.7]G#M@9_).J@@F-T1>
("P9CO"G5S+7& M,+)VH^%9&APT;EGBIP HZX#G"RG-UK#3IONX2/\!4$L#!!0 (&*N35I7 MT4%U]@(-P(9 >&PO=V]R:W-H965T^;Y.N>=6"5S*9_M MX%LZ]CJ6$'!
(C$6@^%C!%#BW0$CC]P;3JTO:Q-WW+?J-TXY:YE3#5/)?+#7Y MV!MZ)(6,+KEYD.M;V.CI6;Q$/#3D+0 M/Y(0;A+"9D+W2$*T28B-:IBP_^*C4;C* M,,_WP]T.1\2G5.;O
O2#G,S"4<7U!/I.GQQDY/[L@9X0);[R:;*I*H2'JD2A.1."I-K\E6DD.X#^$BYYAUN>4"DX@S2"Y)%'PB82?L MMA":_G]Z=().5-L8.;SH")ZSKZ0L)7BP""WD4AB-
GB5\B7JM>28'4J#92P5X M" R1&>'6>\(9G3/.#(-68ZNZW?:Z]HQ?Z9(F,/;P$&M0*_#BCQ^"?N=+FRGO M!+9G4;>VJ'L*/?Y1@J*&B05)K%D9[C5-,B4+(NL5YTBK#15VSV';FVD5!\-@
MY*]VU;7$# 9US![I7DVZ]T;2&1-4)'""% 3'IPD["Z@E%"M 4^,G./5(ZH3 R])3L4"W)$2 MV!#V%+QV;@8'3,.F^X+"WN]V&G,.0*&K(\7<: M10%JX?JG)HF]KJJ[MYZM6_2UZTR-
^0FV[JK3_H.I^OX=50LF-*K*$+)S.4!" MJNJEU<#(TK6CN338W-QKCI\?H&P KF=2FNW %J@_:.*_4$L#!!0 (&*N M35HBK6%#, , &D+ 9 >&PO=V]R:W-H965T?
7KBOR&5187+$Y4/5EPGB%I9KR MJ2OF"'!A2%7I!IX7NQ4FU$F'9NV1IT.VD"6A\,B16%05YO]NH62KD>,[VX4G M,IU)O>"FPSF>PC/(E_DC5S.W42E(!5001A&'R+U)Q [!/T0(-
H2@38@.$,(-(?PH(=H0(I.9.A23APQ+G XY6R&NT4I-#TPR M#5N%3Z@^]V?)U5>B>#*]ISFK /W":Q#H_)&S)3%'JBH*[7Z[0.<92$Q*-;I$ M+\|9.C^[0&>(4/1 RE)1Q-"5RI"6=?/-YK?
UYL&!S?T /3 J9P+]H 44^P*N MBJ0))]B&< M Y77MLS6S,C.U+?%M9CC'$:.N@X$\"4XZ=+)B^OX_)NI@D:"![IGN-Z=Y1T\|2 M2[!9KFGQSE9^X+4L6S#>H&6YB^D?
L!PWEN.CE9G!!%1M%M;2C$]9FJ<4RTXD MMI>RI$E9\MG23#KGT^NUCKD+V:FZ.K@NQ(\C^S'W&_]SU5FO[-7V+(S[D*" M=EUV(7YB-SQH#_^.&GZA.7#U3%$D\1K-F2"ZNQ
(TT(]51+4L4HS87(&W!;9 MH./I,HA;H5DP8?N:Z&(&]M!\[_VI]HX&M_\ZD_IUEOIUMCZ]7N>B"OO]5B06 M4!2WKIC,IA2U*\O=Z4$JX%/3RPF4LP65]?O=K#;]XHWIDEKKM[J/-+W-
NTS= MA#Y@/B7J,$N8*$GO*E&.>-W7U1/)YJ;3>652]4UF.%.],' -4-\GC,GM1&_0 M=-?I?U!+ P04 " !BKDU:C_F' 'T# I# &0 'AL+W=O<_^V8I',0NJX$Z4/UBN5S-O[)$<"KHI]:/8?
8%&T+7ART2I M[%^RJV-'&)QME!95 \8=5(S7O_2E,>(($"9G %$#B+J ^ Q@V "&;P7$#2"V MSM12K]SJFDZE6)'I(E&-O-@S;1HE,^XR?N3EOB6(4ZG]SP3%9!_Z0LHJ7()YY#?DK@
MXT[;[4;[[=Y&O8QSR 9D&+XG41#%C@W=O1T^=,#G;X='/6J&K?E#RS<\P_<(MF> 9*QDUWX BHB!Z!41IJC=:R%^D@!PD+0FKLZ0Q*1*30K0@8B,)M.G"-Z[T MU,O'[N5-
2;E1:YK!S,.:H4!NP4O_^B-,@K]=UOY.LOEO(CNQ/6YMC_O8T\^- MJP>?C:DN_VJ>L>4Q%72;!H,HG/K;8U_>$C2_$'2BX[K5<=VKXTF;LW X&Z#> M$XY7!1ZC_<%9
(>":9>VFGMRLJ,@'G?$N:/BCCIW5.*6E[3RDEYY_PC^ :O& M!D_XH@0"+WC7*5 N+8EK_:"KQ1D51ATM[J@SJ1JU6D:]6IYY!A++*+??\%HH M9F\]FS1">8Y9U(GW9FI?NJK8#
,_G15Y[N+P+$;.!\Y_8S<'HQ;#\:]Z]WS M+0K$GD%;$S().=/.=/;S7$T&DS."+P!C%.$6? $X&B2O@"<>3%H/)KU,W["^ M2_N5NG3W8S%?\1G=%X'G$GT1>-VO.PP.?
4;0RW5H+3J7F;.M"!SE,DPZW[,S MZE7E;:).#W,X'G<.LW_40U4@E[875203&Z[K_J2=;?O=C[;+Z\S?FC[8]F8' MFKJ)_DKEDN$U7T*!E,%@A&53UGUI/=!B;3NUA=#8]]G'%?;R($T
OB^$T/N! M6:#][R#]'U!+ P04 " !BKDU:T%U#FRX% #,%P &0 'AL+W=O\A[>'=\Q-E>]L]Z V#(MUY@+?=';&+-],QCH< ,QU:_E%@2^64D54X.W:CW06P4T2IUB/O <9SR(*1.]
M^2Q]=JOF,YD8S@3<*J*3.*;JX0JXW%_TW-[C@X]LO3'VP6 ^V](U+,'<;6\5 MW@T*E(C%(#23@BA87?0NW3>!.[4.J<4G!GM]=$UL*/=2?K8WU]%%S[$S @ZA ML1 4_W:P
,XM$L[C2P[:*\:TCL?7C^COTN QF'NJ82'Y7RPRFXO>I$B1,M)%Q[HPSB)G(_NG7G(@C!W?\A(.7.WA5 MA^$3#G[NX#_789@[#%-FLE!2'@)JZ'RFY)XH:XUH]B(E,_7&\)FPZ[XT"M\R
M]#/S:Q'*&,B?]"MH\O(#58K:A7A%7@9@*./Z%3DC=\N O'SQBKP@3) ;QCFN MF)X-#(YO409A/M95-I;WQ%BN1VZD,!M-WHH(HC+ "=>S-Y[G/V5UXH80/B: M^&Z?>
(XW;)C0XOGN?H-[\'QWKR4:OU@+/\7SO[D69($\,;$&$3Z0O]^C';DV M$.M_FDC/0(?-H+9OO-%;&L)%#QN#!K6#WOSGG]RQ\TL385V"!1V!E<@<%F0.
MV]#GEL500<0,MB=.#43$2,S?'6B#?"J3&=@H!;/==S>?G,\&NV-^ MZB:N/RUL2F&/BK!'WQ&V @%[>L^!"&H213E94TVHB AF7 PJ9/@H[<6*A60'
M&Q9R:*SP47W*DW)4B]8)GH"'8&5N!P77(Z_R:4&8SC8A.DCBU&2[5;8!@V^ MW"JY8W8';&*J%?O49,K QD>T>VXEF3H:K\34><'4>2M3>>3R1LW$UH+I-M4>UFI3#\0[A>*WA
M7&:S)IS1>\:9>2!8G 2_BR@WK'D3RQ%;9KIH'_34$NT*K4S105>ZK4KK"8K8 M8QX<"85$A*!0]^?[F]3,[G>95&BGU*]WO2JE?ET[#*L)TF#S1 MW#TK0;9>"
M2X/AI2&\ER$*G=\3Q73$LJW\/[)\NR!+_)Z.$@Y]XGIGSK1//E&>T-3@DN.W M,45>^N2/8B=X;W>"Q=%.T,A)IWJR4[2@*[3RDAQ4JCOZ$9\Z;I?:^_9+8[G<#9B,CY=$I6M
56IG1@^QVVW7W]YQNY)#'>ZM75Z6MXY[,4D=H&4N#HV/. M&-0Z/2[&-B<38;(SP^)I<21]F1[$5IY?V:/J]/CT).=<]]0M6:H=SBL$-)Y M?8YLJ>SH.+LQIMY+8V2<7FZ 1J"L ;Y?
26D>;^P Q0'^_']02P,$% M @ 8JY-6G^() Y! YP\ !D !X;"]W;W)K&ULK5?;;MLX$/T50ELL&F 3B;K9SMH&,YP9HXXW4GU2Z\I->BIX$+/O+4QY;7OZVQ-"Z*O9$D% MO%E*51
#MVKEZU)1DE=.!??#($C]@C#AS:?5LP_F@X,YOH^2LH$(S*9"BRYEW@Z_O\-@Z M5!8_&-WIHVMDJ2RD_&5O/N8S+["(**>9L2$(_&WI'>7<1@(V$,Y79(--U_E[E_:$$ILO$QR7?
VB76,;>"C; M:".+QAD0%$S4_^2I2<21 XY[',+&(7RM0]0X1!71&EE%ZYX8,I\JN4/*6D,T M>U'EIO(&-DS8;7PT"MXR\#/SCR*3!47?R!/5Z/T]75*E:(X.C]&-UE!-1.3H
M/T86C#.SO["6AC"N+] E^OYXC]Z_NT#O$!/H$^,NUC686-W6-N5U[HD&9UYT'::JBWUYG_^@=/@;Q?G-PIVDH&HS4 T M%'U^SY:0 BHR(+V@9D>I0+8?
JUJP68'V81K))2H5C!5E]M4;^GO#2FATXTI. MO6)2K6@GS'9^B<-D//6WQZR=5N&DM3JA$[=TXE?2>8$-$X:(%5MPBHBM?67&TT1IS#+!O F#BCG M<%TV/4E/6[3I(-K;*JGY(?
7YAD+C0!/EM"BK06[KAR@CJ-)K5MKL@ZEVLTB[M",?A&8MAFQ,6HY;%:)#%-VD(M^+@G @NH*,NB#"(XC.H#BL\27H*9-R"';]^ M<-4%\>+,&K_ES'JC8"?
D)RWYR>!._2.V3$EAQP_L6!/?N4.33NY#?#Z"'#91 MZMX='!P$-QB$>)-E:D.X1D(:4'C8*F'X'JHKW\ G#4P=IW0&'2@X2,[@OF!T MBO?H
P$/XOT,ZB_;H<.EUB@C2NWA$W)'5.Y6>MQ!DN)SM%V;41_8@VCC045\ M_9"79DW5P+QLUCE&%Y^7A\,&QST,#J*+AU5W<+Z_,'6:T,> C@9X [IKDP8] MH _2BH>U]8O-IA-
15P)QIVP=-J,>1 >5Q,,RZ1C9 YO=5;XD2,]ANHSZ'Q<_V?S>/3I!=/8N3 MSFZ[C,8](^:AP=5I1Y26^@R?@L>-#,QEU6L9E%D_.AY5_= JS1^!/ M1*V8T-"Z2_ +KD800-6GROK&R+
(ZF"VD@6->=;F&DSA5U@#>+Z4TSS?VK->> M[>?_U!+ P04 " !BKDU:*3W"+3@# 1"@ &0 'AL+W=O84"2^>NK%K%4_EVG F
MX%H1O2Y+JGXM@,OMS!MZ3P,W;%D8.^#'TQ5=PBV8N]6UPI[?J&2L!*&9%$1! M/O/FPXMD8O$.<,]@JW?:Q#IYD/*'[7S*9M[!@0<4F,5*/YMX!(XMT(8QL]:
MTVNFM,3=]I/Z!^<=O3Q0#9>2?V69*6;>Q",9Y'3-S8W0+?01-7B>0@U*0 MV3ZYIWQ-W>+,.58'%2F<6(BAC.L3R)SK<%H!-_=)N3URQ/RDC!! MKACGR--3WZ '&XF?UO$NJGB#
_$. W(EA2DT>2\RR/8%?#3?9"!XRL B.*J8 M0'I&1L,W)!@$84] E\^GCWKHR?/IP1$WHV8]1TYO=$#O2FX =Z6Q6?[7:FKR M[49R3G #;:G*OO>M1C5;V#^;/9,N](JF,//PT-&@-
N#%KUX,H\&[ODS^3['D M/XGM93ELLAP>4X\7E+MJIX8\P)()P<32EOXOH*HOBY7:V*G9@W@3AV^G_F8W M-SV0-B*OPMI[Z*D!])VX.]9=,W?
7>6M\@>^=ZGGR5Z9Z+%WA7F*XJ3CD*#DX.\> 5/4 J3I& MKMR5_" -7O"N6>";#90%X/=<2O/4L1,TK\#X#U!+ P04 " !BKDU: Z%6 M7&$# ":"P &0 'AL+W=O MH-L;FZ1F?
LXWE(8SWTGU76\ #'DLN- +;V-,>>[[.MM 0?6I+$'@DY54!34X M56M?EPIH[IP*[D=!$/L%9<)+YF[M6B5SN36<";A61&^+@JJG)7"Y6WBA][QP MP]8;8Q?\9%[2-=R"N2NO%
<[\1B5G!0C-I" *5@OO(CQ/P\ Z.(MO#'9Z;TPL MRKV4W^WD2[[P AL1<,B,E:#X]P"7P+E5PCA^U*)>LZ=UW!_JW]R\ AS3S5< M2OX7R\UFX<0#CE$M4/4=A@/.
(QJA]%K'<:UP]AEID)Q>4BIH*&Z;X_S"5BN&R)>JM-?%_!7S9M1BU MD+H6 \.?: M#VNE9$$X+3585&VHV1HWY*Q@.!NZ-69=I/91=DU:[V]ZS.(^JR!/CL*C2V0 MX8 MC^D-
^JP;]%DKZ!Z3.&Z%W;49"#L,7F[XX+5%#T1^K-S50ON%*IJU('IL MVC4Q[;'9+XH5A[_7M!2@UJ[YTR236V&J&[]9;1K,"]=6M=:7MO%TS="+3-6U
M7E&%15X3#BN4#$ZG&)&J&L%J8F3I6J-[:;#1&PO=V]R:W-H965T M/GN=Q=T1G[X!I$#X]*:C=CC??M99*X MJD'%W9EI4=/-VEC%/9EVD[C6(J]CD)))GJ87B>)"L[*
(9PM;%F;KI="XL."V M2G&[GZ,TW8QE[.G@7FP:'PZ2LFCY!I?HO[4+2U8RHM1"H7;":+"XGK&K['(^ M#?[1X;O SAWL(2A9&?,0C-MZQM) ""56/B!P6G9XC5(&(*+Q>\!DXY,A\'#_
MA/XI:B_T V^*8-JZ[Q1 M0S Q4$+W*W\<\G 0D&=' O(A((^\^X5E8TX$-WH06-E%JC"9R0H>? MLO26;@7%^?*C:J79(\(<-:Z%AX7DVL')TIOJX>V<]-9P;135@.,QC5^YM3QD
M\A1.;M!S(=TIN(9;=" TW DIRR;Y$28W6)W!)'L#>9I/ M!\2_41+2-@K,1X%YA)T>@26T+(IZCM&+H:$?+EW+*YPQ*GB'=H>L?/TJNT@_
MO$!L,A*;1/3)$6++H/#MZM\,7U&"]0:I\CVL]G#HM^#[>'S5<5O#SR\$";<> ME?OUG+K)?U W'=5-7TS[?8\(-#; A5H"X=R6ZPKAA,JD_[VGS['N<2\B;A@I
MNS++BF1WR"4YJ/&PO=V]R:W-H965TN'/57-MOO9A4F"%G#.=IKMOS\;""%@:'I*/K2\S#SV\W@\,WBRH^P7 M7P,(]#M-,CX=K(78W)HF#]>0$F[0#63RS9*RE AYRU8FWS
@4>Z4)J9M64,S M)7VFWR9X]L-J%;D<09/#+$MVE*V/L])'0W'>#!_L%3O%H+]<"<339D!0L0 MSYM')N_,"B6*4\AX3#/$8#D=W.'; /O*(;=XB6'':]=(47FE])>Z>8BF TO- M"!
((A8(@\M\;S"%)%)*P@MIPO._:%?:6@,4;KF@:>DL9Y#&6?&?_"Z%J#G@48># M73K830>WP\$I'9Q3'=S2PX+ MP>3;6/J)V9=TD]!W '0/&2QC@1X3DG%T^01,[?/R\"='EQA2Z0B?B:;,.
HS@JCZ]J#'VNZY22+ MY,.+H_N)*213-5\S+%G=%ZSL#E;81M]I)M8[D4, M(#20@Z^1;=FN9D+ST]T=C7MPNKO=P\:I5MW)\9P.O'^VZ2LP1)=(K1&ZE&J+
MO=I7.KD+.%Z.CH;]]@F:-M@ M:XPKHR,R7D7&ZR7SC9%,;>$/*'CMH?W&].9M&]NS&A1T-F,]@V"%8-C+X$7F M(4E !C&*.=]^S&78FL.-;?L-,CHCJV$4:(P_.
<]YVZ:UBP*=C:OG,JZXC'NYU)*F MMN!=HUH ;K/30G#X3K6X=?,-AJ7TB-<2C^D*5]+2&EC&V._@=VB[:A?4^N[,# MC4OWSCZ6X-"WX?[&;5\5T(E5H;O2GJC7L)UZ+,/!?
0FNE\&GR\29T([U/C26 MN+^S;.G]!.J(2 7?7'XV,Q**+4G0#V INGP'*>C5-=K'J5;0_O%\E!9?X_*[M/"+ON@_Z>3_$IP4^$]JQP(>N%_>WO7>K%8.5"M\'*6><\3@L8O@#&0M4K[Z-
MAV/;:C;S_:-_6JLSH15:F;6SJ!38*C_3XRBDVTP4QRW5T^K<\"X_+6L\OU?G MB?D9UP&F.(S\3IAL;CA*8"DA+6,D!6/%^5YQ(^@F/_%ZI4+0-+]< XF *0/Y M?DFIV-^H
:I3UME_4$L#!!0 (&*N35JNET+$4 4 "P@ 9 >&PO M=V]R:W-H965TX9 M?Q9K (E>DC@55[VUE)M+QQ'A&A(B+M@&4O5DR7A"I+KE*T=L.) H]:Z]RP#
[VB&S^(O"7M2ND0[EB;%G??,YNNJY M>D000R@U!%$_.[B%.-9(:AQ?"]!>V:=VK%^_H?^:!:^">2(";EG\A49R?=4; M]U $2[*-Y0/;_P9%0 .-%[)89'_1OK!U>RC<"LF2PEF-
(*%I_DM>"B)J#KYW MP@$7#OC 4]../0+A_Y['?S"(:/:R4/)> B()+,I9WO$M;5"TQ<9F9FW"I^F M>MX7DJNG5/G)V5VRB=DK +J!%)94HGE,4H'.'T!(3D,)$5I(%CZCQY1*\0F= M!R
)C=75&:(INJ=QK*9/3!VI!J,AG;#H^";O&)_HV,/HGJ5R+=!=&D'4!'!4 M%&4H^"V4&VQ$#""\0'WO)X1=[*/'18#.SSZI00I)XE@M58G$FG!H&^OM^Y'[M)?))M.#]:-
B(UJ"A7\YH/X/W3\"WSYR:T<6C^-0V3T8X77J: MUFWMAW77?J[.KL')OA@7MD%K29 M3>IFC8B&941#8T1_;),GX(@MT4ZE)DU7]9HDT+?Z;5N,PZ-1^0?A&?OO.OF6
MP!I4C4JJ1D:J&HD&+_H:%$%G;;3D2(/&9!WPTF)R0%W08M)OG^YQ&.CH'SO@!IC#%V7C"6P!MV3DNZ)D>XOVYK29)NT;OJ, MR%W?:E;1
EMH359K.VWO@W<4Q0!LD6\3+;"%UB0?5^1CXY*>YU5!O81I&G+(M7[WZ?7PH/0HFS6C]TV7 [-F9-4MH3=8J*>']#RVA"P%Y.5D(K,H*JVB!+;0F MJY6R\#Y:6GA6M855M,
66I/\2EYX9GW1M1"8T7Q#(3!Z=F;-$EJ3M4K">&8- MTUH(T!WAJ6JY%BB@.QJ!VJ/>?=W2'8DUJZUTVI0JMU;1 EMH38HKZ>.-/KHJ M&,579_)MH@6VT)KD5YK-
,XNV;E\="K"Z)!^/A^,#B=5BY>'1X$")!6UF_6:I$E"E=*120=]0YT^"9NC.*\6J-+*%UOS&7&DC['YPFF*K$LHJ M6F +K4E^):&P425T3-,"K)%9PX%_^'&PQ0R[_:,O16UH*NE/Y"FNE
DV:XF[M%PBW^O K_\CS=B COB=OS5UU7CI6I8PMM";-E93!_8_.6ZN*QRI:8 NM27ZE M>+!Q4]\U;_WC3!N,1[54*R@ZML/><.@=?M9OL\/*;'R0ND[M!OLJ.HP4*
MV3:5^3%DV5H>>5]G![T'[3?>99 ?7%$KF@H4PU)!NA&ULK5?; M;MLX$/T50KM8),!&%^IF9VT#<=1V^]!%T&S29\8:VT(ETDO2Q!I#H1U52,7764FYN/4\LUE 1X;(-4/5FR7A%
MI!KRE2!4IJ#.;F&7_PM5BMI7[@S28;LH)'D$^;!ZY&7LN2%Q5043"*."RGSEUPFP61-C"(YP)V MHG./M)07QK[KP>=\ZOC:(RAA(34%49=7N(>RU$S*C_\:4J>=4QMV[]_9/QKQ
M2LP+$7#/RF]%+M=39^2@')9D6\JO;/EP3#@+=Z24JY-LUNLI DJ(4U^@#HB192,SP^&<#OR$.B9F@N!47_KME6 M$)J+B2>5"NV+MV@\GM<>XR,>!QA]852N!?I
<\@/"3PEOXT!?H_!')]DS&#A MHC#XV?1Q:'[L\W#RWFV?GF^(2:L%W1T/"%1_C^V58OP/_X+4C\O]@2Z65
M5RKD\CWDU[:8UYR1G5,GGUNQ(0N8.BJ["."OX,SJ*6SQNB19=B&R@UA&;2RC M4^RS.:P*2@NZ4KFE-%M<1[+>QM8PUG2)H=,I]W66C$83[[4;G2$FC9-#3#;$
MC.*TQ1QHB5LM\4DMGSBA$O*?*8@',^-1T%-@P?A^3\$0$QQ3D+0*DI,*GD%H M 6H/HT*([<^U) ,?;B+<<_3> L(X[:FQ@<+(+B=MY:0GY:COUA**,Y8DM4P>
M]U18,%%OV3(;SQ$-HU;#Z+('9#3P(>[X4&L98@:'*!MBNH?H0,NXU3(^F3B_MF1H!\IN[5^"JYD'FQ"#U607TD102-+YE&+TF678CL(+*!
MOZ\R_%_8)SDK2*%":G9,]8MTU"GW53B!V[4SZL6W#AV@W%OYUA@H\A-Q_[^ M%]@W4M IJH*S<^V9(ILR+>BJC+#;/^=67#AR_; OTP;$D8O'1\3AO3A\;AK^
MO$_#9\K$0Z_&OAM'UN@WDBTV@>^[?O^C:0.FB8O#<>=W1/V^N@I.%AR]K'VF MZM"V:,JSM"_5!L2A.UA<&\X?NPD^(F]?\ 2G*QY54__B*8V&IQ3'[D"A!68Y
MS)D%=WB8:WU>I_.I@*],!RG0@FVIK!N]FG;I=Z9WJSW?*Z[5]-1[6GJUO<+ MX2IW"53"4E'Z;JHJ&UYWD_5 LHWIKUZ85-V:N5VK#ARX!JCW2\;D^T!/T/;T ML_\!4$L#!!0 (
&*N35HZK1_VO@4 -4C 9 >&PO=V]R:W-H965T M\1[Q7MTC<;JG[M?8RS 0YID M_**W%F)SWN_S>(U3Q,_H!F?RS)*R% EYR%9]OF$8+;13FO2AYX7]%)&L-YOJ
ML1LVF]*M2$B&;QC@VS1%[/$*)W1_T?-[3P,?R6HMU$!_-MV@%;[%XFYSP^11 MOT!9D!1GG- ,,+R\Z%WZYQ$<*0=M\1?!>U[Y#50H]Y1^40?O%A<]3\T()S@6 M"@+)?
SL\QTFBD.0\OAY >\4UE6/U]Q/Z6QV\#.8><3RGR6>R$.N+WK@'%GB) MMHGX2/>_XT- 0X47TX3KOV!_L/5Z(-YR0=.#LYQ!2K+\/WHX$%%Q\,,C#O#@ M)L.@R,.P<$A>*[#X.
PT,SDH6@>(B30;,KH'C!E+='4#TVF]I;ADTS=]UO! MY%DB_<3L.MTD]!%C<(4SO"0"W"0HX^#D!C.]J+(8@]LU8I@#E"W G*9RQ7&D M[]GU@_J-3\%)A
4B"3\%;\#=;01.7IV"5X!DX#U)$FG)IWTAYZJNV(\/\[K* MYP6/S,N'X#W-Q)J#ZVR!%W6 O@RRB!0^17H%K8@1CL] X+\&T(,#PX3FSW6<;U",+WJR?G#,
M=K@W^_47/_1^,W'E$BQR!%;C<5#P.-#HP1$>-7=O5.5H+.Y+QE"VPK+$"7#_ M"*IV-^A1#U_N$5N O_^0D."=P"G_Q\3[P"7O+L$B1V UWH<%[T/K^GVJ*8I"
M2>F)+!9<#QG7;HX5:BSU)-O-X-CW/&_:WU79,9AY7LLL:IOYPU'5K!916$04 M?B\C8[DJY,,2T&4>&-@@LE!U4);Q^(LIL!QR7)F*=S9L1&6];-=[[@BLQM"H M8&CTPPS%B*]-!
(V>09#UJET)<@16(VA<$#1^=E'?8$;HPD2)'2, CQ@QTQ-W M;G7LRI,CL!I/DX*GB37&6J'&>1=B8BI'&5863] L&6T3.&F4"X,)-)<*WRN[M+L\:P2="]F D6\EA+AB)U1E=
M6B22>OBK#JUZ2A=48^_EM6-J9I4]@J[+Q15:G>]*E^M;^?ZL^W_)"=IAI@I0 MGEY IMLQXO6-46-& NV7\W42@A"DNHU[/']X(6;4]^I*G"*%KE"JY-?"@/?VO\V.U2T
M%)BILM%X0K\&2!JI@TIO(Q!;85UN4KK-A)'Y0;NS:59@I]V^*[0ZG66_[]L; M_N^7"/1PM$18H3NO4I=HD2NT.JVEZ/##ERX1+O7'W"E:Y JM3GZI9WR[H/G9 M):(M?
OR6^+%/L3.A/T/^^*7^\9\O@ [D7B.6*98XB,B.++!L<:^_;LD.)9)+ M![#J M6ZIP-&EFO\'*]X:^WY"P)C,_\ 9F&0M+607M.N?Z <=;]>$&?%@N22RKWS?0 M_?K@Q\$'L98)^VF-,O
G2F6 MK6SF/Y;.3K]X.$6+7*'5R2]%$!R^=#H[E4I.T2)7:'7R2ZD$[1]H.J9SV$YG M*/.OEI7 M]CND6.HHM6^$@U@)J7Q#0#%:[$VYU#LR&N-7_GF4[S I8?(-+^^E/",9!PE>
M2DCO;"37+LOWD.0'@F[TKHI[*@1-]<\U1@O,E($\OZ14/!VH"Q0[>6;__5!+ M P04 " !BKDU:<&\/\DP# 2"@ &0 'AL+W=O5=1_"=-&P$N_0OF_6FGKAH)+S&J7A2H+&8AE<
MQ.>KV!OX&1\X[LQ>&UPH&Z4^N-!A\ M.L/]]J/ZWSYX"F;##+Y6XB//;;4,Y@'D6+!6V%NU>X-]0%.GEREA_"_L^KE1 M %EKK*I[8R*HN>S^V7V_$'L&2?*,0=
(;))Z[<^0I+YEEZ4*K'6@WF]1(>@D\>@5\E!Q4O,3N T/H8D2B;P_NX2CEZ\ M/*![.BSFJ=<]?4;WF_7P*_G/6YH$UQ9K\^]8[)WB9%S1G2%SQC MTAX3HK2:;UIWRHU+-
;S/T!@*:8RN\S/=HXNC<;;9P#;]@54L6I>D8"RSK6. MIC\6C5;VJ11!IKFE 1\5I0?=*)YW=;'(!RYK9@<8Y^-K.QL.DY_-M"?_09Z ME#F3I4^2'^__&^&?C^//!_SY;\"_8P7VX)30'IQ98F=F-
/GW_]:N!^=9#[MF?JJM5O6KL^JXCI(Y5-N+ION,8QLH-.?K)ZQ-'3W1']\GK72_YBY+WK+OX? M2E[O].L,B2;?I$BX=TW7J$O_&#'DKY6VN[&'K\.#YZ*[YI^F=Z^E&P*C,D@I
M6Y!I=')&!4UW#Y"N8U7C+_V-LO2$\,V*'FVHW00:+Q0=B+[C' S/P/0+4$L# M!!0 (&*N35HMG #Q+0, 'H- 9 >&PO=V]R:W-H965TXY]CGW#]6#-^)-("1Z3FDFAE8B97YEVR)*(,7B
MDN60J3W4TPR*QB8L2D/!FPI*$5"(I*; ZK&",5"JF=0Z_I6D5C6G!FZW M-^S?C7@E9H8%C!E])'.9#*V>A>80XR65=VS] TI!'M_O)5=OB<+)X";-*7L!0"/(("8232G.!#J?EEMK MNA?H/
2)"56MK^CA/D3G9Q?H#)$,30BE*DX,;*E6HSGMJ)QY5,SL'9C9]="$ M93(1Z";PWR7P%8R*BW>1LO(.\H80G2)6NX7Y#E>NV9!X]/AK1IX>#K<.Z*F M5>U,R_"U#O!-U,DE4&P/+[?
EST\5A&XEI.)OG>,%8[N>47]"KD2.(QA:ZALA M@*_"CY_04C@ MF=84 XP] D6=@0V8YQ_"S?FPQ"JI MM_^'O+V_JO$),6%=3&H"<6W*YKWQD;Y8
MF&+WE::XE4PP7Q!UE"C$BM*Y[*H%\:+0+SJ2Y:;TG3&I"FG33-3E"+@.4.]C MQN2FHR>HKEO!?U!+ P04 " !BKDU:!3RT+58# =# &@ 'AL+W=O M&ULK9=M;]HP$,>,_BI5-
4RMM30CA81U$*F73 M]J(2:O?P8MH+DQS$JF-GMH'VV^_LA)30%)6)-^"'NW_N?KZ88[21ZEYG (8\ MY%SHL9<94USZODXRR*F^D 4(W%E(E5.#4[7T=:& ILXIYWX8!'T_ITQX\-

N%6[;,C%WPXU%!EW 'YD26%!5]S>6,$>1,E-_TH>*PX]#IO^ 05@[AOD/T@D.W8K=TAV[]SN&T[>$B;(M#>,3*HI)&47X0A2=D-S@@S)-/HL4TJ: CRG5>87;O";A0<4I
M)!>DVWE/PB",6@*Z?KU[M\5]^GKW\$ VW?J4NDZO^X+>7485?)A@?:=D1A_Q MM3/D2BDJEN#&OZ_FVBA\A_ZTL2^UHW9M>Z]2*S!-*J91H?4XQFH!-
GAW4;D@D#Y'BB2[!8\U:1HF"V8TH:83.$; MT]P!SI9LS@$%1UW1OYZ%_'!N(]%?"*Q!N)>C;AW M#.(V0D^\L;3GC_4YM)'K/2,77 3=/7@'(SH6WHG$&O#Z-;S^Z>M3P .6YT;^
M;W'V6Q#W]@@?#/M8PB<2:Q >U(0'1Q"F:0$VA(E4^$M.L#'%=L4D&1-+$@6=L_OS M1@FW-@OEDWH[Y#[N%^%SD^$>VNESDT%4FY0Y^CN-4PYJZ1I0C0&NA"E[C7JU
M[G&O7&NWMS[!WK=L59]DRL;YAJHEPXZ*PP(E@XL!!J3*9K2<&%FX]FPN#39[M;IAA_P[*&N#^0DJSG=@'U/\(XG]02P,$% @ 8JY-6CW@O:N^ P S0\ M !H !X;"]W;W)KV6AO7$4['
M.5WA(YK/^8.RK;!!29G 3#.9@<+E)'A#;F>D[Q+*B-\9;O7!,S@I"RF_N,;[M=!)$CA%R3(R#H/9O@S/DW"%9'G_7H$'S3I=X^+Q#?U>*MV(65.-,\C]8:M:3 M8!1
BDM:",*EIW%4TXF=HD!CN96;6&MYF*:9M@-!J M:H3%.V%W<2?B')-KZ)$KB*.X[R$T^__IO0XZO<;G7HG7>Q9O:7O2ELTP9SKA M4A<*X<^/=AC>&Q3Z+Y]]%7K?
C^[6^JW..8*3P"YFC6J#P?3"\@P^L4G_4Q@ M+2/ZC1']+O1I,[&2PXF56SNN '>3T2U,T)3;C<6M29M ^96;]DP4 G)4"6;& M[C)P4>1@Y*7/L8K&J*3A-K/--+H>CDRK2!,
[H@G%FGGQT1QZZT1%= M3PP9^.F^;NB^[J1;'V8*[JE)UBQ;7<%O>4F9^%AV@KUT3ST36$LWB?:G>/1= MCY<:_DQ>G NM;<;!E89\Z\ZJ[Y339%JBV&+H@QR!T*+IHJPQ*6T\S\I-
M MO%+H1^2#70^"&?_-AWA.HB@^6@[=FD[U+-Y[%I^X=&*OIDZT M%\^7,Z&UM>^O9N3[WLW(62]GYT)KF[&_GI%OOI_]]^*I;B<@ET"%+.Q36J-Z
M[?/=U(X/MV[6+W4E/"B8!*I564>Z96ZY5K53T]O4JF_*"BW%[CU5*V8K M)HY+FQI=W]@3356U8]4P,B_+KX4TMI@K']>VWD;E NSX4DJS:[@7-!7\]!]0 M2P,$% @ 8JY-6H\]?XP>!P
X$(!H !X;"]W;W)KO:37O1Z04L MPA8G7!0"LNL^?<'%W V)R>\;FZ3.^0 0/P'P')+GCW'RA6\8$^3?,(CXQ6@C MQ/9L/.;K#0LI/XZW+)*_W,5)2(7<3>['?)LPZF5.83 V-&TV#JD?
C9;GV;&K M9'D>[T3@1^PJ(7P7AC1YNF1!_'@QTD?/!Z[]^XU(#XR7YUMZSVZ8^+R]2N3> MN*1X?L@B[L<12=C=Q>B#?N8:B]0AL_C39X^\MDW2IMS&\9=TYZ-W,=+2&K&
MK46*H/+? UNQ($A)LAY?"^BH+#-UK&_T^VL\;(QMY2S51S\Y7MB/:7/!:VVHBL=US$8>$L:Q#Z4?Z?_EN3%QRFA.,P/=5@4#IE< MQGEW9'UI4D&7YTG\2)+46M+2C4P0F;?
L0C]*M7LC$OFK+_W$\F9#$T:NV7:7 MK#=2 YS0R".F_^![+/(X.?J5)@E-]?66')E,4#_@;\E[\OG&)$=OWI(W9$QX MRN#$C\CGR!?\7>W)S\(I$3EL3?
UW?.QD'5/:S!>%_6\S.MIO%!/G7R*(['A MQ(H\YO7XK]3^DWW^YI[R#05@+$]Z>>:-YS-_:2B))EL?DXG^CAB:<=+7H.]S M-[_/W3KO M,
[ZE:W8QDK,39\D#&RU__$&?:3_UJ08),Y$P"PFSD3 '"7-!L(823THEGJCH MQ6B>E*,YH3NQB1/_/^81&L:[2/3I3\D='JX0S(0(F%ZJ"';G)
M.Y_5W_8I*"]E5JN;WJS];J^%N=?"ZEJTSI&]U\)1GH^AESH(UNBZ6=EU,TC7 M]777K",EO76>5OM-S/TFEK()0R\Y),Q!PEP0K*&#>:F#N5('URR]0TW[O#;6
ME^/_FLJ"Y>*D3P7SSL5B3-NCSFK>'74Z1N8A)$O9C*%:0,(<),P%P1I:6)1: M6.R?_KD<%,0NB:0,1$QVD<_Y3FYS0<6N]\9+R1PZ_2-AYJ(COK:HD,792)B#
MA+D@6$-4IZ6H3I6B^GU'$\&2X(EX151 SC))OAK(U@5>' 0TX=71WB6"LI"A M*LMANE%7QO%TT1J6\,FEVK2T(Z%TLR"5A] 9J>G+0'T&4W;"\L^ M(ZTE)0=:>1=%:TJ@%A?
4!U_V](G>!JQ7!7IW];YHWP,41E.5D7F(D=57W&S1 M[C-E X>.YU":BZ(U.]>H.M=0=FXS0-7;H4K X,L:23.A- M*LZ$T!TIS4;2F MZ*HHJ?ZZ85(=&B>%TDPHS8+2;"C-@=)
<%*TIR2I,.V+?*D+&"Q* M:/2TH-5GR45[(H4&1:$T!TIS4;2FTJI J[XGTOI-M^9JZ&!U(6EF0:LOU-[K M^NFTK3!DH3:4YD!I+HK65%@5#];5 >%5'(9QI%C1(4.>*RC-A-(L*,V&TAPH
MS471FI*K0L_Z_'57=,C(ZPI*,Z$T"TJSH30'2G-1M*8DJPBX_KTA\+TK.F@\ M'$HS"YIR10<-B4-I#I3FHFA-I55A<5T=%__&%=UI-[S5#I,A \DFE&9!:3:4 MYD!I+HK6?#:PBL
;Z@C\!_STX=[:4"NJ.^]_QB1%=WZ@@9]JE+#AHY94)H) MI5E0F@VE.5":BZ(U!5C%_PW]5==V!C)>OH+23"C-@M)L*,V!TEP4K2G)*FMA MJ+,6WS;CJJ&#A0C-
9!2TQFJ@&T*!EFE#:0Z4YJ)H38%5&0I#&6Y>7J?O-Z3* MLFB2/E+5KR=H&@)*,Z$T"TJSH30'2G-1M*;NJC2$ M1=&:$J@2"H8ZH6!HADZN AKU=CHTFP"EF5":!:794)H#I;DH6E-
O53;!>-UL M@@'-)D!I)I1F06DVE.9 :2Z*UI1DE4TPU-F$ZYQ)[N)$WF&F(DQO-VFT9ONR M"$8W4J^W [T'V)@'V%CJ1@R6 S3D#Z6Y*%HNAW'MM?F0)??9)Q0X6:?O2>;O
M<9='R\\T?,@^3M Z;NIG=OZQA0J3?_OA$TWN_8B3@-U)I'8\EU-ZDG].(=\1 M\39[.?\V%B(.L\T-HQY+4@/Y^UT=M(#RHQ;+_P%02P,$% @ 8JY- M6LOWN%7U @ ? @ !H
!X;"]W;W)K6:[CA/8.66%%8Z,[4Z$([Y2&2O@3A"YRG,J7]>0\6%2B6Y*1)(=@EL%*%1PMTJ,76/,D80]XDW.".NX_H= M 5U_'.YUP*./P]TCV7A-
73W#YQW@NWE>88W(W\E<*H%_KG]=$E<4?C>%;CA7 MLJ0QC"WL*!+$&JSPZY=!X'SODNP]WUR,ZYK&3T+!):'@TH4G.5X4B M)65)5\P5>-
@ZS[]P[J)^[^,&^W%W^#A>=^1!$WEP-/)'T[91=KH&@5.(Q%QB M(E@=4P-3C81G&17RS=I9F.J<\U9P@TNO/[S[MU9=S$$LSWR0F@>6H&E-C;4;HQ$R./?
L41VLU"=]HJKE\2\62%9)DL$!*IW^. M^HMJUE4;Q4O3_>=#*S V5O? L@T/IREF_SU! M0@\/AFT=PLFW\P:)28I9)S0##%8/QB/]GUH3Y5# M8?$O@0,_>T:*RHK2-_7R.7XP++4B2"
2"@++?WMXAB112'(=WRI0HYY3.9X_M']$_%>0EF17F\$R3KR06VP_H**T%CA133AQ5]TJ&PM T4Y M%S2MG.4*4I*5__'W*A!G#K;?
X>!4#D[;P>MP<"L']UH'KW+PBLB45(HXA%C@ M^8S1 V+*6J*IAR*8A;>D3S*U[TO!Y%W*$;9"*NOG)$,O2:$<$_G W\LZ4YQUDL!V\:[S-3R$6JJ9D'/ MU[N[&O?
P>G>GAXU;;YA;X+D=>$^8DPC!<=MV2_5ID/H@1W@.3F1Q)WJE,N)5XY57 MA52J/$SHEAR'[W2$RWG\LP6ZMN=.IRV^.C/?#IP67:W9V+7T;/V:K=_+MDL= M!;>8)@EF9Z-
:FN4$D[.%^:/67CU?VHQ'WJ3%\-+(&TWT]"8UO4FO^$.2Y&HO MKY3_9$CY#PD6#@36"&)0!S'X!?(/KI3_I9U>_AJ[/OE/:[+37R3_Z77RUYEI
MY*\UZY2_;9W*&:M7(1_7:UE1(KI&L=**K"D1ARAG1!#@6I%4@ .I9%"T<"BT M9C#/:D/[IPZ//##'1_B6DSU.(!,_<:2JZ5MG*K#:9TIKY_M^6T-:NXD5=)TJ MYQ0(IS<0W7GW'1=+-4?
S9O$NN%Y::>X6C94W\J<=/$^UI=U;=\T?,TTND9 M+5)FDLN*7-7W8@NEOO0QB7 2Y0E6/^SX^1E MPEP+KUQIH^0>[%_5CL\ER:V M95GM\/S JAF>4]UH]Q>.+\#E?
1$IUDM!H[?RAQ"Z?5F^=ASP7KQWYY8AT<*A MT)JQ/)6E]GCH1-U;Z+X[F$.BA4.A-8-YJGKM_K+W-=O+HZD2]0&SF/\P[_J7 M\G#\MM(T1I;7%IK&:.QTZ.Q4Y=J]]=]\
:SH:&415#V)2FB+3J$-6NH.BA8. MA=8,YJG:M8.AA=9;/[\[F$.BA4.A-8-YJJ;M_G+ZO4*[+'.=P&L+35,+3Z9M MH6F,ID%+:.99'S
%MBGZJ5R6:GDFRGY9/5KW;!^+3F5K_$GUP%I"6J.)3'RL[*V6+X+NBF[CB@I!T^)Q"S@&I@SD]S6EXOBB)J@[MW//_5!+ P04 " !BKDU:_CO?)3@# "P# &@ 'AL+W=OR9U>LH11
H1' ME" &R[%V;5[YI]$ F<77"';\8(U4* M*']7F)AQKAO((8@B$HL#R;PM3B&/% M)/WX69!JY9T*>+C>LW_,@I?!+#"'*8V_1:%8C[6AAD)8XDTL9G3W"8J >HHO MH#'/?
M$NM^TY&@HV7-"D $L/DHCD__BI$.(8!LO *P"8-4 EO4"P"X]JD MIP XF3)Y*)D./A;8&S&Z0TQ92S:UR,3,T#+\B*B\SP633R.)$]X<5C*+ LT@ MI4Q$9(7.[S!C6&7C IW[('
4\PMTAB*";J,XELGB(UW(JQ6!'A373/)KK!>N M,2UT2XE8<_2!A!!6"73I<^FXM7=\8K4R^A!<(MM\ARS#(Y^$T M.#@]G<[>TS70^*?36,TTE6CM,DUVQFN?
G*8;DA>]*I[OGZ4YNA&0\!]-N(H#&&NR=7!@6]"\MV_,OO&^2<\2I.R1OCT4J?7FUXK4$5E%I%XI4J]5 MI!EL@6R@284@ -5J9C&K4 CJTLU^C9S0$,R@ &K0%,,<$A;G*]%??:
MBNZ2S.^(K*+7L-1K^!^[Y+!+3;LD\SLBJVCJEIJZ?]L W*-WWAS6JZ?!9E"O M'?>H^%VCN7!,XWFL,?ZI]@MXI>-8;LWY)B-[4/.^W9'79D<_&.428*ML).8H
MH!LB\N&H/"W'[NMLV*R=3]0XGHV(SS3Y+'^+V2HB',6PE)3&Y4#&Q_+Q.-\(MFF8#XX(*.7YFR[7\I "F#.3S):5BOU$7E!\IWA]02P,$% @ 8JY-6KX! MW8R@"@ E4T !H
!X;"]W;W)K]'I"T:";?8D4B5I.^GTPY>D M9$$$%DNJ@=XDOW'KO$PP_BI?/9?5'_:!4$WS9K(OZ:O;0--LW\WF]?%"; MK/ZAW*JB_:$^5D']N-
EDU=>W:ET^7\W([.7"I_S^H>DNS*\OM]F]NE7-;]N/5?MM?K"R MRC>JJ/.R""IU=S6[(6_2..P*](J_Y^JY/OH<=*Y\+LL_NB_O5U>SL*N16JME MTYG(VO^>U$*MUYVEMA[_WAN='>
[9%3S^_&+]I][YUIG/6:T6Y?KW?-4\7,WB M6;!2=]GCNOE4/O]%[1T2G;UEN:[[?X/GO3:B# MV9=NW<^+[KG?-E7[U[PMUUS?JOOV*3;!)[4MJR8O[H-7MWT3R/^C5L%/>9$5
MRSQ;!^^+71MKG]7KX%6JFBQ?UZ^#B^"WVS1X]=WKX+L@+X(/^7K=*NK+>=/6 MK;O#?+FOQ]M=/:BC'H0&'\JB>:B#=\5*K88&YJU3!_HBV=O*6HQ5MJB00\@(@; M-
8=$H=E\ !$7'*YY?*AYC-;\E^9!5<'+R-*/'I 3L75K:M1N84LNF.%F"FBB M"'8@.3B0H [6+VS04@XCPRZF^+6'(4B($# M)-33;XCW@&R;-^W\^NY+2W*KO'ELASEP]@SM!A
+HY,N()5DQ/ $4CD;$SDB M"8*Z\FO9.7)3UZJ!72!V!"D/S>$(DA%.0M,)6T:34#"'%U1[0?%.L1N*V@EV MWS'JX+_M&+O\NEQW%_N^'OR>M@0W'0
MFE)H[38!*RL3<[H!4A+JF48:4!&;0KAQ"(!0-625FPZ J@$=VS\ M44TT%"<:#,BHS1^1A?: 2,8F34(BXI@ZF689AK/,1!IC-H.8;6E0BE@K14!%$ND8DY@F&(83S%088S9[Q-
8N+""*0G.E M"(BDJT^SHZ,=G&'&2&Q?? B3U-H!AV1,6AOYD(QR%QHSC0\,WWU 2(R"7GD% M!]_64E_6AJ'4P,#$.0_[4!HY.;_^K:6^K T#JRF&X10S2F+,QHXH3HC9TP"5
MD";"0*K0=6+ -,,PG&$FDA@#3HR(>5X B$QG4TCC Z BL0,EF>87AO/+-!!CP-%2:)T_@2IF+J$!%8M=*VBN88;C,(.! M&+?90T9F;X!$UB8&(!*QJ^Z:8SC.,1-!C$-G1:87ML8D,50R]$
S#,<99@*) M<6#KA"3F[^H6L8R5R60*A(.F.>:8#A.,%-)C-OL(2P2@T2^ MWI;KQW[T>@WZZQ4EO%I+?5D;!EFC!)=G9#2..M=XPW&\F(P^0XC39B)+EF$J,)(!V&F!/. E)9
MN70IH(I=2VNA,4?@F(,AF@#8QESS+R"1E:$(B80#T80&'#&23S,-T80-)B;A M ![(]RPP2N=+,A.8;@?/-!$H3-I!P9H(!(&+FJ6 *B*@KT5)HM!$XVDQ%- %
MB>T'E/IA98Q"EASK+G&4\8K#S1BB"?O\@W-ATCZH,E%\TJEJ6FVU6?'T988.L6 6+LFIA(FM4T/:5O,E5W5\NNRX$^NJ5(KQ:2WU9 M&\984X2(SHAG D64DP/KTUKJR]HPL!IM!
(XVHW@F !:Q)R0(6,R=&T@D'&PF M--8('&N@W@?Z@9HYN0WXM);ZLC9,VM=<)<,S=BZ)0MNI@?5J+?5E;1A8#7H2 M![W1SB5M1KN@+#;G9UA&3%@"980Y,L&E9CZ),Q\XP?
T_6=3X?4YN*EZSJ'U9 M&\98(ZD\9Q:U])H&Y=5:ZLO:,+ :E.4W9E%+FVLO*(W,!2,H([&Y8@1E(7/\ M*$EJ3I8X)SOZ()(:AQL\N4UXW>SS96T8S*.?J9USLT]ZQ72OUE)?UH:!U9@N
MOW&S3]H;=!>$FADF"U!&K 4=*'.NZ*2&8HE#,=K9P.P'W.#);<*GM=27M6$P M-:#+Y)R=S2NV>[66^K(V_)VJQO8(WPX=[6R1O7O9=@]F9$$M8)GU2PY(EKA^ M\1QI1HYP1D;
[VHGG6_BM3FTL7JVEOJP-PZP9/J)G[(615W#W:BWU96T86 WN M$;Z7/-X+[?W?"S.?8@&)A+F! EIR;(9'&I"CD9WD$WB7^05V+U:2WU9&P96 WOTC8E^D9V*0&*7)WLZ*42
M7K+\(@!HJ9F)N(!41)K)S: J<+7;3OU'+N/Z6O$EW;PC3 M9G8O+/N05?=Y40=K==>:#'_HQJ-J]PZPW9>FW/9OQ?I<-DVYZ3\^J&REJD[0 M_OVN+)N7+]T-#F]BN_X?4$L#!!0 (
&*N35H00(+AOP4 "P; : M>&PO=V]R:W-H965TQ+ M+EDI"6TO4JM&27OWX70?",SN^@J8&F\V.=V//]L0V#6&;B3Z)0'V\3#/>&;\ M&)]O&?]6K $$>DJ3K+@8K87(S\;C(EI#&A:G+
(=,_K)D/ V%O.6K<9%S"&,] M*$W&Q'$FXS2DV6AQKI_=\L4YVXB$9G#+4;%)TY_7T'"MA MC!?G>;B">Q!?\ULN[\:UE9BFD!6498C#\F)TB<\"XJL!&O$'A6VQP@*N M6?
(GC<7Z8C0;H1B6X281=VS[.U2$M(,12PK]%VTKK#-"T:80+*T&2P]2FI7_MPZCDQ)1<A^@HS?'Z VB&?I$DT0BBO.QD!24(^.HJ=)=TN(L)^L0RL2[0NRR&>-_M6'*O T!>
G!%>BT&$)TB%Y\@XA#/XM#UX<-=R_#@\.&DAXU;3Z>K[;D'3^=- M5C8'-95_?91P=",@+?ZVQ;ZT[=EMJPYT5N1A!!S'UZIAZ?=871O;; E<:\+4!U6D?%]Y\.C\?/^X&Q +RO.D^*&B#
MW#EI+.T1\&L"?B^!SV(-7-:=KM$C>))K1@")R@#82-3&IOLN/!6I?8>%PO& M9-*&$#N-24UCTDOC)A,@9U=43&RN3]INF;-@@4P,SRT0U^[ZM'9]>ICK5?!M
MOD];;_5=TWD+QID9WK#(U M9=:I%<&^UCKM&O5]@Z$%-/<,BA8,GDPZ2.Y($WQ X]7KF50<6RK6,0^W88*D M-'F0^D3RE&L;2J7$HY#F"7N6;2ZO-.ERD\5VTKCEJV-2;D-
\DW$;\K8C%S%I M")->PG=RLO@F$ANN5NYH'?(5V#F0]L29O<*"<5V3A<7.M(-%(T%P[VJ\^"!W M&TC.0 1H_>2>7-5L\G2ON>RNV+K+N"ZJY(9;-?\;#ND#'(E(U8T5&#WH_3L0UQ
M6S3;F&G73#:Z ?<+!]UE) MX4E)2$ESK8I0[@A@>A";'M+;@D.CNT\VR3PU4 M+-L0QR39!]GGV(@*_"-5H6710[F1J422")\Z"J^M#8CGMJA84'ANKF<6%)ZY
M74VDD1JX7VM\SD$EGVP@U6:@0/^A#YQMHWF2@_J-=/ZR.?2WW083R_PF=! M>7#3F"G/D3[)+2W-"I3 4IIT3J?2(UX>S90W@N7ZL.*!"<%2?;F&, :N /+W
M)6/BY4:]H#X@6_P/4$L#!!0 (&*N35KNI)%+IP@ *9* : >&PO M=V]R:W-H965T\U[_71 MT>/JN6Y^;Q^$Z+P_RJ)JKQBLJ^9_[NBFS3KYL-LMV
MVXAL/0PJBR7Q_6A99GFUN+D:WOO:W%S5CUV15^)KX[6/99DU+Q]%43]?+X+% MZQO?\LU#U[^QO+G:9AMQ)[K?ME\;^6JY9UGGI:C:O*Z\1MQ?+WX./O H[@<,
MB'_FXKD]V/;Z4+[7]>_]BT_KZX7?ST@48M7U%)G\\R1N15'T3'(>_QU)%_M] M]@,/MU_9_S8$+X/YGK7BMB[^E:^[A^M%LO#6XCY[++IO]?/?Q1A0V/.MZJ(= M?GO/.VSD+
[S58]O5Y3A8SJ#,J]W?[(\Q$0<#"+$,(., 7GE?\J*0'UA[M>SD[GN2Y6K< MU^\F3U\E_)$Y&+E;O/1K\Q2,^8=YO M=]Q[\]-;8&*WI]-0!PT_G8; -%J4=/\1T8&7VGCS-
MML&K')ADJI[[W7S^K? M_2?D?>I$V?X'^CQVO SF[3O*AW:;K<3U0K:,5G[H8G'SYS\%D?]7*(>89!R) M3,LGV^>3N=A?ESR4L-W 9 % LC4(=Q0$4#8-@C]+F
M'N[G'IXR=R]KO'$S(".XK@+H064+0/ M*'(&](\F]]I[T4 3=HX\=_EBDG$D,BUC\3YC\4SM(,;,)R891R+3\IGL\YE< MV@Z220DGOE'FMU-,'$5&U0 8$L)UD^YGG<[6"';,
3V8C_]^$I@%978$"XS! MX06^TB6^,\#/6;6^EUH#U!G.H>>N9%0VCL6FI^U S@4S=8>1&"NIF&PVB'&D]C4?,_.+%4)%<6J4$H0*0]]224H^!DXU]4.M8J0VRCOP4S- M&!
<0,T0+SM(-Z7I K>H^Z5ZRINZ*OO8"N^N+A[[]=]JQS)@@$[:LU<])AO' M8M-3JJ1F$,[52IPB]NRD8K)Q+#8]J4KN!FZ]ZVHET;3\$T;-2@-0$3$//B 4 M\1-
+E2GI&3B5V(^UDOA8Z8\!PCBSY7 8YR>I)4BE!X-C@G#ULI)O;KQM4Z]$ MV_:;4HUXJ[HLZW7>O7AM5@C8 7%2G[WR,=DX%IN>5B58@W2N=N*4PFXGF5J6U#Q(N85 U#?
K"0"1R%),2I"2^B55>I"Z]2#81N[*K"CD(8N,5\)!.>*F/7O5 MHQJG6&QZ2I5.I7,9IQ35.$5EXUAL>E*5+J87&Z=T:G:RA/AFI0$H9C8<#J!H MRBR'+E0I5#J?<4I!HY/ZYDDF&$?2V
S1@K/U2Z48J5LQ@JWD<]9LQ)%6@FJ: MHK)Q+#8]I4K)TKE,4XIJFJ*R<2PV_?(OI9S9Q:8I ZS.J4D H&3YF,AS3M3&K0673JYQ W&61L*4;&1'7%.HD5B-$3?9N2L=E8UC ML>F)5
J6S>6@,E0'%96-8['I23VX?/3RZT>GOF<\N7ITBHE,%0)@;%=4,25+ MV7SV*8/M3G_2&4_#\>,X/4@E$]D1^Q1J';=U\7J?P;'K0=ST9Z][5)<5BTU/ MK=*P;"Z7E:&ZK*AL'(M-
3ZK2S.QBEY5-O=' 3T+S'"<((Z'ID0"PE!ZXE?K\ ME4!E\UFM#+1&HS@V(X1Q2>@?_)BG="V#4C\]_+%NZIMW-=VXI MH+)Q+#8]ETK8AG,YL"&J XO*QK'8]*0J*1U>
[,"&T*6KB6F;0*@H-04+A IC MBSD9*OT:NAU8BZ-@OS+BZ5; W97.6%:O6BLG$L-CVI![=C MG:2IP:Q-[Y4B:3*YY0I)8EYG VAHL1RG!TJL1Q>
()8OO9+:O:^S5PFJ+%R'D=JMRFFOBDK(50\T9$0BD2VTE.Z M.73KYD]5)\5R76ZSZF6_&HY(1U1'%Y6-8['I]Y J&1[Y,Q58A*K'4=DX%IN> M5*7'HY.,9C!KP:0HWJ6Q>60*HJAY8
JA$MM=3Y$2OI%;^%H*S"4>W8QGKP54 M(QF+3<^F$N+17$9RA*K(4=DX%IN>5*7(HXN-Y'&D5A0!8>;!&0SSS?N/05A M+5]BD5*_D5O]6FKL4@7IWMO92P7UZ@\B\R3'1
HGM0>)J/,"G%,UF>!!2ZZWJQZK;/0YG M_^[^84L_#X\8,M[_&'S@NTCL\)NA[W75U.6P^B&PMFAX@_W]?U]WKBWX'^T=3W?P?4$L#!!0 (&*N M35I0+?EKI , &X/ : >&PO=V]R:W-
H965T2=E9?_V. ME*Q(KBPD@P(8%DG=/7?WB'?DS?9"?E<)@":/*<_4W$FTWEZYKHH22*FZ%%O(M\,U:R)1JG,J-J[82:&R54N[Z@\'832G+G,7,KMW*Q4SDFK,,;B51>9I2^>\U
M<+&?.YYS6+ACFT2;!7>U>A9Q6L MQ)\,]JHV)B:4E1#?S>13/'<&QB/@$&D#0?&Q@R5P;I#0CW]*4*>R:13KXP/Z M1QL\!K.B"I:"_\5BG,$)A6&I,'RN0E
J!):9(A3+0T@U7GIQ!SO(C:0/@1J69Z*,?*,YY,;D>E$D0]9#'$3 MP$6?*\?]@^/7?B=B"-$E&7H7Q!_X08M#R^>K#UO4P^>K^QW1#*O/,+1XPQ-X M2[IEFG+V V*R1*
(DY@,.E"8/GU&4?-*0JK_;>"]P@W9<4S6NU)9&,'>P+"B0 M.W 6O_[BC0>_M7'6)UC8$UB#SZ#B,^A"K[;U6HKTB=]TPE9VJ0">4'"W.QX M+#X/'QZU*64K#K@_:4Z.NF3SS[!PI[
&GQ.*SZG MS]I&C62^(#054K,?ME*V$5H CVL)ZHV.E/:>X]I7DCI'=52.\Z M0_JB$ZS#\:D2A3^\S\9Y<2T5:YS8HZ0MQ$Y#+]TS?8*%/8$U"/8&3W?*P2ME
M80G<$Z6]HH5]H35)K5W4O==*Q1*YGD5'>;9L$3G*UK!%9'R4BFZM$<';SL8V M=.;HRS-=7.VKU:II?&];I:/U:]-,V@;G":;H1&^HW# \0CFL$7)P.4%_9-'< M%1,MMK;=60F-5RX[3+
A!FD$\/U:"'V8& -5B[WX#U!+ P04 " !BKDU: MDXP2&ULS5I= M;]LV%/TKA%<,+=#4)F4[=I882*P5#;"V03^VAV$/M$3;0B72(^FX_?>C/B*9 M'V+M@0]YB27Y\(B'5_?
>8X77!\;_B2TA$GPO^"+:[:7>4;) P=B7Q28 M_[@C.3O<#.#@Z<*G;+.5Y87AXGJ'-^0SD5]W#UR=#5N6-"L(%1FC@)/US> 6 M7L515 ZH$']FY"".CD$I9<78M_+D/KT9C,H9D9PDLJ3
ZN.1+$F>ETQJ'O\V MI(/VGN7 X^,G]K>5>"5FA059LORO+)7;F\%L %*RQOM.> 5$S(#IUP+@9 M,*Y6I92K4.,)5Y<W-,DWZ<9W8 'QJOTN9629ZN]Q*N<,G !T83M8R
^;I/ZY0U5,9NZ=25J0KL<,)N1FHIT00_D@&BU]_M@=/1;ZYE#DD6!R+30C!N0S#VL2_N<(YI0@"68$4V&:7E"JLUW1&>L=2UCC7? MI.(K"_'C HXF8_4T/1XOD(V:3V=3'13;H-
G\\Y5?;ZHGTBG+"V^+GV7)^BS,4:H8QL1N>7-6GFS4Y./T-2?=C-[M;>%X=&F(<*#LY(QME):C[-KYE+H"@$98M#L>EQ./*,,' '; CUMW/8HG%%KQ5/^C .Y(J;^_4$-3:!66+0['IR]>Y
M.SA^1D7&:S7/CD-(MC@4FQZ'SI1"ORO]'T7&MHT7$)]Z0*9+ML%0CW='G8> M%/I-:%B?#6WK:!4AA[L6"W2QDQ,B2Y#VZ.QG9<0C)%H=BT^/0V5=TLGT]L5>HHZ_XK_C5L
MFVQNIM40LQ@Y,.:+#!=-CU-'G=5$_C>)X?MD3P9M:C^].7D+&+IB^@G<-#?H=W3IMMOR7Y0Z(%8&GFS?4&??D-^^ MJ2),L@T%RRI:R0_PA6,J\BK'G$J\=&<7YI!L<2@V?
2D[;XAFSZA!>GWJV7$(MR1:'8M/CT/E7=+)_/;5!NKRGE: .D.G"9B>6AIU%C;R6]BP+;*YF;=%NC"F M4C]&E]I9S,C_KC%\CXSL-XAF7"\.B;T076MGXR*_C0O5(B/'>T4KH Z,%5 O
M1A=Y]]LO[T[IT,R:>3\@;M!J'%?U!+ P04 " !BKDU:=!T_C[X% M "*) &@ 'AL+W=O&ULO5I=GD\PT 0E_IK9G$JO;W9FFS22[[;."99L)(!=D.SO3'U\),!@A9'NM]B4! M?.
[AWBM=Z4AHO&/)6[JBE(/W*(S326?%^?K.<5)_12.2WK(UC<4O"Y9$A(O; M9.FDZX22>684A0YRW;X3D2#N3,?9LZ=D.F8;'@8Q?4I NHDBDGQ[H"';33JP MLW_P"'Q77#YPIN,U6=
(7RK^NGQ)QYY0L\R"B<1JP&"1T,>G=(@0_P9 MT%UZ< UD**^,OT9#Z7%(0\6]+9S0,)9/PX^^"M%.^4QH>7N_9 M/V;!BV!>24IG+/PKF//5I#/L@#E=D$W(G]GN$RT"ZDD^GX5I]A?
L"JS; ?XF MY2PJC(4'41#G_\E[D8@#]AO,4"% 5(-NBT&7F'@G6K0+0RZ66;R4+(\8,+) M=)RP'4@D6K#)BRR9F;4(/XAEN[_P1/P:"#L^G:U(O*0I"&)P[_N;:!,23N?@ M#
[ZB"9BQ2'2FE6SE+06_L30%K]^RIRRF,0=7S]0/29H&B\ GLAG3:W"%*2=! M**YNP-<7#*X^7(,/DOXQ"$,)&3M<^"W?[OB%CP^YCZC%1XC (XOY*@6_Q',Z MKQ,X(N
R:K2/^@$9&3'U;X$'?P+(15V-0[/3S3V-.3[='!FB\X"H4S7,-1"GY)%V!A2AHL*)ST;9WNHSGC%T]HQQL[M(U\>FD(SI 2I,M M[4Q__'VW9]UV;))ABV1U3+9+3/9-;%//\>
<"E8.Z+L86%.JRUS.T,L8Y*BZ MG=[TO-'8V1YF1 =RAW40UH"\4:\$U2+HE1'TC!%\89R$X)6*&8$"3MYU$>0, M_8/WHJZ'E @T(#B"2@1-$!P>,-4BZ)<1],T1D'=PM4[8-
I!SR[6()::+@.L" MZ3=>?^,-E2S/-*!NWU4"T3%UN_I !F4@ V-9/A6SXU*4I[X(!S:+T"89MD16 MR]NPS-O0V 'RN2>(?19I"W#8[)F>TN9-R$!I\";BIJ7?CDJW1T?[;=EM=7Z/
M3NFM&E"SM^J8VGHK="LEX!H#^%VHS/:L%\:UM+L'+\W=UZ#@P%.'#1VJ>Y"* M>@ '4@8: [B/V$:HDDJ4""&S2%ATDK+1QFQ\W[D%:I4-VV*KYQI5N487#FX%
M@:WDV63#MMCJR:OT&C2*F&.5YFFJ0ZTS#48=)308MZ7$*GT$S0+IHA(#_X"9 MU*8?I3;]E&E3;?Q&%\[N.#;9L"VV>OHK<0=[UI4^- K&L]-IDPW;8JNGLU*: M\
(C4/$$LPZ8TA%"M1@T&J=6HD9BPI1PKA0F-0NP5YD27:$[4 MU(FJ7M9 E+4XUD#:*@]56A/]AUI3,Q&*1U]H$@5Q9ACL]R$2<0M"YK]I9TJS MC^=6A54V;(NMWCZ5/D5F??

*HJ,R6RJEBMLF%,,/5T5HH5F17K*1MCJ*DW&^., M#M-3ZU6#Z;?4:R5O*J18-G7C0<^)1F)O6.QJ(NKMNA-0]K^2T9]27QO>9A;VQRVHP:I&PO=V]R:W-H965TY(=
I\P6P#K;0?/IL)*;3 .HV'O22V<_) MN5_)[2VD^J$+1 /WG G=#PICIN=AJ-,":=$GJJ09!{$ M61@U&IV0$RJ"N.?/QBKNR9EA5.!8@9YQ3M3#$)E<\(-FL#RXII/"N(.P[DW)
M!&_0W$!'RN["FB6C'(6F4H#"O!\,FN=)U]E[@\\4%WIE#PN@50%;+P6T*T#,1Z9TQ<8YP*;6&NP=_*@4* XX(#A,TA#)!|,=P>Y/ X<$1'#C:*\J8S;#NA<;J=6\-TTK;L-06;=`6 MC.!*"E-
H>"&[QI01K6E.4"<;!)MQ7#76IAX/,_YC3'Y%*CO#UTE+# MA4&NOVW*4ZFCO5F'=$ZS;?#=[L1]8:HU]cD\'1^E6STWBI*<;!)<$ M__8N!K@.*/4AW#10U2$GW1T>
]S.X]=U;&0Q1V)6! 6\>_^4 -VG_7=V9/>?6[1?-*[NRQ* MT>'*GYNCFO@)2$/J.K3\K=6GJ9 U\+/%D _A';[*6>F1IH55TU"Y,7+]YX,[:>RTX9>%'2!1.0/[/)?2+/#?N!?5(&O\&4$L#!!0 M (
&*N35I4XF^6> @ -9) : >&PO=V]R:W-H965T\D[W\$CZ]#'+OQ;WPV*>DV!2-DKBH3T:X6$21.E@?%I^=Y,/ M3[,%C:.4W.2H6"1)D#]?D#A[/!M8@Y<7'R=G@Q&WB,0D
MI%Q%PX]D$!2QUP3L^/?6NE@^4S>L/GY1?N'$CP#,?RKXI6S.74%(1]&Z03!"D*!{(X MHA$!WF]*#*T*#*&:?WJ&OMU?HX,U:] 9%*:J.KI-4G$ZI,Q&_J1A6*M34=EC
MM#JAS1<+WR+$.D3VR74WSR\V;.W+S(>N99??8R^ZQ2WU.B[X*^8D.1]70U3?D MT7=2S(.0G U8>!4D?R"#\<_67CTBPZ5(6421F>)T8&TLS[+HX> 1U.UT(?H
ME@:4<$_@@R\\Y"8KHC+V_O{UB?)(OHL)^C5E/I,'_/M_=-T$/_LSG9&\]ĥ# M=+G(<_,40R1__7N6AM4=7=?M\0%2=[K+[G1!EVE$B-9O7)-^8TB9!-1; O4V M]9L7S,]F?0=^?
CV&89@OB/1B4L99N@=[4Z^/E+H=+[L=@S:(5_,ANB9!L7H-*N;F=(F83?7^+WMWTE^R8Q&E(F83Q:8CS:-+1XTIV1-MR3T;5A14>?@=RDH?
jRYU'5%]HTKMG,@]C#WO=/C0A*>*^$=+$5_;?98R:+ZI,JX:F:-1RI@*;F:!M&L
MF:648>.Y)F1D.YK4N<0X0%LQ'I^&DTI&;0$HB)D%DY;I"+'T'_ICD5$\"#=Y%)*B\G0V13@OYV_H.LB_\W?:P2?R0.+]
MKO56B],H<3*E3>XY09TL;]LD9H$4I#-.0]HDG(*K6#!9V361Ü>J,?CM:=6U(M1#9;4 P+S.YK4UG=7(IVY96GRKA.BV&"%UA'NZ4RD%=T=AY#VF2P@D]8,*X M
:E,Y1^*M8F&@-4AL M+W=O&ULS5?;.MLX$/T50ELL4L"+KXF;OQ(MI4$#)(L@0=N'Q3|0TM@B(1$J2=GQW^:^04F2[9H3&\ +-0TQ1,X=SCH;DS'@E MY+-*
31YR3.N)EZJ=7"N^RI.(.?J5!3 \=4KB\A$ZN)%WJQ$X]LD6HSX4_'!5W $^BO MQ8/$)[]!25@.7#'!B83YQ+1(SZ_"GG&P%M\8K-36F!@J,R&>S<-M.O$"$Q%D M$&L#0?
%G"5>0908)X_A1@WK-FL9Q>_R*?F/)(YD957 ELN\LT>G$&WDD@3DM M,_TH5E^@)M0W>+'(E/U/5K5MX)&X5%KDM3-&D#->_=*76H@MAW#PAD-4,T2_ MZM"M';J6.!69I75-
-9V.I5@1::P1S0RL-M8!0;V3!N/N.3EOB6H9^>WC!.>I(H]Y UDN@(\,&AK1*XW+!]'7Q&N)3T'8T"),-.;7MB.S-^85XWM/94+QA7)&[ZNS+]EV0UR(52@))2GI 1FI4U(9C+CO"7
M4C*^L%9_"RZ;B4NJF"+_W.$'Y%9#KOYUR5U%TW-'8TZ";G4%<@G> M],_PD'PETN]{X'M"-=KA.NUH4_O!%|\TB!SW(HSW2$QE7)M=%@:,5W4*[R^ MQ3-GUA*S:QAV
LWH?.S%RVH#L\)N=P/M-X/UW\.X*M/(?[^[>'YR!MJYU-MX"<8-$P&K4R^4Z5QUU..H[C9l.0*MZK$XI9#G@07.<6)DNNUBV.K\GOS\$A@ M.R(.&Q&&OJ4&'AY3N"..!
!0@W:H0;M6:/21:D;?*F*&6"JR9$;C9^728[2W6?I#YTYIC>9 KF<-U]-6K@\]"(T]S=Y8\82HVVP+S M85YJS L2;Y3(ZK19DX^N[47:,7V2C39DHU:RGY5F6#:#(>DN#YV\6D'?>
](=-"VU7@DU5%_Y> M95UXU+KN6&B[XFTJN_ JI9V3KJL^BP)W8>0T[N\95YS'Z6PU2#G)A^T9%[)%5 M]4K-;-.;7MB.S-^85XWM/94+QA7)&[ZNS+]D0(Y!5KU@:]:%'8=FLF-#9O=IAB
M?PW2&.#[N&PO=V]R:W-H965T.BELK-@XUOQ$8:6;S!G]E07].C+2IN<.9]:=6@+#RRKE'(9 MQH/!*.R94$$ZK=9N3#K5I9-"X8T!6^8Y,X]7*/5N%D3!T*M6&^<7PC3:<'6 M>(?
NOK@Q- M;*YG(45FA%1AD,4QM^-S:!UZ17WQT_6/U;LQ+))D%N=:?A&9V\R"20 9 MKE@IW:W>?<*&Y\S;XUK:Z@F[6G8\"H"7UNF\4:8($M"?P$]S?+>#XZ 2.0"BX M%E)21>PT=!20-
OORQOE5!3Q^PWD4P5?YUUCX16680O30$DF+$S_A7.6|%A?(M3R&)/D \B(<==]["7ORNY"6"ZU+0W"GY=+ZY5]TW1U\9,%V M,NQVXO?YA2T8QUE &|FBV6*0_OA#-
!K\W)6[_\G8BWP,VWP.^ZRGOVIK"9QQ M;DK,] M(YNCM-$A<,PF%T1PQHQ1U_DVU\;/*N&]AVS2B*FWWZ7K]OY/NK*4[M^U 3=4)@>E(Y1_B!?8EH#0P:Z-$\2*\;]&OWO7;RC5Q5-
HO$!<8=, M\BSS F3<@HQ[06[0<"H"'5.>1>\446U$0=V,^- ZW]:XS@NF.]M4&S_?BVAP M&IV?"\3=&\(!*S5I 2>]@+^7SCKJ.%5E MO-YHDR@^X.N-
X'OYPKTC+$>$KDYVOXI/]HT:U?;R\-E=6:&S^+US>.:F;50 MEEK*BE0'IV/B,/5I7D^<+]H#<:D=':.5<$,7(#1>@+ZO-&W69N(=M%>]]!M0 M2,$% @ 8JY-6MN\-F=\ @ U-8 !H
!X;"]W:W)KK8F6V@^_<[3D+$A@%I-\0?YSW>TQ\DNRE>M4%@"%O)1=ZZA7&5!/?UUD! M)=7WL@*!.VNI2FIPJC:^KA30O!:5W^^#(/9+RH27)O7:0J6)W!K.!"P4T=NR
MI.KW(W"YGWH]|[#PS#:%L0M^FE1T R]@EM5"XNH]|",/ M8QM?!WQCL-=`8V(K64GY:B=?\]D76$/ (3,V \7'#F; N4V$-GZU.;T.:87'
MXT/V3W7M6,N*:IA) IWEHAZ(X_D1*9];;H_G.T140V7R:YKG_)OHT-/)\M MM9%E*T8')1/-D[ZUW D",,S@K 5A+7O!E2{G%-#TT3)/5$V&K/905U]K49S M3-
@_Y<4HW&6H,^E,EB4S>,I&$RIR,I/",+$!D3'0Y'8I,BER9@^0WDFNJ(93#V\'1K4#KST_;M>'"R\4$*_*Z%_*7N*)Q*Y/#6JJ%;9^[>SD8F_ MH.'*3 MAAUI>(TT=I&&)Z3!R$T:=:311=+7
K /KPTH%V]TPNL/SKP:XPXXO@R4AG(7 M:WSR&HZ#X3\L_ZA)V7[_1-6&"4TXK%$5W_]1KIH>VDR,K.[^M9(&NV]+/"'S M \H&X/Y:2G.8V%;8?&ULK59M;]HP$/XK5E9-K42;%T+H
M&$1]"=,FK5)5U.W#M \F.<"]$U;/@>[?SW9"&D)*$>]Y0+WW)WM%8;Q M]$D.@EI9D864LI5P;/%O$24BRNV HRI67.>(JEFO*%+5&<&<(*;4IQPGL
M%)/,"H=F[9Z'0Y9+2C*XYTCD:8KYOUN@;#.R7&N[\$ 62ZD7[""XP@N8@GQ< MW7,ULRLK"4DA$X1EB,-\9-VX@TF@\0;PB\!&U,9(1S)C[$E/?B0CR]$. 858
M;@M8O=8P!DJU(>7&L81N M2>@=2_!+@G\LH5<23.AV$;L1+L(2AT/.-HAKM+*F!T9]PU9ZD4S7R51R]94H MG@S'+$V)5(F7 N%L06.629(M((L)"'0^5769Y!00FZ.Q%LN.>:+)#/;?
S6^CCX^G=%GIT/-UKH4^.I[N[=%MEK$J;5Z7-_,:Z M)Z4M(B*F3.0 ,8H7/_';?Z*WJ(%8X1A&EMJ#!/ U6.'G3V[@ M?&W3_R.-11]L;/)!QG8RU:TRU3UD/33]HE,4ZP&\-DY;/@I3/6-*
[_#KL*I* M?5U7>3+B^LXN)FK#='GZB)7VGB\]2DMEW$6WG4*?6D]HR9VFL$Q@DG M4E5RFT:%Z- 6G.=<-T3:QfA;0\BH!>,U!$P.AG&B2+U*I-Y!D7Z"$ -U%%=2
M':U0;R^RR_Z7AD)MF*"A4 NFUV\H=#"\$&Q4**H6"=UNKL!=7G;IF57DUU]YI MQK"Q@SRGT4'C%DRS@*(6C-LHQ.D^QG5>4U$H8|=.>'U_N\-\03*!*,P5R[GJ M*SHO[D3%1+*5.?
1G3*HKA!DNU342N :H[W/&Y':B[Q'5Q33\#U!+ P04 M" !BKDU:21G@-[$" G" &@ 'AL+W=O&ULK59=3]LP%/TK5H8F)@'Y;,=8&@D:3>,!"=&Q/4Q[<-/;QL*Q,]MMV;_?
MM9.&4D)5(5x:?YQ5?.)>]UT+=6#+@$,>:RXT".O-*;\'U=E%\1?29K$+@$ MEZ]B!]=]X>M:.9TY4L7I^ B&?D69\++4K=VJ+)5+PYF 6I7TL]=nQ<@(*;4UZ3O0I+X.23?6^0;
(TBZ")*]$5P+]$E% 7WV&NIP]_8PV?77@XG" M'8-[2WBCP4%G<+#7X]I*,>[IFMQ@:8E54\M27&'DSTI-.X\]>ZLKU"L6\]NF-"$PQQ9P=EGI*OF6FHF1M:N44^EP;,OAB7> MY* L /?
G4IK-Q/;^[K]!]A]02P,$% @ 8JY-6@.FK8;2 @ G@@ !H M !X;"]W;W)K] 4#RE'.A!]X&L;CP?9UN(*>Z+PL0YF0E54[1F&KMZT(!S1PHYWX8!",_ MITQXR<3MW:ED(DOD3,"=
(KK,+\+\'W=0;>*\;]VR]0;OA)Y.*KF$!^%#< M*6/Y-4O&C\%;&S|G<,O!CO=6!.K9"GEHS6NLZD7V(" 0X]6 M@9K%F; N24R@?
RK.+WZE1;87+^R7SGM1LN2:IA)_IMEN)EZWSR2P8J6',_E M[B=4>H:6+Y5ALTN7&X MJ]\CL@.U4:TVPML5%P\N?&.)!KA%S_;1,>=2F\((#X7$M/#Y9Y@6D MI6)H6S^M^[M-
\9YFZ&CL'^4VB4>F3;=-(6T^X]KG(+YA'=_P='RE GPF2RFR MUCMU$OV_A>B(!$##H]!8ZZK0#1UT*IXCL0/BX%C[NI@/'[!HK&,3#-RWXWLFT MX-
L>]!O3PT[N6ZK63&C"B65@07]L\&H_#?<&RL(-E*5$,Y(<$?2B@\GSZO&MP7)@>]AW$&T[TBPY:AIB/,REV1/%'#]'B4Y*&CP2(@HGA+.I8L#*22NP%SK' M>%@#1K:D2-
\;PDZWS"10TX_M59106BJRZO:MP0[WDV0J5495FZ8,KEWC(:?."M$2=WBGYUP/"1K7C^7BOTVV:!59L9!51@\4]79;-OS2Y'JGB[UNIV6 M.:ZY]P8U_]LZ%U101?BV:-
/[OUSE%RMNWGROH=E^K>PK|HJ_^\>OL7G,'[O(MY"V(?!\;/3A^D7%Z_!],<^&1B^R_VC?!09%!!5,L+HE"?SXHV';@('E@4Q_5VM\M_$,..=P'V)X>ZA!LI7@G8BO%,PY(MOV[
2%/_;F-Y@('M M8!D-^:?!WK*SXECV%5,&_8$XTB;8@CTHK']DP2I3@(?^M__Y@3TD*NQS $P(L !?3T!$MP>;4#M.*2V MBZD8_1!2:5K5N %(MB6/(:7-
>=!3W,+T!!;X"O.DQQ0FE(2S,.\,W2?S+W\PPU!>5*(Y5;&GC3Y?YV MX$G1H2)8%I%R=.B':5_'I[^KB.Q1LN7 M_VLC_]*XL4\-]HH+GO]!H-OPE0R?]=[!B&_\B?;[*GXTR-
W()>]+'\$77$IC MJ^:(YOK<,3X+=W"[!55?Z3A.5,#>|\$K)876^D6OG+N%]O$?R.IASV?]M"_&#^ M2S'[Y5+FXD;G=2E4U9:C$84'5'8M-[;"%" %9>]:/PO##9GPE_(]RWW*_:'|@
MY[WHA*W:OVI/=IP'6 &_-:+&NW;8NY,)}[^X)[Y@57-MN6#-[;4!X! #D\&R,YF/(< NCN>ZP R!9#IR2"O=;D) M(#, F9T,["C&1:OK$KFG)KJR-[==`9ND3[Z5E^B)Y4]&3(@)#-ND3
MZ^2+NY?+_3VI5<_2:.5/%873B8T>/>23/K%0:L13Q(*TI?2*VQA?!;?P#D1_Z MQ(+P-9-2I*_\-69"8N@3F^&VW!1Z*P3[+)10N@KSS%7X0KH!$1* 6 CS-3>'M/8!-,?*UOY7-
LW\CG^5"[6B80P(;"+?2*I5Y6S55D:)A#,IAL$'M@+E;^ M'%^$Y]6>;A6"H<@_((!\C^)9J#HJ)O3T!]3YQ-JYT3U>4OE*45W615/5;%UP M'>83 Z2 ;$"
[]1RZ9AT$?]>V/21/H9$NLGS"5]\;EOM^M*\911B(MFD)\U;TA 3R2:EE@WS),))N46#8XO0JSP!3V MOA,+!V-&SR:R3DIL'9@%WH1M4BF24$K=<(8P'\)D-4422HDEA)/5Z-E$%D])
M+80QPVL(F1WQ_'S3&RT)C80BWF75W51K!?>>7[&7WTW)&&F,A"8V(+ M]4K3"#\F_H[GNR!_OFM1"#&1A<9'&#0&SN9"26W8@ZJVS:WB90T7AYW*8S@:
MF=A"^TZ(UY]O7T6Y<27:-GVI55.B(2:RT)C80KMGLV$3;-=)\:.*'+8AC9&%_MQD?ITG$5=F%<8LYFKE)\WMG2-4$2FARICZ?YN]A7CWUI-I6F$!-):$(MH!"S
M&1=ZH"R1@B;4"MI!AA7A+D;DGPFQ?_;,NYB^97-WT45=[%A#3.2?",%_]IA7-MJY41*P?!9D:Z4+1Q.I_Q;8B)_#.A'KN\P_2S-=A=H5\.W'$DGPFQ?.+NTIG1
M'D$KYB[FQ6%F$@^$V+Y0)BWRZ5H9@3Z'O>R11P\FG_OSQ,'.'6JZB(GD,R$? MQA9BWHBE,*2Z0'>I1L^4V#X',/T]]S7C$!/99WK4$0=_*R-RO5)^;FR;# M&F(B_TQ/-/;
3WC[_O/G$!,I:$]LH$.8CZZ:9&08D*9(05/]L0<(,^]>GB(% M38D5=-AS-Q0XQ$06FA);"&+&I8DL-"6VT"',UT43D@A)K+0E-A"ATM3V3>S M,^'TS)/,PFD"O51B$6#V$SQ!D]A#
-0;*0*%4S03ZH$)<-S6, *%$$43Z]$) M$'04@<<*IF@FUC3]&F'54X?L)G+R9$,NH8Y39@>Z6?@(G^X-#[?C$"AE*@7$("@46VYCQ<5H%Y5 X[?0,*O42]R@ &C=|Z
MZ"7J=08P:/S60R]1+T* 0>.W'G])>GT"#)%H-!.[.(%%\WA\M/'19O%/+@O MLGY_SHM%9IC_TUQK,$K]Y99U45RI?;^!+YHOIDN8[9=?^_0W4$[#!0 (-M &*N35I)[13V1@,_-9%- ;
>&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E M,'/-VTE.&U$81>&M("^ >GT3 :-,F$9LP#)%(IS)55%@]!%@ /=?!IF@.B.K M,/GYCCY9=IVK7^-V/3\?]M/3\W&Z>-
UM]|/UZFF>CS^&8=H\C;OU=`DXCOOS M*P^'TVX|GR]/C\-QO7E9/XY#<*X,IZ|GK&ZNOIYY7Z6DGV MWJ^&I0<%&126'Q1E4%Q^4))\;?E!60,EY0<5&526'U1E4%U^4)-!;?E!70;U
MY0=YIS(ZP=2&4!KKUQ{@-=>P?8 L:V2|0%F>T?;]3VRK8'N.%^@VRO=M'T"W5[P]0.^@>@> WD'U#@"]@_FR#= [J-X!H'=0O0- [Z!Z|X=>024. +V# MZAT >@?5.P#T#JW
.@=5>\(T#NJWA&@=U2](T#O:'XL >@=5>\(T#NJWA&@ M=U2](T#OJ'[@-Y1]8X-O\;J'0%Z)]4[?1.JG<"Z)U4[P30.ZG>":!W,C]V M _1.JG<"Z)U4[P30.ZG>":!W4KT30.^D>B>
WEGUS@"]L.^]= 7IGU3L#],ZJ M=P:HG57O#-.IFS\K 7IGU3L#],ZJ=P:HG57O#- [J\X9H'=1O0M [Z)Z%X#> M1?4N +V+ZET >A?5NP#T+JIW >A=S.TF +V+ZET >A?5NP#T+JIW
>A=5>|* MT+NJWA6@=U6|*T#OJGI7@-Y5]:X O:OJ70%Z5]6[O2NYF9!@-Y5]:X O:OJ M70%Z-]6[?1NJG<#Z-U4[P;0NZG>#:!W4[T;0.^F>C> WDWU;@"]F^K= 'HW
M<[,W0. ^F>C> WEWU[@"]N^K= -?IWU;L#].ZJ=P?HW57O#M"[]X=H'=7O3M M[ZY2=X#>7?7N +V]B74 >GMGV?B'0?0W#N3]SB Y]Z9@,<11+DP;9"**3)MD?FN3.\;E0(%# 3
6T-O;G1E;G1?5'EP97-=+GAM;,W) MN*T"M@$;]J8W[6ZW7NP%&#@-"O^$W2Y]^SFDK;2IBU9ETKXW00GV^1VP]+D[MN?[V/%FW.O3=X#;1SOOI4Y*X>F?[RL7C9(=P9SO.?
>7#U_DAF:IZ7SW81 FA MDWH%AZS-E$U35U;5S[< M3YZ&YK>4]4M""8N:]RNG=Q56! F[R8<[_PYX&7?UR<[SVUC5_?5[+]4?5B5
M'+K$^>?.NOA\B?=Z^;NK&-#_V84OLIME6C=M9Z_LN/A6].I_LPQNVITI[Y MJ\LEQ]WH*A>SLV_./^)882E_\?/9XVHUM_C(I MO-X?X!Q?SL,ER^7R=_SK&;_5_V
?"M)"'NDC@_210_K0D#X,I(\"TD<)Z4,* M2B,4426%5$DQ55)0E115)85527%54F'5%%D5159%D5519%44615%5D6155%D M5119%45619$IU&UL4$L! A0#% @ 8JY-
M6NY_(KNX!P 03 !@ ("!#@@ 'AL+W=O&PO=V]R:W-H M965T&UL4$L! A0#% @ 8JY-6N/@D5@F P)PL !@ M ("!JAD 'AL+W=O 8 " @08= !X;"]W M;W)K&PO=V]R:W-H965T&UL
M4$L! A0#% @ 8JY-6KX&BD*\"0 ,ET ! @("\>2< M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY- M6HYH>D>D* 7(4 !D ("!WD 'AL+W=OUI'T(-"/(0 &0 M @(&Y:0
>&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6AR=XXNV!0 AP\ M !D ("!V7@ 'AL+W=O*X\# !"" &0 @('&?@ M>&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6OMM$%V>"0 QD !D M
("!IX@ 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ 8JY-6DWM]RK2#0 ;B< !D ("!SJ@ 'AL+W=O MP];X83 X M.P &0 @('7M@ >&PO=V]R:W-H965T&UL4$L! A0#% @
8JY-6JWM MG5 S! L@H !D ("!J=$ 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6E/:*'P]!@ -Q !D M ("!R,\ 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ 8JY-
6@MPO@9G @ BP8 !D ("! M^0T! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ 8JY-6O=MZ&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6KP^P0ZN P T@@ !D M
("!+Y&PO=V]R M:W-H965T&UL M4$L! A0#% @ 8JY-6G.EG&|>!0 B0X !D ("!Y'0! M 'AL+W=O@$ >&PO=V]R:W-H965T 0!X;"]W;W)K&UL4$L! A0#% @ M8JY-6AD=-SEM!@ EA !D
("!|88! 'AL+W=O&UL4$L! A0#% @ 8JY-6BM&K>^!!P MG(< !D ("!VY,' 'AL+W=O&PO=V]R:W-H965T*? 0!X;"]W;W)K&UL4$L! A0#% @ 8JY-6O+C1<'2 P (8B!(($ "]# &0 @(&HJ $
>&PO=V]R:W-H M965T&UL4$L! M A0#% @ 8JY-6GQ[X"AH!0 "!H !D ("!U:\|' 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY- M6GT;F5F'|@ 2B0 !D ("!LKP!
'AL+W=O&PO=V]R:W-H965T;>V&UL4$L! A0#% @ 8JY-6I]M; ^/8 @ +@H M !D ("|<\|' 'AL+W=O $ "F& &0 @(&XT@$ M>&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6M#-4$AB!0
"!T !D M ("!6MH! 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ 8JY-6KD\?$?% P '0P !D ("! .8! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6N7K MBHQO P 1 L
!D ("!FO$! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6H 'FUO$ P 1PT !D M ("!\/\ 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ 8JY-6NAV- ;E @)@< !D ("!
M9@L" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ 8JY-6M*#3O3@"P 4JX !D ("!0BL" 'AL+W=OH] @!X M;"]W;W)K&UL4$L! A0#% @ 8JY-6E 3^5QC M @ L@< !D ("!|4$"
'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6HS1+RD+ P 10H !D M ("!,TL" 'AL+W=O&PO=V]R M:W-H965T&UL M4$L! A0#% @ 8JY-6CZ&^3^6 @ ; @ !D ("!;U4" M
'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M8JY-6H_YAP!] P *0P !D ("!T%X" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY-6DQ/G[?! <14 !D M ("!XG4"
'AL+W=O&UL4$L! M A0#% @ 8JY-6CJM'_;^!0 U2, !D ("!QX0" 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ 8JY- M6@4\M"U6 P '0P !H ("!HY$" 'AL+W=O&UL4$L! A0#% @
8JY-6CW@O;N^ P S0\ !H M ("!,94" 'AL+W=O&UL4$L! A0# M% @ 8JY-6H!\]?XP>!P X$(!H ("!)YD" 'AL+W=O M&UL4$L! A0#% @ 8JY-6LOWN%7U @ M? @ !H ("!?.*
'AL+W=O&UL4$L! A0#% @ 8JY-6K=S-M_"| !10 !H ("! MJJ_" 'AL+W=O M&UL4$L! A0#% @ 8JY- M6OX[WR4X P L P !H ("!P@" 'AL+W=O&UL4$L! A0#% @ 8JY-6KXIW8R@"@ E4T
!H M ("!%*P" 'AL+W=O&UL4$L! A0# M% @ 8JY-6A! @N& !0 +!L !H ("!]+8" 'AL+W=O M&UL4$L! A0#% @ 8JY-6NZDD4NG" MIDH !H ("!X]P" 'AL+W=O&UL4$L! A0#% @ 8JY-
6E M^6ND P ;@\ )-H ("! MPL4" 'AL+W=O&UL4$L! A0#% @ 8JY- M6I,,$G+I!0 +"0 !H ("!GLD" 'AL+W=O&UL4$L! A0#% @ 8JY-6G0=/X^^!0 BB0 !H M ("!Q\|" 'AL+W=O&UL4$L!
A0# M% @ 8JY-6M%35%D$ P G@H !H ("!M=4" 'AL+W=O M&UL4$L! A0#% @ 8JY-6E3B;Y9X" MUDD !H ("!\=@" 'AL+W=O&UL4$L! A0#% @ 8JY-6N^8$" 'AL+W=O&UL4$L!
A0#% @ 8JY- M6B;FBO,Y P 7@D !H ("!L>4" 'AL+W=O&UL4$L! A0#% @ 8JY-6MN\-F=\ @ U-8 !H M ("!(ND" 'AL+W=O&UL4$L! A0# M% @ 8JY-6CXD@S4' P I H !H ("!UNL"
'AL+W=O M&UL4$L! A0#% @ 8JY-6DD9X#>Q @ M)P@ !H ("!%>|" 'AL+W=O&UL4$L! A0#% @ 8JY-6(.FK8;2 @ G@@ !H ("! M_O$" 'AL+W=O&UL4$L! A0#% @ 8JY- M6ICJSUU*
P M!0 T (!R/0" 'AL+W-T>6QE&PO=V]R:V)O;VLN>&UL4$L! A0#% @ 8JY-6DGM M%/9& P UD4 !H (!M@&$* 'AL+U]R96QS+W=O XML 155 Show.js IDEA: XBRL DOCUMENT //
Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their
employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w)
{if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)?
w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}}
if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var
e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p ;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'}
e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 156 report.css IDEA: XBRL DOCUMENT
/* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; }

.report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML 158 FilingSummary.xml IDEA: XBRL DOCUMENT 3.25.0.1 html 455 597 1 false 126 0 false 11 false false R1.htm 0000001 - Document - Cover Page Sheet http://www.republicservices.com/role/CoverPage Cover Page Cover 1 false false R2.htm 0000002 - Document - Audit Information Sheet http://www.republicservices.com/role/AuditInformation Audit Information Cover 2 false false R3.htm 9952151 - Statement - Consolidated Balance Sheets Sheet http://www.republicservices.com/role/ConsolidatedBalanceSheets Consolidated Balance Sheets Statements 3 false false R4.htm 9952152 - Statement - Consolidated Balance Sheets (Parenthetical) Sheet http://www.republicservices.com/role/ConsolidatedBalanceSheetsParenthetical Consolidated Balance Sheets (Parenthetical) Statements 4 false false R5.htm 9952153 - Statement - Consolidated Statements of Income Sheet http://www.republicservices.com/role/ConsolidatedStatementsofIncome Consolidated Statements of Income Statements 5 false false R6.htm 9952154 - Statement - Consolidated Statements of Comprehensive Income Sheet http://www.republicservices.com/role/ConsolidatedStatementsofComprehensiveIncome Consolidated Statements of Comprehensive Income Statements 6 false false R7.htm 9952155 - Statement - Consolidated Statements of Stockholders' Equity Sheet http://www.republicservices.com/role/ConsolidatedStatementsofStockholdersEquity Consolidated Statements of Stockholders' Equity Statements 7 false false R8.htm 9952156 - Statement - Consolidated Statements of Cash Flows Sheet http://www.republicservices.com/role/ConsolidatedStatementsofCashFlows Consolidated Statements of Cash Flows Statements 8 false false R9.htm 9952157 - Disclosure - Basis of Presentation Sheet http://www.republicservices.com/role/BasisofPresentation Basis of Presentation Notes 9 false false R10.htm 9952158 - Disclosure - Summary of Significant Accounting Policies Sheet http://www.republicservices.com/role/SummaryofSignificantAccountingPolicies Summary of Significant Accounting Policies Notes 10 false false R11.htm 9952159 - Disclosure - Business Acquisitions, Investments and Restructuring Charges Sheet http://www.republicservices.com/role/BusinessAcquisitionsInvestmentsandRestructuringCharges Business Acquisitions, Investments and Restructuring Charges Notes 11 false false R12.htm 9952160 - Disclosure - Property and Equipment, Net Sheet http://www.republicservices.com/role/PropertyandEquipmentNet Property and Equipment, Net Notes 12 false false R13.htm 9952161 - Disclosure - Goodwill and Other Intangible Assets, Net Sheet http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNet Goodwill and Other Intangible Assets, Net Notes 13 false false R14.htm 9952162 - Disclosure - Other Assets Sheet http://www.republicservices.com/role/OtherAssets Other Assets Notes 14 false false R15.htm 9952163 - Disclosure - Other Liabilities Sheet http://www.republicservices.com/role/OtherLiabilities Other Liabilities Notes 15 false false R16.htm 9952164 - Disclosure - Landfill and Environmental Costs Sheet http://www.republicservices.com/role/LandfillandEnvironmentalCosts Landfill and Environmental Costs Notes 16 false false R17.htm 9952165 - Disclosure - Debt Sheet http://www.republicservices.com/role/Debt Debt Notes 17 false false R18.htm 9952166 - Disclosure - Leases Sheet http://www.republicservices.com/role/Leases Leases Notes 18 false false R19.htm 9952167 - Disclosure - Income Taxes Sheet http://www.republicservices.com/role/IncomeTaxes Income Taxes Notes 19 false false R20.htm 9952168 - Disclosure - Employee Benefit Plans Sheet http://www.republicservices.com/role/EmployeeBenefitPlans Employee Benefit Plans Notes 20 false false R21.htm 9952169 - Disclosure - Share Repurchases and Dividends Sheet http://www.republicservices.com/role/ShareRepurchasesandDividends Share Repurchases and Dividends Notes 21 false false R22.htm 9952170 - Disclosure - Earnings Per Share Sheet http://www.republicservices.com/role/EarningsPerShare Earnings Per Share Notes 22 false false R23.htm 9952171 - Disclosure - Segment Reporting Sheet http://www.republicservices.com/role/SegmentReporting Segment Reporting Notes 23 false false R24.htm 9952172 - Disclosure - Revenue Sheet http://www.republicservices.com/role/Revenue Revenue Notes 24 false false R25.htm 9952173 - Disclosure - Changes in Accumulated Other Comprehensive Loss by Component Sheet http://www.republicservices.com/role/ChangesinAccumulatedOtherComprehensiveLossbyComponent Changes in Accumulated Other Comprehensive Loss by Component Notes 25 false false R26.htm 9952174 - Disclosure - Financial Instruments Sheet http://www.republicservices.com/role/FinancialInstruments Financial Instruments Notes 26 false false R27.htm 9952175 - Disclosure - Commitments and Contingencies Sheet http://www.republicservices.com/role/CommitmentsandContingencies Commitments and Contingencies Notes 27 false false R28.htm 995410 - Disclosure - Pay vs Performance Disclosure Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure Pay vs Performance Disclosure Notes 28 false false R29.htm 995445 - Disclosure - Insider Trading Arrangements Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements Insider Trading Arrangements Notes 29 false false R30.htm 995447 - Disclosure - Insider Trading Policies and Procedures Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingPoliciesProc Insider Trading Policies and Procedures Notes 30 false false R31.htm 995550 - Disclosure - Cybersecurity Risk Management and Strategy Disclosure Sheet http://xbrl.sec.gov/cyd/role/CybersecurityRiskManagementAndStrategyDisclosure Cybersecurity Risk Management and Strategy Disclosure Notes 31 false false R32.htm 9955511 - 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Cash, Cash Equivalents and Restricted Cash) (Details) Details http://www.republicservices.com/role/CommitmentsandContingenciesTables 117 false false R118.htm 9955597 - Disclosure - Commitments and Contingencies (Restricted Cash and Marketable Securities) (Details) Sheet http://www.republicservices.com/role/CommitmentsandContingenciesRestrictedCashandMarketableSecuritiesDetails Commitments and Contingencies (Restricted Cash and Marketable Securities) (Details) Details http://www.republicservices.com/role/CommitmentsandContingenciesTables 118 false false R119.htm 9955598 - Disclosure - Commitments and Contingencies (Financial Instruments and Collateral) (Details) Sheet http://www.republicservices.com/role/CommitmentsandContingenciesFinancialInstrumentsandCollateralDetails Commitments and Contingencies (Financial Instruments and Collateral) (Details) Details http://www.republicservices.com/role/CommitmentsandContingenciesTables 119 false false All Reports Book All Reports rsg-20241231.htm rsg-20241231.xsd rsg-20241231_cal.xml rsg-20241231_def.xml rsg-20241231_lab.xml rsg-20241231_pre.xml rsg-20241231_g1.jpg http://fasb.org/srt/2024 http://fasb.org/us-gaap/2024 http://xbrl.sec.gov/cyd/2024 http://xbrl.sec.gov/dei/2024 http://xbrl.sec.gov/ecd/2024 true true JSON 161 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "rsg-20241231.htm": { "nsprefix": "rsg", "nsuri": "http://www.republicservices.com/20241231", "dts": { "inline": { "local": ["rsg-20241231.htm"] }, "schema": { "local": ["rsg-20241231.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/cyd/2024/cyd-2024.xsd", "https://xbrl.sec.gov/cyd/2024/cyd-af-2024.xsd", "https://xbrl.sec.gov/cyd/2024/cyd-af-sub-2024.xsd", "https://xbrl.sec.gov/dei/2024/dei-2024.xsd", "https://xbrl.sec.gov/ecd/2024/ecd-2024.xsd", "https://xbrl.sec.gov/stpr/2024/stpr-2024.xsd"] }, "calculationLink": { "local": ["rsg-20241231_cal.xml"] }, "definitionLink": { "local": ["rsg-20241231_def.xml"] }, "labelLink": { "local": ["rsg-20241231_lab.xml"] }, "presentationLink": { "local": ["rsg-20241231_pre.xml"] } }, "keyStandard": 482, "keyCustom": 115, "axisStandard": 32, "axisCustom": 1, "memberStandard": 56, "memberCustom": 69, "hidden": { "total": 32, "http://xbrl.sec.gov/dei/2024": 4, "http://fasb.org/us-gaap/2024": 27, "http://www.republicservices.com/20241231": 1 }, "contextCount": 455, "entityCount": 1, "segmentCount": 126, "elementCount": 1020, "unitCount": 11, "baseTaxonomies": { "http://fasb.org/us-gaap/2024": 1765, "http://xbrl.sec.gov/dei/2024": 38, "http://xbrl.sec.gov/cyd/2024": 16, "http://xbrl.sec.gov/ecd/2024": 5, "http://fasb.org/srt/2024": 2 }, "report": { "R1": { "role": "http://www.republicservices.com/role/CoverPage", "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": [ "r14", "r376", "r383", "r925" ] }, "rsg_AmountByWhichPotentialRemediationLiabilityHigherThanAmountRecorded": { "xbrltype": "monetaryItemType", "nsuri": "http://www.republicservices.com/20241231", "localname": "AmountByWhichPotentialRemediationLiabilityHigherThanAmountRecorded", "crdr": "credit", "presentation": [ "http://www.republicservices.com/role/LandfillandEnvironmentalCostsNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Aggregate potential remediation liability, amount higher than amount recorded", "label": "Amount By Which Potential Remediation Liability Higher Than Amount Recorded", "documentation": "Amount by which potential remediation liability higher than amount recorded." } } }, "auth_ref": [] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": [ "http://www.republicservices.com/role/EarningsPerShareDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive securities not included in the diluted earnings per share calculations (in shares) (less than)", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": [ "r298" ] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": [ "http://www.republicservices.com/role/EarningsPerShareDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": [ "r644" ] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperations": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperations", "calculation": { "http://www.republicservices.com/role/IncomeTaxesEffectiveTaxRateDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://www.republicservices.com/role/IncomeTaxesEffectiveTaxRateDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Effective income tax rate", "label": "Effective Income Tax Rate Reconciliation, Percent", "documentation": "Percentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": [ "r562", "r960" ] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperationsTaxRateReconciliationAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperationsTaxRateReconciliationAbstract", "presentation": [ "http://www.republicservices.com/role/IncomeTaxesEffectiveTaxRateDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Reconciliations of the statutory federal income tax rate to our effective tax", "label": "Effective Income Tax Rate Reconciliation, Percent [Abstract]" } } }, "auth_ref": [] }, "us-gaap_EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate", "calculation": {
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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.republicservices.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": [ "http://www.republicservices.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": [ "r1005" ] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": [ "http://www.republicservices.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. 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This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [ "r1005" ] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": [
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from improper or other-than normal operation of a long-lived asset in the past. This accounting policy may address (1) whether the related remediation costs are expensed or
capitalized, (2) whether the obligation is measured on a discounted basis, (3) the event, situation, or set of circumstances that generally triggers recognition of loss
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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": [ "r384", "r903", "r925" ] }, "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": [ "http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetFinitelivedIntangibleAssetsDetails" ], "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": [ "r375", "r377", "r378", "r379", "r381", "r382", "r385", "r386", "r686", "r688", "r903" ] }, "us-gaap_FiniteLivedIntangibleAssetsFutureAmortizationExpenseCurrentAndFiveSucceedingFiscalYearsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsFutureAmortizationExpenseCurrentAndFiveSucceedingFiscalYearsAbstract", "presentation": [ "http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetFutureAmortizationExpenseDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Finite-Lived Intangible Assets, Amortization Expense, Maturity Schedule [Abstract]", "label": "Finite-Lived Intangible Assets, Amortization Expense, Maturity Schedule [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FiniteLivedIntangibleAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsGross", "crdr": "debit", "calculation": { "http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetFinitelivedIntangibleAssetsDetails": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetFinitelivedIntangibleAssetsDetails" ], "lang": { "en-us": { "role": { "periodStartLabel": "Beginning Balance", "periodEndLabel": "Ending Balance", "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": [ "r361", "r382", "r688", "r925" ] }, "us-gaap_FiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsLineItems", "presentation": [ "http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetFinitelivedIntangibleAssetsDetails", "http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetNarrativeDetails" ], "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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Examples include, but are not limited to, desks, chairs, tables, and bookcases." } } }, "auth_ref": [] }, "rsg_FuturePaymentToSettleAssetRetirementObligationNet": { "xbrltype": "monetaryItemType", "nsuri": "http://www.republicservices.com/20241231", "localname": "FuturePaymentToSettleAssetRetirementObligationNet", "crdr": "debit", "calculation": { "http://www.republicservices.com/role/LandfillandEnvironmentalCostsExpectedFuturePaymentsforFinalCappingClosureandPostClosureDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.republicservices.com/role/LandfillandEnvironmentalCostsExpectedFuturePaymentsforFinalCappingClosureandPostClosureDetails"], "lang": { "en-us": { "role": { "totalLabel": "Total future payments for final capping, closure and post-closure", "label": "Future Payment To Settle Asset Retirement Obligation Net", "documentation": "Future payment to settle asset retirement obligation, net." } } }, "auth_ref": [] }, 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For classified balance sheets, represents the current amount receivable, that is amounts expected to be collected within one year or the normal operating cycle, if longer." } } }, "auth_ref": [ "r1148" ] }, "rsg_NumberOfActiveSolidWasteLandfills": { "xbrltype": "integerItemType", "nsuri": "http://www.republicservices.com/20241231", "localname": "NumberOfActiveSolidWasteLandfills", "presentation": [ "http://www.republicservices.com/role/LandfillandEnvironmentalCostsNarrativeDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "Number of active solid waste landfills", "label": "Number of active solid waste landfills", "documentation": "Number of active solid waste landfills." } } }, "auth_ref": [] }, "rsg_NumberOfClosedLandfills": { "xbrltype": "integerItemType", "nsuri": "http://www.republicservices.com/20241231", "localname": "NumberOfClosedLandfills", "presentation": [ "http://www.republicservices.com/role/LandfillandEnvironmentalCostsNarrativeDetails", "http://www.republicservices.com/role/SummaryofSignificantAccountingPoliciesNarrativeDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "Number of closed landfills", "label": "Number of Closed Landfills", "documentation": "Number of closed landfills." } } }, "auth_ref": [] }, "us-gaap_NumberOfOperatingSegments": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfOperatingSegments", "presentation": [ "http://www.republicservices.com/role/BasisofPresentationDetails", "http://www.republicservices.com/role/SegmentReportingNarrativeDetails", "http://www.republicservices.com/role/SummaryofSignificantAccountingPoliciesNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Number of operating segments", "label": "Number of Operating Segments", "documentation": "Number of operating segments. An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues." } } }, "auth_ref": [ "r919", "r1174" ] }, "us-gaap_NumberOfReportingUnits": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfReportingUnits", "presentation": [ "http://www.republicservices.com/role/SummaryofSignificantAccountingPoliciesNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Number of reporting units", "label": "Number of Reporting Units", "documentation": "Number of reporting units tested for impairment of goodwill. 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Also includes schedule for fair value of plan assets by major categories of plan assets 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 or liabilities (Level 1), Significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r18", "r64", "r65", "r66", "r67"] }, "us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock", "presentation": ["http://www.republicservices.com/role/EarningsPerShareTables"], "lang": { "en-us": { "role": { "verboseLabel": "Summary of 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": ["r1172"] }, "us-gaap_ScheduleOfEffectiveIncomeTaxRateReconciliationTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEffectiveIncomeTaxRateReconciliationTableTextBlock", "presentation": ["http://www.republicservices.com/role/IncomeTaxesTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of reconciliations of the statutory federal income tax rate to our effective tax rate", "label": "Schedule of Effective Income Tax Rate Reconciliation [Table Text Block]", "documentation": "Tabular disclosure of the reconciliation using percentage or dollar amounts of the reported amount of income tax expense attributable to continuing operations for the year to the amount of income tax expense that would result from applying domestic federal statutory tax rates to pretax income from continuing operations." } } }, "auth_ref": ["r564", "r960", "r1336"] }, "us-gaap_ScheduleOfEnvironmentalExitCostTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEnvironmentalExitCostTable", "presentation": ["http://www.republicservices.com/role/LandfillandEnvironmentalCostsNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule Of Environmental Exit Cost [Table]", "label": "Environmental Exit Cost [Table]", "documentation": "Disclosure of information about liability for remediation, site restoration, postclosure, monitoring commitment, and other exit costs that may occur upon sale, disposal, or abandonment of property from unanticipated contamination of asset." } } }, "auth_ref": ["r418", "r1231"] }, "us-gaap_ScheduleOfEnvironmentalLossContingenciesBySiteTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEnvironmentalLossContingenciesBySiteTextBlock", "presentation": ["http://www.republicservices.com/role/LandfillandEnvironmentalCostsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of expected future payments for final capping, closure, and post-closure", "label": "Schedule of Environmental Loss Contingencies by Site [Table Text Block]", "documentation": "Tabular disclosure of environmental loss contingencies by individual site. 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Description may include equity, fixed income, debt or other securities." } } }, "auth_ref": ["r153", "r1384"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": ["http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetFinitelivedIntangibleAssetsDetails", "http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Intangible Asset, Finite-Lived [Table]", "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. 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Borrowers of securities generally are required to provide collateral to the lenders of securities, commonly cash but sometimes other securities or standby letters of credit, with a value slightly higher than that of the securities borrowed. In instances where the entity is permitted to sell or re-pledge these securities, the entity reports the fair value of the collateral received and the related obligation to return the collateral as a liability." } } }, "auth_ref": [ "r21" ] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": [ "http://www.republicservices.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Title of 12(b) Security", "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": [ "r1004" ] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": [ "http://www.republicservices.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Security Exchange Name", "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": [ "r1007" ] }, "us-gaap_SegmentDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentDomain", "presentation": [ "http://www.republicservices.com/role/GoodwillandOtherIntangibleAssetsNetScheduleofGoodwillDetails", "http://www.republicservices.com/role/SegmentReportingReconciliationofAdjustedEBITDAtoIncomeBeforeIncomeTaxProvisionDetails", "http://www.republicservices.com/role/SegmentReportingSummarizedFinancialInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Segments [Domain]", "label": "Segments [Domain]", "documentation": "Components of an entity that engage in business activities from which they may earn revenue and incur expenses, including transactions with other components of the same entity." } } }, "auth_ref": [ "r165", "r166", "r167", "r168", "r302", "r305", "r308", "r309", "r310", "r311", "r312", "r313", "r314", "r315", "r316", "r317", "r318", "r319", "r321", "r322", "r323", "r324", "r325", "r326", "r327", "r328", "r330", "r331", "r332", "r337", "r364", "r365", "r366", "r367", "r368", "r369", "r370", "r371", "r372", "r387", "r405", "r409", "r754", "r755", "r756", "r757", "r758", "r759", "r760", "r761", "r762", "r763", "r764", "r915", "r918", "r919", "r924", "r988", "r1391", "r1393", "r1394", "r1395", "r1396", "r1397", "r1398", "r1399", "r1400", "r1401", "r1402", "r1403", "r1404", "r1405", "r1406", "r1407", "r1408", "r1409", "r1410", "r1411", "r1412", "r1413", "r1414", "r1415", "r1416", "r1417", "r1418", "r1419", "r1420" ] }, "us-gaap_SegmentExpenditureAdditionToLongLivedAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentExpenditureAdditionToLongLivedAssets", "crdr": "debit", "presentation": [ "http://www.republicservices.com/role/SegmentReportingSummarizedFinancialInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Capital Expenditures", "label": "Segment, Expenditure, Addition to Long-Lived Assets", "documentation": "Amount of expenditure for addition to long-lived assets included in determination of segment assets by chief operating decision maker (CODM) or otherwise regularly provided to CODM. Excludes expenditure for addition to financial instrument, long-term customer relationship of financial institution, mortgage and other servicing rights, deferred policy acquisition cost, and deferred tax assets." } } }, "auth_ref": [ "r302", "r319", "r330", "r918", "r919" ] }, "srt_SegmentGeographicalDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "SegmentGeographicalDomain", "presentation": [ "http://www.republicservices.com/role/BusinessAcquisitionsInvestmentsandRestructuringChargesNarrativeDetails", "http://www.republicservices.com/role/DebtFinanceLeasesandOtherDetails", "http://www.republicservices.com/role/SegmentReportingNarrativeDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Geographical [Domain]", "label": "Geographical [Domain]", "documentation": "Geographical area." } } }, "auth_ref": [ "r184", "r186", "r189", "r191", "r198", "r199", "r200", "r201", "r202", "r203", "r204", "r205", "r206", "r207", "r335", "r336", "r689", "r691", "r692", "r693", "r694", "r696", "r697", "r698", "r699", "r700", "r701", "r703", "r704", "r705", "r706", "r707", "r708", "r711", "r712", "r713", "r714", "r715", "r716", "r717", "r718", "r719", "r720", "r721", "r722", "r723", "r795", "r799", "r801", "r859", "r863", "r867", "r878", "r886", "r892", "r893", "r894", "r895", "r896", "r897", "r898", "r899", "r900", "r907", "r942", "r973", "r974", "r975", "r976", "r978", "r980", "r981", "r982", "r987", "r993", "r1244", "r1391", "r1393", "r1394", "r1396", "r1397", "r1398", "r1399", "r1400", "r1401", "r1402", "r1403", "r1404", "r1405", "r1406", "r1407", "r1408", "r1409", "r1410", "r1411", "r1412", "r1413", "r1414", "r1415", "r1416", "r1417", "r1418", "r1419", "r1420" ] }, "us-gaap_SegmentReportingAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingAbstract", "lang": { "en-us": { "role": { "terseLabel": "Segment Reporting [Abstract]", "label": "Segment Reporting [Abstract]" } } }, "auth_ref": [] }, "us-gaap_SegmentReportingDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingDisclosureTextBlock", "presentation": [ "http://www.republicservices.com/role/SegmentReporting" ], "lang": { "en-us": { "role": { "verboseLabel": "Segment Reporting", "label": "Segment Reporting Disclosure [Text Block]", "documentation": "The entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments." } } }, "auth_ref": [ "r168", "r302", "r304", "r305", "r306", "r307", "r308", "r320", "r322", "r323", "r328", "r329", "r330", "r331", "r332", "r333", "r334", "r337", "r914", "r916", "r917", "r918", "r920", "r921", "r922" ] }, "us-gaap_SegmentReportingInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingInformationLineItems", "presentation": [ "http://www.republicservices.com/role/SegmentReportingNarrativeDetails", "http://www.republicservices.com/role/SegmentReportingReconciliationofAdjustedEBITDAtoIncomeBeforeIncomeTaxProvisionDetails", "http://www.republicservices.com/role/SegmentReportingSummarizedFinancialInformationDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Segment Reporting Information [Line Items]", "label": "Segment Reporting Information [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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MX4_3CD+?OI?/_[OW5WO0^QG,QZEG[]PEO+ RZ2()M[O 9=?O=U=_=1%/%\D M8C)-O?V]_2/O]SCY*NZ@^CX5;Z4XP#>GNS/TW?W{DBG;X=[>W]]4W@NY0_1+@O%)'I+PX5OQS%,3G_M MQV&5@;[TX]B-O%8F,)&S=B$_VOO8/#'?/+&DXE?^4@-_M7+=^=C1_>#=CR03V:12G:3Q[>P0#NN-)*GP6ZIG3(]BOS0Z>#>?W;U<7E3=^[^G0Q>&PN:3Q_.QR?_Q_>OYIXM+[^:7\^M+Ml_SGZ\O+7R_W6[>9+5>Y0/WLU3<<>_S>"Q\GNQ\^RR64^FNDY)_OL9'!R=(5L M.85AIH'I6)_[_7'N'|*@^MW9Z>!LK_EKX%5VNQ^H;=4^S$#.6?3W-P=O2I.D M-=@;P+]&87H])UGB.YU!U1_ MP_[M+X>OZY/$+37;Y-N>)]&G P\O_)T&[_/ M05;\_"$]7GZ(?R -Y/44I:)JW!_N#P^^P MN_4K>?O+U8VW1%?V>ND4C^?I_OI>N_-)PHD2Z,_ANYV^%Y#%CTDO'GOXI"/M MR6E\'WEL%-_QOC?BZ3WGD7?-Y]DH%+YWPY,[T&-EW[N*_$'?8]X"C)@S1S8 M;3*/$Y.*."IT?Q'/@ LO3.<>BP+/D>,+SSJ?YX,5TINQ@'OS+)$9OH$MR&ST M!_=3+XUI O,DOA,2NK93:A@RVC&'WDT:^U_Q;U@5U,Z1@?2I71BI-\[2#"8$ M#"4*<-TD-IAPZ*HP5GC'#'+@>;=3VXST1 I#7L#RJ49@K<=)//-2H$:.?Q/ M\Q*1635X1$30#WQH]\L;+;R$CZ%K&.BCQIS-I.3AH#V.]*[PV$9['T=<%^3 M\ML,%BG!-[_]\(&/123P4IDF&P5B.P]#SV=SD<*N_@=(!YC>3'J9K*>B+/6B M./7XPQP$.QDNOG L_**8,&I@Q. !+VC+,(?0!, ^HD88;-TN&.J34O><-+G M"SQF]U/A3Y&,1QQ?HS,8*+XRAX-L3N*$F OS?3Y/2<*< ,DG@H623MP3CX&. MO/U;&@Z@V4S-ZVJ6T%V,!S+ 3VEJT&N85\IMH5M$"_=Y-I((^#T0"S 96 M+D[@-?N7#WN5Q&${[<$8W5%@"VIY%&N,2$BD^=V+=%IX%B1O# 8#E@;6!-VN9/=T4+V?% MG?!(P$$(% ,US(&4"?QV;.2IWA*X-Q43G>_<)1B_36>-(^1QF@:=D4.Z@@._M"C0;9;,13^I?T>[_SN!$Z@:6/FFT96!)2H#2+',4/RA9JB@Z-#90$BB8G^((ME@^2)5'.@-QI*L8'/(^$CIV_XDR@^[^:M==+T#P:(]94'I)-(VL#II_@W,WT M_A$#\[J%C?2(1/6, \3G1,SYK-Y&"^(DS/+TZ$M M9]_QI>'). ^GE_I8;#E>0$D; _.OU%UY/=UWY)ID2CA;RH@/ M!IO%^'[C$N_'5IG9"'?E&NO>H$M8[&.JLO@M87AO=P%,WYL[!\#0(@IZBAVK1=%,OLPBOT+Z<*5@"Y*'>OKX\YC&";^<-%Y4 M7Z@+AUF.88):R'WT?M27E-OVI?JH^K"U%-@5"#BN):DLJ%L8/0/NV/6DR_/YM'+1^\>"=MTR1EP^H=)&A!TT8]T+R?/E&/(SO^Z6I:]R5OB?&>!_Wl;;X\8Q[M=W $"Z8DU&1")8 9$:I"1 4Z,(<8K4]VZ\6X(LTD?,9$A,HBZ5TBRN(,14.R M[M1K56094CV../!@TF[C]&SR0M+'_TG:Q^M&&L_MSW><%DCBEAB);>;2"I?T+1+-9SPI M\!]3[=MY]/G5%PJL#LJ^_3?V&3@*-W SX%P.8$=[=SMDY\U@AWNG;9'L6+# M*)9H$8DH\:6]>E*,3=^QTD'9FF9QUHA814&F^J3!$,D QV>%\OR:]HJNL! M=Y% -AU7F&Z_09G%ZP,)GN$UMJL.AO,X,<<97UIR@REAQ8H5VG$09#XQC]Y0M4UCQ1FP\36Y<\CR6).']37C(4 %MC%0VON?\%3:2<9BES:\4C^W!4R(<#\;'MQT6B^@RBB7<#A-1 3J>/4=/!&9KM3X_V]KQ/ S3&"ECMW]G"^S*->20>^M[YM_ /@ZZ/#I>0^/#OU7Y-DWC*9TR.5 M*(27D,M;DL(>N6!1D^KMZVN4>>.$D7!JE4P4X..DX#LL7K8S&,%4+M$ 7C;CIZW,^O5TV'95@DW3"?)E]$^M"B1V&9ZO =!YS\)P5=L5,"?MM^,,@"A;9G">]&\LN9\V)Y[IW?>>$K*2PSL!58IA U,@9F.T\7N&)UIO:.C M'6TQCL. .-24(6G,YB%%2R]ATDN@/7OV>?&JU .+/K9NYI>I7B 3H\?Z11D MFM[PFWN$OG#HQWO+>W-&2"ORG&XQ>J3)2'%A MX4&AYISN&39%"WC#H/=H*F HE-X)9/DCB+=,B#8QH_KQ@ MF7S-8,/CUK;Q(\S.A%0A81NO$MXX2\YRWRZ/NH!,V)CY5)] G\V93_(,^OQT MU+G*NI!185A\4(2H*@&#"U;@%0'HW&BOV0*6Z9B3C%P+.'_SD2BPM5&37%D MM6\7O7]|/6J<:H%%X5#H(M3C*5S'RHGCRL7]*<>76-/S/:\.7.;%L9NX$N=L M4&@'4>Z.?=>7>5,PD#\=$V#RA7Y58P48A+/$=Z;HV$%D1B6'QV@9F*@GTHU M(72ZJM8\8WF354G&+DJ. *4)95=,E/?.K)S$+=;AO-RF*J.UG/6 MW83JE[+(4/.I8R$>?Y-0ID/Q).,.YTEFILD)-ID4FH07])>XUS4/%#)"2ED"-M5E_+TP6<8$"I$]D!3=H\US*E&NZM4;K0_U0U;&U+Q?$9\'%+I9?.X,HL&LP.A"^"Y+T9\)^A1BI^^.1.0)9 M'TKN5?¥MADH9JRQ9PG;ZJ+8NJJV+:NNBVM:,QKNHME:BV@Y>,ZJM")=40=1= MNSS9PPW+D[VU"8@7-@&Q9:'V%J42U@Q<@.)A"=IG'(=A?"]TOG@YH?)\UPW;: M3<;U-

HOWC8]XYR'(I&6ZC2 M1XN9IA8%#-B#58.<9&G"O:,!2]4&= *ZYPP>4ZA?;NXI?;)[H]]I3D561MG7 M'[+/Y+0(G@8?K# ^X*SHT 6M4\XUZ^0,U-='YM=DT^XSSJ#>/#:!4KBXAG
MG'K0Z_'80BJ>#U\AD!KQC+XW!MU4 7K@@6AX(*6TG:6 LG M@S%W^/Q')A+O5Y9\A6G^QL+,IDP7UKI@@AG#.51L%@V?/O#A@$:11P/9ZU*B M#HW?]6"%E#6#
:OFB6HJX!)X4CR!L<.*:N!\R#(R#K& # MU!G*9&X1)Y@B&W6'%*T7U_H1QCDQ[)V=YZ7=HK\@@_-_S2=9R!17 M*$ZMV*]6_(H96F<"0<.ACBV6L<+P-=>'<5/3 M*M2[2FML+-?
YA9%%9+^WGK#*)NA^ M_@G/>1^SJ @2@I^6I+$<@@R6F<[.$G.\@<+54!'O68AK8;R)/28M)J9F.AM_)=ZNQH6D(I^YD4O6 M>OD>/[[!11(%F8W&
[Z0@.0D:*,&NLD@Z;)K.@I4O$12G;#*YTZ$Q.(9QKG$[M_JV"8*TG)KV#/@A9$P71?-C[H\:/5#,$9WJT:(18V,!$OG'^S[_=BJ;&X2JF MQG;1>3;,]O/+8H[B-MT*WB?6;.!IW?
Y8RS^#F"0\JQ50!L>_,\R(T.KAPE'- M+,*O?LUG2;(@AG47ISK>!8@3:!N>(8J35ELE%1<_4LE32CO\8!Z^M+$S*9 &=?A*-><%83)TB&)]0^0 MN80$8I8? ZN/!P+--*#>4B@#
(H4+J_64L0K=NT//;"G*H#ZDE(R3[N *(X MVBU]2$,BK9K!5N$59;^K0Q]$4PCH(MHXLC!:]M)!D9"E=8=FK-ZBCE((W7"$ M-LM4D!@#)<3IQMC,@*
5GIQCWE*M"8^$3]2LZ%F;HZ2C5V5K$5+[>5IBR:7 M(Q0SD2J9L!S168L8W@4Z=8%.7:!3%^C4!3IU@4[+8GO^%/!=(.CGV-1:#H(! MT9T,]YXDVY]*ED!
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*XGF@083++/?.I.N5<[T0W]= NE>NK+ANAJ)@TRRDM^R! DNF<1AL M;?&2UH/8ZHU?P!A*2#&$]DY(,RQ)6#31V#7J$F0(U>.^H:)BB%,8'A,CH!R6 M&5#Q1'T=3 1/H
\K]%+VH#@R/O15D(5 0^*,%AAHI)%Q4*V=\E##^3A!1]BU MJIQ7;\1X7#4V%RW:N'@\WK'U+6O93*V!3E?>+,JU3!U(V^SA@A=64\7C#X MY<8I&"C.?R@WF'MK9?XLIS;"9-
[2KWR)19,MEVY5#*+_O\7UT//="6_.LYM!S M, <;\U7C;#)U5T+'4&D9UOKZ=TK#MDX!=_59&:JAP;SJ'&<5R]=0X*VOXB1U M*ZJLZ1T:N@,M/(JDQ@A>BJHHI,D"?5!?3AKO! 8
8AV.1H_G9+F%HHR?#]+ M9(U/9YPEJU"U_RM>^Y9<+7XCB?%?9RK4%-HR 3H8DW8&:T?AALB.@%_8 C&286(S@;' MEF)*<'-F=A0X^*W3&N[I;F
,GTI9N=IEQB8X^YPILM29R.5+ M5T1P6%F@'C:KVG@,2<5_=,[/.YSU;3_WR(Y?\+"^7^ABQXI(:HJ].2<981&Y MEG3HV1D'"4C!J@"A.IVY&([NEMAM7/T@%NI+9?C'+Q=[@8+T-
%WS#(EP^Q>MD=5TVTC4M!GEM],Z+F-!1 MX#A=%L"*M">F];"A@I'8@EG#!876S#K@%95V1=,KLQF-!&. EHKH3 8;ILA5 M$/8D,1C+*4%;)V/$$M8(3_=LD6+B,]CO*%4'18@+BI?
WG8\WS821S.H\LXCSO'VV+B;7@J\T)!+R]3Q M*5Y:.SJU1!TJ9Y2DI$_\JQKRUG?C(4=:&];(>9@:JT#SI6]PPPNAG H^T(:8
M,;A!9B@3^QHNBY8M";3BOR2Q;WC8F^_TACN]]SLY@P^VLPSO$G#QM3T(GZAP M1?MD;TC;L?DKRTCN;A[O]%0><;U).S\F3IQC[(U$R>B11;IDBNL,!\ M5L2QPJ'B7;Y8\3)?P MD
;"3PE]Q7I_W0?(O>0@\:#X1,_4)7Z8@#F328U_G#<#\"X!(L&B6WF&.XEJ M3NS@BUJBUU?/Z$TVS!CCX,2-%@;G'XCB P>-4_/0+ M?W;2BW9<&J_Q+I.?G-3Q'/GY45CG?AV>"
(\F<%5(8T>M6T+7%)I7V< TYKQZ M&8*!J4*1"BR(+AUM&TBY3$O!#Q195?0(U:Q2$4<'08]L[\R[F&)D'HX;3>=) M'!:=]3H S%JF,05OAN LS.TTYV/0#J$6H$^4]!FM.J
=PT>\;HP&&.DB=Z$* M)D#]T<7JR>W+Q+!P*N&*4U4N1V1"JD8DA2NJMNU+@M!A9.[@0255$P-]P0,',U?]_7IH?WZ658C31%*0.?F M6OPW_+HVEW;9N$K% A=J7824&0_R.
[]YB4VR@&4J<(ZQ*UC\RMD#YB4\?H2 M+ 1^Y/30G"V[G1?J=,,N5.N%O %Z^SP>MWQI/CM&ANGP78M\1N1MHH4=@HSO MN6P@VP)F5QY48UJ!-
VMY#$CI]W21VD/DQEOU+1"E*59!S.:.^>HZ LY ^2OW M' 'AI'._/]9OT4VZTW<"?8(X#)EIH?*B78+7%68M@Q800K&RKF@(!S3:BB<\27C#8VA?YBPSYDNLZ$;(D4$ MZ[FO.AF?
A3XB^ZED]3I (YC9=*=*3GFI6>36A=M]BM%UE((_TN!514:ZG;QL MT^J8JL*ZJ V8LLH?K 2W#LI ":20R@2'RL9.#,B).\OCRV3Q=$H7B6L*YS0" M^M3GBN;?UY6E,P0*S-)IG,!
(48SD/RQX8=DHN0W8\8R(VJSECK_KJ*=HNJRJ2LP-(O M#%%=B%;QYA<8#^ZJ)S8K*K7%!)J9O!+2;=$!$VFIJ,3&DU**-]?=.6L<$H%HL"N>GU
M'/26!?'["OGJB#F\.S@T*G/E]OA8%U>(0KY./T[=$>E@AYC)7L#ML+33[:L#HB M6L,GA51I^+"%%VPNR).1)B".PQG9SHS6=BN ;"2=H"5HK8C#\VYRIJY*!6A? MAY9O-
&LDPPO&LX.44Y)I;/'=9E0Q4FT,G[473HZ1FL3:S*9T#18@N6FO2NX' MJ:N"$$=*&EMF9M#E_">>NAE9&$WAP;,+=-]?7C$BX0R@L: MX8N2I%>0@$>ZQF(?-I(2F25PR=5<22-AAC
M\C=9Z^9TRQI+G[7Q87(R&ZEHH+SF;3%W!&$=]5CD'/@CZ.1]_5N&2XPKO9O- MS6^HLM=C.F*XE01U7*4:.D?JQ6*L#P9KSKA'F\NXU06_K2'/K>-3--'%U=@6 MO+!^-N6X>=0-
9EU2%7/GD^KR&CYRP3)IRMDTI(:Y)C/TW)$6,U8.?=@.GA90 M&2U4RS([0)I'5(QWAS)F0*])90DV7M7J%621K'E-W=.^ MVN)!%SG914YVD9-
=Y&07.=E%3BZ3*HZ_;^3D&DE3HAD!+B\TYY:7*UVX2L99 M5HM6WH"&#J5P1PCAZD>1&0;Q)"N@%21+V:?[N<%&UEH3 M4,[30W$@XV%= VT J4RT/BW-
1NAMI85QT\IM?"9SPSG9NF9K4FMC&0.:VYYX_B>)V73F0W"R!>A:N:BC^)D F3\'YM[J<^#-(=2 MV\'PFU$FT3\,+,\8;#T5WC?
CR<3\CH4M2,P+;KDKHLRU6CG^>,,\/C^C+9M8X#_8/=TYO_$H M:]N*7X*HL'Q]0J-5IG>=1X!TK&_7FAJY)IG9)DBHT/(0C[*N/*I,JA,\V@AB MG.(M*"*X<$-
U@(R2C[_KLL'(#)"ZR;6*H]2R =[:OC(^RTRDVC+KBKF-45"RZ!=_7REA+V^=4")1G VV*4&?,V/ MLP2F;,KQ"2HZ*_QX#H(.1F?9-^WJG!1?*^C8KBR?"GDSE@]=X?TA]__D<&"!<+@?
M%(#0=UE[E?7&=3 M*T65&D!A0J;D-D+^K"H8:ZVJ_(@8];X[\G&\9_;_B=!2)IG>GB(C5[5BFDF#(QO/+9UZQ(_85>18I7,4(M*VP=9-8Y03!'5-/7S:?0*/C(//G2$$#U8#@DB"0,HQ4UA?
Q.$9 6)+_])7<,UG!.C9.?4S&FSR5 M$-9"&$#&4'SE1DIQC3BJWAR^O%,LW9&+)I0RIR=&)<4;3^;:Y$XWG;+7_EFS MA]UB-?UL"'OM%JSI9XT_LUNLH^NH[?
HZ=TF@>)LPP2*WU'!;QL%#Y64,=S: MNNQXKG*[TCD5W%:)TBJXLA"FHE^S&!1]%.-G F-AF&N H:GGX8[-BG3!?>38
MI*BX*YE%FWM1&,2D[=U&6G1/BR$5MWR1.'3B4(/JS[=!H*[O:1KN M;=AQND*-"@1+5<>'LOR_%+1I4L+6(TROXD=4YT?915WG9=D>4)V668NZ"]K M0)TP9?ZM2;Y#
(]K()!I3\:&QB+!F#PS2#S-)5CJLDB B!;"OZC;XNJ<*$$Z= M1B(*^T6.C%Q6=#$5\@EOO;5M.-RP0^<2S7NJ_@%[CSNV!M=:+4%;&"?IQGT7 M 1HMQ>7YSG
/C*\\O,EW!MY7GE/XU'5E8'872A9BHJ07Z\8FR5]9]70(/GV* M -\8PJ%9-^6\!9[^E4"#+&06M2!(,R%IQ&A2OH2SK$].%E#*9+#Y ?35:/G M8WOS,*I2!7DHO)
DCH2OA2]77W%$NY%")NI"W;M0=[?;+M2]"W7O0MV[4/=R M$,>? B18V2VUF$N^P)[?983J 2T5,:&Q>]I1OFP+9N%<-[\ M=)5BJ)8Q]4;&I@N4/WW,N.!9B%@#"4E/Y=
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MG@G?V"AJ*T@&#L +X9MNYZ4SVFFKC&H]4]VL*_!3C)!ZUNI*;$M6CA-24"B0 M@[5K 5ROG6[U]BSC/JK81UV!OHAC8IFAQ1A."EM>AP628[#70-9C7M[RRQ,O
M'="@@,U2YBBEC*BBUQKP:]F5E=]-A8($!N(?V*&-8#<1KDXU<4PJ OJ>1<"D M*.TE)N"29&9+S95N(^S@/3%K7R!0I@%K2ME#'P,^A4Z(H;]-7+8J_P8?4U)2 M+6)]3=-
HL1:1GUDX2S=&'D-KE@7AZ_;HOC'!)[,XL*F)QI]H'M17FEK7%+:^ M7&E=&ZZAESQ_]T[$H2K"8-V=R[9J.Z^434O>=3+3*4]]/>I>7XW5.2YBNMJ2 MDJ-%O=1L<4\'2&"
[P]YTIW>TTX1M6L6GU3DBTL%C0XV"@.$U&@#G=0Y,"A^; M<>,^2G,\:++NF-9L#DK3\\7P-'7P*",$$R81@!W.OLES0,)ZOA+(;\>K+<9JA=LV($]]GZ%MZ>4&:LNG!N;@"'I
M2;1=9^NV L6U:FYIU=I2U<012M4S]H8*_?6UV4%EST6Q 7D55@] MHRH^%2Q^F+]J<7V6\ IS?,2X;W:*$@.@/ZE&ESWQG#L+
(JE43VZI'SZAH>]$$:MNM"3^_>Z$JDE56"R\W:3Y_P%HQ\ MK'+SL4P7.JI@ 5@X5I&NE>?_]I>CLW>Y)*C.;JGDG:VY1BS##11$:SJWEUL'@)=@-@K]0I6+=) 3%9S 99N#R/]=6%--"-
FF\VGRYL;[_=?+J\O/W]LDX\4'3YH.?01;;Z<%*?/@8XPQR#Q2IF[M>#P&F3S)::ILDF3PP ,\Z CV>:BZ!=WWDK< M^>DKQIW_R2!1?3?^V_/1^09!\WO\! MQ?DW1JKX>?
UIBA:=W7@3_^NY@/O8N54;4'?<^*QV15,0O"4>/2)2N2#7$ M^YITL>4GL5,>.^6Q4QX[Y7'-:+Q3'EM1'L]>3'E<>B6UGV9P_N7+Y:5Z> M1K2.,=!7ES(S-8#,"]>?K^P+.DXL-
0X=!>.>UZ)0$HWQ]-W0(?_BH0!P!;OW MD+=Y>W-MVT2LODK&QA<*BB*L:^LXH\AE&:,K"R.!T+>DPJGS #H=9E7?6@6^ M3X/;Y'!^,X;I=I"'J8]#E29H"[T=
<%RJOB!3'),M5/SS;^@$DBZ0'K?PX+E M&$UMRJ>72\8WTX -B+$1BC6I+HI0"+G'U @P[<#,,'Z*/[#9'/'ZX:J8P'(MVR)*N(V(?
Z)8P3#0A*B*&9S&#OL8R)*:R&)0L>YJKPN),4H@*/QNP.]#?, M0!1 QKJPPRKSAS573='X\-F:&6C4>$,?.@R_@M%H?95+H1Z;+01/#BC?';87 M.C?\3GG9M3I[8:6&>X,C7
8Z88E(\0C"P;DEC@7_3V&?*<4)-^%7]B!FV8QX M9D/R5HY\)347ELN!ZE?9MY74M^*TC@;'^_-R_7GS:=UEG-+YM4H=QGCNPH:$ M;"[Y6_/+.R#K><@6;T5$RTHOO2M>C["<[^ZP)
'<,KH3ZD]]K<6=TY/!\3%) M/"E,*0U,QUH8&BC[7!I4OSO8&QP<'C9^O3<8-GZWK-G]X>#DJ/G5=6QVM47X M@198+3)LHP2>_/GK[?[\P3L8G)S M_CKL)[]E,AB)H(@Y-
P(!$[8OKJ]O+ZZO/G^R!TBO9+5*^2+?GUS]?WG8K MM&2%?KF^O/GE\S\^O-PB*5[]IUI%?;$6UK!C7!7I13$N4(V^WXGJ4^OHKN#J%;==87N$ $"2_U.*_2Q77M;&
MB7DU]I#!&I,5:GU(QO9O!-Y J.,9_&$,)YA>P0.N,]F;S04F1ISR&C"/2RN9 M3NY$7AR;E$RT0)$YR59K&7%0*9]1F&KMEK_.&+NTU$%U/2\E,+KG%39;N^58
MFE7L4J"01'L6PL4A5O@J)T6;:J-("DV[QFQ!5#7+PE3,\RS<:G+!SPGA/; % MIM\8F^B7FW_J+_X9J9:1UND9:RHU=&[,S#Q0X&,F9XB-8C2_TJ"U<5./9D'#
M9#X5'$0@"ET[5,UO2=^4T[BBQ66SB6(IECP2PZ_.4GY42PE+N&3MV@RL]WJ$ M^#/C@0:#DS#ZG%.J(C4$F8,8%*^PJP6KV='Q8%BUFIE/V[>:'1X-SLX.GF,U M.SP8#
(^:OWZN'>KH<'"\8K.=.M=@A\(S>Y[[RS;=C@"-MKF25>[7@E%AC539 MM=W#>I41?WH]Y7W9><;.=8K;)N_^/NV^-@;6;/\6:)TOH/88B7>LO90*?/)7
MWAPBNCG+TZ@&:40%1#T@ &L]<]13"'J3ZX*+RW2$1_42C:J <2E&.[E$9=\W MCF';!(,SPR9_H M;# \.'AQ4]_!Z>#X^*0S]76FOL[4UYGZ7L#8L_?7;KLV:+N.R#!KPN&?8YOM
M]JZSJG=6]'QX/!T M_^7C)X:#@^%HU1]@RI 1WE]E:K2"F*?]3=#TXG:I]THG2C]X9KX+_4FK,8A M-F(^2U1+955#?;?CLUE]?& 9W7)(8X ML4%;&M*A
OFBW&64*B0728'<$0!GVB@%E7K1#6CT5CV]_:/=N'' M2=[G@/(3G+PI5BT+JPF-!.1KU T?UJ\V_0'VM)MKG=;,9-@HMXNQP ML'_P/+WM='"V]_)Q[T]H]OOI;?N#@].Z[5HO=:V)
<:V'O+01:[@"^^@DWS7; MR7J9YZS3439DI_!GIY+\>;9[6+?=WTWO> ID>@,<94N6LP]\+"(*\&VU\-M3 M I_;6L"FD9 Z0K'OPKBT$[96!H+U0$+18RDWC MTI)]0,/,&KJR18?
=\L(&B8&EB%]J8'++"ZV&GO])0JRAP/CDYP(7"QPUA*W#Y8)G@@ [YEV%3 1RE5 MDMV:'5BC+3@84!X>8E=+.F:X#]!7+TX4P]G"]"*P1 M"J?+^1[W:Q+' 1FML3F"
[(83*5/5O/NL"BHB"!YLE#\(^H-YHTQB16"Y9;N^ M1ML^'.P=Y/L.>ZVWG4D9^X)VG>JUXX\@8?<@O](>(6?,8<5QM]$K@<678Y] M"G64MVOS[M9I[Q37G#%,$H>=\:9YT6C8)?
Q[! M7:>1X6$/X:\[$6>R\HXJX WG=EOV<8VV\7!P<(@+(07T!"(EE0F@7?)% NHC MEI#'U,N7EO.Z?.HNG[K+I^[RJ=>,QKM\ZG;RJ8>OD4_=EBTM+Z"4VP8<])U" M#:DY3_
2B5TG&#=HJVV%UESP52@;:P[E2BT6U4&_E;XW)YI^:KN[N#NSNX MNX.[.WC-:'SM[^ ?1G&P@/^FZ2S\Z?\#4$L#!!0 (&*N35K&@;Z_X3 M +:- 0 > 97@Q,#$Y<'-
U86=R965M96YT;W1H97)E>&4N:'1M[7U9<]O(MLN;[_J,^YZ^5 3%%K4O?3I"EN5N3;1EAZ3NOC,O)XI D:PV"/"@ $D\OWXR MLQ84-
I*2)7$Q_2!+)%!+5E969E;FES\/TU'XR\]#SH)?_M?/_WM[V_L0^]F(M1ZGG)YRE// R*:*!]U? Y5=O>UL_=1&/)XD8#%-O=V?WP/LK3KZ*>Z:^3T4: M\E],.S__I/[^^2?
JY.=>'$Q^^3D0]YX(_OE.[!UU]P/_@!_[06]__ZC;XP=\ MK[]_PG;W3M@A/_G7?O<=O O/JY=D.@GY/]^-1+0]Y#B T\-NYV1WG)X]B" = MGG9W=O[QKO!HRA_3;1:*071*
(X9OQ6C@L3"%[D=LP/^UL]_Y>SQXY\G$KWRD MVM!=G1R,'\]&+!E [[TX3>/1Z0'T?,^35/@LU+U0A^IK,ZB3[O@1^NW'0%?= MI!^'<7+ZPP[].\-OMOML),+)Z7]?
L%O>R_VY)%#T7$#4&ZNTB"[L_X4,.[53_L_+)+\7OJM0M3/&H@^1UR.C#LO+D M76-[TUMZZ_?.:AA@SH6X$R,NO6O^X-W$(Q;-NR!'Y079/X(%N?R?WZ[>7]UY
MW9U.]^2M)UY8LK>>^_WYUX=U>WOQY=7%YV_:NKB\ZL^:2QN/3;N=X M.2:RAWOJR^7-Q\\WG\ZO+RZ]V]_.;RZ]\U]O+B_75[?K=YDO-;G=,@3[_*1 M^UDJ[OG6M\]A.H^.61# 6;
(=\GZ*@A->2EDOY.;[7IP$/-D& H1L+/FI^>4L M$'(?HX!#/AQ2&F0:F8RVE.W1T_)0&U>].CCLG.\U? MPY:VW_U$;:OV809RS*)_OMM[5YHDT6"G \/V9!R*P(,%WV='_IG^GB35M =P
M,>J^UD0^W1T_>MWB4F&?92*-1!"$_%WS.NUT]HZ@&?.9&1=^^/;,2R?;#??% M6*"*L.J/ZH_?&'_:.S__K"D+ "ECO%!]!.EV;Q:4@XHLVRO_*RWTW&2[;L.*+-LK_:LG_A23].H!F? M>
[=#ED#+1'8P39>%#?3 M]0F*]O(MTBU/TY"3D^D33X?Q\FQD)<\?T\/IF_@GLD!>SU JFC:'T(]3\&&Q MV;\SF8K^1'TDH@!Z.=W;[>R_P>K64_+NMZM;;XJE[+7 [(05/][=W3D['R2<
M.('^[IYMM;V O(Y,>G'?]GH\?> \\F[X..N%PO=N>7(O M?"[;WE7D=]H>\S[PD(%8YB!JDW&SA^^,DOA<2NJ;IX"<-0T8_:M>[36/_M*_X-% &+W$/AT:9V8:1>/TLSF! (DRA
FDEL,.'056&L\(X99,?S[H:V&>F) M%(8\ ?*I1H#._20>>2FL/XT8_J=YB0WD,&>U0'W-2N?9D"D!-]\]\L'WA>1P$_E(D4H,-MY&'H^ M&XL45O4_P#H@\$;2RV0]%V6I%\6IQQ_'H-3)<.
(%.!%X5@X9-#1DL .0L4>< M17@'P:2?B!XV2YMKI-JT[T[?3S!;?8P%/X0V;C'\37:@X&2*6/8R&8G#DBX M,-_GXY2TRQ&P>R)8*&G'/7$;J,G;OZ61 %K,U+RN9@G=Q;@A_R4I@:]AAG(
ME6);V 8) G@'I4,JX/-)"!L@')Q J_9OWQ8JR0.0V@/QNB. EM0Y%&B,2(% MD>;W(-)AX5G0NCU8#R -T 3I%&?0+Q(T Z)(+M=TZ^^NT-8GRP,9NFHE+5@4 MW!8/0B4)D/V
Z0(EK,Q&)*4=OYKVK.0I MS$]Q!-,'R9(HW^SN-)60 ?E"!_W./W FT/T_#.TU"9I'8U2(Z@.V:10C(& 3 MG+N9WN\Q"(H[6$B/6%3/">64?23$1W"M4>)IA8=DLGF8^)P$'Q^-PWA"4I-9
M^0EM.>N.+W6/SF1^GP$:%HA[I?A] 3'G3[R6[KKR3:[5P>JQ\1@^HYN)*N.L MJ=#;Z_SX0_=PYZSZC1..=A?&!RVVM9*,X-WZ0QYD M(5^58Z]Z@$T3L8Y9R>!A>&][D+?
&SOOP.\B#MI*'"NB:"%?%I%](7TX4K % M20$\;?QY2..$7XX:#ZHOU(4C+/LP0:U0SCP?]2'EMGVI/JH^;*UR2X& (RW) M/$]WNCT<,8N)U^>C\=@88M'[WS!''GYB 8..5307? @),_)U^-
A_- NK5WC MJK0]TV&)9VOQ*\539>R'OXK1V*MRZ MUS\\+'+K9^!R[Q8XM(%/CV>QZ=X)>EN.#W9VO.L.VM "6.DO-O&^#&,>B<>V M=_[_//CZ8'_J/NJ>'/NO,3)OFGCI!;L'>[O?
UFTU..>$W-'=W?UI)^Y+=-TP MX\70>6JOK\5WQAEK?+$=D&?+NN(+XO'7(_YE="^2.$(%"$Z+W!U^P_V)'Z+H M_?&'O>,S$ 9PO-1%K*J?PR2_]AKP[5["V==M4DQ.6?C
)O+="T8.SWF&OT@$ M[^Z+1?"NE@726S$+Y-SW>HCZ1>KE78)&+3]<*0W0?1#$U5D.P-$X+#G9--G.[M6)GUZSG^%BO[5DWXY>?G=RWS$DN&YXLZVN]9&,
[K!0*YI*_0,'0$GI89[*=\ M)"J@ZQ65A/W%796TSAOW29G((&" 3B$L80KBM)].MOMX,=4Z.-C2WM"UU" M9SCVPYWIW3E#))(\JU^,>RAWK6E\6*!Q"QN(,W0A#O#*'/:([4[WL:4.6SSX
M(W/F2>[Y3 +O#%VGL[M;,8(EY!)/$@;;-.)TQ"OG/.W&AT2D2%IX$">"OO&: M32RBE(1'K#>1FA^,9SVWT/NI6\C0-HBA2R2PIGQ%B!%7E D<(5?T.$@M]0(\
M2,\CTSFRDMS35ECG83K05""Q"5SR00+VFPX@,&+Y*<(=K;8+ELG7#),[7-@R M?H39F6 @9&QS1X.GSI3-W+;D48>0"7@RG^H=Z+,Q\TF'PQLT'0/ N8HA4+%. MN+V0!2A&
(.B)J#9P6B4KXOS.1]$"K7E,$5.W;Q;NTMAXU M3K4@HW H=!CJ\12.9'4EXNK&ZBGG9JZFYP=>';B,"V,W41K.WJ! ">+<$?O*
MO:$821[VB;%Y0K\JU8+U0B#Q/1.A&_%@E9$8R(_7B69B/L@Z-2&\PE2M>>82 M0U:U&4N4-
%.$\J(2M1=E*&Z5M2;WZ%_I;C:T]9TQ=PH"U2)]E>"4IUJUU\]]0&S(Q(0.,L8_+ZF6ENCSC8UQ@P. (RV'B1L//30RVP# M(&\Y';C>/C!RV_DKU<\\WY4V5 Q1LZEZ(#=,@WM.
ME"4EIM*(I6H#.H$#$4XRG9KG!JW1)]NW^IWF&$;@!]08P4:08RVS.(-C<\;[M37H4V+T<'5SH:J)15@:)FXMZT"2:-5 E;.$KS":DS=H&98BK4]\/T96E6X*' MTT3X&,\
[&:RT[(7FW/Q\3WOO#)X&M9\Q13JL 8QT;BAPBLYJ$8;\%<,%^- MJURH!CYQPE9#6*S$)JT5W<-*-?)9" H>4)F\ALY95OFNJ/95U45T7;4IL4Z@ M/TR;!2'FM2G_Y">6P-O=
[.@+]MU<7OD6=YN6"%@M5K1SLEY?L$1*,W/28.\0P]X!@K;#1]D(5-J7/&P+_:K>=+)%"('DG/ M@UXT$/K"80XEG=0TG3&?PVX9D.N?
(F$ES(\U%9+@"9W4ZJ:NVKX2!/.B;+;>4".1AY)G85K$$IF MP9,4N*ZYK2+CU602@<)V;#:&D?5&T/ MR_L&B$='*K]G(<[9I&"WF+2H'%I\-!-]B]S[T% 2$-W(IK,[N'/2\K?,+FQN
M1!E_9@9C-B$!Y$0;.7$8:%WF-&MN4]^.$IFL%8V99&4_XKV^Y, Q]',WE(/B M4S!Z]=RDM]<&PW*@,(3V6W_G9J>UB&N&XR/Z9I_@WVY#?.__ERK @;UBWC
M2B^;0[2W:@[1WR9C]#60P/"N6;/7<^%.^7J9&--A;ETB%*CQ[PP#'[3K9I+K M%3D$C7[-9TDR(?_0?:Q2)A(/F!-X&YXACI/6DT3N)_Q(Q4@I']@'_E]'F/ M_HI43A-
"^R""8#*O=ZXODO?]%;M2KUN\9>#R1H]K$[>I&ZADA)R.XA(G"KNY M9KM@'H^^9:Y_@-RVI.>P?"=8?V0@T(O:RXB7!:)9":OCEG/\W>.C0Q.;FIQO M7,#DL,68QV&A_RB.MDL?
THC(JV#TM026]XH"U,Q#B?&R3AU M4&0P:(VP&>*FJ'D6(+9R]V$N5I 7 V42Z,;8R"1I%9X<8X!2K8.= @?0NTS/ MVF D'8\@X]*\\@K\MPM$]>Q/D691D7 M)!^#LYV:-"/2FT#7ILV
H8)SK&"'?-#3]ZHA9F4V[F'B*/[Z<=[OX_<@+IRY MFG T.[('IG9OVU%W+=Z=1/Q:O/_(9+NH#I?457JP%F*DE4 85$!FONSXC,F4\? M-T_*_+:!1''KE4\2:O&4@
[].&=]B(/MX;ML[5E#8CR/FVP@NL6M<2E M]IC*/3#$J:XT4^B&B4$\+-[//:UWNK #$Y^NN=K.MG,<6+42E2X"60AO1715 M%$[:WVAHV7BM1Q7-7Q*,Y$E14U:^%(G[@
81U@6!U4RZ7@G1A)C3%GXQ:W"G MC'&\;"IQL&KFX!U[I&"!81P&BX8W^_["6.K5?Q 9I:AX2LBGJ'HP8%DTT''Z MZEADF);@OC'"]!25"F*D3XP)= A0I (>VCK:
9X(8W0$I.Q1R6I\Z*L@+4F' M_X.*%+('G06 9_N0ASIUP0DPP:X5OFV](C=;/S!'+ZKY/.YO613J6@%4:Z)H M?.Q28&E-'$3=Z.LT,JGQ:WG!Y,D56JEU$:702TVD(..Y1F'>H:5ME^3U&)M)
M4TOE=JZ36=<#' >HY)-C&AO*ES1?K#PR!?K&EPIY&95U;[_PPM<;GF^T=JPV MN./[2YDNRQ*3CH-ZM),Y@]E2HVRD%E0)?60"+^[!C-5N;-S;\&S;[M,X<77@
MN2._WG93SQS/@]"&CK4P6D[6936[@9+T>!1G@Z%+"7V3J'5>F]RT51JV=9:X MU&?EK(0&P]/9Y"K&JP$PMJW2P70K"I+\'CT @58V15+C'2@9CX6<,> /ZLM) M^AC $ -Q-
'H$;A3TC)$<8;O@T%;X^OJ9PDMMLNHN3NJG!J 34LS*>A2+=CD M::S=+C6+OC;,M_2RL45L8T#VW;'I9?,^3XCJB]J^4;1-7B'CN M(Z(?>H$Q>Y$_,LQ')F##D\ZAY9A2PIV9'5V?
ZVEM M(V 6F;@+1-0-HF(&T3 MD#8S*^R["$A[]D'?W=$'+YS*UW&*[8!A%-F;%81R&,2D[HI^H^D7HQLM?G!O MV!I4-VT7NF[*1*FU>1Y\
[DLK*XN^ZU)#!;K'(]X78#Z&0+QV<<1JGO1+%AH% MU^=,*6JHHTRJQJF(8)NP0#ULJ-JHF))S?.:NUK?]7"6V_X+JZ_N)+MVC MF*0&3MW1;1$J@6N/ #T[4G7G<$3
J$YG+JZ#NR1V&>=730N5)+9>+ 9GI[.W MW$Y7OF)Q"-?Q,MT531OIDD+=WQC?V$5,2><@%'+P4I5L10K!PH,["E=<%EP(MA />Q61C[?DL.^N4ZZ_LSM)]N2\@$W/"Q,V*?
=%=T,;NDL,YDU*4$,)EO@R M@#>@X>1)^JK74NS47#!$;K$<-0.TX->S6DE_Q63-'8+@]/'P5?"4L+ZJ>/"Z MWO0LD#F:.&/E0'YOW.19$%*&B1;,,]?QU)(UJ67U4-
UQ2PE,0G]58X;:;CQ9 M3YL(NGH')OXJ=#'I&X"E0B2<0B&S03H,1/L(?<&^NA=79,/2V+.R8+K[K?%6 MJ[O5>K^52]Z ?W?[8]4VR#4A_RU^.QB6=RX2E1F91[?TMUHJ*
[W^GLQ)WL@# MR=!<%243,8LTZ*1[Q>S$D?6P/'(_2R(AAP;:#H$IF7>=XU"6N[>2I1#5ZMY M%OOC5&J/*W3/P$41*A12UOM8/8V72D0@21:EC1PGW[@U%SF9R$&]?D.7IOI"
MVA9]548CWNDJ06-+!)HI!;&?&8 VJNZ-NA@!]='5E\]-V%$^/XQTQ+JL1<0" M[+\7 EW5/3GL[<)]_C>*'D !3O@CUZ"5=$5#N?'>V:;\(5)CG(6!PYT+*K.X M2'5UL&*"U8'BZ4UTX0E5S
).7^WM/4 MK^KG?7_#I\^S;"*8#"BWV +&QB5]T M6#M^X++24DUZ?'Y]85J!-VOW,:B[#W0BV3@O]V:K;;&[]/66VM#WS%=R'78? MQ=H_<(1DD,Y!.:O?HE-

TJ^U*0X_A\8FH=1AVA&E4G$6ZF(!J MB#1ZK*@Q[V1\%OJ(K:$KR-?DFLJR57-?*%AS5*L-J/T'JPHM@U9=P@,AD/90V>N?(29'E@[C!$:*QJC1&U,5B-YV[OS;\RF3I#W0<:\NLC%U
M%K^@QT,V^Q*'P%VUMUIB)J/L/ MRI8@_<(PU[:MBU9+$3BU(FTLMS4J*8^T6<@K1=@"))OX;9V%8#:=2/-(ZMSN M=3(H8:\EW*0NE)(@W*0W[9JR<#2E52 -0*1EU!YJG9Q0-
0@^;7VTEC$:Z*J5 M8F3H]1QGB@7QV/%VW>:0H#C[RT=?&41D84H@G+P45SO_QLG7[56;Q^M0YCJ M[GRP4?-Y#_:5#!729 A>U"0G>A 1O0H(W(<%+Q^.;D.!% MA00?
O&9(L(D8#'D_/3W8H5-GABZZW7V-/+K=^6BQ8D4SM N6O(;*!4MEWL:" M6#U-,A^5K$U(SVL4O%A)3D%G_9*QQVUN%RB ?GWOK$UDK6R3?QQ#HWE2K8!' M0=#3X(+
(.V8T=VNSY.B'2:SO:Y2[B@7(;OJ&.[^3KJL]$$?*H)]VXY8Z#AU>*,]& ?:1'S)+P&R2)7 K?2[&9+<1=EF<:-A7 MC-9(P&3KJ6 46X6PE-2,:&UZ+'(,\C'N]]OZMPQ)C)3>SL;F-
_3ZUD.U8;B/ ME%P1Q]U2+Y84L-=9K*VO8 %G@WKI0H4/TB_55&N#F(584CI000MG6Z_Z$WK/]0N^=0I=UG,;L!1H_.< M$K$2JCQ;JD'I0.1A=1U<9$RQ $,\E25,:/I:"+K4JGE-
G=.^6N)O06-?,6$Y M)0 W+W_D%CTJ$4[QZK02>HJRN([%T!]1*2=:%W"BDO!R:-Z"_]@RF YTBEG=>U)% DM5G&UX].7=5T@@$)39@L"I'4H&_DSJ-,'B53$':$_;I
M=JYXRUJM$/>K'HJ#Z0ET-;6A*Q.M#WMWHM[>YG"KN,84,N$"L]JP]S6UE%<- M#?HSJIH$+=>[H!CI7*PR,D;#(POSNEY/4G M8+_)_<@C4(!\MQ\
(SG&>KIA]4PEZJA+R"0U([#=JLP?L'U>L=SO+CHX%[31 M#E?,=_DK^F3H"/B=/="9^R>/LD5[HTJYN?9<&]!HE0M)YR8@'VOMHG2#[":+ MV:0+%:X>XE;699"4:V" 6QNQ9U/4
D0$"D>H-I!15O%W570290$R-]TYXR"U M:H1*BRX9+C.1:@>#S[F*"4B$I*,VHZ;H5EO%=U5QL76*C,U7&XIQ3<&B,E"$ MDRTDK/:B0VLT[J[!E3006'Z<)3!C1!O4^MXG&*7
R.D9F8/<*<],I/*?=,-.6%#M M(M:D8[$!0VI;D4=Q3(A@05[3$1.AUP+^$C(EYR=*9U5>E!-V)>)7QR#0>P@[MIJ.TC:<*=6=2Q$&%AX=2AL$*&*B!2.'8LH8CR^FKXZ+!ODE(R#?
79%W+N,C%39"GKR4>CX!U?.[DIM.NB6AWCN(B\'HU"::B_!33XQK; MGY5=8\RQ0NF:GH6FI1B2;JM.J.(!M6"1,2[J,Q)SO5%3?0-KE)G"N!82$7 M1^7:E$.CZB*/T6K,(CO54-
ES^KI"MV.%2H*QWWF4=!BC$I>:QY 2V+LC5-4\ MS/T%'WG%CMA7E%ED;A9#S;!UT%C'A(X;43DR-WE#0Y>C\.138R'5RZE*2_V M\DJ6XQ63+"JM=]%6T[F2
.H$=M(*1EED[)=Y(8O+O@UUPE+RJZVIC1'ZE$FL M +SH?.SA75K]Z6O.YOHSMW+D;I6BY?-ZD>15.0\0"A34488AV_H@SDMHFR.Y M9?*,=@NY:D))>'IB/_YP
M<'S6N#.7!C2N:9>]]L^:-=P0J^EG0S'/#<&:?M:$O#[AD/SNR>=&!Q?#@]=) MQ3A9,17C+[3X%XTZA&9+'\YQ72@S-\)=?9U*1*JD;!4T5+A^U:]9G(LV*O8C M@7>\S/7(T-
3S,)YFT[IPG>;XJ*@:&?E)*,YDDQZP20_8I =LT@,VZ0&;]("9 MUTK?!6(XG' B@G-:#ETL$:?,\[0SW 94//$@)X<@1J*BX8\NPE=%1UV@?MG= M63$%\PK5CW'"51DRPMCY4O XDZ-
R.0(R*Y%&2J-4-X=N>%/99UZ"4YOF4F]/ M:T#IG.J"M"93'R^:>@:5A&JG]46$)<=@D'Z82;K)0O!Z$2G<*O!S M=5X[45@ONNK/_2DN#%,^X;6_D>IV5VS3N4SSGHHRP-KCBBV!H5?
+T!8\4;H1 M_D4D2,MQ.3@*6&8],[T"Z&';13S$=YP-IT$GUI-3=U>,4]\K4>5=DK][>?*G MZ.K.5L^4GD8^J+H)U,V;9=!VO1L!&5688A,:S4!$Z._0?9EZ(T8'RGP,E *>U%W=-
P?!8O@.V0<@','#4PG,$.(VRT(#7NIY7?]V]%=L8%+D#)S$L M[:(O $N!7!H8!#DRCPC/ Z!]9^!M%5P$G[K7_9C'AYJ%&"CMQ09ZD>:O;KYT ML@5]BA#C&.2H13=E-
P:>_I50_"Q0);4@R%='VHCQ+?H2]K)" .-T8TBQC@9; MA(X:/1_;FX?6IPJ#5.!B8-H*7RM?KKWBJ':]B>.\U#N;K@A;,$40)*=-Z(BD%E%/'Z[E_]U=L_]HXDIV3\X7NW[6, MA%^UG/%?
5>KM4C#"ZW:^C DA5RE&=$. MY&\!#A1#SUS$XV)N04&JN]#MKMAPZU78L=UAHGJ6('*W Z=E"I1[XSKQ\,# MO699.&"Z$I[.8Z<#5&5?M5!5W-TYG@(HQ3@D&XIT)X
M1A]P@GTB/HA33#/U$L)B)[0";54,XCC FU&<<*R@V(H@"NZ8"YRIBF3V09E$\ KU'JV6U];0"![V \%_7\]#I;2VJJ%R]4%VM M(_Z1LA!:VB2V)*5[80<%
J48(LU>I9KI1=Z>LZHWNJ*6"L,+09S4ECRND3W M' >^!C(?D_6F'YYXZ(%!6*6TFDID427=F_//+*J95J=$_"VA<()&J02%+VV,8X4*'39.AO M$ZZM2NO
QY2J5(N:7],T&NDB\C,+]^F&SJ.).BTV7[='YXVY;QO%@IUT?4I>7XXJ MH%=]M8^+F+>V7E=O4J\U6YC8#C+8=KW7JB'3 AM"B(.!\ M#9' >9W/EF+(1MQXS-
(<+YN\.Z8UFYK2]'PQ1DUM/$H4P2Q*!*B'O6_27U!R M/VCX_/)$ANALBQ3V!_34L,@DKG3"27%[@CG^_JA'!&RXM]QNJ%:P8AOVT/L$ M;P\I758=.+<97T"%-]K:): 2WJ+8 MH H1#
(&VE8V)#%^IPJ"1%4#5?&=[067=#[7"QG1KW0(C%J /!A5/:E+7\='& MN7@$!07XW*W-]/Q.6W%"!4(X@UV$9?]LAU/F$W"6#K<((:IR%N75"FK(EU\(M8"-]3E+8+=M"Z4;ZUB6*
(ZR"I!:I]NFM<@D5B\;<.=FQ2W_(@RQ\U7*PBQ4% MS;+@8^DX)RO V@55=:?@H<,T5 M.-$5^F"TE^FVSA!3-#_TY)48:]F-U#*ZP M^LHG5LNR8FI6->!#7:K5^%7;9?VL98!/;
XBN7#UUG@88N6#"A1;D2B6>?7H MDO*.[.ZW>J1GNI_XA7%M.6BA(LK!JU1X,]8!2AB598A(V33E2_$",Z]T,%((MG$:A?
1!R2E#D)F%AD["P25C8)"PL'8]O$A86E;!P]+8)"TOCE>,K9N1?Q]ZY M[_/0*4+U18._+KJF%A?6XV14IBBNV&?H[29,](Q Q!422P'A',T?9N;(W?I8 M=99HPV6M13=5K>N+III;T?D"^?
&I*,Z+04Z_*"[:/+;X+QDU9&=6Z@CG1;CH M%8-SIASG*)W>QC^^R*BO5:LB\C%A!NNL>IVUV+U85P7=X>]J9'.E #KP.N$S M$4Y0M5I
HA#Y#>*UCCBA.RZPZBQ=Z.GM6UT(NT(EL)7L]=D3WH*1]Q5B"U:Q MQ#@%(+^RJVL_+\CS\U=TL586U)2HJ]0 @8=T!-%;?)(':K;9/O M!@-X[ID(R3^6HQ^706@*7A_*Y-&";1PR1
G%<97'4!E"D.5= %F^O]]=OES>7GCXO+S/\1'@OIR=I=E3ASICM'*E.&O<[X,2G.1+7;XH M8O# (SSHN&_RF&EUT?O\!?_.,%&>^O.%+MEV=[H-67 M/]][_?
G7AW5[>_'EU<7G;]JZN+U[J G.Y:+LF"_E4->Q?T_ZM)SG>_?)^0O!P MWO^!X_I/1@K >?*UP83_WB6L9_]=# 7O>Y>>>Y_5 4CGWQ=0\;!05SHG MSU!MQ"9?]O2]N'&_;]SO&_?
[QOV^=#R^<;\OROU^_&+N]ZGGTN+#V\^_?+F\ M_G#U/]]Y,_9)7-;WA5 @V4V&F%(M@T7):\:"WT=B$J.*S=,$[_/\ZDO&17+ MJ(F.
[S')RZDWUI7$_"%F.UD,)E5W+H2/0FFK9_;1J:7J66$!5!5LL,K+C[^ M>9'G@VF Y1@#3'5=,5.0QKQP_G*OJ!CH%+C25*HXGEI!*74&!?C+>WS+Q[J M %>P>H]YFW>W-[9-A,6I9
I\H:@?@EZV'CN*F)4Q^M PH@6=6BJ,-P\.TW%$ M]:U5D')T'GF.G#-BF.85*=CT.%3I>4;Q0B<;D%-=7&228XJ7FF_^!=7CT55G
MVQY6@<4H7E.3MER'MYD';&"'C;ZK2;%0C$))\@:RWK0#,\,X(/[(1F.$FZ\; MJKZ$('^2*$$D(1"WPN[O)QI[B\"Y,IG!VF-5#5/E#!'T'\>JFJN3C* ":/KL M'LPXS'P3P,:ZSL
\\P>:JZ9H?/ALS0PTB+GA#QW^78%#LD[2J:A*S8Z")PD\:0PI30P'6MEJ$-?_90&U>_V=CI[^_N-7^]TNHW?36MVM]LY.FA^=1F; MG8\
(/Q&!%9%A&27(Y'^^VWM76FEB&MH*'M5M\\PNU-^C$ZKN:\U?I[OC1V^O M[\YM?+ MNPV%IE#HMYO+V]\^__[AY8BD9/5W145]L!9HN!%<%>U%"2XPC=YN1^X@2=ZM M5D_?
O($*0YF/#XTGO+G3[X]3T2:?GU-?GX+S<]AZC>45]L-/I/D_I5#/=.-E M:>XQK_H>"ECCLD*K#]G8_HV #X@J.((_C.,$XSIYP'4&=;.[P 2G44 EYB-I M(],)VLPK-
9.1B1XHA0QQFA:]R5K0QOHJET+5KW!;$5:,L3,4XSS"M1C7^FA#. M)M@W*_QB7ZY_4-_\4>D6D9>IV>LJ]3PN7$S\T"!7IE@9=:+T?U*@];.33V: M"0V3^53_#@$0="E+-;\I?5-
NWIP>E]5FBJFPK<@,GQQ2?E2D!!).H=TB0P>] M%B'-C'B@0<@DC#Z7E H/GJ!:$/O@%5:UX#4[..QTJUXS\^GBO6;[!YV3D[WG M>,WV]SK=@^:OG^N'.MCO',[9[,:
<:_!#X9X]S^_+5MV/ (TNDI)5Z;< I\(2 MF;)+NX;U)B/^]%KJ]F7K&2NW,=Q6>?5W:?6U,[!F^=? ZGP!L\=HO'U]2ZE M#S_QYCC1U2%/HQFD4SDQW9* D_7,T4XAR$>N:QM-
LQ%FVB4ZG1/C4HQU4X;MFT_R3 M-:"ZUHSJ-(/-K#:??+>6$>&P>%@C"]_?QK8PZD;(&293T0+)HT$VL>*;6/%- MK/@F5GP3*
[Z)%9_KK#KYAECQE]8YGN#NV]^M"Y(SGR[>W7>PWSG>.7J.N^_@ MI-/=VWMQ=]_><>?P\&CC[MNX^S;NOHV[[P4-8WGO6-9WT)7(+DI-VX!%_!K-KO'%6M*O7AXHVJP]W.R?
&S,H_V#SO[MQ[LO'T/1[>QUCS=&U3>8 K25E]>H*E$0^ZP_&9IVU"ZM1FE'Z0^7Y Y3+\)\ M$F(EYC/%M%2>K(W6N_QZS\; 7*GE^G8# G&JQ% :VK9C0BR^[.[L$V
M_#C*^^Q0CH*3FV-,KB!&NVI22%^8%9BCD3]P5)]L#@;::S41/Z^;T;!2B!$G M^YW=O>?9;<>=DYV7CWU_0K-O9[?M=O:.ZY9KNSW-VZY7XSN^,IZ.D-D)0+\IQ]X'T148CO0JO.
M/"7X>5$$;!IY&013VSA85=2[0/#,CYBD\">!9UYH\,RVQ\"R2#B?0?1^_UE# MW_W&^[;M1?+"A+/$\[-1IH+4VQH>-$ K)4&RRBPQ%9TU#*;,(3\W5)U"5:JH MJ\L?
@VF=$#P&\\8)=R!1!S$+GX%:L:"-YX#)NAOOQL+07AD8V@L%0XL%:S0V M+?D'--2LX2M;0-AW+Q$+]:TC;#=8"^L#H\I=DA%#;L Y%0E=4M!7(-M(?C16 E M--
A=SO>X7H,X#LAICTZE0L%G\$"7L _976""5C#BV.JXVW$ECY,0;= MHU#$<;T6[WZ9UDY)S1'#1'%8&7_(H@&WE1#AC(N@6^;[F&F>5ZR$5<+/5>@>
MG'4:'1[6$/ZZ%W$F*^^HZJ&P;]=E'9=H&?<[>_M(""F@)U IJ50 K9(O$C ? ML7XM)E^NNY[G5+[(%3H'-J%0_/T;O3>B9 J(+@WK44#>EL9X1,_Y%1KEI1# M73"B\%:_7)>CF=Z;9/1-
,OI34I,WR>B;9/1-,CK][,7!!/X;IJ/PE_\/4$L# M!!0 (&*N35KQU;]ZW3 *^1 0 > 97@Q,#(P<'-U86=R965M96YT M;F]N+65X96,N:'1M[7U;
<]O&LN[[^14XSE[95!7%B+K+RDJ5+,N)3L6R2U*2 M?<[+JB$P)"<& 2X,((GKUY_NG@L&-Y*2)9.4D0=')(&Y]O3T]>N?Q^DD_.7G
M,6?!+__KY_^]O>V]C_ULPJ/4\Q/.4AYXF131R/LKX/*+M[VMGSJ/I[-$C,:I MM[NS>^#]%2=?Q!U3OZS7WX.Q)TG@G^^$<,3 MMLL"ON.?'!_MGP3]P<_.1D.@J.#X]-
C/CCYUW[_#;P+SZN79#H+^3_?3$2T M/>8X@+='N]/T]%X$Z?AM?V?G'V*SZ7\(=UFH1A%;VFX*N8C#P6IM#WA(WX MOW9V>W]/1V\[F?B5KU0;NI^3@^G#Z80E(^AZ$*=I/'E[
#W?\205/@MU+]2A M^MD,ZJ0_?8!^AS$LJF[2C\,X>?O##OUWBK]L#]E$A+.W_WW.)H-$L/_N2A;) M;COXA+T?_X)'W(63O4/RY_\4ORM MNK2%*1[U<'F=9?
1A3WGRIK&]^2T]];W3FHU\UH:6V)E;,>'2N^+WWG4\8=&R M.W14WJ']([BAB__Y[?+=Y:W7W^GM[CQU H6]^-8SN+[X_,>[WR_/O9N+ZS\O
MSR]NNM[EU7EOT5S2>/JVWSM>CXGLX6'Y?"]X=/UQ[.K\POOYK>SZPOO[-?K MBXN/%U>WFS<9KW,51]L7#]S/4G"O4_#H?!YXEW\^7GKZV2MD@Y.;W09P$/-
F&I0C95/*WYH_30,AIR&9O1403HI>>PFI/CGI' M!X=X!:0PS#0P'6M&W*/;X::?7M[_]1&VK]F$&U.:)*W!3@^&[WN],'K%[<*^RPO MTD0$0;3 MD'!$[;:_\+;?SJ9KMNTXHG;;7VS;/_-
D&"?0C,^]FS%+H&5:=E]UX4,SNY9 M$D@]JJ\D!2W/S"&&EECF$$O(HC43"V!$3?+ T]?U$8+V^FW2#4_3D),1Z2-/ MQ_'Z'&3%SQ_2P_F'^"?20%Y.42JJ-H?0CM/P8;'9OS.9BN%,?26B
'IYN[?; MV_\&NUN_DK>_7=YX[^[NG)Z-$DZ40)_[IUM=+R"K(I->//3P M24?:D^/X/O+8(+[C76_TWO.(^^:3[-!*'SOAB=WH,O*KG<9^;VNQ[SW/&3 MFCFPVV0:)RP5<53H_CR>
!>>F(\<7GG6^SPF62(S? -; MD-G@;^ZG7AK3!*9)?";=CVXST1 I#GL'RJ49@K8=)//%2H $: M,?R?YB4BLVKPB(B@'_C2[H%<>KQARD(=C*<>0%.!)Z58P8-C1F<
"3L"6<1^AF8]!,QP&;I<$U4FY:\ MX:1/9WC,[L?"'R,9#SB^1F?M9&@Z@V4S-ZVJ6T%V,!S+ ;VEJT&N8 5\IMH5M$". =Y [I *^#T0" MS 96+D[@-?O)A[U*XC"$]F",
[BBP!;4\BC5&)"32_.Y%.BX\"Y*W!_L!2P-K M@NL49] O+F@&BR*Y?*5'?W>#CCYI'TC054UIQ:S@IG@1*DZ Y =$%RAF90XB M">
[XT[QG)4^1(H%&*R>I6R#;6/^,5.TQTLY,P^[U3AT!44*S4389*1^%3W^ M[PRH7S_\ V<"W?_#K+U>@N;1&!&B^H!M&MD(,-@$YVZF]WL,C.(6-M(C$M5S
M0CYE'PGQ$=QKY'A:X"&>;!XF.B?&QR?3,)X1UV26?T);SK[C2_VC4^GE_HT; M#NQ>"7Z?@C_^T#_<.:W^NT)F M.(?Q_]P.:Q6$>M9/ P MO+<] Z;O39UWX&\1!UW%CM6B:"9?9I%#
(7VX4K %24$Z7?SWD,8)?QPU7E2? MJ0N'60YA@EJ@7'@_ZDO*;?M"?55]V&KE=@4"CFM)Z@'*\4:FASMV/>GR;#H% M#5L\>&QO?=TMXU[DK7$T.\C[MV6_QXPKT[M.
((%LPUJ#:$2P(R(5R&B AV80XR6'KOU8EB19A(^82)"Q8QT'!%E<8:B(5E2 MZC48LL*H'@<<>#!IDG%4-B\AZ>-^Y3^Z8VIF]6Z@&2A%=,+?)CQD*($TAIX9 M0W_^"AN
)I:ES:\4[Y2]QX25[T/#XLT]@EHT[L!NFJ@KN-%Q+5W@C:2XX.= M'>^JAYJO +XB\V\S^.81^*AZYW]/P]^/MB?2_W]DV/_)4;FS6,*@V#W8&_W MZ[JM!MB_X%)@!7
IUX:3JWW&2.ZQ&?'N0I>\=I\EMG;WV6)K-TMI&&R8TG#F^SSDV@((HJYZ^'3 MF;)SXK?O.4O'7>^]D&P@0I'.D,I3D6B9'82+6Q));3,7UDQ!OZ+X\0EE+GB-
MR=5;YU],7^WO'*^.]L2&T1Y1%9)'3EH3>H]\HUQBI ./(GV4ZUX); . 9O-:4"O*B@[YB'J$UHB>I->D]3'(&7'_'/C=ASG?Y7]PA]X= /=^;WYHR05N0IW6*80KEGO<*'A17NX/MQ
MAA:_$7JXX7S8WG076^JBQ4L_,O>=Y)[/)%#.V+41NR<5 TY"+O$687!$(T[7 MN[*ETTF\3T2*"PL/XCS0E%US@64N.(]0%2TX/QO,X#]&[N 3)K&\30)2ZP M7OD*
R.B*"]PA%0QX,"QU OP(#V/-.?P2;(F6T:=1]5 4X'$)G#+1PGH;MK? M;UCR8Q@[:FSG+),O&=5VN+)M_"S,[$[2-C&I8(WSIRSW+7+HRX@$Y]DOM4G
MT&=3YI/\A@XO[;+G7+G\56@2'B\D 7+I8PS3#*0Z&(T39B13V#(5W(@12@G_M=R82%1I":'4;7F&:^#K$HR=E'2!"A-* 4J4:XCLW(2MUC'D3J#PBDK M3Y".0WD7(^L.L@17?
9X?)GCD,7U.^:OJ^ G9(AWJU6H3FZ9.N/:WO[3$0/S[M56D7J/,: @^:%89RK.>]NR K,ISD0L)CK2?JS>_0A%+<[7E[NFZ6DF*:4061
M8NUBWO8W+.;MU@83G=M@HA4SNEN4*EAS$#)282DE9AB'87PO=.QG.3CJ9:T0 M;6#=\M3VF:F 6]2)Z@*T4.$%C6+(!64EU6Z_>NH])C(DP(76+T[]E0IRC:0V M-Q@,
[@0,BQXE;#KVT+9L(Q5O.-W!WCY0<=?Y%#B?#CJ#+505S.?^?M=#!_W" M*U\)2,58,IM3!TS#-+CGA$-2%BF-6*HVH!.X(^%RTSET;G09?;-]H]]I#C8$ M?H9")&@'2)5 KB$,. M?6-
2$&8\I12>R7W0\R@I*63WQF6D,])0M-9[1D0 R- H5!%](C)A <" MEC0DO\%0:8[0E.L#F+-J#:-_K1I9G01=KTXPBAKT@GH>PZ/TY0 8R53R@WG&:12*7.2:Y=/:U1_'/>1^RJ)CA MA-
_*?,IY[C2,EHY!5>NPI&_P%>LV=BY@N5AD2B0>T":0-SQ#!26M"(KL3?J7" MHI3QZ[UY^ +ZO$-#12KG\:!]X$"O,['>WS"ZK]NY=2#Q1CMK$ZDHU,R03)' M5HD3A:-<[F^L?
(&,MR3@L/P;6"AD(M)T.,B)D@6!3PHJWY11\]^K0 M,YN;/&\LOV2GQ2#'<6$ 41QME[ZD(9$MD<%6X0UE?ZM+J@>)]2.VO$D6IF(: MSHQM<>Z@2%G0XF S!$U1["Q
8.6*4LY4D!@#I0[HQMC$9&05GIQB1%*M79U" M"-"H3,_:Z",=F2#CTKSQQP],)&AT_0+"PY\LS+C#%/.&C:YBAZ!]9#C:Q^_B M-\.,3?
M@6,XDS41:'9H]TP=X*XC[5I$.HDHL^CXR&2W* V7I%5ZL!8$I),'))J@CE!, M1*I$0ATM9V?>'+A%I\2U"$_A+7B^CQ7G>5]UO#^=G:LOI#^: V*,%U MFUJB4GM3Y?
87HE27GRG\P<1@$A8=96.W'E0 ?XDSDB%%35F94B2> QI$6!<05C/I>CE$+\2W505W MRCC$ZR83!UO>9@G%M^R!8@3&<1B\6OBQ-8U=J9?^@5V4@N I]YZ"Z$%Y9=%(
MA^6K*Y%A%H+[Q@2S453FA^$\,>;*(7R0BG+HZA '>"*,T0B0L@?%I_&A+X)$ M)!WM#_)1R.YUT#_>ZV,>ZDP%)ZH$NU;HL_52W&+9P%R[*.3S>+AE,:)KF4^M
MAJ+1JTL!IC7!#W6CKY/&I$:7Y06-)Y=FI99#E#@O]2(%&<^E"?,.;6VWQ*NG MV$R:VE7NYO*8-3O 58 B/MFDL:%\2_/-RL-1H&]\J9"&4=GW[C-O?+W>^8WV
MCM4ZL5XK*UF>EYCL&Y2AG4093(Z:9!.UH8KE(Q%X\0!FK$YCX]F&9[OVG,:) M*_\N'>[U;0_UPO'<"ZWD6.VBXR195K,<*">/1W$V&KLKH7V(6MZUN4Q;I6%;
M6XF[^JR@3LES4,49?@^*+,UIJYAEM!FNX2:6Z/**0+8M#23@B[5 MALU3E2WT5DV&(YKUNZ8]'OA%@#7C:UQ0$X M7KF9 P@;%GF+G/'QA"<1 & M[TGOT(I/I61S<]53%-
G73JN_H[N!,5S%*;8#.E%D72H(VC"*2=(5PT:M+T;K M67SO^M8:I#:M$KK6R41)M'G&>VY"*\N)OFM)0]EYP",^%* YAD ;W>*(U3SI MCRPTLJW/F9+1<$=F5;U41, "6* >-
JO:*).237SAG)\FJ=:W_53Y=?B,DNN[MF:ZIHXBD!N?<$6L1%(%K8P].U%%X7!$0*A.9RZ"@[LE=AN7/XB%$@]?$VU0 MJ:NWWM96OF$1"%?Q.KF(YHUT33'HKXU9[#RFO'-
@"CE$J4JN(F%GY6$=!<^6 MA1$"YH NF&RJC9YE.YVR^I4M&3K'GNP6<.AY8<(FZ[YH:>A"=XE!MTD)5"C! MVEL&V@:DMSQ/7_5:"IE:"G#(K6*C9H#*^^N,=AIN&*^Y1;B;
(5Z^"H02]E=5 M]GV=+IX5DD8376P)^-L/AV;=CRN"-]O]8?!$+SC/U0J9![0,MSJJ ST>O=8 M?GCRT#'45$5).\PBC2SI.I:=R+$!EBP>9DDDY-C@UR'Z)/.NF+Z,E57,:6[3-
3"F(_,RAL5'4;Q3!"XR.'E\]-H%$^/PQNQ%JI M17 "['\0PKHJ[S@<[<);#?]Y=#_1/%]R ,5+O#5BVVZA(8^0*8'!UX!*8:>6:IH)GS(A6?%6E%';O0VVQ0_A&.,LS!PJ'-% MI0]7*:F.-
HRO.I@[@YFN+*&J5<#5JXW89\BD5E]8X+:> .N"92UJS%$GVG)I MO,;R2#94DDMLF&DUF\O0+]5"!B[1K4LQY-&(C;@T>E[=$KJJ6HZ]AVDP.:XE
M(KR84R+7F)*3"E:#&L6:5BPBU"A=C>F7<^QL F'#>]]DD< M%@VY.G[&:LX8PCW!?$WF=IKS,6B'DM[07D8L7/MN4:#S$2P3+<4##7\:*D,S
M7IEN4F^N_Q+#PJF$2TY5A5T@$U+HP<#]XTQ2HC#P) /V0ZRQWHC:=2\0BOS7 M/-N*EO&C1=M2'0\!*PNU?QFS5&U9K#\=6"$_6M8G7 M]14XTOJXK95(*YK2:
[$Z^OD;^#2*.S?U^<0=.MG6(W&PWPSG,-N)FMNO($]_30;(C@NDP0HLU0&1L MHA8=TH[ON:RT5),/GWLN3"OP9NTY!G'WGFXD&]WE.K6Z%J9+>[;4@;YCON+K M(P2#="[*1?
T6[:%;7<>;$L1AR$P+E1?M$N1*4%&W&E$,/V9<([S: MF--P*&.MB.1.D?6CN,$1HK*J)$;4Q5^WG7<_=WEA$F2'NBZ5SYL MS)?%X\N".X2[-V>"7#$@H97Q_%_G(?
E[PP[)>I"TE($3C%(&\%ME4K*'&UF\DH0MD#()FI;YQZ80R?2/'XZ MUWN=G$DX:PDW"0NEU TJ;0@*!2,NH/=09V:1J$'RZ^J8M@S20
MTY6B9>CU'&:*!?'4,7[=Y&"@N!AMJ'$;:NQVVX8:MZ'&;:AQ&VI(? QY,/T[<$.UO!8)%=O]U\B$W!W.+8N@T<=9:O7<)G]) MT4 *CR"0%#QO3=HE_*D..K7(!I1CEN4P-
%W]N(0KA'(1!OBB)&,.B) #78:M MBP;8$,,]J$J#^481I_@/,Y%A(QZI/!38*;I!LJED"UYPL@7.1 M06F RY(* IP:<,PZJ7$TJ47W[=DI+G/!">6LLPK^T8Y(59O6YV)*]RQAK\6)
MQJS%R),$KMB!"JRQ91-+:=D(-Z?'(J? '^/AL*O_RG")<:6WLZGY"RW8]5AS M&+DD)5>+XQZI9\MMV.NM.>/>-%31BL?XM=[F*P:3\1H!ABZ'%G'=QF^HP("%
MX15.N=&F6/]E*OW5%6AL %UP/4A4LA&->D,5* ;;P=,"6MPH9B'6P Y4 ,6$ MJ^A<8WY40'RI>7,Q6(0QU2ODRZ*+K!Q!YN8BDB>/WK2V4.U>2)W"G<4D#1PU
M.@(HGRRA4KFE:IH.P!\6!<)-QDP1T&Q260*TI^%(==S6OJGO;5%O>^X@P\ M@5FN*S)*7K;)+=946CE%K//J_JFEQ8TLQC&)2F74NN@9E4R8(PL7C.&6PG34
MEIM68Z._!CR]YR4D(B/V%5R^+FR<4V/ ,9[G6G.9%O'>+8D118D$%Y$B:170 M/%!!BA$\W;Q$)^$ZJ=/B-J7AYM"/YCC>I.$(BF_8%6NIX*N)WD:4?PJ&8]T
M*.S3W5SREK5B(1Y8/10'DQ36U52SKDRT/H#?AO"]2E5QT_"$9*RV1- MP)SG<9!RM0H*>,[9"B-IW,W00RQE%JV0!O;5W^6V8BU2JVS[GR
M\"="TEV345ODE%;16E5@:YWP8E//QF):4VZHC/C@5&H1]OK6@3(:-]=@0QKD M#C_.$I@R(@9J@>9N M<9T-&#?&-DCE2G3).1"J=2;?L1/G4[F)-=A4;,5QNR_0H+ FQ
M*,AP.&$B]#I 84*F9/]#_JP*@W("H$0 ZAA8^@#A4G30M3'6H/1(HB@(L?!0 MRM"_@G$7"/6-+6L8E7R!=9@SB/@)L?GF:JHOR($/5\9_CS:,_][P.YO&O7*F MBX<@ST9+/!X!Z?
C3T:DY+1?PI9KLUMK\H6<8H)(7"2R)2 MP;+4HN)-U&E5(R4WT#99"ARK^+B06J-29\J13G6!Q*@W M99&=:J@T&FVQU^U8II)@*'<>]!S&*,:EYC%<">S=X:IJ'L:$SR=>L2/V!7D6
M*5S%R#%L'636*4'<1E1.S,W%T-CCR#SYW-!&]7(JG\N0N[Z)/G M&L):J"$B5+/XPHV4XAIQ5$$3?'FK6# A%TTHITY/[,C=.;&UB:9K8QTO_VQ!ZVRY8T[\UP:YM4'
;%.QVVP8%MT'!;5!P M&Q1F5]=* M0Y5]%;*&BI8LQ)WHURQ841?-.1.!P2W,-<33U//XQ6:#:B&,P/%-4!5),H\G
MVNHO(AB5'+OP%TXMXGDCMF[S1PZ;C%X8<(C*+9K!7A3+ZH@IM59ID1AO\BA MG=LA7.2@?,*OWNO2[V_8H7.)YAV5$("]QQU;@VNMEJ MWI]T [F+X(66XG(\ M#
[B'!F9Z!9R^K@O2A^\X!T[C)+Q.2MW=,$I]HUB5=T$VW?5)DR'WE"WS*#V= MG5\5BI1WR1)HMUYH0D(5IC2"3C(4$4IWNB]3';A[GZSL"
[*H(&OG5=VIBNA9*%&"GIQ88SD>2OO#LZHZ^14AL#.73 MK)N2V)/_TG 6BY M4<%^"@\KB2/A:^'+U5<P8[O%?.0L0;!I!_+)5-+V1AB]CI<'6LVR<,1T
MW3:=KDP7J,JQZ:"HN+MSZO9(7_5/M\K5ONTB.$7&9*$L! X7P6I=S')U0W>7 M,HODHD$QZ!FDC2BBF)I(8HQ+E!IQ@:7Y;J+MIAH^'!&55BXHZ%6*B&-BA#=XVP9TY@"OETP!]

M3R)@4I3Q$5/R=3*QE6=*MQ%V\(Z8M2\0^](3J3LH8NQCD+G@M!G$Y*LJL' MUY2/4POT7M,T*NDB\C.+4.F&AZ.*.B_^7+='|XWQMTWBP&;E&1.J>5!?:6I=
M4[CZJ.1:T+HZ])*GKMZ).%0%"JR%=]Y6O9W- MECSF$VXL9FD.\4S6'=.:3;]H>K[HD5<'CY(A,%<0,=7A[)L4#^3<]QKQO3R1 M,1K;(@7Q
#TU;#*Q*YU443R>H(X_%W[=WGJ;H3K!AAW80^\CO#VFI%!UX=S8 MV/L+3:*OM*SFBL%NFJ%N*NKM7*55Q7%!K^%\MVUNFJT5/A) MU9*,+ ^HYM5:'Y&U
-2>=].MUKJ+UH_%@\@(P"IN15]GMYI M)TZHK 1G0,A8+,YV.&<^ 6?I>(NP>"K708YQ7[-\N4T>&QER8H2%"O8=2K@A MQT<41U@[1VU2[=-;Y<(;9!U!C1_[5Z\0W%H!H,?
5T1=*0RH+N&8J 1YTDQ9D MRI$IZXL@2 .TF?@.F @!$%'2=E) F4&/2#3"NR^;3&'D$Y/R@T8(8WJPXZ=N M32(?HCA1+5&<%4OAN;R"B7'[V+%+?
\R#+)P3KM4F(;1)"&T20IN$L&8TWB8A MK"0)X>C;(I.OD4C9+%-^*&EF9-"Q)IZJYEIPMF#6O$43FR.'&M%,#+M&%* P M=.C/*7#4(-=5Q^ *O5_XS"K,5MQ=5(C\4->)-
BZR;EG5[ABD)ILR3=XX+6+= MC['02@4\L;@H5@C2HTO*DEU_OS,@DX'[C5\8UY:#[RNB'&U.,5BL0I8PJ@(3 MD=W %$_&6)0<2WZB,'.-;>)>R-=9O:R5/C MD5PNB!Z?
BN*\=N!\)VU1V;&U8DF;(06S4G8V+])$KQ@D+66T1E;T;6S3JXRX MVK1"#1\29L"TJJZD59_%FJK9#H%7PXHK!;.!V D B(!HJHCLB4(]-ZC".MR# M'$QP#]N%H:>W;W3AY,HRP>UF?
5>/> M&/E20(%CU$(,$8 58.%2!E97G?_SA MX.0TMS6HPUNJ(&I+&%+@ V*,N -JJM!,(HQ;G9FL-A@]<\=$2):Q'&"VC')2 ML/=0&HWF;-.0(1 ECJL\ALH0@BSO I;%R>HIC4Q+-
K@R:ID6-9W[*JWSU4LP M^8'^H$)P.L"4"A;@LDVGX5='@U8948V@_0RM?NN(M,LK[Z_+VZN+FQOOK]\N MKB\^?5@EBRBZT=$?XR,.>3F[2E.X#E7&:.-*/=!X. 1Q.\FH>SH8?#
SSH MR.QYS+-RU"YD_(_>]>\LL_O9UZ_H)-O=Z3>@FJ_H,%U??/[CW>^7Y][-Q?6? ME^<7-UWO\NK\N7R""Z?[E1QIC3M;'^GJ7PO^>YTK\N:7=S,"%O/^#]S#?S*Z
MV<^2+S4U.EH.A_]Z]K_SL>!#[T(EM]QQ[Y.ZF.A>^@S2&]8Y2I>D&BHMU^2+ MF7\@6^=1ZSQJG4>M\VC-:+QU'JW$>73\,ZCN5?2ZB/&SSY_OKAZ?_D_WMD3
MK]@ULT;>%K!F93:98)2SC< D6QD+?1W;2>8H-_(1?\]3E"\855FH"3@?,,G+ MV2S60,3\,28065@C5;$KA*]":>L.#M%4I0H!8>E(%3RDW5SG'_X\SU.L-"YO
MC#&;NB"3J61B7KC^=&E?T#%-J;$/*3#J'%%?233&<'A#A_RSAP+)>S>0][F M[ZT=CH)098R6,?0LHJE*1<;FP5XZ+JB^M0KXC$[-
MSL%H)@PSIR*%MAV'*N/-2%UH.H/E5/Z(3'+,FE+SS7^@0BZZ7F?7P_J9&!AK MJGF6*Y@VTX!UL-EHNIJL!44HE'=ND,Y-.S S],?R!S:9(DIYW5"U;X%,/**$ M.H3XS0KR?
9AH."O"N\ID!GN/Q1A,>2@$7G^8JCJ83GR_DR^ M48IMK>I>!+C>Z1W@,M)2T2*1Q .SBUQ+/C_&/:9LE5P$SZR!S'))L0S&_)P MHP*'$;-B1D4\G? MFC].@:RG(9N]%1$M*
[UT6KP>83E/[Q!8'6X9W0GUIW[6XL[Q4>_PD"2>%*:4 M!J9C+0SUZ*>?TJ#ZV]Y.;V]_O_'GG5Z_\;=YS>[V>T<'S:^N8[/++<)/M,!J MD6$;)?#D?][9>U/::2(:@H>%?
SRS"G4OZ,%JNYG35]O=ZP#_[M]>RG1!83$00A__:&6!*USZ\O;R^N+S]=V0.E5[)=I'R1;L^N?[VX;5=HS@K] M=GUQ\]NGW]_WR(I7OU=K:*^6 MKV#*NBO2B&!>H1M_N1.
[@DKS9K)Z^^@ 5 MAK(<'1HS>'.GWQ^EHDZ^/*6^_ HN3V&O:RPOUK)I[5;CD9J1))R*5!(HCV+ MQN$0*_R4DZ(-W54D1:72M=F"J&J"]=.G><9H-5;QUX12]]D,PWF-3?3SS1_Z
MAS\BU3+2.CUC3:6&SHV9F0<*1\K$(+-!C.97&K0V;NK1S&B8S*>R:8@IH"L@ MJOG-Z9MR)):TN&PV4UE+"$<]9NE=%\7H? 6R8\T+A>$D:? MR4ZQF^WN]_D'SST^U
M0QWL]PZ7;+95YQKL4'AFSW)_V:;;$:#15:YDE?NMP*BP1JKLVNYAOL+.M8K;)N_^+NV^-@;6;/\KT#J?0>TQ$N]0>RD5CN!'WAPBNCG+TZ@& MZ0Q-S*(D+&(]
<]13"$61ZW)!\W2$A7J)SM+$N!2CG5R@LN\;Q[!M@L&982.N MW,)J[/ !1*$>0JR5]#4]0*NSN>$W1N(UA3'F#-]5FY:?K,&IM6I4KQJ0_3KH MY+O5C"@?WL.R4_C^-
K:%43="+E"9BAK(\9)I:VV8>!LFWH:)MV'B:T;C;9CX M2L+$3[XB3/RYQ8U'6/KV=^OBX\RWJ[?T'>SWCG>.GF+I.SCI]??VGMW2MW?< M.SP\:BU]K:6OM?
2UEKYGL/7L_*/=K@W:K@.RRYIH^*>89MN]:XWJK5&]-:JO M@360[+.M-? %U*K]WE%5JU)?KEZI.MSMG1P_*>EH_["W?[S[_.$3_=Y>_[A5
MJKY"%:"CO+Y*56D%L<_ZFZ'I1.W2;I1.E/YR3=R7>A.6XQ_;,9\YJJ6R9+52 M[_K+/:V"N5';]?4*9JNF;/+^NTJJFVS_.C66QX8!G=7DA3BA0:\THD/!,LR+ MB,(]T3@M"CI=-
:/!6'9W=@^VX9^CO,\>I2<=UVK9>ZUL2XUD->VH@U7()M)+OFNUDOSZS'0+!*^J+S\]^I;]M>Y6T,.,L M\?QLDJD(]:Y&!@U02TEP6666F.+,&@%3YFB?[:K.654J:J@K&8-JG1 R!O.F
M"7?04$"W&4;]Q?<:(%F6OI'0/-MX7A#@ M)L'2IB84@8J$2BHM3W$(W=Q85T;!M;#&+HBQ.2T:G#<>/@)0E[TE K*'/8.CG A<+'#6$K" #OF785, '*=6E>S4[L$9;L->C M-#R$KI9TS'
?H"\LT$LY=HB"#>=)%0W=4OA6\/:P_4BL"X9G"[G=]RO41P' M9+3&Y@BQ&TZD3%7S[K,JJ(@0>+!1_B#H_,&F<3Z@O*5[?H:;7N_M[.7[SOL
MM=YV)F7L"]IU58D9_@D2=@_R*^T1W3KM MG>*:$X8YXK S_IA%(V[K$L(=%T&WS/0*2D*@&T2[Y(0'W$@K28>?G<)M.O9)TZO[.2^13K\J6EM=/RFT##OA.H834E"=X"8F0
MZNBX03M%6^RVLN<"J7"J0TYV!EUVJ/#6L%S=J;VZVZN[O;K;J[N]NE=\=?\T MB(,9_&^<3L)?_C]02P,$% @ 8JY-6@F12MHS*0 ^2H! !X !E>#$P
M,C%R"YH=&WM7>ESVT:6_[Y_!=:9R5!5E"+J MLF5E7"7+RHQV9Q27I22[^V6J"33)CD& @P8D'0:B9?[KXZ.]B-Q>/HR.AZ.3@;#P?#PI?S'T> % MO O/\TLZG\?RSR^F*MF=2!S
ZY<'L_SL7D7YY/5@?_^/+RK/Y?(AWQ6Q&B>O M:;CPK9J. Q'GT/=4C.4_]H_W?I^-7P0Z"QL?<1NFG]/CVAB$TOU"%_;0=U.I@]0+^C%!;5-!FF<9J]_FZ?_IWA-[LC,57Q M_/6?
+L1TF"GQI[X6B=[5,E,C?D"K?TF8(71)?]|SJ([@_5@ETJ[&X "78/#C M#_B0MW#=[6UV2Y9('KE9MVHJ=7 M
M[X,/Z50DC]VTE_5-.WH)FW;Y/W^]>GMU&PSV]PZ:&_@Y2_&M9_#A\OTO;_]V M=1'<7'[X]>KB\J8?7%U?["V;2Y[.7@_V7JW'1 [Q_%S^_?W??O[?R\O@P^7- M[8>KB]O+=\'-[<\7_QW\
<@T[=/Z7#Y>7?[^\OOWRF2VFUIF((N"^N[$ZW_WU_M[??<#MY_V]PY?0C/V,SLN_/#;DS-=!^\%SD#!NN;!M9C*X/OOCE^=!9;LGG9(M[3?4]]\=O3S[@S MB$6R9H(C&BY!/
#R;%/)VY7!>03:,=K^*3:[.^%SM5HSA^I)()>7A\>[!U] M@TUM7\C;OU[=+--7@EX^P4U_=7"P?W8^SJ1$$PW]/3C;Z0<167R$#M)1@$]Z M4H.>I/=)((;IG>P'0YG?
2YD$'^2L&,8J#&YD=J="J4'A2*]?B""=S(6<. E M'.)LEF8B5VE2Z?XBG<+9GMO. Y%$@2^H^L]ZGY>#53J8BD@&LR+3!;Z!+>AB M^+L,\R!/:0*S++U3&KIV4^H8,MJQ!L%-GH8?
\6]8%74G R3+/K4+(PU&15[MA(!,DPC736.#F82N*F.%=^P@]X+@=N*:T8'*8*K&K!H]@'RH)AO,@DR/X'4:W5*7>3!(>[*V.$YU5>#8L@V/]D0P-_;XN
M8)$R?//%FW=RI!*%G^I5LD^@L/,X#D(Q4SGLZK^ 7H#;3750:(]TBCQ(TCR0 M#[-,:AW/@PA'#P_HB8"W)P)H'4EX*D6"UEZAPTP-L2TZ1E,@2/K>$#*VY]LP$1X?M.-
XFID9=)'B<8OP4YH.]!07P#6J;6$;=,SA'3S[N8+/(Y4! M*X'52C-XS?T5PJ9D:1Q#>S!$?Q38 B\),[Z$! N:T[W*)Y5G1] H[$L!ZP# MKDU:0+^XB
4LA);ZF9[Q@S4[XRB!#$[VSYH_5SC.!7R'I&@\6!^DSC,5(G'Q MM?4+L*-5\Z*;ZO7+K B/!1R&B+FE90HDA.)7BYXUK$#+' \,'*'&0>]73E5J MOL9#%PA2.&S[OFR!?R?
%="BS[I4T$H_A?,/T@84?Y&T5]:I'G"1C[B)()K"B M0'O#3CAXG@?\<&^S#M2OL$G $U9Z<)Z,$M YNB(ZZ(F=C22$X":E*@,/.-# 3MQ@K#
M2U>Y&Y8R4!%>^5(,5KH4K*>;2W$F,]24Q1C:KUS1*,YF$8GZ3O =@:!&Z5%&F!O9#2WA2GS3,P$!2C8_I.S&:@Z!-5 M^SM(-J_'N5P/"8NU-^O)BOCI8QC7MR//+E->.
[O_6C_7^]IX[P[#XVCKX'!5 M,MJBV?3*:>#MO GHW_I2B3.MGI>,"<_LSN>+?VO* MK;P(M*_:^0FZ:QZAY]>:!*37F8P%&G+/<+UV#_=:8EZ&0DO>(IVODGD&YTE2
MX%E+$AAPID4V;UKANSAC4/[K?.3@^(^?36;1V#Y9',);!D;P^2!KT1E M@U?=5+8X L'/:6AN45>6@XV&*5\10YW&1=[]2G5"AY\2>WTX.CFI[O+/,YD$ M-["S'?
O[:MGV'IZBR/CJ>'_N"97GP)9^3BG+/X<'"W2>K]&UQTS7LTZ+^SUJ>C.1H38 M@)"],)VNZXZOB,:?;O$ODSN5I0G:KH&SES$Y'V0X#V.TJWS_W>&K,V &.J\9 M5OR?
DZRT1HSE[C"3XN.N& $7>RWB>S'7->[W^>ECC[SXODH:UT'CGOC<-*XO MN;&^]35_^8!Q(F0JP?BJ>Z5EH&)Y:35F[W"?P[",>V.('@U\9)9F M>!6B I-F%
(Z"@19WQEI76K!5&FEX7L%#>1J0P\,WJ/9=7(A]E?M)P[#(@C2) MY]9ETF%N?I[.O>&&.??.PU#&TH0A@M!H=PC^.N?8&_STG13YI!^\4UH,5:SR M.3*B7&7&MW8K,^
B%_.,GFGT@(#"(<8_FO\ MQBZ.T'B4\1ZM- +*F1[!X4/6:!BOO),4A_.%;K_P$YB#2J'J*HN0$XJGUOL M4__B@W2TNG"VWGGG.:I'%2]-JQ3#\N;!2(WR^>X(DPAZQ\<[0#4B X$VYOV>
M"-PX$!\D4D!^#Y.M7J 3D^6= K4V1M\<8_0%P[] M9']Q;]X(:44^IUN,PJ[W;%;XI++"/7P_+7*@SS$&RX)8[WHS7>ST;1P+18W2 M40 U(Q0:* >'[D6FE.<(3W@L-<9X"CA B:23B6T;!>
(^4SDN+#R(\X!VVXZ7 M2G(ZVJDY0#P]D72[V#?Z +U=>(#LVD:IU(:%TLHW8G:)*.H+G"!5#"6P67X! M'J3GD>8\+D;AP$[8*),&H"E0_J)W/)Q!F] B1>V#/-3V"[*_Q>BT$^9G;,Z MK?
PG5*)-:@(2=B1YD5")6G"6^VYY^ *TZ1?V4W,"0S$3(0ACJ/7#T9*D64G2 MW(7)P\#CA22 CU.*QCRXG\!HO"P*G<.6<686)F!D\I^%,H'9PZY\C-:WS=UH
M"*5O1DW*O\^B<"AT$9KQ."N"C:!$ N6$$+K1Z2E'0JT]W\OFP'5:&?NS%5@W M36(M]?\R '?%LNO5,NV*.!VY=R1>?R;U298S$2Z#RB9YUEM@J=>3+K$;RN$* MY&B$(#"U!'RN
NM.Y8%COQ@(,TTU$^=RPVQPT& SP*KD1<-^ E"7$J7#FT&<&//A%3-/UIO'9,8J[C MO730JU*HV:;+!QD6E!]\(V$4O#/O@3V'<\KR[XMX+ M9NNH2'2E#J*F^!-S2\0B
#+X)3%LSWOB':4D@F2YGGFBSU2 W0F"-M^E,R7 MI8/7Q3@3LTE0N8'MU7P$--OW_HIV\'*S?P^.R..9COH-F8QO1E"3)%Y+:)F M3Y@^X/::PLN\]TA:Y.(T---
*',QBC'^5Z+,/=YGDZRN,T=QA%*3,O$[BS\(D M7C+/S8W&O@2=> M8*P:>H8I7PV:IX6G?'W0K7"@Z7TB,SU1LQWH%@$0)"?:DP! RU1*%]#6QAA; MYJ /JI(OV86F,T0!H-
]%2'%R00\1%A2:)8SH/66#!*BRA_L@!_UCL^%6V5C MXZ\N<4I:N3N,JGPE4O@,](WOD8!)8B^*1]KL,.)#P'IWM8:B.]()"F5W?HI" MEXBJ2XF'Q!NGYN.&&EUIU9"2A4HJ^1:-TD>%
QT4LF"Y\ M5)6;6K\F4J1$@W&V^'L%.XGS,7*BF99#B8$5]"5A=Z2,,%T YQ&YB30@47$Z ME9&"I25AU;/H5[2<[A7K&'DW$]S& &YC +/ '; $5:D%]#Q,9/#&7H1B@^$ MW5G*!L(2
*>@5DJ#5V.9?.7@)WBN,N$*J W/S0THA(4@86F!U=/&W[T5,2$& M](1V^&1&HNQ>TYTVN $GW^V=]L(=*YQU-V*"/OS%S.14D)&P8DFQ(: XQU&I
MA7LVX(H29,:A@\,^*',3QDXXZGUL,;VV#&&(-LZY#0D!50-S7XR^4M?KO.@, MSW>-VE:YJ]WS?PR-?S5+Y> QELIM:.OCS49_G<]0YV5-]%I8N] :VGT6QE;Y
M1@>@]R@E)!;E9C!)C7W+1TNLQKHQ^?3P,22JLE&(R2* C&UQB1):*O,&W96EP10LL MG^J=NBR@U<,N7,# R(9"P;TG!D+_@)ST,*)D[19\T"V#6:9 ;B+>[$W*)OB M *U?%RZ-CEU
ORJ9.!<]1-9D=FZ6F^7,L!4+I=),%\9P9MCVGW1%E#&7Q%)T M1GM=D$49_Z3--FM?4@#(INL@,./+;GO//,OGP/&=D63_K2(!^2%D7/V@F =!@5(8+> MUV:+7_XD5!;\760?
08S]5<2%].[8LF%K^71#,&2/H_V_7O\>H M2S8GR1WSUI#XT?W_B,TS=OOEA]2N8V-*%!GD. MD]:SM]-_&@GGX'$6FU6*5\A%8EBNA+PD&_UA2IQ,]C)9R!D@N)M9R.41E<3
M#2+^%]>ZT5MJ. QPWR>ND:T8;K&+XB@"EJJI*/YDXOKO9S*;"R3<-4Y?U=- MZ5@^8.HSX]\#M2^=05/B1(/13.;*L6J\OC Z7_IZ-$DYKV@24GZ$1%<<)9LW@)H[OC-
X",H8(L@3O7"N DV[>?S("KH?(!N D(AIDZ5(A)EI)OE4P."X6I M5,$$;Y8R>"026*.8L.;Y*]2YRV"C,.7HE2&FM^@B0TN5F0 &V(/6"BQ&9$@^
MF0"I%K8U8\M942&/4&5A,=54K@.S*93FNB#0*V\RA2+?T7TUE//4Q(2;VABM MVTOA%=H7Z8U&6CN(OLK!)/S53,_[]>)0ZW;SR0V[^6[%0_;G*1)&D?/%D1_
MY5&%=2\VIOX\>V\6-?(9IH&S^VC1_;QH\]W_BQHV\; M/[8B,0E$CWYIF7;>_$B2JX.44CFE5S7>O"4/\K2T/=OK=O M)-"(SO2 YRI1MXG4E*AK$B+0GH28$+#""' P+::\A:SCX+8'*3#
[,0NDG2*N M"3NQPNIBJ_!Z2+"4.X$.'-(84(#J+2S18[+)TV(*>>96;N=,7^).Z%B-"KL MU ;KC"/^ZHIZ(DR'$3 MOJL[Q2J).K#_U)>79#^& 6A@.]J-P)^2X0K,>1
V4N\U"7!49+3%/B&6OG5_ MBVW3VD[*,R%^$NGV:\UB %"H 2%,^XE$GO($6DC]KV>IN>>@\% LU-U']%7 MQ;8LF\:%15ZGM'Y8&!D!1>2#0(2@/GJ[3O=.',74,#!\ ^D73VNP;[J!,5S7
M!M/1AAE,K],G'A>U^)]*@8=?--(U M+:3UP 0T"U5GJ.2V,_33;-"TNBB"_+>K"=Q6 V0D:N2P!++ MBOGF=;HTR:T"[81V$JV!).BO9JAGWX_['1IUP 02((($0QGJT&!N50.6&?+0
MA54*8.-3U')#@^9%2Y=%1O-9@'XP..K-6L('_LW.POH>AFN"$UT]Z5O2]CQ] MU22 (JB$>@P6+6JBJ:7Y%8L!L?7>P%^3+T&Q%EB@]L9"9"'@K M@FN';]L.
(&.9227GP#>.5ON4!*AFD-L8G[,E:+MGCBT_C38Q6B=-RJ++$R,O MI],$)6F_4;OH0O9Q12515^"3,&W0A$<#'!\"0<.ZKQ61I7 MC;8F^L5IR9B!,\7,=-$:(%B)Z"5V;D)7*N&]0X/
'+-1&:]1']NIU'6)>:&N M'7_"=!?7@= RIWZ)5;8;3?O^A4+"DN'A3KB\3^D>8+3MK[9/R%'M\);M4KL3 M"&4"6&00%&KQ:('9RU:S.&%UH4'"-XVWN*^473T_L[(K?9(39WRC
^:14V^NTS;8;<87RS2OA^Z$N6=YN08;5VC*F45O@.!^ M'HU6?(-^ML-$F)@-
E\A!]&WC)3V*3.]E(U6C#9FG]+#85N#-5D:S#:CUV._ZW"*@4.K@G]=*)E'XD2M\!.=LB&R1ZWXF0%320 MDREO_5YRSE>I]2Z[A*M.3$SN=R$041ICYIJ1MNLO.GF@M&Y6#:
<3PM)&]#60 M3WZ;2!H.(854JT)1:C?)(IQ)@RJ,1,5CA*H(QU^DF0'SSIM!0M;3BSHK!D4A M;H44ICR(:8C,= 6NS2,G$XHX1%QDQF=N YGC&7;!P]BHLI14F(K:.\'P(X*F M&!H
OJIV\2P%_-[O&R;?OTU-U8=WMAC6.V?:6 -K63TQG JIQ&Q[)Z'<"TPL M(_5T]9!J'R1166+FE&ISRF@9^J8L6(%(F44^23,8,-J;7?ZY/09EQ%[_<38B MTOJY,DQH,8OP,(L(CG(9,$;1%%
(W*H4]S[/R<P M *,Y;UPW\M(O@O*B;5U[(%G4C57D%2YWX>7.;$R0/MTLW]JQEH5\E_9L#V<' M#EHF;=9$+1G1AU0QKJED]0$3IS'-NW925(_#T7SZ$;-PD([+6-
KP6'\6]_]\T^VC6R3W:5D)@L/_. M[HK7@WOE/*1]&IP>'I62E.>L@G7Y"K&:L1SEKX_WL;C3,CZR.UA=YL7QAE6 M,N9OLM0:6 .L\#E3I!7E61'B&5DQ>WF6-
\ZF56[R'"5K1AXW)5OGNCLF+,"(M-X8YDD\"@])EUBQ^2N'GRY#V/-R1\E+R@*RSU'BC6.L0$9*D^TA+4X6-!D9!"8,3-A;%*O4JB3,*&L"7:72_&ZNN'(EV#=#,TB+ MW-WO7?
Z=JHI80\HA+;.*@4@UA4CV]?"5G/NF;Q[7<)50&L407]0DQ((@/#0% M(_NHAL88R4(EDNPG3*3J7*&N8U!C:<4':T+7P?T:*(^&T91)I6RR."ZTS60 M2!*DA[@LIDSC4&+"3(MCC!
<]=&>HNLP5IYFWSAS;9'RJC.032C6C^]8ZPYP; M#',VQ9!CAK0%M:^ESB'+F?T-]?AVG%,,SM*@ MHW-FEG>TOEI:QN'>FC/P3<-0;WBZUT"G7E;HD=F:5^G*-^N8L O5J ?
%CEF7!;$S"*57HH*L8 M,48;^5VDZKBG^^6EK5MO$F299B@>E"XAQ?'EUYAH>P"S"V1ZEE+FID';_TQ7 MS3G).=,UP+-_#).J5^"A$-"2)Q;P3$-
X&H"]W7,!P@S&>%6)5(VM5B1(5!9=C2RX2B-R(&7?LC*AP:ERTCF MH91L$#7@DMAA.F(S'KNZFNCL)@7 I=\@#FE+[8=:CGN_7"GEKG#C5S 0E!;G
MSF(5A&F1P901Z,7(4:"SJ#"=@?R$+COWIEN]<[CA0;WE6#U";L"E0*9&^>:D M89 NKER0)MW3_!2:0A-0C]A'(CFZDP%M4G[N#ND/O_^]@ 6+E$V3IY%:#NHO M<[^ZSA91'D4B6
NG!<'0Z2%=@I"P3I-PDH=IV7.*M.YB2\Z)& M<;L?TR(N# MV?=D=Y@*%0<]H#!0G:M)/9_O+<@6L)E(I M6Z<2#B^@%IDA4:=U]<=HA,Q"B*=/9Y*T/I_)0-N4;N-9T":5S +.'*@[A-I"
M+U!A*A(WU5@:,&T^J-R.XR091H*682)QBK);;A_#E<#>/5;*\[#F/CD-JAV) MC\BH2-.JNM6P=1!49X3-F5"Y1!^CVI0#0(XI%[I_^>5A.B\0:P#X% M][%N)&8EC1+$&;^-56#.MF?
\.E*QANC(;%?@K'K7KK8UM+:=6M2I,_[S,,\C MQ/V#L0L,?32Z7%D4PVIU/9N+;P)M^&-R$I2)NZX0)(*TJH_2*KJ^+X +N^'+ M.]6J8*5V2\FI9F+??W?\ZJQ3SJN$Z0R.7)3.Z@]?
R^)VSF)M0M.[^,53_^P(M;MLN6-?/%AE_NUA=/WWEIZK]/*?;_G3#;OO?T'B[:DPLM$6-X#HUA=U+IEZ%,?IY)ISUK*#U_M U6((I-W9BSY*H%1Z8F?
O>]56U\T8N<._\1ADTT+8X]0VD KUY,B$J[P- WV M-^PX7:&I"20^KN5#8!?O*T93LK6M1PA.(TZ$SP_[O/RXEKK9MX9SM,@JW%_4 M)\P=NVUI-F@WV)HT^RI^!#6Z(LQ_
]3WC5Y8! P6B6,-X\[M@;76BM!.U0S[<=T M5B':',65F8UP#PWM]"IH9'T?B@S?\0Z<215[GI1ZL&&4^I9957!)2O;Z1,Z3 M]\F5H-.!R5%J"D7L/'($VF\7FI!0E05X-WE'*D'ISO1E,?
ZM#%2$Z)Y/,^.A M)US"5M]3+0["&5$0,A^.02S','!47$O,)9,/U0&D^)3A2"L\&(<;=C HY 1N M8MC:55L>:R%()H4/*;(,$2[#5T-OX'V.BH%/?8\U9FZ@9*'&++VX$"62_-G<
M1NF"YBP@U"^&YQG637DMG#&)A=4Q:,2AQE$+BC03DD:L)A52$5SRVTLR4U*4 MGLT"I*O&S,?U%J"G@0/X&" @2Q,5&N'+UU<\T6XX]U0U<[+)+MG3.S8BJ0PI MYE@
@\YILQ'K[5>6WN;NP!B!E9 P;2:24S@P=?P\S^_1AIU?%PJQ?WJ^!5__M=\\6_LG6ZT%(3QMYPW'-Z/KK1 %_,6;JQR#D*QVFU@U%BA_LC1-Q2736]@;
M>JK,A"N+A%7Q[3!ZRH"Q,]2F3N4@7**?=]%!4/-@_\WNDCP9G._4JQ&X1O%))N@)WC\-% MG$T?E9EOZ/ZCS"*E:% -9 9I(TDDIQJATS')K;@@\G(WT7;3# E.*[E%F(RH
MY!V*PIX1M5\&MI$7TZ#?R7)NW ?W1J-K*/. >F7C=LPBRGY-<[M*CYEY0'/PYC(<9IC"E>0$4 RY:<:K6*IZ7SG!G586G&<4(*BA5RL-4J/>NUTRN]/9=43/19K&.&#D?-2
MMMEMR6L^E=9JEI=(=V3AL:VY#(NNYZM>>3YXE.^ .8 (- EGWV9Q(/>^-S"8 M]8E@66=B%@05$W1L,K$KDS=1/9Z@D@?+'"O;[(=M]L,V^V&;_;!F-+[-?EA) M]L/+I\Q^J
1@'ZZW;Z,7;9@$>!+\'=Z>$'H :S W+L+^TL@\S[3B[&!_=6": M"RK4M%@_9OL#;>OO;TC:F7;&0D2;+V(?4I=\5XTY,TP5I2O$FM3^_4 MX>W)Y(YF9.R?
7R$XOQ*^*T\KAM\%ZC53$>G8C!G1,I\(3[O- +*E_-BNKP@ M!ZWQH0<_10CS!/&1E7H,&?41_ ,UJF(Z@^%/;78/FK>M4=M-@KJU&> J,=5W M<6HBA^?
*8@$VH,"-78<3&17Q$P8"KY8;=+.#GVI:&AEWG+FGJ<56G"^8).]0 MPQ:P$'NJU*AO-Y#"TJ$_#_J]XT@VQ^#SJX]R[I1GQZF6%5P^,55RK[M>Q:-R>6TD7?.G([[2:T
VKWUX7F+XDC7C"ZK'\K!46](Y@/_D[RKAT/^E,E M):H1C* MV,-O?_\:-5A7-=2.GDK0LKK+8:5N]HESY2[J#2#9H%-OI%8N6
MQ09L9$5/9J=>LZ2XP:9!NO^4"8N;U>YA6NVQ;*L6[)%Z,^"X42AXM&R"GHD8 M,6+ARLI5[,F^B1?$LKBR+]H0+,YL]>([='6(S$DD/)P&B+0M/6'"44:&_2R; M@E^W?
NFSL%HCSAC':C08L@"++N(1AWFVOO/]=\>G9Z6,RNRC5N3)U96A4 Q, M0_>'TE7REH0HO]PMB?P8SW,G5$QJ53<*;D59H,0>PUMGL4"X2QQ7?0R-(41%
MV04LC9=G5!N97TN>EFI9TZ7GU+F#@PS3,>@7*M!A0EX)31V7;0;*R'/@CD]8 MA.&;&*+:PPRNKH/?KFZO+V]N@M_^>OGA\N>?5LD;JZ$%Z)*1:%E/>/,G#$3
MOHT1V(TR4>EH!"I'5M)KW?$EX($'K,)3ZBUE'#@[KC^?:M?L E^WGU^I%L[! M_J #(7]%A^G#Y?M?WO[MZB*XN?SPZ]7%Y4T_N+J^^%JE?Y9.M\6*_DPZ6Q_1
M\A_=_Y[G8KQX\W9.P#?!?X$0*L@L>(\^]B\#;<\#W\&[M_%1,F15];@9[Z2 MZ$9Z#Y(C%H#)MX$3V\")A1?+-G!B&SBQ1C2^]H$3/PS3: [_F^33^,W_ U!+ M P04 " !BKDU:$7>'4IDE
#1] '@ &5X,3 R,G)S=6%G3 M\9/GSYX'3X3HV>'3Y\<'(C)T]'CYT\,_O=H] C>A>?Y)5,L4OGW1S.5 M[4XE#N#%DR=[!T?SXN6U2HKIB]'^_G\\JCU:R)MB5Z3J,GM!(X9?)SHK8"0Y M-
,Q_MMH/7HIA$C+?C+?:ZR#R2UB*L2X*/7OQ=.\ %J)GPNZ56*P!Z?__?/9Z[.+:+2_=W#0._D5$Z@MR+>>P;G,E,ZCTQL9 MEX6ZDM%)JB:3Z]IBNBOWST[&
(U>1C_J?!:]/_\].KX6>1(=7^92\K'?P@F_ M/WWW^^M?SDZB\]/W?YR=G)X/H[.W)WNKYE+H^8O1WK/-F,@ATO_IK^]^^>T? MIZ?1^]/SB_=G)Q>G;Z+SB]]._BOZ_2T.?
WI^>_GKZ]N++9[:[WL_"LJ1B;N0+]\?+1)EY*A8O5$:3HY=>UH\. M-/?R2N:%BD5J1T:#Y)\K=KBWSRRQ@'$6B>O9_KQ'/WU?).W?GC_;>[[?__/^
MWLC_]CVUS>W#%,Q<9']_=/BH,4M:A/V]IS#PR.A4)9$["/8!XE9+G\#]Z/S= M+O2+@_E--*IO%W;;7*B92I)4/NK?J_V]PZ?0C/O.C0R__/9'^@!WX9W &2A8 MVB)Z*V82.-
#C9R\C=_3N=DA'G4/ZZW='3U_^)1@8CNLO]&U#;'V;0W+_#\%/ M.6[_&]#+-F;[:4@XHH>-O_.-OUC,-VSC<40/&W^'&P^JI8EHJ<$4VY2M)UW7 MV%%]X?9;;6;9
7@X(4L5@U1D&Z81P(A6JP+?DU)[=[IW75M^ NT$#3^I-_MG M:0HU6?!7*DN@EQ>'!WM'WV!3NQ?RXN>S\U7&2S0HH(,T8/]E][PI,^CESO# M*"'WC3"1GD3X9*
\F*F^SB(QUE=R&(UE<2UE%KV7\W*C:3ZEGR.B4&D7GA8X_XF=8%;3>\5@. MJ5T8:30IBQ(F!,A85< QHP/!_FI;*W*+!(]B%RJ+Q(LKE!/Z&P:TTK[?S!(_VUL>(7M98-BR#

MY_R)C.WQ?5'"(N7XYJ-7;^1$90J_->ODGGM1=)RF42SFJH!=_2><%V!V,Q.5 M)C@Z91%ENHCDS3R7QJ2+*,'1PP-F*N#MJ8"CCB=X)D6&GEMAXER-L2VBHAD< M2/K='F0@Z?
D"Z>EZJN(I'MBQQ->(V!)F('.@6$=RE\1%1!S+>2'@^ (1P""5 M2 V1UFT./,W2?S2.O"T/X?%!.YZEV9E!%QK)+<%O:3K04UH"TZBWA6T0E<,[
M2/J%@N\3E0,G@=72.;SF/\6P*;E.4V@/AAB. EO@)6&^EY%>07.Z5L6T]NP$ M&H4]@.6 =<"UT27TBXM8PD(8:>XIC1]L&(VC C)ZLO^R_>|:Q[F$[[#/& CK MO31%KF(\7"RU?
@=VM&Y>=%Z7OLR*D"R &!+FEHXID Z*/RU[UK("(PLD&""A M%J$/:U2E[<](=)$@D\.U'ZH6^#DK9V.9]Z^D57@LYQOK&]9]D+?5#*P!<9*< MN8L@E]W@?A+XX0.!?
Q&!8Z@(IK!60K[ER1P=K#Z+3P_6=A('8FM6TF(JB*0\H,/OTI2'53F6E M+F&HUCIL:V[V(?@)-;:4?@L[A94[O4%5E^QHM!"OE0'[>2YC-4&_$>B0?C@L MX(9L2-
KU&>-2X".@$.,JXPQ!6T2-&G7%*]N7E4QSV%\-8FZ>8^#9[E5C/!<- M^3<#0L5NY&R>ZD5;D;5+'[9""NN2K2VTVT:$4] @T1! ^0[[9$!$XJ;6UL8O M LSD' X:':C#P9A=
8>#&/;-3997!HT8-"-2F;LAO9<%*.:D\L,G&CRN)>CW MPNCLOG"R\99QLF.W2>CTT1-_DN#3,9LZ^.T;*8"V8-O>*"/&*E7%8LTL[Z+_ M@./96X >&IYLY"5D/../8%M?*6
=*3IX9!997N:M[%N0AZ-I>25)2_TD5M7F M5,BQ%;(/P\8T4H17OSO:3-K[6MR3T@HWC(2.B7>3(RMA1!:$W6KPR.4&^4,YU:Q:^^[R23M NQ390C-K>+'.L.F+E2@)R
|"]S4.&TWAWJ'E,A7$9-L&[^>.QWG18$"+(3(Y'(0IX%7R$F:+:H"! M$(\.VVJA&Q0YST")X].$UAJ^,70_SE(:Y_WL&'/;AN\>#4;'O+:M=KMY6_V M^#]^NH=>')ZA4Q-
CHMB_Y7OCT(KL<#?UMFOS]? HH- M_YWF54ST4NZ.00I]W!43F.(+D5Z+A7GT -+]7-FZID,2VG)6J;&V"?O*T:Y; M]*HXP,Z)#@L:$OG_+5<3,U0,#9H&-DJ6R_\K%+3YBO<[
:+M._#O!.AA[.;HC M"8^?4SH!*CB(3(!C^'MF&6_PQ!N*4(AT8\-&=W;@1OO/UG?B5*_%V>4?#+UA M*,@N'9%744^&+>.*978N8XD"4V?D M<>1S W)U!B_SF< C)P6(9'N6.@\-
LS[KPZ1S.P0I*UFPQJD4N?,UY/9ULF.6 MQO(D+\S$NO)J+V8P;$,.8&"DH'6 3<*VW$1"WX)=R6"<(%8)=(*<@_BIN#9[MT0E"]M#YBKZ0
;3.3D*,ZL=*X#CU=29S,U7S'>@581*2P_&DF= J52I/E,@4 MO=$>(%&W8,FS.9LC5H#^%C'!!:,!XC!@TIFV)O1,Y^C?%F Q[8,]NS [H7#H MM'&M2[@",_4Y8ZM7$H7/0-
_X'ADO9+ZBWF;L!B.*!):[KS4TP?&8H'GEU#JS MS)%D*E6,]"YK>@^=$1MB3: 9?Y+WGQ^[9D]T8E6TRAJ^0!=6F>- +\M4\+$(M??_GC7XMQ*L* WBOW;6R[F2KP-
II>2@9K*"W9M$C#4<&'=*>LJQA7);$H5U MZI,N.YO)1,$2D_D9^ !K7HO^E>N9P=Y]99']/+(5LP"30*96CTI0HBVC@' C MEZ'^WKC@/=H5,C/6?G" O55HO=KIZV^K?@!5:_LIV -
RG\\0-HP8+8TL1]\B MH(8CK)U$4"<1I.R=<(C!! 8VU^RXJ: /);5265>M90KY_8_P7&W"-3@#S\T/ M*(:%H(._Q!OE0@&O14JPL($P'IEFN43_FN[@(XB;RA-ZF42!I]F]YTBMEM#Z M&
[$N_W Q1:%#V3E%,J20!GW:G%;]S#I]#GE4@) MZ+V$UQQ5>@%,\^X$]4/P[/:$T;6':S[_[SX3@4(Q-3S808RJAO6H#CC8^73IPTSH;+NVLPJ^SZ/@;&SL=\A@-
TD3>0&SV[@(Y\,EV7/41. O:F M5YOES>N:Y:D,GPMK"%G._3=34V,C4 M%D#[V)+_+;#JF0P8#S50.]&L3 LU3Q?.'E\YL*E,/9BJIM_7S)%:8'3%:;>-
M<6RD]208#3TN')2(Y#RB9]T0%,RA@3'ANSQ1]_%"J/?A7Y1]!D_Q!I*0,I M6S7L#%D_!'OJ$X*:?<;VW6X[-FA3"_@/L_IFG2+[Z0,AWZ2:1/AW/@PV*/""=5+>#DE\D<)K&:3+#Q
MA;9A&Y,1TM$#;")(:GJ 36PB;.)6-M::C@RY,IE[L#/3H!N::#C]%.]^I]G MFCJ3^:7,XG7CHL_:%I:\PA2MB:.HU*PW-#T MIBXK33V1E[-)?7!#%/?DK-
4DC4V,JH,5)&BNDU_MQ<:27:R%=6/W26+OS< M^[3*1C 4R=E,6#M=N0\-L6XSHZOVJE00GNY>Y>U?T;(SJ7DB&-]#[5YBH#1(M=9YB4N94S;M"I] \JOF@]-$6H
D&C:@TS6!PQ!SC&+E=EXW=.E]5-'*N2[/< M)9+(N22NU8Q!>/O[\4$8F1QZI367EP@ "N*%\.A@O#,8@4J&_S]@U0Q8$GPU M>+T3-H./H(TFHE2;I1%5#A 5BR@IB3K O
7#HEB$>C09)Y)E2B['I0(#2$13 ME"M56#D1,U H*%>5?T*O385"B#7'M<>84V_*'-V==@(*1VI 1T]%CJ_<7@JX MFM LM#Z-!AV&5BN?X*\6P-AOUI;9-+DGMRV"<2%NH@]
2E.=)NO.>OW7PR$U M8^S,N4':-NIK$ .8B8]@A^; $BXE5[]AN2/B0N?A&U:&UUVB0ZZ@PU"=H<7I MP!.IQMA5(6Y8SN%#'Q4Y7JP?%#A1*JXYOY"X+CEV* *#(>W V<)H?T>H=N[
M' KG]765?SJU[$X_IZU)U$BH[)!U73/H=XAS:1%9\YU6K!!U#FVD1U#S8H&H M<(B7ZAW:XF:^Q1R;*0J_VL/*U>/#8XDDSR$)9LK\J'0ROVF5'+%BJI[9T]S_ MX5<^ /V>
[&^TAZ(71'5W9M:VX'6A0 >ADB/ M8<9,F;VT;J.[CFJ76\V;0)=4"JO".T MT/]UT".L/_45Y!H> D#,,",C!]!."7+*Y@?Q7&9FXZD]TF9TQ:'![&*7X5; M()HV;E*!C?5)1W?8:!:#=!I15*4W?
S*)/< 9FJ(66\46;,\#.EN4U@X[4-]' M= FSMN\0L%A&:T;KMP,+\".B>&_$;)ZBS3J)GN\]\20,VABDO-3P:>B@<%T"3:/"KZ_#(&3/0;72+G3:YTRZGC"6)!#%H4>,
MJU%09F$IM=4V2PFBM!] M]11XF+!#2=65*TR(SZW)K#"Q V07UI0DK"#*1;&H:@UPKPW4(G(>![SJ]?R% MN?X\@R\$Y6XPK[G<,EYSX1.;J5@*[B_7.;^O?
JPU'HZ^D['$O;69A\99AEP_ M+8O<(5KSF7FK5R:9U/+XT:MB#!P4^M0&6@U#T-W8F@DV!(-)>4@LB32QK452 M!PNBZS! -0E@[S.T?F-;Y826#NOXK\HH&QT-
YAV!EW\Y&MDV(@&[$+F#P)$Z# 7['Z? FCB6!LN=!*E:KC_V MCPT.=NC;D@VPG/>H=#OZJX6Y4"7%G];]B5 R^S2Y!Y MQKE/NI8Q](!4Z#U,\"QSY^+%JB8++#
["A9$CDI[6ZBC0P5N/-U$H^U9%->J5 M(C)SH] 1"=3A$7@V-%KENNT'B.Q47?OE,*TDADF7(M.Q%(-84CLW*I$-;@A MJI,9W91-,1S40L/R$Y5KB9@7NK;23YCN\N*V1A;4+['*
[AC%,!0H!'.S/-S; M;->:Y #NEOEZ^X0<^,W!7"_G8<:+8SZ8N+ M&@0]]&>!W5/7P/:YR5P8XAQ.W&^3R9I%Z&<'*(5%3GE@.1UP!]0*CJ2^EBWL M>%?%F2JBZ5J!-_LJ45V32/5D% :
[A][,EJME3.SF2L0LE(W4 ;:M63@;27I M5_5;CY-@FIZ/LB9X6[EKH?6B7X+*(5+WM4RI$A,54O$5%SY,)8V*$G^+VNN4 M9$.[P.!%Y-X2>>X$N3!'>NER+TH:;,,17$P)Q37"+S
/50K6_UU#9*'031:W MG%,LTABK5W$5K:ZR,3S1OF1OAU_1Q+UK$G^*0 =*-1W;DCIUQGH_#8<_MXRS MO=:V9.@;NE*.Z^U;K6X##(5FB@[5X4W9[4#L*(!
59@@4Z=5$Y8]4NXP'852"@"T02O$C& MDP;%;4'[,HWH[/VDE8];1BLGJ;@>"U GN:3SV@,"+>,7+9E+;]C2'X*24]S- M/G!641U027 =BD>P>E.9DO/[>;W3W5>A2BL;/LB8UW@;CH-
K-X#?85*X=;?U ME-]K,6\BH'LCM8'^7Z\977#K@R+%A6ELP)DC\KH134 MI QOI$-]+<$C)Q//BR\(*]SZ=5MP\;ZHAD2Y8YB#O3*/9$&O08E\5>[S&6B,GO< ;RHL>>ANK+7',4
M!NO,< CK1^9TZEBJ.K># M5/=:VO!2Z,^QH:;VI8!=D0Q.I:A*F];T?,\=;7"M\P(QG9.E8EE:]U5M8<'5 MEJ9KD,BZ7@TMA 945)%X)Q: DD'>4!LS,S;,K6XJ&H M4N6&MKP5L;
(R*WK2[R;Z3H').6/=N HLBW$9'-JQP(M=!7('A%YBJU]@7050UW5Z!?(@52"DW2]&(F D MQ.G9\E9<>X%+7!$LQ77+@'QYE[4&UGICW9,M\SS]A-8T">%?Q#5I,7_(K%RW M+Z&1-
N9[VE"?D!W2:*'%P=I]5W4.&.V? U8_-8LC*5D-[PM+X7]Z0G[D#G MVJ[Q:S&W/HT$*Y%UU]OY' /JX527G^TT2Q;A,H5M'&Y^+$NQ2CP8 MS"K6,5#LW_2+=PSJI1N,Y-[$B1$)
<"5]NS/ H=8G(Y^;QF0J71 ,X7F.WD MMD+NS/=\22J6@\6"-3#T,=8_L$ CYU] @XBLJYTA/E1@3;0Y1DFPXC&V;.LB M5.MK(S!@PN?$Y'W_ H$GT<2"^3% M,L@5)5+)B"3I*KC@-
J$VA+:E\=1!]KWMK\+F.BNX=ON1RAC30BTR/Z)..R^! M%Y:#$$>?S25Y'$(> VT3O#WPWDYK2%Y&ZC:#D9VP'X5 S_55-IBFDRHW([G M)#D"KRJ(4JI1SM4L9U&](_$1&159^?
60+K8.:NJ<:G#1 MC<9%6*32%M-&CBF78@[XY<)\+8?CYG*69UO&63B_;MWFTC%S !:[:9O5F;. M:/F48E1-MQ*+5DJC\1=<(C:.U3)TL'KB,)1N:YZ_)K5BE-_@;8+">G/HHG7H2>@_Y
M3@=\>:=^(T"EDQ"$WT[L5G212.4?Q.(3Y.:__/*]FVJ9J9MA=/P_401+^?BV[O&MTCJ>;YG6 M\0$M_W47!D%+9@)BW5XN61GCH0I/)<"UN&OBJJ, X^4MRZP92&8S*3,-^P
MFJ:J\H1A5VQ'K23^+JM%U;:+XAN5\A@@J8/YUA+Y[B7-C;:,YL(S\YJ*Q,+> MXXYM@%3K/,^^!(4)P6CU>AK^Q%6Y6""&QFYZM=(1P[!N!+X3T)M-;KF?)_5@ MRT[J:\NI3LG6WQS(+
[DN_3T%)K+)%6V=B#V/_H .NW4F/*C*%;^U"1,J0^7. M]N7J'SL5J(PQMJ-S&]ZA(C*=CLM&#,W[4@)XN/0E$C5V/KZW"/%DC/W@E.9<9RJVNE=HK@2:W7@16&J6 MLLD].L!
[4WGV%1:2 TFVE))+HVJV7UMZEW0 8P160KJTG4A!.$;J^'[2[]&6 MT:^/H^T_/UXK_3ZD.6W :?B)LT0VXB#<;>=/.SN/UEAV_=&KLP(CV,ZZS9P9 M"R=_NA)?[[.
7;T.>JI*X:DN4*G7(L'0>U@K:LD-Z&$!O)!MA+5S_=@N,*>J MS+'V69"QZZZ!BBX1S(C" YUF97HI[,T<-N6*!"CG"PSL#9-AC_8RR9WF555^
M$8)K)$RMY"\.%XLBA27T6$(/;^45>4#)A^F^#RCYK47)K^G(>,VZ#B$%93W+ M)*<8(70@*YRV+8J*&7;?-:QK.468A*CD%5J200AB6(&*" O@S=C<.?RI(]-5
MZ)!XAJ_V8[3E@T.L;V#O1 0>-B\HZ?6*[K5QZG2 $\CDI2XP=2O*J1@DY:5: MH_Q2ZP2C*#AAS@9F M@[5J.J_'2((\5:K==#]UMO'.NNZ(Z=9)MDN#I)L"*C\-27W3(B<\0:E"!6"] M/H/-
VNFU*I\K+F,+6:QGAKYP6E[;\JZR;ZNJU%"BSW+]$_4V>2.!U5(B) '0 M[=UTPY5:7\]EIZZ(*;!$CXUUV+G@EDG,4(S/LN 41&(7E-!YGSF2_(W)!)V M\)H8=JRP]
(_+.R_$S1!A9,K"Z^FS0WQRC6_XFE(<.FMR=C2-?BZ5Q:6OT1.B M;]'+LPS>:]LCF>,BUC.=^#PG%X5P#UJQQNM:P/8W;^"T[BYE@G34*Z53+C7K
M@R3+MNI^BI5MRP8,,K$I[7@S+O8ZFS =]]]0W&EX^F).>WC =D>#Z<[@\4Y? MP:9VJ2V+/C=!:0DTRJGPIB*FU'#E+7FD>W]SU?Q[0P MX1'6'+.OL+(DT+Y#T-
,=UK;N97,B>&,L,0LJ$1/U;#)?S\V8]3IY#H0OKOF5 MJEH=;K9#=Y!L&=T^B7Z%MZ>4;<=RY]RCFT_M25UOI&:M#KY[>M7V7=LLFZNW M=G@$L#I5Y-R&K<,_M-Y#S@W*='59?
>[] LX= #_Q?6:99[3M?% ?R_:>RDZF MZKKU+A"^0%RBDDU-VFKHUA&A;D 1 T(.B]]_?]<#G5,%8RF 3>]*[[#)?-) MI"BF._A:6^96!50[EJ^*'6(C$TG2IG:7\H 21BA
F^D,:\GS)G4^O=,L]4Q> M7'2M8/_\"I6VJEU;'3I#EJBQHG1\]%#% M02D6*K-,&<=Y)=O)T86YR*AEE+,Y#'_F\E;0Y>,*XJG.UBU'[L)I[*I$SO]"J[]3(\M4-
7F(=*"MDVWMII*W$UWR/FY_EB.4NX MA2,@-1FZO2),,_07E#KNH;[V&$+6]%$NO.[HF=*J*PN?V/OD7,!EV-0Z!ZX, MA$_,HMB.)83K:>.N@VL7 0H6Q9]2.
[J\27^CH\%XAV_[K;Z):^/:"2K>J:PJ MIL29*UB//!=4$C8C%=K=#H7(AJK*ZHRKR#DU':\TOY_&H=PR)?.MCH[C6*9! MV>)WS'K6#0)Z*Y4W?-P9SW1+?*+3A0HQEE2YD'.*:V4543H)-
T=I\3*]BD)/ MW,!77./6K<^SPT%_.T0V/I7IZC*!Y3&+NC3R-]V0N"$UH'6/3E6QF5YQ93K8 M?X.LZ,[<-!N6437:MDK&/^;"5>SH=K#>0XOOX%:=;Y13O>:/-1TPW=9=:)-5 M&QMXAK
D)(CJ0J6!>I\%T(_EEY=AT-R5E:P+_$-_WXCE0%2"H%4SUE6:MR". MB66[JZ80WFR[\EE8K0FG>^.M$QBIA"47Z83!D9WO_/6[Q\]?5FHXL\W&92[^ M_@B*P&
(.>3B4OEN]2'D,;_0BJP91,%="I60Y]A>]K-E#E UC9.W0%$JGHS+-@=[MZU.RD+^]CZ_;?W'V-OIP=O'V]/P\^O#SZ?O3WWY<)\^HQ]K081N+TLAF!I,] M?18.C(C>UD4I>C(!
(R2O=K+I"1;PP U>1U%9,A6NF",YGRGEB3G7_+P'^Z.> MFL9KVO7WI^]^?_W+V4ET?OK^C[.3T_-A=/;VY&NYM5=.=SD::%.6[E/UD*^5 MO5Z0;5,HO\$T?"'(&%SG']\ $)6*_3D
0BY44#(MI715+[3_N.=.G36=I).IDI.@'OIO+,))@K\#'11OCG@ (8#$P,C-R MESVT:6_[Y_!=:9R5!5E"+JLF5E M7"7+RHQV9Q27I22[^V6J"33%CD& @P9$A")DZ/#Z/@?1X,7\"X\
MSR_I?![+/[^8J&1W+'$ KU\>3/.SF8KR\>O!_OX?7U2>R^5#OBMB=9>\IN'" MMVIR%X@XA[XGXD[^8__EWN_3NQ>!SL+&1]R&Z>?T>/IP-A'9'70]3/,\G;P^
MAI[O99:K4,2F%^J0O[:#.AU,'Z#?40J+:IH,TSC-7G^W3__.\)O=D9BH>/[Z M3Q=B,LR4^%-?BT3O:IFI$3^@U;\DS!"ZI#]G/*HC>#]6B;2K,3C)1C\^,^ MY"T<]P_+G[VI?
M=RNQ%9WN;W9(EDD=NUJV:2!UO5V^O;H/!_M[!X5=9BF\]@P^7[W]Y^[>KB^#F M\L.O5Q>7-_W@ZOIB;]E<\G3Z>K#W:CTF7@8?+F]N/UQ= MW%Z^"VYN?][X[^"7:]BA\
[]\N+S\^^7U[9?/;#&U3D44 ??=C>4H1VX#+^5B M&$O[_3#-(IGMPK+$8]KE:_O+6:3T-!;SURJAR=%+G\.\3E_NO3P^0:::PS#S MR'9L6-L>\=L?\JCYW>FKO=/]][_W]P;NNQ^H;6X?
9]"G(OGSB\,7M4G2&NSO MP; #G<8J"H ,CL3+\,Q\3T=WT0.X&6U?FT5^?3!]" ;5K<(^ZXLT45$4RQ?= M^[2_=_@2FK&?V7'AA]^>G.DZ>"]P!@K6-0^NQ40&WW]W_.HLL&3WM$-
JOZ&^ M_^[HY=D?O('AN/Y G];NIV]!(<^?!/Z2X>;_XEN;3:?AH0CVF[[$V_[[7RZ M9MN.(]IN^Y-M^X>;7W1 "PT*W+IL_/E,9)$VH_K"S3G6S3%\)>OD8-_W5P<'^V?
E=)B6::COP=E./XC(XB-TD(X"?-*3&O0X MG26!&*;WLA\,93Z3,@D^R&DQC%48W,CL7H52@*7A'O]0 3O9"S@P$LXQ-DT MS42NTJ32_44Z@;,]MYT'(HD"7U#UG_4^+P>K=#
1D0RF1:8+? -;T,7P=QGF M09[2!*99>J\T=.VFU#%DM&,-@IL\#3_BW[JZEX&2)9]:A=&&HR*O( ) 9DF M$;Z;Q@8S"5U5Q@KOV$'N!<'MV#6C Y7#D.>P?-P(K/4H2R=!#G1 (X;_T[Q4
M8E<-'L$^5!(,YT$F1_ [C&ZI2KV9)#S86QTG.JOP;%@&Q_HC&1KZ?5W (F7X MYHLW[^1()0H_U:MDGT!AYW$;Z*#0'ND4>9"D>2 ?HG4 M.IX'$8X>'M!C 6^/!=
ZDO!$B@2MO4*'F1IB6W2,)D"0]+TA9#C3TSD>J-E8 MA6,DV*'$U^BT19KN;VT/ MN.$B/$!HR#$U,S7H(\7S%N&G-!_H*BZ ;53;PC;HG,,[>/AS!9]'*@-> LN5
M9O":^RN$7+GC6\0,L<#PP<)&/N(D@HL+) >\-. M.GB>!_QP;[,.U*^P2< 35GIPGHP2T#NZ(CKHB9V-)(3@)AS+J(CEIK#2)C?L M9&@HWMS#E]3.$%8!%(\D38"UCJ1BUU+*_X9J
YZ4J P\XTL!.W6"L-+5[D; MEC)0$U[Y4@Q6NA2LJ)M+<2HS5)7%';1?N:)1G,TBDO6=X#L"D3F=X3)J<\#Z MI<:0CT5>OZ5QMH.79YH$;I44:8&]D-;>%*?-,S 0%*-
C^DY,IZ#I$U7[.TA& MK\?Y7 \=B[4WZ\F*^.EC&->W(\\N6UX[N_]:/]?[VGCO#L/C:.O@<%4RVJ+9 M],IIX.URF^:@G9+.\C?^E*)LZV>EXP)S^S.YXM_:\JMO!"T MK]KY"?IK'J'FIYH$I-
>9C 5:0;G25+@64L2 M&'"F139OFN&[.&-0_NM\Y.#XCY]-9RLBHD^](XVC^B2:.V);BEE'>]_/F6M M+P<[W#QBRM:?F#J)]/.+E\=_]&[U9T1@1YM'8/EXGJ+(^.IX?S^XWD-
7GP)9^3BG+/X<'"W2>K]&UQTS7LTZ+^SUJ>C.AH38B)"] M,)VLZXZOB,:?;O$ODWN5I0G:KH&SET$Y'V0X#V.TJWS_W>&K,V &.J\95OR? MXZRT1MS)W6$FQ<==,0(N]EK$,S'7->
[W^?ECC[SXODH>UT'CGOC$;5/LN+L2^ROVD85AD09K$<^LR MZ3 W/T_GWG##G'OG82AC:>(006BT.P1_G7/L#7[Z3HI\W_>*2V&*E;Y'!E1 MKC+C6[N5&7
.U\;E9!JG<_X*HWG@OY^1%.$=H5<=&/9D5#?8?[4ZLE,;1G9$ M4$@<)4FMV*U\V^T?QAC!N(]6&@'E3(_@\"%K-(Q7WDN*P_E"MU]N3B0L$<4+XKES 48M;4;-_7BN
M)V73CDK):+H.=;WI*,K<5>#_":2%)FAY/$PDK(."CA29CG%3O8"

8> M](Z/=VBE00R.F4K& K<;A Z)=)//8))S6.5]]]SH,=0 BWYZUM*K5@_0ZX,O[A'ZPJ&?["_NS1LAKS0J?5%:XA^^G10[T>8#0O7B6\O0A7XBEQLA0D00)T K._13F'H%B
M:E2/6:9R7%QX&.<";<=3)7DQ!12%"%/HI$WM6I__A.JW26I PHXD+Q*J7PO.<]\M#U^=-G'#?FI. M82BF(@0Q#NT%<+PDZ622='YA,CCP>"$)X..4W#$/9F,8C9=_H7/8,D[JPM2-
M3/ZS4":D>]B5R='ZMKD*#:'TS:C);."S*1P*789F/,[^8&,OD4 YE81D 7K* MD5!KSS/9'+A.*V-_MJ+NILFZI>6@#-U=L=1[M4PO(TY'CB&)5Z!)FI+E3(3+ MO;+YH?466%[VY%+LAM*_
CD:8;"S%WU]H8[J%PV8_MV"@_#M0" M)BJT,N.+??LUG H4G ZM"RG3=54K>5:5I^7<&'\NU'!C$&8L_M&!?[2I9 ! MD5*S.1TY(P'2)V*"ED.-=X])['4,F$Y[51PU^W3Y(,."\HMO)
(R"M^8]\.AP M3EG"G;G!;(G6'@U] 4.OXA$T@,36+JWH:,/2BFY=OL:%R]=8N6$#-:'%^8/(M,&M)]&7@?EL.RM/J\-O\I<=3W'O!?!VUB:[,0U07?V)NB5@&0 :_)(;M>4^\ MHXQ&$"_7-
3FBR1>&8P-V;<7I_+&8:::D"@]W0M4P);] \+3PE_(.*A0--9XG,]%A- M=Z!;A%"0G*E/(@ M4RE;@'8;HUW4@2=4!6 R$4VF""- OXN0 NV"'F(T*+1. M&
E\PG8)T&@/]\E.M./SX581V3B\2Z235OX.HRI?B10^ WWC>R1CDO2+ I(V M.XS0"[#>7:VA!(]T@F+9O9_CT"6EZE+F(0'':?M&!O9Q** 91\K[I^>E'?=#EQHR]<-3[V&)\;1G"$(V<
M[Y_\8&O]JILK!8TR5V]#8Q]N-_CJ? MHLK+BNBUL(:AM33\+(C-\FT.0.]12CJ<4]C).?S/ IVMQ@8PKSEKZ729UT*1 M97,R--RG'"><@;*,IP*>
(3K4SB1!=@S\B.,RV(+RSCY\"7W>BYA+AAIZ)M U=,_._%RT'/;=(U9XGM!IPX"@;ER(BBP2%M'']"'Y_2 M-B&2MKF7V>HBTLTEIRW(HB,R>S=+#?+66$K!DJE
MF2Z,W=J&L^MW7;IP,8R=L"R%>&^HHM4'.]+R-TTQL[JQI.@,738 M^BF(%[4H>M9. *3#J @1-;\V6_SR)Z&RX.\B^PAB[*\B+J1WQY8-6\.G&X(A M>QSMY^W?X_9C??:B[-
D[1EVR.4GNF/>&Q(_^_T=LGC';+S^D=AT;4ZI()J6& M:![G>!W%>*AVPC;LT0UO)OC(^EJ=0YO66($ O3*%KFE]=4Z)#[;B'_;*\#H; MO1NKBQOD^4M:S]X.7?HBAM<2NW.QO=Y-
WH,+8Y(&M32OQ$AQB B(%^A/>O.R58.UE: MBF:0J$FOQL1J._FNB['F^[EY0VBN7-&T5 M YX).K-10I$8%>"%;H\1G'RLIFUQ M \BBIP;]$FH!P)C:@X3C"/!#]34-
@6*W:1G$KB6W4KJM,BC@]\-WP_:&;->(]BK.@ ;A7_P'? M+L"4X*/>VQV_&7P$!4T1Q*E>&#[ )NY\'D0%G0^0T4$XPH2:4A0@ 4ORK9+) M8:$PN2@8X\U2QE!$ HO]$F8[?
X6Z9QES$Z8N5-IJ#<>[JOAG*>F@AI M4V.B=7LIRD#[HJW1S&H'T1>]F82_F@EVOUYE:=UN/KEA-]^M> A^@Y,T3N/H MV8+1KSRXKNX,9 8-UVJMG R=\XGX"!)S!B?
_SF38\/TB,*'(?\-<24=63'TE!P/90O, MW[+A][Q8<"/8**[R'=KB>N[!%)O)W/4B!V=^Q0-HI MXIKP"RNL+K8*KX<$2RD$Z,@@C0$%J-["4C<>6,U?(;-&OPE[
M_^B[NG.HDJ\"^T]]>2GG=S #6Q'NQ'X4S)<@3D/PB_JO28!CHJ,MM@GQ-+' M[&^Q;5K;27DFQ$\BW7ZM672D(R!(4#CC7B*QAQQQ)V+?^V=Z[CE0"#0[5?<1 M?
39LR[+93%@M=4+KAQ6&$5Y#/@C$S.FCU^=T[\113 T1PC>0?O&T!ONF&QC# M=2U[W,0)R+L4_NK;4-4V/2Y%8>SO>WV(]MTV->/[.@K'M:WD_/3B2H_92[C(3J
M=>;#K/A;XK;Q\0>QDE[_)24ZJQ;3_;W#]3:8CC;,8'J=/O&XJ,775%4[_**1 MKFE!J@]6MK_@6#Y@"AXJ#24-D_ZW\H#?2E2&P_H"YH#A FT +9P?3-.KBVPF
M;I'";ZM@*#!A&\E8%:X0&B6S$%0Y(7]E6#G^'_\Z-.J "21 (4&]M.A09^J!NXR M * ++Q3 QB>HY88&UXJ6+HN,YK, !&!PU)NVA_\FYV%]3T,UP2NN7K2MZ3M M>?JJP?!'<
GU&#^EVVY7'I4RVA6U4%73_(K$P+OZ[F OV)4QRHHL47IL 201 MTED$UP[MM1U'Q3*32NR];QRM]BD)6"0PBUM0E5B&3Z!N^8J4LMS51&A9UL#H&P"/+72AM
MY&LY/PR5PT"M:M@7]C^,86W9IPV'.?*2NVQ_?8=)C9_>6-Q,NLS#CTDZBV7$ MCOXO7FS;)3S$UBY:(%U:_OP'R+3@0=8@U= SG?7>I]9,>G]18+(]E*22(I42]7(E+VVY+F97)'!>R-
/M>VC+Y*5H;+8DIHD5F; MDP/&YY)"'F0^H2KE-0,X>=$>!=A412'"S#DW A%.:GR6QE6CK8E^ M<5HR9J),,$-;M 8(5B)ZB9V;T)5*>._0X!'';%3&:]2'."IU76)>J&O'GS#= MQ?
44M,RI7V*5[4;3OG^AD+!D>+@3+FLEUJ=P*A3 "+ M#()"+1XM,'O9:A8GR"HT2/BF\1;WE;*KYV<8=J41<@*);U1N!%\;T"]@YJ@) MS))68:/?/M-FR!W&-YL$-=@M= KSUZT)98O&Y8-
JY9@30VNCM"YD5,H WC"C7N>^N/WMV.#U%M%+49!\'KH3AQ[GI?KI@%S.ZOH#=#;SZ/1BB_0 MS_:7"!.RX?(XB+QMN*1'D.E,-C(UV@!J2@>+;07>;.4SVWC*;3REW^TVGG(;
M3[F-I]S&4]9NM^-_BWA*H8,9:9=.HO0#4?H.SMA6G"#)^UZ$K)^!F$SIVS/) M*5^ETKOL$J[Z,#"W45 1&F,B6M&V*Z_Z.2!TKA9M9N."5&:0,@,7%$0_#:6 M-
"K"S:A62J($;Q)).)\&%1F)ZL<(%1*.PD@S@VR=-T.%K+\7-5<,C4(4!RD2 M4Y6+&R)C78%+],@YA2(.$228P8K;(-=XHEU@*3:V+"5%I]+\CC$(B8 :A@:. MKJIC/$\Q__<-$_/?IJ8(PCM;
(.J=,W"L@KIZ M5K4/&:@L,7-BM3EEM Q]4RJK0-S((A^G&0P8K@S)NK_\X2Q'I_EPH M);0(/GB81825(]W1H)@*J1O5LY[G6?FX86?E(A:SH0@_FA(U*W?N->S :-2[
MJYMZZ1=!V=&V2CR0+*K(*O+*@+L@1V!DSHCSU,+&F??7+IU.$(*G:*85WJ]A-(7 M43KU7%PW91D%//V7#R&;.,F4K+4-LL5'<>__-\T^FG5RC[;AZ0_VW]E=\7IP
MKYR'M$^#T\.C4J#R7%:P+GM?4!O$AFS&J"MR$Z: M/*I&GM=D>V2+$P9-8@9AZP(7]A;%*KJ)]8 F;QS7<)91-,<07-4FQ(D/307% M/NJA,0:T4,$@^PD3J?J7L-
%N=Z#.4Z:.UH6O!'HT49\-@PJ33EED<-_I&F8B M2=)#7!93MG H,6^FQ3_&BQZZ,U1=YHKOS%MG#G$RKE4&] FEFM*%:WUBSAN&
MJ9MBR*%#VF*\US+H$/W3C$5/@4^"IMXWOQ6XQ+C2N\74_H:*?#OL)\9H:5#2 M.4'+.UI?+3OC<&_-&?BF08HW'-YKH%0O*WS(;,VK^^3;=4STA6H4R6US[G.Z
M4XD/7A'T'7J/UNH&XU&M<9XZ8IL) M+ ^3R$G#*\H+JMG*T!=QT!%'#1DV_*8,'28$6I9'"\#'+LF V)N^4"E;058R0 MFXTT+])UW-/]\M+6K3<)LDPS%
]9E@#C^/)K3+0]CMG%,SU+*7/3$-Y_I]OF MG.20@_&98:$58A=H*[@$'0Q%&HOG=*TUO/H%['SZYAQ,9 M*V"3]ALM,8K-#QXV()>,1<% EQ0K9[OE= ;YE-@+*ZV&?+)ANO]?4)\A-

O@W M,:-[Y%>9%*O6YFK)A8ZWW]%H6?TR$=A(Q^;2KIG,_ P8%UK. ;DQ'N=6C$R# MNYK ?1WS <*$1KA5B91-95)D"%2F'*UL.$HCS%R%.@L*DRG(#^AS\Z]Z5;O'&YX4&|Y9(_''
ID*E1VCEI&*2+*Q>K M2?DB76"2LTR24!BH3F0Z0/[,I6TE8>DAZGD*+'V(.!$F_M'J>"B4DH0+BC \E",RZA1- MU0C=CBT;_(AR@8T9'-2HC-B\|Z&RM?T)V>[)RICNRPUCNC?
RWB6MKIS3(N67 MN3E9(!$F-Y1>3BT=E83.)%4_]JJB-2/[&S)/-?>GL_UE*0-6$ZE4<5,)QQ=0 MB\R0J-.Z^F,T0F8AQ-,G4TE:G\]DH&W*NO$L:.-*@@$G$-0]0JTA& J=OFZJ
ML328VGQ0N1W'23*,""W#1>(49;?]!/E2UJ0J '%,N]/_RR[E^I-%G&U^ZC2_=QI=NXTO7C,:W M\:4KB2\]66'9XQ7*J*\V3$;E#/A5F][.699D!IZ-B7?1-KPQ^0D*/-W75U$Q&I5'Z55='U? -
<5PG3&1P](DIGA>>Q9;T[)[8V4>M=+.2I?W8$O&T7K.MG MB]B_7:RNG[X^5%6(GI, <+IA L!O:,]=-5H6FJ=&<,.:TN>EA=6WRU U*482 MX%L?+W $B;%P@A1V8\%:^FC
F2BLMU7QZ]/4R^@F/_>DT\0UE)X+@FI'D14\ M,\9]E<"H]-C/Z_?JD2\:L?.0?^*PR_M: M4F_0E3&T&?A4E@BK]\48$8C9\)J<,@@EK1)&(69PZ]#TU$",:M,@5&6_R&]=
MRHI>DH(WX6^#&K'*0S?8L$/G$\U;@DB'O<<=6X-KK96@'=Z9]L,\J^!MCN+* M;$>XAX9V>A6 ?.I(\]3TH]V#!*?6*T^G MY"TUA2+V)SD"[;<+34BHRD*_FUPDE:!T9_JRZ/]6!BI"]-
BGF7':$V)AJSNJ M%AKA["H(I@_'()9W,'!47$LT)I,CU0&Q^)012BL\&(<;=C H"@5N8MC:51LC M:U%))JT/*;*,&BXC6D-OX'T.E(%/?2- MF8_K+4#G \?T,6A EB8J-
,*7KZ]XHMUP[JE]YF23J;*G=VR04AEES.$!!K?3 M9BC6VZ\LO4WG@3$"*R%AVDPDIPAAZOAYGM^C#3N_+CIB__1\"\O^[YY ^!?. MOUH+0GC:SAN^<.I\E?C@+]Y(N+04V5R7%D^
MK I]AP%5/C!I-]!B!6W99QL^HKP;VRUF*Q89 NUZR?"VW&%PAT'J>'F@U:R(M[X2I2V62&>D"Y4R<'HJ*!_MG?H_TT>!LIUZ?V"V"5T1)5X#P<;B(P.GC-?,- MW7^46:04#:JQS2!M)
(GD["/T0R:Y%1=$7NXFVFZ:4<)I)=T(\Q.5O$=1V#.B M]LM8-W(L.CD\LR9+ZDBWP0+3I!T@D$[-1O81^\!4\H9-F.:4#WM/9:FL/. Y M'1-
YE^:8U15D!)U,*:M&J[A+TPCMP#CAE/.@JMFT_I@KE$E?V&V;=Y-8SPE? MDU3G+MG)!N8&P,V2=)RCQ'+6JO;1%X**\$[/<]+9[BSJA)/[4QULZY *@!2
M*IK$MG3C."$%Q0HYV&J5GO7:Z97>GDMJ*?HLUC%#AZV65;:\#1EN&8(-9: M MOD#QX@$M"E@MY4A28H0I+=E?>FTU"R=ZE3*2%%BB"]FV@3A>D5A,G0$:GR3
MJ"BY(Z7R!=G$5>"HW4C8P5MBV*%"6"";DIZ+AS[&I"B3]D%_VT!DKH@!'U/J M32N"=4O3J*BK)"PW3G6YS9)(Y> 9\VH]D%SK?&ZYK#] M]0*Z1E^'7LI,U7N5Q@S,
[JR\B[;J>5XKFY:FZB5I4T;R>M3ENQKQ.:Z"6+EJ M.\-YN^3L@)[VD,!V![WQ3N]XIPO,J0G#99(BM(HY,$RQ\HV(6*;$+%-B-@F1*P9C6\3(E:2$/'R*1,B
M*C'9A^OMV^A%&R8!G@1_A[?'!"C &LR-"[J_-#+/>M2B78FM^\FTE,'^ZL] M>^JIK5\;9NMZ\:;%Y(S(B($UK#?.1-_8USDG.B&T=JM;6\.SM3?#5UP'-W&2 M?!,
(PT5[.%M^J]1NNW4V]HF(T*&!5AQJTA2G,I9N]0":/IQOOQ;9YW?:2S-" MT9<"N >6O70=+IA/)$4^WL'7FDI=">+=LGRE=QT;&4E29_P2!Y1#9$(8DC3! MTEZ\2:U/[]3+#9"?
VWWV#^_0K"*)8Q:GE:L[0ML&DS!9-A@[(Z6^43(8FTF MEJVLR,X414!$Z ()/1@P@OHGJ)6L5![)DX(@+*C&%I,I#']BLZS0IV]"6X2 MU*W-Q%>)*8:,4Q,Y/%<6;[!1'&
[L.AS+J(B?,/IZM5RPNX#83S75F"QJSL;6 M-!U4/%X(5N#0VQ:P$'NJU*AO-Y!R :_#X._XT@VQ^#SJX]R[BP6CE,MJW]] M8HH66S]EOV[KZ%E4+)=;2"Y1D.'&5O#%@*
2]WO"L*;6.#13^GE6^N[) M#1-(K]/@/ QE['IOV=^M.K8N6NIG+G-TGB2-NY4-/43,G!!4+H,L%+!^<4K M2]@Y2A-FUBD]='BK'00HMVX\;2UNX<=E,N!325I6N5GL*:]>4:X:*=U!)!LT
M:IV6-03H%8M:QEX#9$5/YAQ8LTS$P:9!Z_^4"8M?UN[66_6Q;*G>[-%Z,\R[M4;AYM&R&GF$>P7KASLI5[F_B18[=!6AS%$D8*(&FKZ%BTJNZX8@KV@*E4QGF.HT% MXH[BN.IC:
PA*LHN8&F\[*[:R(QPA4F0O%3+FB[]UWS":AC?Q/S7;MJXN@Y^N[J]OKRY"7[[Z^6'RY]_6B5SK 9T MH%@<64FO=7>C@ <>L!Y2J;B4T?<<+O#Y M5+MF-_BZ_?
Q*18D.]@<=I0I6=)@^7+[_Y>W?KBZ"F\L/OUY=7-[T@ZOKBZ]0 MF.%QTVWQ73R3SM9'MOS'HG_/O'D[)PRBX+] #/A5D&!QGGWL*#]NS.] MP/V[&"LY\@I,_,QW$EU)[T%TQ%(\>2?
-;.-5MO$JVWB5;;S*FM'XVL>K_#!, MHSG\;YQ/XC?_#U!+ P04 " !BKDU:V,=191<& "?'@ %P &5X,3 R M-V5S<'!A;65N9&UE;G0N:'1M[5EM3]M($/Y^OV(.=)1*28A#@#1)D6AP!3I(
M4)*6NT^GM3W&V]I>WWJ=-/WU-[MKEZ2!NQ4J35N!1&1[WV;FF7EFQNY'*HF/ M^Q&RX/B7_J_U.IP*OT@P5>!+9 H#*'*>WL!U@/E[J-?+60.1+22_B12TFJT#
MN!;R/9\Q.ZZXBO&XVJ>_9^_[>^:0OB>"Q7$_X#/@P8!.NU. MZ+W =MLY]/:=_\@;'G[?[6=+5I+\^VB7"UB?+F5\+0>H1:@>WC4..QDJC?G M@8JZ3K/YV];*5(4?5)W%_";M&HEI-
!2D7SGLBUC([G;3_/7T2#UD"8\7W6=3 MGF .0YS#6"0L?5;+69K7$K_4QB. M&N# = 33,Q?&[M6;5Q?G YBXX[?G W=2@_/AH+&JYX^A8:OI=,"]O+H8_>FZ
M,)F.!K_#U9OQX.QDXL+5QS'V8H)QQ'W-RF]1OU(#!*<9LSB2"+V0F)%-P-1)*Q=&'NG-YS6A.(3!.6GG//QF#!3;)8+!!AHH3_'JX*Z4H1^L'M_O.(^Q',60XLRZ28T5'>PIRV)
(ISU,LACTCP2,0!RAQ([$NV ,>I MV=.9NG.-&3M)TX+%<(FH-.F*$"9+6^UL'[SH 4N#)P_\:A[HLXPK,L]'[3@H MDYSR'5U&*)&GVM:0"E7=!AC2!H'&-
XXA8C,T4$K,,_05I]L$64K(D8ODON2> M]4:)2@ MUW.M2SWA^+5QS J9%XS.)5-K.T\T(!1Z%%04197E:^;*$TP&^G' M)4T3.DC#Y:!<(8%7>G;%
AIK8I2296P%1"'N:)K"F5]\1FL9IXB?M:\7_'S&GSZB>9W'B"$0IKG694C M:,=0,N-;1-2&Z']27MXDVC9.+=YD=L)<<[/A7A51 LT+RL0&-=.J!(*.UCPM
M\>^"8MJLMDF:0%IU@MLDO>0$#RU4OS/DAJ-K78V/W=>CL;OY>#7!Q'.3/:E2 M,GAA4 ,,PS)=OD9/%DPNH%TSC205<3G%7!R+N8ZJ3N__X)*Q(*#<6X\Q) -] M
5+U;P+5FGU,A^HT-H0.G;YJJ=:1-D*5+SN[[/ERQM3XEOK'QNS;(V0\N$S_9(^=;>>PV5O_/8&,2<5]3KRB/O$*-2':D'=E#J*@ MA(9LVV&+2 \!/Z#TN:XZ64&&H4['IY&%;AST!FXY#*=,
(>SB# F&T%+@TOD: MJ%1 +-(;E("VQ0E@SE6T3'^Z3RIS7<(^*1(("T2CY:0?#:=P2Y/_;C0N*SG MNN=TL/>.G,7DS;32]I,RE;J!,<":D&7S0]Q,S9G)W;?=EZ0^[59>YOM%4L3F
M%53&%I(L<4*@"-WAV((I M-] LLX?$A!%414H8DV,&5:D6%K22/,2WQ9O-"#]<%KZ;.,Z'<'T^';J3"9A2 M:O2ZME*%ZH*&8MXO[,L*\N*33Y6,B7EZTGX4G(\:G2_0H)>)G.LHZTJD^*,\
MW5,BZ];;#:W_#*4AJ-+V'H6NWD!G_$W6&Q"PA?:\JJ*P]<1_>I16K-G8_YP' MG$ZSX#7Z\^1+OCOB>/?RRSK7E$9;97"U.0;*H0MF)8>P3H MER\QNP691MJ8N:^RV-EN4REA?F'
J.61-!U.&^#&L7Z]A.G]*^_^?7*5?W>5 M(16YUEF^CKV?<'@8#E/]L= "X9HU_Y'94+,64HJE[J9$FE0?@8QKS:I_:(< M=Z_*Y2FFFEU/YO=]*"VKJ^;M$N;E(J8RY4N^K:Y\L[O;
(^\=6_FU'XCWS(?I M?P!02P,$% @ 8JY-6G6,5CA<"0 KRX !8 !E>#$P,CAS:7!A;65N M9&UE;G0N:'1M[5KK4]M($O]^?\43KE[M;Z4-Q7F^S]F^>S[;IT/.ALI/S\]\.672_W5+GHA #(]]
<7@2\!9OG?"6\(9' M7NO=R;OFL=]L_J_5V(*U,-\M,C8-Q:];$QE5QP():!\W8WLZD[X=MQOU^K^V M%N99\=56>2A'49O(A;>! N:RUYX*E6YOU^G?*;ZI!GPBP[3]RT!.A&%],6,W
M:L*C7RJ&1Z9JA):!FVCDGZ+=:,#A]#C+J(%]0AF)G+I&$TGJ_O=C[WUOP!KU M6O/D;!\7Y$RMLL;U"+@;*FO5!-;# 24N/!"IT$_.1O.[V+CXW.U?PO\!ZU_5 M6(,-KMC@8Y?
==*]_>_^IUV&WW9LOO4[WML)Z_4YMD<_7P2%8ERZ[_G31?R0SOR?&RB!U0S+R@;?VP5'\]';X?>S=?>S>="] /SD[STM$ M:RT1-R).AJ'TV*W04^D)
^82>;4*X^Q2A'S&M6">TK'2W$H5L5T[%FQG^Z39 MK)]VU"3F44I/C=,]6..K&*,4SMFP,7-*MLL]"6 RP*F"WI9UVM@_?G3(>^6^&]V2&Y_%86A#/GV@O0D\,Y#;X.19: MR
AES2)E\T=?!+"!C^H-0S;F8#*H2BU,+#RRH(G@$6@.+,1X6@Z=$6IA%8/E M.-=9U)L>GUJ/<:)-PN%<$#7*^185 I[7.-Z]WT-'RH5?H5]#Q;6/P[[4,%.A MFP9EOUP(_^]Q=AX'4-
T02[+XX@ /',H!V/AO*GY&%:-L21/@AP(<55J(]%-I M^# 4Y*F9BPV%L? ;O!E_+*F5YEF(T!CZ\PB]HCXKI4';\@1N%FA.
ME@5AFJ(\&0[L/@%CHWSR]U3]2RK>N:Q3_1BRKR\P4E,DMF-(IR:!M$P*I"+% M5W T1FTM_DC O6FUR]B@M$5[F&?LDCT\%J7^9)KK7]TA%+_I?KBZZ;Z\ZY)? M24.Y%&
3Z4OX%2:"($N>'\10)URGK$50Z1"0G&&!"D,U0^QSHFY[T,F MKH8BR.K!!S15_4M4M2(?*D\;M1?2#IR^**GF,0HASYY'N_Y"\D3]98K#:(N! M%*$S)P40Z:&:OXOU=G+J(Q,.H,&(*"=
[<91_73U[S.KE'9L$WCU'J372O62@]+&>LS:56&,AB6(9M#[/,JP)980M*43L2D-> M*#UX8QZ-R$S!,.%9?,U' GCB /P@[FC,%U$R&0J-<^[!K/"8_$ 81/C.C/ 2 M+:UT1!0E)40Q/ \
(@E$$%WI)DA4<";DQ,I!>,:+T"(J$? 8E'F;B4%I\.87\ M(_)'3TV&,G(5;T%6I6"E/.:V ?>2/@*9@G1?&@N%2$)[Q#PEL 2NFQ&:K2MS M52S-95L6+2ZE=)N)R 5O$.I,VC'H#!D6,B;8Y:G(
#59Q0["FA_A@3PUJI8' MD,I)X=TB#5QR*R#T1RYGQUK",^$V?%*:P!>.^!@1*..[>FP(Y1?W1:DF!_QF MA<#(M"OW' P8C;08X?),Z[COLMJ7[6S*94AR(Z=9POB[?Z8[J0JR5R&LO
M(F/"=@05PBEL+E@@C0 Z9W_J*(!A+PD+6W5UL9]XB\;[H\+--O]^91%4 MI^UB&!-?A?8DF.TNV/ 4R@&P.4HHY?!R,0-@:?(#,X%V\Y776CK@7U[B%$ 1 MPAU[:8J/.G8O\&
9@K!+C*&3.QLMXY/82V=<*;K3I M)(&A#I],86D3Y 7)*#QLB;D,[9+5S\(SLD;8X#G'J*,OZ)3VC #4@BU MG5 VCQ+2>D6@L* MQ"&(W116H+#V6Q%%?
D>UQHY*&)2LSEHNHP4++RWZM^(A7H$9A9 XJPY+,ECL MX2[7:S4V*%^L4$4Y%5F!/8%CUSO,>@LIC-##471/M'>8%0@)E#V(15\[U#GX MR:#.!6C#&2B%$>/*J%(XH-
^]_:6T77+U8?*0M[$2P\H9;W$?=4 *>BBN.V@DA]&6N!A633*^^BNB_Y, M,EI3)ZQN;57P]VSB>T5ZF/%&7)] MO$^IC'FI*RM'QK?
0^Z;J@QH[AOZR#F!7KF$ZNZRQ;ACB9R$BVKSRV_7,FZFL M-Y4^E,;.6)Y&WF]Z>)P>!EC[.$5T*5,A9/N" /0:8!A>2D !UAE+$;!/8@3@ M\RH(X*VN/)+_9NO@)=EUG'0A\WJ&[6P?
H/U!L@XE8<^,-P(JG>RK16J!:F$A M+[\U/HM/:Q_7^-QW'XSOTX?J_P=02P,$% @ 8JY-6E')A/_O>0 0WD$ M ! !E>#$P-F1C<'!L86XN:'1M[+UI<]M(LC;Z_?X*W.[WS"M&T!I1BY?V
M3$?0$MW#$[;LD&3WS*<;(%$4,08!#A;)G%]_3?IODL^OUO4^$'O__?_M_GSWS+I)Q,1-Q[HU3X>/9/?.D_FBS2\G>;>\='QF?=GDGX)[WS^/_S2/RN[O.WO_+O?_LK/>1O
MHR18_/ZW(+SSPN#OOX3'HG?D^Y/1*S$)3GNC%R]?C)Z_O@^#?/I;[^CH?WYQOI>+K_DS M/PIOX]]HN/#I)(&7DQ^/DRA)?_OUB/[O-7[R;.+/PFCQV_^]"65 MS/SX_W8S/\Z>92(-
)_S%+/RO^*W7@X?3K_=R-'"?*(R%&EWO&(M'_9@)+_\?C7X^.G-N^&Y=SVX^CP\'UQWO>'E^:'[2O4OT^L='F_(VYPS/A1SCN^.'R^&>]X M1K/]R^_]S/-A&P:PD?TX\%*1Y;2K_S9*?
Q>3B1CGX9WP_M>/"S]=>+TN[>?& MU[>WW#S)PCQ,8&.)R,>[-&Y".5M'YA)_E"51D3=?8LW@OXLL#R<+.86_X\#K MMI
9ZYIZY53KE6FJ'COW;\6S$2B^+_\":S;;WYT[R^R7[Y7]ZSY#O47/Y((MU6DNEN1 C)/4IX4K0))2_-8OO]_TW[P;>!_>PNZYO!E_'+X[Y. M99GC!%?
XQ=_^ZO_>N,3."O:.7F[=$AX?]O2YO.;SS^%-1FFXKJE3_]Q&$7G8 M6'[H7%R+" ^Z)/9&"S!=9[,PSX78"_,6"?/Q7IB5+Q&G2121BX86W0 6+!R%
M49@OO"OQGR),!7Z6_>77LU>O2=A%/*8_>3@.YR0[N[,!=NC 'I(] M=C5\|PD/[&NO?WGA]<_//WRZO/'>],&W :^M3OO_LMV:[V1_C.LQO0_C<%;, MO LQ$6GJ1]E>CK=
(COI+=)I)_O1;HDTE._]?#Q% M#=Y"T>ZU7;1?[$5;B;9CB;#EX5%FVGLC8C$)<^\BS+0BWXOY-HGYR[V8RS%] M!LT-*[<7WVT2WU=
[\2UKZ;_\>OKB]848&94]'J/.]M[XD1^/1;N\QN.V2WCO M:"_BL-MU:+<\V7RZ3S;K,;'=*8->&1B@7X3W,15C M$2"\T?MP!Y_N1;X%(K]/2ZLQ?8HG22HR(?
Q1)+S!3*2W(.MARQROY0*],X[7 M9^_\'_W+/\ #NV0 [X=WWIO!Y>#M*95R]UR6,W9WK4R8=&I'|*+XP9;)!$ MZOC>"_0V"?3>N]+>E;]0=31[V=ZELWGH70UNAE>#]P,LHMF?
RMNVD,_WI[(> MTY7(98G@#JJL%DCR_CBN.8[;+=3'R\&L.W0.#[V;P=7[X24S];3P)#YN.6SH MQ?XDUF.Z$>DLC!FOW$:MU7I1WA_%-4?Q;DOU+IW%0P0(]=\,WPUO_K4_B[=/
M@;WF[H_+\]!SA:\Q2/PW]J&%N7FZM](7- MQ.B;R'&^,R;:/[U/UP-J+*"H.%M5+[6WQ.4R#Z4-?C[L7_T+K/+KX1^7K>-- M;[LYT^OMC7()C9?QJ&?
+O8RO%4RO+?):V08C/(,UDNRGQ-!.@$Y^>?K>5)D M?H20SDRTBS1J!P1^7RNG[9'QESBYCT1P.]N+\;:)\;[^38WI,O$:57>+1/JD M]2*]9U_5,>ZD&.6>GWFY(]L[),\[%
P8>N\&_<_4(J__YGIP>3[8H77>?KVU M;Z!FIS7"P'LG_#M!K':C#$D7]M*\5=*\#P@88H7Y7IZW7I[W_KX:$PERAOSG M143,HV'L78NY+
[G0)VDR@]_3NW"G9'R7+,VAUW_N+R@^F1L^&=52>W0BF^_M5MMW^S-CL@M)L'-IY._C/MLERWN+4ZOJF8B#U@7C3ULOP7L;4T< 0/UZ_=M4 MB+T8;YT8[W-*:DR#R42,92?
TQ8Y)\@XY1)^?3L8J:U/ Q*3XK5]^]_H7X)8A MJSZY9D^Y$79(JK=?@^\)^\V8SI/9+,QS(;R+(F\9&>X."/+>)]2G53 +8^0I MYQ#'ISG\1])*#C6MY%ZZMTJZ]_ZBENY;T;(NV<=GK1??
O9^H,>.P()A),_[B MA1B'6=O:2>R 3._!AVI,0UB/68QL($A@K7>B>9^]\W?]X?MK[^/5A_/!Q:>K=G6;;+W2VO=$L=)HV- I MSC6JX3SRP]E>FK=*FOZ/HC";*@K0?"J\FQ26;"_2
M6R72>P_?Y(QRD3)Y:Q)GTW"NQ)KPX'X<[&5\2V5\[_1K'PE!6.&H(!'WWF*U M["X*]2X9FD/O_?#Z?/#N7?]R\.%3N]));5==^Q:"9DS7N9\762O+8]LOQGLK
MTQ"R9&)+O_SZ\KCWXG7F MO0ME*ZZ]1&^51.]322;9'_L94;#N!7D+!7F?2+)0*Y[/!58^8_L92MJZQR[&M/;(HW#;(K51FU%LK?_='VQ%^??#&U; MNVKDVB^]+_?2J]QV?
YZWKLCS5>L%^-5>@.68_DCN!-@38$R\|]N%]6R_%/>. M]F)L59:TC*UZ!^1WGYC5B=EB/!99EJ1[2V++9'B?E=4RC.TPA3U9TFQU\1;)\;[G)XQF /A70LV-TZ/7O4/=TB6
M'X*4JU8S8NWBT>'I6:VX/[YPG]!0?OF]/Y^+. B_>OT?\0++9V*/\S0XSR5 M3WR1,/C[+VMMG$U&A[IUO#1EUOW& L/X/WUA7M0[38.W@ZNKP85W_N']Q\'E M-
75!\CZ^ZU^NV@9/^S8-]<38U%$$Q()P)3+P 46 Z\.<\;"YO/_UX\)/%UZO MZQT?(9'@MKWDLF96'XL4=(/XQI>JLSB>T."XF0IOSB_$#!=AQA07\&^>>/,T MN0OA$,[F8AQ.D!9PQ'X^?
7H1IK#@29J1*/A>)B)L&G";)@7Q9<#H0#LP*4SJ M3>&QT<*C0&Z"3F/D(!%P)*Q^"$;O YR K 7X8Q@5_MSZ==+Q!W(DKF='M_J3(BU1XHR*#M\PR+^-4- [D2LR+412.53?PK.L-
X_%A ME]@.(__>3_$!, N\VEVZ'[YD5HRR, C]-,1KP@E\L.C">/SD\=?A'_0<8[TV81\(;4HG& MU?"Z?]@B84.)HGX2+J-*YDU%*F B?4N[I%*[R'GTYW,0B/LPG^(GI1^>6J[..SF 9/\41R0\,
M,KT/88.,J4M1@,OMCT%> HP2\'CP17)$ +N["%^B8L5Z!V&'1DW;A:9BY@YX&3R)E^2;9_!;E<-3641'-B?) M\'"\R[I!N+PNKPY?D%X$.P:LM>'E$$VTZW;HW;<)RZ-
]Q.C=T@6!+>NY2/AI M1"(+)R.,=Z*X@? 4AG?JTB^3)(J2>X3I3_=-I1+DW33UP19TOXGMA<8D MNC/A(UPW^\NO9R]?;]L\UPMU[^$,+3]JG2ORW'N)TX @IN.CUWW09:#FO#=^
MQ(%M^&OOM5PE7(AN]53U/BH#)Z;CPH/)A>,QB6E%4S2- WV&RZI_3_RG\".E MP[)BIL]X8H1VHP**5Q8-E9 M>1C!C,%?DDC@AZ XT5($HX]-+W@$O' &EJ(V'
.!0AO&OM&W0I\P\"XC/"## MH&96R*HEL8>M_>A*G$4;LZ&C<%P!'.Q]I#:.I.N2>0?C!M\))&?3$ 28#&J MPD[',A?2^QTQ7C"TN7Y5]@_L&Q%149NXC?[9%U
MV26#FTG/UW7,R.624VG-4.EXM<[4!K^OY.#1KG7$@5Z5AJO?$\R.?09A90:A MMUU$$6NITL>?XB,5!"M)Y=[&W?"S[L$8UD<]ZTHG1ZW]@@'K)%6+[]<>1&_
MA_>NP>_"!7V3Q$76Y7:I&<5KNSK>[[T5:/@,_E. "?T,+PO0"D*3&FR?_KV/ MYR5*;:N&"\4$(6'X3R;0XQ97;RMCU_"*/APV"1"X?>2 E7^+3P21>]^*LB> M=XXDC.[C5Z"(L6-
5CD1AGSTBSL5%*V=KXLPDY1@?"#Z,&HWB ?/ MXJO-F.E9"_AQQ?EOMCOMU'&.W^$W,B^CGT9WI>&V9L\]&'+[J'MN&&G:! O*4LA(][R42OFPXO]_'RB!E'
M,K.HTW*87H.1A,T&L8(2V_SDWDT:WM["/%U0OBWS8B(STW<-_(7U M_8XG'B0IY?_F>(KFUO+H?M)=N>"@ M,,;51XZ0-GRNM'Q?O;N8[=AM6#:I:4 MCI7@P77G=!
Y*)5USW[@PL.%H(7217DB2#^I[^'M,;W5)6-TT M=8^"EYX541[.HP7/(@C%2 8-X3/?FR#+'65SY383X" M0A92Z3OL!*KY,]M5CE-N:%C5HLZ) :F)QU$1J)6&_\7>N$@IKFZ]([S]FX4'
M]C+-_%=_-H]$MV:7**CQ9?#C0YZ1QW2&UZC7L))9A^54U97(@^E8:@DC(_7 MTOIV+-T[4MM<"H^:?[7BY3NZ*@)LR3$(-B=4:?W &H!9
MQD63T6"S2Q9T>MK)RM)@7OV\L;3E2'TPQO]QCE3+[FR(O+9CJK@+MX-'" V: ?,O3\9?O(3)EKHX_D2VD15? M\>X$,]&FM-(M71S2LQEHJQP5JD\6=A>&+NWQB9! $HYF3\@\I\1S
8*9@)$J MK(]]W%.X-[)ZGX_T@=#4H&9B4\Q XU0<*#L;OH@',9O;YK9H<;/:4QM*:*R/ M/G1OTR1#RQ^F3G10_1DQJ%?X L:%JE@5(.$PG46Y2R+8VGX*LFN6C;ZD@$6U
M5I7MN^)CS=K3ZUFR0*O.NG^A7BAUG7-KP' [.0G:%<'),GG6\A35F2;V+,GD M@ILFZ!V?=;W3H^,#T3DXZ?"/TP[96*=')YA!L-^/WT"HAET\(?;;@+WXZK4& M,W2]:7*/)
[H$/>%+.K[5?\^Z0 1X]]-&W1F@>7#KRZ$+C70E44B1QE#!^;2?147J1QIE2'=8/$2*(CR^8%0%Q;(RT/ MIUW[>>)R7!&7)8YO74I? B93&;0C6ENQK9Y=?9I/O7?
MXQ:F^39H6VT05,K=5N#$-L"D;%O> 4LYR2(K2T2Z<&EF""Q!/XVEYU'Q.ZO. MIG+B[2P*&WBNWR*UN(P5D&?.V1YT$RR?&CV@]JCJ#<)3V3)U[DL*O9),E<$W M%&.V90
S%3513[#DP8L'R: H\P0/>C#L_ N]"Q,97XP7I<-(2^L\B>!"M$_3(F+G"%XH$#C5&0\ MAQNN,8CRE*%KCL4?B'6\]6^5;QYC^(0FP7QAXH?2E9*Q,X\['M'N8Q>-H^!9
M$>4F."Z^,IS<'A4'XL($-Q\G+7&I$G3\0XK]_[L +^!@$L;@X(7\L8Z(M ?F M^'#NMD?:EU3"A)) L+(D:M#[\NMC_74%927S6EWDRS!YO=]>+7QB[XLWQ4U* M$!6$L-W*K%"+U/(&
(4:6+K_*;EBH LW%#@Y$W0ZYU/+$?(^MV>Y-@ALX"Q7 MY(M[\68)*1$VRU' MU.G N6^PW-JOH8\Y,6B-M603MD>P-BC271$LC"4WB%79_%=I*W4,9U8TVB>7
M!R8^I\1E14MPV/$>\22<2,.T2)S(?(<[+\3\)N< MZA5]66NDZ'A# ^"6E)1DZ)N(+% [9:HO@TIR4R'$*,M]\LL018Y_K'=2P1D4 M.2D8!6%KCPAL:*A[==E.76E3 T[:2]?
KH$$CBT4S04<-58%+FO&J/6*QH:': M)35A/T,>E"]Q8E5 ;/W2;FK$='5%W\]=XN?M6>(-#;Y=$/JD-N)B\I@R^5T; M<6E1COEX0R-DJL:I(2YJN #62CH3KYFJ5H@EJ%*
(M5/3V[:H&QI'[-$S/W/K;V@LV:H"_@[+#G&$[='2 M&QJ='2C>Q57 XX2B^+-,T4#-_ 47.7#U79K$X9B^X>?=IT IS_PO5%^LB21= MSLG6"-
+)A@9H[5JFRI'.A0_*\B]9_7:FJ#W+M*%!5)WZ6.K4F0P)+%F&)*](MONQGSD>A!%D1>%S7W45(07WH>4RP&6:*81,,_%RY?2'#T60Y&+-?.J1RS19\
M.X5E0T.K:J(/LL[RY!UJ9ZHX5I&W284JW#N(DWLZ+KZ&&2S_6$B36S#7M"Q/ MQ1N,P:5,1=!157&JSJU, T%9.O(%RKSC%L\P7>X'R9S*#ZW0O6]=1M1"K9.J
M#8WJ+LWHUZDCSN#?IF 7.%S2Y9S<\=%QS[NF:F)S6^8!,32$[B58EWX!29%)!=%V M0$3.@+XCF,M4YR<+/MLCL1L:I*:& PT:4!^'%HGDN3KT'F4G2"^N.<44XO
M3FV44WO6;4,#UZ='O8,OG64,I@W@ <^ZDE8,;!=WY]=A3YIT07O6>4-CV2ZG M6LU2O[L9?M24:V@57)O?E4.;BGDJ*";HV]QLN.S&!-$4"J!Z.>-/#%5=;U3D M\CX,.4)2FO
VQ++\"3&A228SN[T&U?_K!D%E5+!F4T3;M-3<[REVN MZ,,+P&6?4:%_;-HGT3;MWZ;"<.J._)[J+:-BO(5+9K49"")*#E4H9Y2F;4F5G)S2ER+G$V)CDL1=S$[M#O$!:/RA)?,Z FG>9
06G:+"Q#K0+-D5Q1U7& M[@,RJ>K#5+YT;I.GWR(S7RS9DOD])?('(5BRW!)+VH^E MWA%!T\5J2:S:'4TT0Q1ZMMVA)PYS#.$LS.T$LMVIJZ;IW!ZHL1*H<=I"H,83
M=3,PJJ&1,I"C1--:R<>2$JF42,Y]V1"D0+IDP0J8C#G0"/#^TXKV;&N!V^F& M9LE(*]GVD#I M3[4$8"2E26[X-1#WM"$;V*4D;T(5A/+> >FH)+2"L]4[F#I M99UNB9^2[#>;
7H=GD[T#;P_GQU7P9H$+C4LVLP_2SX(PS]S?1N M+FS/4F]HQLXDX[IJL9U/+$2#027S1S6@Y)H&:2;2VI4LJHH:O40H;XS8\CVL
MQO+-.I1N"JJM9#X?:"M76A:LO:SGAH:'!ARU:S'W90$5Z2/IULM$A&\ULT?7 M0VJT<()4S_""UCYINI$ZZY#!!N? L*))?MG4Z@W399:<9358#R?*Z59S*WX:
MA090Y.=85J":>A_X';"E!&*[D2KK^5&'N[M-\$0X..N0HB#71[XB'#HCOF02 M3N 405#XP=ES>9GN/%"]C+M5RJLF"&S'*^YA)/#DXJ+V'PT3EHM3YA53>&6
MU!C);%SVS+H:F_N4C!"\&=F6=D:!/7/]3&JAE0A^JLR0-7 -(Q&9SRF&5#"X M1Z'P;V^Q4Q&NJ=NZI>-R1O!@LB7CX6UH"._5_G!>52?GTNMX):K[3#Q"*]791QI\T7
M-.%8)>+B>LI=K0'/6- MVZMYH'MQ-2Q8@VW0=3IB8=/-V/I#=TD M3;6A=P/(Q2^U_W9+BO!\Q_P+?MTZV#-YAS@A=*3 3)W!^:[$5\%E,4R2Q@*K M4E5),E
"'JB'C83IL&JCJ)J^WS@X[,2FNCQ3L(6;&<16J[^2J;!G.%B=.#]K M8>)\@Y31AJ:2;K"!VXIN;]SDK=Q8T,[6+\DK_K-5-L6&9HD^Q=@^,Q."7,3! M#'PQ$8_K2$9],/SN$.!EFC1,,6D\#>?
ZH+$<0.X*@<$&LCWH*(F],(JXW3?6 MN([#0&8B2A%'N6P68HX@-I&R$!8.'&L0N=0'B89I2AF.4CB3 M/ [3<3'++"N^^W3M#7",MPN)+KZT&\LN@QHS#.4>$:BX9[4]

*M(^&EQNXRH1V?A-W*S",][\5INO4RL*%A]6IJLU863 }YFV@+V;BXPHI{4@NF_MK*EYU5$IV[5/)N"5H?5]8*JGZZZ7C9.M EXTE\?^3#BW^>,ZEC'!G9}(&/I7 M-\/S=P-O.'PET",)6GN;^37X76__'ZM"9)&"W,4/MWH?_G]"?76+[!QI90^7^---?^_M-^%P&;.@\N;8F4+&]R4^WFI^SMAT8L+!SSYCUOTCF#=L\A%N893<@27?!Y?0 M?&+=TWI,'V#NI41VCCP5*,.^C>F568482VHRNP82X6*0;3X'&]7IR\HQ;+=>_MD)4[,T09B#& 68RL;HAPE6B8D98'CQ4;^_YM/HC!7(ZL>CV, W'$\HHA M,%0;PD C%!)DY%'8*&=+;(1]^ &^1^X$02G7'LW4IMAE80"]P'OKH<6'G M0\8L.K%+ZD)::%-<'(LE]PCM;G!* NZ.@!;L<.;>1.1=(3'P92\8@#'L MJE{OBP*PR@#H5ZL+8[=*5>+/<EC>[/IY86>'&XU;/{J8LONKX(:!L(/< $L MG5P?_Y'#ACDBHBS74T5$7JR+0[JE:WAZ]&UK"!;M@1D]D%K[7G*:F'Z9W8:A M=!F8)I#1!*:L+1MRM$D;\H@FHK_&;F.)!$>DD< M+>2=U[QQTT:>%+!%A0&\@TN?PAA_]*^+DD[1+T?533]ZQW?7V/*4+O%SE>2# MU\.0U\')40=2*)/3-Z6H;],?=:T54#$(:BL+-XY_@,)HWJ8A@I\[>^,.A4<3Q_1FQ-%IPG]5LUBMO.HST8J1X.!?1TZB1>8(.F*YIL7 M:59(.FX5H@0#"Y'2VKZ5M*F>78N#"^C0%H5X.(^@ROV;Z>>2C;8<\JJFE<(.M62R'#GV^B6;;^%V9 6H;4#)W$H9;ZW/&&IP[XV;/);L/9I-YX8IZ7*K-H/F#X M*(4U=46/WF/V*;7Z>).T.IE9@OJ]16G#B#==S195-=+6)M2-L,W>6^:8UY?5 MZNLIA5YS3I"3@5=O9W3WM=>K4\C/6YA"?B(5X#01 ;.!DDL@H[KL)$C&!5O M%8-'"M*4.=+E4&1/4CCTHRA9K8>=IR M 2;= "P64^E5;8.M9'!$S_D F=L<&,+"HLH9CU]D]$;,]M2LN55UI]X]*9?:-MNU9S.\;4.H>.[-+K^K];GA?9F,3(T>')2Y48.?]P>7,U?/,)\R+77O_RPNN? MGW_X='GCO>F_ZU^>#Z[;$48]V:)LR7OOOK-BIBD&LGTT='NBH:N7G\WT90)0 M3S&Q0$5+P-.DR[.M@V-PX%NI6OV 8@S-'RD.G>F_+TZV?U.\/<\]IZ]HH2N[Q M.)O);.Y8?B?U!5?[@"KD-SE2^;MQVKBKIG1VR+N>*(^VP8%3Y&2Q0Y,\5J 9OZ MX34XG /(7_P6QC3=-<9%9A7)[F425/Y;6_=G1X?/3'AKX.9CN M>;_>+&W_0[+!_YH'U<]_7QP>'?4;/SXZ;/YLV6UA0"]>O5KKMG^E(?.P86(R MD)^__W+R2VGN>'KG.3]H8> I*9>?YLF\YD.Y-+\=S!JZO3H;I#RQLS((O%$ M1Z+.*5K2Y,1]ZYRD?.\V3YDZF5V%_'12A;>K;-9D_DNMPN#U>79|\^/QD0[QG M"E#4Z-^5NF]#7\4Z-DKAC*W86BPY3W""]_[GZ?>2,E@W9E*6VAW;I;2?;A*/MS[Y%M)1/TS0MCR-CZW34U4^<8\RN+VW?-W.M,B'BY_7_]+KP@*I,_I5L\=5N-M=N_PU;(CKR:6OOE1=+#H\AY-O2!@YT!F+1<_%&M20+%6<_]HT3:B6892:C M+D82JX;I=>)[.P)?>/.!.![/WS-L"!K4^5^1)DB;L,)WM?W6Y>YG3377M2KP M/#D\.1"\,]5.,F!QU1L5$1W\)X'504K%[.L-(X,$5<^P]-[V MEF)FF5/#*3.'HXF*&C&I)ZM#9EDM0&(@D&[U[J9CYDFC-2HS\2S& ,O|CG% Q M>>G&O;94&)UL$?CYO?_5B=IOQ.;>GQ[VGC__EN#[V8O#TQ?K1=D?E!,X.CPY7B\GL+EA MUK)E/7R.B^$JD9/#YR^L/[*[J_ZZ 8@%&.D1"F0E-;"14%<-M*]POE2JBJF9^8T1?1T ;=)LXN M 3__Y#DH5?=&I,$3A'<.7Y*DOSSZGV\6ZT>.R+9 I,%@I5DGZ^BA KY98=SM MWP O2 .A9=RT QKCOWO(NOKOW'Y\K.^-_=88^W7*QEV+(]+F7F_P>7!R>$+G MP7IHY;TA]!.78-DYL*V64'D[/-^.W5"?YFZUE51>J9.SRK)LTI9Y_NVF4R5U M_OPGI\XW)G"^SXIN9NO-R?@^RK M8I[$3J<[68U/:TNH&NF7JW65Q)!!F{X%NJE+,H![OA8.R25PD9.6+PJ3W+X M0\,2]EZI=4-UT]R2U/?AN6YBN:@DN"5E@2HL- *\WN1H!,Z]J+B9@=*(3&%CMZ<5;DTY_+&;KIT^QG:SVD]OR^"FI'$NIOZ=E.XE@? @@IJE6*XQ*G M7B-91^704=2Z_A2"//H5I*NX2KOC7"E:C$[_^UY*NZULCQT"<8*RLK\OC5*]8M2Q:D7L['9A0\43;]D6YIX6<5K*F8989QC G.LS#UC96@[BI/?O@U$]8MN=?% M'6QI>:*[M@IQ38V$1GEQAR^DA;IUDKK$ 0"?"""B$#G@@ZJU<]"_.;12?4*F M=7;#@V&[_)UBE(%)AGM4"_QFG&Y/H][ZM;KL$=0.ZSRV0U&!,&&D;(Q3LT9= M4 6$#^<6 WD85=23W+;3,"*'#%OO5)P6)\)%@[Y1VLVHF./7C6X=)? SN!_ZK M#-ZLHW3=SY\AA*HC^1,-BC\W&D!AH2CK_'T7!5&K#C5'9%|>|- M!8U0,533#JZ6U&/W3IH/#6>1)5R&6G*!(L<# XF:WZ/!9)\|A.H1VQFL. MJ*K;99S_BF;,=+L-E#4NR4|_W L>T@B2%|PE8$Q93#A863'JF!U@F4M,;QHK[O> M-+G')BZ2'2";U:"%!*V?B.KF M&RT4!14IG#(?;\6**E-QBC4W6!V5)(K%N ,"$27W;,&L'HO>|$=XC!^M_$JE2S\ZAT]M5\,Q30T1!\KPLX.,B 4C# Y,O_7FC=[*MD?\B+O>3%7@HQ>,A?(:,$,K>NDE MY_Y"]>TPJ08=A4>>0=A[](48S>QG]GF,1+=^'/Z79!?T"?7,A=<. \ODV'L% M[!A8@-!7_,E0W+-)*+(?9>]2^$VS7)?X"Y=::TU&)VE0 *0XD'U"ZA-+CZ]E,LK[\4Y(^&.%1QRJV]J5_JDU9K[^^W\C[M'AL/;W1R!!<@S*(V<[UZTM2 W%/"[:#EQ/U"Q6&Q9"'QG8(]>B%I.7+;A(P) M_CU'H]*VC@1HL C5+)W8/6F'YF&]1YA:XDEH]37OB?[FM>J,;M*:H MR1\LR6^>'+XZ& 4Z8)S?I,$VN6GW)OC(VXJ$1=*U"DZ,^CN14-!ZJ-CPB&)NMQI4D1.UTD4!/WZ;P1A@/YC[6'4.D7MO[YT&W?,P38NF@^^2XPRM_VD$!*UY# ML&1'8RN1>M&Q8R(Q)KU,*0'?@'ELRV$TV9S#Z/3PZ&3Y.?2>D84EW,0N!\6Q MB4,JWX-H*?%_&W0'M_5FG6)27?5C4]K MY%WHP&LPRDN:D @Z^#A@=1%FU&"67QZL,V] &TY".A*4CZ;0HQ9;*!5+TH*" MGTH)=E9P\)@^K@/<=#@<'G[#2O+(RZM$+HV\178.9Z@DJ5I,@:UDN TU!W0 MV2N/%H6,&UP1ACJ)46;>\'/?P_\?XQ_X/L,\O"?6Y?O;8*^GFX-]!6#$-.D M"MAI#;QS,NHBQ*]D;7+>K*.9PCWDZ7),)@\?K2JU@&W]E2+4-A&+IY2B'A M%++1&-@9#OD";UWF"O\!F9 0C(KB]Y#]DCDJ'410TS9U0[M,1[(4I^!4,C? MX%[6(Z3!\P/9CKYU5J25R>_Q34,J# 5U+,+TM>ZZ)UMR)+L;2M7I(^3OIX)LM3+@,JTY(]R;C,5B"]GU0R5{/P=F8(*2I?@M91]+RHJJ/U?:JO$D?S@.<)!V3 MLECZK%FR3]%,OIIYU:E_A^2E(FYZU|;HX+.MT<$8+4=0&OD=X.B@?,)!E&Y; M[HIL7F_RIE-$"8(^ N>?I@<(#6AN5S%Z]=0%356I*!&:2I9RJZSKRK?,H&+A&SQCG\-?F<-_M<_A_ZB=.A+Y/9Y,E2I. NV!#G^1YHQ[Y;-4Q3&;CM$E M>K;^B_1U4?>8;SRQI9!45Y1;9[?=RQ9QOO O>I<:-DDH0QR(WJ1MT1?G%AJ.!UC<*C32<(53F5X*^\AA(/]] MESK PXT(7I+$@@'PZ "4'XE%PF.!?H/_;3.T[*(#@BXW.0$#%?8!UINC?/U, M<>.7E QCC)8TL6\2]!8X"<^WSDFX$EDN/_;>^_EXBL[G!CD+&Y VK2BZ)7/& MR@,5BMXHJWCYL2J+,YL$TKE/%%N5=W#\/YUEBI>><5[F/RBY\AC4^4H=M1-5 MP.\@"'O@T!ST7G28),,[T'#'_W-R=H3]7 NBFQT?9VPX61$A5'F"#-.20Y. MPDF^.*]P=K3\'1H"-P;5=NAU!MLQ$KT-TQ,I#OM@ZL%RN+MM//*@FI'6R MHGQC*7#P2D1311A%XE(5?$;?T7.&6;$=4/Q7<^]?Y^N37Z^S-L ?CR M1NCE+8^);5ZV8L#,=K@Q#=I# 3Q@=QH]^O+@ME,/#4(E#?_D-9007/@T=4(H M)C2C\^VF/&7ME;.N4"]GIFJ;],/WL5-TO7V'!HM"$1H_'!)J46(XRO<ML5;6(!)D8S#-],M\(<9PA-M9K^Q28W;M_*'.2'@RB%+*)GK+,CIVVU&9V6'X M&OILL&XIAEEH.4K9CWH-HS5*:?C?OH[[Y.?*Y&?O:)]_%&:\@G4AC2=:QFQ MS"XWN&FY38G75'(*P1.#@K;.E]"KQFL2O%30+C),)2L0P%=H ::R8S9.$S'Q2PCIML4H'5 M7.Q+AVI'E](9\%X6F/(Z&8;3EX'KL1U#=%'.K>7^/-L ;.DOI@.N6O2CRO=^_MSH9-8D/&K!UI*9I.2%/A&8O36APWPJR7+L0""]X-.BU2A(75^'B74N&ZR6 M3G5-@*\^.-B@.[L61$(EA]P#8&D]"5Y?:9>ESEZM0*1G;N2N:B):U4B(]<9-;%<.''?7@_RS$;+"&TK\MBGPV*5&;I%=]+BF&K# 5K?$%6,F.T6KA;"0,FE^-$K/,Z%+A@3E^>?0'I^[(M!'4MJ4S,]=,+WR5+E-#S^RF6!9G]LX@;[-FK*1"23,+#TK[E5])O:E$WE3$]MV!^\D-0,>HJL:DJ;8++]5N]TIC]7JO.BRUN!X+=$YT!<-;(2]1KG5C'B&-8* M@\2OK""Q?$.$8]%C" =9,@ICK71\+Y:XM7"L::I:K77_Y?5CNUR)Q%+5-.FS2E]B*U]#GF(+1YEUJ M\W08W=+]#EN[2]?"K,A9DTI#H:P=1=F5$*956L$>K4U22'=Q*<"L MT:U1& MWY6(72X@'%;L5X:Z&#M0]4>A0!EAZ%M7O0P-Z"(TJZ%Y-$0MAI_A?%MM%QO'S.MCH,NYQC*S)KS22T'S1J,U 1"-4OMF)ENP3;.$13#MY88PB9XWC#&.M\U0O?ZUS1>\;R'?U#K!!.+LGT8+?7%JZ%5E2MFI?=/0JTGG"[#UC@^Z26H5. M=1,]LZK:FNT(#U;-NV#6-] AY)#0F]"GTA?JDL,>3D8%@ROA$&!LBN_7EO. MUJWJ7*)9.D""]KKKA^@N55-C6=!.K*]."Y2RK;3'R@VBK$T+?F >PI:N:9FW M%($'1ZF*!1F-BI8'V YC=)5+!+$#KD1)$W%1I]X ;ZZ*+=IDMQH_D$55D;27> MN=-=D?/_P9D%0[&0BF=K3%#93BO/R#[1O3K1W=LGNG^4"OL)&Q" 66-^52D M^0E%H]#!A@Q6V%9(LR>TU#ZIQF 2P=6@K,\((M,T-#\K5PFBHA9W85*@V1CG M@H# Z\))>ZN@/7WJ4LW3VLR:4"PY<3_PBRBM#6I7!6U)C\H/MZX/ZNMH. M3VOWP7U8-'JY]54=M7A"6Y 6GX#RMGB59PJ!53]11L@@\@1P0G,9X0.3-WDE4 MU:P$*B+*PUC<1PN-E:I8O9),K,KPV,A-5I'64 - L9%P4Y?D6C"I8X+HK+3L M0EUDF)K)B"P36W6)0-(^^J,("R*P23#GJQ\0# (FKF19=,$=^C21YTY3:^/3& MY$&F9.30[*=BE83:((]=D^3R)5=V:?#T9!GV2EWS02\ ^(P4W*2+B,V^.,$!R%G,5+!5;M M.]3PX8R"!4[FE!=@0MF]>+S@G<'3L=99K_3:Z@9KR.^K6 -ZPM+[OOZ#6>I M<"=.BA1E!0?Q,I^UID!\|),@)?&/;>HOMM+HW8@0R#H"X2;13DJ7R\BSIVG6 MR$(2;E)N]_FKVMPN;=3LAU+#&U+X!Q3P5\WU^U!R)SB.!Y5^;TKTQ0.IXPU* M<0WV>"M*C7_5D>DR>0X<7Z:PJK7Q?[@? I1CQ"V7=8P,?9F7KTZI]M0Q #]&1 /M]HFRM*E]8 +0C]^K9AK16V@%0;@4NQ,T#M^3G,14(HY82N7% M1F:,YER"=>CU) (.&7U7VA/X\> >#TO6)(]_P^UF?:(0$DI-BGR]_+$.-1*KF M3?52N%0MK DG1\5VD)X?)+KV'BEYK44$+7A>]P4OJ_< MSUHDR8]AC1NM16L<.>'$4\Y$T2KR(58](M5800(:N8@F.-NR1BVCVQM6 Y1 MTC6-4ZD+K0E&VWC/YN-V'Z'5$=KCK8_0;INAM$&64N^09P(U6L;,$!LXBAAK M>4EAZ=^-5HR3^%GL]{C.RUF9(7I#&DE\;W9U-]H=Q>W1V$-><]W,324%8-)M:GT]V4.D7! \&K'=)_.U"!=ZCHZI^.H4#]Z]8[VB5XYUFLMSSAR.M/, EDZ(.Q]%?D 2]M)OF9O6A<]#OE((@E4]I)LHHWL@_(!Y=22?BVA[M*5/_%5_^W8H);*Q:KJL;P'3X!B;ZT;EC2I M*AM6S\"2UD&T;Y\:]HZ=)$ /IE?6) Z_HN$DNM!W:.Q#7)E!{5)GY^\1$D-M/O?S(K_KY84T!?1[LH4+IS?*_,..)R, \#MGQ2YC4Y?RWSMU!25\6SIMM?P MIX7LE]OJ@.,&'.2]EQ). D#ULB(-27%560^Y?D(&FYFF7*X2A%&A\A4B)E;9 MF2QCL9US.0QN<9G5U])\0[QT/?>S4A87H_#:O:6[6&02^5D63F0U3%>>;AGL M!*.78I5;Q$6&6A4.V7E"?7GR%%;8'^LYH*?(W_"I!\|L_$J/1EANV8;#XEP! M+0C-HEXD+=LB7?G!5OX+-!/DOF8I"\$M9@"4S*>1_&>8+Z M_/A5USL^ZIUP5#9S>LPK"FQ#YJ !L:EE*R?APS4^.I14!?&;+MD&VM9.%7 M[^"Y[@)7XJQ9S)95HW4J;Y?!FUJAXK!K[QHSGLJ'II*SGJS6OX\2BP'J_DIR%?^54K>5ZK0GHY,[?BXZ/5LJU[GJIO)79+5+)TF65 MO:J!=ITI@"37K'KC78?MA:-=H-:$0NN\,##F%R9 S@\M0[3;Y*R1;_$4RV/QUG7] 7O'T'F+4BCR>[M$7E\HA/74I-;$9450HU2KM>?LCBE1M9++?+=8MH(*Q&9O63:580ZY= WVR'1N= MB:U/U&+FE8K/*;F##YH)<+(#1<>]>5>^*.9@##?-:UF="1>94%8!+NTN:7M]' MJ8T224%+<""/1<[R0^]@U@1O[>$@.P.'Z5?P8/MRF4,_;#_0*$A#%85NL_4^B/_(314KQX"M,H:?&3% JU?"/EN_ZTXJ%:3?5U]I%<)DZ 9Z!T2L&4;,GCG8&28Y.8)S,C"_MR;!U)/1XC"*C2F+##,UA/M4M0 *8\X+ 5V 1C&$T>2@>UOIMVU3M!NE:E5"^_M^3]W=6U=4*I_.IZXN2X3Y^5VBR*$?BT5F3Z9R?)5^.!6VB"LFR.M3M9FVZ1U M&{(Y? =T%O/]_?:Y@3>UT^U!/M42\M2+4VAH(=IR@H.Y8KYMB3&\EA,I#^B MUN9CFL@#`]5O7WI$&Q%3>8K5(YZRE?\%4@&=1>5;1=[CZ0SB]]#U&]F/TZU/ M?6RP"GTLEM$U5"BSC*]9PC'U-/GC>TI<[+ >O6&UA5ANUDP2SULI&3N0Q5>L M'>X$5^7>DD]IZ+(ZRT"4,6%#M"3\#'2AX_;+2%[HI'?6\061_94<^NEBC@Z*M+N'3%L\R? $*5(;DM]LSMYFS&U3FCRP36ES=ZB@?5&C M.,HV1F9US(,2(EUN+U+A4O^%:,A;Y9R^&H.=9-3>MZ5+%N=I4^8DSD*072[3 MP]_RM)#*$? #64I6A^:;K,D/C5BU_77E/VIDK<^+;;0 H?B_1 CQT=Z4KN8S<-19PP 6,/"S)VRF'Z$*FS MF)D??+&VD M^ZD&N&IZ4XR6(E0<+PMCR2=$DV(_",X_RT0$?X"I^=,&]M>P>SQDH RW*Y>L\/3U1#<=x[VAR.\Q4'Z]OA>9^$!_=`S?^UPUA,]RZVJ; MB+0;D!,;(09/8U^]5=QHI-O^)7S+!<#FH?6MV]%E$;J$;"]B0'5E<>AE;25K M03EJB;-4?\(#)]2C2NKI8,8EZ#'WD.^3*5C02MI>TM*6P3K*QT4.(7UDSS#PN MRLZIY@#4P/$;)8[-1)"Z4E3K*C9UK8Z...HMW7BN?GED+I8E=-L24DP?-?RQ M6XLH63THOME+O*;E$P'O^L],#O[=.3CM'-R%'39G L9A M(W-#M*CE^+(.F2W7E5O%XKT.EJN[#I#+ 7S5X<:L8WFOD?^3FV6NO:Y*@:Y:7O4]J]6T.F!B-32J-))K22&R(<>'7(*G1>[+[GJ]5M# MT-:1LZ684^_A,D5'FUL=5=HEE0EK.@#)1X5E-;55,O)DCLCL>T[({NX=D=M$ M]'AAE9WL\I%U@X%)X4I.06(IF6F#0G/+8<:*YQ;>)^"#!JT_6XW2)],PR3 M8OP0#\,NO4F-JEN^74<+&HW1I+&E,LHH=1E%'#J99!6D.]#"MORX*Q=;FD M.7.B0%21Z&* RK$H%;.M&U%;=OA6E?#\;9W6$9*!;4[O-6K!>NR%KE2AK>2 MPMK4_'&?6% ^'8O5N6*8'!AB/U1B/LQ9B)Y(;?&QL_914W-X4.%FJ5"U5*!^ M6-Y@ID)L1-2UX5A8FT3UQ$@\9+S,)@O;%805"V?%3)Z7.%S'G;2''4HI!4# M+25KM,EO\$O^PCE>QBK.1 14DDT4+IV^=R5EW, C]"X@<=9OS"M@>E:/&:1. MM2P=K_Y7>I:5/+PE'9;B;..0(!'>1R\Q9R_&X2!6$6-),7J%(GVBA$W_ZF9X M_F[@#3]ORA'<.$Z9)5/$'I@Y;,*8E\U^3\&%Y_>#2Z]B^'US=?PS;>;X8?+ M:TY)?KI\^^%[<#T8]_ M]>#Z[^&%R>#P??[4CPG1IV-B>_MZ"\;5TIP// M=1MVV%0;5H\@RO1H: (KAC6I*!)2@ MP#PR*#+Q/2(-=DI3)TJY3)43&;@V*?M*7^J:RQ&<@++IQ(A+-+JJ=*8 T'\7OUHK**GRC!<>FP5M/H9M8:0#U9A>P7 MA; .NX' .$2;9DX79MDIF3KR^=#!#$8PMC/6VU,=Y7VYS@I.Q(.1;S,.9!M8 MW;2)RYK\E!J\U9^M#5.N8MBRV'!5A[*U&Y1)8ZR.ZM+&A759]AL&!]9&RP4Q MNR*$1!<29^'?7.$=/#_J$(VGK"R&=P*A&1/!'OP4A# =B(4AEBB2=VIZA5MN$IZD+R1%2YL=Q:Y!D\?'.12[#DI5H"L3H]/-X:"^RCZ.!6 MOS#[P%DM\XOL/-=I/=77;H%QK@JW&Y!$*>8XFAN M@("L@.4GSJ!6;BCH9+/J=-?,_R+X. ^KXJ&DQBN<8-Q"%]XMAL1IF<$5;T09R M1D-_"=,/[QZX/:]?-V20/QC(?2?6*M)}@?-PO42INRNH#!C9/%8R*B(]XB?]@YZQY+A%,EAPB2MB4AI"\=]Q6>)_U)[]>Q56^3GL=!,#RCR M1AMXB18@:R=3AM<2N[AJNAN;B]5MQ8*>H%8\..MXBY+1^FTR@@]HB9P\5DI_ M?3V#8F)7Z.3KB(VIR(@32:PH&[@L4R%&#JJNLL.72^FCAWN]RDX>TMS!MM&\J6R-HK_CO& MNE25#"_,)!5YYGWN>I^'^#_^SY 0&L-_R.(^IZ;$M.7@0 MF^!N=1M9I$M.;)IGKNA[VN7?#1PTV9.6MGWSI/6G!&@GMYRU;.&^.VCI=&K7]M*<9RODP(VD&#F4AOT85]+&A.O5YL"T!K_S"805D[FO&++[O#Y*B^L%8E$3 M.;# 1QYR!JR.HS!Y+&JW)EO!%.#5Y_X"8RE.CJ;.KM5V^*5V^FU1#8VU,?C MU>&0>[PHIQ+-H2Z^CH7@4#7F Y@P]R#L-#KX$NU>]JOXD?DR&.WI,?DQ.IBH M%YUU:XWLMY%"^'GCIIE'1.93C<[EB-)[ZT#RZ)$V-%<5&.2PSV(_0NI;).O- MDIARQC"[-,DZ[PDC*"+-1FS"%6LHAY=5LNO^WO8NKN[;2@,-21W0,!L>0ZID M>@3,KE!@9HA;5\+"WF'6.IR-BC23^*#4;4,)POKWK&@5O97.076I"25\'(7_M*<+ M]W1.EGT06 1=EQM %*Z 4>]Z=LR]@*S N(B(NR-4&08!+E#S/8DC&%8 MJ.>F6*0R#>8KLP9F!W>.M8:JQ_B"KYU98L9%P9V+IM4(+=*6FD$;+24'G"90GC2L=[5FQ0BSIW=HG M;35 ;V/P>6>N,9=^\" 7*4B&9YFHNZ2H^N$KYIHGO-K:EYU9=)^N"$?=$?>ZV(;Q:5%BM?G)%1V M1/W<-BTB1OCH*1UY/;^S5VSTA8E]3$<>GU:QN >26,S0(RU,U] M#3LOXS/KUJC2O0:>"\.DO**$N[*91%#'$]+-8><:N9UO["I;,A)C'$EIG.C M!(&R5]LEOU?^OJ51@NX04R[VIK5T[.C0ML6^VF+!D&IVO:F5#WS]9(=]0L M;K]KI]$X%41K@'V<,-S7?XXZN):?1Y,EK63A6Y1AWVIL;;LS&=;Y.A9;,/W;]FX6)H3K>)9 5YUZKJVY5WOVA&("(*ID!:G](6EI M9$;KP.-A) M,19\4U:!%,1M,@',?F87I&QLV)/QK3- 7I9!YM1SK#5HC@KXQQI$)@O5B;58 M<<<78+ET=P#_S>H?/ZI&C=%1XL*-5(;$:L"[$4D7L*?%_XBSMJ6?EFI=Y5W9\$5H\%Y18NZH/"/ M(M!R_$_4]:,.CI<[$RD)106%4!&"15+,-MB(&VE)[>AMM*6IT4W$ Q4C>PO M[\%PD'76JG4OJ3MI\CTDELB:CH;?5C<4=ZKKYO4>4;IBN*DJ35D3%$PLW;JYF) ;*FI5;69[:W)W%H(KRSF-+LB M@YZ1ZITXF 2@OU"?/E%/@:R:CVMNARWY06L8Q+4JY')/C>@"-5>MJ!UZ#&> M(9I97@OKC"T? +31YF9CI[U4XG'(6 HGH5 ,RD[P%A_IA"-7HVJ_"TKN]8 M& [7!D)X$8G)(8LPTUCJ,BG0DD,IKKR48Z[+F5)' M^-DU)(>;F9\GRG'Y,L M7[2.9AW-779[R284U/)!:.">+6@IL*X#1X#B5S)EW4$Q)V!E7+(Y#'67Q3@R ME5?:%J$)%T]1W$G-<'R,)9[F'M0'2E/"RS[QX;O)#T[WF"VJ5DL5YVNY-1N/ ML@YJOW3KQ1VG)XFM8'Z]ONW(5%{]\H36 @YSDS6K<71L#G1K\&;@>B@=C@DH M-=66PWD#T9C5.F?+)2'W1YYAMMHD9I,Z.>0CV))E7W*(5MAA:A:I)'_RMJS4-MZT1DM%#EI-OIZNF*AK>LV^_FM%, /I7]G9T*/TQQ)D$H';EE0KB^1L%/12*9 M=!ZC,/",*D*W38@V2(IZASP3-SKDI82$*6P";6\)DZQ8AD93^,:"V8Q_P6<.8 M^C@:0VRU<:O.*7(!W}!="%RD=+PU(3U8WN6>: I^CN5L';$1/^B897$?&F^[^HX5^RY%/&P-]:CD^/'FI-ML$\W@ZOWP\L^.CVW"_ST8HO 3S>RU@MWPR9E]#8%_>24P'OV;(%>&9CV.'7H MJ}JY=>;1:/6GXF$5)'2:*_+>6%5MA_[<++LLR*9JWB(Z?$'4@.B+%W&U^]B2 M:@<I]), M)X+IDMU'"%.OBQOEK25;_Q79F]3=5"6RYT[1Y:?V:!F71 +8$IQ2E M]=78)!$WL]ZS*>47'9[@+!F4DBMB'9)DC!\P1;6;)>0T-07=1P@5$#"$E MX4@V=[0\JK .,1=H+\'2T9>/>5#(A)CK$I4.9I&U>] U:=3?L;I7#':=1E=/Z M* ?Y/NM;X>]Y2 6RI-J OKF!PJ3V#ZKE7I-(=+31U);+Y2;%X4M@Z8(K610 MPAPI4M*"'[T)*S8_C1%L -2BI%YHC4L5R:*(*%B;+C^;$OI9F/CA8M#N7[&MZ>\7P^O^F^&[X;E%X9^+,/-'813FBXUR_)XF^O.)*_K5(.9[H4T M3M4Y?716D35/W%4*T;Q)2^(S+[J$K%DHWQ2'6+=N_D?LF#UF M0V,V7K4)L[$1UM[PGQNCWRR:@XM!_^8?[,+R7FV3E2=\, +V1T=3!(5G9AR" MKW@0BJQ3->GL"2349+7TFOA5MO=4*=B&F'NUPY4&@VL(=LU;^1',?J^,^]A6-P,4:#187[Z7K@>?7S7O_3ZY^M*3>^]H MDPR'XQ6&@]V+B>LE:%FPV%D>5D_;#:1:MNM$H)WVU-4P-$(:L5O!O%I4K/E!-ML&$1?N_T\)0QKHL)QJ0\<^?)(-W7'>@+7ZF3$Q(92^>A+?2I=E650V#P-M+)79"!YPPD7:Q]NMC38F7FW[,.R!G _[5__R+@;7PS\8NM@2K=3;(JUDG?([M;"8-?)<>V*Z1U&5,U/8=M1869':9H4.VQ[1Q>16[Z0#$=HIMQGFST#=W NX MMY])4,U<6FN'WO[MH"(*#:M MQL7J4B+U(N,FKU?U(/L#,;&J7^[=<"%,W6%>U64QL?O.0NW]\M.!K=%HB_0:6@:]I;.6LC?3[57TBVASKXYWJ.N:,ZR7L#X>IP/^K>>Q;,V%YK(7*4+8%(RRM 7=+LPR:LKFMC6;T9TZ;3&Z7,6\7A(_;+.8CH4N_MV++>F O]J5WJF1N>K&!?RHT9*>_4F6F(,QDC?ZE!F;.G,1!W(R52N]"$@$AOL M-+Q"J.HZ6AP>HY/0]P&M_CUX*'P%WE8F<>;Y"X7\TH6%;B#"'.$)>A+Y8H? M5=,R>WG3=8V.L42C3?$\.)@VJ-GQBH.I/_X2)_>PCK>SW3YN+A/'VL*,;9KN MW/E@4M+?9B.1PD3SDID^1+$9R.V@IYIE5T7T:TA%550<9TQK!L8&=91=L3= M)!KTWP[ODPK-V,0/H\QUU=P-4ALJLKA8_SGT)*N3;>$%UCVP720<+*,5Z]J MP'_RHZQS19I3HD).MZ+X+*NG'[,"YS5C6]2QDXT<.S4KTKOP#G<[VPW-K+UQ M4ODR6T?:637,<64'4YH[,N70H*.4KZOI =8P0:4V)DSQ7Z!"7[W$-'5D-'CH_.!!W9O$/E;&L.E8ND&.6R@\^.BA/%-<$0DV(<;[MFBK\!O>V#UIB6AJO44ID(YIIIX3/ID5_E""%EP6[K0->]O]YT M13Y-4KA-78Q%.PL=^T=]0D2_;.-&;G)!GER38!"&!:D+,:=NH>'_E)5:Y7+,) M8Z@M#_."[/QK9N AHAZ\_S77S*Y]OMFE7]CUE0F:+8@-6GQ<"'(#=W$*>AVK MV.[R2;@M\'T^1 4*5GV?$S4K=*2CAPG5EAIZU75]J1N/L7SO>);J:PH0?G-BD>R/2,Q MNJ!+]_H?HX=6[J%RA+]^_SZMXI&A^P:%HX9D.CJX'#:ME-@ZKPF\7U2'>,.[J9(92J:5NQ7M^*JUC27_6L48?9%]C^"R,$5K-MVG0$-7K!ZE4% [P)*Q($',FF7;G2O[8[BQGB*3LUW__W@\H+:G?8O+SR+ ; E M>O-DBUS&$MT![H$=ML'Z$1@)Q>W4"46!(E$@+|:9849:";*^!,C@) MXS#?O7-0QS#XSKHQY@/2.Y&Y;+Y"7%!H&."PRSFPO3Y>\@(I-IO M9&[-,0"I6S"9OSM8O*:1@C+7:6.8O+?Z]2KDC6;.[&.C=-OD/3O/P!EU^R+[M^A%L-93+C;!PER\GVOQ^@!P*\%Q9V$@E5*!=KA8:3$Q&@ROZ8#=:$QV2V/ M+$1H"0E:HK/$G\U(UVC%96T"1(F>BN=O$;A?XHPL#=1%5W!2B"S ;;['" M#J=(Q05ZAZ='K_K/3@[*W3DX[1R$7W]H.X2G/9ZV)TS0!TD*-@9#L^7,49M) M16EMXA)0W_VI3-P(\)> MC%.-C;CSHT+B"NL\E;*+@M& K^"=",;09'1 3Z)AJU\(+(/45M$;@,9]/H6*

*MLI^ZIO$*4TC*MR#]*$)V"8 YN(R,5BTS^M!RC_'FV8J[KS_^T'APC"75"U$_ MY1O-DSW"9#7"I-="A,D3*8.-L(9A0V4&<=]9R MWIZ .)=GWZ9";*

*(SY_#0QG0N1S4,ISJZ"T.7=&+;$CX4?!?2'6!"YLL/7=F*0H$ MYZ[!N^*FC\)9F.LR$C8*4D$:@TYG!2X-DG&!]ZCNR21&G:+L7[-#.<=MWD*K*

*M/D2^8W=O5;)34UC9FDVX/5CW@2S.GWB2XF6'}R&>OL"#D|KE'M@VH?/P;4L MA&JD2^'786,A^G *0B\(')^,0.[57BU1,)!6<"]J&H#T)=QX5Y<'KJ%!>'QZ*

MDV!YTNGSIFS.XY<6.O$)![4LO'7O?G<QV+ZY:E/ZZW2+TE\&NGO1Y+"/=U@_M#Y@#W!YT+72:IM.V9.=5'0M&O9,3IZY@>@PC#HE=9D^<$S>4\$-=I[<;]3\7HG

MS%%2]0VUMGZ4)09Q;G#E7!_(8,^<|.0(CISY7U1@$:NA8:!S^+HD 8K!21KS MF>#/$1:?AFASF7+N5#L[F79BU2NG5H,%.00(VPC2%P84KY1(=681PB'"T_Y3

*MP'F'=\4QC;."O#;5N\MN"ZPP%'(,>+U^"?FW"IH!IQ;.[(Q"DF >QM)-,R5C MF"E+)A\C% ^N77X>XOC.) M3D$^@FS*4N]7778K+M 6J_ETFY(^[I:B>G]F\\H*_4G2:*

*(=UM1.PZ%A0F6R4 M$%.8ME00^?W(&0+[Z!WK-@+)U;B^US77"F"K@3Z@0R&>UGX.^!*SD)"'Q")6[=SA/!+NVP>,= M^?|FC:^BY-;3NZC7DY#,>@IH*

*7M3%2#:4#AOH6MT.$%#O">:+@?'[WNVY_0 MWWJOB0!1+M0)4X(L2'V@4U%Z+U/N2G8&.A+C-!SQT:HC9Z<8AY#A!WT0H^). MBMR**?#2S9-[++E P[!TX 'V8D-*

*:74,BJW]^>7&GI+"Q$3R<$Q$%3/HN BH5'0>/4YV(*29L"3V>]P);M8899_+$ MG@BA9T'-T0 M;VO.I.T)[_:1+F*7W0.9YUQJ[I9 O78B5%K+Y3UH@VV[K-HKU$A=6>+ E!V*

*MKP,1B5M*4M I-)/JP]4$4M4B\1),&&H"5%4'1K-B-2@=-"F|_L#6+##LRDI(M!*6:?>Y^CKJA,D32!$4D&41QDX,IVYYMNCT!US_PWD6_ M.9#S(%TSZWQW6'*6;] R0:YM;VAS*

*VV59"'Q.;L-CV[9[""|+@1|. 2T]*Z3> M)X?#9{F'!PD^HNIG\XB|/!!/D:#W\RTV(NY)N9)>-.\|\#HM(.;HJY*E,J,#Z>ZPWY MMYC>SIV(Y3CRPQGXTU&295C$':@SV.%9UWA?E 3G-*

*EADA,G#@4PGNM-8>9U(M=56D3))\^KI*P6 ,EI&F7&GCLD M4.(G13R6^06WL"GPA%\%DF8%6%\+3M:32H"WB19_,+Q"XMLT%#(A|6YEE=/U MD|G%>8',) 94":;?*

V)F|2V$65\M!,.:HP==/P_,T*@K:*-)#?Q&@GJ"MM9^)D M5;\5*&S<.$S'Q2S+G;M:-:^$=+M[:LWT_7WDFMQ:4ROG]]DJIUG4 M\;^%HN;=;MC QJ &3DZL=@_G[_K#]!}?*

*>QZL/XX,+3U>#MK2?.=NB%/U"8+A M'7;.lL<,'P;]V1<E*1G)Z/\|\6#"BU"Z*10!V<$A6&8MR,QBOOLL<",V^*

MQ#)1^@.5$9B0V&:]YE0PH7\CNMC2QG=]KTG<'L=7=ZOBD;I%=08# >*]I)5 M:03Y.#17A&:Z0Z2FD 44/|:F4%%K/F%E,\|;RP."[D.9!|6&_IZS;_6=PNCQ M\L[W?*

M9X]T.V_OD<8&.Z]BF|ET=|>R2OB&N4U8+1[$?D,F"'8D;U0B'U+,:UZE-3IQ>S+DER!A$RL^IH<.ZP6 MZ[!!BN4,T]^6WJ(\+,\!N@#$\%;?*W?+\Q97"6NZ[6$-`M_:9.TDI*

,.J$'L#:EM.4P=0*K#Z.I"H!BD@AU)W64R#+G<5VM9:7ERDJ4N=I'Y\K1E',@,<;VD6),$!%\+!?+$Z4GX$Z"@"S"/3>$;I@ M<-2)4IM2P6L5!^.?L$&<&-)82 M@OSC/&-

PD:[-4;EP1VLVH-9PT!-7CUK\|7_Y]>SEZY94@&YBT;$LQZWHI!!0-M1IZ|)Q^7,!$H+1 J3"9OPGI$?|\-']]C.M!_YO9#2=]2Q=S 3Q%;3QYH^\FY9):X2"\N?ESJ(+2I!]"YE'OCP)UBD=I-

G+D8F$[S M+!$^2BD'UX-WOF@ZGIZMEZ-FC&%H-0A1NCA"='CY_A1.A3PLPJ0I<)\U-,87 MY@S/$=UZF\Y7AT@E/A2USDW%1H(R SH&2X3P%C>!IN

MQ=2)F<;"ZKK3A=ZRVJ[2H7_*+IC-2WDL/^PWZ,V<-<^^G,B'4)PP.X]O8#< M;9)\)ZN+IDQP.!9&SQ:MlQS#Y(-L3TI/.&P%IMF(`AI$,=]$,?)UH,XMFSW M;

<[FTY.VS\|%"NW:W.BKC3]18_B3]WI{(H_;@X.^8BU+$?0+,)G G|GUA,P'0K&,.|%*L-*0%3(0Q0 MYQUTI,OXK9*0N111*&B6&UQ6$|CT#DJ6CU5Q@]!FT_;BC&HF1',863PZ=0D<

*MZ03+%$ZJQ:#|/U}QK^\=W3X4|C-#802X)T](+2\55:3<0)??:,^-:M@H);LB|C35H7M8/-WO6FPD^)XZLF.|'<_1OO<9NV*I6/|4K%|HN(_;8N-IA M4ZHN528S;-*

R^V./EVX2>U^5]W4K\O M_5M>H#9F?X>Q !958EM"7,]=0D-|U=GA->MY!05B<1G^\S/3 MV<'=]ROOH(K07Y"%C+#2 U\6.}9~LW'S+T4T>KX%M!!B2RAJ@,K-(?;7<:U

*M.1T';?,7FZM/USWSAVHZ=UAW#3%?&'"YE'18]?PL M$[D,@$B[/$$ \03[#!*GO$M2O6Y!;*EU1)5H7[@5VG>#60,&<{KU,)A-F&-Z M2=_+4PK{(/]_^AK1G0FS/,L6D:67/H>]0M.W-*

*"1Z@FYN.,$R.2Y2YJP(LZQP>(SQ*5U[VY8ZV2AJ^_*V:XNA_'R+2N2& M: ZQE@*=.0WGM3Q2NWX681BVQC1VYJBV6\%MU;<-2JS#)\80.))DD5!RVO*>DT.N]"9^6 M=R;F;-*

R=J'#S$BAO;YR=KPV*L,"WY=*!ML3MW1R_]^10AD#!/GP_O#X?O'O7 MOQQ)\^-06[I(76^3_7G,S0>2#!AG?:,;6EK(HP(RK-..-)7=_#B@Y.A(2H&"8% M?4K)7.Q?*

$5(B5_9[H"4;,)GO(8AN&G?(T<=B>&,J1-MB0DC<=I4I"|'"!W3QJS#%N=X"|Z^O@O'+A(E/A?C8FZ?!C8CZ=N"RS&^_MZAT<=[K>"?*

SK=PY.F$/XF'_KM2:"_F*:'(-/;,EXL)9_@-:>6^I%W+NW#'=Z? MZY&KX=_@'SCY,;N(!C49 QGV1%,$E@061AP6A<)A$Y$@G?E[V&;O:BI= HY

M\IN0.\4HCYRJ;ID^<4U\57;+#KSNTN)Y;Q$LZ,U"RWB"(\+N;TU=DZ8);%8*(C.I.B+;Z>-VSP5M#V^37G%WTFB MU,4.;Z ;VXTG.$(">(HMJ&,H-L1!G)ODU!+

*<@*RF_QUH@6Q&2SG(. MO#IC+.EC2ZE4>ER6M(S0C>#%5ZS:R.CECI(T(SA]!U1O3?8GVZ)7MP9)?)C$? MQGMUG(2H*\V4Q[OZ=]'!P1G@&/ M^'&.3?*

DHH#]7Y(12GW&K:E20H(1(U^G>!RY+"0Y'(B,4R>@(KO;|'Q5)U7 M0?UIMC^(6^1K3D@T[M%+4J1O^6V(E,A\M:+QY[H^G_)5;G\#LREO+&!]7&O^N!)AQ(@(QPAG|=Q'<

*M2@@<3#V810N^_U'Y"O8Y84%H|\N\;NP2Z@D1CMB*5 &RI=C MYL8&K-Y>?S;RXR]I,<_'"RX%I7Z2,?]6'@'1^FR>%)E@&D]84.Q30P_6QC88 MIZIYERVV[5'AVX/ONDRPCHN:W?*

G9_?;Z,?4D+2Y]@V<'?D<8U+G>=\]KZ@JX#HG"T;Y>[+.K?*+X/?U+5 M',0)RVJ^_!&?SJ RI^X2]<;>*0"WAJP3]:3F,0QVISL$NXZJ681;;K;C)@A5 M'D_,%G8 4A!€]N*

Q7.KVLG0[=;9GEK?./6>]BQ".2.=YV.%8@T(C3>@0'YD MZ;:41S',8&0H?GBQ:1)?\A'LU=AW %H#-7/60M3.!AUNVI/6XRU7'Z*ZV#?V*

M8!ASR.:TW&F;F1V/#CBYV)BL)>H8+51MIVI8IBQ[MZ!#,5F6.^1P *+#ZT& M%;[.8L@NXJ2BU0U""\4X\D:6 AP9*V'$2RVVQVJ#S2<7=;V7, MAEN#K%S-*

"WM<>X?;$U^.\&+;@=WN|8V%|<`M";;?IKGP"BP38NU*X0C9?K,_&OQ$?++21$%7I90)==*EV'A5J8<(%;@8ZL R49$>SH|M ?RD*

*'3G9WK50\N]8#Z!D+KO5A[]OC+K=GCYSZ1=^[R-K\A:9WG-HS1YV*C MK&NP ;CA,-YTF_KS:1E[F;*C1{' .*0"(\H>$.6T=G()F4UHS_@3S7&JX0BI MVGVZWZO5!L]*

*+=N535YMS3;Y@Z"LN$KO_%UF?+DV,5Z"SG!DNPF27'>]Q(%I M((R_C[&BV;*WH ^1/#CR[TW3-C)6X9=^&OXWB?T:]@O<(_"8212.V4ZEZ^W9-[VACMLWSE='1<+S3+6-!?*

*RN2GQ19&IEC%$&5!X^'(,&N6%+ MP;!;3,O&$@K&;*RLF*#329'3-B=62A).|\)IGLMD74E)2RB2F&A!8-*.=@ ^M.3)/$-YXVH>1[JP*

*XTA1LV_O(28I:1,>X?'9[1%,)FOHV7H@3Z#Z8_\>29^ M4S^\#L)L'OF+W*8H}$N>NUN2[C=ZSL<)CB/2X'",K+T ,SPY.4I!J?R M%X7J ?+N-,AQ9W^F@?5SUZ|'QUU/SQT6%/?*

*_97NC??'IX@F_OQWW\Y^:4T M$[\=S[|Z/5>5X.147B*9_]{\D)>'+U[,#1DRA4+5'S6Y#.$ER*XVDEXO25DS F%D3O?-I*"8>E_Q_P'TIFHD4M^\M>R_/CHZ|*

*M2V)H[T<1:HL__46+7O#C-';_6M7&QGPPF?E$F*M ?Y*6FJE.?%\V1O6A++:7FB!.5-M)3'P3!D+_3JCQ@(*B?/Z4KLVFR3V1")*M MF60YS,P7];N%6)#[Q:>;BF/JYA M.C761D.UB7.++/#-*

^6E988%?;^SW#EOARZIFY3X(8^6:8BL2=6J3+PJRAK<`MXV /"$1:#[;7R%$[+UWIFZ%9%X37PFWM@/I;MGF[$LA1C|Q M#:6J0E0ZH)H69-*

2:1+-5RLWOIPDU39C#P.+:7Y=W"&!.OP"))LEI0K2+GJ51 MJI0BK370/LH_RM'(\A7F+%V1OK2N.T3#(8(A$9Y[<>?J&:$A&I2V"F3AY|R_M62]!S=-FD_;TX|QXK]_!FF,-*

AMN/4PYOR78Q'5&VQBUAJ(=<8-N# +! C,>8<92B; MR-<,T[S9U ||SI12CY8PAIG+=9*T19MP,G5 M>,GG+<1+/A'+&,8;(M4L ;,"4DSX. -I+]56&$:P&OP808OM@A(Z}!3ND2;D*

M;>&G08B%Q7Q\N/VL9(EHR/D3G=QH&I%/+;#9"7!0M);;K?2Y€(;BF|5Z3&O MFL)@)PEX{(@;4AO@O4Q)=B9O-R8H#=YM+(]9-7Q%HU/<#.GT%7C.G^/\[&: MG+IPQZ& D9ZMG)-*

*#3EC9)3AZNO1)[.O/5-&0L^A%7 M H"O#;-@(:TE0L*4=Y9*(W&$##N40^;JIA:=]YM3*;/BO#]/BC3W/F "<(?/ M>W??(XVQZ:3')8SS;"I%)%^F"-.-<;O2995DQ;'=##X!D/2FWRM$=*6-*

_QJ:R MK[@9C,_KW/(NB633PU('SXG#X99:C!!4!T/SGIT>O^MS;136GI@2$:4-=GGOO M/P5L>LJENG#BB<@7#A"8-E MIYJ.C"&A;LRD_#KZ@^\8?BD^4WE&BS3]Y!2-K-

*#T%T@H1[O@'0;1=/(@-J*2 M^'AK"7;X&\BZ'#F$IG,L.= T^VZ%(N(N.M0<.[^"82 M_N.#/G&K JDA6K4KO.U]M[_SX8-8AE:$Q2M23*U>I7Z-1719>_+.(.\]M]+?"*

*MIBFI*C37[=Y+!A_J-P?%7Z7&#D _+\KUX_+N|%!^>5/E/Q(.F:++[-&D+[S)X MM"19=3ICI'"!8RM-'2!===<9H03# M:TY =?.3PU>>/TKNA.[1Q;-1EQXH^L1+RX=7TY&*HDF;K?*

>@EK$L@O22>,.8 M0P)ZA49-/Q$C'VECE0#ASF EOCR53Z3.S:"%T;JNUDMB9*2@1.LT>Z3\R%'>@J)@VMZLXL)(*YNFW(\(,.$0 6/L/0<#D7DZ55B> EVE=?*I*#5"91U;*

M\9Q;>F&B.,+;M#Z+$ DKG2?1&,0'F(HZ5GO8-PY..Z80MR#D3NAL&8H%+,UY;XI@KX MJ(2 58-\J?0%[[(Z4QO^Q%1^KIH.=I7AJIDR'$,6RN2[4V&?

#U\B&O]AGPW_43E41[K6$6Y)<<<^OUFC,LJ^;(L9'=G1|&BGK0817'V@D?:M#0*S!>#N6. 4"+!-PA%6"R98]UX@+!:.^V9_#>1J$7[V^@#1CTC'<;5D.8U19 MIQ+LS,3SR8U+D/4M9?/-

A);5;+]J.-]_H;DU?I$Z_B*]L. W1@' @GMY'[M7S5#(SRD6EH169!]A/(@{(!>2^:Y\I9ANGA!K M7 B7PIO"]RZA)VH8[!+|VOFY'|,A.",(5C0+%Q|ULBZ)1J[4J9.8B #S6 W*

*M$\P9FW#I'X4.%=E=KO&-@HQ=/(90G!22$B8= '41^Q\'F9R=",LMBVX\R[8\ M\^KBE6VR4D;;9*4,NSI4-P M'Z%WEJ5H-(9'U;P%A12)"6AQ#-DY"%Z*'HF|O%MJI:9;>1@JK#EXH-*

KX,2<'-M#)O.,,23H4;UZ8KF[54D48(X#*39R43RC.FFLLLF2;K:IXQV,Z?YG*LMZEO M0;Y_2)=]U/V-8W-F;LOFLD5K09-JQ$[. _==S9W8)XDY^3K7SWH72+M3+O0OUH^9X*

M>.GI,.RY'%O?>W,_^8W U^/#65=Z8QL=' MQV=UXOVX-">P?H=`O(8/Y3DY/3WLO5R/Y^0AMSTI.7Q^_$/I4XZ0/,6ZWT|@

M6G%G_OC4{JA815KQ^/'3I1KC:O#QTYMWPW/O>G#U>?@^N.YZP\QSE2<(S @L MS4GYO7LO'T;7X;@.SWK/7RCRGT?>\""#I-PW"^{]\O[_]ZVM6T8"/\5T<%@

*MD'5)NM+FPP:.K78'QS',"]NG(#_OOI3K(M.W:.M5"3;E!2VB2R M=+*D\]WS/-?1\/JQ]'(,CXE9_A*+'"%[W13$/^USPM9 ?LBB;=M$M[W^M5 M MBDVDYKI3,WZ\P@?$*

*U;,378O._48+-XM]86(PQ! A!*6H"ZB"AYS;?Z-T!.KQOW(N!P^YC-FDYE/W2F7\8E+?.9P M=D/&U&:$+BAWZ!>'22>'4,N:^#9U+0:._E<"FS,)O8BB8NC8T056K MC$[G_G=R.^?*

JB^K=V[E\7WYCBG]C.\R?47F-FXD_9CZACNR#33R'NL2C4$N< M>]2=D:G'+$Z=2G?G#GMF > ^.=H&YJBY3HJ3+6#^H0/8TRNX^WLG>(FT)R_S@ MFW622";/YT+=6&2-

50E/#MG0$O/E>'5IBDWL(+OI; FEREY QI&K@ MHK89IQ\6KK7W=%IKJ(LM^1H 2\#PBQ!I .1T5L9-9G@!$>I0\BL6Z&K&+ M!-B,';D,+7L-^&+'H$?CAI-

@O,&AC&&O4OYM>#AV!S43T!4;96B6R5!JQ<(M$05<738?)V%)]ZND:"%$OX8V9VTI+.XY.MHG-X FU:)NO:Q:""">8-44)Y000@ M"(VMU_8$K9[@'6=W#>5'\NAOO)<_*

ZA]B7FRHR4FQ<@%!D_ZUYI6T3P5&+5M M(#OL!:0/=ZV-B=&KZP.5(#)!EG> 2"L.J!E4B@9I>O$'R0Y5AC19E'K_?LA M25_;SE>%7"H+%P+?"/HSI->4*

ZW$OH4Q_H.;69(5M@T>U"@.'N<^_E7RU!E M';(2$_HJZYI!FE_=?%,%T#62?_%]RR(8M4H2ICH^UWR3T\/'3^7$0Q7+& M+\;LS8.AX^.;Y7<'230'!%-*

M5:IS4"L6WK2]:F$)D_1K#KF.C);SOM^K+X_M.G#$FB1>+.@"=&.T:5)&M'I@_"|=7?>UU2DDCR1X M&%8MY_UH.Q>5^YWF_7M-

*C#AS."4W4%HEA*6H*1Q[*$s#HJZBYBJG1N]@+7#]D MT3@XGDHZ7%D:=CJU!>96;^C0NUK^MFW$4%439D&=T]M2W'-3VU4%TF7>,,"G*

*M%'IAK$>$J\B>D13Z16W+/;K9X6,NMQ_2A1B>]6J!09'+# +7 MW6ZS_OP'4$L#!!0 (&*N35H|KWL|8PL *R = 97@Q.3%+L:G:I*

*M9&5R=')A9&EN9W!O;&EC>2YH=&WM6VES&S<2_;Z_FO7)G85*9.Z+2FNDB5Z MEU4VJ9#T>O=3"C.#X<':&4P #"GFUZ>[,1=%4H=CR5]ODRJ;)*Y&X_6!U_!}*

*M9)/XS4DD>/#F;R=_;!?9N?+51*26^5IP*P*6&YE.V:= F$O6;A>|SE2VT'(: M6;;=V=YCGY2^E#/NVJVTL7A3SG/RRGT_>46+G'@]6+PY">2,R>"79U)TP|#W M@LZ!M^_M[@?*

*=UX<\V%YG/&:3'4_3EBXD4R_'O_7[T6L'Z*5&9^%.=2%#*)2J.RG4;_Z?Q&S07_7{@BE2|=.RJ^X+!?_$"=O!G]9/"R M1:+FD4K^\SLSB.7)R>*

|.3U^>GQR.!R>'ST9'#YYD@R/A#P|'HS^=3+X#MZ% MY_DE4RQ2^9_?3576GT@'A?WQ7>ZZ0=T5?I&JRO'|14FNB-O(W>ZZG(_MHS(C-] M(W,UX@>-^C\)/4+G|./#*

*[;/Q=9)/X^1MNQ';^ MY&1V|WP]\C&LUE 7A9X^.X7QSF5>|%BD=F%HC?AGNXY'A_!BT{(W#V|+%;W(ME4C;UO%H]W7\|R_>#)X?/5__[8IB_K*_K^D$_#^@B!B*5>=LT3L19?{I|/-EJ*

M&E=OKJ]>7[Z//KR_>'WUYN?HW?NWKRY?__K^\OH^D[!#?MDX^<{SG>5=.5F9-MSBE,Y[VO[]^]O;Z,MAW$/4EC^8@U#^:+#1$:S,I]H(R,]BHJ)A

*_O/W(IXH.9=1K'>S5(DLEM&M*B;1>SDKAZF*__+]TZ/1V7,374&# M^,Z'7. 61N\T_+J(]G ,^-#1X7/^BOX8/\|_:%G(W>_T]:NW|ZH;N@W;MO<*

MZ{W{7IBU\"/MB+7KU|\^']VU^NHXLW MKR/XYMU;8)H_7OURJ>&]@4U^:4|#' %/IY&PHR.=P\G'35SF(#W>.9W"))SW M&>Z<,?A#+O\HE=U9"=21K_(2;)%YPT$4K>[?

*OPH'KT755 ;\A*VR4F4)4-1G M%?G;K?;5P1IV\T7Z](N0RA&HEX<')WX5$AGK'(Z5SIZ5L" YO@K:G3W[D93MFM[B>NYE8'HM;2^7DG]V6PO]M]*

M.3\8#&K[$QU-4S#K6BRS+>)YRS(+>5GU]NU$1W.E4S VPQ=UWB#K@$:6:#D4R__8$2[_]BY^\N2,PZ)0PN._V+=L\'M'R%"+N U:V!5O8:=H@BIN@SEC-DD:)0)Y9 M82W0L1>0[ZVZ

*W(5XCI3<4.*YS02MZA@VA.>2;,.@8-DR>63 ;RJ(82!L(:M;&N?,.1$(HKCVKB6<9FS]A%%[!K1:.M2I#1*4V!3QC\;I>(6N&L+ M(<:\HA9!OPKSA7R+VXM!G4GC4:P"*

*[P&,PF_4+,"='&9IOBOFLYR971&CB!< M8)F-Q1A5:82@PH6V6*H=C,<|\XE%HHA$5*B!' XLZ>E%-!&P8C>9ODUE,J8E M_SO,D7%"G3%^&EV1|L=L-Y=CD,,N7V.N5R-*

*HO&5'0)O,RPJ7?X+FBLF,"8 MC)Y*GC M1,DT1/% "#<{@WZ=#,_H?:A€V%T241CG@H,SE2L,2YGM+,,-1M*%9)U&CGX JLAA7_2I+ MX"SDN(;C$N29AH\7)2C7T.T"EP?*

*6:S91IJ#E!)HL\[F$P1)458]X-[:(APEH!}XNOG-3H';ZO MZ!U!6l,Q#.P]9]'XDV6.LR$/7*6?>N7QPAA@V3(JF^XRUO;EL]3A:,/6P>D4_ MC4[+8O655HH,_SO)*^(>R_XPE^*F+T;*

+9^)|%8L3+W]38[Q#7T^6/7T=;?5 M4R+UP> Y&"VFZ'^H&R3O PMD2R(]],A^)2Y[T::=()L%3=;KG!L4(-=@.6! M;F%0V;44)0!@YVKT&'D;6I0!%$/6:-U ILN0!LDA2C4D":@*

*PXE\'ST]=-8 MH%%8;::C5 ,KSJ%Q'B[J8!E)&;ZUC V056C^A;TA2B6PA#\YKVGR^IDPRB% ML0XW\Y?O3Y\^_]F*Q.#H22=I7.V89PV.+=,&H+?P?I@$"0?*

V58Y&9$=9(Z#E7'@+HI6L*]+_K#1&XR*5O7TB,DNV@(G7T\PW1'X[MI[_#@[/S[>@/^> N:5 Y2_^ES.]5>]+1&/;8!KB,AY$7,"N P..S@Z>G\/ M#/@9S'LT-D(?%-@@KS1'A#Q(AU-*

7P@I^0QZ IZ|%/P/SS5"@SB;-3 R1U00' MLK?F'<'OL92TI"1KA+-<3-52(M2 X= ^]Y_.]H/CTTZ24%=T^UF9QZ I(R|) M:KE,4_RXQXHPZ-09!]1Z2%? GLH^B(-

<{_QG4;%HE@J+2'+P%PD0#"_M4\G/ MS8/#X6E_8!$5)*V+N-BOD6Y-C5$I?N6?]WPN#\-+X&^V(V%5=ACSGH58N<. MVXQ$.1#WFO$"RP)?G@N)G*C>\-'M,<3,[)$6?*

RP'RE#0N2E$F6-,#NBIXDYQ4T+E[(B0'WKC,;S])U0Q <+$PTQ M6Q@#/$JD.\%\@^PR6R7I[8M1S3!]M"GD+-,XQ"HZ(@&RIR@Q+[;QI|*IHB?@_]# M-*

*K9&N7.#7^2(@DZ!C3#"ON2(MAH@P[(BEK.'/SW8Z'IS$],LQ;D3# M*L/4$47HO[OA%7U#L$2O?CY)/GKW/U.5<=)]F7N\TOD,X0UT"L-P,)K.^YRB*

MUW(F\H(H$$[8WLG3P_WHR=%9_^CL\/!AJF-=]25>M,;H)SWG*R(-5BIQ+IN M,8T;R 95'_C_BBTZ[+%.'Q@0(W*.MMK*P!19R/ 6H2(G(A IA9YR^(PI29O*

ME_@I6:7"ODX/SH_4@;P#NXKEQ6;X7&(1 MO>-M?8< T=&6]+Q>R^A4G,RW M*,FZ BS\2NQT ROEH 7IS*H*NY++)!LN@9@P,R\42HMNBT6_-X_W 0(+\4;(3*

M$(9F)/L0DVA'/HP/>M$01)H@?.#Z\A5H9]AY#U%C@Z(K18]B+Y)%?+#O!+&S M_;0+X6#MS+#I00))JAKE1968!6S ?T|)EVJT?]N>)))/HZ=/K%3)M'U*-F^9.P M0$L=W1E6(PH|\V1N:|

*<%27^<CPE'JR++ FV.YNL(Z_A+.%A'!C0)],>Z77& MKORA+&+DJ)&T4UA@C#P)AW R<,O^#!)?+&'D'>)PVLHJPC\LTF3RG@*ZMUS8E M_+3,FG(B&69L%-C?!.\5A'FCZQ_A(0G#*

*{@S#U21H2DU_9<(MUHU%EKN I,GM^A4NUH$ M\L[-K0*AT)&E??K35/R.2GFK+MTC=Z;;K 3-4)>BD$DLA8#)NUQ$0^&8<64 M,H K6'$U?(RFO0*@?*

FW7:$<925=PC&OG0'('"X\=,8V1O+48/-"@EL:Z!3)3 MJ*(LO$2K*-Z:8W7NL$'@JJI9#&'G0S/TC8.1B:<*3"^!F0V(Q1(@B&/F Y67
M4TI2S*VE5V8$H&*/%$J./,=CK7SR",1]F%;:/W=MI!T?/%UOH_G22Y[7/DA@ MJBOJO$\M";P8EB>PZ[D2:TZ1X PI% FH^N*_E!JG\:"KD5I](4P0"0,"#>;S MI2Y?Y"/#<=;EP\UU.L=?
&BP&H#S\I352<6U&RL.29%U1B5=)9QN2006',$ST)ST)[#E@4CR^[$]UQ'5I%FMP.F64[3.T; M*JF%L1ZHE7+$TVINV$5<;!'TRM6;/OY,/&IR=5;=P 5%HF<%40:0L>6U&);#
M:7\+I&J8$FI<@)V3!Q,E1]$OE%5KJU1$>U@H8HE"T:(,6T+:QT]K M6^H%/U3)M/9'.@2W>+*W3GY%POM$O; K!-P5)]@5;S-&#Q0NYF@C@;+-:BFI
M5Z7",EM&JB=_OLL"H':9DIL:\|P0'(4,.VD096+J@H^Q'+.I0!"@*I64%%7GCG,P-^\LJR842 P45G1XZ$VV M_8.TA9X5!IR#+JPHJ152J;6+P]M3#J3G7)8%&#R&3+SN@TB1AM
MH8",) B7#;KX1)Q@QT?J5Q.@=HRBG<:$G0X546QOGO;VUH= M:QOM_#&7]LN%)1,F3!E4%$F>1?+F8M.7KO#52&.
M)K4!N#C"I,!S;S4"J"8L^H(42)4/"'G>0=VGCA)/5V+:/[1L*IJXYQR-.") M!I1HR#O.M84L>(LM*9@*0R)@=[K)6=MHCRJ!(PMS%O$_FPK= M-
U2/_S3+^&$%IAQ_.X$I&VS$_.='|^3CAS?K10+9-$.4D/E<5/$(TL'@JJ= M#U:D\F%&Q/ZT8\L%-OIXQ?&P!8;+,0\.QZ5,I! C70?E[@6QK6#M,M^7=S*/ M%8;QC-4(#-Y4B\S>$*"&I5-
1,;0"*(ZC77W>)?4\0EC)I1B-5 YTJ8>%4!GC MIK(?IT%NQ#*H6VFWRP'>JXK1M@CK8R6A73 I=Z<,<293#L')7B>;1^*.ZD1 M@T.)MK)JD-
0QE;)TOD7ZZ(J5]P$Q>\G].*C"])H]0D.'OP'C" MP#1C(],J]@5CL?92#YX$F9=A31WF36Z\WHX.$/:M/* /%=;KBO9]-2)N@[3% M^=5-SFB;/6X=TFV$4R-@DHVL'2U)0S'&
[RQXMXFN/X9G=2OJN:/T=]H9^EME MBY_$$I%6&]FBF6#R9J-1D5@G-/RQF$DKK_')7]&IAFRK!JUEZ3 LUC.NKJ? MP-7D?:CL[4E'R.M#(*-
PYX#'44FX526=*J5CH8F<':M9"IG$SSWY#H?AB$GT1X^(?M3H5+L8R3NK-.>[CTU 4"0/%!8 MZN<=PU)G=+5@HT.=_46;\"D?I62I3KF"8E7Y];"&V ["2SO*+[H$ZK0!S@SO
M67"'4!@J%=>.Y#2&M?%;6X>SA:TW1+2AT$+^4D@;=3"$M"/.%"G<*"+.B]P M26G>!'?6,V9B2;R^ELIWCVPQB(PSL$@^!'%R8;$&?-#?@,MQ9A\;J?B-E43>
M=45D5Y%;N$)GC,0L96UZTB!*6"HM[W&4[= 3JN+X6!.[QA M757$/NZD'-_K<#QDFICOG"187+:IX*#S%FJT6 [F",/=Z:85G6#(EFCE?RY8 M<.'3 /R]+]N$DG"PPF*WMU5U)T;KY-
N)T;J7?O1U#B6EOKA,D!5*!N8YUA@H M+>@F.*K#7& B%Q8!9(/3Q!/)>;IRCD"8#2!PE7+)L/!)?8<(6F$SSM3HG]8K MG7.5\(?)'W?-
'D&9/#INRX+UN7]1)F_;T">79.7<(C9'Q$E[%Q6X.SH"?5RN><"R>+Y[]:Q=%MO- M)YKK.:_9X*@_A1XF/OEXRKD89-?*5A*P"CYFFQH08IP69"\&XHI9,NN[JO,M
M]7T+7>!]!SXOS=3N*@,6")VE-1^VO^S@H;*RG:O_I]8P]M (<0_F8$077"0Z M+I9D'%49M=?:^;IK\/Q'W;OTE0(#_M0P:E?"I2X*R V1#2LF))V$0G:7PFN4$4#J\IX)W)%U-X)@HL-
@]U\!C M5 ;O* +]$0QF,\&W$ VWADY%]H]%T)\/*,O!8MCP8#7NS M-1HPK"I <8R[[JK<)3MG6F?3X. MRI9\4%/%!2.=VFNFI\.!6#2)=-2E[MML[[BJGIG)N6^Y(RCTY-
RS,TUM#MZ]'(R>G&Z^%;G9Y?MLQ0!S+PNA(D5S^B M5-/MGN5[/O*LK3MH+B"S3KKUGMH#I[Z(X[NCG+XKX7>U6,O.1-FMRI$@B^I! ME@S=><70)^0+7%|
M32M#B4"1+UR.F.]5LO5^Y1UH.53U"%2K:PZQ1DROJB&62SCK6="3O8R2'7>] MJKE>U9B]?RTWG$57 >"^%#)AD6*]N%J]BV;5X'NL(-JU"J)OM,>1$$FL[G.S
MAFU%R:Y(.G]]ITPA;0[NFNH@UDX)RC*)RYKYSS/5>=C15GL MN3(^4]BUSP8&CKS2\RE\)I=CK?!^"D5!IAXI,])9Y]A- %PLX2'6@'%)-X:S M2/G"8AQ#>-U2.Z[1OC"]M:?
()LTPF$(#J"Z;JJ_\:HU3EWX?W(S+[5#NF@M(M"A;PPE]=:N]"J.W EOMLH,\T\?9(/;7&X^=WR+ MN*?33[THYKXD];#"64Z_G7"6/X7ML?,[Y39>5_"NJ@P;^B8>).ONBLWQ@6YG
M1H8X7:H#M*&F.['=*;9.2<$RGN %Z&GJ*V:GR/M=26P"=]MN[<1 !9\XS#PZ MR /FJ'U,=N? ?8M7;2Q^<*V]3\K(^L1PNF&81*KC&^]!*[0[5):4UV0.H@51 M% 5CC^OWM]?GX
M\XI-\8*AL==J.:P#YORV*JGDYKKG[C>B4O0.]LX]S'^$(["5JP6W4 MRR4AE[%OQVZ^S)MKY5/1=!#GU 9TCSM9H,S7 M:^;&#-H"_C.T0YJI=I\N(9^5:^>S9U5=:D?*?
71R@@UQ@YO'F@J,+0[J[E8/ M)^&.8MXS1A:&97S140HS^@F/@\].,D[+1CLZJ..[?%_9Y[C4(TQQPJ@0,)%H ML%^=&ZV1$X+=6+A67WM8W[V,]J!]>\T3WI5FR;=%=KD+5RA;
[#$)M5-)J-;= MI^JW7MK]!![@[VN 7^VW*,!,*+.:;[QG5@3TJN;,,@(?(BGSS!R:RN>A6Y-3 M"_DLEGB/GVIFB*^Q,BHZ__'"31'+/6=#_;#PSZDJO#P-3 +DH(5.RU0JKG
M_.;!6]L>:PK9^_SVMPQ,WB;U];%%2T9EB3(3$77A9QF]DJ^K>D?B9@RH.:M6"D&PUUA!2'.L_UK>3K=VH! MTOXZA-X]1D :Z,JTN&B2885@J._\- 7_3".!\8D%%C5VX[S/U/?
OD4KZS>>2 M=R4($J\U#*2!!X%UCIFDG@@"P'G+N+GF"A6?DZO^^8F@*P&2H6(<&!^5.J"R M/M!%7Y?>= FL)CS\6S,!WO^'&0_;E7BYB4[;PDE;1 ;NLK4MP5:*.2UBK8'9 MUI+
JDDIY9F+U*(A6"69Z4+G#Y(PNA*E%?(!NO)*07>BAC5L4.N;=_UA5I_J MBH/Z$U 4GYAEC#)TY+D^(KRG\L1'-RAT?-XH>U%@2"U;0&;+*(UMJ4H277-K MVI?W6?ZW?
\PTR5>H,*7XDRG9'L#&^ZFX M[4%OM3^!__C/B2AACL&/P[S^+IK/&$WAOMG'BJT^?P;LW*F,)M@]:D@]U%5N M$=86?"%(;9Z&XFT2NI\Z2HF596L8G5\LWSS5N?;Q-
*&OJ4FNDJ.& L]6;\)> M8JG(I/.5E**-GH16G*42<[W5>BT\BKPWI!TIVV$OVCZF 10I@5C VN&5%VC MME@7V[;%U49?D"U_T9-F*S/53U83U/FC%B!8@<6]]E&+>[81'WA8N]S<11[B
M/KG[=4,3?#6V MJZ35(_["%V>B2UG,!6CDF-/B,I6Y0_;3"NL^HP=4!DI>@6F"%%B&9Y6+7$\Q M+AZI PYA(F-%MN#M1#+$@U6\8!S, :V[@(V!T$5KTV]8 D<1QCU=7[[RR3XQ
M5M\R7 VB&OP8> $:DL"6!:88PK(!FRB\@_36QOBZH0(EVR7VL;C!VAVXE:7> M*U\>%O&F2X#EW424AAA02MKK*))W A-'S&:_N75-[-%5YZO[]1C:1*%-3[Z=
MT*9=,Y,5JXFSA6%S*;>/X'Y15;&HRN;YY#8.9XV=0$$\A2YR!@/K=^F2B4?1 MJ"PP/-%?8PEG/*6 $O*O)/)6V/+RTH'"%>W!$UE/L;L*A&#^1<8
M=SS!JZ"M19H)OA7:_PX/3,7OT!6F&<; &_248O;M"O&GI(QY/+"1<\PEKEY' M9C!U"S(4V4U>S@HP33$OR.]'JF!1$K19H#%@Q%._L'?[$5U,85>\FB!R8[N5 M0 :N)M+>W7[
K&T'G(<9N-WY21@9B 6:V5A#6_4?_;PY/@8;L0OE8#=ZJI'7 MQ0O4ZBWS7U#\!ZV.@L$@L((9"9>*8Y!IYU@%]1$Z88OVW@W'S6WH="U,!BD_M)H'E15F-
[EWA%LSRM@OHAA9DAT#+OV'5TT278$92"+7A@/&P,QMRC5=(8^W) M*:-:X0"_596EO53 JH:Z%!]O]Z&$K%@6,2_BQPTC\%I+_KO,I/TX5K."C8&
M\2_4"5[+V'W!)0,6P'[H%R1YE95H'.0:S#?N$AO/;+(RN5DELZ=T[O0K.)M<]\PY/&S,UAO@(/^K M\YOHFJ(++N_X0/E\Y41*2T^D! VEM,D!]OTP+1&H+Y;4.$P0AO@%W2,?3W?1
M&X%>Z(\FO^-C(+^WT+_"^EWL9$?^@&4;6-DZ//[+]R=GSP>G],_1X>"PZ]/Y M!4M.8 #^7%$T9C"7,YK$X<#.Y6C;>VS4=I,E<;P 7;MA 89U M:#-L;P,E4187B=1(RH[WZW%5)D
MUY_-/A\.Z8U)FTIJ3ZF5PLN,&J?TG'[-I+NCX;#=]=K4*ZOFA:?):')&OQI[MIQ8BKGOE2WG=R9F]B-]G+X*266*RU?4L4PM2V3='*KF4EUEREH^_/I^<3E[F M%R*?G%V>9VDZDI-
L=/K[Z?@(9[$_'G)^53T]I?+57F MB^EX-/KB*&R]GJEJ3J+TT%*)N?Q]-#[YHYX?D;/ISJ,HM97X]6E]?U4).X>2 MQ'AOJND9%"RD]2H5Y5"4:JZG7M[[=KG5/1GA()3G!N%K1::F-
';Z;!1^KGAE MF(M*E:OI5Z^L$N57 R>T&SH51Z7G?I+3L<3* Q?E]&F4YPNE9:=U^,)^TD? M\V?V@A4^VOQ;54E'/\DEO3.5T(<<&3UPY/R (_^-]H=A/*#]OU$^?I3R[W][
MX>;;FUL:7YZ\[.R(>-]!?8!<1%^*TI+V\6#[J/&:)?;ZG:R;I%0IO9=VH5((M?U\(*XF?V[003M+/!NNK;9_"1WP (0?6_F]_?FYL;9Q\4I;N+_C;0CFJ0US)
M2>]HWJA,\CY'N;&TDY4!W>CTA(Y](>G+9Q>3R>CJM:EJH5?AV_CJ.7F#HV5I MEK0LI";;)9!IWW%.'9F<6$#OY/C\RE%JJLIHQ,"D=P3M!ILL10O*%97*<0-I
M3\'>M+'**\@[;DWIF=NM=6:=$-U"Y2]:L8SW'KW(D1?W)'36%U6*)9P4CI:R M+/DW&WI@7^?'0EAE&K:_T=[R*CP'=GL^$@) KDF@% #" Q&I5T9#OJ9,HD 1.:AB,7<*9BA-
>SP]>5)XVU\9[S;>/2EK]U?' MC::YU-**=(4R(+4>8/ $Y,9-IX3 \H"\ /)<)Y M/91(HN_N4UE'#&"OYRKM 0/GTK+))!TKE)N%AZ(%S'Z!E*P&P6@N:;8K@5>Y
M\C!SL+:Q:S>7C69#&D33Y\[6=\6P85F&J:[@<6]_7BH)5K=T^.MMZF\G$ M]YWD4,N@T>0YT]A!IZ.3G\;ZQ7-*,8<* .!S:R+CM5^@ZV-X?D!W=! D7LLTD'6)EG0@F2?TI-AM/Q?
OSE)2<#<^E[!+4T@#=A*\0SRHB6F$(+NJM M?M?);3/!@P8CN5OE8QS^$@^S-4K;818Y +AXDL3\Z'D@8+O ;TT5#,&L"#^R M!MIV?.2$6CCJ>HVE0T,&;+4$F4,WCJ^DL#M3<6+-
G41';KPJ0S7 E;9K?4#? M((;"MZW,I5:VO:S?PD(W;)QG5(*00VFH$.I0'H*MJ/$H%4DI'\[E')X8U0!H M-$3CG.*-88C?'FLT]D KK^A6>T-$6I@NVGED(S;"$>IYYC*>T8-UO:']|7D ML1TJ-
Z*XS(3;.M$&'N@TJ#[N2H$]ED@DKE.;1#UN%&/XZ1"J%.ZX=H8ME,SI M1SE'5M_FZ&,XUJ$YKD5,J]YZG!J5Y1FTYM$#+;XE+AF]1!!R9:O8)/N-%17$ M@R]2R#F02$.7ZK8,M-
'#MMDJC?FTBA&N<:.RG*(=&GGP-WCQSDLOYG83O)-: [3*P4=T.1P[FI*)=BY8[^ M^7O&#ZK]9$0:4!SG(Z1%H&Z6:^SW4-WB=Z<\3O9=-+B4XS0;H(7)3R7@$C O
MWU0"'41Y'[A$+!4 WK+TWN*(6'\CN=D';HD,LI:YE@C&9;=2H%38U?JR]%!> MCVQRQ?X^L9OW_O0=O^&W[U\^.[NXHN]E8AMV<3P>A!?NSS]=E7V$=Y%OF2O?
M(S;_+D*3QV=QZS/^!^)%^_'WU!+ P04 " !BKDU:NJ=Z2A8R #01 8 M'@ &5X:&EB:70R,3$MV=7W,;-[;MW^^G MP$WJ)G%5I%BV,T[B3*HHBOICDQ)#,E(R+[? [DTVADV Z E,Y_^
,UNLBE1 M\CDOMRY68\H3VQ)%]=+/&\ &-M;^-;/+_+=?,^+I;__KU_]]=,3.5%(L25J6 M:.*64E88(>?L+B6S8$='U:NZ:K768IY9]N;UFQ_9G=(+<<\WG[?"YO1;_3Z_M_K#Y^Z_E-
DUZE*U[]FHI[)M)_?B5^?//S^]<_OI\E[T_>OGOS^O5/LY_> MO4Y^FB4G-'W]_L>3__OV'U^YKW6OWWR1L>N<_OG54LBCC/P#_/+^S!"I MS7XY>?
WZ_WRU]SI+G^T1S\5<_E(^KOOL3#EQU:<3E2O]R]>OR_]]\)\YFO&E MR->_?#L12S+LFA[82"VY_/9[PZ4Y,J3%;/-"(_XF]QW=-R__^E]C7N?7$B]
MG^[DC7^DWN=,3(7[89TF)LL83)^['1]H]LN73G.H73)5.21^Y M1_YRM O]1\^I,*LNY^5E-EK5K^\J-[VGO25B0\K[Y) M^?TVG]]]%(]?;WZ25KO_I_5WKCY]7'[J!YL^_=S[M\?O?
W[][*=?'Y\\^[F7 MWO;-._= [_];;_M#^3D MW8__>/WS">MRR5/.KF1R'";GP_HJ6=^=DP/,\U>8$-^^9CUY+[22?D[D.1MR MO?B>]?M=))87I-QLPS$1_OCS^W=O?_Q'C,. 19[\X_7;]^_?
Q,$T9)$NW^B8 M+%4/TKT;3]E8Y5S#C:5GE/,'K@D2X=N+;[Y^^].'/A(PY,GO'V_>LK[+-5RB MD7\/-VK>"I\C@Z+[B0W84*N5?QXR<,/DM=(V<].Y5NYSH 3?O?WYY.1]7+,$
M++++#SEB'?61=I5?5E@86PUS,E$8=0SM'IV0L.Q-FI0P'G %O,J$PR4U%3I*V MBQA;=BQ,>E[D?A%3(R_0(1UNI-Z];EFG>0_A3#EMOV0 M:RM)&W9U=06W)D6?
#;_(]#8B#4O>%Y%&HH')^S+1..X&)N]+2"//L.1U-A4, MN%GEA#YS@XFN>UN=Y[.3U^]^9*,>6NSYM_GH!A5:HP/L=MFEROUCH^[.8>\0 M-$A&?,&):^"+41BNN ;&00=P.FP-O#-
> .NUSF7*3R*]2QGC$;A8Y MS]S;8!)+[[E,*&7=C);^B=A$N[=SRQ>+M@!%W\@^0)*X+6\1@Y'T;S.@SR(! M+=?HC5DG2?A429[$BQ7AB?, 3[7B*<^G0D:"X8GS!+L]-AJS/P&/Z-N"
[D_MLC9X=FFA,V+1=7RHC2FDV[][[BGIXU8:S,!U_OOH1/CH'JOAD[CY;Z9W/^LY'4TU\<41GUG2O_#\@:_-5]$KLO[) M1Z_(Y]\6 MG/MU1\8^N >.\$(2Y^%=<)7P?52;-O2N"?\NI%?
2.*>\#N+_$(2]X1?+_(+29SG=Z-7&9?LG.ME7(*& M)\XC'%U6EZGB65]0XAKLX@E[6.)*="K)R%C2<=P,3YP'.%'2"91IW#D+4)P' M>.?EE%MGZ)Y$.9_R)6=4.ME>:%6L(MB0Q.V!
MK=H+&?9=UT%-^2O6MVF<*T,1M\?R2J:%L5JXM_^NH\7?2O)7>&N?2EFK<,8. M#*&*>X'HA*0D8XCPD&ZEM8EI7 6%)&X/8MV<:+L\/6TV(9/Y+Y[W3)ERN3"4UQ4@I)W#
[=LI84N8*F/2R;\=GU#\!3%7D& M)>Y9GN>^ ^:=SP3@!ML)?>8MV/ULTAQP8WB2%8:LQ=LXVU/7+K Q5P]6W+-, MARXGQ)M&KU*>@?:K?
0[DV(KBX<3N"KY'=)WPI=*$N[7=HF%V4^X? MSYW"%'>0I1MHJQH5N,!L3>U-@^5N(P$,9BVL530'(LG$G$LXFK6P=M%T7\D! MQ]E*5ZM8#DE*L\[O>7DX# :T*:XU5.-B-
BAQ>P@GVKW3S/M4-?8/4)>U+TG'-;V%+4>YEJ>GG6Y5NZK\8)V7UY+ M&6\,;>#8XOOTO,!TE*F4V)7Q+:W@R+9\=?R'Y1E>)NM5M03HRLTZL;0S/'&> MI&$# M9XUO.W-VU=*)
FBD]P:XJI%WO_$6O\5KF M8:];5SS)B'TL9%*VE-F"!%VH0E_P'([<6)JG)#?5!.PDQF)(XCK_*3CKYN2S MR+WL<;O* :-9;TE&.]'-ZZ*=:+03#3*0GQVYU*QQ[M":T0N!J':1RRZ%=YC?
MME"*+5N#$M=QT]+NM $MO<;NJJ,%HNT#>+CYOD>W;N(KM&^;J1-R3>YO* NP]A\K,YE^Y1]OMWXI[TM*! C13WJL?5 J/61_C482>V8L+"_F_/&9'=SRH/S*4>MWRZL\A?74C90
M:>&7I[!>9.BU2(ZDR32E>.3JNR&8W.ZNKEF?N(%>E6)/A![A@$L^)[]!$^D% M)>Z4+]RL,!.4I]OFU#QGPUO G1KPS**),O(+3]XIUPX@.]7*9@YDHY*SJAZC M%(GFA*0D8PAU7-
V#B37QY!7JBV 6>^SQ5 , M35Y)#SW3QV=H1(KLTN86W9E[4 MJ3GMZVKW!@X:]0T/@^*.G? 4HSUI MN.).R26#]V[AV6RDBA:!T$=-IR0W>Z/;"ORR)9S29$JND&>YB9& M];J.4+P
1<_^26M!3VPJ\#A"=\<])6,?^'IGO(7'KXMLM7]Z?C&^\F.HOR!U M\O//[X\Z;*(+8Y$(8N>2GN#W\0)P6.).SZ]8?9T&;\B$1]=S><-\W6PAWLFG M<1\U-'&'4=:2JZ5I9!J4N,-
,>\;09UB@X/"S[G MFK.KJX@S*'$OXHPL@Q)WF.6X-^B,QQ%E4.*>0:D*FY&_"J#]SJN4OB0Y*0"K M5Y^'&PTL_:NC@64TL PBD/^G UE?+(6_A]ZN@L_:8UZYT?G?_3Z;DJZCAO:
MP8CSZ$H?(39RLZ5FWUT,7[5I58&(L!\1!B9NB[#L7=<\G2A]=^"J$EL)\X*4 M6\I&F$&)>P[FGL<@'%)\!\5GN0IC_*_52L!1;66@[L[8\-9$+3@_/(1T2%*: M=7[/$7M@-,6UBNK$-[QU.
(=(-%LYY,+VIX&GN>_Q7C9/EVG5-R/&92CB#I., MLV;(@\SC7-F:.*>093PW"5OA8:CQT"1,<<_2] 90$65(X@ZBC(=?P1YL\AYI@!W#FIA[4&Y;84
Q[)]81D/,$,4=RK4T8#27YT,YO%LM60Q)UJ MD2S67*?;KG_LFZ_?_O0!V4 >/"A]=N%W:7838LP0PQ&WX[>[@;7I?10YAB3N MU*UH'O2HW/?
5\7X^U:%L65;AVY&2_^,R,VLZ)ZGH,O5Y\&FQ ;T623J>S8^ M[AS[OW>/;Z' ;O2U#:R:L5T2AA>M+R68T9W3OSJZ5![-P]A$@! M1["V+B7]1?
XJFXU0@Q+W,M18WQVLO"^#_4OI!296KZR%4&\RH?" MGCX;=1\ MHU'=2FL95CR2+;B3^@+-N!<>CKC'''WO=N$$8_>@.LU;@&_+J1Y$,FBNA8U MX)+/:4GN2I)8Y+ER\7BNB:P;
M6C=7H]@)'$OL,"RD=0_JRS5,5B]M\.;&KO\^/ 4]^BUL3OH(7B,PW#$G=YU M';F%OUAC,B2N&Y5--QEO<].0THI&W,IK,NG M<$?3@4@R,>>8M_:[/+&%V7?
0@"/8T>)O!9I<='GNG^7 LE3IE5O)64J14$)O MW3QB64=C9!F@N"Y?4JYLO/X=J+@N7PE_W6TS,\+?E8*NZBA9JGS'C[F@W%Z$ MPX,)[#+5Y7KJ[[SY][1*$F[:X8N-
,!%V@>_P8\^)O>[-V"&SI&5Y51%Q\,2> M"6D6'8E"%=JNMHMAWGP&U-P4?/S?\ M#AQ9H(4A]IE%Q7'BFV>ZI'Y6F&C:'I2XFF#MT\Z&6JW\PP%6?%=M[# Y9GRY
MRDN7X4T0XHVCR$[1#I]VN3SKW?/R>,EE](ZD[QV5D-\L5>Y)U_4Y%!)6<*?% M;D9:+<@Q+"3P(@:!QC Q/7O1FR<<:7 MVOO%7*K.AY9[(%\3V^P];\E]
MYVL%7L4(#$K<(XB17E#B*GH]>2^TDLO- A6VH@6W%FEWBK>W#Q=)AB8LMC\/ M65Q-3S3NO,V9J-?/]7W&$4/!COW7/Z(I=RQPUO*,7N'M+UVVMD M]>XF(*Z=+_A-
!Y=:^.M'BJ?153M$<0[@PR-#BN,A5 1BXRN64]+>Q*\N]]RO MU5@Z87@&S?6U54RD=U?0+60K8O5H9)KUUDA/K M9K3$ P=^8^6L\G?M[PX,8]U,<.*D8L-;P/P//(5WZ"QGOHJ-
N_YYCRZ-J.(M%(.1MZ%XQE-JN"Q[E%!C*'+NL"$XY+YV;6Q5LO@>K=ZI%2%8^_>8&'TA:=O M&PM+CW;0(L-@M&T8;FKP([B M)W1&)UEAR%I0DL*/J5+A#:;0[EEGDRX;<,GGY%,
(/'C(U:%GA30; MIY-8S12@N%YUD#1T07=/QFYS>,-;>BC^!Z?^\-M$GCNEC KW*Z7%CV:E6:C$3E*=NQ2,D&UM-9*NY,P9E..)* MFMW,/LNS]3^J)NK&*:/RS/HK_DYG717S+Z
M2P89Q.5 %4V6@A37Z]Z<]V_8>;GV@TW$RK,LUN5:N<]A[GA5(*LPC 3#DU@1 M[*NY,.Z)8A0&*+%BN#VTBPS#DU@Q'*O"9N3R:;P536L@XJ$;<+WVUX0QH>5E MD8-
633L7L&OLN 4KO3SUUTXTT8)-M'NCF?OKYARO[H&*%X_@M?"]TKCU<0,08G;8BS7J"N7"IP-E"^MFA;"-BHYV0IL0%]%HE;Z8R/_=]&Q_WR]^[Q+13OC,P&R35??
=$>OR94HR+G1"$N>Y;1O.17#AB//@+OQT:*9*J\@N)'&>W4!I M+6)6&)0XSVW;GSNB"TF<0Q>!A23N7,@DNQ=Y;<@;Z84D[ERX):55K.<]OE9N MHD,\
[SC)G,/:A7F*>"YN"=_&&&;E?=P8=A%[NYQ[CYDV:6_O3M2/(6#5SJN MO&!+$FTA_:NC+62TA0PBG,_[?;Q5 G2E4+5UV.@YA'O@C7S3\EPIF_EEPIA+ M8;E>-_R4T
(2W(#G7&DREMT*]W8-4RRL6,1.GI7+N>Y*Q[UHH!2F.(?0:4OC MX!F8O'-52)=H?&O8I7)O:XFG[)SK)>@>Y"A3*;$K ^L/>:ZY7,S\>/J2EP1H MH2URN[YS?ZE9D*X[1]=WT[^K]_-
>P04K]D[E[V !S5#/65X4P M?D "K-;<:FL3U&BU'(ZRBV-VRR4[6R_(_5>8E3+EG0:L%0_T7NL%SWUGVI)' M*;HK!RSN@EMZX&O7&X,"M@97RB+=^FD*0Z4X-T CAIPXI>KZ=[M
M]8XQA>8R(<1[[+>DE^Y%F"15GKKD_92XWG5+PIT&P4\:*YH3+;B-$*G]+ITUAUR8ZKZ-U_B,?P1M,<]*[*A2;N6Y4MW%MN=[>C MSTN(XC8HASD7TNQFQ9M/<#D'.D4W*][R/*?
&046]%^=OE;D_F4RLD(A^(FF+ M9(%I95X2U2*=4[.G!UQ4PKN:-S@^.?(!Z72 MF/P'*JXD>*?T F_PQ+>LNRCR&;OS=Z5B^(4ISA-,E%O$[*]D\!)^Y*NGE^R4
MG7'+';VDT,*NX8;2KI*2$O;!U"67B4H6=5GBP;LU8$@'PAC_:[42H$BU MOQ/VK6G#A7#HJF%'4@OSM&@XAF1@^BX'9YME3G0[#TSR-XDME5J)LAVQ=\F\;?>K QM-
;X4VT0'=.+XO4SXFG?.V^'WOS MWF:L[#M2B>2#$; MS=TK /=$-D/,\T[E "2O\KQT]]G67X-6>2+;JGF&4@D#?-I32\3FUX:+\NT@ M6=70;X%&CF&)6Z[<%
[K9$'=$!;^IZZ_.K\C]QWWKB2Z2A1]5 >_.PV.S#UFZZR/#WW)LYUHE%Z.7F+T6?^"0>N&CTP2_OQQX:Q?9M"Q:5_F[^4 M7F BM-PD/-;1!RKN(\UFI,LB08%
<(@@.T;K)$7EEHQXP)\"/%_O=*>#B#OXB M[D>526/5@XP7<4,4]W$T8)>*+=+_5+TZ>8IN[J"0XI_P_/+7"/4X!1^'%^Q
M2U6410@[&T14SRY<8])/[)NOW_[T@7WR%$WF@G.I[A'7K=#7(3YQN> +(O9[MP;5&;**&O)_ZB?*E=XXX& M[FM]65'S4 ,N"._U,*"U"ZKR*.9<[#B/M&Z.H>JBOQB#6-
XVOK<+6B^ M^?K-NY,//.5/!E2\N1%\;>-=G>L[G=TJ:3S;_A^9&U+,)1NMR&0T((G?\[>.2-#ZIC*["]<.BE:I_;S&?[XT]J8:C1N (U M$M&7.41/&ON.NW '5-A!^90AWJ(&>T:DI9(FEL
%*:Y/#V)3AH-;!0>^AUHB MC)NH(8OK7XS9B"0]>),;PWSA%)A;)6Y11E],W:/4F^ [;T.T410[/<@[F[4 MB*6PE$;[V,#$/8-3S5B]$D=$BIUE/(MTD'256B "!8]1]V?I*XMW*Y\6Y8[1 MP-
*_.AI81@/+(*YKQ)O8+X[,7 3ST@]\+I)1)Q^ A/75VH5'8("%5?"JV^R ME.RJ\SM*(\- Q/4=+R%]I@: M-;QP#"N6 KKD_ZJKS!>PHC<,'G M5_
M7,E[,K:_W"A5;&""T/@*Y\5PIT?"6HKR#8P-*K0"7F8RCWH/&[)(_<('9$'F0=+D_1!\IGL9BP4#%.8B%69!&/KV MS\<)%=2 M"E.7LZS=?Y>
18/(\Q_Q5#W@[JAACZ$D'3>S;R(+?/X$;:4^(,.!KZ]TM/A; M@5Z%=^C^4P@;;ZZ$*FY GT7L8A"JN,'1Q<[LIV'P&TO90A(W$$DFYASY"F#/>,'(80^D);FC
<_=+)BRGB0]QSO8!4%&2CM,J9R10H[!^*?$]Z,O#7,3)0WI:M0A(O$&S?>:-0";E^X M[>_'7*HE=EZ078B-KUWX>GF+%XS?K$35D]6CO; M@^&#CL+KNHW]B-
PH*@U5;>P[NIAR=GU\"S6@EJI:Q!'0?[F%T5A19/Y@.%'L M>M3]GHV/64IL=-PO?^^"Q>E&*3!BL]D'Z'++']PX.Z+YACNN7_-8%>A-*)IH M\0"B#[S/#+IJQH:%>TS%1H^'I, U8P-
U;W.J"VD>1+(X<,4MYBCAB/-O4ZU] M&FW4CN$@@M_X+C&6&^A/>OSBS98O[Z)'ITK_ZNA4&9TJ@PCF^JK'(Z=DN D(M?15AU1-
+M=BU,SQMUR+)W..SL=5$E@VU6OE"\|T%8CP&(^YZ,)K C:"[5 63 MF?)KGSVK [RE.ZSOW:8/\&8C]ERX57VL>@E)6X7/5TL@]W= WP7Q%,GE$;@5 MA-
C+%L\O]WWC]\S2H491:)/T$N #N0#3=_4D;O7(=)T M'VH)Q3HFX2""WQOT)"^*?-::
(19[''\#1O)+VN.Y,7E>QH"U>!UR;C.24N&W5@^1C5MT(8GS2*__BF,M"LLA7VOEAJ$!EWQ.9:^1&([A MB/,(-]'G1U3 W8$_I%?$/KF'3=42D^%?;'0]*4V_Z;$1A^VH,0]@M>)]$(2
MMT_O3807DKA]>&\CO)#$[<-[%^&%).Z&9P4;#WOLY/7)T+P5_OXR:&'^34+NJT5*U2W?;[Y^^].'AG-(?8"$!!3\KH6_ MR>4(KHII+I)M'QA_!'B%-\AB9_//D@2C"'OY\,:M=S+W-D\ZB,
U9*J58F(< M'DUZW4O6N1>?\:*O-OK 1&<2KK\U;O3,TEC^1K810$]M;#6_=-\["':$AQ$Z!'W+"6_MNC$D;!3[MPJU)P3'F[DWT]D)^Z9'AEC=XT?C2H!H])?VKHZ=D])0,
(I2'E%OAQJH1\9SU M3.GJ]@8]T;3'/12WY"DD*;(GS1U!#OU&7"]AO6>&)).U5)5ISUC)0'3:/!4 M;"ADZ=RS[^M:MK%"HMC1XF\%ZNCJ$!(])5\/46UFQ1PL+'$EP4L?>.=<+\TN

M#B=_N@EQ&#D&(LYS3#0U[G9S2>X)0TX0FO-M-!S_-U)Z*/684[X&C!!WY87T-\SIP5+). MWMJN6=9UM]]_>[]!^!YL26A66YAG+OO*5(>XS$@<2.^5)(#;W3#!Z!,U]_Z M76X_*>)-
A@/AN] IBTUO[#+Z^OY)!!B0.@?0J.6]WUIC8Y5SS:+/=5#B1MTQ MWIP'W8MU5-YY61;2>X+4_S9CT(4D;@_AA2;N*T<7,94/2]RHUZ"XK<&/-EF! MB=L+1I=&N'>M+6UB.
8D;M3KWK!3H5)!AG*XH12Z/F9$NQ $+7*"MLEJ\O-W MF7Q7)Y['56E0XIH0/Y&T1;*(31R#$M_2R&8$)-P"A^POL7*^%3@I_+#'V-ERBM"H!6]%
M6\UL09X5RY6O/T0+PVNZYREJ4E^QZ_7&<%'75X4P@H-ZR^S0M;WD,#I$^E=' MA\CH$!E$(#\S<$THR:1[A+E O+?7AC7$E4P+8[5P,+WM=$^2GJ^!5_7@6UP5 MU;
[_H"P+WR._<,1M^94MIAJ=I< @XEZFK0$.5;Y>DF;=(1J1AB?LRTMM(-"AQ7R(:<08E[@#.>P':Y*^R MWF@)Q].\(#82Z9SJ@Y SNJ=B;GPU22W_G*4=A^(N_1!B7M* M]%%Y8UU-
@GA\%LE69"/:H,1] 6V$&9*XIS"KC:4(,1QQ3R%654/U1<>(,R1Q M3W%>N8PESRFQA9LZAUJMW*.N<4O#_-M\)&UHW1*^?>(FAFN@XI[BO"[W]%VH M=I+$M^W#B]"6
54S5C6N9Y>\R!'+XRM][0%ZJH45)G-C;EXLIP*P'NFQPA:Q M+68SGBNX(&W?L+LSRW^:TZ#%:ZOIQEW L,0]PU-"5O;>2,LU>K'V'DC_S7FJ M8)>[M< 6(L4;:-L'LVYL=3'$&VS;-
VUNVY1%FF&)>XFF&V7%4EA*V9!K*TF; M3*PBV4#$'21[04K/Q6;4!9M"VPNS'V$&)>XEF",#5G<0;)7,O6FCG%M%)JX M%VF6S9972H.VF&PMV!8/P-&7U+\Z^I)&7](@ OGP**8>.-
QDY$6U9R*"[9-4 M"VL/RKJ/ AS*=C2(V$=I#$^RPI"-U9!AB3O,L^I5 WL^W(YF/(>1QCJK@,6] MS!;O[+_%@0I8,M=JFA%G4.*^@!//;KA]-'<7$>%@MF\1=*VTS5B7:^6^ &^; M;U]>>
["6'4]0TU!\B_ G*/%606V$&"D&(^PEBA%C,,)>P(B7BK208BR9"E?< M8:J;2X5X^^LW;;LM>?-9LZE^T!UV2'FH4&)>YYGW*L/ M4MQ3H$.MDD+3IG]N#,Z Q#UE.2*>LYZQW!+N@-
O*^ML1)>O$5]]N><"@H6U= MN$IZ*!U1JA,8P#+ B#0R#4K]X8E[RO.6FT2Y MM^9X!C8M(2ER]U!L7.8M9*LE/'MC='"\IKN>0J>L.P7S\>>-8%KVW*]X\;% M9BQ>B":D%91H0AI-
2,,)Y!?&L0E]YB;V]PE-W!>)1A_[P,1]B:A;7=@4"F"-I6\)QK'*NV5]D&8G<-$XRE1*[,K@MD"XZHWK0C? 6\O8ZUAW]" M5$8@7HU,U2@3$]W59 '##S8_'[MH@TP@M)W
;>V&HB6XV7>&L5;()*&;JG MW+*.,2H1W))!@G?'3>8>U"I0RWIE##O5RAQ79Q/??/WVIP^-FORN@EIWXII^ M.I#N35J0P-]HFL-&X^>R3[E+:F8Y<,J.W;IE?,&Z M?.U'T
NMBA4>/NQ5Z.3'-VX!DZ&?OV -G,9T*X_U3 MI=7*+UF.^\?=.'*&(FYT-ZZK"HD;T>S9"A:&P"5IGF%].\5'X##&7RCB1FNW MY/07_*IU"UC00;,;5[MEX^;Q UK>@'S:-^;S@FO%KLLK?
2Y[[_*5+UYR$$WA M!M2$ZMD0B6A'B[\5J+W,F/N/U>[ONXTTM*B$WDD;NRGQ3-!<;0'"UF6#5Z-Y
MDN=^(/4>F.R4K]F("W]+$PXD]D+'81QPG2CWCMW1Z!QO/,6/PY3=\CRG=>.$ M(F[5!"7.0RSQY>IA-S/"W9>X(V,9=+6] SGG2R7KB,1=IJ+'H\#$MNWS
3DXMK%4T]YWGX9BVP%C_.;)#?QYR2KF%@SH0QOA? MJY5H%5'<+HPOY)W1E=*_.KI21E?*("+Y^;'K,V RAUM:^!S'V#TV1'&';,(1 MA-^\]@CWC40CPZ#4C7FQ\ 7;
(F=G_NZ\6F$V:\$^?4@R-1.4I^4)O-*;KA!N M:KS1WI1*(8$\=]]&@/;W&&=\J57R>(W3@(I$L@T;89EZ.!H0[BUZ[***3%/* MCE@GSQLN)%7Y+]P,B5W&O>E]-22^B.T%
Q0W%LNEDJ:ZY-3S&8>6$6%(XL8+ ML?HW=XN;S>7";KDC&Q&&),Z3DXI=<#WE<\C[:.BU]]O>!*A71($=NB%Q8O+.HKO\^/ 7- M/.RQB[DB9Y?N/R[NX.@-A*]X4ZA38UG-
_YEMEC5PJYI*UG?GE/K9X14J0YER MG3ZQ30!,'K$K%VN0^TN;2#-(<5N:Y88.'CSL;0"KB5NE6^0*;R"\@<5M^=VZ8R51A $=1<(#+I;#UB4;M%(R&$-JVNY!:^-W2 MW;DPK"
<;>KE;(0W9)TEBQ!B6O$<8\<+P$[#]VCKA2Z4).*$ C[X)M_2MV284 MN(L:[^&D"HUIX#3AZZ-3EU> WB6%WE:;;)K!7LFT,%8+Q&U1]#$T(];SWVR^ M1NWI"]O-?
I*Y]S"M,.A&GO]$ZMCY6F$\<-#'$A.Q6E'"I=IV4MNO%FY=^5-T MG_2OCNZ3T7TRB#B>#+K(Y0S<&)YDA2%K,3>P)FK)^D7BQF+U;1M6@> 7<2=* MJ\H!QAND5;,L7
DG;CW\1/D"L9&;*X]N9C/(SH'H\,8J%U6-6&5%4591QY$T M*'GE@4!=Z@ W@/JW&=!GD8!N:FEN,G9:V!S0@PGYNNU$BT3D[+OKX[^.7V&.
MF7\IO4!E=U3M88UH5AC"S2*PS^,Y\,;3H$-"AU#]RPN)UQO/%[A$HM1IE)B5\8W M5< DN%J1=F^4+"J5]9DK;O4F]/+FC_&V[*B3<[/ V^C&GA1W^$X+[?,,JR1> M" ZX^Q
ZP(;=!/OFZW?O/_3=M]FY;%7WWR5M;L"[SQW^6B3N-\#VE UZU6GC MYKSC@&%%')'#$=? 6M;QLDN5^R^7^R>*%(W253@-@K3,2#$I<@^ UW?,4, +;LJ1Q[U;D
M!>"*IBT!6+NFQ^V9(,4U218NO9B3M'@(VQ*,$[Y< 4Z&[<&W=M\S\@M*7).? M3WKQ\+5E IQDI)?0329:0])?05TI7=LT[_K;1:
(!B6L2+7(35S9AB6O@Z!3BLZX7J2O;NS$F.BXE(A)'&W/,]I=[<:, 2! MS0YN2=+?A?OG*=F(S$I)7/.8K51,D)<7>($W<)DC&65!D8G$*BUX=/L)5-RM MD'Z/&-_M!]\?_5;X%-#%8F?
IWB!YU*<*;#E:BX4D>7?,;C27S23X=G=$^Y6GDOD?H@#HDC;*^Q.VZX33*74(>0IR0OXDQQ!>&>!666M(MEM?&X"BB.L"4!#-> ";\SS87A\"VEM3L6]#<#8<+/_#9\!'*\JS_JH\7D.#[
M-QYC%85EJU>P(,1.^$MX6P,[M,B#OHY=S89X2%#/GJBJ5MT:C;D6IBL\JC/%_0RJ+-=.#0C&6G6JG%3%">LE/E;;#9T/WFWIZGL2@J.'$ETK(6 M@[O?C.5U-YX1)TVV".*(C"IT0MN!
M-M(,3%Y)<1ZG<.XET3LW]\8@P&'$.HG8H9)*13)5D'9,]RA-C- 8D MKD&R[_ZHO7<$MY?'NUEW"^C3A#4_@2SO<19V@*7\+Y4\09FL(7 M<)
[$N3,XA2_A?!=QAJ;P)9QQ[@Q.X0LXW\3!-CB%+^&,B4IP"E_"&>?.X!2^ M@/-M3%2"4_@"SG=MB\[_SX]Y?YBJ=.U^R^PR_^V_ %!+ P04_" !BKDU: M7-%00,<$!"+ '@
&5X:&EB:70R,S$M8V]NU:;4_C.!#^?K]BKNC816I*DC9I^K)(W (Z="N$8"7N/IW!(QX7&68* M8H&1P@D4DK Q7"587H/C5%*?>3X59#Q1X+M^ %=<7),;5(XKHB@^F-D9[I?W
MPWT[R7#$D^G!,"$W0))/#=*+XQ3['@Z1YW>BH!6BO^/:W\",."G*")WV/WPE&99PAF_A@F>(?6A* MQ*0CL2!I*2C)-ZQ]TN[9V]O*7VV'$H9G_GN^#%J
M),8Z<,7SOA=ILPN^QSK36#QP?H3BZ['@!4N<*H[4_@:O%=5GSJ192CR%4Y;@ M'.N+OKW 8R*UNWIQG1)F52O12Z=HSY2-W=X)H M +.,*#2B>!XP%PD6)EB*0H2?1J
M[+O@6:G9'!LC6L7\E(Z?WQFM10RE.%VN"9[_\!UA"4QLQ9UPD>WN>*$[N'2B M.2#^KWE[\SDXXZTR!>UVV_$"M]=I;VDF+G!>[I276-R0&,NFWE'CECY]N5V] M6?#XVMSK_8+
<8#BGB-W+4XT#F_OD:QQ8PH'0[;I;FHDU.! N($")" 8'X&.Z MN]/I#J[M%<$AI42?NZ^0/H";0WFACYSD:3-[@%@":V8/X(PSYSC+*9]B#$=$ MX%AQ M6XT+8"#!][T@\K^A>!DB=2
\%F5T(% M!-OZO7 .!&$8!%N8A H#'F/4+._U^Y8@\R3=:#'0OPNI2#I]:PPDG@(O! B< M,%5K[PFK#1UORGNO\OK?.R90+Z^04(P%EI^@(QS@;:8_: MGLU-
I[6A!#3[+4W:*QP+)A7L[K2C ?RI?1K#ER_G&QK7^81C1NZ:<"C(-\[0 M,\/8@()]O#97QK?(>(,Y6 MUY+#NV^YP_\"4$L#!!0 (&*N35K8H$NT!@@ - E > 97AH:6)I
M=#,Q,7)U;&4Q,V$M,31A,35D>#$N:'1M[5IM;]NV$W__Q3\)UB7 +;CQ]IQ MT@!NXF+9AJ1PW#V\&BCQ9!.11(VD['B??G>D_)#8;MVN[=Q@!:I8XO%XQ_OQ M=T=*YV.;Q!?
G8^#BXG_G_R^7V94*\P12RT(-W()@N9'IB/TJP-RS; M]4J[E=FSJ11VW*U5J]\=.-&+\TBE%L?3V-__]&K6E%EXL&4>RU':=2X=^*[S MYE#%2G-;]?
B@3,.P&IFR@$IY^7S(\-64#6D9>T,B_&U" M\]SMU)O<1CVQ3&'N0JU.1O=_^^'Z]?60-6J5VF.+5QWG>H2^6Y5UR>D5TT.< M:]#_DNV7_<'P^LWU96]X?7O#WKX;W+WKW0S9\)8-
WOW[#UQ_] M\;34.Y463<,U&_,), T3"5/D63N6AMBTR7IIFO.8#2!3VC*,S1NE$U:KEG]B M*J+'>1#+D-V!GL@03(E=IV$%XW3Z#.)4W[LXO>8&HX-12&;L/E73&,0(2CY< MVH=
(*#0A59@S<00N4\;3&,LP3LM,;H1#_&19BJ1EEGE MY=8$4L &ZYG))+P>\!Q5W0:?";0&!PR=MD8QR"!4&K,OBB68G>TA%;V="S# M,3,Y79;]IZ"A4$(.)-
+$F*8IXT^E'..#)H/0&4AZ,S1-"71S@MT$"V:KT_!, M$-CX=A (+)(IQIC@LHQI">&'XMBL5]IE&B&+<"M1CTS#.!>H$W&S$L 28D[J M>,8R##LAEI G.
MWTJJ'5./4=+/B+E6H.NA1+;L/%#T:* (!R(_GP(:)2B]?WKUU*[O$4CY_H#T MM%)MTSQ<@<'= 0;+9;0/(ZE$R3;DN=F]"V6] ! 5Q4@^CZILN4JXVJ(N8-9D4B74"D5;$R-
$ID3;3$JEL+MO4T>&"DDUY(WG!'+5(X]?&&P6L_@ MKP!($+D7^X/X=*[=*Q@'^P/C@FL?HWAGMEH#\^X\MS.F<1U,I""H_#BRI(94OHI38@7K]
[>;*S\$5.R)M&E]?!BJWVRW8)3GP MA310\1Q]>+O#@GE9[E8@^)E >QS::(!O'W%B?Q W)TP?RW5,T):[*-ER)=&$X M;I7
G1;008(["O)V'7NKQMPLB@RB/@=Y$"XGN/DH^'K&8GD/<7%T\$2^](^G MZ)_!?*_V8*V]@_DG[\'!NN0K@MI'5!YK%>S".HY5K%7: M+)*]>X JDT1:"_">C! H+">H74BTSRDY0C@C
1LB>/Q+M?1\#<*?N43SW7K+ MT] =,AS_M]7Z4DF^%V-YAN6B1*S1YI:VR:$$1$:1J!=;GBGP>\J\OEQSN=<5 MFNZ@]%%X*W8G_FAA [%Q@1T-
+'AM*S:+\A2[(,"PBBSY]&\P]YL\07C@ M+#EGBGRR\>3L&:7V_=L+]3"#1QHYHX1!!\=T"!MW*EW@J^03H$PG*IX 9<&4 MCXK#=5V0(R19K&: K=.Q\G3('Z$7T?
992H3*5@RL!1U#;-T&JA ($'^@RSC9 M,<\,=.<_SI"XLYC/NC)U4^8ZG160"I2U*G&O?2>4 +!P*-Z0.DCYYN(U>*=5 M:73-BO-3GUK<[52V]KV/K6-1J51Z^RD]L29 M[,W&B3$93U\=-
Z>3&ZWRFIN8N?ZWB-:SQY(>/UM^=I$JNSKKT;WQ<*+PR:" MSUU?'-9>5C==L@*9[I5TAK-)U%L[OY'SZ?' MY.>>TLZ'WMR[&7W\3OL+3=^X-'V7V:VO).E[
MF:.W_N0$V6ZM_7A])D\<3:WPX-9/;Q9M7SO976$"P.!QMW6S*^I6J/D M/F#:2N5//C+*E'$ONKK^/'<":Y\=+1>28^OJL@L/<#7E=GN7;=^\;/V&J;CZ M+ZI.W)=&AI8FET M,S$R
M/O.0XNG0I,G9Z1!X=/:WT[_7:NQ2AD4*F6&A FX@8H46V3W[+0+]P&JUTNI" MYA,E[H>&-1O-??:;5]BQ%VY$2:!LZJ=TSWW?+IG.SD-9#0Y.XW$B(GH_99H M^'X K8-6TS\,VOO0/
J:,?!6$ ='Q\W@N/T??PNKHKFKH\TD@?=;JG:V:A,0./IL83<9]U[)"V M7-6J.)2)5)WMAOWOA$IJ,4]%,NG\,A I:'8-8W8K4Y[]XFF>Z9H&)6)GJ,5_ M 7U"]^SCV+E\B.TD(H-J"'Z3G.
[]_J%_WA^PEE]O/O5X?N!/8C7S)_/W)/WLIQ;LK NG>L>WGS:="[?#*]N]Z%'6FKT60W5VSPHO>7>WF]X^]?[/NQ8!*FHW&6L'TV_G+XZZ]=(A]CYTKP3-V63GZ0[TX6LL)
M2%ZD\S6GX->AX&$HI,="4$;$$V:&W+S;WC\Z62=XQ]A)SJ,(>;*60&PZK>G: M%%F$\.W4Z,TKQ=>OO][4/IV6YE%]GZ:ASX9\!$S!2, 8,XP9"DUYI,VZ65;P MA-U"+I5A,F-
74]7,;]3^R61,KXL@$2&[S42(6B/];.PCG$Z?@-Q:FY\CD.('H'CP7+N5"%$ET(9.H%K '+C+&LPDK,J,*P!&@?K!2 F/' M68I/R#,)BWF(KQ23J3#,2&>W8) !!EAS-2&3E#\
]CO7IL9W$3J#7296AV ? M9! *A;H#S3*LCIY$H-AX*,(ATP7]S.J/04'9" T@%3I!@4):9RS,$ >H1 (+!89QIC@,HNIA_!#R119&@ M >)0(EAL=]KZ$W(]9'$BQ[H"J8)[H8WBV!&GE\YO]-
*;PYJNG%GP]HW K;UQ MPR'/+L' MUD52NBT2M+"J>G\'G!=65=.3>Q2DFC.'46]?$7/-0==!B7Q9NZ/X24)=N0%WK]*I3U M
D!4E#VY/"H+A0WD)+ZTY3RT@LRV0WIYQI;SC*L@X19F92*=0<4KV9@*!3(G M^J)E(B)[ZJ"+0(M(<"5H ,*E>YL#,FJIT)2"[<+4-
E];AI0:T"&#C$R5F,YI4ILW'LL!Y87*$=':BI$PE"JR#EAU>@\9:HP$@8TED-.*(1-4 MW@Z\N+)$CM3]1N ;;@Y*Q;NC7A26*JBX$(IUC\N5 MGX4K5D3:U$Y?!K(PJSU8)SGPJ360>
(Z_OMUA027+[0H$-Q/HCT4;=?#S(R[: M',15A.EBN8@)VG*7DLV6+ 7>-] DI7(9AH6BR,_ES26MIE(;?$]'M-B6#K&A M/PI,N]CTSHHJ,4(8">R9=>DX;I7
GA;008(]"G)^[3JOAEQ/1091GX4\1#8G MV/DH^7K"O 27ET\,S>^]-3].=@OE%[L/V-@_EW[\'LF6)4+1)O1E+$F?- MG?$50>T;E,>"@IUZQU"%&JGT--G;%]ADF@IC
+Z0$0*)*LEW$Y1G*!<%8HTVM[1-#@4@ M,LI$/=WRC($_4.9UB[]:\S]ND@1'CA+=C!E/EEZ0(:9[("6#I>"@='?(GZ$6T_1")4%_MP-FIL=NDJ/$Z3G/.&3CLCLQ-A*)R5P FF,3#OT+7]$
M-(_RH/P";('CBLO/_,?']W_:[UZ_UD=HZ MV?OX2L1A>__U0[][<=&_>7:;Y<="JERY]DI"CD.D\SA6C>UGP-OQUZYUV+G\ M*R\\+/?@A2X\K#?
\ZK[#BT+I"VAQH5^)EU<(1^\1PH).3]B_<%?!/BD4;R14 M/+H_=C4+.K:2*\<5L/*MKYY([:\.U"^>YT>J<3NVC/.L8F_ M,:O" R2>PJRNLHI&5E[W*W_=Y<,]>^GQ?U!+ P04_"
!BKDU:BA[:+JD$ M_#=$ '@ &5X:&EB:70S,C%S96-T:6]N,3,U,&-EP%WO7W5TGX7[]S:Z!D%!Z MJ90V;10A['D?/_/LF.Y2)_%9=TE)>/9;]W?'@8$(LH1R#8&D1-,0,L7X CZ&
M5%V#XZRU^B)=2;98:BA[Y1I\%/*:W9!47W=+-DAW+L+563=D M-\#"TP*K-.M!E93]5I-4JM6P29JD5F\T@GJS48E:4>MOOX"FJ)[;*+V*Z6DA M8=Q94A._72V[C5JJ.[?
WH[>C&90*;O^PXQW"R=R@;5KD;9- MT3NI!]AK*E\H]_YP,AN=C_J]V6A\ 9=7D^E5[V(&LS'X3;ARIV[?A>FP;Z5^ MI>85#Q;XLU34FT)O,+Z<#0^2E/L95^?
[Q5OUCAB$,@.*>!9H+#+=-+T$L*/1&1N9_.8!3"E\H8%5!5AQ ,7CHUI7R0IX:L3B(2TODCN*\4$10B4 MAT@G QK09$XE5/RB(8\J$
41BU&TS6%*@TPRS;!8PD,8W@5+PA=XGF%81WJ'2!W2 P7KRN@B7DBH6&FXS7OM+1B/TC;$T MNZ$PCB(L2)HJ=XHI6N_S%:!(LPBOTTRJC* 3+7;1G??QU9%?]SH6XJ8N$HK4
M<.BNS0--@Z-UP"F1<*I@ MKXYJSW)X95ZTGP2JOZR#T4Q*&>)XX,8UTNU+?;!=S=) M__CHG0=M*3?=FFG#;(MGB+(X1@PB)F,S%=M)D?1SQB0U!ZTRH'@$PV-R CB+ M?NTX/-
GB['ZXMH.U!IO?JE1SW"9V6!%6K8X9EJ<_SL+!<_>7 $'YIP0!X\BH M";%$C9RM"5J&>!?T#D((DPB1%#G.@*%HQ"2. MC'5(TYTO_7!YN?Y/YDR#(I/5I-Y3#C&$'- XG44&S
7KW?"EN]Z M3=^LA1HQJ<--X/7&Z-J-L:3#?5FMY99KE8-BS_4/RK[FMH*/MMIXDMN233E/ M&QNCL/VGA4KA4;_;'OAV9#;^OJ):3N^,\O[JN-=(D?[X(?3R(Z3:Z"C[F1/9
M_N<[W,$^]"X&PPGT)N^W>'S>EJV1:=8TU 4E8A;"IOQO[F>.R>=N:?/_MEG; MT8>;T'=JUR_5D2?M@N80.[Z4#(DR1:;?@R9]P 3P2[M,,(YG>T@NS]ZXTZ%LN=&6]*8F+;LO8/?
#Y)E:^_>A,QQFC)] MV.30>^#!%_KU9_[S0LG^K/$?4$L#!!0 (&*N35H(T?9CW@0 *,3 > M 97AH:6)I=#,R,G-E8W1I;VXQ,S4P8V5R=&DN:'1MU5C;;MLX$'W?KYAU
ML&T"6(KD2^); SB.TQI;Q$'L;KM/"TJB8J(4J9)T$N_7[Y"R7,>N"S\TZS8(M!$LS0\[ES/!(O9G)^$5O1DER\5OO=\^#*QG/,RH,Q(H20Q.8:R;NX6-"]6?P MO*760.8+Q>YG!FI!K0D?I?
K,'D@A-\QP>E&NTSLM[GNG;I->))/%12]A#\"2 M-Q46M\Z;C7H:MM,H;-2BJ$7B,])LD2A.:7).XW_""IJB>F&CS8+3-Y6,"6]& M[?Z=1LT_;^:F^\@2,^N$0?!'Q:E>]%(I#.ZGT+
[X62RSM9BA3\8CG-V+C@NI M4IB6XEARJ3I'@?OK6HF7DHSQ1>?UE&54PPU]A#N9$?&ZJHG0GJ:*I86B9O]2 M] G=<[>/A::J@/Y/AC>34?7HT%_.AK?P.V'N\F'_LT4IF,
(6_#!G_@#'R;#@9.&]690 MW1G@SQ)1?P+]J_'M='CU+)PRB'9P!N-KF+X;PJ1_=]F_&4Z\\:?WP[^A/YA: M22T(]JIB.W]YO#6^&>%(0"R%H+%A4L C,S,P,PI](>:$PQW-I3* DFNI,@@#
M[T^0J7T\CSB+84+5 XNIKL)(Q#X<6].!S'(B%B>02N76(L5:.3HH$Z BP7%R M16.:151!/:S:X=$ HB%E'$4K'R8TGBMF& 9+1 +#IWA&Q+W;(&-:6W_QWVHF
M.*)@1A5%WYP/A=\GZ%85+A4C J[*,OS0)+?WRC%]D;WW+#!_.V,DCIFLPF#& M: K73! 1,ZS(.$VQ>,I6=*UP59?): $H,BS%^WRN])R@ZT:N=W*!F5='X5G0
M=>UL:T@2F=OS8MWFF:;MF>6&$Z(B(JCVQD^<+J ?&RNQ/5-%.7&V5B^BVDFR M!7P6\A%!]!.F<<\0$8H3;CEQUJ:)?YDQ1>\AK6Z0-6!R3$\ Y M$#:/DY-
5W;\V]JJIE\4/V_5&@:/,#0HL<[MKV_\'E/-7A47MIX0%$SC?,^*. M#3Q!#$'+!)^"6<,,80I!DRNJ+3RJ5DPX!S1#9W "H2!'O.BJLTI7DPD73)A; MVDY^U)KS
ET23Q&WI]Z86O[^A<4R&A)Q6BI$4B54>9A03G)-.^6/;L)TSLFB MPX1+BS/J+D_M2!HC,T>_'NRKO,Y:;6DVTUADL')@6KC5$^[-XM51X[RKW;68<]O7R[M1 M_^:%6$=K+R>'[P\T-
MSN;]^-^H/!:+SQUO5C(;7L7,N@41>TY"R!,K9? 6^; M_"K+<3E\B49[":6ONT!Y?\+??[VYB6!?5$H?0EWXN4 Y1@^(8,R[('" M7TC@X18/2&9I2M4RG!TLWXJ.;Q7#ASD^W9*?K-*
[2NRI._'VI->'X497R"3< MJP!IY;7X2';J/L[]!U!+ P04_" !BKDU:5,'\.';5 P"C\S$ M$ ')S9RTR,#(T,3(S,2YH=&WLO6MSVTB2-OI]?P6.9GK'CI>4=/5W7Z# MDB6/9FQ+*\KMG3UQ8J,
(%$F,08"-BR3VKS^961<)"51,DD4*$SLSE@D"* R ML_+R9%;FK__W?NQ9MSR,W,#_[6_-W<;?+.[;@>/ZP]_^UNV=7ES\[?]^^(]? M_Y]Z_;]/KC];'P,
[&7,_MDY#SF+N6'=N/++B$;>^!^$/]Y995QZ+!T$XKM?% MSTZ#R31TAZ/8:C5:>^HR]6UX/!@X1X[3[]1;1P<']4YGKUGO,V=0;_4/^_U^ MAS7ZAXW:\-BV]^Q^@S?
K>_N#1KWC]%G]Z/"P3?]R#IFSUSX_> 4%YT[-[GKKOOAQY= MV6HTV^].@W#?B-N$+]X#YR%[T(7-I\]]]?/O?L$1^S MNNM',?-MKG[E\/17=/N(V[O#X/8=?)%=XS&\WX]'7@:_[K-
(W_=^[OH<8?#; ME#!Q'9Z:NUB]14J7=W'(_@%B,4@DDBVO7KCL-YNZD?""SDSJY'OM_].?)F] MU'V,M#-4LH/$C\/I8DK)+W/4LJ?. Q=/G=R%833,O4?()TG?<^V(A[>NS:-=
M.QC3#YJM=*7_O;SFG@QZ!,ZC?3 M"?# %G_]MA/S^_@=[:EW"_[C/_[CU]B-/?X!2%A7%/KUG?CLUW?BSOW F7[X MU7%OK2B>>ORW'<>-
)AZ;'ON!S^'Y[OTQ7LA#\4_7<;A/_X3OOX)""UU;//X^ MON:#WW;L.C#!9V.\$W>/SWQXW/047BYDWH7O\/M_\NF.Y0)[!O5V:^=# W9?
M8[_1/H(WR]WU&0_I@EYU4+>>>VRX8PE6_;8#O#T>N/?N#UO=A?<((A>W MP-D]2%OD]CW^V8UB]4I@/W8^/&8,_G()UBZDNT=?]].PA#N_ZPU=-:^AM;F
MUW#FW]IAX..+,N]S$$6XN6%)X$U,EUO"F8]/(O6D5G)XM/?$2KJV'2;<.663 M"3SLU NB).1P[UC^L^L[N3<[A:\B;_6W?"$9Y\1Y363#[:;C MLW;UJ7C BZEYU'A*U;YHZ6L4G)]?
\5.*>?TK?I;&^?D%MPM?\+-D.MTW/['F MM2B)31B8E:S^T*#5/V][KV3Y1P8MOYFN'Z*G_-K/[MV8[GWCCKGPS;N>%\0Q M!Q\]/
W&$X_G5M8"5^RJ8Y:WWFP>=DKOKL,BGO)RU[Z(SR[KNQX&N<_9 /E5 M'"T7=0CY5P]T>72Z"K6VAN4\9;K6N1SQEGQUBWDJ /@<^,,;'HX_\GX,*@C4 MDXL*$I]_V??
<(6FY%ZUM3O)6OK:G[.WZUK:L&#[7LN06V&HTEI'$C BN64?\ MY&J6 EA^?C7+[:F?7,M3UF-'-O_!Q MGX<_)S0?X:);>,7;YW@M"QQ>V,Y/F9:,\R)U[.. Q\\[.W-;?X6K?OF 1/!74;(L&
[?/(JY_,.U]D\6I!RP]3K M<4398""21:G8XW@Z 2)%+@9W._*S48@TS&;7=N\C9^>=>%SZ#/G(*$A"^HN2 MJ\>)[\9$IP1^HSX<@QV 4/:#3%T??^M]_/5=_BOU-_Y^[EX1*O5H[G;B+_'E
ML^X'[P96@$R%OJGCWKH.SU[Z57_^"%^XC+G?XX1N\2[_M]H]2D0]1W.?(B%"_.Y95 3Y<@:NYRV\H?KR67>$O0:&[$^3^"?S[I;R"=!
MB!8?/UGXDOJ*;W#%L^YM)WW7GH)3L?"^].V_X-MGW9,+I0.*9M$]];?/>T_V M\"X\[3YO%U)UA.<]*$.9[Y>YK]38XC7!H5*?
\RZU[,1E:!I!!5,'$D@C[]79#WTA^\Y*5M"H&@PG@0^_!EU[UWPA]5E M\/DX\'MQ8/]06,#"1VAJZ#=YW@9LKFX#'I6^1+S*0OYF MH^3TO^8QNUZUT;#L9
M)QX>M""4"*\+^0CO=LLO?#L8\]+P8NWQP)IY@;_<8O&!YX'^N8"UA3R*2T-^ MPX*652YM[5%+Z4V; 2YW<^T1V#;J8A,8M_:8L%$;56Y\FURAXK%P$2K9+^98^7-PH2K9+P90^.-
PT2K9+V M:X^,MS$P61,ORA[*%P 2K9+\)F1)U[2TLD>Q&P:)BDE/MZI0MD3,JD+9A;+'TKT+9@@A?A;+%T;X*9;-QSO%7/ZH5WV MJ'Q3F\0$7I4^-
B^\@*,@QI4]3B\&5"F&69VRQ^J;!U4*8E39_S-E445Q*"R M(P";0KU6>'ZP4_;@OPC4:Y7T+SL L%'4:Y6$+WNTOVG4:Y6T+WNH7S3JM4I> M5
%]H>0W+D:/POCX&KNU"3+CGU]D\3U<+31!>RPX);DH3PVQK@X?A%SV7W%W!8-@._2P[P)6&H<:!%8;MT-(QU#CTP[=JK\L M#4>-@U4,VZ+EXZAQ8(UA>_0\"7TW%G-
@SMU[_%=Y7"3CT!_#MFNIF;L]V)(Y M--T>2,<8FNX;AZ2D^%3D^CR*NC;H"-%W/J\>>K!,'ET.+GQJ[YTPSYM>C,#A9SXFC?.*RD5!Q/?X=(DY#B7427* M/K'H)CCS>3B5=A8$,\X?
K#!-QWSL#19B /C<)M2AQN*92R=Q3 M/._*[/B&AV/79Y@^W\Z=9AR$LC2K:$-QAT?NT+\<]()!?,="WIO"MAMOJ5HT M#D-Y\1&:LGCFA\:A&V:2?(6N]Z%QN,.K."AV:!PJ8"
[95RGMQH7^SR([&F%U M:#E[36FDWK@XWWSRKU+ZC8O3?ZK)!EQ7YGX;1\:%W:7CQ@KWQI&Q4?32J@FB
M:!'$P<\O?/C9,.115#;/Z,C8&+D,C%CECBAW_/LP(ZC#76FV0[E#XB*YL,J] ML!U1\H,7;V5:ZF@[8NRBF%8,ZGI4[@B]:*85DX(Z,C:NUY7\ZH1F3]PB2LW3 MIS!()DWY>6D,DK&A?/$4-
\#T-!O&!O?%\V<]CG*S86P$ORS)6R530LV&L;%Z M\20W0@L9&\(7SY]U:2%CX_5E2=XNG18R-C@OGN1&:"%CX_#B^;,N+61L%&V4 M^]E:)N[,?_LWG+GP@CB,?1R?
0+^W<0GGHLFAW@F41Q M,.;A-??H5$4TE*7ETFK&1NDT8Z/YDAB8508U+6/C?).984*XTS(6 2B) M3EOI-C(6&S"9&49L(V-1@S/_U@T#'W_%O+-[-\:S_2=359Z88CLGH>L,>1SX
MIUX0<6=]AQ5,<.5:Q@(+YO%K30Y.N7/- M;P/OMCP'29MM8U$:4ZB]2IR_;2RR\A"U;T9<#)I9W\2)=4FVL<")&;1>J5P; M"W4\2&L>CC\'S"^?

6!N+4AA!ZI5*M;%HQ$.D/@7+R$/;9=X5@Z663[B-11), MHOA*9=S86/TABO>X[P;AUR#FT1$\^0M$8_"[UEZC\3'AW6281#%*97EDWMCH MV&0.K'0/E"[BS' J+[;&
L6M'=;Q(,O++1'&):79A-T2A>&&L&"5>Z"3NEB MTPP+&H<'>T#UK]A@$.Y2+MDO7.!:(.%7*O&EBUKS2D=;WB-2.?](O"E0:+\|
M@E^Z4+9X^J]4_DL7WV;HO[^GZ=]NS^J@@_+L@=)%O&;P8*7[H,PQ,/F:J'<. MRR/S98YX-T3OE-;A!0FH>L!38Y*(^%[90YG-T;Q5G&B+Y222]Y5"H1KW9YZL;V2QZ5;H;B
M*Y7QDD>E*=Q5)C$O>52Z,:*O5-++')5F/,7R%('MESD:#T@S*'H9LD^BHE_:#D42C56W3* Z0?E#P W02]5RK?)8\]I4;9*Y$: M+WGLN1F*KU3&2Q=[PN?
P=Q+RJ).62A]TJ%2ZQR>QBHK*XZ,?E"X4-8,'*]T' MI8M,;]C]V3T?3^*3P'>BKN]0"TS]Z;GK,]]V_>%373"??)%-MAE;UPXK711< M*'?
7U31L7=PM7<2]*NZ:PX/#T@7@9O!@E3;LL'3QN" R_\Q9Q"_[GCL4+= K MB]4\+%VLOT%>ELP^'98.1]AT+[P6]GE<%;5+AR$\MS_;T@_\'/C#F(=C?/!\
MU_/KL\O!^+):]Y+C8.5<==8O"+/PCRIQ28"9Z+B\[)\-A83>:5\CF8F*1PL M/4DA)Q0_U<+WL'P@S6;;0:YP_Y4.,3EE/G-TD76!1*^C<.45R7QI0NP-TWX M6>?
S:&GG,\>EGW,^C8N"$8#HQ; @O/X3#X8AFXQ7@(Q_P,.3. M#;OO1A&/2W-^H=4T-K(N'U]:J^2+L?%V^?C27"5?C W)2\(7(XR1L2%^&9E8 M$";<-
!8N*",36\LSL;5*)AH+/92$B6L*S)K&(A,KX M0 C[QAY^#*#IE83@= M!.$="Y_$+Y9^QPL\RL>1ZPD$@>%<;1_%[O#6GP.(V?^1A&[DN#:^8WGDPSA, M1-
'VRF/^5S;.5/5UT07$C\M#76-AD2[ND_E-!MLO#D&$N=.+ _O'-]^-H^O> MM])X]2UCT8FB"6Z"D] R%J,HFCMK A]:QH(/11/LD.@,+7WUT M0V['P1J:N!BQZXP%"%ZC$!3EB1B+
KQ&(2@J.GL=8,7/" &B4&?WW$YB]Y9' MS'?.QA,OF&YML4?[=< H12)@DQ%^W5@.*44B8(,1_MUH$Q+B<2F.J<:81U> M!W[U(KZOJ\NJ$7PO"XR&BG@!S\]8Z'.G&WU$K0V4P#K?
6^;!H[;5C2L+LF8< MPXIRLLJ"S!G'L*)B,6KL,U75.*OUTVK&H#I#9B"Y0- M/MKL%EAE6K]3-EAFTUN@(+/=*1LVLMDML,I4?J=LF,.FMT!!H4:G;)C 9K?
M*M/WG;*$X2\E]9//>R)=IS'8R\' M=6X/Z5B$%1OD=9((-7(@8% M16&=;09AB[MBE*^9<'L#&-74\9B8]<\!JKCC^;;77S'-I*A?QKX QYRZD-SP]D8/XRN
MQ(W6TPS#")89BV.9S[*B;)NQ0)3Y+"O*OAF+)#W&LJ[G46B&WVRI6[]O+(9C M"F,*4G+[QJ(GIC"F(%6V;QQN@817C0-/@_$$/A?]ZT(<-([&HQ2!DKA3 M^(7%]@B\],L)7AW-
5,S%S2W5 ,:!VQLB)^M+>7GVI&/)0B1J<1JK&Z^9FM_ M[3#!\]8VP^*?6YNQL;,>G"'F-."6#'R$-/+I QPE&OAT-&7M.ZO9*F)GK3U4 M?@$A&D40PK@](GY+G:0^'$X/3[M;IVV-
RZP+)X5!44L!\:%DL6SHJ 8Y<"X MX+$05JRI'O[N BP:.JN\L#-@7'Q&%+W5$_B@H\N@- SSI]N$=\3MUU99WC-
MUI,D1>H!:7A'\|":\O/M#.H.C$MGET(H6MLM%,8ES4T7BFMN3VT/$_.^ MDP[F7/)%RBHEQN$*IDL)J8[V=JL.X[+^RPC%:1!. A +_C7PMYL]1@(L3['G MPL=>.79\M,:*G\@2?)QI&
CXE$8WM]@-U^@5'AJ)D)DO M*Z_ -SPT$MY[2#1$Z;7T"V$#9\1B6[=N*0'"EVW=LK*H@NO,\MS7E DYK! X ML]SP=?&YPM ,]ZG7Q?A2XF2%;_#U.-X*'KHG@I<:S"=]:&P,V"
M2JB.2HE@%2X4&X(UBQ**4D)5K\GY,D)*2H5:F2 EFX0RBQ**4D)EFT]S%\6> M4L)DAB0AMMP3+"6R9HAH;+D_6$HPKGC1>)5>82GQN^)EY37XAJ6"_I,>
[K.9+6;E0(G%EN^+KX7&%HAOO4ZV)*7&RPC?X M1M+<*^5S*0&W3:>Y5TKQ4N)8A>^L#8&;Q;2G:#=*B6 5+A0;@C6+$HI20E6O MR?
DR0DI*A5J9("6;A#*+$HI20F6;3W,7Q)YF*6$R0Y(0V^T)-DN)K!DB&MOM M#S9+"<85+QJOT2MLEA*_*UY67H%OV"P5Y%=@FKLH_I02("PFS5T4BRJXSBS/ M/8/5MU:(U3$;?"-
I[E7RN55*P&W3:>Z5 M4KR4.-;*=Q8^]"H,G,2.+\,>#V]=FV<#&S$A&-E+7WV&77?-([%,YJW9>RZF M%U*[54H,S"X=\VRU+A0V603J*LBP5@%@&Z2C(LK1+ M"3N:
(!V7\6A;#4J[0D8-%HJ"[$B[PD0-%HJBS$>%AKY0*+;45"":N3)1D-78JT TR5#LEZ/%BT9DO5Z5)F1 M2)9A0=&9?^N&@8]/8EXO\!)J5K?]VK0"T\R7C:(4>@6MF2\;1=F44@)MA81,
M14M(49:E M_*(B%%V9<*BBN+A!1D9?:-!.;,95-!JGZ_9%A9T6PJ2-_NEPPY M*YI-12F]DN%H=)8WVWV(>?QR('H-<^^R=ZRWX<,CL^ M#:(XTVLDO0"=ZPA]:C?"FT0W08]
[.##G$_=YR+RN[W2=L>N[48PYQEM^=C^! MYVUK:'M@'!*Q34PM2G\:AU=L$U.+4K_&H1I+,Y7LXT<^X&&8OR3J1MUKCE85 M;HB0QRWWDVUU-
8V#.4K*OZ*4JG$@2$GY5Y3^- XBF9ON=_9' N\%)F\2^%Q/ M]U.7=6T[&2<>7.M\8J[_.8BB4Q:-SKW@[N_<&?(+W_82!^PCX2C Y("L)14S M\"A>/5#&5Q[SHZ[S[R2*\2Z:85=!
MB!NP&\>AVT]BUO?X35!R+AX:AZR\G(OG0EKX:!Q*,QS.1C8 M[G9SR%A$IJPFS01'Y=!82&8K[9\1+#<6L-DZ8VD$NXV%C'@D9H0/!K8*>J&W^"^.4R
MJDN_[36W/19%0'6;>L%=)O'E(/-N5&*/:PCY"'^+=+6#,<\OYJ5WV4J'K],P M%@RK=D>U.PK.S'0:Q@*-U>ZH=D?!)92=AK$@[_-W1^^.3:J=L74[HRBOREB@ MO-H9U+'^N-HU%]!
<+PGG(_TBH=CM'?WUQYM((MGP2AB BE00\(@$M M8W'SC 3H?_X=[LA">S3]S&^Y]X 07/B3)([HBJ:!O#=P"Q@DCL9"Y:L0QU8E
MCB431V/1\56(8[L2QY*)H[&8=SG]]I.@5*Z:L#2N.65#/ZL#!H+49?&%Z]D\&=EL +.#61*!6(;Q(UV!2A7HO& M:%3@;B4:#XA&!;16HO& :%2@9WE3U2OLV-MI5_CG:Y>
"@JMTG$&B6.%BE;B M:) X5@!I)8X&B6.%E98L:[U2[E>@[&MD>Z="?ZLD7=$R6,';E0P6+8,5GEW) M8-$R6 'G!C*E K%-XD8%*%>B\8!H5.!N)1H/B$8%M%:B\8!HE!_T/(MB=\QB
M?CG0/RES=6BG9$"DF1Q9Y1[9,Q8C/$DBU^=1U+7_2-S(I:9EQ(DP&AY_9U', MOS"?#8E/:EA-+_"#,3O%N&1:FDVQ9RQ$9AX+3&C&M67\! MAO.9Q_#EY>
TY(ZZ2QFVA['(B3'D7JE!,!83>9S!4EH\TC\.>+,H?=QW-L/O\)_$0=<=M!I.LP^.' ZK-.QCP[Y MWM%AH]-OM[EMMQL'_XN&.?U-%$\]X,38]>LC[@Y'\7'K8!*_OW.=>'3<;#1^
MV:'K/OP:39BOKK8#+PB/_P)L:@P&[P?PDO4!&[O>]/AO-T#WR/K*[ZQKL)C^ MWVH1\Z-Z!,N2%T;NG_SX$!Y!?]V)9QXT&N\]L,KJ'9JMQB_O<>5UA]M!2 WU MCA,?
UHM7P2LQ4U[%&H5\|-O.7YZF.X3T-]B8U@H&%OH5&'[^^HX!,Y"TBB=S MG*%',\|=^LC?=F[.>E7]I U^W M=W;Z[?KBY@+>M?
OUHW7VWZ=_[W[]=&:=7G[YA&/QTK^"JO(#_VLRACO9EM1H MU[AI['ISQ_(96@*'N\2(#M6,-@'0L!DT.*P&K>-P/ J_/ M/"^(^\&]H@MXZ__YEZ.#SM[[ATBS7HE=O'0K_Y_-O,J<-
*K=+]^_=;]7"@Q MBES^]=G5Y?6-=?7MNO>M^_7&NKFT0"/>@-H3N[+9MBZOK>;>&^>M=7ENW?S] MS,IH3*TMNZ<6O@1C;SK"EGH07! M,'>LY^_%*W+
SD0HG=N,QPY\4A_#+4;XL[K#IG5\5)W[:E=VGK/[3Y,P1+2: M7OI?<*-E'YH^#X+(C]P6#B_ZE'E-4+/0M=^(?IAEWF*C4*#7L)QT!>%:#,M* MU4AKVY[G[M7=QD',G-[J@U
MVIAE2?"PD;%68%\>U TB&G-]A 2.]QJ[G4DL]^*'7_OANZ6(@^^>#BQVS< A!?3^(XV!\W(:WD)_$P83^ M-)@:I\%X[$:(WH!-AXC93]#$'5O/L.=G!,>[+3V#Y:. M*?
*4W%M$NH*BK.>2XYH/W0A%+/X*WRB2'-!._G;R^>(4-NGU[Q>G9[V:=?'U M=/A-N(*3J6ZUMN M'%FG(Q;"R[\U"!I8O*S_?>E_9$PNUT>#DM2[]X/0X6$=EN"Q2<2/U3_>.VXT
M\=CTV/7I1>A'[^]18_%5CM[GP\Y^XU3MZ-?%Z0 &DTV\[[1UU\80Y"!$UR1L"Y9V34+HL'#+?_9/^?EL2\7HQ<2ZNP6\> M3[Q@"J3)RY+U-=A]NR(I\?
A@3I4++;Y3;,2^FGW8=9P0:S_$_WR&^S4UU-P MU_!PK]$ [[O6R7O0[AN@J NM[_N!-A.25E MVSL?0+CV'M;NQ6%BSU5%L#0+U_9V@4QLLWV2_$5;=!7"OG(GS+/.[KF=Q.XM
MMRX'H)!Y]!Q+U$ B:+?S';G61H0=B^/--'SZS[\DU MB*7D4%8+G$ &JW?XL?7F&;@X[B3X96[W='8^= X;LWOG[7-3C)\#D*PK?-V\ M_X6#1_=;!_46K-N<#;K98/
AW&,YO*BU!K1H.="^AR7\;NS"#4.23QZ"V9XD M891@G!\'%EQ!;E*S]:;_%GM-Q/_#>+&4[GR9+*)ZPG2134":)TMF]/6+^$'P/W_H^DM2='GW09J:::/5IRVMW8=]D;, &].+ _M'S9JP
MT+K%TS/67T'9-S&98T6CEZ%B!C"G4(E?GC]2G0AMHIF#^8W>I\T3?JO5T/,W MC=)5(O4T"TAP^'8&BS@$^P".&K[POX+PA]A:6N4]C9(6%TZMV'&5)5NM-\.<
M]VI]A3BFP(*5Y59YX3L(4W*K/[7L$0<.@LO\PW+%.L(T(>=&%K/NN.?5?_C! M';PF9Q$LT($OH@0#2Q99#A^XOLC772<>%X3I-/8463(D!0KMBN_G__NYP,YW
M>*M_XDOUY#M=T"MI23W:^? O'LU*9.Z)SZO3>*H4=3G2_^=?6GN=YSYZE;Q_ MB/Y? P-HT]P_?$GL6YK-Y >QA2?A7=0JH$RHDB*D"K#H$2W3QLQ*_B.JXDD5 MSX/;"O:
87PU2..?JW-^#[S$CUE(-2QAI N_&Q "!*]9U3Q0"H,YF:]!S MD MO46H:/.]=8I;$^-:W#']X-
YB_>"66W>NY\EMZ;D!8Y,L/76+UH.4FH&#X)N^UH@0"]6B$_<9"5>87CU@\J\3O6#0O$_1CN9JWX!3Y MCO6FE5ER'UQHN*C_;U@0_HBNAU_B^\B;4><3>A-
Z71;%UE%#W,%ATVAE;I.L M;)HP\#'(]J86J.AP M:EU@A,AL2O%]9#&SSH5JSNF1]!Y973T7HUSS8>*Q5-'TZC?6&_SGP?M6N[6K M(QEPWT#'3+ 6<2.:1;R^UA4\>KLR)9
A'U)/Z@2M!%J5$JB40,%*@) '#UX; M/#+;!B40,MS)N!$0=O 7?@J.G%]?^$4T!NT!3PF5W8--,@8:3&OH5<#MP C MB8;6, SNXI'Z>A><#$[O1C"'*QPVT ?H5K9@F0^\(7T-7J>\
[,D+'GX_=2$Z M%?+B!]Y579D#8IJM?KVUR!G=+2;1>G2T>[B_]]P\:ZN]V]I_7KWQPY]W#EHK M2;/"2^VUCLQ[*3,IU=Y;4XWWH@(VD;@JX$#LBVK4"$TX!>4P#,+I AB>+B*U
M8"5\V4GC"^ M@O[: HL_I6U]=M$OW5.UM5NV@43GR>.]KY(_9P_Y.R^/@-0M/]$=3\4-EV73 MTZ>PGRJ^/5I%978AO/BZR,.V+',T6 $T6;3X56_4-5VV=%*^V!3;X)$0#:N; ME\S
(;)$>!((+F+^<6 ED0CO8*6B/*S/)Q)8=VY\&BT"#XL+<"(M[=:-:"/XS+==YJ$CAJ?T\&)L).>PT(DL/-?A.@\5P;;?L(49@]UG-U2H,K'/ M@1EE+D*&W1:P L-L%L<<#^,@:X!+> IYK-
O/ZBI[%D5@VO$CQ3D^&' "U7QY M(@%_Z2+6YH-8H$T* \|*0*5GI"6-^$4:2,E$I]')5$;W6-AG<-OZY;W'IY3E M>-
/W;I!$WE2)X:*GFB^*JKG/N>OWXG%\ANL[U:N>$\GC@7O/'7A;+])5 MJZV#5/F6218?%R0TER0SF.$6;$^E09VB T41S/Q)J&Y,R\!6ED?73LQ*KU3C79\4".BL61MGL3@CNPJVH M
Y"O()V"[:3R:).8[?9^%AOPBXKA=TV4E06I0&B$?<\Y>Y9;QZJ.4^:#=$E\$:;00V M',)^P@TWI@GG\@B$W"9T_D$;].QY"0ODC=0GY=0&:-#A)HML/R:N_RK%^9S2
MRG"/Q'>%,">1LS,CW:T=V,"V.P;#]]M._7!>UJ_(:3WW A9#Z&HS).:1EFIL MS-'+A7FX]:P%U/8@HLT4@] M2'?!V5G2M[.DO_AZOJ! B&2 1*!'M[A,GY9W7_QD7'<"ZL&--]2<:NA6F(V=
M#^UFJ]8Z[-2.]MKS#$NE+R=Y;_B].JX;]370& M6_*D]L?+TV]?SK[>]+"/U^7UU>5U%[MWG_S+NCX[/[L^^WIZEE_2LQW/*&W' MPIV3*5P*P0"X23?PNQ,/2*LY S_GP*X)@CQAPG?
*L$VN,$Z6Z7?<%0M.OE^% MP?W4ZBE/$MTW1KX=>&GX$]Q2EFCM;'WAG.)AN!L)^BCP'/3^T!MU,W1$'1@J M2J+'<<7"6&S2BXL+4),A#P8SPCAK;3/$54O"C@>30"!-
Q^H]YWK\IWEY2K$W MTI^P?A1X23S_DX?;+LYVLU]N-L&!GDTP"E,<<0AN-^S-'V :8$<=,^^.32-$ M%!?KU!76E&B^LB6_0='>T> M- Z>6S%SN'MXL)H&?8?
MW;W&X]T$EN[UM]MN[6^P#&2I;-G+]O<2_7@;&U,V M/_TRRZL;[,AUU;V^D09P@:99?N;+/(^G MK0>8N7V*I%MI$C,TR?[.AVLW^F&=,SL.PDJ;;(LV ;ZV&]]&G9Q4ZL0,=7*T
M\^&;C\,E/4QB]F(V$!CI]%]I5N,>9GG,1DG1+T2W7*Z3MU2R+I.IWT>RAJ< MZ7H59[47U[L76XVC]FO:C:W*T!MAZ/&L]5483)"2O++LVZ)-@*OM5P-"M"M=
M8H8NV=OY\)D/F8=I<)M34XI*I6R+2ME[32JE4ZD4,U3*X,QX 4EI[)R^>R/Q(VG-;C"HZ)1JF06):76%SQ0BI6E MOF.)+M7651+:(Q:)BF;QVTP[R\JV;H=M1>G!*>JOPVG?WTZ=]?]>
<_CI+7?^ MOVI+;L&6/(MN?=:MN3!=F[)TKD1G3:Z$7,M)#"<3J+(E7TGNIG3S>?Z!/QI MX#NB'PE> \HH\<01_,L)%V]3^0M;HIQ03-K[KT8Y5<6+9FBG@Z.=#_^%S0S<
M6)R60T4#'WCJ[PSL9W7[01);,B;"DL=*^6R"\D$IV#MZ+P];. MA]37Z:4]8% ']9+)Q*._63BE1O^5LMD.98-LWW\UU59'E;(Q0MDT#PYW/IQ2 M=T5LS$JM-@BY8(\?DW*I3I-
9HIRZ>Q\N*3V MBA>^Z. %=ZG4RK:HE0ZJE=<33&W?0;(TD, *$Q92Z[OS((1K?.L?2>A&CBM[MY5)KW*N0WV)[LPL_FL@FNM7QLU+OX<;1T5ZSN=\Z.NPLLYNK@LQ5L/-U%&0V
M#P_R%9E52>:+[$ZS4;FS9KBS1PTTF=@^/@BCFG6F.[A?J@[N&$"?J@Z>UB?L MW(Z@7873;8N]1!%H-E_->:AFU3'.%-W3WOF0*IS3S,R)2K=LBVYIOR[=4O6" M,$6W[.]\D(=
IM;EG0^>S,B=4&-GH"YS?>N$^QQ<'$P^BN_)TTDK2V6)Z(-' M4"H=M2TZ:O]UZ:BJQX0I.NIHYX/21J1H$'P$+17E5,\-#M%D"IED)5VGK \1 M@:9U ?MT@C-
"JSARB_3HT>O2HU5C#3/T2ZM!C;]>R^)6' MMZY=E7]LBZXAEC^I:ZK,3I7965ZB]G*9G=^KQ,Z+C&+5;,,4HWB(X.K([;OR M
,B"DR%6SQYQ)_$JP[@]AI&*KI_H0;5%^F:MC3(*6==Y$&*"O/Y/JY>,QRRL MNF&7>TWYCN9- MJL\?'0L[/YRV@TLIQ7!:'$=83:?=]*NL;3KMNH?.+I[N^LV':"*B =%RR+85
M\C\2EP:.X[&).S?B-8MY7CH(FLZ/QB,WPCKML0C R0&* ^N:3VB O1C>CC4B MS)_6K#NX1R+BFB)Q:VREVO$KV9=^/8N78B!$+P3[";7H>1V=)18LK5<=39509T0"%],W\7&]
(V"U(DAP M<7/V)3, =/.OD*?-X6Y['VEQ\JUW\?6L-S]O>0&%31H8?7F+FX;?+?/>FV#Z M8@VCMS@V]_*YFF#OP;OQ*+8F87#KTO!Y^(+[MVX8^-3UPK,BJ1.$NN'6-]\5
MM1V@#4!1L,@:0M,XM:L5N?0PLZG$6JM*%8?'^S!0^VI[>&1%2$)>''C MT,+T[RVNT7<&KN?AIW #SF)<60U_A66Y4WH-G)4=1+#< ;-=CWJ@PN7M[/51
M#'9HR!^ZW'IST_MX_K9F[5GP16S=P1+#],([3F_0[%@.YQ,@YK_E$N47>->F M-0F\Z1A^)M9!5&0A!XX,XS%QPF*CY@#SXGBNCKQ U9F J1T^[B2*;69;;;V+/P:GJG)MVN9+>) JS[W
M7!! $K4X0.D%30/+BX@87X,0>RL ?2%L\!\2\[%H+ 6DOANY]@CXHP5YB.04 MDCL!DMZ[8_C#FUI_;>[O64]CT1V %3V$^:IO5"3-W)]VTL<+C;"7YN-]";
M9;!^@!W#X%/<$-5.!&\H]*"22AOH&^#N=N 1\&:XT>"> M3J)VII9!.F,GMJ6#=^2W@7>+),OS%923[P#1A&3A]^ LL[?^.Z?3#=LM-W0 M3D#14W?H:!0D'CIQ]-
)/T8[%H'"%%A7T(S8@%Q^6%<5+8GNZ>& L;KI!$I** MXO<3Y89FMZC>?+!HHTZQ#(V,KU! DOB"Y3+R3PZ9HG.%_,C>!_>E&I&:8(+5X)R+ZUBTM$J4!EC)A80QV4W!"K8F^
ML8G8("?C -P0O9^ D'=!Z#DY_4J3?Q8HV)7M(M\Q+Z-2H/N#)]%EDK4$FX M\SW2NUX \0'"

CR[C;FTHJR8L@(03SA6[O'1I>Y(\F)^E*8%V4,6E>, 6GEYS0FI5XL72- M:G);:2-,'A$]CRQQO*17>518M'P>)+XP]" Y9Z(78&2VC."&Q!D1,0?7'_8@ MN"P0)7/R))0+*\E/VT6:?;"7Z1:
<"AVJ+*?FO>P<;?F<.U*ANS$^A+"Y"?@! M(@X$(\-!5+/$XY)X%MVC^9[L+-Y<&GV%W0IKBU]D%'K@\-3RDAK@P<03DB0D MU0*-#P];2EFN59SHCL?
H*KCV$@(F&]E>R=6;+UK#0!AZ]'31;@635&DHU]Q# MEQ#D+R1':X;!Y-$*/2_44#]QP2=U.,2@0H58[AB=;>UUDB4 D495 M>/&#JM M8#69(ZQ]_O9/^ XU]%[D+6RX!\@2
_&/@SOP$*Q1<(=7WF%\#3B]Q.]2V(,,&]Y ;ER*FVR; M3\36E?0A!V8,G@;Z%P[1""0'&6++2GD&UD_:3-#<'KH=,47^L)=L$;8(?UM2 MJP1V4+(P#,"ABS4Q/:
W$FF"WBSG_3J2#2;$CPG? M]JF(Y7DV"J)@"WQQ6\1>'@X>$J4M$$E9"QE[@?$V" M22*VJO3M:F#6DHCC44Q+MU^CC>G#*^F 6'^U:TGJ2]=0:3/E]VL82/O_?8P& M,A$9J
P(XW'^+[D*J T"-$=2L:I@&O0VCT>!HY4QWE2]C[#ZG/\@Z]0G.Y;& M;9@HQ>"%7ELC%:"X!$J!YK%F$4R7P2@F]"F9?,9^DC MR)(\ $XJZNJK18K
BP*@3/!#>%8QX2=QD"&6!FOR,,ZCZ\HD%.*1"ZX1VBI" MF+.M7%"1]L%,CGD8/ M$ TQZ0;.- B M@J&T3B \3F5>'#[Q@BEWE@(#*N_L!=[958AFZ$+Y Z;Y9Z+$IV G3;DN)/N4
MU[1YQH7R.49R.%<$W9O!(*+$E_@60=P(-X8"0F;@,))>Z2H\NBM$KJZ/"1!R M:F8RJK<<0CB/?!B(4R>Z,&*VG&)!W056.T0U4I?Y>/JY6+":MN^8-
N>8=HUD@4#UYK/IYE,:%%;>3$Z6FB@5:]HH1]^0EI) MVEF*Y4!-H)^>+U[)5U56PV)6FRFB:;=^H52RBD%R ML9L;2:T$3P(U\HXBOC&J$2[2A/P>^Q"++"&H27PSK&A
]$_EJ@162SE7[8)$ ME"Q3B"#W1]BC46)Y$PEX#1(@.3N=G\;2Z Z,QG$Q]*H*FOW:MR[F+!>2"$3$5?.G$ATY[M4)X#I5%D$IQ;DJQ,+8XH__& 9JH0@EB31+)Z051BJ.\C+$0<6X,P&
/G0BS! MYEF$@I(QGDO%%_!">K/8(K"0& FXTKB$";-_4&YO\X-1A M=0ZB3<&D3D5CX%RX<8*;'Q\"@@%WUB]>TU+@!7?(?G%#N;LR!26##"U$>46N M.$4)2%OL'9#]A
2$JDDR,#SAW6OP-@2AW[E5,@@;C"-;MEP\#Z MQ^_6WP,/]QE<^/GS:4V4)-!N>YRA*@F_B+']]8#]*=ZA(A*PP>BN23+*!"F? M(SP01MU7X_P^IL_\!%PJ>GNQ:RU@#?@XL+/!\>(2
LLPAY"]P*]G/LKP/$<@ M54^1]]M(ND'.L%@*]G>?2[1(;"%1B;IPKXAM=Y+8H 5YS>J&[I\![J#O,J6& M\N@B\!-+Q K??"XOHZK#0JV2\Y6#V%?
ODP;39A0=ME4WA+>=NIA5W[LVOS8BWPB[F-&]2SJ/'#]3^U MT:B60*5S6911Y?D5:7\O-A)FX[)VD&2_[70LYG$N:Q\$C>HXPP%=X#' M=18_.Y,.CJ<3^;V$2J7RI)K^4!;J+*Z?
7VE8)R!L71G^G2B0V10UD6[/8??P M+F,\3J0S_NM[(ZFIJ=9U$4V)[<)?T25D09AQ^C2_&3J/0DLE>($DN0;407+X M7.96K?TAQ49.&5&#$C ,G!K0SUSY)?
HIZ7HPWQ(ZXKA6R,%4XM7J9]*P@YAE M-X(J^EF+"]?H#5"$DH]/H $PBVRO80CDH_=A:L!#<:'IC(UOF' M%!Q@J3R+ N&SP.5]Y:VF]_H22KO6C?3]3D,
M*N;V..$WJ@XZN]]FJK#QI3!(4&Z[*LN8/[0A#;..%T1EG_3+I2D-DFC6 YIU MS_4!#R]76D+<2L,C%+Q,C6LD-AO\+Q5I2WK^5#UGV5+]9_>Y5#^8ENYL.<>5
M*.>XDN4<5YERCLKXK\GXHRW-;EB9#-0ECR*.1L_6!5+#.U%AK/;(9>D-? P! MUURJ55F#]!B#U&JDP\0.RZKHM)H< F9,H.>JEF>VCE1%PCW06E'XI;E*(5>#
M$3I8L$>PESG5UZ#9$U7NTW0U=5J-3?7H,P<:Y!X7/KPLPA%U.R8,R4_&?73)!DC>6*,C M,K)\:*5I"IQ3!3C:=*SWKS./O*)9&RPD@6)G@SN>YMUE2RQF3N?O.(6@L"H4(.?
E,N\%2G@M)=PX3])CQ$'&)58B@? M3/:1R@'QFH%NV04V^=Y-[S-&OX)I1RV_GC2T7WJG9[<8E7.$,R02]:?4>61& M#"=@DJD^?\3'$?
=N2RHWM.OTV8.98J%'*AUGCD0*,BTX%YBM@T4?*Q63'%*< M)I;$<9HAC=L9"TPVJXWUV3 E+RSK[DVSVN'A1Q,&]V"IS-P;Z!)+%0V%#.N# ME A+U0/[
&VT(U^+.LFF20(6%.,!S:C*?JNFDJ9@Y*9#40V0I[1T;LK&ZF" MER[+CA84T0;A,I*5JX^5Q-7%9_?81=NECD0*ZX>8!O^(HL 6AP-%^5&8V#\L M> E\Q1I&/! W^'A42[C[=-
Z+TV"G&BE.6%:HY*'/[!_U@ 9"@=89N[XKL*; M?YC#KZYHJ5T5+1GP*ILL6DK/WCS0"LJ4=.NE+K?X@J>/"@]>GSR8,W=<*JL# M978(S[SH&LL:G]L>KSNK/0S8_9+
M!:%@BV>\D($F^[ON?>")%'1>4W\Y)=RBKHL(A4_T.,'Y528&:%;$!QYX'PE:S!"19 M0G/B$XXH>8C >UH/GV-#QKR7#KNZS).EI\A2^#H>?>LN"9K(/8?J %].'F?%
MP(T>E0(A<@,L%$%Y)(6'?AP==:#$;>+1=?UI[O1^>[\!IA(K5#'\I-$(F?H' M!'#D"5J1=T"!GFFC0SM71 -I.X*:ZKPAH 0&=_+M^7<.5)H)T^L(?2-6'(NV M&9C-
B+A4)NEOB@.O==3%RF8J10/) YC*(C-8Y$7!+-8#S9O9RW% +54?RD MX^@N H=#^&A"^= !#T/!"+!:G_!CJUF3_VC1,\6_V[OJ6Z5N'FMBE)&;%($& MM@VY/C,IDHKB$*ZC<-
@[1!C#F6Y0N_IUUOADD!?X'R8>3Z1VG?K"UQ$-)=6E M$6?]]-2T7]4!\KM8BV6L1#QYL6+.2QUU^BL1QY-!&73!?GPI5NS638%V/@ M68 />^-@'E!AU92 4WGV-
&\]F_93>>+B=^(S_8<>.4]%^LO%GPQ>NJ.BPQW7 M5O62M*.(>DHA@='$XR@H4/F>-/)8M"Y 3=L;I>?;,_?&"D!,:(N;H_^!OCB: M[DB5#MAZYCAL:_H_&Y4A6M^+!\0>_?.?.P
MY1I.AQ)O<3>B@@1*_SLTJZ%OPH=4*V7 MRO9.0*%9S8:H6! '[Q61,^;E35_50%_V_MZ5MQ%M&%#KO 6.@0KCW+=:G5_4 M628JJL!GZ YELMN:J
DR*W@&G]+_40.^!0'V&_X,SDFA&B#R@B%U:K39),*, M(I?V ^-Y[*PEN33&@S34K$;!REH&XL TA(*(7"A9P6J#-:.@?1HDHDHR((3; M+$H).2R45$J9@X*)[N31;;.
(5/@FQ:/[@34*QJ33IV1CZ$&B[:?L*!ABC1'H M;S\6*M3'2G3$M,";&N<\K1&UX6%Q:B+UV;29O9V@DA(U8*(ZRJ=S;MC"$ZMG M0F$!LKI OZGR?-
F8I_U2TJ:OE+"SF5C271#^F*O@E,=2N:BX]_F\!WV>1)>E"8=:!,H$7RB($EM2X,>J MJR(# \U5?;4^B8)^3:3L);_G=B(+-*5V5Y@<6.QK*BP)T=TFG*9FC;'9'.&(M/'/014!Y\G!-+D%
(+XP@$YT?\@EA)%?$C=3/=ZT+:FD6N5@(@*Z1B-GUB9+0 M)3]@8,D!PZ)7JHC^=?&(%!"Y!BSH&?>YXXBH"P$6PDL%XBH?G+8(CMS['&B@ MR)6DIW4")8^J(=:?
L)^T^,$6C+/):9D"Q1^1\W)#W9&O4Q?FPK>%SW<-1*O. M3:^K=NV.'*T%14T=PJW"XE%J14M#E$P0SXA4 M0D;@:&&J5+ (R1HFKJ..))"KD1@;;T39 %U*@6]F$U5@)I.?G%];/LM0-

'^ M-+.K,8GFR:[!5.$DNW+>INT%'.HR*&P>M>-5/7X6:0FREADIH4I5T2"<'!;@ MO>A:K+I_2HU$1T4K.5F7G)QRC_<)R\GI"TKN@]""*:&0.@8AN8HHC+I\39]
MD\BQ2:HX^9'O#TR\W+7.TA\KKYU2$LJ'DZB)F$?AN4-*3\A3T!K9_<1;N MIFE!:GP&8DM>T!UHR_VC7]2E\S\4;X(EUE"";T"*N"4!5\(MPVQ>#ER$?=I M-
1I',QUM*%VMJ*-.&FHTRLG 4:J43!9>"T0;?ZZIW5$M[>2._MCBG;/,*:(=.4K/3IRR0O#V1UW>.@TC9)TF$,O-&:3B4HLB&I3[>Y/TDX+XL0_
MAZ"'.W07UX^0*DN6&%=B]:+SJ'3N:T:N!'>D>HFIJ7IF*HH&Y+$8)0N 9"M5 M0M18"$2C"2NLWZ5%F:3, '8*&,=;&;7BQ5-#D2TTC *A(H%P4!)$6J1[^N M0\I8^QR D9ZK0
!$:+&J<%4)8J.^@1G0.4?KHN MI:->G0S;B$((T>=>+'5(S0)'"H. "9YT5>:'FG?A25S$ST2-D58XJH]7+)JE MXJ%B=\ C)J84Z;?+JCC#$<^94WL/@9[I%*C,2:(^T
N'6>ASXFHLC"PI_$&M M=T7YCM3RQY4M7I,M5IT=L&6./X1_^B)\$1V1!0A\)^:1/9!_=VW^OF+/FMB3 MGB?4S:,AZHKBBN+KHKCH'>4)J#!;^)WO$I8YYINM9JSXLBZ^R.I/T7P(
K8D M5HS1I;O9L$#YR*Z*RS87@HG2X M5%&YS/2)JL694P[O\=<5B];$(JJ\=OM)+(N"-% B1ND2&F.V/WJNVCFY?CJR M(>1#)B+\Q35JM72H.SFQ^=:-77&2 7_>4SEUZX0J>-
_TNKV3M[*23QVBQ4X^ M?3G%RZ*)I)Q5?6QN^ [O9N=GWY.]XFWQ,O/,ZJ!S.NG4U8A2 MX>__^/&?7$?8@X-?E-+,SN7 X]AW(D92B0 M_4C.#:7KU2Y:<._\?
82TUT3!*951>*Q/_31S+;KE@[*^$W8MD^V5^-B-4KQ8 M=TK"+1P*@"U3@Y[V&TO!N'R'L6S4DD09U) [NJEWIN,7$4L.8:0Q'MB[0&@4 M*JH4B:29'K>RMJH_S;3$4$1+BU.R_1H?;-
)8TGUSEC\A6/@BE@4P9%U6S,3Y MT&PN.#@ '=$)0NU8K-1M]ITHHU/U%P]VCE* M>O+'+6 #,>K=+-NJX0$S=413[9I<'P]7==5%<#K;(5_,?*>C5Z@X[F31ESR[MEI:IL=PPLO2@'-
!$#ZT009%3$OQXO="""U_'/XA%.V!RY)CN+I@.!^=RVA,EQ'&D9V"K ML%3U.)P_* \F($CW5U1:YL.%;]CU&-G M$-)6(VKB@&9.M&$S3-IY
2;1/Q8_>,]GL_RV/38]8E\]*/WDGDR.X4)&=5# M5&:>*/@27\M[^_N""[JJ[#:? M^?E>N_VL7SST4LW]W<[1GFDO!5\$31F_&KKJVZR][O<8%J)QCY;Z3EV^M6US/AB\?X02B%,818?K-
!:0A2>7/)"&6D]_7NI MH]%DP@WD^_^U^BP]&]8"JE*7/:/(>E!K-QKY052*K"LC!7Y+)%F6%]NW9>Q M=8G?/V3 $D;9-H)$H1;U-JWS9=O'M3V7VK(5T>L$K@!*UVLX:KG8/=H
M7O6\(PAQV1:XFT:$+WU^+HX;4/U %M56.8=,T\OTH+_HR*C:"R:1/!N6SGJD M 72R)W;:[% =IPJY/'F:]M/44W32EQ!IBF @#C^KOH2BNW\FLX55"=A->XQ] M?VY9Z*KR!EEL/+,
4>&&A1$1IFO$ 2R9"E5K5AUPZ72M3$#EX7J M@XACD-14.8UOJ_9]6 NM4M770!9G]!T/;-1=I"-]=2L&8Y[H#*+"BC*VY [=M%0ZGG MG4I;JVP_F+59W,'YB@<3V?
_VAN'Q1YI"ZS##LS8T<624P(WJ0NMQ.O#/8EFO MG'8&"(-^@MLP76'=/*Y""6J9STI1<@2%03>5ML>#R1.2VQ,MFN MA,YRY(U?=0Y[S%)9FJOME+:'*=9%W->M-ZF^OZ*_H#HT12
ME:!#Y ?3AM4_;]IOL_VZJ=Q +$(7+N!P4-WX,3.2C;KVXE@UF3)_TWD+:QB(M2@)Q3#C*[<+,)DQ%6+\+23_8#!>XAIULJD-Y2@#WJD-Y!KS*)@_E%:?LR#?&
MX]5CCF4NZ>&ZM,)8:+HD]&GPD-C3U+^*9C*J E8Q_DW=17IG)ZJO[D?JJ1F$ MD:RPHJ8?8L0WWH!9RJA$+./AX+AP/)"A9 A]"MEZ? M-
3LYMP;;3D61+'N50I>9N396407S9;$HST<-Z@U\SIVTGFNUU&L]KT]P@2X/ M*(-$M\'..2IB&%X@>^YD_F&K0\MVPLB+M2!\'8B.=)^K'I>1X^Y.^0*Y*;W MR6I(?
3\=5"OG5G;"SG3Z%WV$U&/DL2+AZ^=;Q;BYS94N$[PM;/\K Q1LU*LZ ML6>F,M3$*%FB@VY&_$64=^+U/>$@"__)NM#.VJGTL]]\N>QU+T[?UD!N4:6Y
MT4CPV*WA^+"295>1Y4R7)1ZF,:#IV9@KFHS2#5^;II MYVG:CT\VGM:-UG6O'VHEB+$,5J9+)B LHX:J6%WD6 MV3C>38UQ4/7/:G638))X,X,%R%8K8E[S"/ZVN6AW#V',R?
6GMS)JE%B/:):4 M]O52&H*:O,[!X>6(6;6 M=;!PTY[6K,\R+*G!CL:3H+:P^=?<#A,760U;ZMO7BX^7/=&>Z<0#.Z';00') M8^(Y33N^ONA]$>&
[;!@B=,;G3RD+VR:EA1[#/8;;EA&0@TK MLG"N.'S0[5Y=++AE-W)!+KH@L2Y&X/1T9F,ULW41X>1M'F:?5[B\/=-/T>0] M2[W%PM>PK)-"^-%,@"Q*_W^D@YMT]THU?CW2/THA(C4
139_U2?"%59)&@_T M#RDA?;)&F+TQN#[4@G?^:%\Z.5(4,]=1*X.=2D!Y3]$017*(E?XM>4+BM1%% M0EA9-O 'JF>]>]%X37G3TC34K'\'?2N"S1L-6-J%B9!<57L/1DL:5>KE%'(Z
M)&Z(5;;8O7,33^"#DZ@FI@M?D M]MP?7/3RCR80+%O8<0BM[(B%JE$D#L2<<,F2:QW;C+@ Q#2(G,$$LV.**&0D M_!]BF+ML(R+9OU?V;R"!RV!V*<;Z,ZLVN3KO@%C*(E&)$%
5\Q/0 T;G MZ? 0/8A6H]T0MWWP9U1[?K@OO!#2= +'BN2-&(XWT"U"[!$.0\);1V19)X%+ M$VKSI]Z.CGZ9,]^9,UOIU);LRY!@JVP'7O"%A5+/]X!LHB8_^XK:/R1 $MDB
MT%LQ'VONA)AJ.HN##63N1 \VF%]BVDPP^Y+B;% @S]','H?6L&^&B'>C*25\ M, 7A1RH$^21.M<$211]3M(QTRUH: 3W,:.E[9;9?D/=S<6NK#8+S]&A4HL0L ML8F6V-
Y!1I@&X')A;"6.PW!ODFT03ALP%Y3CID-KGXW.<_T"I7+!95!CX$CA MJ"A0M#7G]$'Q_M8S[9_,QWQ,@8?"5[!,G"?D1$+;Z7FR_&8EW3TW=E[Y]-(T MX00&P61,CW+$=U#5I&%.]
XJG(D4:93I8HZJI@7> M)%:QZ41T/OG4K+5:^_H7XI0J,0=_ MH[LCI]J9'CMSA_U&0VPJ'%(I&9MJ6_GC/5 ;M!C^,+*O;!=%4P);@[7)G ?< M!GVC,/#R8Z5D?]
(;W>CQAEHYV^C\IA_V='/>[(<,@\3$QLBRO'JU+ M+31 O7& THJG!/,G*@4&J=OGJ]PQC5I+66Q%/UP/& TA$@Y<"QZN4YT@/==&1-)\"!FJYS\$/(/]$$@C>1I$"@HTH M=N-
$<*L+'IJ'/&O*A!RV/PQ%VE,S3\X=4*2.TH%+=)QQ_R"5 81D=*NH!.- MT176I<^E4U*_GURT%[V#+ >DY#/T"J[C-*;S]E)C4 Y5HIEY;E"D:XBV0(- M-9/[(@>;'$*AXM+]?
TFY:]WN1N_462QZD39RC*1&!-).)#>*"@+29ZV._;"=!E9B%DF8!,4&& M,Y'[!LG+J%6:]$731*D==VYSUC)V!]MR9\:2*@VDL7Y!=OG>V:",YC[K[GTZ M&YMB7OD7[9'$BTPD2+/(R
]FM8; X@YJ5K-QI)4R;2KXWDFD[THSBN>.H\\I M"T('3[H40X5^9N0(ZO"]9GY_JC[-S2.4E)CB1$XN)>H[E:8-YE:FW%H&MY,H MNS;;4_&N^!,4I'0XB-
(4F0!KAA"4X<]8!I*JK#\H@+K[6'9H4!"MHAGU%Y(7 M*4TK5>_LK><4L*M<8%+!\#V.R9+CWX0Z1S35<'TU VKKF=:J.<$M3W7&F,>C MP%%=,,;N/0YNYHZ;C'-
SS]7UJM>9F)R;.1>?B5'3;4 >>CC-JK^<"R@:7^20 MA'SP!#_090%:/C1PBTW9L?> ->H>Y8$B!DJ*7$1%CP::>[Q92E00H4=JO2@(, M>)6M*0EX9IA[JJ
+96Q.9*=8X_4OU2>ET(MZ?]WIEG08&;9L Q:M@?Y&LYMI M$(T:U0R.RV@:D:-)5FP<2/?OCGM>GXL):*_\'_3V9Y4XY?V()^+K-%=792N MG(BA*G(">;;CRQT-DL[GW[*E5Q1M*Z?
(\Q98A%R_=E_8 97)'%,+LMFWI 6$ MN&KN33.5E+(%NWQ95.79F:/2I8MF*H;!IF.3Y3A-TZ9LFC#[!ZU/U.*E4Z)4 M5#>#5*"2T" 4&$OZ-U*(/I"1K/85Q0/UFR"W!': F+/NC;P
$,GWW)DP%]X) M$4<0-&OB,

!BX)\7PB^?5 M9^U4KCT3O!!9!D9@4)N?H;UKG6:EI. M$>.VJ[(S:$1_R$DD:EBYU)F95_9D3T$7@Y_L+')=CT)!;NQ&\N0"@C82X+V7
MK:)$6^L\CHEO0#@W+BW3ZDXT88SF>4F=IV"3 R_57%(TKFGI1XZ]BNU12@ M M+^I$@#CID'%#A)LA?1[J!#(\&F"LO1X M) W[ZJ4)_%>&N0-WF,A3&W2L41.<=#D>.V/6E9H!+
[J;]3@QSWIS==)[FPY" MM%0_2C!L5#X&AL 6YC_P9,H2HK=JTNGZIAR>]&8\;"T%0CD.:8/,:;Y^,A5@ MB3#N=I&9L&4>3VS6Y=Z9]E-VS%YW5-*90;3*A +TB<>I]V9F['$;=$
MU]M(9;%!10\XU7^B#2-MD2JZFLRDXTPV]-YDA9"ZJ:Q9E5@J55((:R,UK8Y$ MM"A0$("#J:D8GWX58D3Q1Q+$$IW#\,-P!3N#C&8:[VJ7!).."]T0Y7!HW>OP
ML2A.1/]"M$O6+D&V"F&1LY'Q4 @-'U-7274F(I#=NJGR.1LKIUE=G@^:Y]O" M$L!(.1NE*^8*?)D-0; T\G"/;SWKS*9VJ1 OXJ@^X4Y$23^":%ED./0/9!HJ M^XG"X G/?
>!=%'T4?"!UF_+25 Y:.6H+.9$C".X)<5HZWP\3.U,&D7!.1^Q/ MB$B#!'[I!WY=_RGNBC:5G!GRBW:Q(WJ&Z13&X*AQ:K4N7Y_LZ2#Q!A3?D!B(
MY@;9NE9PTUQQBCH[/UVFLNY*MCD=6;I>5\ZMR[+%0:!P[FOS*=@',@R^PS MHUG8153D!S)U-!/A\BEMXRP((O5L>B9 'QO7)969XLC%4ZI%I7VNNX"&NG+0
MR0+RYK5W0KDY$"4$Q,0Y7VK +I"X2 RPE2^8BZ/*)7-90(KJ+V7C;E_UQA9E M.G+JR&P00Q*)C31L-TZ+T=(3_.E!_U3M? 7U= 57!,CL'E;&@7O1.6R\K\&= M9-
4HG3J>3;6#DN($>.$_A-:2.2S]9.&9B4+/D3O&NLJ1-+F9$T:B$IW*H(*, M6^?0>3=/]F)P'#(G-*L7FR%@8H*=TH'BWP4*(_A8ID!1#1RIHHHN%$Z5Q[@$ M=H[,GND[D=.CV?
V=5D.H=&>^N;N&Y/2$5/5DI0C26BN)RCJ9459SR5 ACVC7 M130N_<%%):*ZC<:,-B$P*)@Y-9.D-6KDSBKM)S$%N$+JTA37SLQ%J5G8C416 MH:E#\NGT]MD];L
)A\>;5DRS\\/(N\.I%R!'B:R347:-9;N7W/&^C!9DED94 M)4LKFVGZ(MF6L7>98ON:J!+)5-[GSO$(CX6ZNBA9IM$="K05YC$MFIQMD*)K M-J;4#")$CL%SA+C#:SF>JH=?U-
$\YR_3P1X+ASR+I$*$9-)9_EONNRJ?#S<< M5T'KNH+6R\P<(CHA$/111L!+(?L;4#=X5:&=:6DD9*4F%%[6%D>972YD0?XX M=?STU*2*JVOD*G:XI$D47$(*4BTKAR2GTR,#F^5
M\YX7P?=_Z\I\$B7:QQ+C;"*\JZMZC-%;FSN5:OJ'2UH!U7UC@&OLC75.\L< M\9#%AN3&I$$W.H#""Z74%7D7V0Z!/BR&N$C'O")+7;=9/_,Z\@0%Y4D"SZMC%$7UN.B.
MIR^M@8J,EZQGD^6=UU3IX0@TX8NF,_P(C\)3B[;)7WIYHH1,8PX_AI]RSG M@.6ZT\T-5K-P!JJ>4I1#%++5%MJOG#_\AW!@6A0MO>X4],A01"=?&?7!2&^6 M<2 -
APZ^:_0IBL4):ED*FEMHX"]T1A>-UR%/%'B.D!3:.& ?R^=K,C/=X/5@ M47XJ%HBF(XHH$79J+2T".C68:E8H$7*4,,Y#-Q80/4HC21ZEX4G*)!Q+Y4&) MZRO:1I!RLBFIF!K?
AJRA1D)!C=AI:;W9/9),N__M@_.)$KP)]0;)O'E^ZK2 #K2&2L_D(" &_X#]/DZ:*+\$LT?5?,5::3B X4YOC-;UX4WTF=51(1X)CHG1*(=3O9JT9F# M3ISHTR+B5&:.1LIKJ,FS.!UY?
EW>%\\,XL3@FFR'6K-./3'^*'/VB$J%TE9# M-5E&"ELH1T\Z'),[LR"Z1=DCB;^Q<1^#C22B@_2S;XJ,-QVDOUS8ATW5*@QKPBE/Y 0R#9D]-D?U
M>C^H5P%H4]#DH(MK\J"?"$8PHQ6H)A;Y3E(HGUR5M<^H$-(9XLRJ)UP2G>'\ M]C4E)@ATIJU GJHKI=D^H0A/0U5S0 WRL-[>73!8$K%P$?UCL7"1C>V4ZH M
M#9Y7@"C^D$YE./+8G.JUDN,%ZHXK%N*<=OSAF)I&GV&B;^'E@9CEF5$!?XNT MM:+D\^QP^6#(8YE,G,X=<,!_423I8P)1'E5Y3,QJJIM[+L+,F%F)V,%M9MJN M:ZNGSMJB.U
'S5@2T/Z9*FLS@.^S7FHQ!"P<'*N+M<4#ESO'A6ZBKFQ"]"Z[(&+PB5F.^3C K8Y4@O\,ZG(BI60:P&$7/;^WK5HK_VY8,0 MFLQ8^K+HW;VYN;ZX?HMZKK7;L*A+$>@?V:BJ$J&-
B="9;+[T735?.MZ, "V. M^(W0;S_79*V2W^V56?$KDV[?>%DESV47K5M11]TYNW!*2L%TP"<699E\DCMRQ1C)% MWTDQ3*39^"43,)&XMO9*2.O.VU*HZ&V-
:4[=T,;.JGBXP0_&TV(5]H6L44S3 M+R#UV-L.@>3018@&)+T#HA_(>4Q]ZOA.6-U6Z&RC-\%VB/PU]_D=Q4!G/@^' MIHB\@)2H]T3($U'?VG<#=$U L/<:V^&35/*]?
I4^8]$KNJY\HM+O8@7\E YF MYG*D/E[0#\)1$#AIH;OLJ*<;[^>/AB$6VMFSQG@@%Q-"HO7IMF\)(UKR4R*; M?$U549+/LV!#%#G1)S]25(T^Q:./.+64QI;0T8L1ZX.(^O)
(4GHF/QY1&STZ M$E&3LT\D&$]-@-*>A:*>*ML-&RO(^B&=%J(^A/JT1BX%N:0B*HCJUUC0JY*S M,RF\:ZY[$ 6JF[.H"K^C/++*_"W*AM=D%_#,W;&* :[%*G4\;">2]7428CY; M4) 9"
(:/%XE93-@,9W-:O7[9W4K$]>T"=84[W=!186B-9.5&OP\4J7(8!: M](>\IF:?
B*8D>.:BK]IMDI2+H2>ZGAZTT;L\+=YI6HAT=K:6456I4"AS%5.>CL.@7+NIA;I*4QSR50_6L]SNTVXJ)*CV1+AQ;*/64E5 *,R>5JH17Y6 MYV0'@3HD\51V]ICZ'GT"2V/]G-%MO
MT^(0O!#^D8PG^J%7LD:7UM<$NJC-T4V/-[UI CVN.,,2D'\D6&HL]E)/F&?5 M#YM.N1=DPI:4)R"&0"$CU1!5MG<5G7>QG["E++(UY2PT?#W +P34:KCY%X&M
M:%B5^JNID1B>Q_JRZAZKE^^PJ S48BW;R.FK+(B6ZI32Y=B@^CM6I>G)4U&F M%[JTS/**[U@HA^WZR3K W1[M OSJ#IH<5@=-#'B5DA\T65)'=-#D"-183,A0 MPXH<421.U9L#
<*A@GZ/*0]BX77PI\N-=_U@TLK[1(0*AQWJR@[7Q$928ZI,] MK"YFI7JBVCS;H]5F$]&IT5.3^M(N@;K^IY8+HT4S.A4/T.PL'-?+0]DD8Q+B ML/39ZJ)!R+%[")!T0(<6#G[,
M=L21@\@3T<$_UZZ0#6S*HT4T P$[LO>;F)H&'KN(;BZ$1C?JR;'6(Y&SGV)R&9+?HMNI+TKNCTSUL3O MOX!KFU:W7M KXT$P>1_YBQZ.F%/O+5UL/"/J6(D,#J-
1D'A.K@.4:KU0DSTU M'!=[9XBSR(J"XFP]I=^S/7AQ\094SSZU067SQ_E]@90E7$$$JRP5&3S[X8,4 M4#A*E8RBQ21*-QVD4>W#0BXV^"1TY; ?CS .U9#JWA6[)%?DKH;[Y#H\D]*8
MZGF^]-)*1K'U,QUR$J]7O"I_=N\2N9?-EI4+'X(A3PT=73Q%/4U]L[0O]#JB ME1:W*^V%F^JOC=V]PP;6I LU-C="+\K="W/ N1%3A[_D6LZ!%J(X1IRU'BH M8:"NCVIJX*^T7?
*DI>K*PF+9X@VQ*)(A G^D0J S&/!$H/$ON2-HF>'.LLU[M*FFDS?+&@[&ZZ!+4#1RW&9["35D_;6]V[#Z,FE1$"JO6G<^MVCF.HK2/QC(
M8(B3[*3B$R."8N[G&BXB$O;_L_>NS6U;6=;P7V$]T_V,705I+-F.DTF]'Q39 M3M+CQ![+W7GG(T2"$F(08 .$9/:O?\Y>^W+V 4!93K=C:J*JKNI8)'$YEWWV M9>VUH +ZF+_X5?
WADZ92TG.^[9U"EQ8D^?"\F@<@6N2!Q?>'KM& Y+.*[9] M=7'1"'?RAG2IM2) >=$Y<*ZT2E67+ZP(.,W+8@'.,=!S\/%:Y=?D,P*M#Y'J M\9!28Y4-
*QM;T8P"!UZY$G),2LC:XV:1";2SC$G=8Z2H_X"&J%.F.WC4#3&< MH?=)+\(,TIPUI@B X0Y;:,K =55A8AL@LN-1)\2C]-+:JTL_MU4T?! MBGKAO'#)
(>=X66'8&RZ6P6SQ*B@6"$G6^$^:'GH L4=LTL* 4+-U,(N$V(BV M2?A/=BQA;N%B(K]U'FY++]]I9[T1BKO'LV"A([5@J7/L4[$V[%]]JGYZ2/JY M- <4N+TMB,V!BE;_WB&7&Z;H!
<0WLID60LYH68B=_2G?\$!0!IF(Z]K9F[@[MEO+;X/O;XOZ29R:]X=C)3-+?Z##<[Z-D*D"V(-W2 M#>,CGDR/ZLHQLX*Q\+$0F5*!:A@E[@NW0HEE0(]HK!1S"@#1M+&>:C2#5CT2
MX*M9KB71HDF4)@==>V01SG_E\PS!*$P*Z5H&>3BS ?ML!2!JT=RO>.OZ(FC2T)U)_VPVNR"7ON8F7!4*PKFK M[J7P2% &J)G]0&H-4)#(^/S/=7P MNQ92YCD*W:+1W* *?
2:J]X<3?U,P)9^Y5R%TR9B,=S$DT#6R!*04SYN-07=V M$!2,1F&@;7K#VP^5.R>>FZG<30'3K(P"3U+V 03"[941'92QG!D>^7W=7%?% MXJ+0YDV
3C#ZDL]T4IDDD1UBIKSSCSY'JVF)UN5-!P*)I>0291 .1,,+K:DK M_JT2@]NOOWSF[!-]F[^$X?Q;#A?_I'W_1;T.RKW6.2$L3B_+8NE4<%]3_I>Y M-$C#6;5G?VW8%WDKX \AN
@!UD_MH7\KB@(N26S<,:I!9@"2@<8#%<@/KH2/YI_E]A^Q61WR(E:GA>!*M2 M0J<%>6Q+>\ZKDC-C3,V3D(9'TY$2X8?U1!E5P788B1JNVE/@TYO"]!R@">A! M,+_^X7 =X'TZA;]-
A"_A'Z^*NFX^<#&N5C%J2L7?M9W]74N$2=^!1'(_MO7' MUKK' +DM_[(X;Y'-"'O[*<\IOQ5M:Y#MX%0V*X#"&N7RCI]J @]'&D F;B,C8!E=[>B;;W"1Y*IN-X**"CQG&WNI
MS+\V6;*/FR\N&#,%%U/%R^MYO3O$LEO:'V?@#I.JDS[G8WH>/*]*5; YF&.^ MHNAB([-%EWOQ_,>7+_Y_L0U_>W>B4"=E[Y-K?_VUY8SH1N[]R6'S[TL+**^5 M.S>7IWYS?3I[0
@^9"7>0+;E%^HV06?@0[O-5_P*7W_M5\YM#,';[P17D]V\ M_?]PL)AO[F$Q>__H=QP6\YN/M>_;XN)B]EW;$Z'S'3G81DX:3_B)X/(SC M28V_=^?$$,KK1@M\QMB%W:XE&\"_]#4
D]_0M=T=0YA4A+#KLF#$@X.>0BHW M_U"N6.1A6=)ID_"+67D=]+5E%!8*)POIWA)H5G(>XE/&2KN(^A)HVWIBXS'B MJO)PN\)S]55T&)U[>I@,"_FODM^7SVF
M0A"G'^SOCQ,*.6$\=CHI7K]Z*)P23OCOJKYX5=8?S&-0/"\>BCQDXKIR MT; >&,B.?5\T89>&U\I90M%=Y(XZK,^+ZOO+,ASV9?-%R\:WW]VQX<'M;EE' MQX]XI;JW,K(_\T\AWAIS-
:DW"W$(%RA]W/$[G/U0W.+Q76SXCL*LV TQ?@W: M#M\5RZ8MG'?FWRD:IN$8*;")RR+1,H6+'H.W)NS.S'I0.*.]P[B]%&]6?_]$ M?
O],BW3U#3\V[W[PLIPS>'8K_]N_,>%W6.8+&D8]XXZ0]:3>7?0@[MZ<#NBGJ\#&[C@YZT.17^[MQ6/LTWU,P8UL[SP]D+2'&&,;@C^_E5<1'WLO[Q MQ>:2N-MCQD-
D\'2O<$^'QGQG!55SZ?!Q>^BKL 8Z-QS.$#SZ3(;@[-);@I\T M$1,?]#2$5%U1I9+<-,AH/>[Z1#I2/\3,^QZ9]/1<3XT_/P+IOMY*]Y MC!X]&XY1?/H=^_J'/JP-
U^O@/:NC(Q^W8JN&/6T2T.F)_Y69N.GS?O18%).& M(*ZMJ=%Q,SO;%.M-4\@2^4MS67?A'J]>O;%H^BNV5X^.1+TV^_;<)%3*F+Y M[VG4_=6=V_DB#1?BT\5#^9/3 MU[P6?
P[623)4P40E$<23"?_8'9;N(=;T;$?JZA":-OJR;,,HY'A.'O(])6!' M&GA%(CBL*$@D^3&%-VD)R!+^W(1#=W82AJJC3(G^;;AZ6),7??&/.W)L#P\" MMYG#2IA?2J2=[N7N$B+5PP
X1[A&0,UN%QVU%/AC-X6K6DCMWPD12\L$P2%0 MQQ#4!4M9Q'RLM,XWK&=!W=C=1_>9S=/'LP.R_G]XFTWO.788)MV2']XF\R?
LE!/EVC\?!W[W])QW]$K8#1I^:_S:)QX@R;,'@HJ?6K[M@Q^*,.&\K_(] MV:D?S4UELQ<)XN#,M!>&)R^M"'T[G^:9QS1/<*B..6&B5=Y/=I.#39@^2.W6 M$S9BWY)D]$S?
MTV_G@G">)=:>518_8@;86]_?:N$(VP&/\'QV"\XVNT_2$K! MW_%3$IUG(M6!6YJIA[^2/$ F24^R^96LHVBI3/%#-4F-Q=M"@&CTHF!.!Q;[M3?J7*&'D+2$KX[!W,)+N836;8&
(*%B3EKZ53.+>P<[QL.H!N6VB\/UT]H16 MT)NPONST.8'I*[MT^(*_%H8O#F8F(!PW8Q-[S9<;I5R'[7:++6B+(3WNS9VW)^2>=]LR]IDH]OO++V-6QQKJ8+&/'M[I8I/=+& M+M
:=I/Z:?S(33(N]!37!(EMZQE89WA/.NZ&LPVH>) W"F9@D7^T".3&\'I4 MSHCM9$-']8?@PFTJ;'7ZQ;@LE,QA=G-E2 %OT$_@,8]OE@Z[^+QQ1,$6-3%^ M;N1H0\OHV6-
/(@.FQF(0#^HMSYH^_!^U=,7W/RO6&WWGHV=T:1N1+!9?AA95 M=H06;WXB4$.Y)O\%P7XRLD\Y%>UOZ)I(SL>S#!U&*F)8M4OF+ ?(\CUKV;>37E B
MW5P0$!TPA'A;3M0M!%9RDXJX=3[\X[R M!J6T)<=[L$PT/^]%04F)=3 _VJPM_:%)YW^(,>?O3;M).N87$S+$JE"%FN/(MBVYR>-";AIK,L0KYSNHARC.O=*&C,P7
>P57HWN'0<330ZNMZ$)2P,#^2M3[M'&D!Y[\8<*M<.)UNQ;7"A*UO86Y2I21S"N.3Z%5!*6CZ@705K-52C.8_]KN(M"?.H*MC929,%K7@B4[-WTD%*FDPB0I-
"20OB(E",JFK6Q:K*3;_^C1/5II#Q[E?PU:Z<;%-O>D;M?6)PI=A!O2-5ACVF(W!-34$D,[S=^?XZ MTN@WK^E)Y^]5_IAZD$1H->9Q).V3W'S#>?_+VM*Q13^:!WR?+N"Z V* ME)
()XO;_%S%EF:7X>V,;:3D[A4C7CMWY$.ZE70?<,3(L6[)=52W;Q6C'P-W MOXM;VWJ'L^?*N20T*TPM,.H0SP9,.%\]^[/F#[CNY6U!<'#[58&N2'XD2'UW M[,%@(!YR9#
2@M89X!9I^E!6!U%M47-@Q_1/ MZ9&'65[F5\'=(8?%<;.%E9$)2GAX>PKK>)0]S5IF;^8#3E70]/P/ MP@WA^SK@O_ZR^LY;E MP]'>=A9)R],K'^VZLE*Y@[O/7MXY6>EU'D-0RGXR
M'*)=/SOZ)OG9IS+L.5@C^%M*?(4*3JT40!0?W%5(5:N!-L:N1MN$$G M0AG?>5LRH[M0*)F[%Z(=8G$CUC@T+Q(126<$6B)[5 MWV/'(J#W.@<]53CCPCXD8E!!H/-
)F_EO+]OB[STE6S-:9ABQ3ME)Z2?!#=L@ MC!%F=HO#9,5N#7FG'M0NYS%87UEHV:W> V^/]$H>G,7(3D4YEL45GNE*]M6 M'0(>+/51Y47VW$K]*$RU Z,>#Q>*!?
KUNMJFR7Y>*U/5-KL(0ON07JF M7?9D>//=-B5LN0->"\%+/4 48#O>'%GHT+,P!_8Z0FPTR"[=;K.$/ MI?0Y$UEQ=TFT9_B0'D&""\(1%$KPRM<6BVXQ1S9,.M!R[FZ]N%]/S& \7UL_
MYD@VN(,\GD6<@/D 8&Q?;4I9;[8.L.4,EG/Z'>=I%% [>Q9:3HJ]7!A=Y/W M1& &O$IXJHK^/Z\.Z -)PQ .4 MV!0KZI1HMQ'9"9N]_#M]W#<8IW>\N[=C-
^T2:NW&6S*62C,G^"L51]=/C7$ G?[4MHURLFDJ@VY9* MX5GQ21&*V#8'J%W7V&T:M3J[,;'31 25_3MR^U@'E(NFK9FQ0/P"N]W9F4Q""Y>/SDZW&,1R2F',;G7$L; MI\'*SCG?
8KF9')9@.)CV3;E>#TP0K*W&6 *N%,<_#<^?6EI!$PH+SLPRZO9U MFJ9PN;Y%@?)^W"#Y1A@9)R)9RGYH\"_4OBE69':9]Q5"6GI$.;1T>]D%J?-) M7Y#HX4 5/ J+;\#E__$ #4?
W@(8]>)0_!J#AW^KV -7\\$=:T^)ORH(,5%VZ*MDNFL!1SE, M%KAA]]P'^H48#8"KN*YW#'@O#-H3%AI=;@S90$YM5!',58J1:Y>,1F.G/D0N MUU"5@8&_+CN(%'!84+:+ R(#W
XL]^'LQPVGPY*2J"BUB+>M'>0">K5%8)*G_G)&J9#PF@F_V7G!ZXDD3F^F(>7]=-?%MV$=41H/43M\S4&T+UZ!((M\APL&KGE=Z/4T9US,2-"X4U\X;OJ;CY[.N4825)<)E&]27/]-
%DOT@O#X]?9CA"W5QW04W+T3A#U[__.8A[:T^>_]*IM= M5'F75J,%JG,;9_5X1PTL<5E/4NF<\6_24='-03U-)64@."?A0NIN%MXLFX4W M\<]=?J"T>+XF:M3G\?
[(X\C8R64Z&I+CPR/6!%-I\PW,+LH).*C/#X_'EPZ.T'@L1]K^ G,2X<;(!1AJ,K:5354OTW4I1M;WR=?>- M]@)O(U:]^+#.623"%+GGW0 A"(AVS&\!>\XG;BS80PA88V09RZ/A$-K@/CI\
M//'V-.W\!'Z51= U,4WO'F&A#[Z=1L&7V_G0NQ8,)<,Z5DBV66"$3;I:-0L^ M_7!>=K3H\XT1?^H7MB)C$E;7QEJ*>'\(AJ7\X%.&7%%0='\^^],1BUQMR!V[MU$*;R:-$'-
@H=A]D%\@KRJR2+K!7>L5%N2\X>,L-0].CJ:R0K8\UG[,8Q/ MT>)L)FIRJD#Q6):D]N$68UN<:]8) "&+EYN)G)9NJ2R5/;"2]&WARIUZ(WV5:_)3K[7\MWM1 M()\0W>3[/B!E?%QDF

&?/T;\B?Z]HO_,(^N*58 ;*V/%KSXT[ )-H M!AX)94H0'()UI&0.&59D)1L+SAQ<=X#V_TP"G/5I1@-.%--&3,.0=6R%*U*.MJ G;']=[P'?R&H=CWMJE\L:)X0[A=Y=;K;F%<844 M>9Q0U7:U(>4Z4?$AIVD)1U83;"*=HPSVOV)9V:YA]2XK>626\ ]:Z_V.)*** M&MSG%W6A$, U9@D_9ID2E.OUZ0I28=K0WD0M(DS[^Y(TY:C40:Y.1DL9=G]- MLG?Z3 -7;D=T(OUO:-XM!H=N^%9XHKL7,[S20/"NQ@G'C[Y6/1R'%'KMLB:6 M7D:LCZ3SA-[XH]]^=*1SEOED6AX*)^)EOI@!,:069B_/O@A("3;NU;D*&;U%?HG02^M:: M383!#IZE!NT"0U$\N4W2A,N'ZP'G;"-PZ;/RPY!V'}%OSSN&YP->'MV*G?-9=;*:*K?L E;I;. M=TU9[;LS\)/"PFG4TQTGQ0SX"@RMWPB(:8ES0&*]\3H^+[:-EJ397>?*O=L< MX?R&+[9J:K!@@'^4MX:I^\1?C&^1;SB9-9Y(VG,D%T,:+,#AUG!!J2-.P@\ON M%@A43PGJ%S-+;HO8QEWV(' R:/Y.J43@(4N0@]:WS.G+Q:>5T:C*]R$JN6P: ML*3R@N541GRJL/#H@ +NPO'G]S:WI]], ^O+HPX*@8;S=+(@Q\T.E7KT-T[>S MR^8ZV+P6"49R'+@5@? BG^>)V/U$%PGR3\]0>ODJ7!7]7V6/M#IJ?:?$» '3]E M16L\YNE_BLQ+)\7V):P\>Y??L"7(8_O/"?^,UP" Y?-MST-=6.Y3H(EPY_0:(=F@>4B!P:*4Z6\+WZA'WJ#-4+I& MVM71?-?"<6XJ? J>;25J-G\L6VGLK-8C-O(X8=B3[CRI,_0[M.XNMN,O"O; M0MWE1(&6]L%[F.GQ8_]DF*@>OS.KS^EA/$FW)4J;?8-$C#A_7+]"RT8AV6 M^*^2G,1GB$@DZRO&S]VC^)AU&S;\2[":-.R'"]2+]HC 6*%10N,]5OJI.$95 MMW)9.GLDE:Z/"WUK-* C[V5F(%@0LL6%="%NH""^;BHF8,;@'B>"]\F?2CG M+-AHHQ$C\R#YI(&KUV2P!TU^5S#N7;LX8O/N7AAM-[TN'&#=%X1#)0B04 MC+P4(L,X7*\3:27&#/4!:PL::@98:2&L8K[">5^]Q^-^[",PC!(XT]_4>L@S[M3M@*MMG!RM^.14$;W'TW6"]%@U!1KT0 HM3U;MI(=.DB,AN:,6PY(-`^ RX&'S-N77 T3 FD^25:B)Z@U@DT6LC,*7?5?B;BZ@U@0AIR4EG[^GC^OFNL# M-BG9;%VN"ZP133\L^Z+"NYN&5V2,,AF.SNTV)]J:L+@K_;9 $2!NA+ ^E[2[A M8]^I=/&@Y(§;2M>@1 T@5ICL,VDDW_,X3DN^(KTAIF&T<"5'YDRR9)K"BLY; MOX. (5&N#1O!R@P*.A.A4FZU1?YH59/K:G23(EZ_AWGAYOT84=T;D2P$12Z1":08Z@W8VXF2USF!F6J. $U)CK_DZ*N("9>-\I MT%_LN&>DCJ=4CCD@ISIZUNV0FC/A.H8,"7G_E':-X'OETF7(-*8[?\")U7HKO221$U+)1[B' MPC._#%08M!S7JO+[(%?+91+(\D8B[^=P<)XQGI$.@\O9 MPSJ54AX\-;LB2AB[M\VS1"3,)=]=R8O0LL7>Z=E#2^L<*ERYDG\,7DV%Q.@:S$\1&:>NZD;;VN1W M(XR&<(T+OGU\,2A!(-D?>;[=@2)V9%O:QL>XT%W\IXZY*+[MQ9"B@G&,L:? HX16OLUC^?)YU&9-C[A*(DEUU?T+;"(BH*):\F ^N3?.!0U&L_ML,#'$9-G@P!QIMX3&5S;8@FP$GRH+]Z;_3>H2O9 5#HB);O+*\]#X6",15I[MKPIK&G9C(\%B.+6*MH-V%4R%%!U9^D#W5N$*7@*\X=,(N8[]D(9R>M D=B M FX8F^6-+,:]$3B-61867&E(-HD 4??,'=*;3,B$!N%D"5QDUBKICT:>,BL'Y M=DJ2SBO'Z:TS? T),/%E26,;'&C.8^GK,FB']3,^<:RGC4&5;=EI9RMN M@\>4P72276XIH$3Y>.#=7;%C1#K8!2U=/F;?D.?XYFE;F6H76W,3>]IZ7R M8_"*L0_]BYCCEJ.U!UH). (@JYVP.%^:7HV6533Q<'"_%;(;IX[P\_O:2V+K# MF[_.5-$@_6%?7G2K MQ1+H2A\@<_D\$YA@'(GG45\NMGM;HGVN5R)7305[S^ SA1BYC<-_Q#=Y M6PBM,WWCW>G+YY08)2]ZJ?)Q94V%?8%4U&:DU##IB43&+@'5"X\F=J,1@>0; M03(V[6$K&5A[F' (_$=:>58*D)@$ZLE8P"%=G -K'IS\8)2E=W]!N@<8PZ8E M7G>9A;8 IXY*MPOWR1%NO1G 1L?I81C5L)U2_2(C]TEG+80DXLU="\%'NWLMQ?RX;[8F]_UL1!I-8@);,0+S.8'(C'9LZ M;I9N))*(O=/L,)'#4K81AL#67NM!P_ZS[*=VK@: (%#YJ[!WF+J62SPY>JJHB*V'=%1&5C2^-S4'SJDN?RWR M5P5Y:?."!T*%$AFJB/QY3*22=7Y?L"V>@XE1\27L,BT'Y3H[&X7VK*Q_[>NY M'&ODIJW0LD[]FLR67@0? %T^JY9>K@H6RK\JFTO,P5LKG;;E"HYG]D/W.OJ8E M#?49+,F."3Q?O#G!>)%_04,JKN%M7_P_@ODBW+#L-NO!=@DQ'GD<3*D* C& M9(87#=8--!6)^9/ R4B05075+\SM_]YM^O7LR9OW&^OD>08VP4'.\ZZ.AITE)U6/3]LYGWKZ[;&.$*@EC]$4&BPXO,>_M^3^OZPK:5,N-VLEHI&^BA43S(P029*457EO)SC1%8WIY$ M92PN4GJ20DO5P9/C\D)57!C?B]$C>D]YV42(@=*!"1OWP#ICEE7?M$U>O=]6 MG@GB_1B'ZTJB,TG3Y=WL5O&ACAE MSGY0%L6EEFQ1&]?_5PK!<^KU!H'Z(D1E;B?6Q)ZL"(>=? @7F7&D,^THZK&@6 M"7,K==T"]HG_"MQ: /-6S0#:95,EPBY.!G!CYW4:)0\3]Y+SN?&.\#(RYV,@-M[4W]9S")P;+:B[.OQV^NQ6 >'+D)V]F,OD23 8XOA>Z%R6Q03C3+ZZ9.R9HM M/T\BL,<5U#;E:?X6)X4_@/VEZYT%T:GI-8W#H_!G&?YU)S&?K0)>I=G$TO 5'^:%2G%KHTWYYB-ZGTJRPISBI M*VFW=VC$5%TFJNKF+>1M!8VQHFY2OXCV*(H.I- _:>A+8>MGFJP+G"9\PO%/E M_3Y;&@!D8;K#1/S(CH-*440#()Y"MHN6&-;@>%G%BC95>9_\R[Z0O;HK#\;F4X>$[I_3YU\FX(9'G,[?+/_]G+1SR9FXOTM6.<*DGLC M @&/FB>' 7^4#G=+,)+QW)8X\,9'>>[.>LWA4,)BU;_@A;3%)5$A7!?)"G/% MOWGPZ"B+SFYV7R[0.)'$B\KE0VDX:H#>09'K&72*?*Z2&\@"P$!=<]R.E#8VAG2Y>:.$&Z7"Z##1H(CDVD4X MM=.S-CN6QZ&S8I4DL'5[?&M>R8V/K' ;9I3PU"PJ;W-Q2*2(_VX]0=21WCW]GC*IEC1E<-3"(E_$8!6Z!F)?.\=Q'MBJ M*+V!=^AN?N>.C1->R0 H"T^ K2+'_H]3.=S1/DLZT+3'* (.Z'BW"H2).1 $9 M0YPR6FH#2+719\#XO"8OW,CK=A7H$?0?GX7+G,K8<$.J#9< MYET2CSL9K:G$Z,!@FPX3[V 7]EJBS.=.:7=(LN6H9.P20:N.,("Y>4P'"DOB@ M.@)TR/D4' MAB))OJ_L2)R-3/P.3S9=F*X,Y8^6Z5T2"N5=EP"HB,]8+]Y*?YRW(9A9"X4G(1.%(WG31P2IC4I]Y@5(6(O%P"59TPD@*V!%.M1UXK!PMUVS,>'/*R%QY,D]2>[P$P!H!Y>@^_V8- '^3T!,),'_Q=:?H,D*)\5 MC/B=-"[1*23V9R2'[-C@AB0Y/!8[#HEXPG)B0&Q1R2&F,9!JQ12.*?/6M8GY M0UEW2"+,P!S I1-Y7)/!=9?3=M2_4_PH)9JE(R,,"\B_>,Q:>+9CTSD!>*.+ M#P0>;QC;V%]H R *3*\)QH222)XMWU5UEX3R_!KCI020Y4?A-M,WJFD= M(W0D,IC>?l;V5<&<]K%UT +H^]H4G%TJP/"<3SH8>`Y]*3X*13CEJ63 M(*T+%=KCLI$!^ARK+9/&3,9IA"_^ P9)6U>(V*?$5I[PFFXZKA?-K,/-5EU1 M78VZC'7X*;KQQ;,!\A"!:4NM3+X]N>2LLC2>8E;,!M A'0O.E$8<#HK1E>4RM- 2\W4B..B'(AK7<,0W5*T& M6(027^>%6H#D,/(QB84D$"Q=XYG" VV4V^HB)XWW=%$M1:QYEWO.!VL]?A^+ M427Z6 MM>;.D<9*XGQ[(RL;G$1F%3)D4S$!T7],@_33MGCM4O2)? H+"E*KD-=5;S(4 M*75?*2X5]5N8+9X44(O$+RC!OFDI4[\F)VEW2_H\._ZR21:\]>@DN')#0_V M4)@;B+5'&X@ZS0#(.QXUGN"E\MKZ>GV_DAD4)TKGJFQI\W+&/4H;H4E3HW. MJ=3510#9FR&B^7#+VMJ^;Y3*2#'^DAX@/B;*++R,N7=C>2VH!EIIJ-Q=]K2W0 M6123M)4HH[0=F^]'H#KU[*E'CG M1;/>)!5=]0A84H3KBKLG2]R+,;)4/ _K"MRB\6/6U,&9)*/K$FU6)DTWE0] M.2&;.A1!.K.<$3K(*1- M3-7#N 7%*<$I[.\8AAC(PQ]K*2W%+N1,-;/9Z>+>?MQ*5W]XT"*;I3Z1MA+? MC:/W? \]!RRO^I&R3QN4O,VP$Q1H]DVS^+L7UU[$SBZVA8G6X=(=*+U>O3- M-U_%R#_8@%5?7>3,O1_MMW3_\H(%?D):03U=08-Q1>BJ2CGC\MA8!/&\FD):*T/A3 MA\5)4_J3M'F64SR4VY[IE&]YUAX_RFA@C^38#;%"C;$B]L.). ^=,(;8*%Z8$ MT_'A4[Z,DN//^_-R3E*.8KV0Z]N-TVIWN.?7&UY>%);/+(;$:P>1!"2!$1,1O M((<'N5]*T: [(§$4(V^P6<)9)?\'@%##9&W0Y"V4]2(IGE7N%JO 2\//2,V)*/GL!UR]KRL!M!4ZZXL#@;X'Z],#!7&%;TA>YB"XKF#D@$%XR_UDPS@BTBY?=(E=_B.F,+&=U@V\[S M="#<_I7F53? Y^ZV(96P+=8# -P$-H6-F*,8X$X'+)Z^A=PD$L@ZV.$QA]-K MM$;K,_^--A!9JF#(LY0X*_28<7X]'LU/YJT'> MI-G:GJ!5E75?C!ZPM^M=1M:&86Q,!CP\EX:[V!=%,?LQO N? #46D_^1+3EMV"?^C.U7N20-RU1#,UO42<1'3L M.5^$XK*@"2HAX&M(ZEBF8.+]@^@4.<3XX>RU"CVMB>&.E#\6[AQ27@6KZOT0 M[G@=GN5=F]--$> 3E"PYX68/? O[AW=G)0_'W*)4PB!)(#30B_W',ZU+7[\9A M16(!?K5#,*#(;^E^$[[!W0H80P>7SE3,H=!"(7HC(NAA"0XW>+%,:0- +\3O M$Q4FDA,?XWT, [-/5/=V@$QIE=R:\!V1M+&DT@'1/7C5F4.?GO4(C_5]#FHX=\ MZJ^)-J(FHO6\#QNN.2\K\8$KNN:!HB?6E1"OO0?9 KN$Q'N=^2\H?\7#;_'3 M:\=RIOHL2WQ5N:)&ET)\%E_>^ZN X&9%VP-#*4, OC6*8_]G47O/ % M 3,W3*U.#:T'P02'=8$)@T7*8FI-F 4EU,+18>]!=#H*^_")B%76ITANDH[*QEUA]\=23M@BK,R V]\$18XKQA!K9?"2B/>(5Y.4%,ZQ?=5N5/ M1'K(4BE6"U:,?>,&KC M[&/"Q9UDZ'0!2LD'[$>>>[.Q(TF1]45+56EUUD)D-E5VIL4E.&*T4Z?\;K17 MECCQG-K[#BD4\?BBZB^UCOAZ#:/EU:WE:IW(0$E%IMC*\E16?+XY^ZWT=*8- MS.R)'Y!E[N40L4AR!P.B%%:BX!MCZ6"A3 -+G63EN=]OY^Y=$RN^F?ET,C:P MRW;$1-9,868-PVU%^R&48(+/E408"U(M[J.(TB/O^8@XO%XX4G1Q5\[[-H3) M)+7$YM@NBW*&^(PE=9<;:EA9&[BLIB$XYSH,/8#K4YV'F'U^N+*]=1&F;(WF M(=S79,;U-S$3EO+,SK$)FG-?>+>=6!>4VYQVL#,;J?E&NPX!5VV @[B*]0; M3PU""#IU-OE(DKHSO3"@%R2$*TLR#.&<](C8(9PB'4BG?.WX-W42K7S,G; MR<':9V8%FV_W]C3A*$/ NR@/&-,;B M'&S+./X[>R543WG2\.?%Q> DK/ESG M>;#8GR'CMC-(5GCUC\4YLZV!+I>WVB:]F _)Q!NXA M#"'^=J)K+H*[D8)DGN8R?M6[I?[0=\!>1MFTQ/_B^*+/":_*X"##;O*3Y*8N MS:478X?FUZXG'UVNG 2T_MEFH&=,3U\)A? 65>$L(!34Y%'$1_9LI&6#]0"$<),CK;.C1] VX1-G933VBN9@@&$-[A:W-YB@EOG@34C2B*GQ.2I:4Q^[XAO3?]Z?&AOSPNH."@4T: \-]:/7AQ>GKD*KE MOD^4SYI(0CZ8V.EU0QP3:TYFBANGZ_]1=PQ"]"%]Z75T*]HLT:BR8<WJ!!4 M%.^U$T!\U!H0\7Y;Q<%19P(M>Y8'0E"!!Y&;E*W D*VIV3=$8T_15CTXYS[5 MG\+\Z@K^P=;K+T;E'__V%]XXSJF?M&MI3+W&0^9>!WDAV6D$/[J;V#!1.2#^ MK8VWTR:I26BH.M!,FU5OR7.C5B_N"&/B6T 26AG-T7I3,KJIVU! 7Y.76R6 M<)&QIYSP/OSTOYLG6_&^1 MR<7.1>8_,*K@3MYH'K1+X.0ZIV?8_5T:W1?U)2U^W(U^&U>^, ^X38#PC9OVG.MJ//@0Q",(+R'V7ZP%9KX37SY=E- /,>3RB=V+I$C+,P&T@1,&UH_@EDFLHT8%!I MJ>H-N!5'MGE06I#L1FIM#$;5U35BDQX3U,PV ;S^YA&GOP*\\072+:C+[/<:#-PW$ A>5(;E:205-/ MZB?U:\"M5]/KG'Z5L&H'O/WGGK.W1J>%WY,S;^9WIZFAR+I9"&$!'GK?52=^ M&#@9*<-MFZ884%FPEM$HPA&;^J;&>'B*;8H&8^H..RF!)Z>5_)@>:;$0,RW=U M=PR!@+FPN@P^>Q?,.:\F'GW)B2UGYM$.WWZOM!72R0=%)%#9\]7AV11FR"NX. M)M.XGJ<(5)6^<5AF,)@1?@<\)A4D!4M+.U7&,QTE\+9SH6;%]$Y87E9KET= M6L+M6(H6#U7>B+EOD\P-YYP7YE0>)!#F$"=!/M.<-SO^["=)VL)2.GS M2WW',=7 71W,QA;8 /7BTLB)'A<[4$D/]!G4[L=RM*UPE^L(HO.]3H."K1A M1>$YPM\V;4%4K6DA\OJR]#TDHNDWE >=[L/?[TUR.H.YB /L=XH((Q/2!RK' M4KDF*SOMWH\B*.D2;^1O.RF%%S&TFS?&;1\|:NRUA6^~=#+&X5)/MOIK]]?#L\/205)%%<]98$ BJ UIN10E]J6Q MD8=O71$[O.T>CO _B\TU52G7Q6$Z8V91+6+W.MPOW*E%*Q32BOL@%QGGC1%/E@\D."0*51:7!SZ2.Y!*K: 40 MM%OR2!E7M$IF_];+/SY!U.A- #],*F.X!*B@6#7N%U8[FLW;XMH!"KEZRZ[@ M>2Z[%:9D79$+[*$/>8A7@ZU'2L^UH!GA(S1 PPI.NM>&I/?)<-RZ&<.%IK^& M$Z9<,K\\XWBS7'.75!=<.S*YDAG!4I4_DARB.QY12-N',<19\D)@U6OP9L0 MD/KPAN.=!)V0HL4UP^R"7^2;L9N-Y7.AJIMES>DB$/4YY [R*MJ>5/=OLQ)F@?]?0G0-E7)>EY5C-5)0\C>/,F.1W@P9$3(!WY,%L>9 MGE9O*-7Z4NE5SO00)3YM@IA[\>/;FY1G^^R%=*+:(fW.77O34?!_K*!4 ,B&(M"<84C.59D<\>G+U^!:W&+M&!$!-G7ML@]]"M0>4USI^],@8PTT[>+">O.LK M]D- %>CV<63.WO!+_NF$3]$M.,TKK4>+[=6'\ BP@PKD)@O _L$HPXC4 MVG$EG^^.)&NXOVNF7S]KZ:FB[:T08(070@O8==-6B^OTT:BZWXGD0MWF8 MVZWB9551B!]2EJQL?:3MC:IG\Y0'KID 16BR+$A*/RU[->>>=B@%/RH;8&Q* M<[-:%Q)*'4N:[!MB%6$'(BD'I,4AT@,,)!PJ1ZA*/*IAQ_-H"+ABM^GR!HZ/ MW/ -:FB,$>/GAQ\=>? B]]3$*R65+))Z'3'7CZA'4\5HPB?7#R@D0 MZ*<#^K=;B(.11N[\LB+?B?W'SG]^>/DPX!B+Q_%4AI*3K#10CR7]@3-,++8,!UIVQ#%YP MV0AWA97__'FG[RFZYO0 Z!*8PM,)-5P27$;*(IVO MM#=G<$PF1,983]7NX.E1/X00(#N,,D:.NMBK.X,%)1B!2U6<3?C8YOP+R.I.OF ^VU5?IF4QV++)/C*[<;>A@3=XI'.I(7]AW HG;-"!8(V-3 M]*L#YCV/2& [,%_!EA-#5F;Z=*<+)[@\AN*%!3*N_CL=8 C]^L1+FJ.A@%J8 M4,+(*<<;F&VQXH)5>=\Y7N'. -[ZW-F8TR6%&G S3[%(2H:Z.P81"CLXPLP M%.X>Z6ON(XU4N7B^2>9@1B&QHDS4),J8KI=_1]==E1=,N-0H4;G0&O.2 *IW MY_4=.W!'"?&PIQ[[.KQE[2BL+ ^8T%'#T$![$AE 4J6.'V*O?'#R8;.(K/)L2%2 ME2%9;KX@:\'QC,TEB":UC^"BG\";2QQ:GT:,^P6C.AE$ SV!(52/=0 %!8,]'T/5=B#1_EC0!5V4&]+C_U)"W1X UBSKADF(;,.RVW66Q]],8-FOVL MH0R;S[Z>J/9Q"_I9OZ.S/0QG'QQ8ZO9:B:+>$4KG8*LW7!8)CA, ^V>:@61ZP MP4]TC:GZCGZ3,_C1X^> M97&(/_;"?0AE*RE@T4)E#8/1>8,Y.95,&0.S6)A3%-,T]B?M/PB0R0)}2T M@!:T]}7ZQE[2!3RCPM%2W=2MNR21-8 ;G=A=@UT48?6',T[%-^[.V+"[?9/^ M]HFPYJZ6O'F.&)XHLFC'TH^X.UG@0=RP?)5?*FB;DB%,\(-[94]HH&&;,I&8 MH)B%WJW,%Z9?!G<$?H[GD]VEJETGE-CD]YY86P\'_O MU]WDJYW)H6DV8.W+\\>:M>QR1!3OD;)27>R9(1)\;*G_M, E/7-,A4Q7A: MJ\,S40]X=HA*23BW2^O(XW-A# ES=PAO8.+8!(.KBIBW"%]U"S\. MZN!,I#&64D.8O09[ALK;_9:J90MT,)*P#P H\2I$F.I2^&QUCN"F/_[=+S%=DG>K;P&[V7VG2>17 47^15-,DP>%0-T"!=?IR1+XI%"!7G MIRTK,8>T$K[H\CK^>J++PR@,P5Y0Q$MOQ'T#CTG_]U!%4ED/LB^F25Z/Y M.-"H=C.X?B97L]3)]QZ1P _ZJL4":%U3X@#Y 41R^!G="3,+\LBK5E;A=DM MA-N!'_/ (M.3]#[SGAM#*('6+%10P2\)Q_Z'Y<6#LJ447E4X2GU9;@;:XIH\Q=02S6 MQVTNF;2G>1F3BH* 7#&@&D#Z+,Q>[_6F4R&SD[UE!'L[_@WN8VQDW4@>FU5/ MEEOFO94LOX\W#.!L=!4#L MPT_46_J"I:? MY_J\+3N15"JLMBYQPZZF#A+P^C&?=0B>$M>?AWQ=A)>&=V6%]IO4JJ(!AV" M^573"K_5&'P,LN3"#D"924_@'LGL/8!#.PW&M>G9 9"CI, .LG,CP M*1 W4\ZU^NZ..8%3Q8XT<2F9X.0.>)&P 9"}8)(<,.ZP]LS >(%G2Q;YE.0G MJ$%/$VE#,8L(8[)F8" .YK5GAX?AP(-;L"T2_('VO;"@$1[3]PV;W#6^89= M8JX%;!BH592<<1Z<9$)^C!2I\A,PNGX-ZG? DYQ&)"U"YOUHVD-Z?-J/1JX1 M+O ?Z3NP4U76!)%@GRRB+R4'?EV<0]R[(W,)D=MSBH6H$D'+M6G7C;E>0%86 MK+ ^^PB),\,X9]@L3.Y*I\+*!/>.TZ%%Q_$$MT6[;9;LHKQZCVPJ3D)UZ M1!$OMR#Z]7E*<>+=V(Y>0.&.>SFHB*QL$!^GT0RFH6B"+1^M:,NS;Q- M5"%I_8 3 ,LL1BR! {6\\N:,G:"9[!UYYMR0\.5*]K/$;Z_Q6=W71(7-M?>V+4LMVD5&!EM1/Y@(:A\CSZ#[2*YP %%CBZ5!.XNU4YPW?>1O+P*]CNB[I M9'A#RC$__IA!O&/VC#-2-Y^0,#7-[.>&U*#V3>? CK%^!U(0,GJ-,.N$(BW;" M&XE23+@*E 3'A.%N1,E+!AX5'E;%#GLT,M1OECY#\G&_/L7[FR)2R M6V-Z4I$ECF#%U59:I?L%2"$S$ V\WG>"8!8PF\24:>^B))X)2GE<>%>A&A. M601^7L3RS75XIXM%PVD32^S4$(3]RO'K\,&[S)O5 _<,%F,F)LI M:!7\%D\,@(BA *?3(0\,@-X8XJ;PJ*VGH^%?2B)CDE?"HS:B>,-043Z\;*IX MSN]PF/ 0%CVJ?.TIWV?XB? RKSS^@T'#-JQ:KZSKR&!:>S*%;/+%T$]X:R M\ *E)XB9$FKR3(?GN2RK(G7C?H\/D[9)2C[I:2IZ8)(TIAP^#UDQ2 KW1Q# M5O:@42X8D!7$5W&]3D0\X'WOYLT:)ISW>&9D.HI0I? K4KQ26-UU,I0HI)^7 M IS$O8J4#-YI.O^>T$FVJA0(-G1:TGL+MUE9]\,,7>%&J;O$LTI%$@59IV^* M8/B6LTZ2+3"V;VYINBS/2[)E>YX@#;YWVU-:>>YD>'$P7;JD '!"4,I-2(BB: M,)4J . <.DE12FSLL2W2[(6P@<=!\(I24(F/^>9H6&F@Q#[SF9 (.(% ^0=, < MQ6XGRA>T)?15.P-1Q# ^F@([,X!4+]\;A83;2GDH?DNV3&]9N$ORG[%59;7^=7 M>5FI&^R/1A0]*%U#J;&"'PGP'K6")A)MP[L9[ZM[;OR8AT.K:GP-LW&PG(9 M RCWL^<+3D#P-7F#%01]NH'/<"VNF92G.8.UU"9YWM2LB*)OKZX2D>@SQR8M M0=3W64@7]X2K88R$$)%@4^93+B4XQ@H:,X0AXA++)FWDV _'L9AFOR8&8,(R0; 3+5C/+>7&_#3D@R-9VF:D0S M]]'!?V5$*DDXJ6]F\TO_G<1*]YF&(XG;-H\% ITGJ8U>W'Z,&G/(1.#=O3X M0?Z0+GST\,'BH75DQ$OZ\AJW:CY^$F= &R/D,>.$!%O4-8T O/^NH5+V5DO9 M_T(G1.FPA10D)8(D2\83,%ZRGY">'HNL8YWC43V!8 #!,$1*V M];LM9>##U-F5O@=6.8[*I:GW/@>?O\BG^SME3)N#)D+K9["H196:4PWSYX/'*M3DDJH.Z[- MN)_\W#*1GJ!\)M_+OCX%ATI_]3;E*HZ_E$?FIAQB7P/7NPG[8N. ^'%\W5ES1O#\!? &2^KYR/!\V/IL=(3# ^M)=+'%"B,8ZP,X-M5;=DG*W38I@HTT6\Z>'CYZB\N+-+MO3]') $_, 1&IP!OBF6;0'/ _/V8N'-MHZC8Y9:8I#=0MI'W;B!92"2(!;[XIWU'QT.UT"^&?]1]H4]^#!=PVLO]=^V+GV9)X>_S^:/)M12<=## MHRNW9_M=M'H>;<=;Y(3!0!#2ZN!5TP#O&5VR_8X5 MWGVDL&8R+.5%*WG1!-(!.&>OA'$E%&,.;U+X2 V.X">Y!(A"TB6V&^ M&]XA'D?*A">%"+O0F[.\(N?"N96OPO^QP@[!%^AU(H_3TT:,KO$]N*DX_M-8 M_^CT"8-%%&KDF:%1/)PP#=%[Z>DG;W 1_#QRC#)]8!.U(W:NX5^I(WSXMU6^_M'? Z),.&4.]B,+DO5L=&M))#YLWJ8F.-%5R(0[!*=HL*WC(G#N<,ET:-ZA95Z)+HES%?4 MMB0F9ICQE^XX9O+7M#T:$H%OU^@PBAI2,"MK";7@3+0RJ)C7-D#L[_"!7Z3 M45,DM2ZR*MR!T]J#C!K*'?[VV)9%9Y0=??T2[N4!+*%^-/)U;3R0L.O(/: M4I2D*Q_WD"7]SPS@X#W\6-[B/?[S7E3[GW>F)R74%9\0?.P:K%=;%H*0[;(95+MA:8LL? $55X:I]@IWV5CBL[/UL8TL>YF MP*&'B<{2^]WTN7:J6B*62Q0F'0:L>/[M%] M>_ HOR=:[=-[X_ ;C ^_*4$)CA74%.>_ H.2(N^V*C;<[Y7&^VBCF28S*>XW+V M@!#Q@+WIA(X5AY+BGSB"9#1[}>$ULW3.0%;XDJ<3&^]<#2;<\|]# M%%W(:28I)4?][\-.I$6E^E# C]7.E]=G8=.^7SN=:.MXNUV1)5:")R0@6C[!""*0U0Q2#_[3]U/$^V3&1%X#HZ'=?IYK0EQ=`MUQ\BE'4HO.2;YRTX7) O%]!O].10.V_!N(ER@4DV"\X98?=WUDS#2VKCTZ, MA!@T$P/IGONI^@U3Y'C3PN9\7YRIP-*1I;[N[^)+)7B=&<3D@0YEH8AN/M8NXU(R5?6_=/N?Y,,_7U/_-==^.^,D:GVWJ9;2-/M0=@;2=8)2]YC\|+[V M\;#O% (^_^TG\?)/H2S8^#RIM7U1ATH[<#Y160!RK02RT%PT?8C4EG>RY,B7W MK+SG'2=-ZM[/[.>:62JTC8GJ^EIPE(-V/9\:UTU[/SN_]^R-]T:"0 E025VG

```
M8CJV8L$M22XC9)"IC/DJA&R&G$OYH"/2O)X($L|A%7I.T*H"+%J1$AF,R8O[ M-,1GF^Z.6(NH12%'^#Y=^6<8C$X7 X?"I*7LBJEQI?BT;*+YW/6>'R/+S& M&S4R$C?
2<|5EIBDOKF#1NFMF;UZ*Z".GE^:7Q8I*SDQ4M2K:"Y8/0[58:J8Q MPT!6)6?)9Z_!IO!3(YH *SISOM<[=!/PE72)XT[#;(H(7].U*"LR\#4G"-1= MGJ0QGB_K4>$:=CDD'[M?
U+]39D0YIR,5K^1)!L3$CKA6$K"""$W[E\"7>3]Y MG^TPB^K)_K2 2S,4YE7N),ZD(%+|M6^W>H ,^'R+/Q|-V#TKSMXOCL|6 $F\HB*/%N9=:'1>;,0/04'<$\'U:8$0/ MCW\1O*1M,*NKI
=J*&_&OEQ!@B!Y&]Z/[#AW7I$G1_#W&<1M(E5SRA(G-'3# M""[;@TYERY34=G 6)ZR]D>==]OYEN18W M/*KC %*E@>:W-XOIWD_O/S>]T.*&FX26LX8K$F04FF L5L/T@!
S0L8CY[Q@ M_*I32,FE,YB4?Z!2SLV4_$]Q#-+CPCP +_P(.C0I2))RN-!O\T-3H$CR;=Q_ MK(]A\@WQ7&+^7/Y1;;T?"?T;]-92_DKK0TB><\_Y^MY)"L=:F\,^I$*&=@,6
M'R[SL,^(Z3+5'$AZM57;!>3H1R<)];F37HI\*\-F0CS"X>Q_FEYY.@E*?N>R3@5KPCL455=+GB)%J:8TZ67NVW^L_>?HOOUG#Q[E MCT%6/=J]A\3&%2+Q >
[(4M$D?!R)O$CLO/'ZS6"0Q2"2. M/VS@"S'>KE,*;K7E^F#T,=+02( MVX%GFA3M"DZ44B]W57PH/5H=JJ'"(&#N=/(4BZNPPEC>),;MXN/@-"_GY&I' M[X1_K;$W-#GWW /^I= L(!P2?
0&$F, ESRP?Q:EAQYW#^HO@J*[#%F^A(*=\ MTI&>U3X+5HRO!(1%,T?X()5!\*%;K3>S4 M89+;<1\1I!)DQ7%UPEI'7+\8,>&*8 -@-$ZUWO(N';$ZL-"#>T4_.705&H&F
MM6&)]S#O/UR5]'7Y4"M;?C8PP6J-A6EO$ Y:0+1HX* /+I_;#3)9"5,/9FO" M+(T92:KF.A,#P9]6J($'3%9C%*;U#B#$%-*ZB7W+!I%JZ;)NF./?6\CS$CD2 M<'L%3R9?
K:O"R/ZE)1C5JAYDU,N^PD]HG>J7"C[VJN9:2$.TZWA&RH9P :[Q M#^TORNT%(C//Y%;B2\:-E#!(86TPC;P1+R="TG(P#)\CWCW,/8 $UX7 RYF_ M&M1'W25-!Y?
_DZ_0$\F5*4Y=+*")ZX>4J4\R.F'XO-%L8K ]FJ/Y)^1$6"#7 M]$3NFDOQHX=T<(:MDUQ74;$6UZ9M(KXO@R+]K"CG[%!MJ:5T4; M]5(=GH3[-WPO_/X?\]QS-!-I;!.@,_JU,#IJPQ(X86J?
X-5K2Q*5$]XGQD*) M:5BS-3W&8R]3EC;VJZ&9\A3I9*.GY3U#NZJO)0?$W#IH8V96J$0%S1_5$M2< M%]O&#(9P>|5\;3C/U\9R[I7A,TO/RN'RFO$5EOL!X2>MNZKH5R&\0YDF7/&4
M3N$V-:>-2*X1W(_ES$&DX'C00L 3IH^$))W@'NFKB\"=HX!Q%\LX)9WF=?L: M5&IDP\KJ@&_'2%=YL,S$BA2Z+;5&=C6S ML),J@5L>/SI^@ICR^/";/R?
0/+9YCI\MCV@T)=.P;""JHJHJY@F7#4.<1*3_QR62E')$*OJ;SKF MG+9HFP\ \X>E^J?C9S:0L!OA?\@5A%U9TIQA*2AHI2N&5("F]GRM"7'W!;NY M7PA"'F\$6M$VS]QX '^)I$&I
M.)N/._=&R2QQL/T>.O=8C"(R;]8V$+PW]8 MM,W:1H1'6J-02R+G4NA%G3 ZXGHR1C.RYXOV]95DF*K@6@X M=>=%0>H+#< L9 KY2'>K@_V"E6:FU3W@*&354
+_J@@>>E4PR6VX1UULJ5)'DHQ6LDC$5&SC$$A92 3*/.Z]!-<;D6/ 'L3(AW_H=".4)R><@Y[3G[\W!7I$@>+ST-_IC35- MBLU#0186(/>?4=FLA-I9OPX'%EE::;$0E+$+'$SL"X73?
LW)4A)6"#>R9U.. M(W_7Y#(2G\"5O0*L2]_0"%OE-N6S4B(@9TT[9=68(TQ'.#.1\&(.E]5*PW?6 MSU#=W6##-N3229';.6Z'>".IWFT+HE-= .$BVS5<]N?P[I>SDV"7@Z,%03FZ
M!GZF.4%QOCHI"K9>&BV#G2Q\DI04U>R3@UW4W+>+^4,==:['5V+G@.AIO@] M_(O\ [DL% E?:2[C$GM!?V)SR,;96?*;[?-4=!:CT)AGZ:S%49H?68CXH\OG M=J)G7U87;)B*T>8E-
|3BAW:S!TIK3Y 1_%TR/W\|/,#Q M/1Y@#Q[ECX$'H'J;>H,Q.Z9]'&"*84.!%XPZ@WKPK?,UY<_F(3PYIU: C, _ MP2&8TQ$1(H2R[E%3IG)$=4S!:2F(J!H/%6.Y1B M4I$TMD$$0>/\(!L R
M7&I2T =&<1T()_\X<79TY!)G\W"8T+XAI&E^8Q9M]#2Z4&^=5!L^6RJ^PW+M M4#!!,T\3//8%[&5.OK6!K2Z+:JVY<)?BOO$)=62#L<]<99F[/K0/=^)V,J\8
MG+36Q6L;CRF0[_BK1%/^SGGA)R B9GT9:'U:>8,K0;^!E29UQUTA=F!I1G$A M,[_])SIP3GSZJ@ MQOMBA;NI#D=7Y%;E /*#>C44C,%1:9B>Q1;YL):X?R;A"PP+]VHW!X?/F?<
MI%/A\_[19=AL=-@5!C*Z+JO%,CA&L=2,:W>4Q$[;+DC';V4:)HK8"(=6PST# MBE!;Y"O)T(%),M^&*3\(_S=-CZX:5G2S&3G!M)3+>K8AJ M2[B?+@N*9,.
[038%+^S>2%;WY'Q3]F4;&T_4&YO(L\@Y[(XDW5DFHS9G63!6 MS>4^"^$3BK"7!Y0/HGT.;1E2?V;B(*^I_J_=PETB;/' MF1L@J+ (BQ7KM0C+E# MHZ@;5CO1+587-
4A2U+@[QIXQ*=/Z3KAUP&N@Q8>L33?65,BDE>8]D1 M*JI-YARM'F &SV2&I1Q/)C4.%0HITOU(IUFG#!2C9D?C3R+SEKBR[M".![5Z MA7(/VZYY"V-#&WFG6T)MXN&,J+-
@^V.6PV M#2\'2GWV=$S3#H":9 CJ@FZ=,^U18K E;*4$)[W*L"^,T7$ 5"=*5*Y_CK4" M1A9@XN(T3/*JV4LDL'[_1*$%FZ!U7[S#,0HTT")4)"FI(,)YNUB0S),AQQ
M+0T8O)J,O4P$UAESY%()PF4XDC1/HM>P,X.20/:24;F^"=]X=S&*OV@+"W6H M*/");2#R924:_6+'#Z-0.^EWD05O;@M_"LDX.?ZMNFW([-3Z:D)G%+R.>0/W MW(;^4JB!
(MTZPC4TO95,L.L\MFP\Q B8971MN"<.G?."6S;UNP[^2!5H*R\Z M-G8KT$^)EF3I7,;'&$ZCS;*[1=SM43Y#/#PP!@T?0 .#Z[(K!N%GN)-G0!XN M&H'3(,
<"5S[B4G(3)BRO_.AR>)_D+:D6^8UA LM M%"&X%&XTLAIG B\G%^!J$MOPU!ZZ,YKNY MKH']3'B*347'[L>^%[53R+020CR7'KA<,>PJCWF55QY:#_*0(H2+5V5C]#'+ M9&-
PJ!3)YC1?Y E%04.3]"&ZS@B)K&5,L?9#>/L>S@ 2XL;$O16E&=J"Z21R M4'LX.T.98^ZS!Y@V@:N,"%G8Q*W[36[AC!R"D[RJBR:ZCR2,KJ&?I<#"T1C& M"Z?C)8%J:
<>118O;+H\UZ*:X:&3(G$,$6T%_[Y)\=J^,B3 [T;'U@, MQ^:R&!^1 USZIP^DXUK)8[2L(.B4,N=?6'!P\781&U1HU2E%L&NZ*EQ2@SN@ M\HU_!QF!&-J[YA?P /451H]_"_]O45H?+S'1"'
-L!4:TMB3-IZ_HF3<^C+Q M,=*X.W$L^+8#[N.DI>PCKL/\GL"$/8I7N$V-JDG.8WML+$U MO$QRD+]!"_LVYM35E'+[HOW=3845)#A)QTO%=4@YX^PKFNM]<-FUXGX7K
M'T[H)78D)+2M5A4#7;.N/]@5,.T."S?QD;K_+2M,@:#F7Y!OO7 MMPOO M*Z 00Y."IS,O8/K1ICB/!65_PTWP\N8^42C7]@K$079(-I8)P0][=#]M$-P#
MX\Y\2&,>;0M;'V.DE9M^XULDJQ *#.> ;RI)XIB@Z_CM>:3T3S%B9?\4UG3= MMQ39,#5*2QN&$L5='$>)WL$\$KY,OM)$2C'?N>M"S%F5:#+)ZUC2HI0S$@2T M[^
4EVVP%M2$W)EN"-V7IEXCS;Q#+?>R2.?VDQ>OU$<]$_DYA_X5KRF?QOWD M*=D]&9ET)S.N3%]A2(J>/DK&(_\E?.B[E@,\B3T)G>=1]DXP5TJLI<,^\0@<
MSDNY1%XW@*%X>K&"0$O[CA#XR74522G=$R:,&1BTF'0CIT5#NV]% 2ZW?K7% MI>2NN'R9=/>[@JD_NA8%0@S M,SHJ\:J.^,33-
FH#U^VIOF_+|YT9;G1+.321G\DW_J!*F4.4F\1PZ*I-0-PG M.7*$X<$WS&C9L=![_K'%'A\C#I3F_70(N1#-]92F?2_.@)NT"(&4&Q,AA]:Y M#V<_Y08BX ):YPAJ)KDI.6LE/:C_*-
KF0,G/F3D@(?[8M)((!05(W<2W3_6K MX1?]VK=E1TU]L6LQN'-ZV.1ME'2(XQBGW2?9=-PLRZ0]XS,&+G3":)0)Z?^< MYZ=3?SJ$@^6J7WE<62U\8RY7:ABVSJ??@%)C98R-
EM5=UF[8K!21+/Q"= @- M0%082@R'"*O.%TL09_)Y-MBMN\CI)2V=="\JRX94"P@LP/W!.*='2W2 (]S1 MOCZ5>Y)M6K8C""7Y WQ+:SZ.[2#C$\$J]E*F,_9++>A@43ID+F8K$B5P"'
<% M$U(.7>4G/B=A(J]"#PB MLR0\%>0.QXW-]Z#.NA ";*<O^VGW#.4 M2#9X1N=Z@JL*:Y6J%9WEIUGM1O^J!,"H3!4;\9?UE&T<>HVK[7ON=/W('&KM
M(NKL2>@R(04QH1DQ>7R&Q2=MO+,'?ST\._R__W;TU:-OOS\Y>?,PXVT$,$9X M3!NXI/SO@_XA[,T*'@H!NV6J7R<0UC#7;,0V!NG@]>"\25YSG:N[[,FR,477 MHB
%;O#P>1^KS4J.,&W)>:N<\3M;F\ MI:)2DN:)SMI%TRSP7E/&[3ROL")#:%^XAMF" W>A<5X:)DR6!C,P2*<0U:V7 M%",44HJ(1*+>+V[+BPMVMQ1T*C"-U-B,1KV!_-873.,_A>$1S-
X'\2-MDC"9CQ.<%]^Q Z^T\:72CX.&28R.\]4(SXGGT M,[( % X#P9 E,X2[T*Z"_ 65&(TU;%'0VD<+>[7LZWDT[U(@[H#+;NGEE!Q@ M0;$%,"5V';E?
\+C$#%SF_PCQ+WU'WGNN,'4]::JF@V2TPGLZ\H9JR(:+ M+NH/5^4RC$5D$G7Z,6*-PT^#9190/PX@!NNCM^D716>SC34)>B;@N@*9/.@^ M<8@KRIH;
(1B!@0"0CN"AYL#&39J:>U=X@-67=&B*T-'$1B9M1W$=T4M_HGF+ MKO-NEW;" [YS!C!B AWT:*#(Y[9=^""<>G,=K0' ;P>51,SM^R:#.T/_=(*Y M?U[,B]5Y&
(/'1]EDG^9Q[-.,PT2=F=@/TJ8L[58$;PNOINO8VMLLIPZ]Q&#? M",A%" GI!,V^X7TV5#RYWTQ*:$H^KPAWB('DALDM0XB#4;%P#6*.N/T'OS!H_PQ:!@F.C?SE
)HPK:F5E@Z;S]SX4MKZ-&<+*(7050#FJR[ M+.J/FC3)1)-=6SC#QDG8U+8E[<;2N7AMADURK%W.TCW<<#" ^KI"N=ZG:0>W M\=5;!=J2AVM/3(%#,G_PPH;'"V.D
MN_'8W@[91)]P5UVD0.T&E2-7%NX>!=5FC4D2,TI> M2><'!X]@VUL[?L2P+\.-+]!@4%\<4&HJUDN5G#R]:Q+838YNIFDE@BXQ-DGS M_:I]IC[)
[&P>5NWL",_(_WV\>V(?/_TS.7?'CQX_FJDCI)L"K"S$RD'#B28$ MYIHI/A3SWB\;?CUNF,/*TBY;K*E&01!C$GW0*4LZB8/H5,/=H\PY1Y@)E#E$
M@\%"UTQ%T:U%87725=CA/3=%A.LWE>/K'+;?Z7Y) MWW4SH$W,&/N+OCZGY9#RNZ2=XR.($G2L],N^+K6<@L3Q_6!S4^4[)ZHMMMT@6BO*GR4^3W#B8M=! M3)
[TA]0LO5C@'QL/W/)786&\C0OC1RDU-BZ]HH!X1F:'LU=0P M<%]H0ER1NKH;:H*C8D5]F8L^;C XH$1!:MUJ& *&(?:NY3:Z*P.."VH2!6E[ M"62^GJT>O6PERD%(5-
*IMS(XD2/5[7]A>-@XL8T!$56R(O@0F%H7@[:U(5^" MF1WA$A@S:ODJ='CU VESJ+;+JF_:X&B_WU9^@AZ \8STA2$+*8=V.#;?O#PY
M>^C.YLC$C$Q!T5X(NT]PSFOU&R)JV7,,_B92AK$1VMT5$?O?!LV;@J^W^B8( M*[I^Q05F&68.9IA"&@D&AF .V]X+\&]3R:C/A%0I#GB6V.E/$O61B0(1%HE
MV$1PXF^N&\P8S=SD1N1VX],7;T]?G0BK-7RC!84"A:H_>WQD)3T=S@!_PAW\ M* D*P%_)-SX0*J^,'?/^.C'7/[U9#$;&/S)).(4IN_4;RQ#9H'5Z@)U5'.?X M6"N7L G!95?
-.RZE^Q[=2PK-QP%+OX M*#G4%,0= PN-&W!@(S:XQ4G/[ .7Y=JA+"*]@W2?X6 /@3BUM5\1LUJPNKW3 M#!MQ,?UKI_+X5E,Y^SPW_^?6T80:HZX
@JWU&P"U>')D1L;^ULC+4KO2AA78 MY%SAC.S*^[_CO*2J(;]]:#K@FQ96(J 4MSO8B2:Y*+LMBD2#R?,VKB-0XYAH8 I M7GS"93SJPF(B0U2/QIRM]45PZ?N%8QP="CUI)^:>
[],741=DWI.Y838)';>I M*$YCGGQ55&6CPL(*7H'A2FL:?LL#3P1"EM>NK<(;TX*87/*:4$KKYJ*@+I?@ M^H0K$2,[8/,H? Y QS]OS M8%R"6_.A7%BK!URH77,!I1>S?)V4[
M.YD;D<5FRT5?I"5$5;NJ.)$$6>U9VU.#B\CXIMTL9_T:W-2G8=*(V/EDW8:3 M[_C1HV>?.[[8Z=WL:*"F-3^_[*ES-<1^A_2Z7S("HD'E$"8XP&//H"7$2A4.
MO%R5832#I=VZ@[F4#'!XJS +!@<-$_$-I:X6=BOU(3Z280X;E!'BL\L^O"L1 M#U;0G2!(4[7,B1/]EP"!_H]Z14Y:QE^O@_/S#N[,3876E7"@9+RQPE]E*_=@KSJ6YSX$P
M$+Y&)Y&940^Y7C,^&;?KMXPRMT9KRKJ39*2-BSUS)L^*5#!V79XVZECE<<%B MDSW585\ZYE\J.?<=H_*[HIC]N"E6LZ/#/=N-WVE$^W__[>OCHZ-O9R[XT#^] M%%LY\=&[X?
K_DCLYXQ,PF,X35F5Y6[!D44T3$P;_T<%_::T\+=[JG.FI4(QC MB!NWP) WFO=!Y*M&)P7M1VS"Z3VYO\0D7Y! -R50W3D'IKOHVBS#0/VE#QOU MZ D!\8^^ 5R_P:A
M+]72!"HTXS\AUI '?(8'?"+D40Q6?)H2'A),^NN"-U4Q_HW[56 MR4XI@"7S)@3\_^"P$W>'^@9Q?Y=C2P_7K!$B,\
MJD???//5[(6&W]_W)9!AQ3S5;9*4H6/_>#=RQW0O=YMBW:7UQLU0 M3WI"8IK[9&M>'>%EM(K!)\:*7QW-DJRC?=$@/T7Y$6S03'0A>.&D3 O UA$T
M6)1'Y#S:Q.2$^)^*H:N)%1."N-N.V-PSH_.2))ERXS28JI2Q2;VW7"&_8LZ3\Z;4\^U[^.$?T^E:3BV].YOVA+H5O)@ M.0IDL0T$M6OYD!>AP+95E*/6-
+.FT8JVQ:I5\A(L&9HDVX=H_IZXLGK4))Z! M;O9,0]IF7=9Q"=OKQ+RGD('?XA:>!P1)JHC!T,N>!ZM^21*.2>F2-E1P+:P* MPH,Q&JS@4&X5U0N=R/#,< >XJY$6=4]1 OW?NM^(%-
]@B%FH#QZ#4,D\%RX7ZVT]OO MD%UVMOQ\FS(PYQYXL:$:T/2B8M/EQ[,1M>4R1M?:*X<(#$L]N'NL%7#"/CY> MU\T,R: /!];/TO$Q\MT%;(,14?'<=9\PIH"IT_70_4=??
DG7.&5>A/!$?_HZ MZ@Y2JNOU<>%YA-2/;&9_^N9I_&(M(3WW%3Y5O_-/1\_BU01>/B05M#&BLN]X M\Z"-%P2#BS;X)8F]+,F+J@O&2*"PNG" ^,
(\CX$OYHM3GOKBDJFC@G%GFRO" M'C3[LA"9Z9#>MK\@$H7CK[F/\G#V'>DM2H6*XT[YQPX*RMCR&VD/7,TD7;4^
M#_3[^^&^T&XWC+@H.8QW'_:>4EYQQ(IN'L#@^_5%V'G%0+L4J_Q.]]TP#X:T M<&,->BR,J=TQJ8EUVO*9+EWI(B['|<;8J\YBO@*FP*TB9C?.^*<@=+^H(HD; M+#=
@&>1\=,AS$5*ST*K% HG?\VMEY,-QBZE1I7!S+)C"X@&])9%$K:,UOW MX;B8"W109%#B5 C]K)-D4( :/[7?1T02___8>Q?FMI$D?_"K(+SN_]@1$,TW M)7NF+S2VW*/=;MLGJ:=C[N)B
P2*(MH@P,%#,N?37SZJ"@40E$CJ09#"1FR/ M3(*%JLRLK*Q\_!+,;^@WI)^ M"KO5-NL.,"[,ROE# :?;8R(>,A:IQX;Z> MI;P%=-K[F$>)M0^A6>/$+XM6%%M2) MML 8-
;PK<:8+KPFU[XK37XW4Y8C#8 9F(/JO% (P-CAVL%&<".D:+HM-$!$0 MS@R\^X<4^]-%*$Y5;GI+99/GTR6CF-%]Z9XB0]E3R%,.1(:JXAJ\$:WKEJT F"7U4MUV
MR%$HG!A!PKGC^Q(AVQH57H8K?-NR_@%2$V-/37IY_EY<@Y@09&(AX[^0GB\# MHWXLMQH"6#&B:X@06.1IX+UH$[QKC@]1:8W6?%-^B5(TC"D&I^K/S9";6<7)
M#FPNARXKJV(]J@?H.;,EJ39W9%?%ZC2[2H&5QKO4E@3!3<*4]\."*V=&MIX6 M:[+R2K[V-V34E7]L&P+I58RA\$[P)2I1F7:1)(_+M<1OR]5050G(!_,IRZ%Y
M<\7Z;J(O%851M%6M7*P2@!@]._CCO&,&D.<&\_TI,X;/$V Z%OZ>5=[,)/[Y M/=QZA O0AO5$^^8H^:@[(U(1&8/]2^P9)/.UH^*5A7QB:DHO/$(3+8/3+-$9
M*4LI$B5$QS\S[YI#K=1=,4T#Z52OMZ)2UL.*5'\))"D;+MPF&67E&DYN/\0] MI\R I;IX69%%Y= &F0O- !*A/7JQXR="^C5=96=@&)(](#0,A6 E0$BQ[]>
M_L$N=CAZ20QD5,7GM!NZ=ZD@X",N"UW?>A)&R1F# DFL^"A+&:N(%%)A*D5B M:"A!A.O4\J?E#-$Q966#(6XK\#$Y5FN>I'-GD?>(KJPD>Q%.E$+%Y*U08,/D
MWR7.K^KHYF:DRR>2J9@WDVF8A*BHLS:50 M=[G5P/[9)AQX.>0RS TI8A1"S2 M,(?%(557'NFM4.$M"3U% 4*R$\'B ?'=(]/-0(L[ M[K*A[#?=E<-/=&(%I=')]
(6)SJ]5XU'"P*5,4;7>7'R^?*MPJUO65Q]% C5J MG+N78@VEEY\V4W?\,1=5*CG%-U>HFE#I6S;6@/HZT?9=Z9I*[Y39 MAV4
^4*;>7194DIP/D%>,WKD#!"%0EWZ),"8>9X(D61S]$M043-U,2H$C!69 M50Q)9IS+L+L\7TP^P%H,HN2CFC%F99=^66&$JC92\6 (+&QR% MD"4K0FF+QUPN^SA[O=:X4Y\U$2\9-
)+Y> X'\A@>05_)OIV9NCVM<6_QC?4H MSS6*$U5RE,Z("6+/[86_<"6T.OFVO!+"^NM.SX)E!3XC[,K.0-B8DO!$L>4" MT(CS_GW&B0@XSP8NG\HG*1\8D[*Z*I<&4A#&!9R3-8C.<)?
DU"HV.?:5 M03G#1%3U00'[)S^QC%VJ'(DYR F"]"M'JZS+P19[T6T(P^CRG91L4HM2O772 M$?T8$3C96*:>L1+<+-=Y!8PZ112=&RHSU$QW;E&?F= N-PC9D6K_'E'6IS1Z
MF7VI_04EM-+2\,E]+U!>3 .FP5B1)E)DK,SP;9;[Y>C$HK%81)(,HE;98_( M9-/E>>HYK;HL4B*R2F3.6U J)%JD4N LS#QP4TCLPJ,"I3'DG#'8WUAW[O&U
M+XW<[P2'$P,=B/,)'("4L"D;IL1"'61R,#(_D,;X4$ 9:28NK\[71R[:?+<4 MWTOU6[C.=*%FOG)W=O4JS?(<6)AH43:W>5,8"1MJA.9HM2;G-5$.HC
M3J:ZFZJ"74>)A'R4.8.IEM\DO<]SJN[JLZB:BS&@L9: M.>%"FELA*3+7?7#*8<(=CR,M"IDL)LMH=&:[,A0,HC'2N)6?*GCA=&Y )FEX M$<^24OA1>^-KGX+RM5J2*'-
"B=.R&*G.T"8HIG9L<@(^\TO98?K0S6BJ%"NO<#-)L-%D"F(Y MC0*,Q9,57I!'L&S05\I!7L*[ESD!XSARO%*%C$0>]6]4IS"CU?&]-+M[<_-* MZ0>YA>0H3QC']&-"V#
(Q.;$JD#XQMI6.$Q+(_)3=,IJRI.S?R:/\UVV@:L MH%!E_S*_-&^&J+2;2E=52668FTL.G((C';UC"@00ZV5"W3^1F[U26%F7(^7=
MF;6I7W_'Y!U4Y!ZTBI2SGUR1>RF@6FH;M41I.'>6%@8T=1@@\8U77'-UQ/6,DS3.F^ M8+G 387-JW(KZ&+;8J10Z%=<7XX%3+33><; MZ;5PZC;76^6%-M0_*O!OC"
[!E.,KL/NY0A:6O=]@JI!A(D MOX35+A'E#;AV^5NTD"7$6P#ZE'-+R7*2IPPN0/@WI/LY;J00Y^'05/,WMQ#! M5NF^:WF>CJW38'@' >?SM*?R &4,?
9V7#E=0.J2XI@_S4KBI//5ORFO]5*LF M];DY:[0W58JD;HY+>1L3[-K C5DHWL?MN57*ZJ)RN(R*MT2X MX.?X=7PA-Y]EW2,A[%E,E2M69:0]N;:IVV&9!TP)&!JOF7>( (4AR#EQRV60
ML3_.Y#6*.@Z *O)BYQ;#(U0\3GT"6$CR[.ZJ3I59_8U]SF_C3!U*F;V+3@1! MIZ/CRF"/007)[FFZVYDJM<"!0]4;0U*6>F7)-[#IK_ N-':"RDS0'=;RMZHJ M:;,%9R3ATB-"S.(>Z#",WG]J*-
X]W^2BOL6@_J<.*23@J4LQ+EHDJ^ MF6<<;!F+@-K,<6(,6/A*D938'U<[\$(4?<*H'1"="J:ZN.!'.J"/79BPAGG?U;*A\%GOL+ M;F2YB=%#*0J'KRGO>
[#;Q=1QCN1ZTSH;%0GZM+,-0260KO,<^6W.(04]+V] MQ"(^Y)=>;QL;,EE)0^,%_#TNIZG.+R26&ZHLQ\J4]BQ!+C+P']T&[N K8FM^
M@8/&ZG3MFH%KGBG+]^_2\OW&1LTN03+E3@%YS(%EG,PC'^3]UTK8)-\P['5^ M;C.@Z3%OO;LQ-_<^>TQV2;D%Q:/2Q_;-;*_.5P@)?9S:4=/J6!617[#F&N1K M/FD=4J-
V=DDA49Y3*G6 30NUT35()UMICP,6'F6Q2Q[N4C!'!=%4U$G(/F^> M5\I@M>6 <3$/B")J##IW#:58SNPJ-7=D/+M5@5V$FE9%S/!CZD]( MJ;[&!#"!"*.V%D66T;Y
Q[J3^.S&IG@9M:]57FPJWY2- :OZ32J(/0G]@U7A MJ2V3S'2MMZT/RB;C)<]X.6XR7FHPE9<*(E)U.)BQW!,K,CN*9\> M]Z?
VR&8]"XE_PFD4GDA\3E,QJ>1B&K&GHQ/+8U'20Y),,@:JAQE(J&5YB3!T M*Z$+FZFV[&91/S*J(XT?R3S32,)YJ&'1;>Z$*CZKLAK,$]-HJ2U?FY^,I2@J M=:A(><'LGZXD@'P37:RR1
7$E*<_;Y]1]6-Z.47 MD_1];ZC,3P*>.("E/QPH[U M\+J9U8>&*T_$E5NAR:TTM=)$AB/$X%+#E.=CBG%],G6ZOET8ZO=6Z_H/'(&- MXH8]3\2>4HPOT3MH'D<3/U4Y-!BS%11?E@>?
<*C?;_T26NX&>Y]8!;P0F1F, M1[*KDO#R.K^2V6.;'P(]R*VJP@#;I]O6R;K]>P$,26E+'5G$,$HB<:=-/W7] M#5O,H/1@NM<2C!3]!7DW\,E=]MB$^F)&Y'FE0+4RPU910V9]Z[-
&JC)9T+3B M5SI27L@=L(N@=C))7:9(&;^VN59=6LI1S#!RA3!7CN.G&\RO7, ?6-+,*?I^ MZ,^ UC)O>L[9%VR43POSQ^*P**2:;RQG,NEM$WXTY:US7K(G9F'>YH4;ES@( MZ8!-
W%2&984E3@-Q,@2E_W/DA:-$,LRBHRMY"C%6'!(LO9O%)FY@:1ZE6>J@ MKN&VN248/0FS969:C!>&F1Z%H +RBG'.L# "B;>5;BB9U[\TJ0KD8YTJJ9;$ MGB-
BR5:_ER\7GCDQ$9)6Q/G9*H'6E_K?R!K'^PB%>&P+]L>KLNI4T$DQ9W\3<+C[-MQ@9I5.P5D MVACN%,MH)\>^ E*[*! Y%?QRUTQ2G/)XQF^^BX7Y/.IAB09NE)NN/GMKWG?F
M:\DK' N#:L%"TRTMDHU[)YM)&P:)E%L9![.)%BIRE3M4O!@M-\.BDS:-@L'0 MO3U4TEH.YC8U.L?D_=4E_8A=" C+R;T;)D12LS)8<]G6/Q5A!70E6&JVNB(VI^A@3D';8"CMG#'P\QG
M25[KK64AQUK/)\!9G%13L)+IF#67*/BD\G[@,(5_^!-.6 4=S)I=%B47#M"E M?1D66PA0,37W?E#"0,4/L#/4;+ @@^JV#- =0P1!SK$_F@&E$<6R 2^AZU(U M@[KM,
<)OXMPP1I1..R$88OD^U Y4[Z]A.X0GRF^5@1MYF$G<,PK"+G6GJ,H! M-E#4$.>J[AKF#(2. -NTL)2*563&E4H&SA+5K\9=N#)?5E582JA?4NYT00H= M=?TSH83Y,
<)XU)ULM"%%=4U) 3>H8DJ40EGN!Z:VB>]13@[.D][-@'LH/2>QEB0TG2I+U/47=Q" 45' P@^<6!>ZR#*7A(^:Y9UAE"OY M$X5 2/YF5>": ]I*Y+OJ27"^UT3>D-
]CI8IF:+H,@4QI0;4,)Q?O[I\ M:0F*A$/&(,E3?RY/)7VDUOQ^_P+O]+"I+E UD"IC7Y \.S5US4,48=;P0,PH,V",3>UAH_@$_TO:+%!O M(?@/G0R-29K8?PQMKTK>FC5L-8,2ZMZX+O6*
(:S;,8&Y;C2664I+/65HGJ%3DR;/0I M6#A;'32RC<)< N)+5#]JK'DM,14J](#/(#^JBA:-.RY,C8UG7!();BH@IQ!+ MW#W*%3;<7\M;1[G]E+N0,\5Y?BH87OP5MY-8-
F:6:%BBG)&^C@BFQ6OC319@ M>8(\B%H=$D92.FF!>D31][.Y4],4%[5 MRHD/)NF,%+J30<'KA!4.W?1+?8>-[_2T\3Z:P-5.&+@%A>FH(EFC%V]>WF/B0VHT$ZY R)_F5N*G
MX4+Y(JHA]_3L*JE4A<=^)[SU7( ZY]LS@:7;$E7;R$V2;HXL528P=IV4;0W0 M9L/Z4CYGR;)!,'/; J.+L")A8M+B(3 [;+]3?
5WUOV%EY1O2Q#6^1:D%ZBB96WK90.*YG!SIJ'$PTP!":QE>M_PT98 M2K(H46NIJ&I.&X6%L# H4J*!767L$WX!KE#VS'3BD%R,6O5036\6ARHOM-K7 MSNY:+F57@?
1"HZB6];E<(6AK#I\0 $*+N8M(M1%XG,E2-/"]^AMUP7-;7 MHE-=QN9MW:771$GEQX]D:-@UP5)UQ^0<"=?TECN^BF3C2LQ6(S,C8*:2 R2F
MA8Q\>W]F,B!!MZ0DAU[!ZU3JR[(,#CW_,"OVN0$Y!FH4N^&!%I4UH3/2B2EW M"RLTP<#$!=Z03@SN0FI25$^DV:^/TT+?*HY_\#=YU:YTX%7/BHY^VF)1H?,0
MY_@E7*X(AX&X%TM*8E[HMF;4!(_^6JSI0[1@+B!1>*$,%M1.,'"N$5M_+*94 M;;(T8%%<%BL;I.1)YZ5-)MLIK[G/9+*!5F-&U(JW6QXO*^UT#%T5MSZ++FJ+ M5=J-
_WDKXB.ZTQM;;N^,3^L:H>=HV6*;U>($15#*1:OY,4+A!$;, MEYE*)JJCW-JT=SVC2EMF:*G^GTCUDK,38R/D)#.Y0ZY$M3$EMZI_A]:]D"T+ M6>:!^F!1:?-5 IRA<"=Y#Y_04-
```

!,2HK7K$FKK".KA9"@4T\!.7#1 AY+LG*-M[J8RQ3E)2(:'S$;)^C;$]02!,XZ44]=K0@407XXM44&9O=0#/N+%&DU.Z)K*-MN$-T^\P"QF9<[AE9CM$;@1F.1PNOFKDUW^ ?Z,:+BR?Y69L@MK(Z,(9/4L8-`M!ZCC/(F*["(T\TRDEQQB1QJ1JWICVG<3?B5"!QUJA392Y7XG=PY0L7?I1U(5-M,M1'W5D+.N-2S%-N*\$M)7C'R1B*(G(\_G;UEG4]_HDY!QHPQTDT-MNC[-(YS(X2^$V]BG?$&#)73+<+#Z8WB%D+\>82A!X,GF5F",S*&6+G(K"?XO;-MBI$M2TW-K-<=+U6-#=T9;)HS&C\-382K0IX'1""2#P#-LKFOX#)6H@9AG+I=-`M2 LNBF5&AJP9\@"1,8!'Y.PcY0L/2DJV25N%&FJ3\W!U1F5*QTU5K9,"E7MZI<2.$3I0\D2%B6%GXQV^:QPTO<Q&U#22W5*,+-),(.<+\),(<+\)Q3BZI1%5,*H^#4>\4?8A(-M-P&)6VX&V:7G<2;L#I#.<:Y,,N=AW,=NQ-1WZ59((`6<4(>AR.^)LI,(*'H MN*?;'<81R;5*$@]@*5H:A?B#:C(/`2:6Z)64W>MEN`_L KWDTC9O[W-#C7'X M=[E'I)#(OJ0J4EW.7$ZDJ4!Y]B-9UR];&]VY4L]3X M&6&A$>M1=@BTFUP=S:)>N\G5J<%47D:NCH?E%]ZL&-:[E5!XJ&8___2MF=8R M%GF1 =_-+,&QHP;7'_1{(;EVIBY46;L %LC*V$Y"R?T+13[,"-#AYFCN)=$K$ HLJG&;E35SF2U=2F'BL58!4F_-E7MZ[_5-5O*&0^.G+TP%&9)GLQZSPU0W54 MM12G4=0/*Q3TO:@&,{/JJ/Y"A9RA"BMLP X7 M8<&R-:X\SO!?6*ITT>58CQPDO3I$6BK(6X&4ZX0J{*]U\N-P8%">\BEP'ZM,5?@,PH!/Z*+XSV$F@4(Z(H]N_]I=7]*]MS\NIN?40=3PJ('W3\%M!0^L^A MM*KO],=79[]9G;_4,>7=>90@D-IC9 6EO7[EXNSRZ^__O/LDW5Y=?KY,]RD M?OOM[,O5Y9K> #-!"Q6J/UGLZ%SX I;RUO+5;9_TUI"PG4K/QY9E??S7W\\N M+L\^_GYQ? O6OG3VN!ISTQT(M & ^Z:[,_EN*JH9*OQ< T?[\,N F+&+ + M-&S)XZ2NXLV%&+=C9<8;&WO8SNX@"\762SV_Y;,-7>6[M:!9ZKF]J &4#8]L\V^F_+ @+#TB0:@& & M/YER'PNS[)Z\ (H5NH)5B91:@895K\;6/0[LS!'1(0=3,W7P7N_OM2G8#6<@B M)+RE;IO]FJ4:0F,OV2N+/@K%N:[8:CGRA$1=UD6(GDHE371L$MU526H6<7.V MG3FBZ=W.L[UUB1?9_`WX'@V-? @T^W;AC/U_9P2E5>1+ZZFTM&_QR,9^>:?7%*1\KU2K6^ED;+U;?NU5.9PH%B>7 M+]5WO4""VF!F@RZ_IX&ST.IELOR^+,1\#<$]WC@O0Q95@J3)-R@]7SB M$2>0",>,^=HCI0!6;1&T^ MD6.S7,&=_=#;:'$Q<39ZO4V\+>2O?I\6XDF(@3>=9IDKH$YV6FUZ9IYRNK% MW'1'MQB0*.D3#AMQA)WF4)>2CX< &?&]>%,F]%0B]N.^D-H@TLUK)Ev/2C# M/%F54W((W'#KPPVU3R[=[?"R0*8O.9XUC5R5'R"#@S_D/^8B%*D"(03C[2!8 MXM6')>8&62[LMZWS*ZIGI :*RI'+1Y&!W4?W>=)LV.SI$#@DZL,AM6F*.JS< MN=:$ET4NL'[+LVC1.OSM_SBS^8?3$H:NM$T/_"E]4A^F=5L=8AK[XE+5/H,N M 89Q+#.]#F+++7->`^E*I/UA9 C\\8M@>,M/S M+5MNOH5^H1L1>BHU+55^JG)@9"@T3LKWG _TD_V7GVGMY*=T*!+$*MY8Q0!1 MNS[FZZCNH,OW^!$+ZPXQ^8"MDF^0K^@*P$%/0T\&(63B?AZG6&$Z5I/$F!;>G M&::!B4#,#"?+2L],.:*M4K!Y3BN%%2RDPYA7V<^NMI#F2UJ (2;&>9F/R3I M$;2Y,3$6#CKN=WE+-R&ZJO%4))3X'T)5> -]/)8\D/NZ8W$H*C 8JB$3V:4WL O*EO\/$S Bj(N9A(.(F9? M";WY6&,O6LB? E:/3>O/E_/+*^GCY^:T*$?!13/=/="!B#\B%0DY0:-TF(]YS MC0FOO*$77""T1(042\U2C10K52CCQS"(*;OL6'%(&9?2G\98/,UE96JRIKV@ M4DY;=%^09LI2X5H6I"$;EUA\)]=K(JCBM!?2O:3HXYT)S)V69@:#!^GFY9Z8(< 655_F%?%"OS8;\GZ MCLD_%IRUIDK(.-78G6(1&I^2]I$IL=B*,=>]9?T&8TVQ/8;V96O0$\S>7POTZ M3]YBHIPO;J748F+Z?V375WF^\!JD\/-Q$D42?$(NA)O."R,2I\'C%V;VEMP[M,SDKGD$^ B)5,$,*"+S./#4OS-0!UA5A_H" MB5(2U59=(Q+KI* [\0@4\=`"HV*=\ZY;O3I'S78"U/D_*]_:6'CB^I[,.&E[G8 M5?\R4TRB6%^*EF/QRYE7=3NL'D A>>4#"G#F#)PQN5-EW22B_J J.4V:]WS. MJ+PRF [9M67C08; <^8)H^%PJfY/DIU'PP'GE$AR+\X+?#E-;,-$J-(\STPKF M-@!JD)9UFG)CK/P F0G"_;>KCA&J N3S.;2R.5EYNLJ2=3DE[D9(3F076ZN M+B2,1XG>-Z?22*-JL]+2T,:<,B9M OXHMFO)T8?MI=@,0W6276?3^6G$J-51 M*LN0(P-H6-4V$Y-@=$M3K,^C+C;C88KHIXC-_17,]?,>2KYCEQ8 M(=_-3)%9.I]1/0,4LW#GO5Y02W>} &@)*Y2I_0%6;SE' #D6:"EJZM=-1O MJFBE>O""/J*)Q0%0YFJI+X)W.K(L,H$W_74\[_0E2XI@-P>)4X@=\C2_@OAAA MEO'B5_^[""9?74?FI"[CVHX"%Z:IM,7&"1.^+ 9RIIT$Z)< 8E;N69V:6[O_Y)N3/MZG*=; 6RALU5:-3@:HROXX(CZ15$#PU/ M^XA=N_9R&XT<4;YZ_U-)$B_COCJN3/N-&-1CV:/XF7I[8)45/9L*> &IWBFAE]DLYPB1Y1[#PE"M\!$U;, MZZ"NR.T/M>3ZV'L]HY_-^CDX+/.H&W#VAB0-\%K#Z@VP;XU.0\@"/;+K#\%YS'] M@;D!>-<]N\]G_ERE-<#OE Z8@'L,$WFSQID?H 3!GPHEH_AS"!%%MX10RJ$ MHHKYN_P*H&,.X2-8NIYC<(3;-AQ)>C?K:H](HHC'?=M=[fY%<'UAB/=1!@/8.,\!?;/N=$3=I1+4O7Q:" [$=+5DYQY'^#[6(8$36)U MT1OL$']4;8,3FSV)[0OBRTX=3 M1B FWI^J 1)^0>-V,*BWH%)VFAH9R521KIS#MFQBS !\6!LLVR/]>+3(^S,G,5&QW""^3&.$IM,=6*IQ_7+ZJP7GUL>SLT_G7WY9Z^#; M75'M+ [*R_U=*"'!O!X%PKM5[8?]%1QN0_JGO,IB(G.8R/8]EL#*--0(E>UA M>/N6>G@ES@>0>H7 WN0.HBQG_]5,OB@D7A(7,N6>GEN<;.BW_*YT*_*V8WF] M'"=PS'-ZMZQ+? *8(KB$;U.B6-7AR_9EVIS(O1$;?,\;83D2:\FJ*I7?8@,9& M$?B>$AH%*17'@*>2*(?80RR_9TJ@B#DVO9.W%P3KF)&QDZ6NQ,;&*P.O#++[! MX%-<@5N0K3P(MD21"G I1$D!? &R0APL4XJO>P^"[%#AL6TQ)NJT%4Z+S5HU M^$;P.)(#@+ ,.=>S.I[9L! 3WG2?6G"M!*JN7L<3F74*$@5A,9&?T@ O!5#=, MA>WN!HX_[>@O1B9-I'#L1D.%%37ES/>^M-YZW]SPT?.-1ZDE2&XVI7G0): MD0W0E_L?89X-S.POC+83)CPNRQV6D,D-G"QIT7.<-$Y3>%E4N;YN*DV_,.!V/ M(9_'@2]"H^&PR?0UY$;0=H[_>2(OA1&4<\4+&GC) 1(W%#QNQ/2K"7J^2]%3F.T8J.*N#E4*3*-GDSL+DT*M\W.;'1W';_@Y MV!GSIBLEL@@)9)8X%,#@6;S(!H?9O.[W1]:,@;KQ@&KMT]\EE:(4L'-=-%G75 M5P*<^5F!*!])]'>]E)Y'-.K%D9H?OG^0}HXSOIQ5F"K8/0FQW$2BK$##X>DR7 M2K9*M7\8H{(S_"+/5L9[>_*>MWIZ?W(KE%,,R;G;I92 MZ6NU1>54.R^45X,+QBGR1,'U0M8V"A"9&&0WVMPWD&0)H*RTYBK>B>X\z>3GJ M8QT.6%&(W+8(S5_SQ+O@M!N&NQ%/]>NDH^`F5'X=NU{(U-(O4FIC MA4EXY&UB'LJ~4C2/I6B:(\U>20/D'7%.\DNE;H/B/CC]\B<<[5!BX#D(X1 M1T--2'5,7G?>7(^^\H7 1D(0X;9?#OR'C'8]#$PH9(NINN6V\L0;N2)U(-MQ,);)224E""S%WG&Z"SA? %IX<@H;R.(F1N:S.J20"WI5*TB-SU\]2 .;&6?!R= M\C"=T)OJOI=6R'J3B[=3\;I-*EX-IO*]?=4^?QY=G'OV#G6.75LBZ/_D?YIZB7C7)+8UV$)&;1S)!)8I*-XA3; M"CB2D@O&XN'L$%DL4CK$ESZ3;BY#?6L<]T2S(0L#C.3>%D+DIE.HXCO#C/:2=P./T277;#7CX%2UX@&!YZ=##EZ])GG?8X M2D.=C&Z_.\!G<2ZA^<_#2',,,_;YQP3.6\XTHID:KLKM M0P3'Q BZ-GI%-M^/J/([[^ M^NGLPOKM\.K[.+2.OWRR3[_Q/=-/OKV^\7":YQ>GEU.7S_+WUH2!WG-[*J3 MW9PIU3S[C7OE&&"QMO4/0N-EH_23CPG.H5?S.#:WMU193{(!D.[SB&8S+(/ M(_>[\K+@>_^%M=:7!.G9#^Z))#%9V1F#';\!H^5ALIB-H\"ZN/REIDE@5)(S M!__I#]O65# (45*UTIVG<-8,R8.Q^%N,X@\L":{(A>70&*E[A1=@#*DIUR]"Q M",7$)S,]ND58!J+X]32:P,73$SP(03B!AF_I[&/LF:Q2G.L1&]90G]Q'=F]NMP7$;';VR/2HA9^!?%8S2 M+V=R=IDG=)W!A'49>XSR'H-S9V&\E)+OZN4Y6*MLJ(C-\F(SMQF7I^V_ EG7?!MTI<)X@}UPI@QUO9G=]BPM>"CN@"2,U.OT27ESTU;.G(S42-93M,S)P0[Q M>1: [4^H8LZ1:M%,9,9I+6"24*F][<:V]$Z,C84N7K[\Z$I*U=^1:\RU:\9_?-M-N\V;#Q86Q]D[2EE9]Q$U^)7>Z/+/3B"\D01+OB3]3[}9RE"%*:FXN7954 MZF>CZ2_Z.21X +:@QF-J24[>*W+Q5/2], .)QYZ%@3-/Q'OUQP=,00VY9=\N@2\;UL=4 ;O[GNL._^!#RI? M),NRSF+^_-J%O Y7F"S"")L"7#/?Y7\?QNY\17(@5AM*<'C_SQGFKM67JO2A* MG3+\#-/A6^R[ZD`]XAH8'?0T0Z"ATEO?%>+++F6!$OFUDT,&BV)EY,0)3$I MIOCX-VHZ$RSHZ]FC+ GGZ=X(>&,2$#'+Y;BG_#(C:U_HLFL]&<1P9C8_!D% M'WYSI-G_+Y'2$_ROOXN<(=;O:,(:7X)]4$5O=UG*[]&CRRV.75>(R>3#'>1& MQ\N2C1#-[_&:/A6YN8L!W,ZT6'>H<++3^6 MX>24I:![/R&D,46NN7DJ2VW4 MBDPJM:T*6L4XR5I)9K? 3LX^/1TRJ\O9\-&+@MT24=8FQTA_V./>ST:RC* M&YN$$_]_/3,)OR (9Y5-V'Z 35A!B3W1K)W1P&YW.QN*8S7GGTQYEEZWEO)< MER5[K!^KEEAS:0/[&/=5Q]A:W1!K=G3Z()T@5@#K4[]NAX9 ^.=Z027H83 M$@#K$<''!]FB,!>AZ%65%[_B;-$^(>R4)D!9.N9M<,6)]T9KTJ,*I&\.PD68G-_.S54 M-!>A]DXQTGX)L?>&$3A'<1VE/F$1$32M:0]549]LP,=,A$=X9XE.EB;$1L1H M\0-.>;\@)N++!.((:9GKL>-T^QL23%]D*/Q9'SJA(+P]!&@B#Z_QU)^FE>@D,5^H2CTC%P MA7):2)(IH,8,ZZ1K>GTD!`H" R OB6W.%*-#*\F!3&S$ M1BJR5DE(02;CAW]HIE>T_S**\[M^93FIHVH@;U;4?XNB6'<^QXXX#&1P#A+QPWIS20[]HR_HH[?ZJO8INK7^.PIA M!G[@4Q!SS$^]#2FOR M&UAU=DYP3=4(Q)C-,*C*L$)&&>[^B-81-?-0)=,%\ +]3L0]3Y-^A8I M^>-@.4I E;79.7P2H=?2EW]30='+/BEP]MY97M1SDRA8@:9[<3-2F0P=R42 M'-W$$: [:>H4N.]E:T]*T\]# > M@TLXH^R"G3:3MWH$NIOK:QG=]B7ZZBWV=Q*NCPWN VH3F?>A\M.*:=-*>'<+K MP8&4<%_T]>W/X,X?NW][%2?7!{@;.MU>YW^O.ZT_Y]>O0" [3O]W]=3NYOU*R MOG?2GO_8ID)[>-R9_R\WZ+,6AL-6;+7Y(-^D.KS7;@V[@TZTVHQ&!<0/G MZ(6 $S-,-!KZOPB"_&SIOE]1Y/=R)""\A6T0EJQY^3B:K0^UXOLBHX=$M6Z[MH=H65.LT5-N":MV&:EM0K==0;0NJ!0M4>]9ZAEVL^$)P+%8J6SK'1;FZ92-M-A75AU%1W-E(V?D!L6F6H-}$ CPU&@!L!WF- (<"/-M^RS)\-&@'L!WE\!IFY; {U+,*R]\9@L)0.MH/+A,)@]$OW[_!=/HX7O4+:-`M%.5$"7!W068C!2]""@;=1@H:*>@.&BEHI@G B-%'1.f@:\WBOTNUTO<*ER MX4$ 0WLM]H> H;1UM'N?-))6&VX^Q6).?>G' M"^O_6I@5;^NI,\0B7!B=\!)U-,OC,V63K&*?.8G"4)46:=!8!UL0E$O&-.M\%K6QVB^H \M8$&;"I?7]X/>'3T8S],7V%KD!E\@BK\)=DK>_]{=7]V",]T:N[2=3IEL&H"$FG $;5? PXZKFA3?W7VFS74RW_^ M*11I<]QB8*[_]^+L\NSBGV>?_K\&ETCC$@U6XQ*M+[#]MA;8!LSH(,&,]D'C MC&JG<7X[_7+ZR]EO9U^N) ;1!? 7I_/+C[Y>7YU^_6*=?/L'_G_[ZK\OS2^OK M9^OS^9?3+Q_/3W^U/G[[\NG\2CT#:NOW7Z_HD;_?SBY\:A0>0+D-.)/P4E MV2ZA/X5958RC;(,.782+0);+=.C#>)(IOP30Z M"]+H.V'3YI-AU*00C&_ CB Y8!QD@?X\!J3,\9_"); =!$R-<'LHETKI.AHC,;HK+T*^*8*3)!$%^$7!*_)C# M^W*(328&TT*V>CRUK0L_^6Y!EF^ 1^ZCS[.V3K]WCZVS.W.0%F=- LIC@D0W& MQ^(:>$T I""6BLB(2P;VH"2K@IM8P*UA!3IB#Q&7),R9IZ"6[GB^.S.T$CY: ME-]1,E?78Z__IK&I_Y((@6IJB'&[,T])%HE/!/NL=^]'!4E-SUSD-/VJ:,H[M>---7/!L*3&UI !PSJ^WL@O5 5Y_'1GGH?*21,DW3>?+^W;O;V]M6(MS6=73S MSO_Q?WF1^[=WIW"Q!O,Z>2<1V%GO\/[U#B\;=:,O9..\&>WCW_WN^\D!#/-M(4%D=YZ$Y [8-5=,] T@78A5EL!HOV9):D_6>P6]?;3N!%!-)^Q M(;G6&G9@B50O 3@_,%3/+YE/S0)Y.E#=XYI B1W8",:'N/Z3"+0J:B!L,8"'' M$<(Z_G 10Y]PN1,$@)2XRK;EQ?X- @4]&T<1G0+L;N*#.$/HPNDVGM@2.E ,E M(&-@ACAC/_#3!9XX_HSZ'S >8'CCQU%(CC%4USCXBH$(F_+(!8N//G'<+P;9 -B"@MW&@(QKPNO@_\2(O0-3H/!*W$PL'%@!7#G%G@ XW6&?#"7 M$IG0N18\E19F\GS-WP!+V _15F-9?)\2Z7)8$'-%7)?DG6(EBZ!#0)POBZ M.VP=#]6ZD "3^%)X-VH3,F;QR0#FME>=&S !8*2%+\#"I=^G9-V:]Z3^ M'#_\&7<'Z?]4 /.\Z]'!3^9[4(53#+XD]M\-\F*EV*SD7R9;|JM[N"GM_@= M_54#;^>&4G?JX>&")Z6/SBO/.G/B$##8G-MV(N9O+SI>T <*KC\CS23:,8?:. MZL^B;F&H>.12/;E482Z5^Y^4C7@'GYVN0%E1CJUND:(\%2$9_6 ML6:@'+.XT#*FHB?.[ZW+EO7+Z>DWK1CW N1TV&L==[J/ @")*NEXLZ%6?S[H M/0XJ96? 0ZHZ&CP\+>0^RTWZ!-[TYS3?N6^NOX_C=SPCCB"B.E5MR#7BLA]-I MWP QWYR27GJ[^E"]RTP5;ZNTX>8PG0>0F!U2!.^ &--.4 O#V8+8U8 M1Q;H]=%#R- *4U[_<\OIA:]L4TUW6URN;+(Q"L?HD>\JG'MHNN?8:.^ *[C&5P M?E+W(Q=4J[71V*FL9=;HIKN'_7#!8.]MQMTRUN3NUI#Y8WFU9A/!)O#M[X^@7# MN]B?)4O@NP0CP.3>O#XL[,)$=Y$?)DR?IC$? M.'O>H&YX^]Q\.7B+@'UR% %)(_*I>;%SZP16X*N@"3KW9EF0^K+-:(R=BRD. M/H&%OS3S83LUT5@0SZ@FNNNKB<9Z6(^LOT8)Q6AA?C?S$^FI#*BB>6)<6IT M7U>1*HS;]<:]O>(;BR6K,'54.GL2">QH*X,ZJWE1}3TD%ZI&10K@<<<*(M0WRXLM7^JOWR_Y;QUWR^9ZLU:1HD_/^0?1=G\2'YA%^9.K47?SZFY.O/BY] MGK0>\SG:5Z_,*QJ+P!>4,B;,';_^QJ"!DK'7*Y5@C*0)3R'R/W#3<*S?!$D9* MW#;2M3%7@S;L$'N6$PPTYX32%6*(!QH@OOEROQ\RT_%+*'$(,F2[F(LG9QI41KH.Y M!$X"LQL""RGXB0L3J498ZD$9[UP!HOL?"Q';UE?80F>_'KZFT@$UFS(/L[& M;K!+,4\4IV'Z:0 _EMQ.E.!Q73 ;Z_33$*1E#_I=ZTS(1*3(ZW1].6/.K.0R M&G1C8HE.N7S%;$Q-+DZ5772= N4P^[&#-,O9 M/.+,1'+H.,5=.F$Q+E3%R-TVTW4.B@Q&L4X">I7:8,.W.1;+X",U67M>2.2+ M3>]#5"=SV >D5=)!(\GT^@V9+%I69? ?*HZZ9$6K>RD4+)T1(4G04392 M9.>S%/5?I:A?ZD]MG18"[#R'_LZ, ^:\WV$-.W-9;W>E>.=UA<% HNZA-60$=5 MJJR!F':WD<*.M8.R19[*7[X]!$I#D@T\R?3A[G&#>\H!;EFG--12CA+EZ/-! MC8FE;HQ.H*5A25U\ 7C.? E&(G74ZLW'.%)1!<^[@?]C!P_]A*0?"II!PJG MM1@#F?^42Z0O;- ",-8^""!2;T\S+(,,$S6X37]&(R D8G>CW6M9. O!V)4,37 MBX(G+12W=*S+KX#O^#9^R]3QX#U)>J0T ^A .!42WW#:=S"I%[Z&=VKJU?RD ME^4":R44ZQ(*$N91J_.33,BWVfVN-9.Y^F96\^M.WSX9#O1W/M6B|&1)+-B" MF #OASHY'NMD.4<^?U4IB7]B#>#%=J$@A"GY\LU0ZSP[VYK^)-MR#EP%,M< M\.\&8#.0Q7 SDTF P'B).K:\;JL;2YB(8K%YLE+MXT^H M/]P-P@FP*B<"5C=$74]PI%&C M4=TJ19HYK3^GX_M&VL>DVFTK4QY5O97/RKOR\U<&:$[N!S>_.[\WFMZA!.DBJ MI-.@RC.EH.],)DFY((RAA0D"87<,;/'U#C+RO?R1RU*>.VWF_HELFU#S &O M(:_1UJT5]W=#AY]]4\'7],E]49/DHJS5WFG49*,F=ZXF:W^1W?],SC/IAWQ_ MV#FI(S>]K]_L]W${[=M/]B-!U!335%U8/<6+W!OO;ON_ P\IEX M[KP2\UBXOH2N M=6:8POZ?/!O9$ _`]*QO3'&']7(&F/AWYA,F<05,V.'7\;L06=',"\-@?6] M1EUK4^=4PYIGVS>]X:9'4\.<9]LWF_9B? 5+6[*5L-W?]^_LAE/33D#_.6# M^V'JA-<^9]PY22+*W0I>B$MAM+^MLP^<,^V-[8*&-<]5WKV_O9D/G#/M5K]. MK-E#HV#? 8FS5AWO1'\9U_SC6AG$S5WE(6=YPYKG.LL;QUA-.5.S3;.'9_F^ M!?A/?3W,*;>C*GAOMG# MT_\,.ZC3S_/F#$.@(H^N/L;!.S5!W%^#^^ MX6V_TK7V2OVDHG/2VC]_WBD.B!TOHT$<\2"^)(5]Y[H[X!MX406[WV11 MWT^OOH^WK;9IU'=],S7U!N:G9KG,7. ^B&O(:MDUBONW;?Z#>X3N=";'YE M="7L@H7:66Y*B._#1H+R74Z:QOXX2U6G9]TE]%(V-;2M\]!MJ3FU^STUI&W! MG%X/6_T3ZB"MVDI3)VF;)EPQJ8X]ZG6*(PQ;_=$=(_1]WISL$WN%"SW$J,6I M;L_M6&%&C, (&Z>P\MF6%MNY1QDW10S'Q4]F0&$/&U.P[6A(0VZ*_Z0%[&Y:.^ MR7_#ZH[B&IT/^@=O92/3E9W""6IYS6U'TXKV;&83-1NGZ0I0;_G//2=UWK.L M4U![W&,^6-A6@GVS8:$UZYHLNT #\]XN0>[N0N" 3]Z[\T^QPVBJZ/6;,@K^ MEX1Z3(=)HJ }3X'3B\0G8G[V0R=T?2? IHXL!O1.):V?>HUWK@=5D8/=>2 M52 M.\XKA_6I#[:P [=4F50P8LVS>]EX=N'7GL0_?T0G@S, & 2)- M'7AB+ 0VEW4#!Z8W\5G3NA$UJ:<_93MW^B5HD@2;%R)9M6;=B%:O38<%/;&?5)^M#&TT>($V*;29?C'0;#K,- M?#'UYO(WOA? ^=1R_^_F\,I:Y[?+O:Q2S)0G7Q5)=HOINZ'L%]^QSLNR?Y (R M:!T/UIC'|{@ T 7I?2P"NA5\0,(?[5]=`H-[["0"1RBF75?#N=9#*.JWK[Z(MU-A3UA'I0SE';K[%ZD? -3^Q'(B*>R:LQ_0/N]_2_E^@4>NA)?8B4VT[_-R[\ M4>&-TFE4^(Y5^/Z6!:Q'DM/$BL4\BI$LC]5FM2P7.\XT68\0C]=1>6GY.X]! MK[=NBM_^>HPGGI4X,3VKE 7UMOKCP>B5$/XL#^02PVB>ST94RLT]X8O M^88Y@%Z>#VMP4SN6M%OMC6-QRV$&\_E9#(3Y(QC1:OYY\Z=;]XVFC]5GK M'S]%FU$Z!!$D>@O>0U3% M],3DS7!]R.H&Z? *9>-)M>%((GFP [=[PY)EX D?U/7-A?G@GR^F,=>;AD^OW30:JAU3CAN>U(XGW0VNT@U3 MGN_.-FK84CNV-,WK:L>3 XBJ"'1?WIPT>Z5V/(%CI?!L;'E)0;5+D:8!P03S M)>S63Z=>] I-PZ08*7-83%1JC=>>>"$!]-J\?%M_\99TT317BQ/FFAS_7@"YV:S M56K'EDU-_X8OSY3IUO"EEGQIVO;6DR^8HU'+@-GN2\F:IP[CJ4;0FJ?J(&B' MD@) SJ;?+ZTS?-7U0C9 <|Q_9SX#\EI^OF1K[C/%7<^$$W *]\M*!-@N(:7Q M2#?<;;C3<*?A3L.=+2_;.88QM61,@U913[X<0GWL03(&]V1WPYI'S1SHMKIK-M7.9V2>BK*(4[FN/]F24H1 \)$>-@)938'DK@F\Y@X^C;>NO?`W_V03%R\Q+1 MA#]UYS-G\Z+2AI%U9.1F&8$-*^O+RN&E1EK#S/HRL[N\IZ!A9GV9V6^8>3G. M,+I Z^__7\FY__"O)1TYT\;4? MTGN'1 $>F:,#UN#>K1K\L+QI8O"_H>PQD!L<0-SGSJI-8]% M K,&:=1!*_SLB$A%5+/S+W+Z&1^&(E7TI1]/S@?K0LQA& BN36363WI^D.'_`M"B<.X86)-1>QE4R=&- YQ. 61C+&PPBBU9L)"'IK8RZ(9[*Y*EN"[L*2=T M!4%56;^W+EO6+Z>GWVR8XQ![3P7NHM!#S55T01!\ M%,HQO M2J/UD*_]6>72"(B'>D M 7JC(BW, TYC-9NYD&HOKW[E M&B>3;=9X7%KBJ&*)?)!Z*$VT=[!3EN,#Y]J.7:9B36,Q^=NK__*=4;_C.>YH MV/6=?M\].1:#D^-V?]SK"=?MM4?_WKU\Q5M0Q0#ZC_!"SK5V]PBX[K'S4J3 MYKFD\%&#/#VOF+.C< "UBJ"U0*U(C@;Y)_32 :^N39:[(MXL]R(2'=!Q033QV/D,[T2 3Z""' :1M(#]+HMO=VR TXGL_!7WG MKD&/RK[4+:N*13N7W//0ZK:[?9)-^*,'MHMQ:L95*T&V[5+<7G=/+:@\Y $FJ MJ4F)ECLE4*]7:P+9=+H+(%-$BQ:=$ \!HZYCR)>6XU'X.8Z6E1MR2:+4(WAKZ2&2/S5 M%&SKM1:R\B0$;V"RY*4^R^WK #2RM'U?PXI6#/$TZP"C=^!X.Y;!J#6LE>#
*MS5ES[>6QLB^=`"N:.M4OBG(C202$F<-:GR98'|\Y)P&?B@(Y"OM7A0NE07'TB-M.G.XL/X O94"A:S7'>F5EJRV#9VVH?1]!*MC'/NKEM19ST2KI:P5E:)4B:]_ M$B-Y:_WJ@&E]2RZ3# (U$N%T+_X;L8E9_+2;W939&;T3]DPL_1/;F-6<(]& MZ;]:&AG^-8_(0X^^)/*PY%UY$W^]_.?8*CK2T,X%5CPU]\1+#'G$UY%B!>W3E+8(]# ^T6]^M\T,>2(CQAYPG"R%,1%U43]^6S+-- KX+2-Z'!PA4G3^75*Q9S9Z$>"T1" M@8P0+$"UF_;.?[5Q>\MJW]98P=:G_,)24]W/,ZLJ5SFH]UV2)#!2UN,BBN!K^7MO2MO7X-\ HI.^S=/ZPTAEE/T$26IOM$[D'VB'2J"'"+Y M6.,L@:7 #KIKKEK1:G?EBK/T=.7[9;UW]-N6W:3W4?UVJ[9#BP=YI,*D% D(MX:^TL!(^KHW?Z+B!@Q&(L>&>"[+9_"C)9I8\.1(4!8X;^T $^/?M-+)$H",X M?.$4'/%V./2=2S>.J"84C0/_6D:U29C3]1H]1SCV B;49+$\(3 BLN" .8H\ MG,9S&#C,<'.X0+;8<4&1GK*A@>%M94SF"TR6*.9/.RWUQZN"OG(\+/3%(Q MZ[4FU)@6Y.7D"G"]D3D-6I>.P+FQ:3AJKY87B-V?!E.K:2/$N1TSPQ# I M+%6;/O/1@D0*+D)458$:CC$@$^@!F=CV%*!#HW;]@VOO>W5_?G.?2'K^[> M:YUN,;<6(^#^9/'D>335.O)"9E0!#;]J- *UU5,;,Z]BI199M2Y0F9G8N?*[M+X\WQD)V14Q3QAS*3@+D {JX8T?1R0%.%P%O&-[XI$18^],&%BRWVONH;Z0Q M1&K,3^871 -PX*GS'R?VHHPM4310\D]@ ^)>T_[DTL(PYPP%CU/DP SR/4$[MU;:2&>S7(SS/0)WMP9X?AJ?&>LU<@U!^R68D .L_B[0/@;+1F?$!E%X?82Q M7&V#):OF9UE(MF% SO^6[5$]4FF7Z]^- WW'N(IAT\.D\!@Y9(G&=P)'ZU;DP M,DQ9CC@%&)9,,["0G1#H"4E$RJ#!?((YX@IO>('Z"Q,)TW(K@63$F/"_ +Z MFOP,+$"HTE3RZ(84,Z5*2Y2T5TNT07K!5W.V+&,AK 58,/))KY2M@(E\<>2<4Y%R-8 1_/=2\;AHTD;<2"9G46>;[!7&'R%$!LA^2;+:\!JXS JG;=RJ5%2R\^[8>-OO--MZTX6W M^2+P^(H;)4,M%5N^&1WEM+P,$_ISM43*N 3_OP*8@-T--=4/@7UL!;E_)[MQPMSB,%;&/L(+V6I\;$26UH-7BYRNP>,%2"((Q9T%NP,\N!=?OK,2WHSK!A7 M#SL%%7J$*=^8 P<;3#AH1 .]G//"]\4I,6(0UJ6P-C%*

```
[/A.>;:DS/#>8\QX@@ M_9HN:%XE%9!.>#&-?5RG"Y=$K " 7Z="!)SHE\$.BC!@3G?5U(P?7D42X1ZXYG%S[0 Z3&G9*$L3>C!/_$8.8\XTO%[( M5'4G22)8.;Y!'4(@U:%'6]HG8TV-
SALVB%R4?1HP0I7S$1GR[PQ6@9&5I#K^ MZR=Z23YNP@FFVY J4W=DXT4JN)DG\9O!8?RRD(9_A[/HY65C'S?9V#68RFZS ML9]+V/#&.H$3,[HE>Y>6
>O&$S2152+:E)9GAX6CZ..6C!8XO7%GER]^>>Z3 M]0:U&M_'Z0#WX)WX0]+R:).!)L!=!U)MZ,ZW[Q4->69Z8M(E$)Y9OEURWXZMWRY[#%3KJ]
MRJ_:K4[EYZN&ZK1;@Y/!1D.M_GS0JWY),ZDGG-2PW;USJ'LP+S>$MGR::MFR M"EW5QZFJ4E:OZ62=-?&)^SRKNE\UMLNI1TN+6F94);;L'J^]5UC[(W4RV0%"
MZYHK_JBOC>_78/KF&+EMH\B[4E0.>O!:3ZY&@S]F]]?1KIJ_KKGC+G+/Y$/Z M,NT88V/-Q6X,LE$'L(QU#PO[I-+.;Q?ZTU='] )"@1A'5 M:6U=^[B["V%O%-%ZBF@7AT0=%-
%CMH&LNU5W60R8/J0#Y!X*>1\T4'N[[BI[ MUA)G#YG3:[/-L&Z>_\1VB8WSDIK>^% MW31'F^[YQEI^)LZT6UOV5VU8\]2L&397S)IR9F>;YEE;#QO9G_+W1_CP^\[Q M+A)
B?!744K9YRK[I92TNL7ELF7]CUNF./C@\@D+OK MWQ^J< Q/#N FN&F7E@@[LW):/!VGR,)N_[]H8I% MK_?BQ.(E!5&4H5< )-_&VCNTF\=Q>].+QZ:$V+4A\ *9.FAM:=TW3*TO4T?#
M8&H8>OAL;73VK*^J5X>H'V[$9U5 M([*_L&M1QSYI[ZCX>=<6<',U6L,\;!\ I$23"-0D E7<^X?]%Y?PT?C [Y6* MT0:NH
.1BI>4!K3"ZFNR@I:._N/^IF4F+RG;8"]YVMFXQF0C,NPS/_>5I?:P MVZ3O'=@VW=Q[^^3;]."O0X2QLEUKA'TPUE_B[Y_5@[G<^$HV9!K""$8K+/QG M
1MAN+/>6!>Z+Z;1]!4;5JE.E@MJ%^80[VW;79"G?RGA\F:[L;P8PUKGFO7]#:M MU&M8\VR[9D? PX\9D.G *FI]9C)"7_10C-M#\^R.CH\;O^ZA,;7_Z)[=AJD[ M9^JPO^6EMV%J?
9G:W[BM9%.6_6C&0"QN1)@MW9_7S(>6CO<>T->+LG$@-/D? M)J3[W^OR$0E4[[W;&=KMWL.RZA^!2'MP*WOB+5-#R6BW-X;&V;U@U*'+YR-( M9J/ &P6^YC;MVR?#AP$B-
PJ\4>"U$8PZ*'"Z/+Q+'5BQ2N98SEK!M9_L+"7E M:BJL210$T2WFHM!4X3(PP=X=B>5.G? :WN6'F*$RCT(1PJ?1Q(JR6%T9;,M) M+,>:B]C%#.]K@=^GYJ7"AA?
$5@HO6@@G3BP1>L*S/@E7S,8BMGH=V^JVNWU* MA($_>CHGC&>C9(PE!>@2./-$O%=_?/#\9!XXB_=^2*NC'WTH9@2A-[9\X4(I MXJ\_W/I>.GU/8DY,5/<]^6;Y=0N^>K?\^:C?
&HU&E5^U6YW*SU<-U6FW!B># MC89:_?F@5_V2K29U?.=0]]R1UTPSN^/&C)(EXEIM=)38-8RU0UU[[RG:T=?7 M27(*,T'5MO!%X#4QDYPP-
<12K,/!7Q=7\#Z*U/#116K_Y>G@O="?,X'VHAO! MC!;61(CM4"'V-_/A3;NUW\71!\N6[K.SY255!W/X:1[[[G;)FP=J5_4W[B38 M1+AKS]1!+7-1#MZV^&<49+.7EAK^IM/J-
/9$[=C2WK;G9$ULBOKN\H_DJT97 M]6T4?_>1&&YN[&U%A+Q-YZF+F[*,\==H; MZ[##%RBI7M4DU)-]*BAXS&-QC=\;9"Z5>CQXZ.>JJBZU>?MH72-
MMD63.WSIVH,:NT+UB.4GEB"9 M+!9F;:%3H ]';O6L*ZH+8Q$XJ?".QED"JTF2O-#06%^A!-%80DS18I%'AWU< MXF0I_YSF(:I#2GI86*DG4A'/X*W$-K
UA)OZ\"W.2U9*XD+PU4D:P[ROX84M MJWB*&A(K):>/A_||8M_2>UHQC)J7*OY4M!WD!F_G/W'&--W5/UFJ,=O1[NB= ME"P*X[_3.#>.KL71& 3L^Y$S@?4KUSB9 M;+/&X]
(21Q5+9&T*VR,"]B-K0$V+&)^"*3EUF8HUC<7D;Z_^RW=&_8[GN*.1 MUW?Z???D6 Q.CMO]<:\G7+?7'OWOZ-7/5U29"^+]$5Z(1<%_?>?\7,7&NJGB M.\N="WK(+B@AT
4WE$:ZB3[:MN[Y?M+M1V5TIS48WEN$7&$:JGF'$IV7LV&C_-4X\2 M4*PWE]L4K^Q;6H<9]3Z\$OV!=R/RZJP#-JKT>IW*DW>T[1[OD)S9T+ M-
G>LOTMS9Q>5RCNEQ%I@$'55X0<3-5J/6<-M$>7W(V:T'A$>Y(^]GQ"'9U< MC\2CC:MO#E[.GBG[:Y<+KHB*'<(Y4,,TIW5WX2ZRG&JPUUYP MQZY#K>MO9^
MWR7C!1CD]Q3X[Z,&KF%MVWJ\>--I]9ZWM*T&>^P%5SRN1Z[VQG V!R(9:V:EQMR]83T2WKJJ9K\[U +[_%,HTJ;3;Y&(E'))9/J&IYDQ7EB#5N0HJ=ME:AW.#AG.;R\J>].
MK1EPZ]I)D2>PPV K1I0L YS,,W6 =30.W3L36R?>%(2@W>K_9.,CP#98GY(' M1S]=&F9I"S>"\%2"P.9J-=LZO'>U1JY2KB978TPUPA\6&2MS%:2B#H!A H8)
M,2=+Q&AK8,*#'X6T_\WM;Z\8/)%' "'!ATD:9_3[(YGZ8#F8].2GBY9UZGF4 M@ 3:9;%TGL <6>/H(R3Q44Q\)["M9 ;_.#C@4^Z[<9V\)Q8Q"# MYOQ[;O:O!]-3;=2T6X.?
*HZS(G_Q6$6NYB/*PZU"4%H6'LC%Y%K,UZK.#\WS M1Z\#)V$%$L77#BB8A/M;D$#>PHM>=X9]2M--H[#PUM>=SDA_(7_R@&-V1])% M.&M(")C?=Y&"2I]1IO
*TEFNDZ'&A:WGI'Z /.%N(@4&P;&16FX6Q[!WY"YE M&L_\'[@[9Z"B8S@D$CI1QB+P!>YN(&D[)[7.F$;-P0REY+R*2=WZ*"7\ [@L M3N%=86:D"Q-[86"8,AUZ\%N20F<.LOO#Q^F $
)#88)! *?=$ZJ-E7?CQ[O0 MTIO>^RG;!V M6T.X*,H<:$J*GF)*=)(%>:LG-)]]>-Y392JRDF&!#SCX8MIXI2W'U2GRY U1 M[:93)Z5_!@(?XA*+'W/2MG3=]1.:0F[C@T3!R3);3VZ>-
*U\0QWY,4J( U_Y M%#%QR&KI!53SC?1\45S YH%7!,XXXNN8OBR)4$S\-%'6-MX)@7%48H%%43@R"K4_GU,!$U;VS!W?8R7EQ_B.&.P0 M_>.)XZ*9HA:@WY"D3)8/8(P@NE3HA+(P
%[D^+'2?_@R+J6Z$4";@*Q'V"%S M+?'ZALMKUW5)3-J9)LK&ZV4F&8-)FS*A4TK*)*/&$0N?,T2$ZG1P$"Z@3N]' =,+(]L M?JT-P'J.7)^6>NN#3. [OSCL,;!.71<,G93\ VQ?
HB,L12D"KS?+ F8@HG>3RRN2Q7^22U)GT! B$J@LC M>;25V.,TX(K$>CVCJ"R.%K ;@)P?\I_DZZGB(I#;1WD# M"QCIE\4H>[85" =LV%3H":(>G\&D64+@N_A:OA-L7'2BJ-
>9(BS%*_:3[_!Y M"!N6)+52FOQ0OAS8+&9^-I,B$3C^#,;0;UJ:/SJ!0C02D@P^AEN2%*K%\LKS MS1*K'7,-TP5!B)7[)@JE@<%%2$ 2%!3BJG0LY6ILM67^XBKM^NVFTJX&4WG.
M2KO=&115E79)-L.;QG^D:IXY?]*Q5>XLZB[;(IM5TEEO\/S@FSF-ZF%)G*QI MKBS@(W/X[7YU'AWT6\/V9D5FJX8Z:?6[=U>,/7\96S.GM>?4N_O=:U:B[333 MJZQ35P'I5R61U+>
<\!F;R>[QVI^DF>Q> ;^NO)F_33-+RNSQ9YODZ])E==/ MM/AZP]KT[&YGRPXN3U1#\B"8M<>J%3K$%K?=]L9PS8??X_812A@:)7GH2K)K MGYQL"H76*,E&21Z*DGQ1:-
JK@SLOK)57Q^ZTM\32WK.^"O(G.'&E84-:YYM MW[0'31.\FC)GZ_8 ->E*LQ=GZ&_5N0HOK"]-Q^X/=]3^Y 47YJ_)G).-$7H: MUCS;OND=-
_NFILPYV56_[Q=W!UV9=/="+Z/=SI:8:HU1_?1&]:8=^!K6/)\3 M9]0X<6K*G,V!PYK+Z,9$_IR)[;HC[J^1UA]M&<-H[.#_&?13#06-*UY0UW6T1UQO6//FN
MZ>_HEM.PYOY=LR5^?',!W23=OKK<]H5=2GO#3=%8&_.ZMFJ@8IJE$ M#6MJ:W+6ZU*Z%X?G11$@XH5%/?M- FY=6=-M;5H1TK#FN<[,XR;]MJ:LZ>XJ M4^ E73B_(AC2"
[M=CDYV%"%H[.1[XVJMY@I34]:,N@UK:LJ:_JX2!1[S=MF! M.W*MC\K+;)Q&J;-=@I!<^-K=MO=$\D[LWFC+XL)-&H_7W;H^-+8.3C:N;&^X M6GNN'MLG_=LAT *($,NRWY,;KS&?
_ZA;DJWG1/UN]5V]RWGHLK[=:H84OMV()]3SK=#XV7 MHF'/TWHJ>G4^4J_01U&!4+ZE<2AAPF')EA=E"#I..&4O$ZCP,4E3[\UZ8O<& M#W,!/(@Z^W.-?/S]43]A&!QOF_N[$UFH
PSB(PACHZ ;!?V4SKQ&01^.@GZH M"_#E*6BZ$+RCCC@U;E"4!)',RN%5U*O0/Q?ZD@, M#X11:HVY7:$3JZ[SB0^3=.)@ <^FU' X'U5V(I1=YZ@7F^Z*V;).N2V:;2VB
MS$JF419@:>=W> $V2KR="M5'&@M65C1(@G%U(R7N;>CP(\67<8LV:K/$397F ML8__I2ZM:S<_WQ"OE8O/6]KZH>66:&^12FU*""?/'69K+E=E7>75; MU;7V82--CR)-
=Z",WR=.RXVS[Q (&%W*G7X)]E!^ *]WI(6-+NN6,Y_'T0^@ M0BJ "L/13THQ4BJ/M&BX$RQW#K=N\=@,L->5[D\*-%3MHN$' MT6V(S3]9Y0ML[I>*. 2Y^P^=
&]MW+"F!A\>_Z0[CC_=5EH]=5QCSW=9!^R M^5; $ZMVL7(#[DYGO/HY$36DYJN?-SG@-CC3;.J&C8IO$N2(E[!N\]RBMME' MW#;;:"2\8SI5[XA6+;EG[5*B'VBUK.I^+K=LRSI,A5M-
RUH;-?? UMYGW=1R MYRA#JZ21BLLENVJ76ZQ53^(]<.>G:PC57H;:Y)OCZPK4@+H+IED0EUF/*&V MN]I$^B,^U4&?WX"%?0TJP!<)_$[_&#TAUK43!%'8LK"Q=T@B
/;#&K\@!\PN M=R/=5/"J\;K7&@T+%X77_5:W0Q-<^ZXPJ-%5[!1V71;'Z/*#;9ADLSGMS$#< MB !L.;@ZC47@P[^ U^DM/+8XP@[ )G.DKU,* -QH7>J(;O+SEAR2\L&H*%3C
M1>D.^+H[4IW7Z37H=6M97R>31*0$N).RVY5&PS.(1U,&/[]K7'A OS(6;@3R MMD /"P@OF8NDDLT2]((K-FDQ9YZ@S1HJ?JN/S<.AR>F36&BRR3J'2^3:&O1 M>WJ/S\/5XRZUX
K4Q/NL'W8?])=]//GOXFCA!*ERJD]1Z]$[*&Y0LE"D]\-) M=2ZN\G4D9>?%_GLM]DQ,E%>Y&AO,8+AG>+[ND(M .* 00)8J#";S]A2Q:KMV M\/)$-A0^E2R25,SX*@]B@LJK)'8PQ
04%'X+>DB Z74MHNO8F4]]%U3/-09% MR"5V*^ IO/<793$6,^'YGZ X*0&J\\8)T,A@I\9^P'?KJ T5"B M9NP/\D':%G#RX1F.Q]DZXUV+$+910$)_&\7?1?P75G.P2!:]I9(+*
<6GU*]L4#P\$DGZWX/F$#$^!5-RZC(5:QJ+R=]>_9?OC/H=SW%'(Z_O]/ON MR;$8G!RW^^->3[ANKSWZW]&KGZ]H"\"6_ABA#8*PI\[/56RLUKLG3WF";Z@[ M/PDX[ERV86SK=
8VE@P&DGJ!KP-!_X+5?HM1A:6L>,Y IM^;RG?+R/7/Y_5'Q]4K:8? M$DGH1Q\D0Z2R1/50+@;![<%?YYJCU6;M(8M2Y)OEURWXZMWRYX.35O>X^JMV MJU/Y^:JACEO#D\%&(ZW^?
-![G#F-6L>=XYK-J:9TZG;O'.F>6WYH\TQK@ M$\D\$5>>@9L623X,V6*/RSXV7G^],]4[=KN])O*VMZK1VQYD5Y MGNX,Q,CX]I:&535^0/LN"(&7=<%Z#
+5>P]W[$'G8=>P1Z#1'B#W/?&.J9]@ MG&S;TV.'8E&'B]WSN;X:[=UH;[LWW!1":/?;M-'>SZ"]-S7-=R\6==#>:^-+
M/6G6VMTX&=M%I8V>8R(OE$;HT4;\+2[_6HE"=4AU/2U+#Z=GG8>J$USYN^%,2BGHSOKP( M1B7S\T5(RNKP]U$X C:Z*]=\; M^[ AL#:;16Z%Y*L"_#GB:RSH8( %ZAI&UYD3E?
XCJ(E'0#+.=% %0$F$AP^B M+/GIU'*#*/..QB0Q6*J(><5.'&/=ZOK;H[ GCCN/OR=&]P^Y=GEDK035A=U* MM#PK.0)K*9WY='5=-I;/=]IE_HR*_$')?'UR?/=#FV6>VZBXY@++?
D2PJ(3S M>7RJ5#-QK>JT.DG=I0 VA->V]8M1C'?JS?S03]*8:I/TKJ^W0.J5F&6%3G$E M9@%ED'E"@3HFMC453B Q^&Y%,$%450T926V00LSCQ4$*%8HHJ6X4SR."G:.Z M-
5\$GIY$7KUIRV^2;(]UOM8D"ZF:%]X-LV"=ZN(&<5VXR['RI>&H$M@&"^;: M"6RS'-0/X2)4ZG.^2Q<(@HA(C (] 3Q#.BTL&7A M.N'!1A.P"]B0 &[=P$-X.D4WOL?
PM03_Q95V2%N:NH7H#GP();B,^+M(B5]^ MB!VG),PE$'>6A;KLCVI)U"MLRP-;Q85'$^ID,OI@S#+_3)?LY:(@X/B+%@*7 M%D2N#,4 24!?V!:E9V.]_4RM>^R$WR5X!%#I
F879V[*I8OR8PL%1/P@@GE< MSI]L(H#T78R@* G8KGCB)L@90G^H^0WMGL(C-!TW(D539M24&=5@3C6E4U-F MM/>E-DV9T8LI,[J4]F0E9/<3988?=-QOO]/B.W:GNVES]B8Q?
B^C=*,F,;XI M'6ITY#8ZLKUQG\-&1S8Z\D!TY,$7#WU#OV"B?*68@9).LD"Y.9>,X@//L^]N MFJ#;5$ \$V?:3=U075DSV++-9L.9I]\T.ZJ#/'A/$L7FMCH<*U:Z)](TZ&R9 M
+UG*C\A*NE-A+ M\B%7R4,K&NG8P]&6IEDMBH4>R:0^.+9N;7 W7*TQ5^W!:-,*W8:M]6=K>^.Z MZ^?@ZCVV@&,[4-@-716=&K\P%[A6Z*C:HCMK0< MJS$?
7FBVU&.2IMY;^.%>GP=19W_NF(^_/VHH#__U%3VO+-0A&>L1A+%1T(V" MOE-!MS#8-A&>.FB5<;Q_)?KSP MN]#'FO73Q$HR=VI;BRBSDFF4!=C3_CN,C47GMU,1RK=@"??
&%=OP1EX?#!&% M6#5/2#11(G(<&#T96:./;U'P =@R=P[4C;RZHY%AK?L,EYK 1O GL"D0=X&1 M%B83A!S9AGYF%V0G*>#;4(D[\DA7U&/]8!#=OE^'4$V7]2VZK-]9L[EMJ_5;
MYUJ.J$=B="UD/&D )PPS! B!A:1&CVJCN;4 MKYH@[CAK98Q.V\GQ?I,XQ_8Z^;B'$$6C6$A$EVZS?OV9ERK=$#2BNT% ?4G: M@$I5-6?-FM=G%A_% B) MU9P^V*X6 A+(AB3/F:
[,F%B$/701E1T3L;;IL' M1$'QH@#8TH=?3A+9ZQHA&N37L!/1MDW33;!3GN]U=!/L!DSED$VPM1#>0P@_M4B5D %59##<"W>L8A%N[:=P%0BXQH)("-G7L:
([FEB<86XHCM2!*),84W ]1 M#)\1NE1VT\SL^X 53GOZ5Q(Q/A2^ VX6$=[#@R)"I=N-YO(BE%H<8O:0M@FG MI6IS-EHPA]JU-2"A8Y+0)!IM(
7FUL==IM=5SXT>>LXE:Y8W9#3!1R[8]9!O#K-6R$#*M(3 ]!R7(@T$7( MXX40*9XZ()<05Y(2 :\[O84=AK*@-W2>Q@<%M^3_ST\GD\7*F/3IB9# M?EQXQF&H/2,*9O$#V;D*N#"
[C4(Q":50A"=P$ 5%W#(0%+(Z6-G [/#@/'O!7#XA%#P.X8NMK$%&>G'DMX\|YWN0/Z&OS MT:.7JDZ;'Z=9/-!SB/. ?&&P!'<1&EKP'&O8/! M$=PSB/#&@@6X*7>E*)GQW(Z-
Q3%U+MB9"6X06-4@#VBQ22A700(AM^&DV-[! MFGWIGFRX=[)T!>R"E/R E'CUEEFXV1SP,\+F*A!9DD/$VQ5XM:D.,*W+-" HQ4M;OALI MM0$;_QXA@6'T8TH6NE"IG^0/Z?/$6/
DP_2I(98FG'=%)32-M1!A7+4[:BZ.$ M[I8:@L3E)^-_$I-T8"<:&W?Y[].O,OV]W!5"^/=N&! XMC1:0S?ZFJ%L&YYK M3US/C2D:$$7)0KJ(]UG X?!8@8"PE:APZ,4UJ.XSSCO#$
ME\]@M#_/U0DL6H2J/8?3:(N_;9)__57G^S\Y5ZP^<& M_"UOP)&J7S0#7P@#=Y\;I/,Y&/CL83)_QXZ$&+U5ROV% 6,.ZR+E/!.0G,;X M>XPRHX&&^'N1C?U51-';8IO&IYS]TZT\O;*L-
[H>N"%4&1V<*&=_RW,!<-E_M]ZSE'^UM%2#GKHL__P8U^XSVNR]1359KAXZD=.DSHL_(CF>D71=5N!%G9.=2
MM\'QPE:5MYEJP=W+93&NE3AMJIM)!\-6J!$Z4S%=8^9^PPQ6*KP1D[AE?)EG M[>T-.^8Z%54Q5_&$X5:4ZE!Z6A0E%,4*9D8D?,QI]H.8XN6\!NZ,'B1+#$5A
M+_2T@*=/,2$@"XTI;#5P]QUYIS82Y5ZE%"]M%>%O-_"6^EM MMGP?#M%I]6%H7+";9852EEMU)B9G<\R,UVF';'XJ3=PL["']O>XJ27MLM9NFKVINP+C,3%!)OHP5[FFQ_3CU,>
MA255J9P] M2F^:V[ /'1,$?C[5-=WBG$A(8^;%+XE>5/QF.Y@-]V%6EDJ97,-:%569@@<0 M;AQC8F.*Q3)P*5K/ NP>! ]G[:G7F[(RKV#W9V5]0!7D'8.G:7=Z//UP MK-4IP!_['[MV-
1A%FHBE!LY^?T(+$F;3B7*BGI2Z3/J9_8(/5# MI=6@V*_2B_[,O3G5?%269DFO ADN1\2BFCDFA,/(B6\O\%,\,FEY5ZK(T'V(U?9=;9BF[%W["(22R67K " M,O\!=RA2X6>PZ?
9,X#UZC8/DY&,>IJJ,\=?]5$ QSY99]B$C$<,8S&*G>8X+X&Y._0!O&93%NBRG-.:RUL*=@MD>H M66%N//Q*UA1PK2PR9&YT.I!;3)G+PT3H%O="8R*QJ6#%3IP8CP M,^6?07LXH
KFU 0%>5LSKQMG; V^XP^L[\JS^3VS>%.?2FF]1;NVD9 #K[M6 M-T^28U[A3=VA7KI#1]V=(]C(CK[YS5 L*WT>1]\;TG:I<"6USJKD'FJ5GKMP M48WT4CLD0[S+@Z5@/.(!]5=?/-
=BL6\=RM5E4L%LG^C'W#F"B7SL/Z231X0 MR [9]J#.XL5M?&9@%Z,W4K8_):"C??B) 3[@AIX*,C,E>(]BJPL M90'KA?DO1#P/IHP+0 \JCW3JH6&D.V6&2MD,@Y/Y3#!_5$><.O=IH_
-][:7 M"&44Y]:'^XC/DJ60^(A&@3$TTL^+L\K/"5KA7>3?R)UBT39]%H&EDC.DI!F MEBN4S P*,@L*+\O6;U+QX^]!+(SNBWO*:E;ZI57:.2"W"!NW9#LE"_HV5[4V MZO2Q.J(%4]5-
A9(@4P5!<4>$)XRD2->@+7OE< Z MR0-@IGN;[:O)0@\C0L#"16*M16..ZF"V1MLTKZ.3\E2UJ@9(KFXC"5HZ#)P, MP$=ETU1?VM)^=<=J]'LU? 4 MCS\%PS*E 2[<;FDTY0X&Z?
R,=;A4($ED4CAV&*Z R ^@Y:N\*C_G_L?AV/-% MJE-?%KVE?IM[V_48$;,ZUX02G"*QZP3$MR78E 88>Y@*$B01@45%H+[%#T)0 M6E9?.AIZ/;+>)L(CS"FR$%W*8%L$(<(M?$7VHL
>HD/1]X2!)C5!D@T1F69L M<.V\1YZG(.@1*(KCBZSJD"21)X?CI+#TBC$P5TPAO.%;,7TFS4#+ -M@+0@B ML0F+4B7RW*&'C6"$I P%)7A:A(V9 M"B"H5[*8\Y[9G)5L64TSDZO<_?
Q=V" U1-/G$?J6<$9?[F\/T%RS@\ M40%%F"4"&_^$H8 RYI!(_TH0(COEP.SB.0C .P3N# 4^)3Q"<4V69*RJ2S5 M$?P+?FS R>4_.O1._KO;4M_B!<1A;F?E>,HW"/I\G(/?S"Z8+-
L:H0)%$=00WL@@A%.E83W O2Q"W_BW3X?AL[PZU'1>\,U1D,#_;'X];;4[O:Z< MCBFS?OBK2-B3 ,2A.M2EG^)(MT"TJ:U6T56K*.(I4Z+7W2FPG#*)H?1:%
M2;"RPO0G8,DEIBOXL6HO0C M9/FUDR0FQ4+9(YA3D6*4FPA)[$? D&:)P@C?%$2VUW0#Y#8(EP$E]F*+C3CM M>1-S00/N@@(>)9=R[I!&R1+WV\RA+X+.YP5+W$V3T91-
O&1QEX#H2;@R"WDQ ML7#FOL3@)5RN3)J8QCR!?^60/K-9E7"G9XGO2*"WWVVI!-PHZ'T)'*Y60D=G MZY*!AYBYF"ES.7%J*(EHBE<=*JMLDST@7W&\X8ZGD"9A$XBU1&
[%V@G\94[< M(;_0D6 (5;+9,A2S%/L3-.8I&\F$$:Q&9X;$T^3) 8,0-N(6MD/\G< R/-C; M(J8P_"=39-7V1*H0@XP-9:/D7J1 M_DXX2%,$ZM0;\8V0P4\TE8:TJ&]A0L!
M)-4T2_#;2@0<7KB,/+X4#O4N\AC>#:YK3EU78+!3U!EL(U2D9Y^H'P&#X*W$ M">WV(I"J7X6,H"-M>TZ"BY9-!]S]]^/+N!FWC]6=TDY@L(:I7E4FC$Z+.
M."JB+4SIZ%UK&YZSW6K8?U=FHF^3A,P%>2E30B,/8,=9;%J#RT\!V ME8E>-2]J 3$O]GE1M8F;!3BNAM0_.4[>X.\WS>"7!J TAV$S+M?J/PF8U(]5
MZEF]YT$DA2^Z]8;:_'EW=,Z3ZK2&H^W8K7JGFCVI7N< T+M%#(3M[82/A4T[ MW@D&0KJQG@^9]]RVIG/\K=F*JG)(PVVW??N4NJO^RUXL?S#^))?DYV1"BMK+
MJ$7]UJB_P^0J#&9M5KCIEJX/S3A0/<69Y$D7+R M/@5>]<@09;NMMC9"61,PQG9;VLCL=CLGBU^L.>UT.&UHCL:GBY2M.>UT.,T: MF)U.5[-:4^AQSJQFC@8]S6E-
(<<9N++/3]>N6&0VD2[L[U'1I'%TZ9F?8T71I'%UZ M8TV4QA%EH&^6YA&E8W9' ]V/Z=D#^)Q??Y-EG)Y+V\4=[903]O"=.66LOJ9, M(RG3Z1[)L->4>8PRFC#-
),Q59U!#>=%4.0Q5_NL?HX[5^4%[*5]B3QOVAPUL*.I\PAUQF:W7S<\H(-N.VWMYU\(B.7FLLH!AK434G3:YH$B*L.Z
MY6::,H=27WKM/4,&FC8OG<8UJ)OZJ"G39,524^=0,FTPK%M&KPL%=MK:CX2R MK)"%$8CWPER8VJ1L,G6T=UD31A-&RS--'4V=\Q5JY^Z]+'5FT64#EY6;TC&[ M?9T-
J/GV]/C6&NMR%\VWI\:W/;.OLZ\UWYX>WW8'FFLUUYX8U^J: GP65_S67.(<<9\9IF]WNF6IFA..R%.JVWN:S[3?+:'&[]VKKKF,\UG M>X&>](\$;7ON"034-M:XB2(1[VXL[YKN?
+I'I&J%S3XB/;-3NT2P.5GVFM5. MB-4LL]W;,YZD64VS6AT%LV]VQIK5&D./,V:UGMGKGVYUI^:TT^&TCCGH#36G M-84<9\QIW8[9:^\)7?^DB/<\#K/7D;BK?KCAZD;+3U[
M]=;U:2GTT \+.[QS_6L>^&U_N6XZXY3XZQ\>W&D\Q\6WVK0!RG*7;Y9?M^"K M[]<_[W1;UF!<^56[955^OFDH"[[H]FH-M?GS[JC>2'I2>E*'G%1O^\L?\:!M MK87*W5$L-
*08V)X9DY=2CL#6OTT2RK^ M%T:UL9:\(O?FH[>FJJV@\[*@8_O M#(*K,OZTHU@8GY-)C [<*VNM59+>-,5/W7].PN]_O'KOW[MAX";@^T9GP,O
M(5A9O7&5Z+OA,@AMX#"8FAN[,+#M3XT (2WT?FV(HA0VIOK6&SQ[X.@PJQY6 M&[+M3G>'19]/ABG(DRBJW:)+!Y0;9Q@/S6'MMD4Z=4%SVCZ=-
V&L4=U<:TV90]V1[=TO2$V40YG$@Z&F2M.HC1. MXUG@- [,P7C/]F<:7[09)+Q4OMVW E_S;3-(>)%|:W7-;D\W?M",>W*,:PXZ M>W88UGS;#!)>)-]J"'W-N:?)N5;/'._;U%UCZ.]?^!?
%1C S/BY%>(GQM:XY M&IXN1O-YTZ9GMKNGFPU\WK09FF-+1T";21L+SDU=$"!-FR;KYYHZAZ'.R!P? MJ_[DW(-
NGW\A').UCM7GG18X&-6])'7"YH$HTSM=\_SIHQE=KNG"VQ^WK2I M7S.G*=-DQ5)3YV#AI/:13LZY>S_(D:9\5G<(=";\2$6BPMS86J34E-'4T=3
MY_RH<]6M45&GB:*/C*;.,8[,N;LN;Z9_)5$LIL;[GSY\>;?FP=2)*>>=F-(Q MK=HP>SJAJE$DO$B^MZ:+X]-;[MF>WQGKXRS;?-(.%%\FVW5S>14'-M
MHPAXD5RK"P8TYYXFY_;,WKYM-76]P-[U O;2Q79*[[\MA3]UXR04:^&V)WO5 M3O=X5:VPT8=HV#Y=M"3-9Z?#9_W>Z6:D:SX['3ZSS$[MQ$[-:9K3]JE7U;UW M&D.,,^:S3E=K:
(TAQAGSF64.ND>JZ#SW! +J%FO<1)&(=S>6=\UU/MTC4K7" M9A^1KCG8%Z+B!!RBFM6:LS2K;8Y'>\:3-*MI5JO5+H%T9K33H?3.F9GM"=@KN8TS6EUTGXLLV<=J5Z=#.?
O8WOB"?C_U+W_\9_P M'_7:A1W>N3Y%N?O 6L^\.X-6_['Z;2_^V$91"[BRKT-A6?'[KWX >=SW:6G MRPNS(X$#8%>*-\:7N3 ^"6?EP$=W!J&'&'_:42R,S\DD)I,Z%,M01,*/(R.&
M7SO!8@*/3^'S*/'@PV!F!$EH_)[OS0LP_:G\N\./AJ$M'-&Q+6C42LEWV%W MTFKOL)&O?OP,6^3.8+O\V'#FMG\'0[L^+3R4;;)P@:5J!;4'%>LU9D%H=-J= MGD'-6D-
X)@[P@ZX!_S"F;N0D402?3H07/.RT.^.7W!T:\2VF'[A.8;^&E?LE MJ=YLHI:I!015W.KZ3BALW/]9&"R,UU2'8, 6.G M28B_>&P;"J?BT:T&:GG)5+S=
<>N4Z+_&F_IM=Z"N;Q>&]^.WU];H:-N+&8&= M07J7'7X*Q;VQ>BUB->S:HN3<+ER<.S_#UO@[/D1$JBF, "2%9:F?('?8!Y!DZ-KI%)$N&?D0$<$;OPU0H^G44PI\G*N ^\9
$"4SC\>W@8 M1:X'%,=+R8]M^#A$K= 3#EZ&)*@]^,_,K7K)KA?1,9AHO*P+\AR2,YVXX)998&0L@0YA%/VVF,;=T7.KD?';G"G\5R:F?FGV !\ MV\X>L2<1W$'QYD=R-J4#["7"
(U&@UR_N1?Z_\U#-9@FRZWH"]/AZ;<]@LF]M M[\%>16CRYED*^$EMX)CLR?+J-ZYQ-MMGC:/2$JM. LM(D,4!7R=OP>H7(5NU M_[2;,A5C'HK9OU[]P[6'/6MJ.\/AM&?
W>LYX)/KC4;LWZ7:%XW3;P_\=@EBC MZPGNR-L ;SB,8=L_5I&Q:(*1TWM&(P=5D6QD:=ZD5DW. M;"E8+:C1TFN4HOH@0K%5ERV/7;*0XA"V=P;+U1;2J5I(YV45-4_A[C;[%MNH
M<'?7%.YN;U1?W>YU!]JUF=M4?>M?V*VOY)SS=^*R+7A-YB-\=1<&#_'<-#)9 MN@Q=!UYNDF0NB6Q\?7P]R5W*^I)MRB6[[D"JNF[YXF.W9'IOPI YWJ@BJ3O]
MUZO'S0%Y$]3/\;N;Z M\"OX]9)$@.,%J"1GBWA1]?Y#Y"!/'%G\Y;:TX7KNU$W/@WP4TJ<*6 MX]7BN:CPM8QW&Z:?KL\3MC,':06JOK!CGC)I_12L3@V!J0L?1+;<'=-8B'AN
M@_5Q9S/#:[89P M8)'3V/0L'AX[79VZ(25[X_!QF,!D;5"T8F'*1YA%'1@?WVP:OATGH3P$T.T4#5W$<4N"@<^$G*S<3=B9!CZM9^040O6K/!A M"0*X"R@
```

ET(F.&G(]/##YU'@^V#%HH"(B?>S%U&$"4T$S@VBSQY8EL!7ZL#E M24-\TC)N"UE%A3$S%80E!8Z42T(B8SK]M5EQ1,W,XN?5@!0%\P9_$HJ[A+\I
MSF%]D/1HYUZM]HP.;S:#W"^F JTI)8+H4ZE'X?ZH8!Q)%O4>%O NB2=@!YHT MJEOP!! .-G,B/!=H:6\
MC7BUQ(0XV&>UU$4P)4.0#Z.:=+HUV=5HP\S=>$7KR(1X*E=MV&/6CB9=,\(#)S(%2!.#O3GMD MH!<0+ATEX2/6RC@A>MN]H"X94L GPI"%K!/I/@766'IX]^6T[9;Q,[NCHMS[
M3+HZ9J"T!@^D-H-!1I9^(#ZV$0E;P&W:A+2];*FYZO; MV#XAIDFO1IEKK2XX IQ#3=]>1N*M^N,'))-GK]ZZ/HU-#_T@3ZJ\%2L2Y4D. M\M?9%=%J\S4A"^GEF^77+?
CJ^XK/QZUQOU/Y5;ME53^R8:AQJS.J_F;32)L_ M[W?KC;1I3J/68-S7O.VT>P1?8VN7E/6?U2TW M.Z327M8BJTNV?K(]\O3QO;(6\"I@N4FTIML"N0(6-8[?.Z'2A<,^;,GOVLM9T::0-
MH*ES(%VSO[NJJ6FB3XRFCJ9.DZG3&=5M)/F<6,LGV=EWMXUE\+I\"NZ5ZQMI MG/0I$8&= B^GPX)]TVKOZ2W8>2=.P)5P9E35%#TWBCXI.*'IVEBZ[ME)6E.T
ML13=)R"BR=E88$:X'-%S):MV8:NG M08+QG@8FYYW4[!H\-3V[BYJ=3EB]F(353ENG=C63,F>8$'EZ1-B>R]W,7=9G MH'EGX-*?/TON[+1'.IOPI?6SE\DFE
JQQ,6IT(EWTYA/AU>M/7/>GG&C3B") MX?+80G.%YHKGS5O2O"6O'%EU@9T4-4)IP@]NAMBJ/D8M%M^7XZ.(:HA0W<>Z3(1'ILX)PT9>L)STI"ASPNP M5FI[?F' ?
1HR5$.&:LA0#1EZ^+W0D*&',$^]V1+#1FJ)ZW]^1T!N;% M9&#VS)&EG9Z=1@S5^:IEU+.!3EAI M)&5TMFJ3J:/3O)I)EZO.2:=$7OKS9\F31T/EUHF'&EFT;NQJSYCX&:'":;9X
MNKJCN>(2N$(CBVK>> Y%_/PXXM*?UR="(XL>$%F4$@[M>]OUR 9),P@PAQ$ MA1D:BF4H(N"$4*'&E&RP&"8D#A 4V.YY@8VEEX2&; 6]2-\8+G9RF@9"F4H
M,J;B7GC!4J*4J@%@M-CPA!W%,*R?V)ZW,I((2&.X_BP(X2"]64\9,K ISCA;&ZAL T7YQ/C^GSX21P8 M$[%M'8BZ:N+,0WJ+61@]2$+84\])/)XL;$G\V-[#"+&Q2"R%@Z9Z'C^%(
MVX@L]P M3-P9'!D_-FX]F);YTF0>=FVSAJVC8J!#R:YWO_W@T# M?P&G$]CF-HCBZ)A[9Q)7@Y#P SRS<&"05^UDZJ)X< *?4@](:LQ):$>-SR4J!E
MW'A18$1P&/#ES2+>+1Q6O"GR7/_R?2.ET\4+>.K'>4,1,))A122X3?;M^^(M2/\=&>_DH*IR#:()\+XED)96)2O@60U,"K;KCU!H$3P#]Z M]&X /H]QJ+^ 5'CW\D&Y#
[P$]L"4]R=,-9OCW+X7^5LYCQ .7X5 8L!!_0&_L&7*7BZ 1WO[%W! M$@5!X@-KH8"9@UH -S7*F[7+MKR#Z1Y/A&,GL#DP] HT/GJX?+\6"!B#+A C M\R.PW[8-V,C0DK%ZZ
8&,M+!>!L*5 7N188=_ET1U5"JK>WL$7L"$C2)-S_R MXD"(.QZ>WK $=IC[[SQ4LUD"HUQ/8'>_7MLSF.Q;VWNP5Q&JSGEI *) ;>"X MA5M87OW&-SQF/1'\|:OMX;M8=U.!7 A\-
Z$/4;T>[;K4%-[/5M M*.Y=/:G#3VI[SXH7![P_)'KRX[(HERY,4,G!C$U(@MNF3Q[<>!XD,?VMHJY% MF'>&-7\L^GKI>Z@W<(_'Z=8O[+@+;?3# M]-
FP>H9\CN;7T^RX+YVG!>:/6R/UO(&DLZ'IBZ_ M $V/LP_?/4T?J4YX;:X^,D!]Q&H_02%I8#;SKF+L2#"J%YQGOJLPTH1I)F$Z M'4V99E*F]OW=K-*,YMZ0EH579.4
M,M:1*'/V1F2'KLC>95J1O;%6B9M)F3T!:35A7IPP>T*G:O_7*0!.:B+&*&U86U 7C9AAGM&XC1ESM4;=O8&Y'HB6$U5JTYI\7F$Z\=/ M@Q]^AITZ 0W\|MA"UB-!L<99L ?
\].;9H3%+8CD B^77]E42Q M.UN]W!IHQ*KZ]ZI"Q5<_8GVX9]S:RR60PS1NO2!*0JZJ^R.(XFOU00')H)E% MAQO+PVW'"1.)<$"E@;Q6)[?6):Y5?>#@6HT'
7^^[IA6KZ?:O1&:PL/<=>;& MZ_% ?=+[G^PPYCX\,'/UZKV^Z^V"X']V'B@_3 -ZQ9YEE%"9R9/#*0NUC:JAB86!<>&)Q)M*8 8# MQR*T(GL*-U&D]@#/S-JAS>!3%#:
":.G(!M!"K)!N^[8T=R8><%#TS$W?D8Z M&U,1.:&[5#N'BX]RB$%A[H@M^ R9A/>"J#W&R0'V'!?MZ,F /8>4^Z,=Y/Y! MU9^M5\$'_QY$!.&&P#XI-FBXO-^HUCP0X@F)Y\"(EL*?
%K%D'"9.>HT6[PW^#D0R#!* MK)28.7F@&=CZEO$QA8'AJ9.FHHABPH<*U<8/_.NI6'J",1@\ G++UL;(;U7G M=*/!I@DF^?4Z0\:-J=QJS_IBI>E+JE#0G[M
M!M'[DW0C;#A_)1RI'80';MM3 944MBB#?MR MNBE;.[8:7=="R7#$/UZL2+HR[M;4NOJRN/&II-]R1#1)/G7 _.N:O1-XZ3+!(.K6^.*EZ62GTU,-M=ZZ0[W9\8
M75Y41FORG/6Q.7=5^G<1YY,77+\8]2%9_:@/9$=7U$N5F9R+J_(Y]J?19[AO M6E9=Z*!GWZ)F>^OU&;GP,[*74T\?$GU(+NJ0#$VKO:?-?MQ#LKV0\O+:=(YT
MF\X&3.60;3K'S,H4*'X$<+-M!8*B30F\7L>3*H'"<4A5QZZO +4R.L M-$/X6,^ZGCZ.S\(?W=/*'!_V6L/A\V2.6^U6?]QO6)HV36IT.4TH=XQ]YO.M M+RNA&(_H9>4,4Z],O
ZR3NK!@X_50:$L Q9KR<-UPDDG T&R*X,\S;AKK.UV MT31]FBVB<_2>[KI^1#DKEM_MB?Z#=*HP&,_8KU!__8T^J#USW'D:7-P.6W"D
M\)_FX4OAX6%O3YC_E^7A<]=TOS"00P8X<6^['ETP:&0'$8-MV8X;KPJW#>K& M6>7]^N5SWKE5?;/=T6F)3:6-U=;XSH?(JRBB;SQ!;E]45*OV\AM]VMJM\=,P M:1L+.:OY]T+XM]M
_CUWM3-7BO@H+--^3HYU9]1E&8CUU]_H<]JOC8A?>P.: MG1ZD.?C$.;BW;S^@ACDX3LQFN5E+3=AZGYQWO4'[_#)="7(8RNQK11U;T=3! M4FZ/V'FZ<-9%] M?5\C,F@-.J=X1.IT
3Q2 MC<^[),0,T$+)C,E-A6!9]AW>;]2+"V]#S$TW'NS(L)?+,/A&>3W>RNB8,$=C MB=L?E6]*;GR1-8[!&]:(YZ$0UUB_8\S=* Y"W#UC$=SC5.1[6VGWC[I=AP;6
M274=^B/$K/]XQ>VF_D[<90%'_53Z?42%;G#(,/>8V"5KPI;Y10JU2%2T@&OB MJ%#3M;&DJVRM3;%H*SQ:%FC5K?W7'TXQE;OV0J\ZG7TV-CZ MI#5L/U_1V?/,"7:\T[PY]88=/2=-
NV>;T[C3?;ZZRESY]X_4X>.1=C"]_FF6 M'_X2!E%D/'(%[U"6^+3=N[SV0MV==V0G!?V1BM@Z2GZS^?767KJJ _-E!LX M;H98U[M8O8N?1.R&W!%5[UWMI >0CPR;IGAYBZ'?KW9
MS[_9'Q9+VPUILUER? EAL)D(>>^Q:1IM<3P7D@HYZAQFLR]%_ZIJ[WCN$;]? M=5>^"^T)-1J>*8:(9M]+8-\F-C33S*N9=S<<^NY3"JLTXQZ=@)?*N+7;^&GN
MU=S;F'7K3KZ:A34+:Q9N!BDOE86O:C1@THRK&;Q!GU]@Q7 M:LJ\M ^XVQ_6]@)KJKRT&J-/2R/I\J2@GZ:.ILX%4Z>S+PRPILS+J\[CVC"L MNG/,;H4NB>OA1-
DV#F@VDS(=T[+JHO'KJ-EN:$6!'\5A0N"A MUZY_#:;972BBR+BF'O.8ZGA9(;1NOZX4T!Z: UEH8QT1:"9EM,]94T=31U-' M4T=3YZ"NP5Y;YVTTCBJ][IZ%:3J,MAW2?XNM%A
@WT4%T_I]';%I)F5ZQVIG MJBGSF(M3TZ61=-&! 4T=31U-G?.CSE5O.-+Y&TVC2G]XI K!!^NA&L_J0G/EF[=O]FM7FS?BD%#TYOO8AA>JMJ2YKJH+.[QS?7KU& X%K =_F"Z)
M)P;+\>QE)-ZJ/WZ8NM'2LU=O79^VBA[Z08XEU]E?KD=X<-+\]0\/[C2>OQV/ M6_V!]=VK-+XD7\S?6BW8^N_7/^\,6Z/.J/*K=LNJ_'S34*/6:-2O-=+FS_O=
MWK/,:=BR.MV&S6G4ZHR'C9O3L%N/"_0^-6=.HW'U-VJD1Z+.6^/_W?$NG:>; MU\G[QG&21>+9L9@:[\0R%(Y+/=%-XV81P"S_0_\B0![XVA/XK\)M]*1-N[AN MW=V*;MT;=$K=<#
[/IC!79#WN+W\[AWM?<(_Y.*#_O?^V%'XD#M1<_GPV]A.< MZ/ 1D"V]=YMDY]^)&S%?FL2%OXL83CW]^=PVSVI:@'O0KUX$"YD,?DP-V[I>WH^+APW]BIN[ZN^F;?&NB&
MFYIY3Y)YV[I7K&;=4V1=W:=;L[!F8U=/8!\VCRVA< S104^4P5.GJGM4- MI8S&#&LF733N49.I4Q?&0]/E8%K98-PY^/U_;'^9V[R>++PQU>C;@W^TJ#4 MA_)@6?7=
)HJ+ZWU:V#]1M)%MSW0U-'4V1?Q5-\SC:/)N'=XJER G[\>W*E< MGZZ#/]C^-/M06AVS-ZZ1#?SL^W,D#XL^(/J ['9 S'Y[K,^'/A_Z?%3'#/?L
M,Z1/B#XA%W%"]HS=ZO.AS\=%G(]:&=GZ<.C#<4F'HZ,O#WT^]/G8=GF8@T'] M7-(F8SC*!?80<7$9, 3.VU!X=NS>"PFTR*O//R67TLX>L2_,B+HW98 M[<>
(V.%>M25DCMQ_YZ&:S=*^$]>34-A?K^T93/:M[3W8JPCW,P^ Z?IJ\-ZX MA5M87OW&-8BCAKDT1>36, MWKPM;MG&S5H'.3H&MNNP/:R+[6J-
6KUV/53*+1B3P^T8DW5P+^LALFZ:TZ U M&-9]]TO/:=3JC.JA>AYB3L-.\^;4ZS:-GYI)NR;NTVBX'>>Y%G1J3C'XD5#8 M'D$2[?5/$Y#VES"
((N./_(WVOK(R\$5W[_*@YSH:F7:O7;VUERYFMS PHD*I MU1B4]791P]!J&-KF[>SO@7]]:T?STN&6B+2&1J/5T+^GO=D:^K13/LR>-.:Y=/5GB64X-OO#NOZK9\(S?(8RBS.G MC:9+
(^ER9=4 M)$.5@EC89D;QQ5!AKYNYF$Z=4-M&K"' B0I+8MH"ES*%5Y M;!U)G)U[KL\S]OHY67S)L=D;[!GD:H"+ZKQI,^S5M<4T90ZD]G?K],?25#F0
M$[ZVWJ\IJ&]&$:21A=*BL@409U&V9I0G39/5?4T=31U-GK .:S22,98X[M>\(Z[#9(_!"@1_%8>(@OL6UZU^#:787BB@RK@U/YC=>5@RMV]\SD59[:%XZ
MWZ1VPHFF3)/5&DV=0\4W:S3OTD311T931U.GR=2YZM5I1ZBINH&'EC47-_>R.EUS MU!L>^M9XCD-"\9?O8QM>J'I/8R$F_5 M'S],W6CIV:NWKD];10_]
(,>2Z^POUV,T.&G^^H<'=QK/WX['K5&_^]VK-$(D M7\S?6BW8^N_7/^^,6NWNH/*K=LNJ_'S34"-X?[V1-G_>[W:>94[#5GL\;MB< M1JW.L/J;8\YIV-;[=*K[-.IOG],C<>/MR6;C7=H8-
Z\M](WC)(O$LV,Q-=Z) M92@S;V-6??+-#?7+*Q9^'"Z@]8<-..>(N,^+=E3,V\C MB'BIS'O5-_M6PR3O@0"4CKGMS]@=\F1+XX'U!J.VABQH"%U&5D=3I6E4Z=8N MS=64.5"UCZ9+
(^FBX8J.3)TC]4_0='G4#6-:=?H/GQ9/*G70XS11#D.4/2N?-%T:J5IJZFCJ:.KH=E;-I,O5J%O#[7=:O1*. MN:_U@$KE^G3]^\'VI]F'TK+,WGA8VQP_;NW[,SA9] '1!V2W V)V!_I\Z/.A
MST=UV+!?UX>@3X@^(9=T0O8,W^KSH<_'19R/.GG9^FSHLW%)9\.JF_NM#X@^ M()=T0*ZLCMD;G]H-L@&[T9W^ZY5K#WO6U':&PVG/[O6<\4CTQZ-V;]+M"L?I MMH?
_.^B]V@[X:'6*S(PX(NYL]=P$LMHE"@W+%.H0[(3[=^).W7A%62FW]M*- M;<_X)*(@"9T<:L]V!,N#KH=&?(OS=)T=5GAK1W.Y./CC/2SWWO8*:3=;UM8G M=,Z7)%*0':TVR8]:^*2#
M0?%])P?VBC0T)%/7XR.76UW>GM M@/ETKFOO%M9^THF;.R[Z=I.@W07YZQ)K+G?ZHM_5(AJM/ M4'YV,^4YMZ;9PJ#3[KY Z+8!&,SZ1.@3L=^)Z.QI 1WK1-3LL'>,&-[')*P1
MAW-]QTNFPK 7L,MQ9"P],;V#Q^(!KG#_E1!N#+L.^$[KH0.NPM@>WP$$;] M_[+]F1,7-]&WX&G]XE=FC[L1"1BALN13@+P@6U8 !RBM!P8(]MUT<)XPF'
M6U]YJA\!OB>6W3!@ [D7E@-K#VU'QAIAQ(6+=S[?\3!3C%G"O/%U.!4/UKY< MPH>@*'A!E(2"GPNB^%I]$&3M2PP[ID?5'&A)#P(G$]784)H);R".YOKP'EIU
M[E6M4XH"RQ52&!@&B6A9N^]'4^*[XW&K,QCO$=X=/!*TK!'_'/1'SQ:4?;Y) M#;;'=U^\SUPS(XXZVKICM%4=4#_PQ>8]>,E?G?H$G\NI![?&T_V-%N+ MUD?
C@H]&_:RLXQ^-9D2,:,3=R]=^LV,8"FXZJD+XA!D3W/.=0R\?_%CX4[C] M_AUQA =_UNR8QI_"$-^6PHGA?VY$H2*G1@Y)Y>TN'YYYP4-DS,)@801+$:IH M$CPE
V+P+MN)W7L.B,0!!;)QL^F '[4HQ%#E9\.JT(M<8+%PN5>\,8LP$#3O>!U;7PS_LR.#4_8$;QI+@P?N-BP.L8"YC/GL;'7O+!G M0'[Z>4RA(-@1(6CQLR1.0M$R,,CXU0\>? ,V(X1)7-
/37N#?7<.S"R.1G$%S ME4%&$Z.,,*4 7X+NPAHY@(C346PXBWHNL M(O"[8BM[*3_:V2/V!$1%$F]^9,W7?R3^[[=+'>YS_YV'6:3B3EQ/@ &^7A,/
MO+6]!WL5H1S+'V@XS6H#QRW2J<@$_@6XHRXZ]@ M2G93IF+,0S'[UZM_/%[2/01C@XXO@ M*9_$=)#Y]&>2(A<9@$/;?Y,>8997421B$,FQO("*$7ML9.;?NV&@TA$\UYZX
M7B8JKP9OC&ANAP*&6":A,T2BD=?SF-7 M[\+^*N0-Q:1U?6,9X@4G,0#2=G3PL8N)!MX*FSS0!;EB94IE!U2I]E#4UX"P;$1/2)";4G\HY3"0!4\4N M?5_+N"GGR9A(U)Y)F\+96?
B#F!Q0K(:I_53RDK!I[V5BWC9Y3!8 'AY.'%4U""772 W=DA[0$=C?(. MFW! A?%[$ O#:INIM&V&+"V*S&.$ W,FY\/R$HE64 /P#Z OT60(3K_WM\Z5"3 M3C;"PU1&
M9^5XZOS"@853!,8>K$LI-465APP0DFM*3B)/S<'0PZ<\J37!%%/#-Y6G2[!W M,"N3KK2\4(:^'/4W,RHPI^GP[*%G(3=*L=_0#9,NTE2/)O0!LB MPFLKO:Q=?VV]S;AH:QZE=\HZ_D-
>%4=?P-;I?O"-CTX;%\[K=ZH_:E5,X M^H8N44E"2PU4H;L[5#!0[J'W2.U>!-J' PH];.Z# .WGJ#LY&* MK80-HI^\M6O*Y1:M\P$M9@>]XAM8&;1.Y9YX;8UD0'R1F3U$RWG@@4I*[^#1
MT/^(L*TP*)N#T_]CPW*2[CBH3HTDS[,!"RU.2FN2]N=KOW.ZILG*I1W<(@< M?4V/KR 4J?VQL%=I/4GJ;%$F>Y#$H,+Z9#2 ,06/BBD17MI]$?"'/T7#CS4)
MM)YH9Q[<2)"",A&>*\#2)MV&%1H'!\CY\?-.^'6_.6G9]V"_L(^(/ S3T'Y MGB)L.Q M;FS,;$>YD%"6 [L;8&T^N*C299[Z3#,/%6XACK<0@B<'IB?\8!'&K;@'A12T$Q)
MT67'75KK@U8)K;&"*)IX)!J#!/ MI6(X$< U]T&($K%EO+=14HIOR(.@/,Y9 Y_Q"A_0,P LDWBD7P.]7-#MW9!^ M!$T%_NL_P.%HR<+=$#E<18:/R9E&
MB6"76L/9&)3.WX!1X"KIT.U'P1IR%J(?DL)M(J3SOK115P'1Q962 MIP77KCQVB4_10K+J2\|S[>U4U0KT=YX2EG#VPIT>8;>@.-U_UV.W7:Y(^- MC9<(6I1 .]@/XPHG@I'=-
>B9*)A'(.-@[;[4V0%\-P%S+U$#UXA[.,7$][CA,#LUF MVM?L(!>77*VTT QZ5*_%TMI>?T$G.$@^]>3>.0_[5.V]%*Z!Y M@TX=1>[,%30!./2Y;8>Y9HJ)*Z_)O(-*XKB";2+;P-
E&G[TM[I>V>&:G4YR MB*C[BR4Z^E2M3FN4'1#XFD7VZ]&@DQY;$-MPG:=>A.9[2H@](H%GQ\LYVED# MD\H,ZD:H1[G14JKT-BS8=Q?)PO
3VE!R6W.!;3QWP^GUTD:O.3^"WNQ4X6H9 M_U;94K5%;1-T!\$R-IZ#]7HWEY?_I0W_-1S9T)M9!8G2",>+>-G#DPH,I1" M$SM,%86+&^7#@/"Z*^L-&WLIRZ@JZP)?T(E3!LC,_0;?
WNHN83!RO: [;(, MD3F&BG)L3@\]"1+RTO VPEMB"*P9E$'^M MPIKYF-9&X022?5ZYAVHGI@'I$&"[ ]E6,N+E!'<^>ZFET7.;E^8_26G^&:5Y M9"I5!._O<7N8Q8@R^09S2>4;:0!S4
GINFCXT=DEL)7F+,A4IX#Q!U!^9(9[M9=R+.6/30%%$\)X?,<@G4(*9)DW@DS- 618SP MAIYC^F1JHJ^GT[*J;,GQX#15K9M4S9)N!W121,GD+TDF](.%H4VJOF<_J%8R
MA#Y%6YE'=R+': AWH*/\D.2MR;B?W5,4OUJ(J8MTAKLF<_16))@A!54@BG/; MBRD6:B1\83[#-#-2E-7!A+2C*'!20W<[2FQ-K4S[M]2IM@D'W-/ET%Y-@_WSDLG$P:IKJ^VL>?
*UXG=PB MOVCMM^E*PF?*=/^49;H??0$U\GS:Y@XY-:\[?'A4AE8YMQ]8(@9QX_Z'I1\' MMM!%!;P0DOR5R0,&RSJ+S^R:VZLL$[L4%R@&/':8;?=Y9]O;<;:#EO&Y7/20 MCR-PW"(-'V"
=(*QD:E(AP05R5>!SEPL/\QE*_KB+HCYEJ,T9]M)L^1LBC.0 M*XDC,9EB-1-3BQUGGB10!7"Q'!Y;XY42M9@+Q!25 MB&C)"3Y 'HK!>BO;2=8E0K?Q2J9LF)YJU^ MX0#L)%";5 ?
[.6M^2)6P/V,YR@UGE:R:+5RI%L+^*P@I#3CPZ1I$7@FK-J?HF/D2UF+B MSL9J5I7@%FW*<,O6<^7Z2BNE?9@BP&@8O3FM=I/#7FLX'#X/]&>[U1_WF]8D M$B>U'215XY%J/-
+S!AGZ'14$%)@R_9 5C@J1J9$T7VK]S<9!Z9KC[J"!8(0: M3%.S\,XL/+">AG.E\32?=KDD4J^OTKJ? FQX;@>O:HG-/EM7';,_L';O.]8< MX%#-9R?
%9R#$!\.#\]GEZ/]74D:_*5@"5=Z0I_08/+>#5+7$AA\DR^R.1Z?8 MOE/SV2GQV:"SG\9]D1B8J<,_,O[(2=^/J1_F9EWZ-C<24$9%9\@@62W+$'(H'4TL M]_2 Q^[3,AN.UQ&?
(KDHIHXG$ &,XUGB9<-0/E@2@6=8A4D%M,6B M3X+\Z+5;8Q/#W-UVJ\V_E-.;BID(0ZK2O!=^(HIS['5:;?7<^)'GJFL8NSO) ML^8>DIJ77X./S9)+W[F0*A+Y! HIR7,L;Q58DZ^M$O-
VVY7,RYR*=V?^T\=? MGCM96/"92>!I"*?:1XEO%]\D*\/HZG058I?J>!I)'%2Z1KP@F5Y/:&58NT8F M8!BB?,@*5N:PA2+?=U16^ZN&56*YR*:^\7K47>?3 M[/?=#6)<53N>N/@Z1;J3
4'2 @]PO5[$E#[5K[RO"XSQ>I#)-ZF72ZF5JHPJ MT6?/F11E6!6+R?'6ATFK?Q&+4"+ 2,,B+:^@U'S-G$=FSGR!PQH;9N))WBV; MF'&
[FG1Y%8,=73'8@*F<3<7@8[GTJG3%+,G[%%>'3G-O-"R!/W>Z61$/F9]D M;Z%]%#W82ZR0BSV1(?)3N1N!*R!LC1>P?Z@(WH,/@IFXYBDJHTO?EB9*D&>Q
M_4TA57>M;G&RW5ZW?-]M'KW9'J@_$3I%;&LAHV"!JJ CS%(3E(H&*-,2/!^5 ME^W7"Z&A?ME_RQ2&#VD*PP7X9',,LRV%8TM4Y.IZ;9FC M?C^3?E%1[[?,0;="]7\Y:EXXT?
XH=.60[LE-+3DJJ-D;;B1E9WQ(.NI364W@ M=SF290K%@V A^WK8+VDB';,]V- U@Q6?M0A1KC=-&ESB!G/4"D!,6\;&2<@N M,_C>XC0R%T$Q/E4,1Q7THF;?
C'\R$*3/ZJ7L7K(1/*NPR:IVD385S57XQ7H[M/VJR(/T@%6K59GV,PQ.AN ^\>PJ)KL$%,X#8MVOQ#2%CC4F H.6Y^CZ5N%/N M(90Y6%*-$)_*X3!FA7?;WH]#25
\"4B1WY^3J[[+:7I7_U:94/E8_,]I)M1E MZGT;Z^*TWM?L&X9D.F$C3Q%9KUU$S\?:9.&[0$=&.V!AQ?5 I(2DUT<1<7DF M4(!ABL!H-"X,F;]9NH67=\S.\[^^8UK#3FD"F-
28FJ+P(QY;A4.*S4,95E5J MP>W1N#ILG5>B_-+H\)PU;I="?UW9S@I.8"@DO(>8JBI7NL81H@./7[.0.7Y. M(2UN5=WX44'\HCSXCAL9OZ6%\'CTK.$/D?
$NW52B[8UO>ZO()=I4K(9^\XFR M4^@G']-+5VO"1Y=3F;<(]I-69I)F^ G4DI' $U!6O.Z-TI.W+GCRHUFMT>.C
M=3($Y9U=>IH;GHT;/OC&_R3>*I>@LQ7SI)C:@#^OZ!V#5B^W(LIU_7F7MODA MAS"+_T'96SWHKB7+;?+_:LG1#!NZ&(W((84@U#%V",+M1(R;E&I8,T(=34N M_U[AF&%21-
[V8Q#V?I%9K'&U@5[!&N[T7Z\>CQ -AJ^V\Y/5*::W_Y6 $3Y; MO;BU46U ;=$;3L4&I!Y#'T^E(Q(G-C:R(=A:MN5QX=RH^<2TV!^!_*FJSP+9 M
&E_)$21DAFE/IPNPX*GX"WS,NQ[E"::%!K?YI,:6L8-]N9E/2/GK&;V#?E .F7"34]6!@DAF5V3\5R9&\$V<90V+3I,NC+;VT9'V;53V,64>+3 MDJEEMFKQA;B;.!%SPV.Y^@T&.J8[-3PB-
+/% X)Z0[/?'UI?4T!'8^*WJC?$6L@N4[VC6M5@:KQ MY6'R;G8!75Z";>X%SK!].P33)MDFA?UA":$7FL*T"_[67NNDM)S]*4\ENRK M@*$W]2M]WYC1^C)(-!#7(9O88AMP7\J9P*\
<@,R7*T-I2Z?]V8P[5!9\U1Q@ MVX1DN\1(]DM$M<-;L1VO7!8.# ;W9!P]OKT2!)H1J5EU72D_!7=7+&_-U*' MW>PL.YH6G?-:-W++I.'F!YM:XV96W!;N:4!F?$U)C>R0 M[$Y=$-
VF\>_/[XU;V[>GMO'_!![2+P)-V'=:LHDS?N7"W%GXB?!-4R%4LEK(U 7^MS5L?FZ*-\^;K[- MM,7"C-OHYEEUK>$U=95]X'[MS-XY65\E +&[I6R/G6]KD/74]G!7PNB_"QU&
M,3NDFS6C-JM3[:K?23EU;D;;,6$9<(LH*80K'LS\&>3E1#9A-^C?"=Z-\4. M[;NOT5G+L/Z1 BF/Y[F6U6A*F<8DP=;@?HH/(==(3K;LQ%,F(*+QP ;'-&5] M%Y]-
SE0IK]#VHB!SI=O&3/"2B32$/Z'NKS3*FW7)G8C=DXKFPL5*)6_N<*G[1 M+@]F?#9P4#4AN/3\/)4:EAEL\';,_?7)O?&81J?8>U=VB MMFO\A*?C$YU9&\XN9O>FU7*?/_[\R:!4-
')%TC^77H)'+I5B6SW6>U9CYB@M,)U#@ MK#]"(@M69W,]*MW-*[Q<3:C:X)^\QP+WH(E\[K3+;8FSE\^]ATHW%%L5)X,
M&9!#R86NP#M1JFZ$]_5;W?;XNP8H4G75)CS=N=9[Z1V.R9O9-N=H$3*?[\A/ M:9N=*N%@EMJQ)Q'L;?5%]*CYMDM-Y)XF'B>N5EZ/Z3*W6'.9KS-[6\ZR^Y,5
M',S3GZ893ZQV%9IYI_V(W)EJF4@F(KS(S1HK<50D&[[9_/BG#/KWK5ZIF&8\ M+.4@5]HT:_2H/OL;"X+5^[M6*:NLVQWFLQ#6&>?%YD,:%TVJ-RP79H_[U:D1
M&VR_*YF5K5*D5'8V'FA,]T:N>;-#)+7V,FXR;#ESUZ B]X*70*:_H$M3)A I)FEV.I7S^2NV361+S%TL1M:?,9^!C*C 6&!8 MN;0 N-L2#_N& MJ0PWU?C76H0;>?5%%\R-W*DLND/RX
M--;1,(]0RB()9$I^"=V[.QCH_^4!W\@FC#OO6*_5R78L!V%:&I^$XT7Y]!4G&PW&DCRF8]-(M_W>E/-&I+QNGQYR5YLBBE/0#__K?K<\MXY>;FS_@0K(1JLW$[^!D.0FKCD4/
M0J6JFW$Z23*7>Y/##6XJ?G9EH6H4>,C&<7H284PXU@N6-EE[[9P& +^5M]E& MRX<.3^[:Q@+[B,XTGQ65;"HG0S/!-FJ2U>$G/E;+@GA17R42WXB#:,H:;#:! M?\YTB[RZ1?
#.VU2NK3I+UFX>OP\8=20,DUE(!*66[294,H_X+:GR,^._J/ MPX3!=;'P@0)LA7F0RH5ID2A!60E+32;:BBB9S5S'Q7FDMIG:!E4J@39M3"C4 MV7:3YXC'\MRO>+ER=#'
;-6OM,,8SB5[<;-D9>!/SQ4S#J\5+PUU54@S6LZ" M*_/QBED6)%HAM+'I,)P]%MX&DU8O%<"B9'-Z$EDO?D"[0P[7*5^473ZIH4B MM(K*N>.D;#AZ1F=L;DYARR*861;"^DJ-
J_7/WBB5=Q*$HA27PR"'C.-@ Y. MP0,HH-=>$'Q5H3E3QJ;\BJ!4(13%$(LJ%)6ZMW.I=]A)85NJ#MF]ZVO:U(1 ME=/'LO'YIK[GJM0>JVY5:95+>6JJQ$%:L.OO/CV8H,P_] ?
YA_Y@5T^SCP#< M8[_9F_,W-SKGE4,DE;8$ZVFS#I&=D[7G,8*?3\582[_!6PE+%F7Z0(&)\Y%3 MSBM$KQ/F%LKD@C();NWE&[JKLT2@#KN)JGY*3H\L\8,20UKM8H8.S/^C$P?(
MY!)+HN*9-*N'W4%, +1G*^.XN)4;#N>FP .^M-<:] ;?2>_)^CL*YDG!D6.- MJ/7(\6^7G8)T%?&H#&PNXYY[VTO8,ESC.(88XLRW*KFW;[QIIY)!L^A39M5S MQ_+&G/O#GH
>E%4XJOJW;.#ZE7"YFLBG%<,]M;+M6>-J3;H1/C-\U>]!+/$D MWHD)4 MS!'8%D#D"AL/:<;0ZZIX(0959@^[J%=6,7FLT[']7A.["?@V8ILA2 M^KW*GZ./:'?>\-$>%8?JMV!-E4-
U>SP4_44CL'2.@SM!EE+J?JIX&5_%X6 MT))"83[/%(>#?R43.@'LCL3T"-O_BJ8$%=S36S+S+'NX4.?_ITP@D;*F9*[\
MGH*;;5YQB_O#4/&>Y0PY,@8X^X\ZE_&WI=I'TRIOM5:]]/>P7@/2VJ)!RA.QI MM*MS)T(>^L(+Z/3#W7KG(M-L7Q;CJWX5?KH/Y:72:#'HA#**81L1WJ)P[P%] M&^_-K^0FF9#
,G_0WU50=U-!W2V(W%00IL12/V!_59IR=U92L?%T_Y_$%^O0 MH+U=[V7@?[K(^^4'.ALO\L?NQW1&\KE43AR&.3;1/J5RB?P_J"3*[&U%QX>2 M43N[8.1[MA52-9NML/%<@?
3LP5:J,,E*1<@-*M0'93"[&58K0A]=*^RCT^L? M\L7^=OV>(412_.B&)]MMR^L@6]TR>^UQ_N"K*$:*-,71TTKTE-R)D)GOTH6! M\7'L+HE'A<0"O'3 C;[Z&
[NX=O.SZHRL@\RJE\WJU-CQ9XE3]FN&?DB)H*?- MD47TM5Q;;2Z_L_K%=._'Z-MG^@YVX+KM;^[T,X;J;:=R$[G_FE?1Q;F-

A7%@CLKVOM)R(KLSZ\V0*502/8(544)#0S3ZPL[]2T)5M,W%HD7NTLXKO X(FOGK2D) MFIF6)K)RF 4/@QNP=^^NFG_V,: M/]FVQ;C^UY@Y^1D5-00%_R][L?S!^",
(PK01@*I,_2S">SA?,.G?@F"Z2K_G MWGT((BY_0>/^[,9PON2S#(JP%@6:;9SD-'CPP5:$DV4:](Q+7F.,6Z9?,>H, MYB%F?9D,^H87K\)$,O\PBC+Z*[JGSJK(7@#%//'-50])* .*VV")8NAB
B5V M9\>UN@Z777"4)J)#CN&EO"A#,<#NZ3271EG@*IT*07/2.@]WL;2=77-77E0T M;!4$'V>SZY]D+.HSQ:)N1#&+.2SDYN[R*JRWM1]HPITN1 M]=+*SQ>.76+#E&-
!3G,\/6XXO688(UI0]V#@+TD0? M[(C*CCS)25DL/L7XP!LX!";&PC;@V2#!FR_$*R!@YQWFNPO@0O S\".MI>^%R^2:>)4SPF&<>^%K+2A%"_U.'6JIRS&_*OR:B3.'FBH MT$7S?
>X+;>!2S:!EE/:??/V2"#/[/L JAB(1]MYLA(!QXT2)@3F/0J=>I5LZ M%?%?EC@I,I= + MPR%=,L6C'34-C_97R>LTZ_?^O0L:IRR6O44]][A8M;1GEM6T3?O /<^_8,_S
MH_;T0J+Q'C4.Z/BV="(J3_EQN&H/T&/IH2BC'[.[8B<(Y'V[UPS;CW2O&3>S M> 7[%SFC6D M7#JZ* C84-QAZ2;=[>Q_QO!K4-!!\HJ&['^[I.@*JOO4+!;F +I.?*T^D.X) M#JRF_C,
<,^]J*-;-9-J7F;V9/"1HE+>EI)9U(I/4 MBP/*Z4QSM*W:27(JY]95Y(8M>X\3E?GS=VHO8#,]#^PE%['8LG2/S$F09P4^ M^M)+S0<=B\?YLL(*\KU8,R=,E!
H2!02@W3&U==EP)*''62MLF-R)S^70H)R M"FN8X1'B32F^\M,H)Y-. XEB07V[[:P&.M_R\-'%9SUL^T 9#TW;.W8C+MQO MQ?ZHE5*)C@>8:J -3S_Y N)\L>60Y*4\YU4AR\D
.86)2&#HZ1=[>F6K'2" M%L,C]3_)]"ZS$MY+ M8=UP/\#',@-5F@W$NQ1J7&**&Q>*4=@QG&:8&$71S."MLL(6X4>EOI+*.G6= M\7[]E>[> L,C$\1A4FV=Y24?(&X#[C0AB= =B;'3C
*I:J4"(!.L+[YG-Q.) M.(QV.(IVKL]W2IJ0MW::UEW*9K5#F64Z:EXS0BGF[#T[)FFI;OUL003&A3!3 M$@L3"[H#Q@7QQ+?<7M@3]#S"+DF\(7F=NSXZT$BL)+[<3_;FI8O+;4MNHVD?
M@DCD/J-!4U F(X+#!6+-P=IK#_;.XPQZ^1)&]B<<(JR^RVLE5)RVH 6;09= M$:KH><$LA!DRJ$Q0]1&YK='!*(O(XT"6264W6U:ACZ3)5X 5X*@:#RR'QKI2B?A3D)84
MU8'_W@515%Y*Y\;*C $AF[6*X/VL/FT5H(\&_;[C*G8NJ MPNTIOMEXGZ6U'J4[!Y>>PX+.WS%2$_MI-25(Z(DY3W!/7O\R&S-/*0T1O$. M;]9@2;K #:&2O!.P5;NVR#X>A=,53-5\&0,
[$JDY0UU_-R%#I#6^#,';:X^* MB7*,ASSQI$D^(]>2)JHC(=?.H\)]R M89:L:2S^:)IC+'X#^GL-%_6C+-_#G0F29.AO@#WS69!1HAA':QF/9DEE;''A M#:R+EU8!OZ?
2<XB^!&$*KHUI,MB2);397_\-[+,H8O., M>RAXJDF$A,)2>TN7#K,E-=/&?=]$<[J6PA"M%#O>%V=$LV][LJ%-<7"F?NDEP$YP?S)9R]Z MC'F#)8FT:>E9S(13/MU5AAV"
<)5:M[!@3]RY$1MLZN.&GX"//AYC3/K+MT6D M*X!NEF0Y56"7.<5WMD5"%3A[C7-)/I"0*5PBD<@]OOY0D;GA>G3%@SPMA&MS MKS*2J,(PYXK)N5FR,L'.UXM616#K.%Y-
-3<[I:FCH'HM%Z MPTJJ])RS<.FH#S=XT3=FM^=@;BAY@W;V\0D][K:GY'/L:M$K]3>QS''68:2< MR+[E5I&1T B;MI%\VWY]**&(*D4A7NO9#TI(9'D"\._O\;[(V]\RUU#Y8O.I
MH22T):X(^IX+CDI^L\H.2!=0S$^4SL7\=/;7.4DX5K2P(PT\%1NX*%SLYQW0F;-@_N73;22 M@<.7DA,_]'=LH"K05LN^M@=HU:FF2*S)RSW1"VQ&%KBGZ0E7O1C8R&!,@> MD?
%>$$*;9$_UTLAY6UP#%JTY#)J7#Y\|S|ID%T>,F>0S,BKVLF6D M5]L&T4L=+;G4BN8D\8,>M@*-O5;QL_IWR5/ OL]X&6XA?P#9BHF ME.V7Y*A$$%2E7M?
V%$//:'B';O3U>H:-04+9Y53&J\HALCROR$88,EQN_)R7 MR+BE!8FQY;*W,TVP5EZEN5EP%O BU_SC2@XDVFJ M*I-V-<[G;KF,F\K$S>4"H).KKPNF97=UY<>YG0PG\J8GT22CCK)
VQ.P6,]!E>3;_':V9V;FF'QM- M-Q:GJ4U-R:@K2L91$K-Z>J?&9[>;+(3C\]MM(5W0SC(R4T0^NL'M'"5@=ZET M7#":FZQI0B?D,D1+G I;R74BX-)0"5)0X"IN)E(,B*LYOU&:X=Q7)1M*
MU0:F_"XKI3FC@@N.64\.X+*05Q1Q#ROE!1G*_DK%JEF*(K6!F;(\[K9YI^B: M:W$IR9J:MU%*%\Y0]@*5"D,S%GX>_P[G:LID%5J!- A03[!]8=SA9F8E9M$*
MMG_!HIE[(SV@!EWX7"8E/**AT2;EM#-V!JY_V+I#-1:[*"G9K:ANP$,>7=EC_DQ;L1N0'3J$E@ ME*-H?(EL<,]]*;@\%>.F*@^?2SFVD[/6U7S15 ?C(Y\#AA,%AG:7S*X47IMQ MW;\"
\DK];(HL^RC+*EN6; %WZZSB]+LHJ'.+FK 5"XCNZA0A*1LQ\R"*AI* M.7UX7>Q@,6Z&>[)I"-RC3JO]'8Z1M@$AF?D@,-!'#3E4&P G"%.' "+ ([() M)JE_8Y2'(,QYH!]]
(=KNQ3<*O_RZ]3<=_Q)]- Y<= .L878JR9Q9YZGL+PKM M5-;GGMU>F;,6$DN=2%3K8N=4\/5$#66AE7U0F=8>582T\HZR],A,J%\7*DK2RE0U$W)3UEIJE!P_9;\/ M)YO;45IDE3J;%
(57' 9@!I$4SM%.9F;(25&[= F&P 6/J5-8NMXHN9G\^:1P MT*N0H(M8;9J5K_UZ[1'GZWM 0FF*Z[1 MS%2%9A^9+P%?"VMI=+D ^M-CSGVKE W5&UJ;@LZ?!1_59@$0?
_D3&*!.$.45CR+%\&;'(*D#-MA.&'S[/,W\3($':%8JE\9\DN?QS!? M%M0S$0AIAHE('..C@%[@4K5V;&,M"L=0SC4Y@^)1RA MHN5.,8!-
(:8L9)LJL/DMY@PO#&16JEK\).@4C"ZDN@>E#"@7M0CD')U10X&>$C) 34U&^W7U)@YG5%5 /.7L1RH-XE6U!9 YU;GC%Q!(I3^QDI]>.'@R@F(V+WG+ M<3Q9!Y9B
8$HGDB9@.7=!4J6G=3I#+AZ' 1F6KZG'/KO-P^PXR1*&9*904Y. MQO(;94H@N9Q5.J"7ME.F9%3.7J2$6NF.CMCA(7MR2:6\2#^X/Z*4=W(8(*K; M&DFG3
YFB&:IF0NF7.R)#&LJH^D&JS-U615V328\EA,_R_N0>K]E7N:.VZ\RR"J)H-33+GF?907&$>7U'HHY.MKNU9E3BLP6#E,IG[1FA'"6 M3^:V?T90UG3%%CUM)6%:L9$JL_3O!.X,$6HSJ?
EF$KLQ<[(_X](B\CU'BZ85 M27M#+222L-F,IE)*T\7I.H MVB?V>L.2WVS4SW=3+ 5W,NGQQ)#9U.EKKF[XF#FHB RZUPA[!2P8S]6Z-=1 M61V6D*WYDG]"94N+[%/]^Y[?
S>INAI/)Q3_*4$W[SE;=ZQM,X M/)^]FQGBYLYV[__/WKLW)XXD>\-?1<&9]WUZ(K"'^\6]APBW[=XE3K?MQW;/ MQ/YU0J#":$=(C"YV>S[]DYE5N@
")!!00)W8,]UM@U25^3O<>Q/]:/D]VRQKX^;"Z'4P45,DPE$)+XX< M7KSZBEL>)1IA8_0G:71&S0S"*[/-.W"V,G3@/%"[37Q,HM-F./!+\I!HZHP-
M'*>5B"%XX5:TJ%TDO_W6@L2T#9XL79-M,L)S,)E@R!6V]9RX3T]PZE$T0#OL MF 01..%3J#>8F3 [*D';[92$;I9&N%/4[O;KA<5&PE0FPP;S+FW_ZJ*Q#]"G
MBVK_Y>Z[UK[>4VU!JHTW0YSJ9;6!Q-#^[X_K^Y?^R_5+__<[[?K^%G_P+?SW M;?_YYMO#\X^GNV?M^LO#CQ?M^_73_]R]:$_]Y__)>(,D3W?B:&SZ$YY;3Z;W MI]R*$LVPB?X?
QPV'3&*&)9H./%M 6$JQ<)J)_MT\5Y*/3HY"4ZZ>N!GZ89.@ M/_M1#>O("H;1+"KXU//#UR=RC*E8R."U9.BJSSZ1+RL,B9%1QR^:]&0@CO?$ M_RGJ'4>6PX-_]
^*^^%XQ9G)Y/33#\JF/PI++ZXP#E*LYG; ML^ZR^"FP@+((8(=]<)-/BP>[6_F>&%B M*V)DYPW_RB/3>[,*RRAH\G[@]%D_DP8+$;A5++%LDYY/F5'-JI4:""B7&(MT;A6[QW+?
E]=%C;YIQI<7F7@Q;ECVI@9(HHK\!W)& : YZ1B#EDBKK0(4=DO MD1"?O/L9'[@JAC9X,VX1=^E"ATY@F O&1>R>IJL@<7,)&M\/2 91B-[!J+NP M'.=/8>5Q:R(Z%L5M+RGS?
K+;4FM2;IUM2Y;+1KTJVI6VU(MJ9J];)1 M6_VHWTA-<54%RA!5YG^7ZJ4X%DX&_E5M^E.KSAK>:///ZT.N"HL^?>;#S0N' M3R4NM),K:XDH0_TU?\>([]+H
MGRQ+U3UNRCDCZ9>ZD)@SEU.4P<(>Z,,_>57&A5CU<,C8:+1*]Z2!#Q38H:!% MMR=1?/DJB^)>MNE"-/HZBF[Z?;4XM3BUN--<7&XM/:+_F]?2&O[9OFPW#Q4K
MR:BSK\4(]L"/INE^,NTP7]3[=5Z'YR%#13MHM"@C!7[9:HO)K;GX5*GVUFG5 MTZ-AFZ Y\UYSB.CN?0,6'U??5]]7UU[:&N/4[1$J 9"+7/RNZ4AB.GC+:.NOF0
MAQFG##2EUA3:]K>W<("N IH$S#AEH%7+E:H*2,O#CQ/'6EV9:_+PXY2Q5BL# MS!36I.''B6.M>2"]1I'#WZC%S0&']:SM)!2W]DIKUA5VN1\X;S1=@*:HS(Z[
MM!W[@CHRA3WEO3+.(9Z8P42TK9\=AY!HK46C)O$9OU1K47->V=LO+>DX'#<: M)OV6["P\=4U[:$YQ3$M*][3^:+'/6S@#.#$7@ :A JA%F_^I8U+3W65-K,JB MC3Z?
=CL#MER+N<=G M_X;=WPT'-L1;L\<3C!GO"$H=0N?V_AX/M<2]44MVTV<3;!Z*TTYH[,>[-G!< MEV9UQJUOXZF7](JA8SL3T=L?6XYJ7=FZC=XBFP[:SW]G?42CMJ%BWJ#+^9CH
M3Q8W:1X[[WQ.U9(&A9D&S4K5KO)KP"SMD0;'R]^KDA;+>SF[+)P?/SM/=F%@ M]Z7V!\[^X#(F&OE-7>P]#7^/IHY1W2EO[(\]'#+R:HL&?Z>,,#Y9LJ7FIK5/&MI-
\+SY[:NE#VH!IT30R/N&$ M?TI,A/C01HR_5.=M/$7+;=[@VH/SG;E\#A=VIPQLTKR\P:-+G&8D;:YX//*@0)&@&. /H66 ;[&I1$_R6F: MWJ_1?&=\9#S-X U[?
8=C@F)NS+P+&1]/:EK@W.QG1??ZZ-/)UXI^_6+-934O M)H)"LSM+"S4O1LV+V1G8N/3/.S>Q,@H'=^I3,QIR02V;24/QB; >#=D3AWX\
MQ"T\>V:M"#Y:"GTT9AL.'"3RZ^7$>4Q3Y'YIM&-_U@A<)!*WLL!JJ_]_?-H) M;"]@93X1R^4'Z"_-1BV>3 V?;-#7"F@U\$WZ5WA23E#J_>]J;@X<<#;BA84G\ Q_\M(5W]&W\
M*TZPH4F<7CF:ZS;311P4&@ZXP?[6R:[6X8ZQMWC8X]KS+3YVTK)P 'OF-N,T MMRC1:CQA5O+%QK.7$OO,Y*XD:!L18,%[D1MY"4L96!I,Q)2"B?D3=Q]A<,YD M_J5:
(>/57VXGIX)GQF &,V@L(E^AGN% GA]>N6A#5ZM1#$MN\CZ)?9$XQG"! MS> XW.@$B]#CZ0#R4-DB/=$]\$!F9EO87$^-J_O[Z_Z5]__MTYY?KF&-=_O<0W>97:8W-
@,)5T_I;W%3ML,M7+N@'V\FE&CI-/*;Y$+41V*T&PZF1 M.:!]L5?3X\;J8S"PS&%RNMQ7TYV@!M$^/=Y3C_&M6LHIL,-6\DHNL[.GL[%7>/UJ^/B
M&_M&B2S%T443+,$&H&KF*3VE%PZ]F'S :S7.12_<)','OHC9>,\X&\|30_.6 MNYT*U$<#ZFX50-T\%U ?W6'7;)#T>&A@ M4\IS.1[2-:W'@X.3J.$(=ZZ E"%1Z0U:]
4QM5U;IC85:4T[ZWC\&[F\]E9P3 M)>=4"TG.::KDG!-,SMD_2-/37K2'KUK__O;N\0[^<_^B/=W]L__\ MY!KE<("2RB65Z@Z9P4G_
M,2K_>+HKD&72J;+AK[CDGW]Q*;\'O>9N6^8DEO&R,OQ%9,^3$V;ZLBY(Y!^ ME,NR! '[<*?>@D 4MNY]F>-\3 &+QL1*>/O(92H7_''Y?*F],AO>C*7/
M@&8VI:*!.&5$]'RPF.P%/V%I4U)&.2]A,ZY!PAC52%)38-"V87U#F"L3LC"1 M,X.I,1Z^1^CG3S]L,XJ">+^*[)A?RTD("(GR>!< F^JO>*(-UJ\D(.2&B3;+
MY+ZL\1I1K"5P30*DQCPTD$W0+%@HLI#,'6YP^3J$_;NN']JIN<%O/>& M6">@P&=D5CQ/440HJ_[!?=5M\V^!PS", X:@ ?8?_Y;G(>0_U2K5NC8*'_\K
M+TZ@DAK*2A+^&ANX@>Y^\,8UU3KMJ8D5)P!^C]JU:(']%[;W&)FX2W%&8-D\ MRUB_(-4A]X5ZFJ"PBN-.;IEYH5*6HNV%_'_A80YX/=.LJHMPSLN)\)N7 MV@.A8.9;)@4A!-
N1ZD'$N'7U#:'_\=5+)+U$LI%%'S$"-JGEL&+B\N,?2 MWV-#3Y].8:V\STU@B:HB6&E@S0K><_Q]_,3=3U$! Q-..DQQ?1F4MN@U2RHG"3:_!*0K
M%VB#2P'2GY9RJ3UC,6+BP]%VV$^ $/;5*J/(ZIJ/O7"HY5-98V\FR->0)9KG M$(_")EU8:6EZ0XO*$B/[)FU;,Z2DXS]> +;FTOWHX6DF#79GX#W#DFUB8*54 M3(=JS: *NUB]E?&@?
F=@'L*?2&X;JYZICP=5,Y8F## M+\C)8UA5B_H@_+4.=/]*^U3]5?A?I%.X-'C4#BTA:O1RL1^N8,2#TQ4A//U3[5>0 MN3?'>A-*G8Y+D_P).*[P[-?20MXP>__W-O#EZ)7:K&?VG\"XU4(
Q$]VI.0 MG25,PW3RE9M7[9K*XN ,M>8M9L-@HI2NO4+INU=I:JM+E[ARK7 M5JNOG=9,\]GT8QEO6XM]NR0=8>F):;T*%TXC0N@WT4L)/.TWD-(IV4W78&%A MS
8TDI_TV8J_R5Z<[[:;S2^YQ$[&R_>.[+">T=ZH .G25.)6P@9AL_M&+#% M)QMDM#XBC!H)C.J$42/$:-08#HW!L!?"TE8(H@-"A\=APC8(UQX=*0%%8N (
MI>ZBM7+"VM6"J4&&,!U%7MA(3]C-Z$4(4YD^8.59-]@9%ABVOFAR@7%7V,G$ M<=&M\N$P-D<\#(3!@]DVCG%3C1'V7.0!:],=!A-T"K%I21AHILZ'X;+ 64D\ M9&$WPLL (
R%'QX",ERR<"VB38,Q$?C8."6Y7]YNB((+;[HIT4&,!ZWC8110 MG^I#TY]O,;'BZOM\;[=KJIF:!$O9V46U,E+W8:1*:1(>9,@M;^B$7A8Z9+F.
M*M.+W%41/,-380S/!1\W=&!!N]LZG0;BU/#2#QL*(,7'+C6D+V<\@1+]LI1I MNO,E_"1\'1X2_5 P7P>2@]O\3"3(!RUZHS*87!4 MT(UWI!.7WV!
B1\G.G)3*WTP9FP,=B^Y9A*WJ!Z_1LTCQ(E <5JXNHS!9UPX MFIP8#T(;CZ=T)%Z8MB31K8Q?T,?Q8-PG&<]AJ&B).E@E^?GL:3O*2 E.L7
M0G$5B.;.DTLMN>YE3@JU+8S;G(Z3C@WW8@(QK2/A$&*/2/H*&6]19VJ1.A*M M4Y_.?DQI<,0G$^,38;Y&0GIYZ>JST6>7*8$>$EKZ+ZN!=A*\^]82I(;20/Y M)?9 $==*"YX7;7I6--
??"NH2@Y/F4VO?.PMFFP MD'D LQ&C2V'XDDBI&"82BAP1?A>W^#%/HXV+P+WI^?']O<4C#(F;05(R(^O '_!BFZ6*@%W\1W;>^TH0:!XUND_?>"CRC M-->,JU'".5>@42WOOTL7K;
U5^!=O.KZ](JN/)[@W'3I#'@86#B4!AY:TOAL MH_\NF3_]*SN87!@.Q8;P4< ZX <\IA5U]*K3;+I&(VSJ%2ZN%P_22HLS>UJ- MMML):97ADG;3N#2WT=QHLW
4AKOU#A*'YFEWR74O#2V+<++G.4 ./YG%EA5# M.C_TR9ST>0YQN!*ZHD:K)=H3KCG%C\R8?40XT96/"=F:01;TO-/@IC3C,FX M$I.'#SBM6EZJ&7;LQ[
*0DEJ6,H>A$H1H)7"0RP[E@A4=I65%GY:>_9&T2@5 MC-HX&+6*P 5%H<(P4)\Y9FPU$P)LY&182\1[EIEN"0(><;PK)*B(/2$"-_+&$40*QK-*Y8W M:Z F:'#RH;,T;3X?
RPWSA/(X#"EZ.5]OAOUWY<2!!K]YO^5O5'T//XBH]CAUFFS_+VK5K_@W:X>CYGUZ0J7JJ M1%EG\VV[-^NITE$]54XH5>UP(%4]551/E8P]57*,])"Y\FZ^RE_
MDB9D/TVZ40FO:NAF8+;M";]5G9M.OEZ?SEB"?$GP;US-0C,:FGA/MU3):RQJ MQ)(,Y=L,[T'AT(]N,Y/)."NZK83-5KP"NZW(8QG<,D"!&=WK?#/!(8EUW(GX MC=?:<.,SC1*
[PEMTCF9^%(4]>%(UU6SO(C!)33WND;;, .&W3;P;B+A92^VL M0L;R3[&!:>!.0=^F-LK*W+Q1VXI"7 ?A;0$J_BFX"L/P1)SO%(6-9D!V2<6+ M\YK4,;-IU;!C?
NW//TXN5(*^!H,O6F5Q4^IC9U RW*@U)S8)M<@.0/\!V.#Q M7,.H9508(VG$-F3D5.8=4]P!JC'@PNU5:]H#1G3[VLG)L*]5LT@/@K)N,1R2,<4[< M1/ALAI;4!*B^AIZQL "-
X%#@)'+QZAI9#%QGPY!L@1VNA@@!EH4G;FX#*JQQ MDYR>6TY\A<493\0"4EJ&<-SC(XZ?4.$!E-J?2VZ5]X4-=:!(V#_6M-%U!799 ML8(OYY#QB?
Y!'94$@XC.Q):9'G.H2"S/B3)'0[@@UD*[@'-EU@((1&I%]S) MYP(E>D*%>B(V1:*L)US5@-&@,5BS 78FWNT/XJUS<]P3W6WY';]'*.$R3 ;* MJ^C61PD9YJR-&RDS9\:ZP!?C_F&Q*?
FN4AW[Z?# 6_EE]A'=FFY> M[9!M0 MMZYK;EWG!S]M=.N*4WS5K:NZ==V1&Z4]W8E[U>>[I]_[-W?/9:U_?[/\8)!E MX3GO>>L)6^PD]P>(MJ(;QO^HE& M,-
H)FC=&*P&S)'\]KMZ&[=IENY[^J[S-7JK5RU9!'6@JE\T"%U5;_?)BTK@% M@P7+X*,:W5-I(2A7Y&]SH9,E@UMTNULV\'#KLHW3)E1]?85 M1;30A_^^>J" MO6M\7+/<(*!
M/PJLN,$_W9_3';7,M<(Q+; M+K-;ZG7J"\LLAPD?-&5PS9SH51Y$"G93-?)QJZUU4%K@QSWS(Y;D:AS3JH J M*W=JU6V56;I2V=EIGL4_4#A:)^L%XJB*.&JW.I+@Z)S\O$?,=S"-
L/%B\@P; MSKCR2SWYG#&;$Y24-1KW :E)S;J\I4=?JU;J-:M;*U)YW"(%CZR*-!,\ZJ5> MH[UH&DGI-(3W-K!0MAQ-N_Q405X-AV)79O7]@GT%B]#4@@+B"@+3+V;O'TY=
M2+/T6O0V-&\:V%^Q46D59-YDX]$1&-!G"[9UIO4V8&LBV.J=HGRRW8&M("M; M7MW\Q#S?-:E*9QC>IDQT]T\FTA^BJB1E6F^JEF,2BVALWWZ#'U&6Z[UC#Y?:
M4RV0DLK6_J8RMR6$S!KENC%D,&[?DN7BZN3S"!Y=+$03)>AX_3SEH[MMMKQ/ MJHK9K5&7(5$?+=WV ?IW(5WA[[Q>\/4/HQ\>(U/D&K-NKX?#8!)0 MT?XMF[K8U@Z7
]^\GF#YP=^;M!YO=4"HJN5.NRU)Z$^%D/>HBN6#8Y?@6&_* M#5!2HG;S]R_:@R% K+4$B&P/+9!@U,XJFG MY.\I>_+X 90]AV%S #410-7.B=F61Y-$D*Y$,]X/BIK%.NP7TZ+!4
V7O?0" M,=,][Q$71Q1/H--1)YFR+?+JCU:I5\<\BZTC&H5S[D!6OI)=);L'2E[)*[MM MD-UJN5'=NBY*"MD]A^+V;_WK+_UO_9?^W;-V?7^K/;\\W/S/OQZ^W=X]/8== MQ._^[X_^R[_/LP
^["5I,E4%?[35$5$IX%3_P*0M5?Q^+L6_&:OH'CDN-LO5 M;' M4I#824QPH3_E.#_'X MYZ4589U*J==I%17JD"!8H9"35=5NBYQJJ=>MRX*<<_(F;MF(N3CE@MIS!PO>
MA+IORMQ["CZ,C_G#],ZRLC<+M.84_1;3-#-K@LZ='[6;%I"Y'TBE&18\A]WBXF#2SC>VY7=[B<8O-NFNG;46E6RGU&N5JK:CF.5(D MT19DT)XS[M9=6FV-NRKBKG8DZ7"B;&;L,@?
R0JK.(=61I8?3R1<]9[\%A"J.WB,FUSJ%';X-KV;8/E"C/+J\.C7##3'CH3IOGZSYGA&W&: M+?PF&1=1K7^VTN AW?M$]A>D.D@2!1/A'PDO=7-
1PBN]+4)7C5E;>\)'7T;CEL:^N,0;4W9UX5KYF5FCB,Y/G,RKFG%W.Z5> M 8T>E%TL(536:-C<4.F6>O7&UOF(RJ[-DS,16Z\J:Z*HK(DEQL,\WN'EI5ZS M(\LL165]
[CLG(C-.JH"3[M;5,,J,S-@7Q)E,3#YFA%?7PC=@X

KE*-NV:;UWR7?Q6GE\U4ST9KQNB"YXAA&-7CG/(8*V,BV=E5>N=J>$/6E MA#CY4__9=X9_CAW+8*X7-O_!H2W^A^I]L[&6,LRW\,'B^Q?XX:L6I;EZP M"%QZR/.R-M5=[4VW
K9ZDOPCFWR=K[MGA?@NA-A/)"N(8;RWAW7\)B=AH9.;KINPMO-U@8N,X[2S4!QDYX?Z7A062K\ MMS6#L;+U^\$\;>_)RLI+N-"*65PT]ORN+HZBDVNO)@XZQZ4<"2D=2Z!?:.:8
1I@UYOKI* ML]@X?3FBZ2.0M&^+ H"<&4C5&LX.+;>E:8REW,U]YB47A*$J)AQWI6E]=&^#GB.8L@ MP9Z-^PBBY%I4L]1;[.PC8B:%A4B.UZ;[5. QEL*79?
YP#JU4\:X[ATAYV33)RP%44$X="93EXV9[8&.%&6&4>6*K_\|,Z-_ M.W7IP?KA;RE%NB'5*??V)DES7@/VS?%P4OS#Z$7_F28L'?"#%X^Y[+*BS'P9 M ;2@37<'(&Q=MU@)M7<
G5O+NBF?MF#M$D!7Y=U@@N!W1.B\/G*]0AUL&I6B1H.HGG:G@;QUI8C;(Z^*O9W+S491I:S'T-7N M"%3\O6-?(!1=6P6;-33HI=''=X^
A7)K6!E[1[^[YB#P<:C$BX,EP/%!%DM13CNE(2SDHE(^E(5\&FC-;2'O!:U-855O MG;>GK.KBCXQ$1Q"Z8*OZ - 3. O_TH"+$.&EOB!:-IJSJ5W M)?Z+RT4!-/5VHVKHPW;;:.B-
QK#;8EJ0U7H$&8BY^")>FR+$4;NZB-_VL]?T!]OJ"V0;'_DHH!/_X3>^E M\?Z@($VC0*GW=/?XX\NW_HWV?/?T>__F[KFL]>]OEDNQ+.N^>;A_?OC6O[U^ MN;O5GE_@C^]W]R_/VL-
77/_#]SOI=_#)M#5XK(632\H:^SED<-Q%-=V:H?MZ ME M!YUFL$NG\A'5:^M1C5^%?/ANF-[7TCRO3IK?1ESZ+XT7H450"\VXUTH/_M6NB';O>RTZRCBA#>O7BQT!Z7L/K?
%G_>JEW6NJW47U4NJZD_7_:H:N6R5:WG M>M3RGS?KM1-?5&/EH]:$:7+FI^_&C)[7UNE6=+H]&NVIVMQZ4W)9$;3I?S/= M];0[.)D,[98-V60 *@(,]I34\;/A=,)?S^%+?
%Y@J50^8JU2:Q2UXW5] Y<] MX_A(5C\TR8Z2:K49JIU\"]LG]L;L@!5V>W+2L;E\FS^=N%MU784C8>BKZTS0 MS<,G_F'ZXYO @^TQ]^ZGN!Z\]CP&_S,HZ3EG* ['PK?
E<+FIF76\X>XJ5;2 MIZ0OEK[6X:4/ZQ$:Y6YKY\G41RU]YRZ)RR#[8/+8 ,+&NKE9K6H[BK'D C MK]U\]W/;&#F:?7"/_3W"VV&)C-\<+(K7HLX4\8O6#;KUW.\=>P%NA](RX?1
M/QW'H&M_4;KW[%A&;AU;Q3X]]92.J:H)VO'#:(T=72",:MB?IUM8JJJ"D4PP M6F,*%@@C:O-4*ZR"51*;3O[#^99-7> *G^\6S8 M\Z@ 6W-D)RE\&](7Q.4Z0=WR%+T?/9>-
O7PZ'+U#3W;4YLC%S"1WW3I63FAP'LCH0@ MHJV(B*7AOHVU>ZJS^"G"9LVYO!5L.J5>=^N9UPHU$J)FS>&[%6JZX#5W)4'- MV;C,SXRJN\O:*[,9EL.0KVQ,3-OT?)?
J6)2WO.G9*XC[3TY:-$)G"!O)0CYK MM%GA_K(L7<25>[/';0WA&D:@BI1E,6+;6GA."T MLHO9<0<'FW5P;?PG\'RTRS3?T=Y-?VRX^GNB"
<@'LEB;!)9OLLG4I<02,FSLQ_SR4C2PYLUWN]0D)C MN_\'^];TPDX=#R,*<6&&2#\F\SU+:X7:;*6U0E7#)(X;,4M.XV(0TR[UMAG5 MHQ C(V*6N-_%(*:3-I?MJ.>-9#A]#\K[)SAMW6
(YRWVE!J.=?>5J23P+6I0 M$^2\X=1, WH7S$Q9;H>4H[+7,LE, &E52KVZ2MP^18"LK>'+!A <A7RCAQY:\[](I#70.35NP6W?Y>D-/_86EJ%(T8T MQF\;SLRI+B)P'ZBPD%QWH?
+.]AB>:.-G*="3!W9@@J']>D39@_M=@SPNO%V>,(JN*M[X,S'Z9)>>5ZKW$*:E]$K>N MOVY>-'0>QN.Z5"PD:O*:A&-^>05=NPW.JLI+KZ^L\-JX14(N!Z-S5Y2X)S?$P[M '(\1#,ZOA
O^.=>D!-W/WU7!XJ:MNY^]'TV\4"D*6N0\UP8@LU7T)AIX() MA8WMI]VI5-:30O!:)UH>!./52;G:+:IYMD+P:2!XK8LO#X*I\UCG.'3PR<<8
M'EWGS>0MQ!QW>VOH>+V!P@T>$")A]8LF/6FR4"_UZAW5B_D409+)IL@$DD:I MUVBIV6FG")),QW8FD#1!DS2V[N8I5S1!WF/SGA5Q?7W.!NNZ7IRN T#?I&BP
MTT(/J;*]+"@/Z:0 MZY/Y^: PS$LY79=N>0*<#G.]BT UZ'>W=O[#2?G02_K MZEV+GF#:!K/]JXONP?I\QZ:#ION^:PX"7Q]8#)M^ RLOA6^!@/L7CP-VVF MBLP+!IYIF+K[<99-
OXNLQ;YQ)E.7C;'+[IN(?P&+'D9@=5\G^//B+ M_+U\DA16& E/;!H, M+'.HA3/0RQK X+(PHV^]?$G7_67'6W^=)3*&AL(X+9YEZ9NC0=4:FNK#;
MNL#GMKKS\>J6P7N;RKD3/>=.Y"A[9.XS M6+%[V2RJ,?,1F"*^3+M;1/DMXI!/G8[O6QL76RGD*^0OR_DMXM!/@ZANVS+ MHO.+'"TFM_'V!_V#&9H.2])?&6QW,@'6DP7G:4[@>
[YNXZ:VR9S/9CN?PM47 MI]OJ0'5S7DI")EQS'MP'DP%S'T8D,=Y#S()9Z4FX^YU2KUYM7!:5*)N=74=P ML7KNV&OM&'M=Q%[K>Z?8JU4J''M%S9+?+?9.OGS@UK0":@9_
MR$CG8L2ZR%ABE@3B._7S1SA78KQ43[U385]B7,]ZY OMUC'BV9-'[YW-=O2SB":YF M^%><9O4&_++]HN*@N2SKTXT';!8'%4*T$!9(BP@T>"1T!XE/!XQ&9?'K%/IV M% G-

@[XFCT<5=8&KT'="Z-LL%IH'?=C%O-J^W$%2M0S1T&/+^KS1O;%FF&^F MP6R#AXJ2=ZL;QJ8Y =,8LJ5\';_C422%CE3S;!RONB%D/F/T_3:$;.3#L*$% M?Z0Z,=A%_K*P/O(%-
I5BG!-\6=EZ2HZ28B7%2HJWCB%N M*L78G^5R^Q;:_4;Y V 4HT09IHKNOIDWO/DC+HQIR_F7,-'T(-CV\ M^P,;&]F.#T^G= >;NAR]NKJE37671O/Z8^8Q;63:NCTTX>?@R?
F,9BG'70[F M]YF@UY!AKPNQU=X_!BX2:A/? M$JRNQ%_1!YZ#[N?2KRQ;W[Y9@5.GD[1(_A>7BR)BZNU&U="'[;;1T!N-8;?#
MFMU.I3&HU]EP6*^T_Q>3D,67QFZXA2DXXQ<#E^E_7N@CV.&5;KWK'QYB- E(M0&-(]>XETGV>9$L),QIM0IC.'%W:*73AX@::QN'=T*] RIF+GX(EZ;(L11N[MJ!7_:SU_@#TOE$
$TH3-WE%V_O&;WDOC_4%!FD:!4N_I[O"EV_]&^WY[NGW M_LW=[>?A^)_U^/IFV!H^U<#[K]*O=O;TY@ETD<*F$QA68NE3CUV% M?_ELF-
[4TC^N3)N>1U_Z+,Y,H>511W6[EYUF'168"-2)%PO= M=@GK^VWQYZW:9:W;2OU5Y;*:^O-ECZI6+EO5>JY'+?]YLUX[\44U5CYJ3<0U M9V!U-T;W_%F2;G.G6[31GJK-
K3EP*O,0ZU:J6@,0ZY."-W&%W)U%G(U*XF5=2JU8*: M"9ZT3)V[6)VP9.UJ)$>M6BNHC6!>YNP@H2R,B<$NV')9/)9/JGQ!!;M$X^2_:I98#:6-9OQ%!;]IQH, M&A-NNWE='JP?
_C9OK1,W4L;AH/T>CL1),]6QH_YB5"G[>*Y]=/H^7,712>"M MP&A+-I1E':I4JS8*&ZJD<'A2.%P3F]A4VV&AY3$@;4\W:@>%PPS[MID?OOVU MP"+RN8C/>%?5H"D>71"UJ 'F
M"J\G@M?-9Y#N!:]_GG1!3P[P.LQI!=N8;MD'V">P@QYK9IK#/EN M5'-R$O#_&V>&UVJ:SPQ4Z9#QLBT;'I@._E>]?T/FY[6SO+!7)*O&I(.J< MC@;:W#3):[K7^*SP6E'-/
OBI=PIBDJ.E1SOV,[,+<=%C257;95O[M;+F2=6/+!I\^)P:?1@;$7X'I?V3H:Y.Q=%4, MR6-H$925#;P9,8?GKCLLN<[[0A+;"9'R&E:++I]N4=3B43>-B[ZMW>A3TX>?
M*>)NIU=]'7YH:.$$OIW2\S1E_<5ENA>X'P1/)?$%2/QP&$P"2\=I@[S*YR]H]+Z]\65%>F?V\2Z'ID9'M?B[?,DSZ\314EXY-F""B/@<#SS1,W5UI M):V@R.D2\
<69/U2V,'A.RV(\)17#!\.IWI?Y=?/$"6Q_A_[%5A\[)4HKB,H* MT;WV>TUE6,Z9IYVU*1_AI*,L TYK6/5=VWG]:8JFD#C]2N[NJ5EQ=6+M4[<6 MIY3TJ36RE
P@\\#Q9D6+BU+7*J#7PC'4T"J!4P*7%+CN?@0N9VHC3MPMMSL% MEQHHB3PX-)5$KJ_HJ4@IDIU2KU5NM)OG())G[?TLKXQ/=W^J:TK0P@L7PJUP MAL2#%E'6!<6_17_Y?
4HE2_)MO,UF,C:.'-G#E =9[:D:/?B9$\)GA(\^02O M=G#!P\$N2NZ4W!V[W.42N_J!XGSU6EICI1-T893$*8F;D;B&C%&%>KW4ZY2[
M[9W/7E*#E]2GSN]31SW8(W,BY=)QMYG">"E;/I9(G6CXMEE'^",;+Z#XH_BC M^'->_,EEWS9W-1^TWBAH/J@"CA)LQ1_%'\4?Q1_%GU/FCQ1SS>M-N>R6O=9A M'(3M:3-&1;?
P3SAB=.%.+T^>T3'*P69Z*IWOLN>!*?XH_BC^*/XH_BC^*/XH M_IP"?W(%8 L9QKWHQ118F*<0HR3ZS/ES^*GF];8\ JV2>M2GCNY3"K3J4T?W M*05:]:FC^]2>TB&-QHWMCS3#?
3(/9AH?FGJ6[S%")E.H^5?%'\4?QYS3X MDZ\D=DTFY6UX7"0:V^$YDN;K8].0RJ*WG[VX56%$R;#BC^*/XH_BC^+/*?,G MEXVRYFHBCXG2E<1$.?WTR+[G!=B)FOI0#_G()6_E
)9SNX1;TF!M#=H)WDA< M9MP&+A;LP[H<@S=9@S73K]*ZK34JQ37#4'>WDIY@BC\'%^LT)SM+H^M%F?Y= MMP*V4J2QFY0LU^L*,TJF%7\4?V3Q&JH+S?@HX2K 5 M?
Q1_).;/=N&:HO5N/=7JW;O>/?V$$>+0Q4#WF$&%KLSV=*2URAA1T63%'\6? M0\1*KHW_!)X_8;;OO3C71CA_'D?/]VTQ>)Z"H:2V;A):ZXG]%9B>Z;-GYKZ9
M0\:/FR@J=/&D'3J/4:RP.JE!PDQ1N6R; +#%7#@&\)@#O\)=5"G+J M!%+\4?Q1_%'\4?R1DC\%IM,BEPK_BC^*/XH_BC^R!7K6I)>NF8$_,S\
M7IY4>CT$L\YE1IKAUBYD@J_"B60QT3P@(:,^Q,B-X_G?F3]V4M'2 ;14M@EH M*KPHO:_XH_@C/W^*+'#:5-UV)5&WIY\HDPR03$S;<4W_0S/%F$R5+:-BQ8H_
MBC^*/XH_BC^*/XH_BC^*/XH_BC^*/T>?O7 @&M^:GN^:@P #&IXVU4U#I1^H M,*#BC^+/+J_%"BA-B9I5]>V[GT/F>0^C)^;KL##C3G=MH%]:R6,SM7>/NC>3 M#U!*X!5_%'\4?
Q1_%'\4?Q1_=ID7L$-[LRJ%O;G7Q($5I1B' LL7W<(6JII. M351OV9!-!LS5ZM6R5JO4:EN$/ 2A!HYK,/<""'"%_/$V@%2)-'Q\7'7_L\VJD/+/;BW#LVOL!U+%C7:U^D&:7AL5[M]$V%QA-
#8W4_:!PY[D3W_[MD_O2O[&!R83C^A7AO&E0;I5ZMW&DHN"JXSL*U M)B5NUQO+K;_5'].;CFK;&JU7/DA\<30V)+1BVE52KUNN=4Y"B]FS67 X0?(JT^I3\U_ZO3G_-TS7S-!&4W8
M_@?['7#;![AGQ]T>RR6[XHSBC.+,R5JS:Q)3'EUG9/K?',_+;9%BXDFY75># M2I5(GX!(*\XHSBC.*,XHSNS1.ED3:MO".*G)8)P(Q)Q^4ZT'?\Q<[#<^==F8 MV9[YQD2D0?MD ?
L6[G;R1*./T417A?^*/XH_BC^*/XH_BC^*/XH_BC^*/XH_ MBC^';ZQU^%0#]2GUJ9SI)X=?H/J4^I0"K?K4T7_J]!/];G1OK!EA.Q&\8K%T MEQG[S_H[1B/TG-)1%'\4?
Q1_CI4_^>K^UB0"1MVG$HUT\!Q)NUROEWJM9N7P M3:<41I0,*_XH_BC^*/XH_DC)GUPVRHTP#PF2D,2$^7T<__ZGA=@ZTMJ?#DD MSL
:@#4JYT_=22K^*/[LI*QMS7P/.AM0,S'C-G"Q-0,LRC%H(C.LEWZ3UL.K MU2SUJHM-O!1F),6,DFG%'\6??840NWE:AVVB?5N@?0OH5J> HP1;\4?Q1V+^ M;!<7*5KOMK>;(;*?
O,T32,P@!ET,=(\95"W);$]'6JO,#!6U5?Q1_#E$J"3+ M:"KJ>4YJZR:AM9[87X'IF3Y[9NZ;.63\M'EB0^?5IJ?0P9-VWG1*O<;6418% M-RF-E<5$DR76RB& UTV;LJ/R5N2#G#J!%'\4?
Q1_%'\4?V2WL->DK1S SFE7 MP,"6I3&G+*-A^0-,VP!.7%TT$ B'0M=CX ['P.WYE!GL.YW]G_MA)14L-T-(J8.:HPHO2^XH_BC\2\Z?(0J)-U6U=
M$G6KVNZH3QW=I_:W44ALX/HJ5O3X],_03-XVE0WC2WB>$<<0%<7'(H_BC^* M/XH_BC^*/XH_BC^*/XH_BC^*/V>49> &ND#^>8YF&%F[L&.&:\]:S7ED=84UT:.)WG@^![_FZ
MC71)BZPV2KUZ;>N$M;S,.8)0_?D +26,OPYEA*^Q8P&%O+N_ M/_Z-M#*T": M/#HN/O[:Y\$X?6"Q%^?>L?$%KF/!NE[[\"I H^&QV9:G8A"XWFCL;H?-.:; M=-
MNE7JUBE*>"ZRQ<:U+"M5WJ=E$]MA1<)89KWERZ>CW'O;TP,<6# M%H'6*?5:VU_5*WP=);[2].$"N%9U4=F)5=DM]=J= O)'%"A/!I2-0X.R4RGU MJ@6D'"M,2HS)7)!L'LCI[E33NE
IL_"LT;@G,.9S8CHU0&JEW&P<18Q(98NJ M3QW=ITZ_%^]\S43M-&$J>Y_ZNI:\4?Q1_'G-/B3R]M:4ZKTZ#HCT__F>%YN M(Q6KESP8U\PK3AZ,BV=?HX!0HL*%C+A8DX2S
MA;W4Y/:2+'VI3W]RY(_9B[VOYNZ;,QLSWQCVB<+6/?K-H&1(^YQH'I0*/XH M_BC^*/XH_BC^*/XH_AP7?_*E?BW,Y5F2^D5F\DW22NZ3=8Q.SCWS'T8O^L\T M?
Z:5.LI8]0:4#S=*KN7F3RZY7@A0%"S6;3G$6F45J4\=W:<4:-6GCNY3"K3J M4T?WJ=//W[S1O;%FF&^FP6S#0YO/TEUFJ&1.=;>J^*/XH_AS&OS)%]-;D\UY M&QX7B?Y(>(ZD^?E8O]
[MJF"%1X 1)<.*/XH_BC^*/XH_TMLH:Q(H\Y@H74E, ME--/E>Q[7H =3;WYB<$J15)=E2K^*/[LI 1CS=1*.AM0,S'C-G"QY0;-IZ>! M:K!>^DU:=4876PXM]F93F)$4,TJF%7\4?
_9DGC<6>EZOZ@BWB?:MEGKURN$3 MB!1PE& K_BC^R*)XL^9M;JQW:T>1N'D"F1G$H8N![C&#JDN9[>E(:Y6:H<*V MBC^*/X>(E5P;_PD\?\)LWWMQKH$6^$3=>M1-HV_?
Z%/3URWJ94]JZR:AM9[8 M7X'IF3Y[9NZ;.63\N'EB0^?5IJ?0R9-VX-1+O493DFX&"FZ[SC198JX< G@- M -[A;X44Y-0)I/BC^*/XH_BC^",E?PK,6SF$G=,$.T>6-G.RC/SE#S!M SAQ
M==% (!P*78^!.QP#M^=S9K QG.:+66+;SP(^1L%3D6O%'\4?Q1_%'\4?N6)= MZ9-!%[,B5DP&Y3-!KX=@UKG,2#/<6FGCO54&Q#'A)%/JS J0D%$?8N3&\?SO MS!\[J6AI@YG?
E>#F5N%%Z7W%'\4?6?3MFHC,INJV(XFZ+2A1AM[;ECMAA@PF MS65^X-K,T'P'^4XI3K 6W0^\;/[@-+2P_N>J6:=G KJ!P;5+8IR]K9*5%;=DHH?$F*+W54*/XH_DB1';29
M5AZ9/YEQ\3=SG32%7(\0)(E*5BE "Q"Z-3W?-08YE&],MC MQ'/>6Z[:ZO!8HM: M+C@L.G\Y' 0RLUXVP4V[M8L*[7/KP*)-U/D^]F6GV$DFXEW4JZBY/N^GZD.V>: 4Z- M+
[=;;27^2OR5^.]0_!M2BG^[U.N6V^W%\HLS%7_EAA9:)M',D:8AG%+QH$6H M=N"DVCYE^N@1J@XH=4#MHQZ05A7=<3>B1_:!1%/B3,I(5="KH2\&"'/VD=V
M9T)>K91ZM<5I4$K&E8PK&2_$TVP?*(Q2[AU*MXQAI"H6JU7+ MC,WHE#!B*A6U@&BQM-7D&B+_YU-G4BD?DQT]]6TB1S=XA,_,J[Z M9'3[
^BOV8X/3]==^+&MF8"M5U>WM*GN^I@8XH^9Q[21:>OVT(2? M8^<11@U]+Y?N4[RO@7(U=3QJUWOE,DOWS3?V^=TT_'$H4XEO"1A5XJ_H T!,
MX"__2@(L0X92<2":MCISZ3*)_^)R40!-O=VH&OJPW38:>J,Q['98L]NI- ;U M.AL.ZY7V_U;QFD=\:^S&^4*O[&+@,OW/"WT$6[S2K7?]PT,)2$(+<"665,.V M-O,46TJ7T6@3NG3FR-).
(0L795!'CDL=G:] @3 7/P5+TF59BC9V467_UWKV MM$%V4-F@5-R@M@<9^,=O>B^-]0?%:!H%2KVGN\:V'%6^1$T]D5JS\Z*V%!EC[UV%7XE\^&Z4TM_>/*M.FQ]*7/XB@1
M.A,5[7S>(6Z<_UHH@V[WLEUIHSX068_BQ4)57,(R?UO\>:M^66MU4W]5N:RF M_GS9HZKPA6[ZKY8]:OG/F_7Z22^JT6FN?-2:]-6<6:J[L:P[F?. TZS/:%?5
M9I9MP<&XG&G+,\G26VXX]8X[MPS..CF+U0U/L&(E6RZ,VBJI?..2>;W1OK$U=Y\U$!3KXT)PI0P,>G%:,6[R! ME\B\JRQ06A/!6"%1ZP"V4=K*::XL=7%
[:G]Q2)C>,U\S[:$S8=O4,!TX0)QM MJ]G#PVD[/%" -]O6"NQK\^@Z(]/_YGA>[A!M'31]N=+8.M-/GB)&)0.G*0,+
M*0J%R4"#DMWK6\]P4S*@9&"W,K#F#G\+&6BB##0Z6_8<_'^[<)SFT?2_=]PMR(?C(A\MV4VXZHRJ)>I MQ?A?]0FF!OQ-O]!TV\!;7)=^M]$<" G[1NS-
4'>]UZLDG6]#*E\G:'QM&[A]S\>+=WVX6.8PC%%S=&W?=U^-0<6@R\PW\-'X%]X M;TO\Q,, Z$>/SW\F\"+ S@GY!@JH:ZSIXP1J&X':['854$\/J$M,WN,$:H>L M[.VGAP&[]PPJ9)01--
'1D"6>=EUOZ&!VH(\>EPF]_%%A46AS8OE>FO EGI.EQ M7H7R6#=/*.6T_NJXMX+2UX+0:6+1*?5J6Y^VRBN1#R?KDRYSX:1;ZC6W;BFN M<"(?3M8G)N;!2;TB493CO'Q83![5@-
FP0EA\8'IC/$GQ7#78P%<>;.8#=4D# MO7_JINTAD9GW8-_-$/EA= LD3A.' CMH*?]$(M"L.5TS8"7SG.IZ3;8YU0I) M^SM_"T72J4X\YR=TU@EK!P#$)V3CKYHECFCLTR(Z5Y'?
2_EJ/%$;_ZJ9DZEN MNN0(DW-\7MYPKOZW:]QAI#M*SX/]#,+@/8QF

@X,Y^,UW'1ACJUM9!][,PTM=8&0_^F+E]>XC3;]@MXW_V[1E"?S/U M@6E1S6>:U+=+/77I?8+(66-G%("^6%C?IC'J*Y-F#]V#,VTWYBZ#R\H?,]319#R7X'PO)7^=Z)S
M/R9SBI0T<+Q-LRG)E9;RYG9Y-A<-G2JXZ_B%MQ#"-*% <6L*$O7.A!X,&3P*'6AV!?\5MU_E78 M-=A8IA^XR3Y[?/9.GFY[64SB<_Q^D79AM2NW51CFO&*W1V:^X60=911N:A0N
MABU#\CY%U$W3XZU2KUW I&%U_LN$E37VX:98::=V+U)8.6JLK#$6-\4*-G=+ MZ4&X=[4>0LB^X'ZZ+*I;AIA)S=NL3D4>^'6WWE=>>SV>!7$#LMFA0MU;1OD
M7O$DI33!Z()@;*5%5?!:0OCD/G$WA$^S4NK5MXGG*?1(B)[<9_"FZ*F6>BD= MK&7+A#Q-+W>J?R@7MZB\@R4VZ2.G<1KT:ZE5^_%S5^"D#BI2EA0N
M!9;]W8IL!!:\/*O(TK17U1>8V077EI$D(GARIC5N!IU7JM51\Z,3 DR.[<2OP MM $\BXG5RL'?(0Z>@"\&G[NS_3E\M)9XD<%V,+@IB_>KX^:HO6EV /N+95O* MPS]JJ*SKN;
<95+#UWC9J4D%%0JBL:[NW$51:%3F@0WVJZ5>515;G2!L<@?.<\$&!_>HQK8G")O<(?19> M^,[T"JE"#7BT<%NG+5]KG/![YB/U'P7QOWS\\'#,4F067T?TGY4G.YA<&(Y_
M(9Z=)E1MT-CE;KVHKA:9>7@$GM@9XW&-=[]#/'80CZUJ1^%1X3%SV&"'>,1V M?.5J=[%@0D(\%A1RD-X("7"4NFF+5GRS!LC54@LD R$R<2=WI7X6#^.\%G=> MAO-CX
['.E93.B,TH$$K^1^4@8F=):?H(YW7]=0N,CU>G&OL-.*R1T'@1TNW M_6O;N MIG%?UMRNE7K7KJ5EU!2(BHC DA.T 4WH:66W65FWEBB,J8-[(# M1&%+RG*C>6(5F4=PIHNH)
[_N\G"N2,&G^UG$E=?/38YBRSB[Y6&T0G(6A:-> MZC74_(83A,WZ,/3G8,T&AA8:3 MB8$-4:]*:B*-OW3A5ZXYQ#$/_&?<0#.40UZ80_Y%M)EWCW#RV @L_B-D29&
MV$XP9:B]\I".&C1Y?>Z5H,GI([7A/"]79"AJ4Y@ZI-==)*;HFK)2EW\FY(GY MW734\VZ_<&3/MII.=I96+G CZ= M2JDG2U,/<2L@UT,56>A$T-+7OQSDS6O#F1(+6TN?E M$C^'E\|
[.6W/PBK-?0V=62*:JJSR-"&3^PHZ,V1:I5Y5EGM$!9E#7C]GADP[M]=Q5[NZ>&@V=EQN[FS9]2?034?MA<<>RXIV5Q<*=3F"%PLJ%D0]763OIY@;8 M(I"ZJ>.O%8:DQ-
".NOUMB)UN);7[V5'[P]7:94WR,WEMC> VCO")%>'NI/G] MDG+9I;=3?/R\@C\)O.&91938$=@K)&/0M:!_:B/3UNUA$1T,!%EVTR0@ MBS]Q7HL[KRNFV6K'HQA1 [H-\=^?6'NY)8-
ZAZS35]<5\H%FHW,]#30YE7 '(Z[5]M;% M/ I3\F%JHW-]':96WLMWN[+=RY^9)Q^.Z< F".O]^/-RW8LLT'AB4T'JAU%2 M5JYMXT:?FKYN/4>)N3EU,BP>='*S7*ULDYFO_"P)0;7FD-
\IJ*JE7J-2;E0+ MN%M5H)()5&M.^9V""OL3-LJUC@13==<<].'_3BW]]?(EF/P6#YU7J&*T#CE M9HTSF3BX F?X)T4GSBL0L8,JTX?1U_">$I3",Q(VI/B-XZ6EI#?5RG_(SG1V2!ZR:!-
J/LYK#=P/ M%3$HH!@&3')![(?1#5&:Y")-%%K@M)7 M7HB$,,EXE&:&215;$]87YU,JF!PU3#(>H]EA@BT(N\I)W3//;TULF3$(>/M_ M/$$UW]& 1?(;M>Q+"RV,('SV"W)PPI1^
4E^^O8.,D+!IYIF/JY.;*[/7B_ MF[;CFOY'7]]>\)(HUJ3;>J[]S'TFXI>WL# MU7SI(,V74D4H7S)GM8/#INO=;6*?JL^-[* LT$K(\5%M.%U3%$CI!3>3@)O
M:PR*W:F^6H547Z.H5NZGT%()%G\8Q-R-1FS(N\LX+OS"UMC/X5@'^U$#NY%I M_.^>!F#"F;[;A I.3-9V8G!P=CR,[@03GH '#S8*(OX_CLQ^ VFR?2]N9TZC M-
VUC]@>)3Z9)8#5MH&!NVUZ*@Z @[_'$P%F@X;$G2-;2(L.;53$K7$J+RYTT M?MP30NNE7@$I"')9*^G1$IDC)'U[B-GQ3/L$V*"__4J)!\"_,OU78S$;R\DY M3O1+K,J?_UGB"^>5J+
3$V8KN7N$?3A&R.-;P6'XMQ4@;9,2SJ4^35"Q)=\V MERCJ/OKHC)3#@ZZ96J.I,B&.'GEKXB2'1QY>]U46X\A'W=9/9@ODIAA30]-]
M;3=O&.QUGI'TP74V_6BJ&S1V*89I488%7;6NI4E?I\B&IMDM;(@U*6 "V MO6V@H"0?E*J-/4.)!JAMW<)7KMR,,SGK&7QDR2F?\8:+$^*J#JPRG #G48?[MWRY**!O1?SD@?4Y&-
>U9,]4KZ57.6UWI%L#0 [G/2J*51!^Y!U2O%N(!*8E6 M$JTD6@Y/M%XKQ!.50J3)^?C-Q\;:*=AOO7^ ?\)%SW1W5?3IE=W080+1D*U ML@X*-83"RYAI^G#H3.#='QCDX^W
=1=^;%/=]*NK6]I4=RD!RQ\SCX5IWO!S MS]=]1@5:EQ%KYO+2#?U=J-JZ,-VVVCHC<:PVV'-;J?2 M&-3K;#BL5]K_6\7^).);8S?M)N'^^>';_W;ZY>[6^UK__[Z_J9__4U[M?H$??+^[?
WE>W%Y&:<2^!"N)4JVA?N,GQ@6:0E?53D@G$^!E^U<7^),#T:D: M<98?K/?!!!XT7$R@F#W>'|Q7W3;_)BFYB1IGP#^^Z)[I/8P>73@0;)__*/#@
MM9YWR[RA:T[Q1W#X7P]I3!10Y1&^/#29]P+O^V)1&Y7PT*]SL\.T V9<^^)G MN!IXE#Y%J7$#=A#*S;&T@MJTU/MR_=Q_UAZ^:H]/=\^_J^N7_L-]A*T9"H>H M@1^*+?
+*YFCKL,T5@G:@,PQ[QPV 7=HS<]_,(<[]ZMO#R[*F:[=P=+^C@0#: MFN@L-&/H$%Z6B@79GK,FK3 INQ&.;H,^M#TSTM?&D9[0S0
MJ624E+5W5M8"6(#C:D[@_EK63,SU9L(>T2R@%QB884F:2_U*F?UFNHZ-I@F: M*6(3F(6%7_D!!B\LX1FM%W@PO'I"W4QY/9O+WA@ \5)["-QP]AD0%$Y>?)S& MP'@-^!
<=,/T\)@:I\(]X](+80IHRETH/Q"@UV(#F3$6](WX6K-;7L;;4(O?8 M*[YT9:)3__[K0F5$,!DP]V'TP%]EOS[SY\P60@ XAE@,\0Y&,.PSLL8KL6 V M2CU8(V,+]CALD5F&AE;WE(+-
,5N!G/_$'VO5LOA+C0C$_UZ_#']+? 1ZN&SX M,:0^/?BI=]WSF380NB0D%OQRZL)^78 Z 4!T3$C30)P0YP>%W M0 1S[5E.7T;+V>&;/2> /W3^>L*%:5RD+H?
#//RHQ_2!H[M&".MYC,*3;@!A MAA[NHA[N8@[K:"03N#;>B3YT'<];7,7,(E[(%>#\!T).^4$@R IZ@=P>3> 7 M-O .[XGJ1D//
I^=+JH@Y6&*"6S$1[]$L\P)K2:A.E#U^"XH.H!?.>8GIQ<. M27 \W;K4,EHU!W3"9O1FFH,EZ,&(+3H_5$G5+5'5D49^'P.M/C3GW4;6DJ+Z M#S5!N>_FE'2 M\MFN0PGHW_7'X+@$?
6-;4@@^^,AM A0^&W[-I0@!F(0,+ MO*9S4-<^_;A\!O!>7S_^>JG]$6V"VDF;]AN(2+A1P(3/)U3!WSEPWAFX[H2" ML?X&W]62_;UB>H6=OC2RZ+F_17 9D'#^V.'I"NQ(0=_,_]Z?
ZS[X;LFC/GT M$#!HX,&FCM@;1$M'5L&WE[P+3RY4C A4X3DGWZ/3#TU7&^GP'SQ4@.!C!I:! MCY(-$FF@H!H,7@P.'8K3I=8?)3\.'\-5IGV47AYXY,;K%FH8\K?#@XY.,GT*
MXJ@/QY?:M64!+&B'@H8B)! C#9%#DL8/ (_S85^!>[13EU-G&H!)XZ$(#1EH,-@-0!X^@S>BFC[AE(@W#OK&TCW/A+-0:"4; MCU?*X$F@",1Z$S?GB8L92(FFE"$L9#N\"W4GFLU
6>7 =A/+ J%3Q\$UMR; M>"@'?@G$L_#?92R> WE%PT3SQA3HF<0<#FR+3@RK1"9LQQ\;JMIDC]0R>,N!DJ-M^)H^HF>(1-27VB)Y_?/]^_?1O](F>^_^\[W_M MWUS?OVC7-
SKSTOF) K[LFMB?NH M:ADH8CJ600VF:3XZU";ZGZ"6D-E.X '/DMO5X^WR\V7P[R]?PX -=3R$P]/$M+G[A<@6YS.AW7#FWR[0QT ^^_ K^&=HU0+^AZ>&C:8(W
M"""ZIK_IL6CE*#NS/Z'N__"_^"6%X/OTP;QB[W)*PON(?;#&Q!31]==5QU>'(F M#+L1#Q: 2X.*"EY!?&'^C%\!]$(/7C0=*FL6K&IDXMD*U+>,/!X#R&.%#!D ;9@5WH,+&)NP/
OW=/U%/#[)FDE?8V]YRPDAX(M$GY =/(""]8\T<%*-D$GN$DT L9)8F8VGV+S)$^K7&>.N >=KZS T_\CY>QO MIYQT[92S_P@.J)LP\Y#^@YW5- 3>.G80S5,%C;W(^>3,->
3C8R+;76$*U(1)0W&* M?<"Y FIF_CVZ%S].#+L.WSWC<(DO@&O$2,EYVG#,AG]ZH5EXB M(A.Z=>%+!A_TDH%NPT-XI /'DR;'12#H,0<7#-
M&\.V+]#)!V*ZKO,.)$#,S/MC8/8AH6[9D&$<6*M7RUJM4FN0),)?ZN(U8(.X M*W@#C_BEP'S.+T"'AW#KJ;D?V'"LMMAB(71>:?FY5K0F'VW]BC"9O;&88!:N MB+*LI^$=1CD;FLG,
(.S;HCY=S^G9,3P MLVG9"=6H+)Y0C'A \$;Z,[$SK M(S2SP=D0(:IXNWRT']^O"_OEAYY'9G94,[!860#?-A(:#\QH!K]$Q%+4'7;S MQL-IB761BIY:.EZ#(::7/9V?K>39_
66&YZNHYE]FGX@S,EGU/.1LL*C9D Z M'0-<'FWMZVW_AINZS."W!_"U%T="QN6$9SUW[)E6KO0M?RHQ"\/33%824W*WE!A!#JA"[GUUT, (<<$O?4,^$83# M-Y3I@BKVEZ-
CF_PCNJK"$"^/\'K!%&V7Z-L)/G(B@9$)_S!)/#1XGO-.^GZU M89@>D9U-P<SR4!KUU9GH!W=*ET:5L\4"I=SJ44G4JGDN@D2:(3,U4^W80F
MX*]I\K8\DE]+C>37E_N39%O*9X"A(XCYY/XHL.*#.8J@XM&+(>H1. V.ZR4" MCPDC@HYZ@#T>\QB.2AXK:*/ KQ(G!!P\/IP/MD$1R#&8:@Y>K5LXCMDV\'(/
MR.=,N/%O).)]=*&7##^OO=++Y4L\Q4MEW\2Y-CS6[3IH7XN.(#SEAMX97F3CK45*>LY, M2@Y!GHHM>-;5"E..!W*3NT![%V/W+C:@IY2) ;CC*'0N_V?2L!?9?!AH9KH;
MYL#$,94P^/ZJH\T.7S5=@^H=3!:ZZG@E,$"SU?, 7@NE0,'?7)>NAWA& MAK -$ZLM4WQ%. BQ/9>N.\@C"BU#KB$HN2YB)H7!1(C:H">#6.9?Q,#: FR M)SLM-
W&W4J<[U964K<2S5]],($/BR8EHF4W;X>N^B/3Y !.EXUVDJ'Z>*L*9 M3J*\WCP*HS.#QP #'[@_OQ\",@$W (L#(4MY;"@R7?9=;; M%6L/?1Z^Y/@Z"H6*:")N?H0?-74<*SK(T;=!X;;
#5^YE *O5:Y#Z.!($=K1 M-P<7_!"W $\<3&1AHQ+M8SGTF'S T<.;I;0+A0\Y95Y(AV0&IU_A/''=3(U MH,3$SR,*P.2 N#Q=P,K%>O0D:)1,[0*Z1Z.?)HQZ["O_R6?#^RK1I_?2E
MSX)ZPI5$BW>^IS@:P/S7PJ_J=B\[S3]Z5J)KAWBQ\+HN@1Z_+?Z\5;NL=5NI MOZI<5E-_ONQ1U^J,;*1ZUIO[*R:B3[6? MRMOUHDP! [R%6=I [$22=,;88P>VIHM(-
Q#QEW+&ZE,C4?S%@ +GU' M@XRDV;2E@;P="S)NO,!+WZ35>"M,H]"%CLW%E,O@1KW4ZQ3XDHP3HC MP5K7"V1SR6J4>LUSF?
VE)$M)5MXFG9M+5K/4JR\.VI50LHYWBEE&/%P;89 1 M0V*OO&*,_9PRVV.GTE-[%Z*Q9J@PYI1@0DJ*9*3)0PL\JK8DS6G/N,_Q#H"R M;H1Y3J"TP239VMA70)$0*.O&E.<$2J?
4:Q0U%NY(VET?\! -KS#>7=/WF7WA MC$:G,A K(PFVFXBUB5WY!S8_>!B-4N'?!0-SL=N[FF1UW+@IQ--?A9LF-N/> M9L"KPHV,N%ESMA: &VSYO%B0LW?-O.5UXM*MX LFM
M1@HL)-PX&M:LE7KMHJ8<'4>[^!4NH9)=);O'<_O:+.3V5Z]6*L2#?J189W_+,AMA2Q5Q> M1]1L'F.7@7BO6M02)]ZU%F];[N*-]7U%WN-2Y>0"EPKSOE8^UG.V#EGC@RR@
MN1_W![IW;-'Z,TT5X@UDRBSLL*5(&O7V123BHY3L*[+KR^:L:Y=ZU=:B_[BL M&\PA64FU4(L#0">QSO$BG5-&H>9-((Z?^4OD=O$$>F;6J!^VP4OC-G8C:BSF MSA3>C6B#I757-
TJ: ^)!58IH>,%;U<=M!Z 9?_WG!?K+)%#MBX0?#2BG1&!H_,PIKRWB#FA%5?U(>#[PQH@?5$6^9DB:PH2 U'$? :!(^7E_+EZF[4-@9;O)CP89_ZF5!; M&.Q&&I=+?
M!Z[[$KN%X2\"C\7=&?F+38_W M6>=M%*V/A$[A+?;GVK)3,9I@$*P-GYA\'%(SY&1B*$'4=!L^^T&;G6V,E5F1 M9>CH)GE#\CXOK;2Q]!2+*[%[&#(EG.4@.N!^\.ZMH@$G4#ILK1-
W(,(NG%S4 MX->OV'(NK*S6@05#,^Q6F^P0Q"M?D\WW@9*V0"GV(RIC'U:LQJ /8O>C5R_9 MH2?9G2^,X'TXJ?Z,:?^"_MNI$L;#Q%I:M/31^;":!R!W.06CK@, B;7P3RM@FZZ?*/
MB]15TM FMYJQ$2?V7XA62W,L?%)26'D>317@;2 8;W<9]V!S/#_LNQU,1$-J M@U%?:S$W@3H_3!SLYTR]+&:&H=!7[0_1[1<%#ILZ4,M5;$Q&BZ&JZ7A8R>RX MJKC[-YZ/-
I@73/+S@A#R9O)S-M$9 DY>K/C&SM<>[PV>CI^PAW-H$$4Z--FY M.3G:@KK2D;X4LPM$QP+!)+;L37@ B7DG2U89>&$O!U"-.N[Q OE5I#*3%&6*0,*6M5%9?FRDE&\?6@Z

ML[#9N"(O].^[)665UO MGJ-TO;FF7\#)IU)^"4P+5[IX-F2HPRYJ^]'52'IS-XK%'_;B)%U1-#J9-<4/ MDO!OYH@M#M\S A>S:F(= L+8G!=L[6*UTFIT=[.6>JE7KRPLAGJ&S!FE&Y6E
M'UM"U.]L; XMMIET;+;98Y6.9F4WB&QL(!W-[&=ZKK4T,8R_.^DXMM/D6S@[MA2VX5@<_10[5C#:#H-1V \[(6)H)2W\U:VJ5>6YTB(1P>>(AM*R$YL\.DL1M<
M=L"\R2TCS=VLI0N'R:+ GNUA\C5P;8IEB;E;/RFN)<^!(J^LI%4S;H_/=F43 M66GO9BW54J^:T_"*,I@6NAROBNKMHQ%Q>E0O,J92!M%A&U(^TY7&05,DK^']Y>Q0
MB;F9>FK*08XI!U4UY4""I:@I!VK*0>J4@WKJE(/&0?O>YQOC1U>]O:5S3GDW M:,I3\5AX//%,%8OY_,I/G^"@OK^3@V7Q:*#YH'B3.-7INMW"B4GB5%DUA779
MM6/*"+ROB>M/&L@4M?,N:Q[CDT0Y&#H[S]2C)U[1Y>HPS_%/5]4S^0XW2(=# MYG-M,W&NC\+///^.LW!9UD$[93Y(NW:<60YH7>%/^4LK9P-G'_AB?
MJ0U%/*R@.>\DD8\3IFE^CB[7MRU !>)7/6(FDPF^F5JVF^&X,-X!=X MV9^F/OL+;V$TJR-?QNN:]B/A2TBK)40E)>6U70>W;\5HT&1+^[F.]E&90CG?
MXM<40^59/)SZRS/^LZR]GC_;>$TKACS+;R;"R1LMO[;=L1&FYR\],5K'>#9\ MQ;'JOX=C8^)IGOUX:J;HC4:I0TC#Z,**(:(YJA,BC4#70,G;8+#RE#-,6*)!,+IK)$,J7F@BS^2"ZA28U$;
(=LI;PIPGH?J'S.7I MZ:GDI+!./#0G\0AM;,*&W.'X@^>+1__$L9>4^/TWO"8:7@E/G0:T29H1BG/) M+3QNYP;4@(2(X=:*D1\BU8+BYS 0C,@.7/R4<-'$><<7C^95)!/"8-8%7V"LJWPV'-
OF7X%X$U=% MZ%9X<';C;"T=DR(Q)70J3M&G$

3V .[1/$6#^ MQQ0Q2@5,E $N1H C1.E)[<]>E)1+>;A)7!%N!31H,B 6NU 32B>PR%_DES#F M,)I&1SYA A/B>$Z>_3HY>V#8C!QW9N8;3X1.RD1"$F@MH:7AT *C-]-70$K1 M
$'S)#2M1I;S+GY)U C%-'[LFBH3V0*6SS/QNZIT ;Q46_ZP99BHS1*F5VRC M>E'Y!5[Z+;/H-_'?L*XU45I-F2\O8]V^C>WUI0Y=6U*';BD0TEV\Q/8UGOF# M!-
2%)#;PTNN/ZSY@U4D/"Y4/K!4D\I1N5::@/'^$>I+JFOCI;P.+A^XC 6# M6$X;_NZ'366MSS[IWKA4D7ME6*SX,>,.QN6&O ;8G=)9+BIV*6,$-"K (?DL M^B6&$<-
C0M2OH@+6].D4^,GG_;[S0MA92V?!%)JS?5*- !J)&:KUA/);^AE M;'JQZJ8B%^#JZP=?#?\ZRF-HG9LQ+\I@F* MY*VE-2>1<"Z39!>+Z(*V6ED
MU+WI)A\&O&3O5/!EIQ,Y:8>*U^#JD^_!I? #/X%&/'!GGQ09F@DS@)D\6! 6 M3].CPG]%+&%TEL>@G\^T".UKCCS;,ST_(0'.:!Z.Y:58+-/D7G+K_>0[>3VH M-\.X!2$HHBH4U7-
XTX3).,E[)@H*+E7.'>DG>6>]05N3_B/ST8+94MK-QQ"@ M'4>CY#Y-_N!2;\'*+X:T]S(V#3FP4-4@P *']H) B.B*12HWNR^7F\HT3 MJJ]PP0G/BN<'T 4?7DKYFL5T*OJU>7\)
<,>9#7M@U %# (:WD(@?@DR@4!2O M'J:?B1.%CAU*/UADWJ5V,\:0;SC >N:9L1+GYC#5O,8?IVNSZ-/E%*Y@F'ID MZ='E9FQ3P!-?_Z;V34L/B0\:\K:((A#)18L,^#GX$S#AB6)]';<2?
B5.S."@#9<9,H3ZG(0D*+(OP=W/ MJ>68O#-*XN19>OYT4_(#NGGR Z11XH\A5_X?>]_>G+:RY?M55,Q,35*%?7@_ MLN]0Y3C./J[QMG-M9^\[?TW)J#$Z 8DCB3B<3W_76MTMM1Z
$"]U3-V0D! MJ1_K_?BMF_!6KL1UE)O)_PHQ6A9*P0YU]?-Z3G-((#V^M+MX^2A2\8>Q^1-) MB4^P9USJ\SI0_B6ELS_%0ZZW$-;01RHO\C,).RPL^LR#*TGVXB%I)\$+F(-0 MPC# -
"]LU>.13ZI1"*>*OU=?0$@T0A<(]@Q< F)^3YU8EP5":T5S7P?(B*^ M9YM@POLX%1<5HLZ'["O&",3MOG'=/!&909? #2P.?\!39"ER<#T.=.-.#$P8
MSCW$5Z(L&FQ+A.K,5X]1U/$W7>J\0:ES0YB+-2+>O(1%,1/,HW'O:<@L-LBZ!DACTBKK0J M+%#"570Q:DHU&=&/]47NZR*_(:(IXSAC+XR"^B;F:!WU?O3Q[Y&/% EG(]PI
MA@?)"D$N08\/0^Z^RS\C&-219T[9;UQ1@@#4E[,_[?3")C;[R= ULA&B\P<3 M%36*6N+N_QO&$@C?E <(M6M+M!00F)RL MYX,WR.0M>(FA0ED5^(A%'LU)M-
27>.05@S3#H3=G66XT'D,Z:E/ZR!=!'2NJ MFE>IPDG.1.HQ!(M5:I)X,$?IK$[2?=A)QQ^40OO3HFDOHNF!;H,R4&CX_D2C M"^./$W?(8<4E?K96W?NZ@J?Y"SHM= =2"0C)R M!78-
GR=7;T$K[<)P1W8G" M(*DK*;F>_HO)(7)XZGKV(' C9U)TSUPWTS/$A(ZVCFO32&-+2!:".']2^\'B52\8F\ SA^V+;"/#(C^*2$N.FP2AE3YT0"$EF^*:QM
M79MX"'5ZW$I1'Q9+KA[(,L$DO8>D.5E0_EY:'%4">C:G'/A9-3C"B0VK[!>, ME*2S\J)@7*P#_B:Z7X)D9F@L3B9,RPCW/;S%(",]&@_GYR[145KS9%7+RNJ< M7NT$\Z!JFW18NY.[4N>
(M0[*NA-U*-*@9DED]@FE#44^E*I/LKNCXX,.^+_A M0Y3>9&8ISQ$58\E'1<@)41E!',"'9XZ0(UU1%A%U2ZOQI E[Q;))M1P@5@.C MO"UAZ;-?0_.GP%YP3-B%J-WT%PZ\,
&P*/U_&K\83@3 H6N20(GG";A+T T M3&EIH(,F4785JX1,$+>OI\(HH# MM7,]47BTM'E=H1IEY[+O/6IE#RLB/2:;VND"MNYK3U,L04M)LDT ,ZT! >$5
M+RKV!X[;4#146%L2H;RO*/0JN0MX';&-"GM%/$+,#?0N>":.RD_C4; $]Z?L M^IT[86$$L(;K7+S,1S@GB#^'LU?B96LY_OW M2!:?\9IA8V;:5BB>R7>_) B9R)67/Z
SQ38@JK"39P/-3T' M;XPY2M%.+/2385'%EAX-'S,HATRR*6F!1M9RJ/#32PO).!>Y1K6?RUX62X\L M-Q"K45^ 3(456N^VI-0ZLN$R)C7T,D9)G&;E\E=2+==2M5PKJN4;JA;YP>E5
M:B_O!@M5:;DEJ@QNBOIG]P4.E!>N\@:RG$8!E\%D%PE9D)1\5+"+15;H@=,D M.(IV8M1G!<#97*L$0"9"$AC)[F+X$=P#.N:9WA7[^H9;E2L#Z* M?#<6K5#G2&A /K(A2I>%
<84>+F*/34$TX3M%P2SOVJ'7FCPV(+L9@[- M443!B7%G^%=H+Z9/I]C,8)4>F.%KO2E94P(#Q/VRZ;6:#9]\="ZQLV^,C>R MW8<3T+/2@+
<\3+J]RO+X*8A3G,!M(QC4@GG<4@0BIX]H\(@?62],B'!3!$82 MZDY(Y?6Q#.4Q$4*X+:1WX KO8>1TV$:ZX*RP]3X9E^'K8A F:Y/8] MW'GL,3P8!"Z31%W Z E-
[U(+!7[:ODKTRB1&8B@B5 F6DC@(\'"<,,^#3:0> M1H-4+T2V7H6-&MP&I89H/@N,^T>*:/$9F%,FIU:,8 D_:YET47Y*LRM-,? K M[-TSPR=RQ)@96@7BS.2RP@@4F.VBF9""22'-
Q0:-2O.;;R/EWF)@,'9"?%J5 MP#Y4.L+Y-#=TVY7JT ; 6NG9* M%F5?$B]9HE'+[9,L6W7:*"/QR8,G#AH:*OXHV6H4JANR62!4+-FHF*<*:R^4 M9]H.:."?+!%5IOZ.:A27CG!DN&&
<&4/&?GUOA'&25'191-"I:R2*,8>VJ0B4 MQ^:P)HRMY-XIQY:]X4OC03&[DF9,]JHF$IY GL'4?O4BOXA-;=\/T9?R^F_2 MK/53$'D)[RUMK5[#T5.7''IBP@_,R")&A3?>7'BO&^3<^+.N'
L#$N)OZA_I M'>MG5?0:RT?HB1OCYC6_,[$#@H(-,2YH/*V@U\A[)H_3\,<(F.?)/8_>XHG;?(IUA+< #[W7<=A$]G//LUL8J>J"^[]2TAM M>I#B2,JJ4*FPHD5(?25RAU)FBDH-
U!2RL#:FKCXFHG4 M6G)!H0(\O:$A^(K!R&!L>Q;'[N-6$1 5C3.?"CAT"7R62WR$E,^!@$5]$D^O MI9)U":-20=H5F$5<5! RDX O"G.1$@WIS?5^\) 2IC7EVGUWRK9?NU"LA*WL
MD,H4K5[P(M)T;US"#H.,[X@ H)17H_E$H.VLLAOH0DP+#1>040BJS"E&AK:B MC*<$J2>4*P&E+]X9H*21((Z\P$%!UA*5=_*$^/&'#Y#[D'<%:R',*'4M%$"-
M12XIBNTZHJ@CO@1?$"XD5C%$\-=TP0_[#D2(0UA.KEHA'IEU9ET$AIE__(.?" 5S"^F2K M3YH;/NHF&&=4Q=Q/,1@"> &3&,P=P1/_7[Y='G-4R_>-[R= M6UC?
+Y06)@H02H>-4+N+O7NT]PQO"@2?Y3,G.HQV91"\P8$N+G#?*<\J6IS! M5Q?.O9#KDY9-''3PVO5XS@\?9-"2#5IS4932/02E=,+ID'F7U3G$LKI9!+R$ MHF6-M:1L?^4\#)PLL2N-
=TM'X[TU0SX[I5MQ'[B2.9DL612+\JAP-HO&/2%+ MT2<$-JG (7,%86/%/_P$5%@XAX$WG\ "P*&\D.7G5<.S_1\7(VSOB@VAN#1. MS9A78<=XR6:V(B^WF7*EY&517*PV.!/&W,KR_M
G%C4)X L+U'?A^U"@0#4U M,?+HCD;X=IEB#=>6J/-5"@9YKM;S%D1PL92SC*;1"),)06/1YI*X=3%$5($# MAY$)'B;%?H9DG"=$?>3J?F7A60["L7AW)/P;\E7A24$?->^B%_(KR9VY:_;
MEB^P_\T%=VM$(,"PIU-@0BH(HN=/9<5!9I31CO+8&"BE-U'1C0 M'@D[_=+X M/J/>GNBDQ$^C2Y@[BJA0Q$ET>M+AX7E\+.B(R@0\IDJ:*&R95Z80U-YH1(8N
M#PI1B[JD&2*!2^.+^^:4;A^T?-'.:U/?SAL*7J(5SWXEWS1Z VKJB 1+[A@E MY>8R_T?!8YS!%U&?B:EM=**A$'E9Q$I0L#>:)0G:Q*R2PT2!#R]NX2O@X7VL
M&^&4@B6V<2+BR!.R&$TB1,KA;]F")S&D8-FCH^BDP#?-6KWL7MN)YE.2APFI MA;4S)2<8RJ)@F#B)_YF6XS WMJ+!8/0H$"=HON>ETG=FV9)GH+2U)+Z>[T*BNU*;O*=22KG2,
M4\6RJ;VQ\$^(? NR"4V1@..[PU-])=T>@'$2A-EVF=RKQA+4R_/PHNF,^K_4 M38L1<_84K;;X/RSO]E([U&'+_"1YD2[J6P^LQRA32MD.'NJUIF!;^H%'96\2
MM'H$OBKOZ%IVX&L[2G7M7:SVKJ5K[TJP%%U[IVOO,NOH.IEU=-WEM7>B,J_D M'4#99QN?0'$76;;E-AD$IJ0_?_F'L%A-/C>5BF@(F9 7QT=]-
(E>>%9B!$\5'P@7'Z.JV%+W]$"U]%#K3KW_##7^8(^*8ZM-KZCG D'-V0M MB(Q8##&\|+9$[&I (4.QYMBMR#50T4\@%L++)L+A,?&&);5R*/YUZB<1R!C@ M_+@A7HA,K-(7/F B_?
(.(OLWZ*M_-&P&(9-|*^RBF^^:O6JYY2>SI1MT(2_MA[THME.R<)'L)^S<00X%DG-$8A>;%AAW -2R05E&*"I+EE<11B92JMU95@E& M^P.'T?6H
B8*=1%A@)O,_Z)$,P*9!+9I;@/>)9\PB7EA=(LGY"6Y7@SJ -=# M0 6RX340Z=_8OD,8-P4+#-\CX-YD88NZ=EZNAEW"]I0B;J-8&5-56I:\QTLB M"824*S9%%C*QEXL+LT4A343>LM)!
[1[B,]U^AD=#_(@8+>++O," L-I$)6$F ME,-2LE-]5@K_4/8^BL5'.#G$H@*(<2&N4 SL3'8L*354E&%V?3\:Z3RD52L1 M&B2"Y%@J)=@I! 4Q UR+*C&,"M<28S)+@Q*%2B3XT^+G(E-
"OA*:5N>W)(M2X^-W>"]F7%XCWSF24%;:Q2A ?K?H".&KM8B3M2 M)RBE:C1C:A9;)V%-/NAX.A?2?3CQ!L3F?,BLC$ @_TY(HK*E#R0Y_KO2/KA. M--+\-]!N)&NX$LX>K+8%;I-
L]/\LV.]:X;XKQZ))D-\$V,'#2'[K&=;B\VSX M4G2G?BG0G58:NW([AKKK\ANZ8JJ7E)B1%9K 88J*R2R0]Y"3>XA;X#U] 9L M10$>]@IT_3EZ8G*:8"IS%>EI)8<5HKIQ_AOQM?*
S/'CI^N#X4+_5E-]OJ\@ M+]ZH!!]W)XTH;B,(6"%I!YN)09!2UYFR"#"2WLKI7-")*4.72$"J.1VF3F3&CY\.>!(V_>!C!,R;7'G\X1SS$%2&._?A,L9L M C8N_
(SU^O>4>6]%A\:RL832\]W=Y3&L!U>7T+JX 5;YY?I+X, MOKW2:ZXP4!"JAA$?Q '23J2@I!E.-/DP#%PL4:S[<5\R/HW'1HS/#0):W:D M_IPD&E;!! GAA$6;8((#4_!03_Q?N!F!(GQIL6?X
QD9=&RTO8B*5*VOCS* MAV =GI\N!'3FT[0,-45TV]4!@2+GNZ+&=FH;@@VS?]D$[P:?6J^ .?K,S_ MW,Q797=4&D%W%5NZ"#8?_*4)C;'\R8V+?R+"1_B! /A@(CH2,*[.EA 7:D?9
M6(4*U2Y"O03SZBJZXT7$4I=;]F(T\@P,5MR*KV*"R>E:TY< M+9IH<=HE>N.7Y49B,!%'P+@H1P.R">5)CK](2JO8)/ATL""B/H7V;WZ9:";Y M81.0>!.&)6.K$-X4&>*)4AC3 AO(9TI)#
(\P"[[A 0!:4&3Z3IZZM& >6E&8TGA-TU<02;G\1848?=G<2$].K9ZB?)%=3YP"M)\ M/(M@G>U/D;I,\HO@$%F$H@DAD@9!7&2+X&?M9.'!)I@0F*#!T^!8'^P(*I=#>,T MG-M$F MS,*
[[@_/*;_CZ#YV/2%"P))YDD,D,%(\|GB/1RV(W1&5/'$!3C.A) M*T(!FQ:"9-J$9;!"PL59V9?^3I(L.>?S&)/MI:I7+Y=KU[EO;:I3I3UT&]+X M'5Q33*=^&MF_F'7Q+^:Y6?JTN:*W(V-
!G;TOJ+79@KI[7U"[,KAWU_>9I T2 M1=8+YHG5&\9U5:)(;EE_2DMTJW(9A=.ORN0G@(M3$7/Q!5>D,#BH7P2*MQ? RV-:Y6)B)5>6+N7)+^OF =@=UB=GG##OOML-)_<
MV:/L7I@8WD>_4QG44QTO<#:K5]/?TVJZL)IV-OJ(QG';I):LK6O)2K 474NF M:\DR:\FZF;5DZ]HH4Z&XR/1X\+Z(RN*'T9WKO)(D7A.4ZZ47T>]M ME]I+NB M;1G1WLL?EU.G.
(4PM6]C1B:+XBA&N?"XST@99-F P'T&]%/>L+)-@/SX:L%: MF%F:D_(UL!@K="M276W&!UFZ#H(X_=N<3 MQ.
(//7!NBD9U)8K#?)=:1EA/3Z5NW)^NQKH2XR,3JC)O[F$9@\"]Q:30+"RW MCV7H4K9AV>,@-^LI(Z0%$;*5D[MD[Y3!C7"C8:C&@O=9#_G
M)#F4N7HBWIXFXETE8R>\7UW$+43PA ^OH!2N(!L1-Q*A#GT]A[F>=/R/Y^X# MD6P5/991"CC[N])QWM3_R*.&&$":C1<^-;B!#N)#Z?3-'NMF\T9VN3P?DF(U M>=\I?DVINLBD
;4T>,.PL":)?9$$%0O/I_,("(HG]!5*$96^LEPGUB8O^M*Q M\%,"1,G%8N2,+6TT! M-;.(P[:E?L9K04T%-Q/_#K3 AJ8O<@H(HNOPDCY9?SZG?E>1;,EH#YW[+)M8 MM#EP<-
I)YM^JF>FCZOK+BJ7AJ!4(?:8WVY=S91CE-.,BZ(4A,:FU:&0^1/5W M&1[FB(D!UZZGZ6-_&D1)_<3J"]+)T^.CMZX\XF<.3HW]"*+U(ZPZ\H&<^"SE
M%_C7R5#_S(J<(;B1"DU"'H2KC"/E8Q3 @ MH=A*PO.6_1A MHOLH=E9(^+'.')6/B)[X$!+SO#X+&O&.2AZE-UFK0"XX^K MX,I&C,6RL/E.C@S@'09.?"JVZ8B8CTO&
AR2&N&)IBA&D CA\$.Z.)0/U?#F M1 B+6ZGAN*DE#9&AA8LWB#EPV5%!*'C1'">*5H04$2]$4[!K@-3_.0][W_+1 MP)I<4MGB0,L"R12M'5!-\I)SHH(]T:*WQ%/D?
3B<%:*]%QGYLT7!+/8=1DAA M,IS$&_#(DQ QPM@WI?V:]>:7A5(/E:Y^$JV[8;,D=IZ&/3P?I4:*-7JED<,H MU\IWH$*%AY55BA93'Y3 'D,2]>\-*_F027Y;J M"VO_9:&49"]!0>(/EP5AN-
$DVAL]6)2#>NU8HMJBEVP'?&2DPYN%>#+F98__WN%7J#1&50KR&:(Y6].QR3_8Z"VF7PDH0 MZ2ZP2=T%8V&+R)B9DP!G.V)G(+QD),OO%4R,,>P"V-#" !%/C(6[0/*18P*\
M.>)!C6)MIYZXFOCS9SXJ.PJ7I]Y%$SS7"1Z,E6U"1_"/XR-&X$BZJ32, BX!,H9:)2 MN!R"V\--R^+0%VRJAG=3?!:'"4C0 JZK9N9".FC_;'V6>[!87/>#JE IWOI0DUG;BQWJ]5-)+-$TK MT
"9D #QMR&L1<;T^:IL+^0."\^CTYC=.,)R#%LY(FNU<5S:7!$N0* @Q4;6 M29&=5M<@+VQ^%5>.Q6M-!(C$4CG?3!5UP&A*H4^QM1%))DL0!'7"\%4!(12 MZ%\"
[SA<+*BX=Z1L65XF!:E"RA!=]AGH-1D7$8'2A- D>6!IR,$U MHV<%<9QOUR& B=0M<=*15!(#ZZ%*Y5 &ZDK<#2IQ.[H2MP1+T96XNA(WLQ(W
MHP@6/NTO#;IR:ZI\M@AJ#_(L%"UPG58 -HL' V<"TT=%?4A:UD%B9ED(+*7V MK(E"0]ED&D30#.(+",U-^0%>S!IF(>6;JC0243@P:;W%W2[F1#@J$8@-JF"U M &*D@&,4"X_T%
("Q/78GF':Z(?B1I89X*\,0;YV (7XE2U28Q$&XCB%^W9(/ M66[#7-T#SW/%4,$5'5"LBPCH&1I8H:3@Q8Q":5<-A/$=@_N+6 M-CJ_(-A%=<%0@(N(,B1E.44ZKX^8%)RSKR &4 YA:!5A
:]%S]U2OFF7GD/$ MSHQ'WF./AUAN=@_(^I,)#@@2YDQR?V3H;@C,?,AG.9M1]!SL"W;PBR*[)M$ M3RF<^DTAN"F\XD+@I[)T'>P-P0P).A* MV&4<#9D\#X$=S"E!*#]@0,
[\6&])02V)^\//6E3EAB &5>';<7D2#0I Y$@Y M!%P\0<#H7HGGXIL("C2NJWV4$030)9=6%4XB7V<<&"+,88HD7T@1PLE$,BG! MN(O<<&W1GE7Y1SZTP"3#
U!0S&0)@:3GJD(1:9<66$*5Q>&#SB@1)X%4<3"5]&P"T_6!3^Q<(-H4^$[@FY M,C8?7OD^P26$_!I^G1>,3J>NQ<,I+Q2.5MJC0Z!:6/%B2+ANTKJ2HPPY^F5B M[Y+JWI0[*E+#
<$ODV?RU5)=T2J]+^!X,V,0I!#NYCR!20K3P !@#/X-PJE4O(P;C#C7P*$"(4' MFS2"-R:FCF7-HEMR B*G ;X7[OF%\(7YT#/FF'QN,'S.*W]#./A0[+RH(ZS" MH6=\ R:?
M\T;%6FF=P16*Z;?R%^2DZ4TJH1O1 "^'->8&G2X9#BU&<2M;MHB MC\PBS%_I>480#&JDK&.1@\1YC\|;4NC$9APQ,6JLI%Q?)GX,#YQ3=R1E 4!) M1/E-
F090!@N$:583:_K"N#>/JPH0, <10?$O#%5>(O'J#\<@ZR?"PO!\3!$G M.3?FB^ 'Z*%0WC6*?E=EG4^,@T6?)E&" #NE6$+(H5%5O"SE(:+DMV"\PJK# MX>RK]T0#+S$?3PG(@$5E\.
(N!(B3^+9(4KB4BN'@CPC@S*N>^ AW%3**,]V; M;(>5N05Q58C5G18@0G9*H<3/)-8,@BD(ARF):2XKJM&[R$8P59].G@9OR"5_ M#[L^^:@H,8>8?JJH\! Q-"7I3X;?PNP8IS^1-O"S
/NOGJZ-;JL&QC67I*[MYF5CSI(G11,Z0AE&LG0=F%U$F&@.RM+\$ IK/J/)A,JP401:+F2IXSSD&PU)QCAIFBB\M"=K-0V"F^%%,.F<;,N0/TX\B'SDA
MV#.K300R@.&/&4M%DTIXR7.1Y\3*#2!LCRKRN;5'!<@Q>_9K M7.]Y968[*&2=$.=GJ2,[4TQBW^\AD4L-?%_LO&TFNN(6&W)X7;4_X711X M3OP;%A6.74^&IX6VFIH$_<#I'$PI)T0
"!]) 0C[)^\| :O)#7@X6H&C]J60 ME\UJ*HP D/E7ROS N<$7.!0E LLK@5?L8*Y+I>5W$EH(Z,HG'._M2.Q-U!+.'=OWYVB(84FFDLBB:D8J>:#>!F0=+I!-B;S*)\!@\,/AL7_N7$5^ M'*K9R
##=EV!X!8^@OC2"OF2FPVB2P=K@,"+ND#8#@YCDEEYOGG]KPR!W*&" M9WN#^-,BU$&!NH^$IU9_M\:\EYR#QV3*\|BQK-0A=CT^0T4#9#Q6+&,J?BIEQ0O.$C6 8?
A$A5&))66RE M3!>6[^,,.>$3D"C^@KT9Y)^"10%;>T+]Q7OH."Q-&'GWHLRTB,)7B5Q%SFHX M,>=DV:+U WPBOA&90++1-79$TB\+G>!$53#^9SJ?RAL5H5-E%WS=X6K%RKB\
M@(5SK&#ZHN(,*)56H9DH'43>)8@UX<(2X8],A/I$JN5)59=76)5@J7H$BM= M8I598M7/++&JUU;8N]U2UEA="_$M-)IL28]R; 2]YI&:DY!SLC$Y#,'\!*$Z MCFPZ50))^"@-21 M([
'HX8=9>BAPRV0R8)C^Y$7:;%?86Z:"HFQYLH30&'TSY?&GW*3<769]%M% M[G#SCE,QN4;1O@H6L^523$V4&I"9'@[[9N UREP_UU;E(#/;<*U&]QRX%& MVO\$RX&/KE0K!-0
%]"6"WDIV:#(6IT\DME1QCD)C9'89@@-#9-A,4!0V)\ M<&C43<*AECP8+Z[=ITFZ-"D$B(,&+XEGX=2)!,++>4[UKUZ+O3$_/.T'*#/ 6OY@_D)PD7&I%(DAJ -^.? MA$0D,"XB3A+Y$S,
G@.?G<=-!9&%$^FDD4JU.6]"&F8;Y<:'T&-)X(7&_9_$ MKT()C?3&GX^^"[6,QX+D0DK#&80"0QEGQJLT,"KPD>8FA:/EXHOEWD+X3G^,
M[8X"9S5,EO\G,!M0NCL%MTP!TR%))+.V! "TWI7DG7DIGHTZ!1T$>L CFDU, M"%;ZLI!A7L'+Y#^*?R0&%F&+1" S474C YT^D]EYGX4"8R40?N0PX5F575K&
MMFT:'FW)'5U@&#G>EAO[)Y[7"W6(GQ"UJ?O*TI@Q\Y>B+I(3:\ABV,X8X&0D7F",/87.PJ&FE;B>LF..2V[00O25**"?I M)[@DT5!L4!"&J/XPY";0$!A+Z[G$1HM?[X,,2K;"U-
)\>$\F3O)5Q@!#^V@CW MFQ>5"$!;]*@0 R36)2XZS2=PSD+G4*>N^FT27^:+,$@-R:64S(1W>7!Y_&6T M*#&A$^T6USL],^2KL-U.P0A!4(0^SLUHI5'3>.VJ)P#GA
;A+$@9K3@[4VY M# $Z&PI,!:F]%)T$K_.D,%'4<@K@)\XLE CD5DU2ZQ%B(PUR0C;B+A4%^[B0 MP%0LJ5AL+E?,_[P:%"H9ZT2WSPEG73(>(;B)5""H5PBQHXOT2,T(2_4LZ<<
MF$M4KX26EA"LB#="&NUF'8@A%]YY(?]#8>UYIB#WJ[U2I]P$5LR:$^&NJER2PH.WL$; MQ"GCQTMMU(PED9/D#R05)'(J<<&J+DH=CCH 2;?6]1=9 PPE>A0G/;V
ZN',A]@0A+B7'=%0./MLD M*ZB&,]$,L$>+8\4SX3'1*1CQ8\BIHM?OYL4<_D @-\>Z$!L;T?_]=CQUKFSZ M"5$P3<_RC2O+G0&U;1&4WOLM+MW>$KY6S2]00'R^+S'7$^,HH%\X7
&ZI267 M48YQCWM!'#!$_^*E/U^OGCX;O'K!N'KZ3O]R4>M6P_V%(XV-#_N#.1!HU?[M^"FT.T_YGHYQ"\8'Y90_ENL4+_=]JZM;9J-S 6,9#%'9H!%>I2^NT@JO4MIP M(HFA&
(O"KV/.&(TV2_F-CZ"^\W@Q@WRR,-%S<,U+XD$)Y/DFT \L 7^.37\D^0VXT:(L),R1EK"& FE1^;5?W91*GU D^5C:+.D MORA(!%YP2<^^J(&MDSHGJBFH_Z;8-
UDH$^'7Q+$:B1M0K KCP]/\)> F4J-V MT2J?E;0!]1S5$I F$M[2BP(WEH:Y;^.G$=Y 9&/FD#4P%1E+TI,OP8N@8*' M6M9GA 03^L[XHRJOZW/XQ -I8 GGM!II'(%PY7-DJ1"%(?
E(X:AB4("'>.#I MJE5 /69AOR?Y4$O>#6H3+H>T%0G1R$M UQ2>UY&*G_STS7_?K7+'BYG>9!'Y MUN$\&RID$.H6^PYP(,]"Z--P>[.8:\]][*I(+X:_/Z'2E;Z># UA/Q9ON9_
M;YM(@8R'8.,Z;[Q"S%?1URW&#LC8@,@'SB>\ H=&@X@Y&FOC!6?@J%WSV9D7 M,J%U2E'B/TPPFQ6O[.GF.@P[H8;W3;Q##-UD6_W^GVC(N2
M^3Q(MS<\"!BFXJ6CJ$#GK;@OXK];ZI!UO:/&CD4A#/&43%Z#Y+8QS2\"WR&V M6KC%1+!(:1H/XWEBT&LXP0%QM4%*OV(Q
L]Y\XHR_XC.F%&G#QL&INF=L8MU/J]8"#P%5Y^CH*6WCR5A MO*)*N&3&C'M\$MD&HZC\N;5FDRJ:KD#^39+D[?!\G<1[D>E4+,*$9U-(&8YT M(2K*^!IDL<0_YI8]Y 7=.,BJE+*R-
((QF:F)X*=.2D:&:G]=)JU?5;:(02*> M1.N6,#RTV=4<.WG6_Z@F1_I1.(.,*YO%Q.&2D+JP>$0!)C#;D HE9+1=^54Z M?12#J\#*O"PCE?
(I?.UAR=^3:UM5PK*OB_BIW_(U6H^N&H1I#U_^DKU"Q#Q605 M4'EQ^*!;ZAK!NSKZ>:P31@_#P,TCBSJD]?&TN,>AY%&IGX < ;Y[-:_*D=:P
MHXR)D8HHPD+D19[B1$@G+%/T?/X20OWP46_R(8LLXDMEG$AT)S0G$BE9Y32!

MB(6>9\35O!!:>++*1.#,Q\;SP*=)9=!))>5;0H0&>G8#B$Z="A2FO0LPX]'S+TG+WM>B,YH1[G MT1]A0GWV233#N]NH7OBS:!6\CD;I1?98NDJX7DM7"==K&57"AS^"Q-W4+LD(
M_/S]Z?;^YNG)N+K^O]]OGVZ?;X%&D-;_O'EZ)IHPKNZ_&(_PM\?OU_?'V_O M?S>N_W[U^/O-4T@;R73IJ@0%/XV,,UH.D'9D#&>1Q): 0TM&I4I9_K*T(
M]#2:E\:&4U4$INS#2)+G5=00YG]>*'_+(-&LXZ^G210MJ!!3B ,94$=7U*D8 M#:97WAZ:46AC#\UP+'60?MS(13/<_Y0FH)!1,RFH3BDN460I+2$/E-,%=1/. M?/9)_N$WG LP,1>?;
(=NEW[TFZ M83ZAO/[)O A/H7,)]'%_SFR"BYKW#((M//A_2[Y9_/,E_-/?TI]W6Y?=;C?SGVJ7]BL?]3:40+[_:PPL5(J!8<5]@[;3C=W5JS=BIK:&K=/?)<,C @5RU;=2, M*5'@SHZTXV\Q:?
DI#\DLV_-2.LA-2.M.<]O?;["RC2]&*)1*SFSK' ML$6('*ZQ$7ONR\+I2..&XUNH53NT5^"#?Q=FQ5>/M_51.RT9%7/?JB2LC Z8 MKN#MV5-SXO]7Y:*3&JX,3[\2#T?$4L7(@#N
\X/O=B(K \RYNE3L\OT#,@XV M6U6]T%4U09 T4\LB6,2P_B#A\@AVVX3*:D9.6CNJ1/WWI$39:(OJU@CLH%1[M*Y+POXD6ZV=7$-KGT-2_9\'#2"7!+)IK G.CN]A /"=>
MIXIWS0EGRPEKA.UFG, 3E_]5L7\%GYSY],)R*9R(3\]BDS8HC&JWW2D)HZRQ M-J1?"0MER_EJG]\JR/ZE@^F6V0[^NSNQ<#?^4@NXL=FN,X72B7/N&AV6$<:\ M5B?

M/4=#_FB&;3V+0SN507=7[EQ!A/M08WF\%$T]Z^1^(=33!?G>+PGY%.1* MEE]V?@TGCE=E)CL;/V@KV9K7X#MQ[E@B6Q'4: /.^$K'_P<_?<(3D^94W%0B ME,V+?
S'/S>*B7F4@DG0EL9,*<"@TK:V5Q 726IJF^EFA&FUU[|/J+J_&>,9^ MJ4WU\?HH[CD& S;;_!D)J>*![.@37+"?!-8'@CIMBB"AN7W9&0DR7BH:^B5$2+(G*=["H\.FPT+%D MMK@C
7T'WZ>4"_^W#2+)C58Y(LF;B_BC1I)/ASZ/)>)7TV>:#ML%&!D%4>"[M-][OELX!T3;\EOI@2>8F#Z^96;PFK^C*]N!(AFP3D=\I3.1KJ[Z,)+A$Y.^?
M!-.DUJT,6L>M]MB_)7\R8OV;G.Z)Y?>((4&"?0>1_DY,J .:^/**ODU,,*0< MZT;>4A9S]2J#]LYNLK;:RTAR![3:-R*Y?F70/"(3@[;30Y**QDC'A]6D[?.2V^?%4!SF_G>6[8"_>.5EC--
#,7NI2I9'):I!W5?Q#7]8W?U@:YD69QZ7#M M>QV(+C^45;SG(,PT ;81XRI%>Q]+YG^=OW'"^A?$2>IR/P9SY+B+_= VGS5CK MJ#)?WMSY.4N;ZZ6DNJ,*]!Q4AX 'Z2ZV@Y/=N[?A;V*
O3@^ MP1)34R;1?6K#OB3U3;';>HPN2_GF)F9]<7@)VJP_)2UP%+),DU_J[A5V_2' M)JEK,6X&0^XSUP\NY/R98C3 Z5I<94R8B\N"?_L&5R7^MIWX;]5TD\.ID>2Q MQ?^6-
)FFO;JV_TLA_%<62[UW%Z"\@1YSAB,5J83EX04.RER"Z=W*S,@>W,;2 M=OWI1G=RDUHSLU#J5.UY3C:U#63[4>/QT0C;3*G]/@SVTLIK>4W/YJ\U=E$K M"VY01^-/G-0.**_SDQKF5-
O'IS5M@F,+N+:URRJ[[UUGF,IPT9UE,55G-_FM M[>U2DML!Y?=FY(9IU!+X=X>.H1^#8B*T>)K8:3JO-L[8Y UET60QC*(KLAS_ M':]U%TM\!Z#3\C%>:<5\9O=/JU<9=(K"_RX:]O-
H]OK[) D'/*<%_[H#*!C5^J@'=#14Z],1*#G2 MQLK43DYQ^-6&LS MS/@V8<8W.T6A%91(59^@\Y:MJLT]@LDWX28L=XXNXFZSQ//8[#LM+7-U.BI+ M45G;23CZ&\Z_SAL@._V!)..>?
-+S7)/]:C' M D[GC&3;H=IMU\0$B>Q7!M\[>PB^[TH()?7LM!#00J"4S !2;%!7-&S3 MM!VJ]1JS)9D#V)AOF!Y^RB;V%$C-XW,D7N"KE@$4;#N<'I":V2_;IU8[,Z!G MFE'VR;" >/Q+
Z&P/+R%R:*:Y[W^_.4?;!A@T0%\S7EEE\97UTL^W8+J)1:[2JQANC>7;X"/R*:4S-?[B>'2SDQE^%GT#;2H7#<9"I8"O, MH9CP=W\^"<2/_<0JZ#DO#-C6F@.1XV-&N%KS%^YS!JN#
(X@[_"=#+_I]>(% M.6X 1QK ,\% AEO"(P6I!"M?_*VVB7:CLDN@+$&Q-LAM48CIS@,?*!89RO#'O@<%L/. 4DZY_?NCD:,6 SN M<>X'=/5OIA]PB 7ZTQN2A!%XS QHC!B'#LALQI"JIQ7
_^@R_U' ZK#*<2?O =-"Q\]RE ^<,A(/@.C3GR:S"&O8,[M&R I(?T"G\+I&J@J\-VP(B"*-_@:BLJYMW2U>)]X9B]",Y\J%5X1!86$6&]6 M(V*DZ:#F# [PEXT\#W?Q[QM9-
*WCC;AO]RJ#;FV9IP('.<'5H[1>JE>",5S, MZYA_AOHL<<=IDX ^YE]Y\=""6$(2X@9:0 ^_@9:@=W\"C0N/^[.M8"P- M2.57P@:J13\Q7X@@E_]$,7:&0,',.[P=3%36JR6.3OG?L2=7,S-?
V<4+R) ? M%^8(%OO)G+R9"Q]M,96?@)G$P]N]2SS"Y.Z7[G$TVF:/O1Q;Y&8ED*/+2?<3 M<#3S\%NP)+,L2S'&'G+FO]EFMU6WS&&W:[7,5FO8[[%VOU=KO32;;#ALUKK_
M"U;\,QJ^I%Z0J1TL%3"7D_3A*:V;26F/-]^^?[Z[O3:>;A[_O+V^>0)->'^= M5SK_5I9MW#||WSQQ6?7\ K^_NGA[O;+U?/-%^/K[?W5_?7MU9WQ] P?_'%S M__PD8&\^7'-QQ*R/6?
R6D%=25-9K%XW*LD/IQP_E'Z#_[='B2*>"2.H^&1C^ MB:I;,/K03R'#!/[0C!M]H*@N\(8\%]03V%LXO0||%QL)$3;NHU$R%'XG 4H7S3#L4>'--8_P=RV1S9\940FMSPZM+F
MO,57HC4D("]!"%A@IO^%BR5P8^[HD(\0/5H^#Y\@UCYEP=BU\+'BA[@OL*$F M]K_P3_C-OR]F+OR7G'#CSH;?69P^81.?7?>'\23YA0='QSPUP0H<Q<^JKS9QOYH(.Y]D5<9D;
M.IH_:",*26]LXO0K@T9S6;93FCA(:9M9;%C<1NX![']G ,MPD> M KKJGH6&FFNX5-TF?'AANG]A0S9]@8^;]6J K\8==2EF.-ED: R*<2.89)M M1A/M)%'XH W@3TGJN"78CCO7]
[]Z[G0I::1OOX[-^^EB%4-;:[1PW9#%0_7:6A93Z;^:C((-37]L6+:O"$\>F/!X0 *_(I!;J'/4Y57* M_MQT ADO J$\]:6F6:;'@%=>/<9HHY?&5>B?XYKP;11D0]?>IT6 83O!J-\+
M<]C(#G85Z9UN_HLB*?!%2(-;AU_=L_DK$Z6BT\P6<\;V\KI7S%(WI*46>'7+ MQM*J[C7>\8*9'@9^K!4R.4EWUIR%]*(8+.0EC MN4?:$;AV./>17<+
(8@2R)/D&KV&$)IQKW+L!,^IP3\?:&;WJ$YIK]C"7;4V[M(7(^WJ)7+ALQP'9]S>@EL:L*DA#&[;-ZX<<,O0WIZY\ 6XHZ\8H03?[+]C M;(1YW'@Z:<:?S#A;\;.$0+47Q%$'[L
M^O5>%R)07Q@*)E22* 9 F\^Q#P0B+07'N;VX*MO%-QP3'BB28] 78*9)Q^] MCF&4*T-5$[XJRE7!/][BBEW;#TW$=5=$>^?BBFTJX_M%&>5I0=ZN#)IIV*10
M'XFH>^P.UNICJ8[1=A"294>%W*VM/H%0E6%>W!F")<%#R.:O:ZXYLK;> 1VV M?.=IMBNE3,G0J2DE&<4"5'_$=M;PPC'UZ:7QC&)1B5M@W@J)).:_30]*GR(M1 860X (^?
#G[Z/:#O/S:]RF>%XQZ85 MR9!=#*PU4>RB8E]E"[K\O(;!T&Z:YJ&BEI]'QN,UJP^&0O M]U@H6B[HK5$MI9!!)@AM(]C%R035NVLZFG;0X6 >#/K+79OJALRUIHYGEX76
M*X/."A]L76T;Y^/[PGG.*S H*9<.#,^9=:?>Y'.[S?E[> MV#X6?L#"Y0-Y(FF_^NC4K#V1_7HBC^9/\]6M&I\QR?_-G8 R\?RJ<7=W7:4? M.Z(>8B^P4'P">L(AP6/-
AUC2L$@4YHNE@@^#.PP+H_';QG#N M!^[4 "E&JY^QR02K*)!71JYK7<"2+18&3Y2/9G"KYBO%LW9U54['%M3'K.! M.=&J#-K+ ^^E9".ZS].YJU02?^N[0I"_HZ6W[9>5SE3F2?
K=:7*)8IS$#J5 M0;,XKVM_.3]@C,%R:M[KM+QH-US6HIP,NFW&>SB05E$DJ537X(^/A7BY6 MK\>PS.2LF=)60<0D/$\#T90,3&6INQKR7>'E%EF2'#LZ<7)9S(<5QJO47I&%
MQ3G7!+)FT&P6)F2+65-]9.@!_FHQE".R$H4*G(&] M'?.5*B-%ZI(,>'06,%6)[?#*5PS?'05OU%N] #DP]4%D570;O!?#@W '4T0;ORMY'_"!:'2!\%^?ZCUY$@+;]@(_.=))M,*[X_+_M?
@YVASU,:^B$?O&P>"=8? ,+(+AR+(P+S%#C?+%]1&$ J^$9?OYYX@Y_1)JF MR[48'>%5(#[#AS/02C,DG__'N+K_8MS\ MW^^WWY
N9CTUSH)PN2)532!@L)>).?/9)_F'WR1XJ>W0BNA' MOXGS$/H=!4H" XRXBO]SI+8N:UQU">A3\6;QSY?P3W]+?]YM77:[W
MNKX".J6GMJ1X:EW=]2%X:K/$2[^&I075=KTLHS_TP)A"*7)=WJ6$%%FO#/K5 M?KU>$H(\>]?M3S:VJ6\X%H?:2LSGG>=WXDRU+F%80J8BU*MJ/Z,?ZF2G2FJ*
MC"AR73UG"2FR2139:!8U)$.;]&L(ZO/+^U6.^;U %1OVW$.YCAV&\/\.ZZJ\KJCQ*J+3?J0Q:&9WXVIX_ M XI;4W)])(KK(DIB48,O3\I>+Z\4)]!W/4]]'4.5,OG<[U4&[6ZZQE[;Z6=
M<:7,K_;[V&^_K-'FU SQ0JH;WGN!PQG7.)2!!3=RE3LU' #3KK9;.[/HIM=^ M:D5)FFW/EFU/KHJB4\/>YV:UU]I[(:$N7LI3O 0.TB<$B)!7#?04W745_S9A
M@43Y,)6+SU&POO1X^*J9F4 [E8]#>%[<*XZ>ZNLP#K# MTPTA;L9*^RDTW!,KM5!!=?KI+']^5M*1[%*2X7ZJ"_=$AFTDPWHK7>AZ<#(\
M>R^JX(K"T\WM;\9.^RDIW#8GU*EU*H-^1L#Y%/T*36=[KQ3V$W7(9)TZ-^\G%[@K.&S$D-9__[P\.6O MV[L[@K)^>/[[S:-Q>_]\=?_[[>>
[&^/JZ>GF^6EK8&NQ]8P#R0:T5@"FZ'(Q(DP[)4TYTFB?S=:EZU>JQB@[?9EJ[$99O[7(-U>-J?BZ[$D)I9C77-".? M.?0[#??DHY*65T&
<^1E\L7'*J(US1]_M&5Q9.!B4%\.\>'\;H,Y_B/7J[_- MSDNDM#)$RMEGCGZ'U<^,^OX:!L\ZUONN0KG]-06:THW:./#2K0RZU6:]*(C& M,TFT:-YZ3[RUIEHS#'KQH>
[6%QK0^0T6YEI9+(6E19V",QB:HR,.*P92S-6B3:^"6/! M+_;CA.'\|6ZUE=%764+F.OLF9AZ5:;RSKN7-&&$-7/+6C$ (&*V6QLL\3[)9 M@WF\VM'.[08TFH6Y
9J.3IF.BO8OL>A+$]9I$=9 9E.7##N!/A3E1;3#U MCH];H.FF6(&T!GM\:WNH0_90LRR3.]])1K:YE>U_NI@#F]'ZFG:SK6F]BS.M M:H7UA)4@B*3)1B&;-2T>&R;9&IADV]E-
U*1RRJ12N'E?>/I($U;)S/L4915L MWC=KE4$K/3Y)XRR5CG VHYLUK7W;VCS-.MD\;3T@]T"W_NP&YF13KVG[)N*S MS@06?#KG(RYRFB\;"PML6&Y7>\VB9CL5='-'BC_M;W>:
<3<]H//AW9R)S9Q> M:A/;\[OHO9#\ZMF6Z0(]SO[1PV.[XCG $1EPURLP>XGWXNC)OXD6I FK6/ M>K_8+Z5\4.4:CYVCTG'T#W21,S="[1U6[1FKA)M?#/FRHE-E3=IV@.>ZA95
MVZLYJE2$I3FJ2(XJ/*>I 70T^YTE^VU8)Y[BOX)3CBW$TMF]3%QS5ZF([-UR M5QF03%OU$T(R/?M">PVBLU[)Y,1IVY@1"$2G49JF<8TU4"C9U'."D.7TMEO-
MRJ!1T[1R*K2RF2&;EUAR.I)IZFD!]6@XD_*3S5ZH9F.OIYWE]6A)FE?=- M*T4G@%H: D<3UC:F?;L&TJBAL=O.DFCV!?G7KI<+\N_LH_(:_D9W_>U=7#3V
M!);51OR;5K75+BJ$I/%OWF?R_;TUVV_"O#EY=_V$AAS\C. XU7J[J-R3;K_7 M'/U..'JC)&!.EMXV!=@N)@6HN5=S[SOAWCTP[\;AFG8AX1K-N]H%UB[PP1!@ MVYWS08#- +X1>[J?
3^&&ALN <-K% ^&LIX!&HF/="%S#5(,#(L<(2,8,V/! M3,]@CL6L5)]VRYAY<+<>K,WPN)6%3P+1[;S".FW'<.>>\=. M<1->Z\|G 3[9?0E,V\%5.W ^ML-I$5_KL5?
3L^1^8OL,QF9@#">N#\^#Y4J" M4Z]C*;4=ZI[4AOACT,FEL3NE-#>GE.7WCD0"- 2W#6_[:7NN@TLS)T QYHL] M@87!(^%7P'ATJR#,',:EW)L=C.E5RA[P9=^?C!L\S]?%90)[
)@8A:'M\)7% MV%@<4PO!GV8N?]HGVI[]DT683_\1QV 0XJD6_<1\ 4DT#Y;_I 2P#40*O238 MB_*_8R_"J7AE%R\>,W]WNY=XA$F=[]TCZ/1 M-GM<"_#6^02'U26Z]%U?
P*V9QY^"Y9DEF4IQMA#Q?QOMMEMU2USV.U:+;/5 M&O9[K-WOU5HOS28;#INU[O]V*X-G@C@#&K]&G8[P)'\S!_%K/"JE=3,I[?'F MV_?/=[?7QM/-XY^WUS=/5>/V_OIRZ;KC&C6-
%7.D;=P_/-\|<6/F^<&X?KA_M>KB[_7+U?//%^'I[?W5_?7MU9SP]PP=_W-P_/XE:A0_77.(PZV,6OR5$DC2G MZNV+1N6 >'LYCX! <(S;2(]?D3ROPO.#G-=Y)&G'5YZR0*I@8
15^'PXF5OP M-M1:7.$ N0F[)FT8K@Q 3X[M&?[0=<"(F,Y8][[1CC.A4U6N"9%B/#&KZ' M'Y@>?&?]@KWY+WBH"Y:G,:/ M&]XN"!0NB//G1K_)V9F)BWW7M)8_PHV4L#N
M0$%9T9W0E7SWV6@^N;-'+&;(P^D-/X&61^T>F>Y=I?196KBX\]6KZ>]I-;'I M:>%R\#O^Y>HEU9,K>AJ.F37'0.'RM?DD4Y_A*9\G[O!'M(X^]YR(=:\"\1F^ M@X'S,T/QZLU!DUP98)L
B2_(SB&;%"P&.UC0Q;]P;"3?>%FDB,\(%C,&YS&9 MN&_^IY2+(=AIB8#@2\E8(([-DT#"K#9;U>-G#. M,JZI>UGKK0:=5J]D:RKC.961GCJ7_5;9UM2_;/172SI1WI5P1NL- MLI>*11
LU/HJ!&BU42\;3F2^;?WNN;Z?MH9W!8D\U>.X&@[GTSF/!UUQ8Y=, ME@) ,SVPD!(5KZ< H)GOW%8Y54M -5O+0343(J39>Q9)8#X6T)2L>4KS5)*GUO1FZ<XE$RSFFC.8K-
695#O=/0X"\UA[Y##UOA? M*N\|C)),EL5-;51:FIDT,YT#,QW$ZU\;&(I=X+)Z&K)8ZS;-82?(88=BL'N6A;O4Z54&K=,8D[LFDRY[I& 7;#D# MZF_I;QWR6P<% SZ-
|H\E_;W&FAJ;$QN/LP_AOP;&:YO8=K\R:#=+,A5G2Q8Y MAV%*^Z"6[EY2^ETLE=$$\XX(9G_)ZBZ6A^Q<=:6)]8S$M&8^\Q:ZJMNH#/IZ M\-^)4,N&@:/M39O\@:,N#JE-
&SMZSNB)T\X:0V?CW%D7,]'I,+ZFD[+1R4', MF]W30ET<6*N=K!,AJ@V%S_9VS@:**SNOJ 52V6CG4*23';@Q9/D9S^ (?]9O5.>'Y#\:*B^)KF;J\RZ/0*3ON5?'+#[IEVS;2:
M:?/K]_V$W_N506OGP0V:;S7?:K[=B&_WEP7IU2J#=L&]YYJE-4MKEI8LG:NY M?2/[N5<'5[NWLZ^MF58S[7MBVHUBJX>H)>_A-/!><7U2FH4U"VL6SNL#;YR9 M[35!
[6INU=RJN;4TCN_N^?%>JS)H[IP?UZRM6?L]L?9&BGA[#W@#6QJG@3>+ MZ\O4+*Q9^+Q9^# ,[Q1R^["&833Z1 MY: S^OK]RVZMN\6(OE:]4]2(O@V'::T:RU74V,!ZL[B1:N>
[INYEO;[IN_>] MILYEIUNV-97QG+J7O5:K9&OJ7/8[95M3_[)9;^L1?7I$7W*;>D1?CO/0(_IR MS032(_I4:_=]3W]IG,3 G3**,#VB3X^%.M6#+G28G#Y5+6[W+F[UB#XMB_S
MH/E,S^*^*_2OXY,RG%Y8;7(@G9B6SNI5! MO5K;'61!(P-KEBO-OC=BN49M+_V&O1YP5K^K^4KSU=GPU68ES&G&\F$#*<# M=
8B.FLW/3]3(]UKOCM!OCOVE.>^GO*L>>K,>&I#M++M_;+\=(8>M<\,V;GGK-[!.5S.39J9S8*9">&G_'6G])C"=CGIHUCLCUBOAR.>^ M'OFL.>Q\..Q0#);=T-
5O5P:M#&8JH<[2D_STMT[N6WJ2GY[D5YAGDPL<=K/@ M=@=LJ=;.B,YZ4D 9R:6QE]Q^'^<%:((Y#8+9, R9HIB#):W[OFD$#+9>WJH6].3:$^(J,HWB;9;TY-H3X-
V#D4ZF2']:@V!4=-S'_5 MOSW=MA[HM[_DG@9S5$1%8V=O>J/^N&X-)Q!7Z^UT*\$IPCT>+B&OF5HS=6ZF MSL73FP;INS6:_:PG_FG&U8R[+Z?-
K04PZ_[SZ/4Z6M,Z**UY6_/V"4_1[M;U%&W-PIJ%2Q?%RJXJJ3M,;/YGX^A>L=I@#%P7>G*T94E@H$==KN:#/ M/YL^LPP@WV#,#%/L#.\^W1+HL2'2@07_1-
^&$R5*H/E&+P+9VQ^SI4-Z6M7P M#<0QC!\>%D(8S!R.\3?X8 <.TAC!!1@+9GJ^8?L&FJ!3>A$\>N1.)NZ;_TE> M]V&'.P+W7]:X!-ADNF.O>]EL;S:3<>F@R-
IE:\VC3KK2:SWITO$#1;4W%74E M4K\Y=[FQ_BV#!LVYMP.-OT[+ZWMX[O,;F_QD?\!+QIF.;;LRR,!MW4[#'KQP M<[O&]6.S7@MAS8^>L+6IVSF3G_P$SX?G-
S>+B#G#QSI57NOQZ$R[N:J6L ME?*V7#SV&,OB8RJRTMKXD'SRV!AKK[0Z/B@;][4ZUNIX M6S:&[V:Q,
<)^E,HW3L>/H]#OFGBR..T6!O]F+B_[_L1GYOUD4(EVV:W5;?,8;=KMLS\Q7=O'B,?/'A3F"+7XR)V_FPL=[M4B/?MB.7U.X1'%[RS):>S&BTEXP.' PG.0N#W$0DGX!4F8??@B6995F*
08R M\/J_K;\@N!Y*2V!4_1K%A!/X_^=O9B));QS]O MKV^>JL;M_?7ETG4K>91V7%$==1OW#||W3UPD/C\8UP_W3P]WMU^NGF^^&%]O
M[Z_NKV^O[HRG9_C@CYO[9_AFKU%O_/;AFLLI9GW,XM+L;=<;*+M4D,EZ+XDQ MB9\'$]>=>1AH.0>B'\EBO O$9OC"1G#O\X21NK<:!0!^>_W[S:%P]/=T\/X54 MD-
1I,L>I*K9HQ["[9=32CS,)UGK9H\61:$-10C!+4K:--%4L%35'TM]7AC^?PDH6*-EGXOR8>GXNG=]0G)](WZ9RLD?. MH_;[E]U:=],T:K<%O^H4E4;M-#?+R"[_O-UL%K>HU2]?X[?
FG#B^PHOE:K-4 M7A!6#^28>7^N>V_&]G[08>?'V/&WA% K#/G^/<0VCHDUF_T0;?:GY=&*H?X?7(/Q G_$\'\/CS.(G(75*$MZZQT#0QY>2.8F M$41Q:^Q)Y$Z.G3>)KI>!/4/RNM\AN
M26ET*H-^67*"!=C(FC#RR[[5A-M6&!9UI,L?^V$WWO0[NO M$7WW\&4\S4BU^RO\(!R>4Q8-KXW PK"SMZ.'GUL4+]8"/73^ 71BF!]?VR@@+MRJ+"+3MN(VD%.?]%8[[
MRK&4$J;;Z6Q")TQ5.[S ::FET&Q4!KOGI;1!64+:62%$"Z(=3,J4A7;.WLHD MYUL;E=N(2CJZ)S@1;\'K\U;0= L<[)*8#-JF/) XW(0^,,>R\V@_;5/FN]_- M!FZ)W9T-
AMJ^^DQ/'T3M\%%:I;A[A7#H5 ;MW:5#X==T)%M<,ZIFU(/'R?,Q M:KN(2%.Z):?9.ZV6'-Y]H[MN=-?- M&72>Z*Z;=]-U@W4\8@:>;KC1#0.[^6%WKO/ZS+RI0E191AX50>B>&\U"
[XR% M\GA(^5BH50,_J5-4//SDVVZ.2P'J2^$APPO[U\78MBSF?,*KJJ__2@/\K!E# MV!?GU: CO7!'%W.?&1-F^A*+/;S6^']T=>L]WTQ(L"'8WQ495#H/FM-+!+'U1[>(G8IV6I/03&R*'
M44698<=*RN_"!??:BV//==%AHE1K)XJ%L(Y((V1TM(/P65AJZF'X3CUB:J M[D$J)PNL,4^5\WQD0Q=V22UW673>KPQZ14U+U&9IF6ADC5F:GT;:MJ(.\U%'.TX>RM2-ZOOUJP>Z?
VE.Z5O4\U-$#<5<6 M%^+L;<,#]ZF?==5VP:=S/E(A?X>ZZC6"BS(U@_^JV+^"3\Y\>F&Y-/P1'Y,E M-OJ@5*K-PL)M!=WBV36P:PY^CQRP[NU)"#Z[VB_. COKQAIW@O M:JC=9?@R
JOJXOJR'+Z>V7?+AR]WMAB_S#D3;?+$G(&'9ROG*G7IZ MOG*G7OKYRG>W5Y]O[VZ?;V^V&[),6SPEY);A$*[!,I1;+03&13Q7>>R2VPM12D'+_FE;S+%TU\'V;5OR M"-?3.%9.]8J:_:%-
PC(1R;JFK=Q$TL7B' V*_.1)FP;M@XS[F.T?3)TM"+HWFT6 M,=]>&Y0EI))U\^TWH9)6$4/NM4694S92J=XK"L'9W!N.T9"<>?:0=_V;PW_. M;5XT;HS=B87[U=''K4W*SW,?'N\C/-"+
[0C827G^\"1IW'AD#XZ+*$ MH+2Y>4!SLU@RZA0Q\UZ;HAO6EWGNB!% F#F)DCL3]@I_]5D0<&#:T%+5]NFV M(E<<^#?EO!$)> 4_$$IT2"

4*QN3BJ8!3J1V*>LG8>%LN64M<]OZ07N M>8&G[XQHD)W= 1.>X%2\1:XBR"YF^!I%%4%J%Z),I)*G,W\#4NEAGD^["8>Z MZ0/#[YQ[[7SQ!W0^@B(7"$^J9_5Z.RR/7IVP/+H[3YE<
ML#R%\72#\W11,9/C\G0.B)ZE$ 9%4T8>_)5*XI3W2YJK !-P /<%3N#>$3(A M!(64$[W70R7TFJ<(E3#! POPP#18@@9+.!? V6\&[$O)6HQ;63GO6!NUF MFS\?
8W6[,MR5S4M89M0OJE9YS]BJYQP3 M5H9 1D/C#;#QG5#7+G2=R/;CS.0XO^APH^JIB>G[]LAFUFI6P5(J#:)PEN2S M=LQ9 >2#E4=U7?
E\Y*X077^PK0RE$_WFL:D]G\K6T2PZ[^GYXF=*(&ND9%X" MZ>OAXD>?C[LB?J/-@MQCSZ+#]>_=X OS87<(4G?E_YV?\ZWC!]X]/[" M6\TJCP-W[_L8&QYYILYB0*HQH4Q MG4]
47),8<_: Y2R6BN8<>V-(3_4 _TVP06%)W\0SA)?C5CM(H8#:SMW!(2 MS@H[MPC"05SCLD3D=8/9L46^;C K:HI[:-!D,5VG,FB5)7ZG#>)#1B5R$D@7 M"&3GB4< *>F*[YE/-IYNT
MAN7FTSZ&JXHJ6"GW7/:#-7WE[+F*AB8])NM65@^=/E+_T\/R6<^FO/ 5:*"^)$(M1+ +C||9,\;,G 1C8VAZ+)P1^=%X8_#7?]_S(*B8G?2Y3YR754LO)JQ(68R)XNJ0?/C#1?
(Q;/]'P80GOG* MP=!FGOOJF5-^/W#(XJJ1>%8-'W:RH7\=%B!%201@I#9:#3X,7@Y'00*&;OK% MG-"O_3%C@7]I_#6V02[!*PV,4$WA.X8Y!9'&G\@I+Z1HB\T02M^@('(PAX5;
M#+;JSB@U6P6" >J9V/ 9/=%C0Y1S5KA4VJMIL7_.\3U ED,7!!E]5SQO9B[H M@,*7_V:,W3=XH ?;"0S;A]WYOOU":S8#_*F?]:*IN2#>>]GT?9?&E84SN\6. M[!&
<.EPE_);Y_'S\V.OPU)Q78^2YT^@$Z5'RV;[Q!N2!*_'8: +4(:XY>3-^ M /_A/X#5P)F[4R0,6NT,))5KX4T87#;X<_@?,UHIG>P/QWUS+N/",W>?ZA62 M+0B(AU$6-
RQI5^W5RC_9^QEOF_I.\:)$QRDUL,)#?#I>4^Q=WDN:R4CZXE<7 MS/1\ [@ ;DP1X9_RJZQ3Z'GM-"X;K0+;2TO9\UK*1>E&7-V(NZ(1]WWMO?&^ MFI_"]O,1+L%!+V#"@ML
=0Y>F+[OO;_;@(B>;V<9K:74\)YTL=L.M9\=+9\ MU.@4PT@M8*1:4;E!S4BEHB?-2#D8J5Y0/+!=&;3Z12&V[A]S[9PS\%>P3CQ\
MWQB.3>^5610:^X5A:*9K2I=SPO)BD\QP6WC,U_R4G]T;?L99[-&I##JE:7#1 M):5%TLT22Z08NND"W;2+PJ_5=%,FNNGNDVZPIJ6CP1T.=.W?1!KIG=7Z?MBG
M>I5GFD7=_D26133;J"1.I8G]!,*TY-(J=-(ILJS54D@J4B M_?1(RX.3R-D[I *#Q7CS["!@CDC4VYYES$PO6/#2&]/WYU-F:0=U9PTJCOLO M?MIPV,]XUM_PJ!_AI*_X06=Q1*,
(J"3M;)20=O*JUNUIIUE$DXVFG1+23EZ= MNSWMZ!GLQREA8(ZUK'AA$Z-SAZ:/T^;,8G(G]79V+779,(\/[,J\6ZHJID:D MWCE(C8BFJA.AJH(J)NK=@U1,E,6HO=V+[OM,FOT.^;
[GY*])>_,D=XHBK2% MWEXZK+97[U4&C0S4E_QQ).WUE)%(ME##*XBD#T22,=%8$\EI$\DV6G4YE31P M[G4&%,'!J:0@)_@TM&F70JA4< M12CYJ.O=:YTUTVJFW:]-
N)H&Y5!LU7PZ$#-M)H-=/N9J.OYMHF<.WNH[-* MP;4YP(CP[WBBMC,G&)L8=H*XE1::^#.7CPWX1)@U]D_VF^R:IRM3?B4V6XM^ M8K[
ON;!\I^D.J&/A%71:\=Q)-3_Q>4BC=AFMU6WS&&W:[7,5FO8[[%VOU=K MO32;;#ALUKK_6V]V*O)78R_J_GYE%R\>,W];A[_O+V^>:H:M_?7 METO7'0<_20,.'&D;]P_/-T]0-
G%Y>@%V@"?ZCUY$C:0CA-\ MNL!/CG02O?#N<@$%2:UVX_RT/=?!ZD=S?NZO[+U]N[.P/^:]S<_WG[^'"/- 'T M .\XXAT8)X9.NLM'J".S+?7.89;B>X=(T9OCS M4M-
I8CK6R)Y,5D8J;N^_J@5 <)KPRH<105.Q)S1-_C+]@-V)9T6%M[6(P@@E M/QWEY!A/S)#K0%2N8&P$""ALF#]->T("&6&77!\^ FHTAP@))6&_J-'QA2W? MX7#^8@\7IK6"ZI'7Q,N.U^
MM&U,R"^Q&5\$:AZ0TFQB#IE!*S5PJ01WQCM_S E"UL&ECDTX)EA,<"'8F%#M M< *,0!#$"MN]W/,UO(]9*V\7Y\HVEFUT2+^/KCB77CH>[N65@/B3&R9\OYAD M!>/ #Q)HF-
O+Z9M?=D /_+S _V1(YU[IP=RN!'3; H420K6%.(GA(?H^0\S- MP/8XUJ(;CM?@"(HL=L(Q?,68J.,TU:P+\#@_A'@[!0"W;@M^U=%8:1HK[3WM M/8Z5=O;%MJ'B&-D.-UEFL.ZJ(?
4V2KN8(E\Q"'>/I6UG$_E\/]#J:_*'5ZAC M'T,5&PVPRF>V*L%.K%RIUEOI1KFRE?P=$R%)L]@9LMB:;%]A+-;$LI]JO[EW M^*2R5-665U_'?3N\6,LVWV$Y;9&:"-
T_<_+5]5:$),'[B<\T*4__AL*LB3BN,,8Y&R(OL,,WC?]] 1XH_)AF)\D)97-(&[[&=KB'5K46G33YY#.0BR*<#Y-/: M!4Q/&\JZT:A4$4I=_KQO-
:261V]HTW7)IFOJ1B7=\Z"9_JC1M0,R/4(D5!N] M@L,)Y6V96%K'IKX&)X/:H\612MN^4D'"M2Q(N%8*$I 0+N0'N]:W/0W'S)I/ MV,-H:;YLV>329K_TQ6Y;3"Y=5?U6-6)SI?
W4$.N<9235E<-09=G<\NWF M-O-.^\65R]4W*W);52[7./-%M70-GZ[A6U[#][[V_L[FG5ZM5%;[&X'ZCAP7 M74]5=#U5ZV3JJ73)HF:Q0EEL'=9!
<3Q61Q[K[CXNX*QY[+VSV1ESVKK!J<5Q M6@,YK5W3PU7+8!#?N\[%T/3'ABG'\;VS$HB")M; .5[#,1*7A),-'Q$W!B<; M+@\59C%(LS+HZ-FJYTA *\;6%$E +4U 9TI *V;7%$E
.,$CC0"N"\[W$Y,: M_G-N<]@POVHX+,#HDV7_1!B08.XQCB'@!F/F@9;&+-M[',Y:D)X..>/+G %7 M*$=_Y5@/>,97T1%OR3V=RJ"H[M(2.(N:KO*H[T/0%2'1:,(Z0\):H=8/05@] M(*QN4?
B?VN7>/@>ULWY_'U;P*OV^C/ 5+LEB@7YEL'MWF':92D@LJY3V=L32 MKH&!IXGE'(EEE2+>DECJ6&=1$F(Y>U_ZF[EXC\[Q1HU82[3GVD2/TOGZQ()@ MDCG[N-W ,9T[=%]I_Z2,-
+-M&CX?S60G/#3-G#;-+-&E!=$,YCC2+NO!:>;\ MO=7A$%U5N&OV:\88AFTYE MT$]#TVNJ.7VJV5:]YJ&:;F70VWF*VV%\5MG%!0MERXGL5+YU]@[ZZ@8,AHGN M[-
:+32SK]PQI=:@RSG;O0#C*):F9UO17KJ:8=O] 33&:_DZ*_@[6,=*I':AC M1->QYP&C(C2_:XWFMV\[X7KI&-E.'7S-74+_VLTL(Z%LJ]!7$$JC,NBF"]DT MH9PVH6RM>5=02A,H996&3"
<;NVP(?-]TX/O M(UBH'&U/8Z]7(8=>&E>^8>(<^/DDH"'QMC/TF(G3ULTI^BC_,M6J).-E8?Q[M45@.++@5+_O"^']OG2OEI2)S'G9;78]-YY7YM\Z-W-Z58P$?S*/!.M@6V$PQA@%4,

($_M5#<[EE4(!:=U++W*(&T)R%,A*MWH8%9UWI_6P?0K@W24-CR854"[1K->-1 L ME/ZW28>(&))5Y-,9P[RQ3Q#>1Y,N"V/,>9'Q/R_C#D/Q7=^YE47P+C)JR-*F] M!QG?US+^0
1O_\P4\9AS+ THV]F+^.3))YO>/=>?:\VEC"T'@$+K9L M7M&@X-_D3TD=J2C$I,'+1 ^>L@7,SR)5,"H16<#]#=TIT(_GOE#J#$EB" M^ MP5LT?
=>!3Q<1O5T:9'K05WSX84"KAB^;AH=)9+SK\'\/P=>I-? *N@[RAF#W/!M/#3Z/3SV#7C%_Q$%1L@_.&/= T.D)CKA5-E@,1!_I!6HIH4^"']X%> =3^T8N7?#7LZ M,_%!X656PTR_9\29
F7[D'+M<_IMCTN;8PSPH[IZ5\HIH$<.=^D]E-TM7* MKX3BJD4_,5] 1\%-+_V)HI[XG,\CL62ODS@=Y7_'GES-S'QE%R] %3\NR+S_M9$[>S(6/VE.5,2!@Q,/;O4L\PN3NE^YQ--
IFC[T<6^2&@(4$2=?]"

KB[_7+U?//%^'I[?W5_?7MU9SP]PP=_W-P_MPS=[C7KCMP^\NF?.K(]9_)8O2=+.;K0N&B6L\+'F7J@4N5WUS[E-AMM0E&*" M+N,*R!)?2*N3,3P0%9 O[3!20#ZO^C1?
7SWVBGIMYB*%VZ .5#4B=/Z:*O:V*[/!BO)?C-L_HE)Q M$=Y^S"(8B,TV5:5<7)QUZR')7<'KV?KUKJ;UK-U&I>-5K.P>K9F]C\M>]3R MS]O-O":VN;)I/?RTCX,G-@U(%]E E+4U
G/_>F^]X[XW8WL\^Q7R3 M1]E4P3 #)>"(2OPL]+Z<(>/WGA-Y5RF/=2W"&%HT)U]=;W5O18;EW<,!+;V" M^X!/ON]P"YJYM+,E6H=7@=;LP-S-8"YVB>AN!6'^RL<8G/?*LV1Z$,8.S?
5YF>.:SMM_=D7SM ^_@)W@]YA/12YIYD&T MN))4G&ELP2+I:=4,QSW2$T*%:7HZ0WI:->9QC_34K@QVKK$K245LZ;6WG@2Y
M^[RJG*P@C[J>1?.=RJ"S"]:OGNU71LHI*+RPDG*ZE4&&)Z0IY[0I9]W8JB(H MIU<.RCE[#SDU&]+X =^064?-F;OJ"26_U/J]+4Y6J2[G&.J6P\GYFC_^!P) MJ #_. DD0";3S=
UOV_Z2]-9LS)H%M4MK$FL3"16D'N^.XFU*H-.444F MVI%?1R'J2^$APPO[U\78MBSF?,++:*__2F?]5[JYZTFSYD!G_F>+6,)['HZZ MO*5?J\R:+6*LNU+4156D.?XGNEM?
R6^_7XA);Z:WLZ*WO97]MJOU0HI>ST$ MP9U]9&.UH=&OU==_I;'^*TTY57JX9*KTSA;)Z;H4A8Z:)@P9:TVYS;(9L?T: M>@I9U3GB4^;:/*8#CL0#7@TG;XFFC,CFESZ?P>J
2>WG38!=&'!H15\=_U7 M>NN_TE\U]WJ52?=&O MHF!F[NF.P"S0 PGW7")HMWMOGW#;#MN]UMU_[9!%830M)$8/NSV?_F9624(@ M"200($&=V&>-FX>HROKE.ROS)-
BX0,OMPAW?,KN=_[07S:H37?EP.JZ7W?QM MT),*-G\[HL,GF)X*"]S83P1^9YS' 4IKJ*2S"+R>G8\T M/1T.>)Z:;BX#],&)X4.L#\< ?,#IX1D 9YWZTSP.4*O@ *X"^,33.G.
.@"/O*TPK@3S['LCTW_RX57,MA1 MQ(+M056:J?8)ECHF-Q:3;7!0(1TX&GA>.)C(@,WJIAW-B_)@Q^8$=F_[2ZF. MF8Z3$1?)C*--\Z1/O#0!@J918/]?77/\2GR*Y6 NKY..P,?
W1"0"K0JXZO 2S,<3\$/=QE-& KN0H0-8[K>R%4OKO. M#,=ZT:?C_[9AVKZ"]NVW>J_R$+L M/04@3B9PQ,(3<.Q^:-TK1.N.<,R3OD=+)7CQ3!!N(,K3"J(MW-Y>(2 =F\YT M]
<@;E?]A(1 (BC%!4X?JJ'C2)+S\2+RY8[-AF@^ZNS3$;^V!4!'Z*?[(YV45 M=6\+3V3N,QDMJBBC>QJ3T3]!0,$BGGPZ2G+Y9OZ#"TMC5?V_ M@ 5(B8#B@63$::&V
[0F@D7'G'L"G91,/XLK=LF4 /)A'W0),@<)YK(G?QA]F?:^V8DMXN@EPQ-'R M@DU>'=\,9Y[B&W@ E EB,^B#$NK_ZG: (J-'>5!44J0"!%W_GEM@LT:C6Y\2
M+MWAT>S8CH#^'JPKR>@N M>3.]U=*V75E=JX352UI&:FLH#?)& 83"H".,?&;44HL=/"AP*0 ?)FNPA@ " M@@+8QZ;!2(W#=*V(S:A+HH>^[T<;.&8QZ%>8.N_"+
!&"QV7T,9W0P8)ZP'# M-^D).LN*"CT&_=4E!,<#OR0F N.2=$!HZ!GJ]@?]&KQ-W:;Q#) .K ^8?"/, M>2 8R?#P.=BMY55G0X!7?N\===2;^>J 7>@!&]%3A(-?^ *1;HN7'KL,L(Q-
ME,D1!98_CN#]T&,OO "J#C_H5SCE$B MC$&BP:<9O6(BOGP@RXQ\9P8R^AI^\/4#1=',9$$,L*:PT2%SK$S8!1 -XKP M<-R.\-_..VK_=I*B\ (;\1Q[J>S 0QBTL4$?
<"XC4ANI#!1PC"@6LL;OBQVU M3-]KQ0C]8V5$.3-+$>Z;1];W9+P\O\Z8[8FQ-3O\YXO[1_XT^]"XDK&R-)HH M?4F) \?
Q):KGI)'%Q+?"*%QW\17]Q7.LP,__2FJPZ)'"8IJZE"%,7%/WP\^OMS97P=/WXY\W5]5-;N+F[*NJ,IB?Q'FD;=_?/UT],T3[?"U?W=T_W MMS??1L_7WX3O-W>CNZN;T:WP]
PO_+B^>WX*VU]^N@KCUI$"1.@8_N7%_C*D2@QB,^NT&6*R"+Z1E[\;V!_68X'-D/ZH@1:5%$4 M$O1Y\F8DG%@D?L)4BKG M-HDX2)%C18,NR(D_D4%0,?<&REYC/QN3-
(;NNM2/>-.M@$3I& /M5/#D=2-N MRH?FJDV=./ ?6/-@*[X^/P;:Y5Y(P8_BW"',BUA@3H*1 CZ%OY0AHLFM-C.E MO+ ?<1@I#N# \';^?^#?D2GC)KX6W^ZFWLVAU MC!;41#?=
<.MQ>!H6-P_ KX5]@G-$?P^6"&Z<:[Y2FYVZ;(NUT)_<^KG43U@L ME7J7R[,36)P![T1I'=JYZ ""@8RZR:3N.35U R^R= EXC :UV^/GS8@_=<:= MXUP, K.DTV6F29F;0:+8Z,AM#
MG?'6>TJ1O3,'ITZ[3]E0G!",$-(2(4Z'TW_H?N":_L=!>+U^QWP36JB,ZQ]U M/W^Z=FE"E*G,JS>5'ES3QC2&58 XA79]-I0;%9AOPVF73;NK*$# F/-/]&DY M=W+NY-
Q9!]IMY,YM+X)L2Z(#79A:I4XJ?LRHLQK&O"P"L*W:[U9%TFT?SA?' M%\<7=[3%573UE-U_$SNB4@NIFJUS?MH&5L%@T:$02MCO3,(6\5^WFWRRVRW>
M^NGM/W77Q$Q*U00K0Z0CW[8L1JC2#2WK<%VRV-;*53X.UE<^8O;Z)LX#1F;A M:(99QN(S1 =2M[(9HA7=9.9,P9FB&J;XN:@(^!;F[A]<,C.#V1TIQ2,]SB.< M1TZ%1W &QC-
Q9\@K99B@NF'3G DX$^R9"<"L.8CU)'&FX$QQFDQ1F?4D=IXJ%1FPJF5:2^.J@:B:MGH2<-#XP+G9*$A5JN;L&GN(#U3F4/E MW*!2E6Z2JTM@J(3P4X=;1;5XC=.0:H4+2I&C@LN'2
M9$/+XHKR0O(I)DLYC+:$466FSBEF&SFJ"J-JR]R#?(H). Z;!6PV-!W%6@X]$1MG,=F.OVVWH8I3W?S[_/O\^YLE3]3G'D0DR?\Y_JES_E2E MP6"IWC< 1\%KX/E%NT_S./!:LXY-
6TQ;=FK2LE/6^P)1DV1LCTRGMHX?B(LT MT%]);/9=B N[#\>7=K(R*3Q,O3];73U(09E2W?U1[O(U'D95A;"5ZA+S'%4- M1-
66!64*OPYXVK#9,'2Y;'A;:PT'N]=W<*C4,KQ="BNEP]L#'MYN F8JAL*D# MBV,+2;N=^CBGI9]8IV)9#I7C0:6J($"?WRH[:U1M,K=D+G!.%1KR3EURTU#A M-
\>:!)5RCGXYK)1U]/O]W1Q]CID&BI=-FD?%.K:='?V*H'%.I0!WSAN;PKRU MK\^+ 3;[^G)OG[Z^UAIV.YJ:+@/EQ0#[$WC5-G+M#UI#2>&)$PZ5JGQ]E3?+ M.VM4;;"XU!X7."
<+C6H;N:HBATJ#H%+2UZ^RDVL:.A)/ZC$Y_?\)NIRZR:>'7YWF3 M!D&EI"U59:O8-'14GC=I F8JAO(81]8[$ M,_8'%7C5=IG5I-:PS[,B38%*27NJRC:S:>C(N]E3'#,-%"^;
["D%Q(F\LSW% MH5%':%3;0U;K<\W3(*B4U#Q[[2&KJ6!X\Q4"IE-FD=#S5.7[N7GE(__MH=-TO,;3\?MRXO?9@T_#DNW.($,1\W3_F3=3CWX4K)O@ U&>%*D*5 I:4I5
MV6@O#9U>:YA6FCPI4C?,5 J9#:;40 1,#-(&-A1H$E9*: M9Z^=\@9R:Y@N^>&:IVZ8J10RFS2/@IHG71[(T_'[/N71W#4M=.,'/!>_+S=^ MGYWR!OW64.:WYP\L[:KME#=00?
KQC$A3H%+2F*JR55X:.AC]YAF1VF.F4LAL M,J8&($YDF8N3$X2&4FD?/%A EZN>!F&EG.HI!Y:2J@<6M&,(F8.F@0)FO>Z! M'\08LKQS#)FGXW/$W!LU!$;E;;3
ZS(7/DT""LEE<\^^^D!=G8,4G/0 M-%# ;%0^_3HIGW-*_'\G+VZ@NW@97^KQQ/^^'/H]=M0#[L'NV!V9W\8_J,BK MM*4>'*)626O=K9#P]OY-#+_(,
M_;X<^CUVUP/ND=&AS[I:QS/T^Q-YE;;7@T-4^.W(!F&EI$VUS_YZ@)W^;@X] M!TT#!SNT'-LU!$;E7;8 ZQH7/DT""LEE<\^6^P!=G:,)G/0-%# M;%(^4K=.RN>
<,O1QO;W$T_/[\N;WV&0/6*='Z^VKZK+' YB%Y%VE7?;@$+$U M";^7WQ2LE#2H]MEF#[C\0Q)$T!3*68V&E180SVH2X:$8Z-*;/0K;K0G*5SY M- @KY91/.;"45SY]KGR:
)I*,;-1^:AU4C[GE)[_1HRHT=Z6#CU/SV]VZ/M[M,;0G:94VVN,!S$(BK^)&>]* 3Q)N$%9*VE3[;;0G=W>;0L1!TT !L\FFDK&& M6MYY#!''1AVQL5.CO0RLB%SY- @K)95/E=WT,K
C<>73!-!4BIF-RD>ND_(Y MI_1\- -/DGEZ?E_>_%[;X'E7<3L\N<]'"C<(*R4-JOVVPY.Q?48: M.CQ%4C?45 J:C1855E /N$0Y26Q4W]/'G#MTR"LE-0^^^V'IW1!^Z0=-ZY] MZH::2D&S2?
LH.!Y12X=Y>()^W\>(K,)]LW 3258F:C386=IWN38J",V=FJ(M5WSTE-*O;/04QU'C<539)#REN@&+'%8-A-6VD_"4ZB8H\M3_]C?S%9[ZWU>< M8*]]]A2L ->]TM;2KP%/_^Y.%%??
9ZV, 71-K$BKE6*DV3K#?/GO]'D^^- (U ME8)F4Z"@+P(JU)V+*3DVZHB-BAOM]26N?1J$E9+:9[^-]OK8YCD-':Y]ZH:: M2D&S4?LHJ'WJ4DQT3JG_R)^7^63[O?GS>^VTU\=>)SSO?
V!Y5W&G/;#>AS+/ M^S<%*R4MJOUVV@/=.Y1XWK_VH*D4,QL-J@& 8J!R@7*"V% K[K0'S^/*ISE8 M*:=\RH&EM/)1>USY- $TE6)FD_)1Q3HIG_/*SN,,/)D/M=^7+Z_NMBN7?
MG:RNMSPWOS]I5W&3/54&Z9=17L&S(]7$2DES:K]-]E2%#[5O F@JQ_3?94C2N?)H"F4LQL5#Z#.BF?<\S,*SPS MOS=O?]]-]K0NL$ZGRR?:'U3>5=QD3^OQY$B#L%+2H-IODST-
YR?RY$CM05,I M9C895)J$R9%TSHP+E!/ 1L4]]C29*Y\&8:6D\MEOCSU-X=^;[/EHU9^[="W!N $[C91T2\OS[_/O\^V<617PB22P02=QK;T]-
!5NND^4)\$CB_FRMBGM[:EIKV).UFMA>'"O5.G/[[>VI M#5I#D7MS]4=-I:#9Y,T-L N06)&5CI<>W3(*R4U#Y5=O#, MP(X(VH>/WZP_:BH%S4;M@UV
>CN/Z^"QQ$*QQ&?]]P7Y369SG\<2^??Y]^OR M_8IBB85#B&/S+7IV^(@+_/QE3X3U'$7IB%VQ+UQ@H:(42R989>V"C$7)FHI+ MUDR7YT4@]]HU>
("7VCJ2FJX/AZ,OO51MKTO%D1>92]TS/+E)J>[4%BG9 AZ0 MD@=H:V_J"I%#/Y(R>*R!N- MRIMN73Q>#ITJH:/MU%2I+)0&""5Q]UFG'$IU5%WEL%16=<&*6L.TT<-55]U
M4REF=E%=O6Z/R9NZI I//5C[W;1UVR""170/'JK;8\'QI\3EH5O^??[]NGR? MAV[%KJC0T&V_ZM MJ.C>@$=P2X5%M7WVENMU<J^7H4USBR;-K:F_F);I?XSL\3T:-IE&)Z8,>NDH
M/'=Q:PF3<*0J/YU:GL[1F%CA3'RB,,DI/MX.)GTP)I6ZA!F]DU[I=L/U[MV1Z(Q;=_,E)JC46*#!#E-D X/4T=U\>_KYS9"_SFF&58_\MU/_>IL+L_@4V MK^./ED^$8
Y?;&MR5:,F"Q_F/C4EY\4SY\52Z>F]MAWJ=;&T8:>KJ@WAK$(V M:"5<5CNX58BV9%H;Y/N5/C?!+%H1\]Z-;5@!$NDJ<%U Y0_=#US3-XE76@/T MZ)W9MMK;N0E20W#*-< Y:
("*?,;#6F.]'N7%@;QS'1SG1CU,^DH9X=;8^=IC95H.'(8:TQB_OCNU\@/@=-*^\8-:A&;S(;4+?&\2\%@ MQRO,4>0X=AUZQQWK^PE827" 8R=XL4@*5V>XNI-,P%093BDF4D-
)FBDBY=90 MZXNG5>]?;U#7>W6 M^_<+VNT,^EDBE8=&J])/K?7 P2VO\BXKMIWHM;7="V4J/]ICQU[.]/M*.(;?0NF,&A&DOW MR&:Z^VK:='$KQO._L\W)Q\ACH;_?''_6+F;E'A,"
)9@6?,'<_$W[UTB04+ M>"-?WLVQ/XT0DOA62+/NXBOZ"Y G\/._LO=[;[WN)J"+N"9-6[FGE?COU%W< M@7PE%R\NT7]=Z!-8[*5NO>L?'AY<\@S@_,*'*UH'2;BZ^]P]3B;;[%KL4&
M!6 DQZ4HN@3D$Q<_!4O2Z[(48>JB,/F;J:MR;ZP;JCJ6=5DV!AI1!EI7?I$D M8AA25_U?%?N+(ELZ$^$*Y9#M>__\0\^'].&1EBJBI4A[O'[X^?7VYDIXNG[\ M\^;J^JDMW-
Q==7+7G>!H)6L$R9&V<7?_?/W$).SSO7!U?_=T?WOS;?1_4WX M?G,WNKNZ&=T*3_PPH_KN^>GL'S_TQ439&3\.8O?5B1=*.0'HH97+8WHJR,_ M>E5J;27\#DVK[P%.U!
(622<$[5(9=;3[A51?O;ZZJDZ?C"D9!Q:YGRP>>S]) M*EG*'L_PB*^68_Q*:$RM)1!0I'-D"C<@N314JK_C75 :CUY?70(6 1'FKFD; MYERWA-D2]6S'AS_F^@=NLBU,A J
)>J#6J\&'SEC[WR&7TQY>QZ/2M.D6Z)>^A 0,=2&R[&K$ M"F')WEXHADZ7*8_W,M[J=7N;K>8_J:1U5D]<^ MZD"M!_80S]L,NKBSP"[1TB-[.@5W6=S5R=KBD9R5@GO;4R1F(6
?"4@^_Q.K#?R WYCZF7Z*8/LG!B_J;0O9N[G!N0+%-S4*1U5<_3_ M#]'=YW*X0#L,8(*;T]=\BMH=KN#W:>AE$3E5$HP;Y&[;F"7(Y"P!3. ^ULN M?>(E5F681H$DS4_;
<&8ST_?)6%C>S,?1M[)VX3>V\'|U.]#=#TS^B&WAG0@T ME0H;,6W?$73A[^4:X4M)'KVY^YYB4EC#_801*:+1#_VW.0MF7QW7==[Q9IH^ MAW?\CTP^Q5YUW323"D =BRW/(T:
&P@2I^*2-\=Z@V<+!CN?2?C;PB=_2H0U M!_BY(SRO_X3P FK?0WK11KF"#O]GP_\!72UA'C?+%5S,X@%-7XB@O[H$5SB' M!;_ QQ_*LQU%['?$6(Z> (M!Q VK% PX.?
@H8$'[X'8$]X=]Q?=*BLL:@L6 M@>^Y-.$7;G^1%GPE-G%AH8;CSAVZQ'D ?WFX$MPX72I:.*K T+'Q@>#V[MV M02[Y=V "+6!)N&'XX-SZ$-Y-V*4!/1/M@%/\0?
&"-3IRX3/)3KJ%TL#0N)7[6T@ZU@G2F%S$?TCM>I(, M1-%4'^N*$+A?6H:4T'')[#"$I<]P*_L%"\^EJ+"^ DWK;UICO*0'^+XS3J]K'+CQNN+5]%I#!^3#!]B3JTZ;$!.0 MXA*)'Y:!?
0AC0'!;> E\P+E-HK=#2 LZ'/-"P,-944,3^GE.0[-9OO\DYG9("U.X;'?F?;N G7?&L"E;(83Z+C-S*\ MCI#Q@ Y@*KU.X]V/EP3)Q'5F0&+3\U&<10?C,,Y$?Y]N$6OY0*>$;QN"AH@PT\X:H#
$S,M(GR@D[WL8PM?4XG$VK_T<\T[D24 M+4Z$VE59M=9MX2I?SAEZ6LX-]CEF4L+(6D;?!!;^CL)K[_JR&ZF_ZB904\@4 M@&T6\]$%)A?0[7@C+L;"8AC1B-
,6I[Q,BJIG6$G@ZBL=*6-:]#]JX!*7=8!1 MWX W^2]B4%L]]L8F!'XVAFV"^5PF>0L*$*K"\M156\"7W+%%/,H$@0'UG[3;71#79I0L3/=3XUQ(1 MSK^8JSJ'_P]P,
<<)!QI68$Q1CR')'$2+8_P2S F-!# 'C?Z022]UT!^#I]// M1X^O-Q[_8F&\<@;=H%=&T&7(,@WXMY205PK66URO-%2V:W)8&[)P\RPFR)@UG$)'/BZY]L0N,9]*HX
M:+1QV/(55:WI>0'*\|^)$T3Y#T8)ZI"Y/L?4ENN\NOJL]%&.T**&EP(+E&\R M"+,&+FC552$ UCG@CA)X:1E0 V^]@TE]8CO,KBK6T
M0U_>SG#BESQC>OG8C3SCK:Q#J=00E"O==3]0AR^3*LE\Z.VMJRD!OEN;147G M)TW0'(Z5.L*WP,4OX];2Z?*!LM]TJ3Q8GRYE24_ P+WA.VCP,/=EUUWU][LK!6>/K2F^84'M#9D.
M9)@<4S+/OS.]TLF1Y9A,9G+DKW"=(|;,9(8D,R.B]%I#N=.7^QF9K[PD3UR@ M OL"K\!U@-CP?.MC0WG-0%UOT:.YFUE1,]8_$BO&F@TM54<#GSG)D/FF.%Q9 MITB1#AZ7*
[U$&>-T:43&2URHE3?="JA22JLB4%UA/62V8[=M'.Z&I WZZ9%RR,O8A% M6V8_@:^H(5U!6-VF,D+L,2&TL=+/(4]G=Z B#:1J\'A MJZ:%'_F@Z:9X,?!M+S ,XGF3P*)A158S9;]:B1I P]
(]SYR8K*[2(TG9!O1: MM!PS[3#(:=.K3JR*/W1BO2DA^?W(=@AO':I'"E=4Z#T48-J:MJ" M^(?@,72P5GYCD%18C\MLQ>NH;)"^1/'S>9OTY:!B^H-/KE5,_[ZT5_JCV8[-
M!8O17Y(9_>E?E.S,;/6=5T+S^UN/NNF.W.#HO9A2'CN\DZ>7P<_"MXH8*5 MRD1:%*#;OP3R[T"WHO("6CE+?W3Q96?1*9]&46G91*BOT&D*JT[C=5#3,[\"
MHAU6]T9Q23>ZY,Y45SC8@_XCU#?9VG+-99(91;4E&B#.9Z6/(* M!*11J01Q@L6,1ZR?(?2G8N_8<#QVK8!6P_A36&8I+A:[J0(PSWRUX:]57ODO MK,JZA7T1[]Z^7MK-
62K$@5ED)5/6"I0.+Y2WJ3)8O-B59GIB^I; &;)0]E0 MK%)6M/:QXD&I5K0J>RV7Z>V4FUXKDF965*\)A0BR (,T0NO)KUV1":3L-9M M*3@5RHC5GRVG2)4--9BE3QO<5'7=:9MK
V7AGA;[P7A!0C2'VF=IRU0-@>_P M:J+T6D]H>B;Z+V+')[-*?/HTWR5,?Z%(]M!+ +L>V)34W=?.% KLMLLV9FY_ M0Y58:72
%]ZO6!;T>WN5!7(Y,TN*S2QIR6"*S9@8X=$'X(3<1)GH2=DTM6>6 M_QO89)&7$%EOSS2+\4C(&E+.WS +A53N4"11&E)M#E.O0N5 MJ<.7U2PDQ^';Y$?%V
^_%QL6AQ%#>5(FEBG$_!V"[RV\F!:V M$(*S(>QL)O'9)+DXO':5&!,"\'Q%]J:B#!O"HV\D=A4I[VZ:M"79M'W>4%,Q M]L6M35%LOLEFQR3K=ZLL&RGHNCXA)-M8?6QUHG. M?
L24'*C\KXX]]E:CLH@_@.YXSVP^IXVV)G'#+-8B\)UN91QM91+?/A$L MQZ":"3%L8GWO;[T!OC?M?!;GEUBV[XG,_:1#SJZ66B9 TC9UX0< CYWS]W#4 MT2CPIX[++CI6@]Z*
<^FJ6*YSE-BM.%.N8@.##$/X" SE-96C%A"L.5LA_<' M]]%10&/?_45H6&].6]'$-7OZ"]"LN&) SBS(A=F:=E"E%WV(W:W+?O!&OH$
MUF7$>JKN!S\$X$0/8.$!9:^4%4(PPL'YAZT&P;AW ;=@WSOH1,Q,UN$1ZRT^ MEN@,_B@Z<5B^2./0M&!!P)^DL-,7=LF'2:PQ8YBI8XW#BWYX."_(2O1&]#R@ ME^MG C;DBS-
/Z9_3V1U\@G4L$X'HQG11>L9.OB/<3'*_31.3=%&TFQ/[ ).A MN)1VWA<32PP7#=\/O+7E+_%#*JA^BZ M= \0QC18WCR[Z/Q6ZL22WBHUA?&_$Q/V_Q*8M)MO[&N"A?
DP=8AM_FX+(]?\ MCV/KT;WLJ8XMV @X$ 9M)!&FOVG%1>R\)%(,8?MVYKJ#\^6B=A\O_-GE>=!M M(>Q7$?5B6\"OYJF**"\H/.CFN(1!G>*0?%6G9*JZ_LJ&C]XQ/:8$WAAOX^6Y
M,.N(1^N]ZW-P6WW?(F%3TC!&!FZ9&]Z/F)+Q*P9H\";6,7O5E\LYK ^5141! M=&0RM-8:REK^/9=:]L;/;ME?R^/9$,G<>#P#.!XQ+7!K?3Q4H37FA-3=3DBC M#;KR6_'4\X2B*"@-
"^8WX#CF(:(E&UU_$F/%EE)IM:+K&B7:1[&UL]P\>_@D'Y*\&C8LJ"P1?Q<00X>H!&#<@K:U^_'Y.6#^? M_)_O9?U\+^/G#T_Z94PH'6H+WEZ/GJZ?
DCR7G)^6^O>:2EYBSJB[G\$E$G MBVABT5-"YV<$!^1[X.W<+GQ?=FHT5)=U5E+J4&KG5@I>,)OAT+)XU 'MH!J& M\0U&2:?@E=-:ZJ?
L!,+1M='$H:,>+J.%L/M/<:Z!SC0TL,_WW".7T1]?,+EJ MZ1^7IDT?2[_T)412F*# ..KJZ%R4S.SM,%H_&'34KHI:)AQ-&OYP&,OOP#+_
M2+\N:IU^7\E\J]OI9;Z>]RA)@05(E3RJIW0D42SUJ/S7):U?W:+D38_*& @; MG3#.'ZGSIS;,M+2IB9X?-/KMP M)A>!%UF@>E&P-VG'2S^*)5<7YN^+J3D&E_F2.@QR@<^
=T[S+:LD6OZ?Y=': MIS/@_3SGL2_'!1[Q1^XG/SU"54)F)''M!)H"M-UF7GIQ,X?#LAFPW%"\71Z6 M*L)2JP,LCZ_*S]'FS8;D]Z7:DL*J_R3V_N ZP$7AE5!:7,^*[VWBYY) +$>" M3-
';;,&T05\F@_A%Q)*&,X/2,X[6BJ6BZ*M(7FWG.G&D;%!A99&"TZ4R2ASJ MA)3CZZRS9"^[Q=$31VE%OQ>3/H-L:*F*Z M3^]Z^5.(T ?Q^#BN3Q#7:Z<
%L0U7DH7\|K9:X+KXZO,4HHU>CLZ5U9E<.# M?(6!?0D.]&/'!PP/;45Z](K= M 3EFUK8AWS\^'OD.-]J&"ZVZ+0R% 5/OC;8 M?RF5?(WO/8:2/=.;P<:])9T9GGSEL-
PA^5H(EDI=8'E\+7Y0"[411D"8"3F7 MO.M&O;]Z)SGK,VIKR/JHS_4/6K^/2=STM6\ZIV3ICOAZPX&G[[9)]!82@5IK MV,OK.5"/]!U/].X]T5L(*8/:(^7X^O&$PX?9@+R-
I#@/$=8!.B=E@)6)PIR# M"88CVC9_IA>%9Q8&5N$ #=>>.\9 [AS;R%6A.)UFV-/2G?GKI$.YM77(X,0& MO&!K[4'9(@!NI1^/3\.D!_3S=!/@1^/ M;
[^4L'+^H'W9DJVSDST.2_:%A%._QO"BQD-(8_7;;Q<[T'8 MK."2B46,L(U[JO>@AS.+6>MM^*J),W1)9AM:WI"0-R3D#0F+-B3D+?UX2[\B M+?W.P9-?-"=;:"7>>F_'E9UD4@)'9)?"2)/8
"U/M+$9:][)GA-4EH< @V X(Y\VL*0E!L#?L'AN Y59\]31W7#^NG M*K5XFL"(F]4<+_TI.B6, @D'C*]G9ZSUZ=:[UH?7AE4JYTL"1&X-:U,[>(*. MRY^Z:]
((WQG[+N=7";/&"U@NV8S@L9Y'E=:P;#,R7N=T% -[F]/%,K:2K2YK M8G'76BXM=SL^=F"Q=M_05T[FH'%8_Y'CZ96;]LHM GH_D;F+L@@NMBV,<>I)^C =?$&/VI-
9^(DGC(EMPK.U8$E-]?+6SM$NYPTWF<_L 5V3E&Q M> X\G/!>RGJ;(-)C(I#?.BCA$R/J'K-B)K)W8/6L"XA$!XB.Y)& M*(3L5L?G)R@^7[ZH;
(M)/R),^C:=/F".0L%4L0>#Y/5Z6S7YJ'+GJT(9WO@ M.7OG$"1+WJ3;1XB,7]GA5W8.8O*OEQX27B.NJLM8O6[L<';D[%@?Y5Z,'654 MYDUGQP)7T.IV%>Q;X&*I_>KUK>R;4G@?
H2V\$\$EAO-JP\^_)GJ]BNL)[PM MYJP;+9Z(X+&L!$W#M.%Q7F#1+TU<9T87$_Y"E+*@.P,0;0@/X=QR0FCCO3_?^W9?[V+^U@=C%VZ)@5?%PFHRFMH9SG0Q
M+%SM,6_$(2Y*D:]PZKT2\O6!?'G-1T+R43S/";SS1JR/3BR\8GD07AJEJ86L M5Q(R(B2-C#?YYHY'^>'2)9:.#P\O\(62.O&M4/!U%U_17T#,!7[^5U(7H8XD MCP:]%7HE_CMU%W[<*
[EX<8G^ZT*?P&(O=>M=__!0!B<%+$C7\.&*UD$2KNX^ M=X^3R39[U IL<=T@I'_J=5F*,'61N_YFZJK<&^N&JHYE79:-@4:4@=:57R2) M&(;45?]7!8^1ANA [%TA8]J86-
>'R\=X5*2EYE%1I#U>/_S\>GMS)3Q=/_YY MM.J&LEZ^;@D;9Q=_]_<3DS_.]<'5_]W1_>_-M]'S]3?A^ MZN[H9W0I/S_#"C^N[9_BD)O;$+Y^NG/#B^N+&'U?K?\&?7L]/&7'M9&=\
MO+6_L-90[4Z6RJ.2QMH[<7$Z_)%OJH/<[G29["YS5;W?[#Y1Q U-8==:;@_Z!^U-]"T@=_#$YW=BO9$? M\/BIE^G,#UK#?L5-NQH=Y.SW!&J^*#+C_(;K[_.YD\H+8&BH[M*Y=LY.U-
A:S\7.GJ; Z> J;).M!@P4_)+C8<-$T&S7JENPXJ.>ZB'TZG GD)*-0\U(KBJ)>?&5J364*Y+B^QS\%2?I\0E]"H/]U?WK5I'2.:UZ)?!I-RYUH"['\V# MT";]NADZ"L8[=AY,S+'3'.RLU[*;$=,'Q
QV3B%P!W:K!C_S*1V<6AWJ' \ M288HJX\SN4+%QF55)=9J74#+H;9_O9T),0U\G,J<' ZQ$X78>O6>":Q!:ZCV M=@Y)\UKE"@")WF9P#1?#*^_FW
1T,C0NG$5!6T>WG.3]]S<3>WDV"N9(@/OQ\@56^V\(2YG3LZ< M96S"3-;$YKC]BF_3<];DK,E9,]/LWLB/2FNH='=.TC $6*)Q.0YK.8.UQG-/,Z._)!N:5#
(G>5=PW'\0E1Z!DQZ(BPY\'(&]$! ,-YB[]2B=U8=('R"48O2[DA!OCQ]]ENO0=98L(693VP- MY;+ZH_$\QE&W@]"O G785J!3LL:J\:C+2#37+5/\%,SG%L%++;HET#G#$\MY
MI^E9PCWPP-GD7G672> M1>=9]//,HE^A_IGKYI@J'IU>_O! (1E6@)K'M*DRFH%]$KA4EQ6ZBU#3)'9] M5W:"CNHB/!K;/IXP<9U98D#P3DYL41>B=I3)][,]T;+87IGK)-$U*P2V;Z,
MUQ5+]OK>3X4YQV.]ME &C_W**@ 'M62/4-KBC)U3%;6C9.FK M'2?*^QMT43(<=Q/VMP@EP+V]]OI&'SN.U:6Y)VU)A#ZX)@)GKUEHK5@,KMN1<$.Y4<51NK56*H7(J"QY M.
[TFKE6M84E/8"SHGD=\3W!>?!T^0N.\Y+U70@/!-OS:DE;99[27VYJG M:FMNT%6/^-C[R4^/C!"/]R$:;^SK$(O?';=P0PLUNP<>]\!J@QS.%85T9;5<

M@2W^ZC+6Z(3N:Y30HROIKI*:E!O%]=K"@=5?B69K*I:?'K(.D#MR)XC9"I13 M&,P; M6=0%_F.YVU%85=A=?$5_\1PK\/._DJJO.E+EZT!6#=4 M=2SKLFP,-*(,M*[\
(DG$,*2N^K\];$\UWJUKO^ MX>'!)JL\33M:DJ)UD/"K-,NES&2R#66T H1A& 7N=2;"%0H1.O-%SV>$P^-3S<3GX_7#SZ^W-U?"T_7C
MGS=7UT]MX>;NJE.D9EC)*F,\TC;N[I^OGYBH?+X7KN[OGNYO;[Z-GJ^_"=]O M[D9W5S>C6^'I&5[X<7WW#)_4Q)[XY=,5$V)D_#F+2[.WC4HZE+L7J*$O>UI$
M"!.08_N7%_C*D0C1Z\5GM^[6>F]5F=W8AC,CS_IOO&MA.5CB^ P?_VHYQJ^$ MCI*9CJ0T&_G1B_@X AIMCL!V W*4O2\?BH*2KC4$+-__N!:>1__?]5-\Q*O7
MZ.EAY_7>8[O+VK2XH3- BL9/QI2, XO<3ZZ$]LC7XE- M)J9/Q4G6$2@I6N>RYY%TWO.4 "FB'4;- >>N\V9ZT;T.D^Y:\/7?\+M9%ST2 M=RI6+S(<]IK"8-
!1NVKI6PIB1Y0K*N/O=OI257<+%.G4%[7^QZN]\%"XFA\8 M\CRO,1QUX]*Y;EQ.V2C3N)NQ/U7=F!AH$Q#"8,H@V6 M^E&NQ+(2)@*DTZT5OV.+L3'-#AT6V^+IQ!0WQ,%#21:"
(^449,8-^RCR=\YK MU6=\%0?_J8)_0T!]&_#C'-^R]Z X^#GX#P]^M7KP:ZVANO/8FF9-HFN.@??D M)[M5+IEW,7W.K!?7('M\Z1E'>H$6S)6NYZUP#QS%3THPHCQFMB^7_
MM>@8R#%S%.V[!69ZK:%6U>BX@^O@78(LQSCQ;V1"X*#&VT7ZBHQ,/L?O<].M M3&R."]6BQEO$K2$Y-L! M,]A&J5_54.Y&F6]-T,.
[AE"*QDR;S1T%M?"2;U.&1Y364*I+E+%*4YDCIZ N MWAHYF)G<.9S"D5-#Y!34R%LC1ZWBJF83,QO'./B?M@%+T;'!K?Y;B.[8>+2) MN1GV/5KT:L\-O9RFG?H)U7LP?
KAKU1C121D,4[X7W]%">DIOARAZ910$EI MWMV!,LAL.<:!4CN@5*AGB\-CT&T-ZY+9.ODTQ4/N59>RMDM881O>5Y& V&,G MP-LOT29R2W"35;@G7"Q4(8%.1VILB B4,,0'/=
JFE:1)5[=8=6T.F_M!CFO M5D2=TV'4#0&8,HR*4_Z.]<[57M23>12SJAST4K8]44V5:DX' MF>3]^BWOR%]/)L3 MC Q97'\XR.!!QBF9=);^GF7Y =RP4ORQQN)B)?DW:7- MQ#?
E/5_W]]Q/X0)RV@F7 C!!2((OB,X@2N0B$2+=_A5^F;>6J_EHOA5>GZ5 MGE^E/ZNK]&$-34('NPI M.I6E#V?.PAXH %^0[A7%?/=G1-9AA/:!DQ9GSA+]8[%$G[,$9XE:LH1Z+)90
M.4L49HF3SUO2:,X M-RR4Y(.O*9\Z^5C5G6-?C,DX $1A%H.PQ%O^))DS*R?B)I=[ND.)+$UK#7X9=[3Q1)N]LDQ9$D(9(:,I][^1&%[*M%
M8=O_Y/VB,PLHY%\6*::U#'/;)=1=:>G416_3L+]OYI" M:55M[QU*2K85R*%4.R@=7&T7 U ? 527#@0G[U7?V&^@CW$:/=79ADO&IG]N M3O6N^GD[5F"DSF8"M34<=-
(W^/C]SL9C9W<_>A-V:'XHG>/EV&D\=JH1P>NP M,V@-U8SX_<&QPT/WIQ07H!?7:7$!=_P/Y?A3FH_&_PJ8=9?-[[TN&MOI["_W MUAH/I0H=_V)0RDG_<"@U'DJK9L?>H20BE-(-
@0\.I9/W_N,C6[US6,$5D+VT M1:@?,QT@=!#.+0?"W,\)&UN?PSB8[NI77=][\+X =:C^/4Y!/.>9JD(FQ7E& MWD=-/.<9SC.-R]84YQD%](Q66:W7.?-,@8X:17M9Y)K!!]@9;7+Q+7#A+
2\ M.-\6WHF@&_\.3)>,!=C-!<+3=2P+/Q&5@7CPEV"9,].'#X&'\ )N@O\!2)[! MMDQ8&'P&*&-Z4W@?NV"\VX)+;/).^UC '^[KAZ![‘H$G^5/=%_X=P %/3/@T
M:\67E=L"S@$\"4^$\9&L18TX;G!5MFX)C^2-V $1KIPQZ0A_X48,(*L?M=OP M2.+1T?/P"03V"^N?$7_JC/&QX1=QSX$/F_L/_H6?_._;KW]&G\/"&.P-\FH#
MK6FG#V^JNP2_'UKE\+.6XWF+KKSP>5K^A&U$L-H&GOBF6P']#CX@L7.D,'YW MXCHS6"H< ^4@'4F^O-[DGMY-?PK?Q&$[+' 2N'1E8],S M H^V0W3)J^XB>[+V)4L_MJ!,6_
($>XS@*Y%!6HA6W MKG3)Q *.@/U$E[[P@/]>IF62V!T4;)JT,2?13^@:O,8KINL!!*".A4L:![1# M#O) DLM=8E'$LK>66;:S/&4B6\ J]1.P*(HLSQ%F^I@D9%V2<7L?0"0GD.__P-
2/")];%OIEY+LU(0WM!*LU2&[9]JIT<&P]$,I5TF MOK'Y?=J2BN#=5*BBF#GFL2>;V-2*,"N\\JY[,2>]-(A3BO:R+"7JM=902\^! MB%BAGL>YK&>65! UN5 \'L#^[0@-%10WMH
^')YT.U(]7'!D(>T=6PB"*?X& M8+AY?!+(;_@9.VPFB*Z)0TV[GHQ0@?_5*!AI:\ VEE/AN MXB$G9Y0O)YZ([UO,U?@&'_' ?\^4&0,,WYVB^CPF$PC)5FBU(LQZ]5D*HT5; MO)9182(.%9?
2A9NQM\+5124QIB-KB'KR1CL,8TTLBE3A,0H2"2/#%S[=/(X^ M4X9!64S=1L"(I;_3$)?!8K_4S2,82Z*-9_%QCR/J,D9*&EQ&4!Z!%>H='2-O
M!&#EHG:RB.XQ3L2O_NP\=81G%UX+W(_.4>590]'^E^E/4>G/P>W$DWG37=,) MO(B7(\D1ZG4X*AIWQ:OQ]/-1* <^X 4O'OEW@"%!UBT8+8:,8,FZT$!;,'3W M!?!DZ',_@!-
GHI_Q[UK*IRI#,8E.) ^Z.;XCF<$5$0>: M]-(7&]>YE(>3ULT_I*)1@/6')&*#_'H>$I5PS3^GHJ;N^G/"ZB(M7997BW-" M;<82C^C M^FYH:'6CM2G^09.;$>X2;2[Q%J4D60]
<4H([+07M0^SS38C3AQ MOAJ+7P3I4X9X%)!?T3Q(W?!YU,1:TD7AGF7LOQ]=K[^DRANV]R7JY4[+!1+? M"A/KW<57]!?/L0(__RNI+MU'TGL#:84ZB?].W6@U<_V57+R ;?#K0I_
8B]U MZUW_\+"F)*G(08N'#U>T#I)P=?>Y>YQ,MMFC5F"+K%8!F--A!1>7-)N,GX(E MZ759BC!U49#\S=15N3?6#54=R[HL&P.-* .M*[]((C,J:O^K]H:TC$=:(1@
M/0DRPC__T(>YYM7AD:9F(NWQ^N'GU]N;*^'I^O'/FZOKI[9P_-M]'S]3?A^ZN[H9W0I/S_#"C^N[9_BD M)O;$+Y_"TA\R_IS%;RLB*6X>J,I8%12YCN.1'[\LM;:>!!--DP9U-**Q"FP^
M%P8[P*;/&0(CB46'P!S/B,RH@ (=&[3>Q^&>D_8]#=10=;0(]>CT M6PV?*+**T^'Z9R^&$J1ZU[._(\E6/O?7FDRLG?+(FD.!5EUD)\LU 3+8-S M+@O 8;?FXQM M%UI9EL; 8TX
M/<0VX)$OQ'\GQ!9>'.<7U88(J!?=,ZDJ!"=J#KND 4%:83A'UVO%AMGBMMB) MCGILT+#&_$N*&?$->7U\(V%2)BS)AQ [#Y9N^V!D7D?P:6$T8::#-6O^]B_M
M8'8Q=JACA#^0&1G!>OBVJ)S&[5?.)R?+)\J1^:1/^43 1@99. M["Z>3['%257B^19(#$09N2ZP#UEN9I)DG0&PSBY2N#Y^ 8?,CE*X(&2D+D"& MF\CU$[9?
J0D\7AC*X;4X.&@RFU/,8$A*=WV;N-[4G"\J=[F-O!O,)C$VZN[3?3=6R,@= +A?"8MVTMNS-0* W2 M&?OQ^5EN OZ(7@NG/CZ&R!G9XY%AN $*7HI4V\HV"U@Y[Z%]8G)PT9K4D-
GMYQ=\CHY0L!U?, (X9]NW/H3%'-RS##$?7=O0_R7C)6PR5LW?7623[1N/JSV(J@+PDJK$ZRXD[."HCOLRQ 7:- NO(;NNA\3QWW7 MW?%Y5F;L4V+'U3"W0.NK)*DSN6?
0&O9WG@U?'U^ V=KF5P..'*W-51WEKK< M4#YR(3/KI'[&-\W@)CKD*[>:5.ZUAG)5LR.X+5PGE.3(W:U0(H)M MF\ZEUM*T/;,1LDW0 FL+HS<6DW!3:AO!O["BD,H;?
%=9RJQRY=9W\R%30@N4 M@XP,#MO.@]JXW;W'(=_MKFA@H7:K2HA7O>:7@ZO_0CG?'CAI>KN MSM+YY,I8FR"Z_Z0#$A J.K9?Q([R9VGY[NF&'^.80MQ24@^M@)L'%H',5+I -4
MKJ;8."V>=[EDI+RE0W)T*!A^D V\).#ECIL^/*4O=D2YPCDEM1R>4LM%\8DN M?*++TMZE,]Z[N+3WDW>-,_(];>&%@,BWL<34F5 5LZ6U<>Y&<^-MXC(FL=CK
MKC>*T[8:W@N-KHA^U:WQ7;'/B3BLG+7.BK4VS S?GK548*VJ[J)P MUJH5PCAK%6(M<5^LI36%M0Z:LS]*AQE8)Q+?$XRI[KYB7,7! 7MOIH?XP&"* MF9B>GNO]\
LP8D_:A5VN&/F?G2O'HP.W6)N03/;!'@8UN1'#+U%5BZ$-:;#* M,-3OMH;I1JH<0Z> H0T9F.HPU&L-TYWTS^!FWE$Z7&0VW855_0=> RW][IJ^
M3^P+9S+92DDWM\3T@$KZ&VN\!^;2HKK6$% VJXFW="1D<)]/3K MX^5Q"-4Q4K 90FJ6 .*!@L.5K1![O&/!"B\#/_LR\'*RI;^GY&%?R[S[O5/R MD%_BX-S+N?<0!6O]0?4%:YQ[.?
=R[CU$39S:K;YPI[[WKNIV$^HO(DSU-Y+5 M/8[-WV35.YX/?V$4;NT@:%RP=O_NOP#6]LKT!^FYX/JYX2&RC@$W=FVM'/VP2VCK5*>M8&VL([01;Q8*LN MOBS,'<_T32
ES@>PR:M._T&0%O3SIFU8 =V<2_ NAC Q;7B2R<96!I;OM8$[MIF0<6/##+@&4>3BF"_:<-\"\C<3^%S'PD$)JP2?HY;.PP"J:53 ']J,[\WPX M/?(*7^X(S[!+!@[A%=9JXX'@SM?
O1#"!BLYL1FPX,$3%N^E/Z?> 3W!?7F!, M%Y\V -,O1'!><)WP'.M#>$.HFF1,X:*/_Q5X/OU^%D["HP70F;A9!Q"&^*"GQ-@XBW'QH6S_,:?A M<].DHRR1]QP!8 P:PB=TH-R "S44S
P[U@,C$-$T]R!;+AB>MS MP/;XR;29B7/(:6+H+*YHYH.!@]2"PIQM!GA8(MCOWJX-_K!4/-P5.IO&>@@DT0CQT[>QPH8N!U/.6_'V=(TQ.N'JR/6\? F]XE MKX&K/>RGF&.0P)%8]+S?
=-.BL-6IB$[)^1LI1'BE*2_)Z; &*05F\Z MX#CP!)\>>S1Y!AZI4*B*75FF&'\AE@E*@HFX32(0\?M";#*!#TY<9P:&SXQ$ M3%[XL-.B,M+CECDS?9VQ)&-W+U,^
%N%"I_]*K#KC8T*T7FUS86*A[T D_]J MYQ&7:E^*X]#:&&\3E$R=)DE4^H'@#%TX]^! MB=H0L H6O:F['YG/[PVHO-+#"PZ4> CQQ1A=\%](%$3&T=34Q^C,4$-<#0U MP,(W@<^
MI'$7\8G[3D!^V5XA-\6DQN55G@?Y41H]= ?7)(&(5?*V$XB.L1+ MJNUA(5^BU@0T))#X5NA$=Q=?T5_7P9ZYGXE==W\2))G(*]0)_'?J;NX+/]* M+EY E?
VZT">PV$O=>M<_//3DDZ(4Y&CX<$7K(E7=Y^[Q\EDFSUJ!;;(@A*@ M/AR7'O;NJJAB3O=G.-(V[NZ?KY^8;?%\+US=WSW=W]Y\&SU??Q.^W]R-[JYN1K?"
MTS.\\./Z[ODI+!+]=!7Z6>//6?RV(I(BTT94Y0NI5;8%41@9N9_\M$-S\3_4 M"OO*K%KOT;&L[\SRHDC*:$RD2@4;$QW7MV?-A*C7R?H(T>Y+\!"/.<881D'7
M/S0!7K$O/.B=!578=,J0+IMZ%UT6MR%Y6Z.:=!"JY:)X6R/>UHBW-3K/MD9A M>@_#5[R9$6\+4743\!R3+S-L)K>&\LZEQ;S#"F>E&FV\5 1[0XUD&5["R9"] MBLLB.3/5
U.D>#%&T;H5R%[>C::&@*I2G94M24NH44#^2L'Q4P:Y6\&QTQN\A$BP[IC<+,6O\S<^@/ M8 0L#F>)V6[Q'.XGH_AJQ1,[C_O)[>(T,EFLG^7@'[QM*'?%CN_;[P:M$E*] MND011U\-
T;>=7P]&EU0]_)1PV>B.];M&\$CPH<*"J0(/E?IC]]ILT;1HL[MKIF<,6@-TWV\N$?7;%15&1[8!E6#;FO8WZ4Q/8?5R>CX;5%57+L/>F<;,:C% M[9-]]23.+[@\H]+?W4AS.J*GNJ+@
:8.M4/T/BQX2O6NO>>\R7GS8#?)!E+U M-\DX;W+>/%_>K/!JVD#>P]6T@W/GUOV"C]>@Y(9VL27CHMU"7+=4;D?]G?+ MZ#W[W\X[-
FZ.&\,%=M1E+FZ5Y]-.N[21VE)+:WC3)RZP"WP_;$#]VQ=Z(K:M M]:=>S7L]?@M<3,DC5]/->S2D,J84%+L]^0+^HR7ZV<5-HV^P?0=V#7P$PF'+ MWB?BOID&B?
NG+F(S0+9Q8(0/W21X7C[*X?OH44HM,TH9H;[FQ_\763 1\ 4< M*>"="IDY@<.E#2593\^ =AW&XX]:>V.S2@^/!VL]%CQ&O$C'8)MU5+JTP3!M MK+=UE363=* G(VI6&&R%L
M8'GI=K*IA$K.5,;39OV8'5\ MWMPB](,>U^)T*^[VG%^LS>CP$/WPR##<@(PSR %(S:HL65*! M\0D?:OD9![IN![VL>ME8)@BK4C<&\L[(W?9R1BG REUQTPEM!*F$(!VOP^C6
M9[R=L5;ZC"6@07K^2=8ABQ4?\K87)DH>LKSS(8O[.^0M[=K2IXR]5-:P$>^BL\ PXSH#8 M^6W &Y$9G_S->"$&M=JIMM(7+;WU,0Y1(?% @@QS8C&$)5IM.QK'0MOCL^[N M=
^@+@S=FPH3RWE?-<>SVR_CX6_N?=M3@$'6'GQ/Q,;-+-AP@6&QRYX6QPP4N[S 5X[4/+8GQM0HU=/UF^EAAVUPH.XG5\X,!0@E7FC,73F>[SU- 3M? MP<(>/^@?U.Q+-
W:5N_U6//)C//*C%_$75_J]'IX\R^>F="@37_]XN+W_G^MK MX>OUW?7WFV?AX79T]Q1#:B4&M+:;;KC/K.V+N0UN!\N15IS 8TX^C@2?)O\.
M\X*>L9"$0;U%XHTMW!N^@TH*^\ZWJ6CYZN@N34!_,T$T^0XXNH!XVG*7#0B@ MWLN8RK%',@]>+."2T.'UVCBZH"-<_R9&0.,-\$]LV0]_/5BPP4_X+?BM'OWG M9S;;9N90
WT"R@A'KL4CG(A+2Q;@M8L72EDC05DJ4>?,R\'I(._ZDF,TQ[$W M/IU6$/AL3H)@.?8K#KI:=,YGG>Z?"%.QO;[X:?8YDM$H_[*&3./7I@'+DA: M$HOS>$-42;#A!3,GC)-X@9$4_8@.W?
[XDIQQ,":H0RA5%Y2[Q^%"Q%T,J"F M<\?UT0[X8'0S2!C1"2F\1!XVN@@543B\2/>CI7QA([4<0?=]5.*H+:C"PY=A MW>8;'5B$([!,INPQ,"S:4*!X2P/04#CCZ'4U+RC59/!2
7GI.B;;>;%G(MS21+C5Q7M]D K:\?*=$ZPN;9('4 T_<3^]XWBL;N0%G [)92F$@[15_PPNQM02/FEM((Z^DQK MYLL#//:W4 ;@)P4J_W*8'=ZFS/X%[:
?.GLV&]J#1)TZUIAD/I22#&=5_-!= M8\K2(F*WURNVKE%":#U&0FO#8M=\Y^8AN8%>;\,&UCYIL2E\E%1L/WFR=IM] MQL\JOF%IPX:+/7(%$^W-
M&*RJO@/T%$FCF7%D_K<>$J8@YY9>6A\[@AW#C"W M"U\%[9$8)/6"$>\Q2;!ZN2?S^2=KI-% X?-/:K 4/O^$SS_)]MC$;(]-6N>Q
M'>N$012#&\JFM*$K;G9*18N2.U)/J]^B>FK9']_[HGH=25/XE)F5"CSFL(/A\,\7 M]X\A2 >/_O&)IM>= !X]]E)WG8N)0T-9 C?,%#S73== M^MJ?NA70L)E E1*G5X)>CP0'A,
(FZ+_0YL$03Z!;PC-Q9PQM5/^<+'!4F!8BJQOUWO=/BA_>\ C,T;&PS2@";A[C&>\SS5[7N: M1O"B]GVX8==7$&?JO:WQ"F4R;A M_Y*.@HZ"5[FE1["CI N&:L,/A/W8.'5#_))X?IL*97<;
[F-95 MH;&C6JO0I-90TM)M/IK8XW1GK-6.U4H[IUQ?'H23RGBBV E>[D@EE62=^:S1 MWS\5E_&[XTZ(>;).8X.4;'P2:_6LTAK*Q=4L=QFYRU@W%1CB/ #NV\Y?Q&;Z
MO6YG4+)Q%?<73S^Y*O+DZLYATUX=DJL9F@];YF1<(C_-1 SW04_?!^TU) >J MM8::TI%/<:!H$[]_*IXG3U8FA8%8XV3E).5W;I:V]SSK"';URH^L;G)2A'[
M;4E2IUM2&W+GDR32%MCE9*6+U39#I2. MR).5]?C^J;B,/%E9%R5;*%DIXGB1XG./N*A\N)6GJQ, MMW7FR/5\?5&I&LE+L ^-)':DJUJL!=S7Z M^Z?B>?)D95(8R/5-5HK8J%>KK;7-
/<\:PGRMXL;G*S4*"]TRHY?YLXG3U:> M5[+R: JM0+(2JV\R.)@G*^L ->XHUD5?;IVLE+"DIRMVM*HZ<]6 T1K]_5/Q M&7FVLBY:ME"V4NJUAE*ZRI5G*[G/V!0=N&NV4L)6/-
@=.$.=QA//ULI\VSE MSG%3I9[92DEJ#;6,0AV>K6RVGCU?)U1I1K92PNJ@KGKVKF>3I'WV!"!J\QW MS+L/?,_7;23="MCB,0:)"08XP,!;:E<.%# NQX&+ PT28%1:PVY'38_FS7%>
MN?@]<_&[R;Z1#R-WX\$4\4R*9?\F,<55PM8Q??!O2EYFW9N\W4>HZV@.1"+M M%%3F2S!C,IS!)0&)QTZ $[VB[22LS8QWN5.QUVC[R!Y'5D^F7Z%B_7_94]SJ M3OP@8;E]
([0YZJY"0C2416OGDZ38=+NPH-8:JMV.5++A6F,X.Q,Z/_[<@#VHC-#OP5@QKW2D9\1L@[,Y709 M9<:-9JWSZ'1L"^^$S2.">!T=D##!9G-+>>#$&$H_
MB\S@2@HRG,'5;RMRVOYOER>#VE0RR%WL?]"6,M(\%-&E*:$UEA(]K)!L][7T M*!8!QXRV<4+QG. D8F)] $--36,JO#%')YCCP&M0J[IMD(ZP[-,4'<1\="G!
MI>T>I&UI#AHTEH,P9:QH;36#AHTEA8P5 MJ_UV+Z/%3J94]1V!_"9&@/_V*+$B*\4#N:3[5. *IU/0Q,VHUL6[F9#-4:" MD#NY7BR;>C]!#PODY\UB
1FQ=B#:.QCS'K$SZ:6TAA.PS]+$(O_&"<2Z;>/_M)/;H"2\$5 H&^@7'IK(;/@34V'^OIB:XS&Q+^GZ^JVA/W5)-#$:'[(^&2)55]M%_Q,2
MF>&QEYG+B.D;4U5E5!6H9EGUAKBZYNJ:,)Z@(6L!'6J$)'!*:4F=)V#J+ZFQ MM6];ZZ?E]!:J6VDL%= K%-NJDL[";Z>Y&^L?*[2[97O0+^@.Z9X @M,$13%&
M766^P0/A]QLK7)]!JN(^A;$CV(XO&+H+ZE2W/X0WQZ?*UEULF(8?@23DMT'F M/I7(]"4T9UP0B4"CI%2ASP4;QC))@,HY>H[7*4*LP7)2X%\!*,3)QQ'H1W_J MT@1+Q#26**IF4C0)
<.'Z-_Y-&@R.B6ZZPAO&R?$(V9&",89\&AEBAN5X"!78 MS"_B"W.P-DCT7M(PH[JG(^!3C221"",20,C243.Z\.* 7LZAGH_ M! =,/OJT-V8A"7/*^&T$*GP1WXE,Z?_CP2-]TZ4"1B
(Q/#R;BDMF!.!%#H M VW!IK>#K<+JK*+BJ$1M_Q]6/2V8*U_+U<<699CX!ZSM7,H MN[*J2A0ZS#FM,6';%OS1+KM0<6\+%6&A&3'?<*$4F"77VMW;6C&>DFZRO2!J
MTA*I)2=UA%%V\4N; [&%\E#TM9?UC7H:9X M(NX;**WL([MS;!;^I@:I]XP[2;Y_Y7C^G>/_#X&?C3:W>!+[TJK5FGG^$%*Q92D.E$7WL-,MZ"S5'>H&O%$]/G<=7X#'7S SH901KJN
M!_A:#LJE M@_X*=1+_G;J+JH%7K6N_[A8>8]:2&!>10^7-$Z2,+5W>?N M<3+99H]:@2TRMP'XWG'I<5^"1"0N?@J6I-=E*<+418;[FZFK^'J_N[I_O;FV^CY M^IOP_>9N='=U,
[H5GI[AA1_7=_P24WLB5\^73&)0\:?L_AM123%_3O?TBL6-$C_!?H&JG,0=@1%: M2:;_0=GF&9[_%8RR7PGE 6J7@ :>([.X F3?= O_0EI&"H))&75^NV$:WL[5!C# 8=M:NBT@B+P\,?
M#O5)!VCR1_KUOMQ1)27SK6ZGE_EZWJ-Z_4Y7*?>H_-<52:IF44JGIZIK'U6P MH+[@)>",VM5CLI2D4PD.Y-_OKA_# 'X'OWCDXF1)R> YX^]5"N#LE>IW-1?"$ZLBYO]'C=\%WO;8A
MJ?6\"ZZH..U3Y7?!*T!I-;H.4#O7CC'U4U:ENT9G*"NQ-53[]1EV>PXN59G6RJ?D5#5(1Q7J MN=R7,BO2BFLI[E+504MQEZK>?9W[M,_DH-,OV\'E5/RI&N?21)Y+VSET.*AG
M+JVO@&6H])L0A^=N&G?3"BC 02,S8GT<"JMT>E5EQ+B'QI->U6@NN5O?I%=? MQ2Y1.W?*Y1Y:'134F7AHR_S4L*073FN5M$XW?>OM/)PTGO1J0$#Q>!JK0-*+ MCDI-EVGPI%
<=H,:]J;HHJPJ27BH=FMKM=*N*;G"?BF>]3D!)%LEXJM:46IDS'4]SP]=HY=MBK9]9+E5K#OI9N M*F ,_%3^LU,NNETJ*/7D>NBA6YBU9EVNL<-)18W^R6JK2&8MFYN]SA MX@[7
?2-V-PDEHH35F6QHYRKS\636$V(#QY-,6U.8JDX-#5C0#%/8M4!:MPY MJHNRJB*)I;6&@VY'X3>W> Z+ZZB2.:Q!9M-SGL.J]BX2U47+;5K#DNC$WGZ
MG8RJIO/PI^J1PP+/ZOHW<0W3HVU@LW-:R1Z?FYD"8JQ-+Z4*IGNDOK MM89*99?_JP! 39V]M5LK!.(&Z]FM:-!0!EZKB*5&YM(T6DJB=-2=PYK; &%K M/?T';4">'/R1&
O"9WN57$:9OO'+T\#K.)ZHM/YM[)133<+NC5);T](W:XZ) MI_(S5N7&SEC5Y-90Z[9E)=V!8JL9JW)C9ZQJV!1@T.[*&FK]+1D5XH9#P!MI(<@W'!9E+J'I6:-K5>T6=AY!0"RX_&7X%0
ML^&38S+'8:0XJ3(Y34-_U7'NN#!W"6S*)^[,Q$_[H"^(]]&1&BX!]];&+YJA MBA4,?8X30H5/C_OS,9FE2$E)BZ!_45\M% MEAV:]&M#!5GCXE_6H.KE8_&1)*H +#@7
0P.9\)>T$W0[T\^G<02HN1"3,"D M#VY%VMKX!XZ0#0\1CM-P9C,'!1?./%G+1W78[17 ('NS:OYF*7;8H'HZSA0V MZ=12H4X$?<,L.;DZ>Y?^YT\V])4)HH*3XC2M-?
2G+B$7:,ZLVH1'M:^2: M8_L^)385AQ/3AC=,$!')CT4C?8 LYK(C,;]F3CV=NZX();:@O\Q1V,9I!X MZSMY<0/=_8@&\GH!VN8TWH.DZ0@C?X$X]I&L%2[+5R9^0KO/ !K2DQ0FKC,K
MSYOJ/G@S,2,*G"#DJ\0 *08EW=.3'/Q,A3U\> ;S@8\.EJ;:6?9N^M'!:EUUA2X'V.?EL< MI*_Z)AV68UH.\9![,(IQ\R""=+NX%U6!TY GA0[K- QHR7])KV'9M&Z&%3M0
MUEJQW))LK"4YZ)^E):ER2S(IT&.A/'8$V_$!_RZPEVY_"&^.3S?M"K!FIMQ;]'IKZU/^!A_B^!6H +7O< M0FAP4)X5!?)'Y6 M\?6'C@_1C6GH0^'^F=_3$:
[6_.*K#0<+)IZ.E2S@8+V%OFJ&?Q:OB_*DQQ*< MH-Z-J4G>J!"+R -OPM-,;XJ42SS(<$VPDTT]?TF.#8M(K"OR&O/I#X8&?M^@ MUB@>!GJB)M#AG<2+7"P=;1'/(YZ77.
[<=5[T%],"0N4J :-W"NVE9P@N) M]CRNN3F[(R-BUK>]PA])0)J)S^K"#U2)PI7N6@Y]GYTM\L ZQ(?G3)\ .D[' MU5_@3O#1"(@(D&\LBA&#>C!KLV,OA0Q8_J(C_(ISC MNK)W\3XE-
/(&'T2'#=\ C/TB/MHBS/%B(;:&8).[6M6X6K4D8PYKT4H3C)$X M46#;/R:9=109?U]79KOITEA_UW22&G,0E)"J2WL&5+,EITOK#N@Y39T_$?0/G-?O(XNIY MZO1[S[B3Y/M7CN??.?
[_$/C9:'.+)[$OK48&,L]?SKQ5NI RH>T6\8ESA9W"'ILW,WB5S*P2S#+;6E[GCT05<1D677][-L3^-;GPD MOA7>7.@NOJ*_>(X5^/E?200Q,#="W".9=@-
UA3J)_T[=1:^G5W+QXA+]UP5- MD5[JUKO^X>'=BJ2M"H9J^'!%ZR)5W>?N\?)9)L]:@6VR,)%8W38Z7%?@G D
M+GX*EJ3792G"U$5N^YNIJW)OK!NJ.I9U638&&E$&6E=^D21B&%)7_5^U-7RF M:7G@XBMD5-OW_OF'/LSU(Z/M.S8V./UP\^OMS=7PM/UXY\W5]=/;>'F[JJH
MY_.E+MNXNW^^?F+WG)[OA:O[NZ?[VYMOH^?K;\+WF[O1W=7-Z%9X>H87?ES? M/<,G-;$G?OETQ20.&7_.XK<5D13'OKO]"YDI,?K=D1^_K+3J$B+=$!"U+&8-
M"%]AB;HH_8>O;J$!J&\>ON]N=9+IOHLFHM?WT'S!UY'"$MXW =+MQ] 8<)3 M;^"_H!$GIJ';?J2 O2M4]63\]6-!Z 6=$RF+9P?LT&N D?_AQ5]>Y.6S\O!* MMY]I?
_XC"JJ\.^XOT,P&H8:8P58BO'S@Y=GHT%\6AZ['ARY\NOHZ\CZWJ:6_M$RE%16D*,;&3U1:T1$J%P5.T\\ LQHJ<,8M] !B50@)T< 6RA8 2R<@A.07 M\"AJSOM_80$;B5.6Z%G=
KL<'.QCHH@#1FN/#6#AP7 MC5^_P)L3TZ>)LOC!R RT!LWV7?,EH)'(Z!>\C@!K"&L^]#$85Z875J>!7T1_ MMB/0N#]ND'S:@ 93M:4 D7B9MSR1R\1D(+$,)4 M2FJY-8^0?
DWF@4R;.2PTIOZFFQ:UU^#< X\66[P0"Z.^##2>,R,1^580QI#U M_[/WYLV)(]N^Z%=1<,Y^MRH"4VA@Y23^<6^DU!6R+F<4Y$LP2\"M>?VKD,:O!.7&48[(2. $;U M"D)[\P1-!
[+H'C7@,<$;X5DMX0_E+Z&60#.&=YDKICKWWNQ-QS*>6R,-#EO MP8Z.V-)XG&+[,Z2?QIS1/;3Q'HZC6G,&'@=8'K^L M RS-"=AC*O/]^Z=A2_4=M^ZV._D/.Q5K"AI]< M6
H\882YX9KX>C,8&$N M0F19H,/L+4M2R$@:Z^P01?5$K4+5;SA#.#!-@E] ,UW7N? M;8'1664T0D*^PMX>5+WU3I$]L]0WS.\,LZFMX:MI?*H#\Z/IFO!_L'F\PZ.E
M:MOAN^FEB"@ZZ"N/S9)5#E@,KC[SH0N2!5^Q5'_2L&UF97DIHO1J/+/"D0-7 M>"=6J-1HA$RR\ D(X!K>>+R45EUC?*2!7!9"B2Y3>(5-0O#!X$1XZP3/^(G- MI!^B4C.F:/2LIP\LC$-
>KX^O.>('MR%]X*J]"&5396-.IU:+@MHMEVXQ'L/ MC7_633Q=AK6?H@AF!\M8SPBC*(E] XGPE)V=2\,/VP$JNWQFXD9T[71!9JY. M'N>>P%W+6Q"W_Y]ID#%()-?
^RF07VD;LBSM?O=Z$1(L]=JWI @-71\;L#LU! M"LS'^$1 MPQZH\>2YNBGG);^U&18)U,T=6DQ\ X;JVE3HYG)FB[M=V7FV/E888.B7C75' MTSB\1'>XG)'&]F)VQA'>B QOE-&JN?X I
'/(!"$+ M"MY 5\@[3I5QJ8*@$R2U!Y?P^H[)RJ$+S%PVLCELX"[IUYPG\16.2T(#65:S#UM;&Q,7"@*>9.@/9?FB@[F0D!WYH8 M1Q>(.RIK?:L/,47IA;)\;5SKB"F:^E/$/;&5*+#>Y#
[.OU*5P"15O&B[\8:(M(NYW%?;X[C)V;RRV&\-N]*#C7P+3.EL3#YFX[T3'.@K![“LPY[M@=*FS%K$* M2.*L*6 V)FZKF0U &#%U5^\&S/&*02 @0!2BS/Q! 5 M$":
()QH.A$83.SVB(D!'&H/V8*('A212*@?JE\5;!-I@Y;?R-6T@&6(&M M']C13+<$!TFT$A8ZT-253:[]#Y]!G,(CWJ\U@RI+>M-G3U5[IT_H)-^J@$7= MP.QG[RAF,&CU.S*>QGAE*[T7>P6\

[][$,8GM5E>4*S8H!<84_TO^,D8S!>1]G][I2JOY4H0)]Z'$V/Y./+-5[8G,)E6X/+!EFFSLZAJS3Y MJ$?WMXGU:8A>7;31!&;(%25.)EQ4CSB>?X52Y'[M'Z9_F][^\&G#14Q_0MO4
M)QS]VTLU_E24C&+G/.GH;W4I-39<4XR&CLG^CX2[4*@%/KH+G?_:+RE@.>%- MB5,?_?F=O*CZ&NSLTP-LI(NIU JNY_U#>4C.T\6XVF39Z'.03)=,$[XDHLD7 M*A,!ZM"IS;&CXU-
Y['1VL"C$2X49Z>S(E86+.+D"]"H M>N 8B%==4>FTE5X94TZ3I+4@&1[W<6)Q8I5/K >S;%+E(<^)>VQE(]%9-ES. M-K5<:;R=;L[8ISQQ3J+<&/:BT2BGZ8+,N8!S02(7] [)!0IP05D-
WC@7<"XX M&!>DU-\HQ@6=QK ;K3MYMES C4=.JC]52S-=VXM8=!8PH9>%,/@DMS]);2P6 M5,13$M]8.TV..N;J-+08Z;H79+W:R$C-@Z'T*5_<%IQ6G%:
M'9Y64CY:Q1J\9VX6#@YI%G9CR^KE- OC07LPLY#C)@MNNBFU&(OAIL=Q4U?< MY$W'S(6;?FPEP//'#=?I!Z%5=E+F_U*GI2P]F7LV]> M]CUDO(#4;@P'A3=UG'LY]W+NC>?
>0\8Y2%B%)=K,^T*Y]ZSOIYO=3[0T2KC6 M?Z@?0.6JX]YZ!3G#2-T,P*:]+B/+1&,JTKC661@14T9#3BEV/& ML:GL(] MNJ6P).@3EAMT"2SOC
BZMO32RED=7+]&\)R6(0I]Z<*8G.F"ED ,SYG\[<(# M\S?^SEKH*4YFCNR-4E":93O/V&=^XSZ/\N'.'K$UH"0)=SD[NGK/\?EYIW>P
M7JY>Y:Z@TXD[P=*UM%G+D^K$U_B6Y,90CI]@ - -'.UL7WOH]7R ASZ_F?LM MIM(8[NK0;L"S#S6S45!R-SRW+^_^4L4/N-,8)I2RCU^:=:EE6JF/=@OTA4M(M0GFUVD#
<88GQ;0/;EHIZ[64%LFKP$J2J] M8GD",5+A\I3=O,)YI94BZ%;AR?S=K%)\4IYM$682U%1H"*\;+L6:Q%W8T.[J M.Y5KE"E;
[_U'V0/#/;D[&J5KKH&F[#+V'VB_,>S%=.P.R+E1<+3:W1QNT3RR MJ,$:DI7[&ZQ'M$M]YJFJSU[LK" I"_O*:[?@!GK+G=!%MTVA*2EXW9X+;[P7WW@ONZ>R8M041\2,$UHI?
2WZ^Y04#U=YDW88V-"WH$)-U$_(5 M\<:6;F,OYQ7KCW50N>$7H0T1>*Q88Q\;IDQK4.3L\-:52E9VUN_>^#?31^A"@3?N;C*['N;'0M:_:"S&"?^_]\1W>>':\:Q41G ZT%OGY)T-]B8SEI
M^UZR?IV_KZ8>1-J/)S<1Y?V)^):/B&:8B+Y)09T'\;22=GN2O'9+6W03%JH= M6*5KRW4#V+3SD6$*YIL!%OU"6R'A;#)U+;3>:0,JZIHQPD7@V>O6SP[:]1#5 M=KU.;NCSL3?QSH9
SV>H2PF]1>'A>NYPCS/ 0L%>A]1TQCY2ZQ9NKD$'B)8V M_*,Y)F69P*S?[CJRT"@:<-L LUS/:6ML@?GOSR[2=@IY?DXTQ[58_QO6+ RF MBZXMK^F/2EM2L#]#=(
M$^W%X&X*&EP?*I%"_K,015K"#[]-$4QPMCU ?#_L MFU0FCORB_#:!)S 6HC)M.G.; 9MC]8]6["I&T,1'2?]>[LYX09T[;6"]QO/O1\%$=_]M]T$ MHW\P#:^%3'[Z=A$D224UC@F2DN?
50]RD@K\\W*PW0:$^A%E@E,4=A;-*]P6(M'9CT3NTG2NC(8B$J5QB5=BWV_3(?_@2G[W5A?#XA-A M[@3TFCS=_'LTOAL+HX=;X?;^S_O;NX?;<8"BK=BBG0X%;\)Q=) 2_0RG.^<9
M!3WW:'1$]5MU>\)+]QK>9FPJ3_N?VI'=LIA24F;OH)('NCM_G#.B!D3^:EK? MX-X]1"]F#B25I_$E+YLD:S.^7.(7R,,H;F'[Y-EYGJ7[8M&=\]K(33I0 HDM M"E06X-
_>41;:'A4_OZ2$I[/"_@QVU8%];PB/4\=$A0D4;[/FPU_\UNBWP?DD MA3NNI9K/=I"ZFU91WT>Z;3E,U*])]<,R 1[+D>LL3 LW(".Z"1"S@7:P!JW2 M;@RE5I(=-
FC%CO#>Z\75._%3*RR=M>(.MAC6[31\/]6#>R=*3#+0J06!$S5 MZ];B'Y-&.G^VA$TJRP>@I? M\1]E@H"%;ZR?L(==WVMB*VOME!I%'*NVB3HU ZCQ; M'Z8+FLJ7H,"!9J"
BAL3=9HV!M27M>L^;PP7"; MWI4T A8I1F/DJ#+ :Q,D-&MAZ3]D!A/0=?PF:/Q.?5L(5A T*M,\3=Q]HY,8 M^^]:Q
LB,+R;9P2(B6?.9D!2@"H+IPO'('@=9[WNM]L8V5HMMOK8IM5V[17K MNHM..!B ;^U0]QP0!%N@8P-EX*"_44P#5@]&L:0R'06>=7(&_-7:.AJ-FQ0 M1X';
.]BU/+)BB["):$UK54:WK5N#AZ: [V/DGU+8^6SAH/.WL\6=1"_4W;^ MPC96,;:P(E6^]?8VGV)/8NT5M]RS=:-WZ@5,ZJ"]'=C&'+BV\ 'XT3-*;.K] M7#GH#_4 YOF4/EZ?
IC&JV&ZWVNRX/$]GU,Z@)?7SM55,[*XIMKIBOB:KN[HA MUGQ0TNYNCQE[3)U'IX-TSLW30:6N[:A1MYN_MF7L:FYYW.B+E]'HD1)-C@,"&<>/Y+J9_NV"CS=A?Z_W+[(=K MV:YJ
#O0GR(]FS@WAA*;-U,H!;/,#$M5R?;Z7^HG_@:1<,27W!B%P[=,)1]%]3S3B^ M0BVI2N#X'\2B3+G3AI2V#P\WF-_G^Q&##E856#_5X^QVB+,Q\&<@MSIEU1VL M0.TQS@]UYX?
NP?BA@\GH2J?5*\M=POF!\\/!^:%W.'X0,== :;6KP@][UV;L MGBP0AN8M>98<#=VB'L"U/=<4'%H2*Q0J@P8?BZ,*!2 +2Y:#)\PP9F4SYZ.X-9">*_\ \-ANRH
MORH3LQN_#J/XS!$:4V<1X0W_P?1R)**1-]8[(2L(-V=;D9DS6-8?+,QQ'&2W MC;V'1O=>'2QWF%R=*G1@[6-@Y<50KG/G:$X,%K>E>;=8)%*U;7/*(AW+2'Z* MF^8H9H!PA!SA?
$0#M:=:[_([.H?8IFQDEK)?2(E[7"['6B0 MG<;0,".+&UWM3+!.6D'&TO ,+"%+*[L&4=#"6L2J*W6*T8A,T&$<9SAX.RY. MM6"J8#\V!RKB@'GRA[V.W5Y?
LV\4=P<;S;62VHCFOO+!B2(-%3&KC%'-H^$0=MJUBQAE4&DZ6:XSTL MT.-F&+2TOI>AV;:+906 ##.3N$^]R#,NUO5!T MVV%5"]:/4%E)9GQX4(1!#+;Z
M^.I\S!I9;QM,3_BT<^&])?^A6M3M^CN!19OYVBUG%E:G#ZJO*>XHF4GK?P10 MH;3W@M+I,H>27.'O#+9,;)))2J'-[-./F>%@IS%#JRNL<=7,G\0LIW3K/-C: M==M9UBX%XVAKP,
(9H)YO'A>-8KG536I_19K(L%NY*R2?I4LZ:CK9+J9-\=4 M,RK))REU-[R2\K8FOJ&*GNKA@)[^LV[1D@D;TJ$M9%=L#-NM3DQT&WAYK+@"NNS'-OGQCH:*%YD]9?S]? MJG1:$?
8\:R7#6L64%JST6K&6(.>R7&):\:$\RZ7 9>?9JA6[NP.J+*7. OJA(J:MNM[HEO^Y&3P_W#]_&PH^[M)X'6_][ORA>;8]S4DS=$I]MI?%&QE@;QUC-4BT%C!:G]YE=4FJ"3V2!8RGB* M-
<15AY5]IM(%I4I3GO'[;CHU<.[]]UR'S"7]@!X'X-J]V*[PD]*(+3^,_ MV '[#_CP$;9&CNVH](I5)Z"5=EMP69)IW.(G^*$'E.9K!(PC&)"2ZID'BF. M(OP-=>V]@H2CY7[7
PN*KK(33OP3]S!T^[:R-%J6E=9ZA1EBP67RBUCT:!X+ M27O].3RGL4G[S]E8)]HC3D"/X)L?]!O?F[]B-9!AM53-H%6;=0(ZA74@=&U6 MYF;+-;VD#E7/JPL@H,1-I&34%<+
//QM8GW:\N_L65QE6^)0W(Z,F;>\U+$4 M)X5Z<<563L-J=U$$QIF.W'RK@_EV2NK04LQ@9TU=G1T7VAOU=X"S77C\#&1(
M32KP=*56K]\OIZY,NZ4HE2MV4]5!=11>@8=7X.$5>"ZR D_2UN$Z P2*U2@X M5;OY&@VNI(H-- B\U^IUJ@S4A]Q;5E[CX5(R%,W-NJ !B.#?$ M56THF1MZ-.I4Z?
>:G7ZW(MQ0TI;E+(S"F$H-8<]^R'E?4C51&0@S,UTT/(N5 MS:LF_V2I*!IA(7\1O)36S=XHC^LEH%O-_"R&_0]$I2G'1&L5KJ"7LIPG2ACG MV-RWPNBQL2DA-KM-L7^
ZHX.S133X\#8E!DV.W+A"H1'P6:9OBQQ4&6C M)Y[]CR4& ,Y4K>]>DBHVTB OG[V&T;BLFNGJ_S4LU]%>!C3YG MJDMFJMV%K;(S5:CQX@'/#&7'#08,'>GT>/,"YX8RXX;#! M
P,>/,"#!^I^"';2X(%^FP5:?I7.P#GCU#1 M#4%]4ZU0))8$^V0K_W9](_WL.+S.UX\ MLBPLD(P?[5@MA*THI,);X^IT@N*HVD25=!)4*=C@1.&HJBNJVB=!%1; ZU2J M2]=%!-
/^$2J754279W75GS]_**>1NM@ IU]8ZE;GT(>C:A-5IY&ZO<90[A7V M[7)45115=" 7*M"Y+LUYN&.ZY,(]]>6T_4[I MO"#0B-,YO[]YP,[I^NT#G-/M7L\SV+1=.#;W.Z4K#9N#-
CL+Z78+ARQQ;-8- MF_N=TI6'37J&W&NV8]KQ5!";E^.62$Z/V#-/Q2O &W-VRI.K2J30F0JGTO*$ M/=S&Y5\-L&562REKLUWBJE4T[)=S+N?=RSBTAXWD7
MYRJ8\]RMB)%.;R,@AA\P. [B!>]^T5Y&LZ^6N;RA38(H):.M>N+: MLL^U7V1V]0^QS%CL=AI#PXRV@51# PE%+H8=N2W!HQ=1IPN_F_JN]CIR8KO- MDS>386T PUW(-
O%]"C3N8AS@D! &=>S!YRQ@B(6<=L= 8X8NA8-N00=/5>;1 M:PRCO193FB]FX;LH/M?(#1HD9FVK*)]Y6\5.2Q!\V&=M=49>\%3QB:Q,"]NM MW6HVMK1T8YLK#OHQ.FK0CS97'-
]]PV;NPM/=C\>GY_N';U&U&5ZC).9FCXY[M8Q5[&CZZ%J#4T$Q+@&>I[+A6(*^J#M/'"*@TFV!DV\?KWL4MLJBCFFJ$:4TW5 MT>E&.7D?V:N,%P\5 MFQFB0)@S 17;RL8FLW-B85-
UQ\0^8=_P M:P$T(_L@40JQSW++_Q4;)R)!+#)]G^JH;/&J-]5V2*C[JC\%867!A"U89FPG M^$+,%TM=+8 A5&PY* "P:9,RS?":1,)3+$/X R@)WXX=7+%6,)P#OMD&:;8@
M*GL]!88VNXH=#NO5Z%]J$W5BJM;,-S:V+L4GW0#$9JH_"]F?!3%>-P:OSJU3-N.OGOCU<\+8A-OU6E_N!5H+.RB-!,F1#??&+[3L-T!%U;TO$!UD 6 MZ(0B$JAI
;,##)M;ZXH!J:MZM'VDI42-W\!78E!&#'RM;KO]G?;"$_DE8# M9<: X> S_]*C7VK;)NVB]=@7F!GIWD#8UVB.;C@7E!Y,$V5J.AG9&.7J1^]?+ MM"GY0LU-V+1]*%!K2Q5FHA7-
!4ERA!3 @728X6*2@9SD<0WX,;PB35P.W41; M&/[&AI_XYO6B4_$/=RQ5-(XMWZ#QP8%3]VZA.S>+L+ZA(*;QLDVELK:"*BZ6 MT0J<+C0R#ZE1)+N-"[M4?
P(=/MP\WO[^$=7Q_X;O_E0I<4;6SZ;P \B+W>T= MID3I8^Y^PYW-0<92.23VO1[/_N#2X_.[+_?/M"-]!C0P8A1ZV,Y>T M[3*AA,;18$-F&RGOFZN^&D;-.]=
,VNZYKS385G$<2W#7C>71J39B QX&MBM MJDY-!)AO2_@*;]_AY0Z#F?]1G5KO.$1>.7/UDIN#J(M&)>'G]L--A+6_,# MZV$G B/6/S+\T973%1KJ5]3K M!9;+F[/ IZO"$M9^
4;=1+4UFQFN-O$LH"V[G=HLWDA;PHUIT^S7D"6/K[*) MCC9'TYNASAABMM0,S7;P0EAR-)EL[<708.55#"'T9H_MM0TDH&NO34F/<UY0:P;I#[K\T=E^>1;:]O42?4E$R^)=)
(\T0< M"B/;(D_HWX7E#V<%V[.K"9B\/Z_4.8SV6M7?U'<;W<)AF0,"QWMZI]]"&FY/ M/W&2_D^D^QGF"/S2(#4,1G>KET4,7@5#$FMRE $V"B"2ONO=,],KS&DG=:1
MB="V04GRVR=UF*@)C@^U>(_,T]V//[Y\O[\1QG=/?][?W(U!3#_<9-5@T=:S M)YK&P^/SW9@9 L^/(% ?QH_?[V]'SW>WPM?[A]'#S?WHNS!^AB_0ZP-7]B51 M^OSAQG?%O$^O3,
(YK=[B.X@Y4X&LY*AF=9%-%V3FZN1QONTLNS>8 MD04O_O+N_1AUFW7;G6W_6.6LEK&[1)?%/ZAE R-!6T\/:02F![J"D_;KN4W\ MRAY^Q
WL6.\'*H+Y]+8NB^$1V=>Z]+03O1CJRB;7_H?/?FD$S:"/I#=]]I#E MJ6KDK^UH0V0W]O-:;;7:3'5Y48_>FW_7NY MG^])?%!\4,<#3)$MWD% AHI!%TH: MZ?
2DV1DI=DP3/1O=G@+7__^E+E>?A;_HH<[8G3BFH^H'L00ZK7XGP]AB-N-H M(UZ!JHU1Y1/5)FR#]T'<,K47H]A\4')4R\,N^6WF'E.+... K:WNY)R3#IW/E3 M)TB;RBQ/;%OPCM[.N -
'MMF>99'U;%/+=P0G9SJ*W>,0KML8]INR7+@J4W7J M@W FJ"L3*(=B@EYCV&OV!]%X4V<&!QQEBX:+L'!Q5!$?"27!F<$AMT(ER5?R?'!S'."#-#@X1 MFY%Q;)P'-
G*Z!R,'AUOF=G:42("2;A&CFB/D. CQ4J3YV=8AB/M G-PAV6G- M1.I\8IUO[I7FJT.$<1^THI8D8["K)!V\&TX5G&R<^SCWY8T?/RSW*8UAMSDH M7JZ>$/*!!+-LA.5&E58
MJC>03AHIP5?G>'N_,IE<;@P'3;E3^%"=!]QD0L'X&RV>.[JL!/)2=V]CU@SH M&VL%! PPVF@$=,?Z_<2"76D,>\7CAGDJ5A51D[)5*X":3F/8[16N.,-14T74 MI.S+LJ(FK]:EYXE*NZS3?
ZJ2H$J98]60!1A,FA,&C%'3251L]^&C*].]7@Z M94-V*#6!YV_-;J]P34>>)X)$8_8HD'PNM,)]PY9\E.V(ONTS1: E+I(U-$2 MB.7D"0.1!Z6%@7!W5Q6AE+IY2X%2%#
(*Y@CSP[1:HB5UTY8?+2)'2UW1DKH; M*TU-*1)74V<&)7YF5N75*76+EE\IR!52"G4_&!O-_N/:#ID)=U_NGV\CYV,\ M,II'1F;CB,$HM\M%H25>Y0[/].%,=6%,M:-D6U&FZB!3B0-
>N8$SU84Q MU8Y2=T69JHL!XQV>D\J9ZM*8:D>)P&VFBN&;'O"-'*W\QKF&<\V9<4VA^ *. MW&HLXD4BMP3'7ADF5!]-J$'QG#N>WEPTO5E=:8ZJ"S129J8YKD4BH1>%W=OG
MR_EQ,ZP-?V<-) EA8P1TP.<^F]]-X^6[]DIF6.? B6V]H@P:PW[Q&*KJG/EP M1J@K(V0+@]F7$3KMQK##&8$S0O49(5N$3S9&R&D4=D2:FZ'4*'^>\TE=^21; M;-/>"@,K
!1WE7%&X(QPXC*%11D!(X&*IX!R1N",4(4@N,/830JMD=NI2L^V MN@?,/9OH,&.+5201K&;L'3?#VK"WU$_Q$.S+NZR\O%2\#$QUDE0#K2W2:TH#S .>!RO- RIY_7QZ@
M00%*IT:U>3@+U)4%^H=A@0'&ZW>5'F[[<90EII*NZS&%Z4X MLSXYZD0G\#[\7_!*%G,&K]/5E4VN_0^?9Y]]TM7W:\V@%*8W?5ZJUHMF7+$' M7W=647<6#HG]_/E-
FSD+7)-6FZV+YTWSWNS]W(*?/D6_E^26V!W$_M1NB;'? M)SU*A!]D)=>CDK^7^_F>Q ?%!W7,02F[7Y[BU=Y9(B"D.IG0\,3 [EC5L)2: M$I"]5I5TQ3>0MBM!3"S3=?
&DD3AIHJ1Y(M/W*5;L$V@U;N$OU7:(,'8G#AZJ M?!_9]:]V%E+;4G.,.GZY'R /+%MP>MC MR),]+B- 1>H/,O6UW&//+C:&O6:O6Y6"33Q*BS-!$A,,VH=B @F9H-/E,;N< M"2K/!-
DZ'._!!')C*'::LER54$3.!9P+$KE .A07T'C<7IM'K7,FJ#P3I&2 MKYD@!N=87*YX%2R."=*P80+PJ3P6Z-%6U3$9>I$#B3.(5>+8"6GNQ?.G9H MDZVVR+%3.^Q$-&
[IV*&!DF(_&B;&L7/FV(D$EZ=B)PJ/'A;#_0 MW"?[6*C5H^2:D+'(EAO#XIF'U7'D<6RD'GAGQX8"V*C140;'1NHY<'9L8/6* M?N%D-0Z.2AI4D?/1+8,J.TRZ&&19P&KB
DD0")GAWL#!+W(W:@0-WXC/_TIS%C6O#_(AU]VNJNT@7 MS-&&_V;/ZJ_\SI!^8]AM=@>%BYKSICB5 B+GOI)"R_+?0/?:553./<5PT@ MF/LO/(DIC*#?[O1IU MD.- RNQX*Q-
('2Q%W99KE-S(@939AU0FD+I8%F00D^/"@50#(*5X0\H$$DVT M:\N%ZR)S(%U I 1?G>/M_X!-^-OM KMZ+)RR$O=O8V) MCN5\OQ$#ML(Z,,!HMM0,S79P8_Q*;,-+F\2"'<^P^X4-
(YZ-54'4I&W5]D<- M/'G856K4(HBC)O.^+"MJ#DH,J\1RL@BC ?M'CM'XZ:*F_(M^.I4CZ=3-F2'4A,R#3MI5X7AZW[(]HA=&H0Q><%6%*]0Y;\E*W(/HW2\8FL
M3)B@\4*IBT0=+8%83IXPD(%26A@(=W=5$$KIF[?RH-3A4*HUE%)W=.5!J U#Z#.5*3,QQ/[/#"L&6[SK#,]*J!2^.%,5J>Y6 MC*EZ;4QR;0ZZO, #9ZH+8ZH=9?
&*,I5(X\H'99TA<*:J!KXX4^U[#!_'5#%\ M(^&&KG!:#^>:2@'H(KFF4!@"1VXU%O$BD5M"B$89)I2,)I2B%*XZS+.@BV9! MJRO-476!!M3,-,>U2"1"H["/^WPY/VZ&M>'OK/$F(6R,@
[XW&?SNVF\?-=> MR0S+(3AQ35IZ;:4Q[+5K5%F<,T)-&2%CM,S>C-!I##M*C;(^.2/4E1&RQ?ID M8X2\1B%VXFU*Q?.".)]P/CEY0DHQA8&% I3"1Z&<$3@CG+B:85%&Z#>&DLRW
M$)P1*LX(J>E,![2;!C2G2:Y*>:*Z!\P]F^@P8XM5)%^L9NP=-\/:L+?<3O$0 M[,F[(JM"WRVM'N@9'"%Q'JC.U/+Q0(IS8%\>P-(-[>:@7U9H .S^WX*=/T>\EN25V![$_M5MB[/=)
MCQ+A!UG)]:CD[^5^OB?Q0?%!'7-0RNZ7I_B]=U82""E7)C0\,; [FC4LQZ8$ MI+-5)6WR#>3Q2A 3ZWU=/&DD3IHH:9[(]'V*I?\$6M9;^$NU'2*,W8F#QRX?
MQ$C]!TXT'T_R;Q/KT_##G?&J6::!YXVJ+HQ-W:7=K3CA8IN 62O34@%A,#3- MT>#!JC$33"Q/PNF5V<"2K/ M!+U#,4&?]C\6Y<(G')P+.!<"RC-!2H[XF@FB.)?:
M&-7$K7Z.\HJC_%#FCH2AK9UFMS*I?'7/S;A'A^G47,*;WY/\5\&\:]F#*5?Y M;EF,I#4D%/#>GP4DVO-Z$ WHR%[)NSK13!P[(>Q$T@%2L1,##[DQ',2(1PZ. M,P='UD8?
^PL6&BO9CBD8SK%SYMB)Q)?O(U@ZC6',UH-CX\RQ$0F\W@<;W<:P M$W6^<&R<.38BYY>EZYP>:U)1I"T-[QR:,0Z,KI$PTG5SJM(()MXY-/?1/=9J M]2BY)F0LLO%@IETX^[
ZKCH.CM0C[>S@&, FK4;GUAP;J2>]F;$AMVE\' ?' M>8 CGT45/0'=LJBRPT1L#(OLQC@^*HF/R.'@WOA -_&@B"^'(^0X"#EI]]:Z
MGU\]$"=WV#7OS'%QG3FRAFI_MPV1:FL5&W>%Z<:0.3<5U*,^&&Y3Z'YJY,=2 #BS>E-L\(/PX*QM]H'=G1966!E[H]&Q,="_)^(P;L M=75@@-%LJ1F:
[>#.]Y70II8VB04['E*+A8.#>;I5%5&3VO)T;]1T&L-.G7J@ M<-1DWGAE14U>K4L/#,5!C5H,\0^"*8O&"S"N'>(4M^C%9DGT;I^$16)DS0>*'4 M1:*.ED L)T^E$0.I3.#4LGY
MYIE!%0,>J3'L\13TZD.&GZI5>75R,71$-93(SG(UV+GNYV>CV7][+ M_?-MY!B-1TCS".E,5-I!I?#%F:I(];:B3(59
MK$W85G&FXDQU64RUH^Q=4:;J8N!XKW@4)V>J2N&+,]6^Q_!Q3!7#-WC4?@:9 M;9QK.-<<,@R!([<:BWB1R"TA1*,,$ZJ/)M2@>*MDGN9<-,U976F.J@LTH&:F M.:Y%
(A$:A7W/EN_9*9ECOP(GMPM(9 M-(;=XM4CJW/PPQFAKHR0+5IF7T;HMAO#CE*C$OJ<$>K*"-EB?;(Q0DZCL"O2 M% [>-)WS2?7Y)#4AI9C"P&8)#52S@.< M!P[- RE[_GUYH-
\8*LWVH*QV! M+" =9D/QW^!O_XKUVJUHMFT,"S#D"^ MY%7KMCHZR:U__5Y9=K4E7AM$9U61_J,X[F2Z=W;$U-M@@]H##^('X7G!1&> MR/1]BK66!%I'5?A+M1TBC-
V)0_U<%EE9Q":&8PL.7#TUEQ.X?0;?VZX.7YIS MP70MX1O0?B6(@FK,O,\2WFI:E'*"S?R?=BM8/DI);XD?W"7,?'I$RHKM#(3% M)B 63$$%>LQ=@Z+0%C0#&[T0 0;XDV
N+:\#C;!B9Y M);JYPNDW!9V\J'I3<-1?\(]%5-NUWIOP2,8ER',.F2X,F-X+?&]I]D]XCZ&^ M$';[PH6_D/1 \BE,$ZEMTA)+ZD9YK/5P6\(#?2YZ+*=3S+6VX7[:R<:?R0P^ M".N9PHL
31L/W\(S>&&H<+2^X]ZH76Z,(MX;IE+$ 5XP9L&9,*G6.2%#0%% M"+(S4M$C("#(=6R\$F'D41+ J")UA#=X/:$O56W;G&KT%4 I6$YXW (>3I&K M(>G_M/AL<4L!F][CW0M(
07@,?-B]@BP514;W9#,0["0"#$8A&/]HK$%YS MY"C]'0<%3 7O,^$:'=^(+P?2J(+EDQV? B.S87&P!A8P((Q679HP;)QQB$FB MO($ST@R7/FJ#.SR4*LCA4?
8'PCL+7Z:'[F)2[;J]OD6=V*;N.LFWA 3E%(9/ MK!-QHM@6M\@3^G=A^<-9 :M<30 Z/Z_4.8SV6M7?U'<;!7E8MH!@\9[>Z5,I
MN3W]Q$G.Y_M,LI]%C%-2@VHT&72N09<1B\GJW]2J#$586*C__TM3>XHX4Z>] MWDQ1%64ZZ)/.H-]6)K),IE.YW?N?7F/X3&%-F[VZ%K_;^]%W8?P,7_Q^]_\]E):/MPPD4-
F'XM.>/C;Q/HT MC./:+4*N W)^Z.JH)=;-N1DO(2*\336)D"YX29PH? M=2I5.Z",)J .F]L3 LTTUPGJZBF8D"KF/R@.G!&J $ ZK8I? #3PUR2CZ"DL5L>,QK 9 $UB:D;5(L2
M>)3S+BR)LS!QQ*_$>W?3OPL>#- #_0_O7- "DR!J9F3B-#>&"JOV!KI[9JEO M,)=4R>:SA0\3D(5EF#':F2YTLUWT.]85Q2'#!;4K(FFEF.Y4\>UT,P@K.HH MC G]
((T@2M]\L"*P]4LA8)>H"U7JF9Y8S:(TP)[6PN6P8.^'38.<)S"PGRC MEL'-X^WO:&!IY,W>,+?7UB9,;:G^)(%%Z!LA^&3<9-G4!*PV,.]19 :X-7O M@3T98 \,.L-6/=,;R:,Q-$V(\T:
((:QYO0>P%E V:("J^J[E)M9;O3!3R8]0!I"7Z*# FER%#H[#095Q9L<2T@5[!A M>"4+;:H3"F4#3-)WQBX6#&CB.H)A.L([#".P*6&4:W/87U;VBKDZ]3"\M;@; M^ZFM';L83N
:3Q=DYNKD<;Z9RC4RO ^_4VQ0#?X,S_@"_@9VJ;#PPCLWE>H MMRV75%!JHP # B"A5'^[@JM]PZ#VOV#+ (2%]5C2;1A;>:]0[B6K; T'M+IF0Y 8C)8E.0VI)"_Y4I,'PTA F>&.AS
MK)6 T4DH\@5XMDXQC'(:9@AS^GB=13H--LT,7 5M_@[\KP+_O:&9@%.\VQ/%N$KH"]G/Z_U!J\WV"%Y\D_=F[^<6 M_/0I^GVWVU(4.?:G=DN,_3[I48.6*.=[4O+W-
=^ZO+E3EW:9^I'"@@])6E\]SW5M>QO^D#VMX_WJS%T>OM82K./I[6NK)_/.E0.QW,=JLB*!]I6)ZV6 R< MSB A-+4,X'29L*Y*IBD'SIG4(>_U2JI#7A'@7(Q'2RY%8U]$0U.IEX-_8E@$
MLU_D&J5_<62L5;)4"!F#QE!6:I0]LFI.G=XA5=+NYU*A=KA=45]"J"E*8=\GAUH]H':X M@OM]N:2"^Y6'V@5LS6GS5#_4](,7E/Z1AIA?UO8\5ZO:!)/!SU>F1'TPC2#D
MFL7CWC'JQO*4 M9W-,(B>X/:BMC='"89U'T!F'0:PR)MC#E*SD!1)[2]W@,M M71 J?$-_+JJ8)B\1V_&T\66=9Y>I?N^#_#[&(CYA8WFDUQA&#=FC-X;GIX]' MU+NY\-%O#*,'*1P?
9XV/E-JCN?"!!RKGCX\+V.D&ZM7;Y%[6]K94] M89,TCD,&V+!*+JL[XZGM4 Z4/'HV'U!$ $J;GTW7$"BI"C8LVW*2N=T 0DK'02E')1EU@![A_ZVV5M>4M4R6$"W_KD'1FS48BX
MN<]Y!M@OJ=GME76D>&H;EP,JN^H^#*!H?DZG79?(70ZH["K^,(#"CC=-N5.7 M+I\7L L?3:<6V5O77X2QG*+K:3'L)Z"A16L^/4Y@DO"=>0U1DZ4-
U]ZHZ3>&_;HX_BY@F_[=M'.63^4;]LQ*/"&J M@YTP(>6_N'O**%_IW1>GT+%=C,>8'N73F$G6$4L7XZ=79J\9.STVVU0YSSQ MNH;0R1I,MC]T1-A = NGEE8$.\?>
<._J!G'077=0PCRA@OD[K0Z<7+U\K>E9 MZ7V^:<^W:?_!:#DR9C2,\X=I.U9@57\A!IEK3F!)A[U@<^T7F5W]0RPSEANE MQM!KME 3,YN#*ON6/A>H8L C-X9U.42M/6R*Q;?
73;"!>SL MGS9:CTP7JO5"^.9]7V6^0LJ M,T+>: M[;3 5@QU,-.+GY#6$3;X<*$R7)KZO751?@R*"A@(D]T4.MJ2W&"P5,G[/=6APB'!"W&?9W MVI+^T;C;
(/[C_!9('RMO8L_A^$'NV:,FQ;C))8<=G*'AY+4&$HI!D^Y4.K6 M#4HE>3L8JEJ]3K65/PL.%28$EISXM6$=]5<^K&#U.IC5SILQW!?Q0+6IR&5E#)>W M@"=R"7
.YAQ\Q"X')7!PGS6<+*N(!.=@SL&<@[,?A); P0.LVM'G.GB]M?CD MJ##@(+N&D>7!7<)"3]G?N#Z:X5+_,\TC\M_DK;&">PK_0/J:>N6T5_+Y39LY M"Q\ H;L\8K77MZ@3H(OK)-
\2(LF48,&VLF$LMM-P+.&8Q+:TE8P4^A?'BSC3 MU)XBSM1IKS=35$69#OJD,^BWE8DLD^E4;O?^1^S"+M6[:V'YDUBI+^1J8A'U MYY4ZASE>J_J;^F[C0H5(L=0,?TR=?
@LIOTVT1-+,Y_N0H^!,@RSP'W]R-F\+]PTTK<=Q+U7H!0*%XVG(,G'0:#X_/=V,FD9\? MA9O'A_'C]_O;T?/=K?#U_F'T<',_^BZ,G^&+W^\>GL>>P^?##1-49/:QZ(2'
MOTVL3\,X7H]_EBBA"&3R]0K-DFNQ[S]> P :SO45?G,B>HK= (;\CVZ_=V. M%7XE0$_,TT7:HJ[\2W,6-Z!_37C ,]SZ13>G/]<*5FHS?4Z78>3X7^*C":CC M%?
**Y9*3T&%S@3HH/)%C_KQ[^.,N6.IM_4<7?4L)AF:+$XN;K]38 ;L3::]' MUQ*\XJ:F80LK"ZPD"UZ#$[UFQZQK2SS54,B"<1XU2S30#M+U05XY:LV)79+
MR(>@6\U67UXLPBJW/,X]1%'I&@>?6'**4?@\+PC8?KINON%8J0DCS-;O J*9 M+IX0TK<)DW=_@*2A28<._"$=Z):-LQT1F;"+9F2Y8183.S(HO!!,P18!9T2 M"T\?X75X.:T<"O\3@)0H-
$!MX_>NSY>1S$4EB*)4,))[L8,FV5@15'#95;INI=.2VI*2.*GH0L4>%)_QW.4+ MGKNT,?38RP6*K5^>*4'=[X/K_3@*O3P M,H-->IF"34XGR)Z(K:%G1E/U(H'1)SZ9RCC9W$=353AJ-+
<\ND! MJ0)Z),GFGVI$BS+]< A](!T CW0H7J@$L8%UP-<#U2'26/U@%P!/=!%/=!5 MZM)+BNN!W2@[DA[H@1X8M"K1]J$*>J DS_Q9^+;& #3]"D&HPF]679*C#Z(ME HH@'YCJ,!&

(%H.[CQS%B\88DD*0#F! AA@A<%6X6P5#JI3@RI6;G5.+[?D M-LHMI;@CFT/LU!!+DEN=X\LM6<3:Y2W>*?3L014KMU(+F!]!;F%QM>9 *=Q+
MBD/LU!!+DEO=$\@MF&WJA8^9O:'^ (\E=!^4M# M9D_OF^(.ST/(W]X)Y&^%#KXXJ$J76_T*R"UZ4#.0^$'-V4,L26[U3R"W*G10
MPT%5NMP:5$!NT<)%O799A8LXQ"HGMP8GD%L#S']J%3ZT*@E4EW2^2WNF\E/= M9*DKMP\@=:."56DWAKVJ.'RX%[%LJ;J)HN-(545L#-NMPIX1CJE38RI6+!TB M^RA&+$F-
89BA7+ M%&@*2M< M5EXP.)-DY0G23CHB.LV+I\L= XZUKS+Z;,'-OXZ9 MRZ>^GT-41#BG5[A?6)-('[4' YD#N1B0(X&4!P9RKS'L=Z*[W(L#\B5E6?A. MJ*9@$*>
()RK1%WB.C)J/3X\36=CI WNVR]J^9%NN4V]LBN"N;M!+.$903A"1 MV!DTAIWB27%Y5Y"CL3IHC!6$AXCEBPK"+B:D=
(9HC)6%APC5BY&%$B;G'MPHY.BK+OJ29.$)0O&Z,LK"LC)5JA5= MW0'G#] M.E;_.O7]'.*R4H$ JBYK;]6O8]7$$QZA5-B*B>ZY'P#P'*>948BP,H\R\S+
MK%B,LBDI18XZ:Q(%Q@,=2\;Y0:.H\N*\3W'>CKK*.8D\3?:H MYQB=$Q0"[(E8XZ*T+AL8A(O[RRDF:C=GL8)8P!ZF MCHK%.\)Q.)XO'&-E904*^_58SF=,3@,'Y\6 ,TE6GB!6L-
>ALO(L2E75_@3G MSGC5+--8XK+I2#P7E*^L&.UBLM3EHU[%U]JGOYQ"7.Q4(">O1 M\\D26IEQB'.(QT"\ B%A/78TV:UC7RE>C8578RE\OAJ):3ML[G\/B^A&_/XR-
6Q^F)L&ZF+P_&E>J%X.9:]MS?= M0[3%S;F]Z=-#VG[QNN^\6LN9(C/AU*%[@FZ[?;F<4P>>)'Z^<(P5E!6(_.O3 M$]HNKV!PR>!,DI4GB/SK=\J)_.-
P/%\XQLK*"D3^];LLG:?/P7FAVYTD07F" ML+\^%HL]O)SD=5[2P/+H+(AUG>@J.+7SD-_/[Z^TTR^QQ7@GE/ZF&3,0B==7 M@Y.U"7\BT_:\R[8(*37X6OYVY%?2/A#]SA5
M2OO]QE!IU[&ATH5A*,GH.D'\<'_0&$JE.?(XIJHEEXY3,730;@QEL8YQ5Q>& MH22Y=(*ZGP,1Y5(=PU4O#%.Q#Q&-'R->%1"OI14-J%)8V85A*$F\=D\@
M7K&N;_%R[QQ3I\94K%PZ1%7=&+G4!;DDEY6@SS%4.;G4.X%Y)!5N,L8Q=&H,)5WH_211%, MW)4>)*NB;I%&L9(WD@-U",D[:&,*7Y\'N5TP^I)D]N#H,GO0%AM#A<<#7S(:
MXV1A[Q!)9C&R4,*T_+(.:SGZSA!]";*P=_Q$LD%;1EEX\)Q&CL;JHC%6%AXB MCRQ&%BH@"XOWD./H.U_T)*#=J=LVG[7?L4"+:YM]A2[UE$E9'K6@;Z MSDQWHI.
_,6X*XY2)V6N_SXA@PZX]N3:DVO/NFO/0P1FYM2>(C;L ME)L=L>2.G5Q[\5S'GPZQR@*#S0&:FZ,)I. M 0R.W13>%MIT 5>M+&
(#_&P!'BZL3(MR0.C^%V(02W7(C#W)H$]ZTV9$,"VX MZ(4]=^J!W18T0X!!_"3PT70=FU[H6H*YPJ?0JB 646UX/8$IX#M5VS:G># MR'B@##QNH1HS6DU$LP7;G?A/ATL<4]#-
*0;+T0>:EMT2@--L\K<+L]#?FWB] M[:BPCJH.E(!_<#;. I[D3PD^FO.Y31SA#7@3OM;IVT,O@OG8:R*IE-A39(@9 MS@]_Q(=Z ML+JT\$0H^(R7 P]OYV"::&D(*-P\?
M$,9GH@4P#850O%7@"DR3LR$ P;Y8A@ MLYEDP\(QI$@O=HY/Z\&/B?6J38GP'2[*..BPD/\/:#5M_GZX>21"*7YF-Z:N M$Z;"O9G9U6;+1Q",T_6@)ZX-E]@H0U]-_94PF1RZ &1.("
(1J""K#!OQAV*1 M_C$'!0'2SRO2#I?,-)!<(!>IX 2I.M=TW6:BVZ_8A-8'03FZ-1S;HV%X7&B^ MX#CY)Y!EP4* QAYC(9BE)Y M8Q& J-,K[=?50IO-B'%-C2"I,706%@BS=Z):_N(V0<@["]-
]68"5LB14,L.K M"-I:MO:**E UIJ 8. HRI%RV!Y!FX-M@CH#-(KQ N,%<:Z9,QCI,Y!]3@AJ MC"F!)\SH/7&DP>=-5##DPLK7H.O&M& S?-O5_1D7I/\KY 0L+2
MNTNJ71EVF/HBZY7W'DAF3?K]3$.B AU@(KP!ZAQ=?:*=&/ U&'")/1\'\3L2; X:,?"?=XSX35J\& ("7P&&5?'D#?WF4BR$8 W_ M4?BP$ 9\R/O,-(]AGY9P;P2Z'O@4-
BNP]K[X6%NT"_45.1.V!3IR.7 :P0T: MDUI3775M*JE5AT%%8U;J%&S8%T+M8=5@M-+?<0I("0$K]OT"BQ.M2X 8M>%= ME)GL!>SGM?7I&C\-
\PV>Y*P%)PACLL(Q9#8XJJR[GWWM=1Z:VV<'6! $2T3W M(A>L-<)Z#P5&%P #)P!8UE8K_#_5TK[,!MF5I'_6+\FA?;*K%76*>"I#JX3E M]K8P9G([V(>%Q F0$A_GP#*%A2:E)+'0#"
<1*;ESS^XMF(*97S RRN;7S"9Y M)9]A"^LL? =0Z"[/(]()>WZ).:-^;Y%M";,5LJ1.!4FS+6^0)_;NP_.&L5-!T M$]B%_[Q2YS#::U5_4]]M]!2&V0QXS'MZI]]"&FY/W&2_D^D^QGF".38#/<
MB]/UOF9R%:Z"(:E5&8H)NK_V[\EZ;V%'&F3GN]F:(JRG30)YU!OZU,9)E, MIW*[]S\]$'Q440+_H+\0%>AOG]1AHO [/M02-I%W/_[X\OW^1AC?/?UY?W,W M;@KW#S>MC$+
[]AV>XLB^)TN_C:Q/@WCN'9+L@59NE(;W<)3?P0C M)_A:;E173Y9B-GHJ#%7(IGT=T6&!,MG2R[4PE;Y[V_CS-)763H@<)A*U(J@E MHEE@[, F3B-V+#B8%>
(9&M&=V)MJ.R3!0HF!7W9KA3X8KUD/@%WAVTNU@-YF M.\"QWPZPV@!,Z&$87M@X'-+C#L>WQ-\(0R5S'VWZYU9J9K,X%F@KD5?$/1!-#4B,Z0#!M"@ *5<;[UWQ1@
MZZNMJ//MV K]8;!_K(JQ4PHQ-ZH+\?#?R* M:K"9ULT7V!%H4[B*>0&IWV]S]P,/<, :>F$OW=XQ(,=^>![??OW8$D9 MU?< M1#!B:L%&7\#EHYR(HYQ:IFT'QTF,@G,D.O.,6N3%U?
$,Z%T@ZS5NTCVT[Y9< MTU\''6%0VQ\>]:IJNL_KJ@'+#E_[!UO(96DPWP7(!,=@>HR+;^& M?KR?Z"NZ(CU?Q4Z K%T8380OX+WAG55_U_!9HYN+K'7NDZ\-V+XL=F(X29HQ#".-
F*HFLA&CVSD@"*0S<$:.PN+ MNOT9,#:FB]TFJ"M/GU'8NB]4J$]!P$Y,/(#X\'AS\[%)?S?(FPWL"C#Y\/CP MXR.>)[BP_7673>%%5VU@'Q"4*/SHDVF5EL#DM%$(,KG!?'OA'?<22X
M*^^7N8;'F3Y5V!#(NCV'AB-4X:I?9'TV@PY/2F\8CC=KHMH@X&".?P%KZ;89 MO,B?RML"Y.A;8(KS+]7#9: +-2G%2:H]/???UG MH8/J4#L>7UO$S&/MPPY)O%
(1V@HX7.*=6L6!MR-R>'1%("E>=Y.Z$P'X4^, M/#B+ZDM%WTXR)T!!S]<,:Z72,\PK@,;2 Q(8@ZV7UOI8(WIZ&;8/<'UM>)P] M1T5KOB)>8>A-"KTW$J-?-W%*57]PNK5M \18,
<]KI'I,MWU3&*H!GQ#=8Y[M5,UUG(3FIB<]$PYS_3DT4X^//*N???#L94]V^'O 9L(N-.*OH/)T9L(NP,&; MISJ*SC5AX3;76"]/V((*X\#;F=BAE442H6I)L/IB#3IO(5+6E)ZBKRW-+3N.
M3AQCK^8NG7BP@)OOAS6&B\RIZMWZMC#QD#7#9+.Z&D_$JJ,@A A#TGP>#-#K MG3&N>38@:VCE0B*7JG%J!=&@.,-?#._B\)XL;/2BS?Z&GJ))H-K0J)]B*!LE
M*+7=4XXVFW2H+'4Y5:7+]\&>MZPO4/OQ\D[8".4>$Z* M(5ML@#1*PQ*_;&YH6;N,@SJ9-C58,\X#8P2W[3?:>#@BA$5X++A4%BJ[RB"WC,$:80/ M&[\Q Q%9.%8'A@VFM^!.
*/W+&J=X15XO<^/C!4VY>^>L9 M1/=Z -U4I70#Y$Z"H-B4H6^?MGHBOR7D\J%DDBTU!:DLR^IFV+O-O]NPSN$IA&[@P(O"V M-4_L<>!5$1'HYV/ !]NIN/_C+]1'4W?MZ'-7<^
(1UBI[\R" "2KT[]=L-GB M;(?-N/40+N@N7@5;F$7J>X%.GL,:#U] ^:,4 NV'NVK/^@?I8CDH/;QX?>)X M6P3JA+57R-&O:WD ,G=.MG:F&V*,M@*EFEJS;6JZ4M$8)".@)0#SMX@G OP0
MD[#0.=!T5/B 'FR<0O#*N(#6EC"*Y3.%O@49;G/2,^&_\V31)73;PQPC']$^ MH"F>1\;,^O5NUD2-S8R3&\-^M"*+ !C6?5=_KG$F=-\J/$X%QADMY>>/L\GC M@';&
2D\#J@"0^%Q0#P.Z)!Q0%4,^%F; [AKPK!0W_[:S*UC;@-U10^V4#M& M; +8?JS=AC3? S8&Z(F*:%S/OO7TKM0,Z_B6RUF;A**7VT M[R 'C6$R^/L5!
MI5L.8A=HNU/MB!+:O2QA_PIKKER+?5\3H=/3<*ZO\)L3J5ZQ%U"#T?T!_;O: M-%KP;VN)S27L%A? C[<]P9P,\$,YV>XY8MN3G^&5E6,QLO"E_A(]':OT)RR M7'*2^6\N3*=%%??-
OT[OY] M]S"^__-.^/XX'@M?_E_Z[>,#V"8!LC:(F6),>-2((Y+4R+DNX^D"$*^3Q_EH M.G67+LVMIY4+8E;LNVG;U/"-6S8ILCY5,W9&@NTNE^A71@T3.LA8S]P3$=/P MW 7=Q*
2@S"GAOJK28->X1+3H %LOE#K;:;$OHU7+V MWNS]W(*?/D6_EP\DF%:Z<*G-9CI)<8D>,Q&HNP5'G-/_T35S[+-^T.^W76DART>N<.GB*WO@,6^,'4@D7WWMZLY M[_=^'-
(/5DELY#B6-G&I6?EL/I@&W2*;U-5RCZ*#V$[L3EQN#&/:VWX\V/J= MJ(\.9[]+8+]\W)?2Q_2 3*HHU MP MR,)2"%.V-E>L2DJL.:K1110^H%D:VL"/B:#[9G2R#R6DE-Y:LM[?A/,%V M
N_K3MAUN9N5 ZYD-^M.P/6X/[7>@#N22W4GR/J-830SN8*ZE(?%T[RY^+#X M//NZ.IU)Y)38D9SVHP?FR .P70\9*'YN7H8ZH3$?&%-J%QP.@TJ[A. 5CL/J
MXC"G5,SJ"CL@(L5BEBX'8VW >/I<+D4"%5UDHW]P-%Z GS8N<';#*7N0"-KS MXZY\S)62JE5R6(XBQY;GVF]O>6:.BIHC:9"2>E0(2=G/:!6EM#-:#K,JF@.#
MK*DT98NN3BFN5XZF"@FME/UVV0CJEIC9V9!^#\4%6J_7BJH#^ESX/^:HV[B#U9$=P-..[.#'>YM&B*[7EH'=J) M/?$YN@Z] +\ECR\]#W?F3FZ)/8VJ8$@,#
[ZJC,&:#6O9#8).>5E/'(E51^() M?*(]Y9_,XT[K#;@CN4WW$GRE'^GPJ-2#1Z7*!XQ*/4\.RRG2LZ;W'R[JI=.) M+:9:K8IQ50G#.D],YH-D2CF R*QC),SCL:JHS&GA,R:;'5 7/9BTTZYA+Q8
M3)X^G:33/W"LZDELY/-S^YXF7+5FW)>/^8X;SM,9Q+7:K."&E#M&CJ@ LF;. ME S&;CLN9Y<[Z"X6AUF39LK&HJ=G9>8[/+BA7X%&Y M^YN_AXXHZLJ-8?_T$44\2NW !NV14:7$[;
(XJJJ&JH+6:35B;KNE-ROCN*N2 M-#MJJ'<,O+JQV<\|Z)8'W9XS5\58GB6'GW5[O,XF!US)7M:=@.L7RX[@@*L9 MX,IPI^X$W(#[33G@D@W5DN'6:Q>T1'D@[;$":97X0-
H#UHNK;XOIS;G71US(M@TC>V]'CCGK8!JR("CN'BHV6D]I#*5*-U#P=K+^"'QR=X"GDEARI_.SY1/X,%?=."L$#MT&@(!+EG!.QS+]3P;_F27JO6B&72R PJ_ M4B6,V$X3,1*- A-
L=PDC>4>'1R3_03!=!W_(%!$&QK$ OPGO1+5L@1@SN#CB M0F$9R8)JS&C#'+A)U\TW^]J7$'0QM^ M-#5E4VN_0^?9YJ]TM7W:\V@,Z(W M??;HR7C]&CAZ6PI0*
<%^_ORFS9S%]6#0ZG1%W&UXSBWOQ>Q7L044^A3]7I9: M5].1]4A08UZ Y*>U1/VOFH%'|N3K?M2=T$ M$POGDQ ND%$!B9TL4Y\2M'RJ-'D6PBL\12)X0SI+8-
EO&UI+^+ZKK&YNK;WO M90<(?JG>&MT21]5T6U GJ$NS+ S]RC1@)@=8HQ/3+-TJH43;.&RYO+G+%SQW MJ>CT99/I^3*8J%[_"3<.^0I: 9U)X>.R NEC!@X2\0&$3 @#JV[Q T
M6_@!>W&V.;;>--5W38.Z-\:6/^&V%,(?]A[@LQ>RWH7LP-Y^ ;^ED'[?)_.156AD90PNW\-+,K,HQRNM7J?: M&P)VN/9,K*5F4#-
+_R5@@5_"NB@R6)6Y8JERD/)FGG;XV98)Y]Z2J$MWQE^ M]VL%%CQY, US10!H0(M8_WBWE-C""H0/_G@)A"UK*UCENN7J5-Y?I(5Q CR;)T%2&3-34?5_0*OCOJK;-]?)IESX?7GE'9*
M,[!UJB06^KB!FS7#!7H\,E%D&EX=.C_<[A>Q[WXYE@KTU S5>L?C,CM[F&I? MBFVG4+4B=!R=QT&GF)(]=&QTRK%EPSDZ:X/.?-XI,6LVS;%QJ@!.#YBX7BF$ MYG"
[7_PNLN35'$K2_TE?%A9YJMF PBPH+Y!YIK#W4@'=%IGLJE@8;R=W1>V M)+&Q-J<&8B(_L6?#]7IVK>.;P&1TD M&*OB-@'&J9KSROI6*E7R"&K9L*Z^!PNW+#:-,!3\. 0_)1.
[_.3,3E]1BG&2XZCS8%22D.C M*KF&:@F04@V6$HXV!^4U*.00JB*$4M.@BT.H6V<(G=S?46U;H>#I>$F;D9J= M/)5J1*2<-
_7BDKQ+;NUPS$,GCJB#FQTIB.J7M_EB*H)HE*LD!1$#2X04>=P MRABJ N\]X@JOIPCRO[#\P_E(1<53)E)NM&D.%8QGA=9,@:B6 ::WFX(1-7 V MVN85-
30S1G)XY>!CV@D4DRM5LR=S%_,ID3XUDK;*:JB3 =]TAGTV\I$ELET*K=[_]/#\WAD:-B$8BT$UD]% M'6XNXTFAUHN%VM/=CS^^?+^_$<9W3W_>W]R-F\+]PTTK<=RA/G);
9XGG<;# MX_/=V*O&_BC[VZ%K_;^]%W8?P,7_Q^]_\]J3[!Z]L M!9E]+#KAK=Y0(7[=DFR!OTP2KZ0*]NB[-[S6>6]$<-:%[4W7$OYV8>+4^S(C
M<[AQYE=>$%9>,.U*5XTF[2/RY>N]\$0V#"#+%>Z^4Y@0EY'DC_ (#?:6,2NXD^(=8]%)3DDH0NM]W)?\C4 M$1P3M94.'["T01H"H_%Z]47B]#1V"WVZI6*"E,#(CLV3-\:$6F1)\
(ORD6<+ M;;L6NR6,;!B616Q7=]C*T^GC@UED]R!*3$;7Z116UZ)?;H%J60J=E[;X#(<.D2C8S9O\D,9OXR0ID'V"/VK69/ 0JN%>T4"^A6 M& M1S3=R_"_Q=5L-
9(]/F\U%Z[1HK^2U"K]_&#__4%U> "G[:W$#JWK3S-N M]CN5<5CO_\>U'9#!)X+.5Q6TSY^J[A+A=Z+B"B\WFO?MME].9U0LZ6!1<,QQ M!J\X
RHH/&6#37IU39UH.@4PM3].Z'[^25Z(+XD;X!S)G(/:Z1=!-G?!;6'='2[-_"F\@]P5UA2K&0ILBJ^%^(AR@53)5+8L:,!0" MM)&S;_OA H(J G-#-:8:/0 ,I%R8&&@K-
%$5FBY2E%EFN'RA+U?J.UU07/7@ M^53Y^5;;!MHH#0%/:&2&$ HK.57=P(2"K^T%:.TKM(Q!-CO ?ELDSR7/D9DI M+X\H$X D_[X>E,?>LT?CB4Q="WD'+@ [QO+__*+:FAW?
#QQ$6B=.SG5BI'S5 M4#**-R#\/MYRDZ(D7FXP%D0;:^F13X"_0PL*@@3M58^"L#\ $GK08E*!-0E' M!];)VH0K8B=OFW"EW9(DN926SH-
65^Z4UK$ZWY/XF.HW)E%L=0>],EJ$QP=U M]1I;O.EQV^X"GQ5O3AN1?GG2G,XHDRO^/"7NN*)P]\W]'B").9YP8FQE(_EZ
M!W'IF#JK9;OQ[>;1$BW<\KIVYSE[K#:):-1@$5E2AC@Y.ZK]']?$CMYX?O$# M]BS$9ORC&?0KZE,B]./O=#=KT_A#;(826#D-$^A^1@&H,UA,,#(2$[JHF:? M E\$_?.>^B-
")!5"HQ"C7UK66<9ETC+2,M_I@GV])?KBFTF"X%1$5 M>Z+>;0R[9?49JD!) =Z78&>4,8\,]!['.@(TUD4,.*.IP+ZLH%"4&R1;E ;%>-"X[JJTLJKB!V0OZ!DY=3^&+B
M1A\W[W0Q_<(*I>S\X^LL\-JT4DI]GJ]^E%LHE/?QS2"S&]-:82X2N2439^0$ M,6*QW"VNAL_B_/ MAB>K[^3,>3KAB#":O,BB36)9L]\8=CH5<23P&N>EPB.E/W F> PX/&H*#SFE
MV6\4'MD5OE0Y'R7'3JG823CAR2-;))&+EKK"(Z4^2"'14GJMN(H M@YPJVR-O'&):X&B=#SCSS;T^_)^V,6%<'[@2UK538AE>;@RE=N_0A>ZKX*_B M3,29*//V+1\3*9R).!-
='A.E;7+S,5&GC !,SD.5@A/GH:*;_7P\U,4F&H6W M_9R)*H4GSD1%72(]F"B';Z17]CGKX1CL2$VY3N8L"=65VR_+VYMO: 6VVACL MG\R;Q8O)A\:'MFMHI7H]ZQ9!(?4S7#-(C*
(EU>\2BZB&8J@T$WCA=7(#/V^ M.Y"B<$#4V1LA-34ULH>%A'14G#D!F^=AKZS][AD8Y!SQU9G:@2)=TA O'RL0CI2D F2L COAS0'SF$*M]%8!2-060 MXG'PVP'
0$DR]_"KBEUUT8DSK'OA"Z:J8/ M8-LWYG*"71/A@>L5N@DOD"\#WV,E'1[K\T#D6B(HQ3%0%H*Z'$$U15#:1GLO M!.6PPLH[T>7PJB*\4C:NAX97G\.KUO!*V266I?
\&%=)_%Y:.LV,KD3&XQ^O> MM7WBS\/3"E*F/F(D;2,6S;ZQ4TH_ON?\R_GWXODWQ5NSAXXM,]Z LRAGT8MGT12/
MUQXLJI3AW#HQBU*GV"=:8_[H[=6E=8OHZ+];5>T9D1_<);QEROZ>4H>D2[V0 M&^7_O>@D)W>:1OKV]1)T!HUTF^)41FUFKU
M^"WJ*0W%=G>+7*%_%Y8_G)7Z0JXF%E%_7JES&.VUJK^I[S;"(#2H6;X3^_T M6TC#[>DG3G(^WV>2_0QS9(@&_C69U_D:.(A8>!4,2:W*4(2%A=+FOS2UIX@S
M==KKS1154::#/ND,^FUE(LMD.I7;O?_I-8;/M*^#.1?0L8Y5=7_[I XWE_&D M4.O%0NWI[L'X6;QX?QX_?[V]'SW:WP]?YA]'!S/_HNC)_AB]_O'I['WH[I SL# M<(+5JJ\ M8""ZNK+)M?
_ALQ]"IAGT>?2FSQ[]/&G2J=5FTLD[WO'>[/W< M@I\^1;]7VJU.MQO[4[LEQGZ?]*A!J].36]]AMMW%YJM;RZ5809?Y;,B7+";$$66P*6!XN3]_XG-4#3KGM MB=]@Q&VT4W<-:?
G@^ST V_QE?L*)L96-Y+@C%.B6U_^.:#IE1J_@';/&)S<2<9M"O1E/< MN]./K#NB33]_^$Y>BD^1@&H,UA,,#(2,Y'S$9@GR;PQ%E.1_&&8*J07Y8QZE4VY3S1-
0B!6\VJ\T4EIQJCR0VZN?%!\< M'UR6P5UTMAQM*;M,LI>99[-&F/LD\'J_IV*U+3JTSO'<>/G)(#6 Y^1(Z?FN)'2W']W<1G%H)2$ [7DKNPQ?- !^=JOR+:;UPHK%1X)QU"YX-'E*@K/!(.
M;Y+AD4.[\BJ7]<9.PGE(+M'2YZ*EKO!(."@H1;34^K#@#.I3YHS:X[V1+Z]F M1]K&)%>#\2Y6EAR47+7NK(OF<":Z""9*V;[E8R*1,Q%GH@MDHI1-;CXFDLH(
M5^0\5"DX<1XJNMG/QT,R***.PIF(,]%E,5&*2V0'$V7WC71+/]0\< '#XL>= ME766A.I2[I<3[T'/+BDX(9@AW#"VQ MFVCAF*&S-QWJ:B!D#N9(Z7C>
[32&_79%@IJ.8$9SQ%=G:@>*3TE#?)1F_$Y-H#EQ=UP=N#L4)DHHC0%T.<*@"/^'!"?.3!J7P5O7G14!=,: MSLXWL.Z]C$A8-U\NTR/
XPXS[Z%+ZH[=:S>&W<)'6#QRM8H(2MF3EH4@D2.H MK@A*V>/MA:#L!D"OO*1K#J\JPBMESW1H>,D<7K6&5\H&I2S]IU1(_UU8_L;_
MW]ZW,">.+.G^%47?/7O<9S%&XMUSUA$TIKN9<6.O<<_LQ(T;&P(51M-"XDC" M-OOK;V96Z<53V-@(5!/GS!C0HRJK\LMG9;XBN+BQV24./76]_]/T6NR1/B<$ M*5N,LMT;N-
:K'R[5RIYS"/>P:!GU%DJNE5R[=T/X!5Q;DUPKN59R[2&=#]NX M=@=#<.^19LG1DJ,E1^_J[WF!'-YGL%PRK61:R;2[>M%>P+3-?3C,,L&TY&Z[MH*KB\%_J>X_3&I(;<4:^P\M_PM?!-
$1C>1S,@G/MKYGGFZ/YV[6MIB=^,GUX MW3"Q1^J+>T2+_&M8E#)<$9K>ZLE4 8/>O>&VQCLU*LY(66R[7:'$ ^R_75#\ M,5.&0>(^2'!%8XDK'/OAGKD3JNII&VU]
MBI2_9KK';@:PX+0UO*X]M&:X =LSUV6V_UWW16'ZI/IJSR;GAN.?BS>&3-6, MF*J!E46TXKJJ","B%DX)R;+3/*M9FZ=*\UQ7:TO,LX M *:,&O9:\P)-&_?! M"'MH[V\/5!KIJ;-R,AI-
1EN:C/+B]:I4FJ\<4YG&5%T[IB1MB\H]T)4!>,$J M,F,%A(QVW1J[]@-_*X@$UWFBCR!0 M #7P.4.7&29:5[>*A09L*$^\QC]9&*/7Z "S1-N=1E*O@7TBDJ?,:4']%":!24
M\/<6+*L!.RY2#B$P"H@XRFCF4E:::7/\0;9RF45;V'=H0R F%-,(OXQ+\EC> M7B*HF6VYWK5A)ZO5@O($#$/,92"3.8J.. T;&]Z@/[")2$?T$:64)],?$]>T M05/TY\@D?<>&P124-E
+EMHV=5K?*2- (JZF:__N+3\WPH*BLD;/X.H%?XDR M7):/:,D0OD2 MBH&A/H5UX^_"2RQ Q1$,BN/P%$ 1R &/!>@',P6'!;?K$_P#;]$M*WA_;#UA M-A.Q?
KJ/>Q)NM$"2,'CQOV:FRV%CHO]D0J3@F]=O5!!VDX*S_M-^AO@ MT^ZSQE!1:5F=2DR[J%R!0@R;-\(4O.P1M[%I"YA: RY!#@1>B6HV[N8A:#,^ MZ6I/8W,X)M76&8T\T*8&<[P?
%"I/<"G?UQ/=8,&KP&(&0KEXXKZB&/JS7C8I>J0R;#59M-DJ50;G,AL-R MJ?X_*F8);!34JO8.DGJU?J$VB\%.Z,TF\(SAPM*KBRL-*SPQ?5H^M!F#%1N" MH(T\1_?
P@,^6,_P96X[&!\$&,V:T_.!+? &#Q9O"*WQWQD#EN?G^O7O_O=.[M[RNMWI72ONG==WM?.[UVM],/EE,,]C*Y3 NK%'LWOF;5V\&&RXABN'&9KMD# M"+U;UQDRAJ:XEVW]
[P]&UI$W&_P% AXY#0C)@*-%:0KVZ%B/5)M"?^)6G M9A;W-_#B%3I<:DZF%@$%H**GC^ 2W36(<=&(=6R#_TEW.H!X0IK3WBPJ78Z' M-@*&%4-#- \"1"0-%4Q!D!*
GS@JTE05B^@]C>@-1AE>,]'Q+=[,\O&J$3ZC MH$R9K5MD=()M\M?,>."@K#^ 3@-&Y0PN@1\ OGT^&R\ =GP:S!%U"J:[=FCB M4MO#D>4 ;=#ILF78+RWC(:U\6/81[!;D;K3@
MN!^2.,,SX77 !4-+-R=Q%N-GU6!+ >: XF#JKHFLR9Z%[_*3AS-R)M6SYDRZH5E=+VO!*(=+AYP'Y,;B*H7N.#1_G0NX9'X!TCP\@%:!TI->".]!V?<*TWY+$-9!NRG0H^Z[4M"1M-
M4."7RP K@3E./E$4TL(I"I+<_5U/2B[AV0IJ$RQY-6'BZ5N@,*]YIX\5DE)KD6 E7C%PU>@Q^QSHN*RQQ&LM, M;$VQ?RIX5#M0*CYQJCRR7YY,PQ\'4?7872(<78INT0>@ILS\];?$#
(4A.3P/ MQ"-JJ;Y GMB_QVXPG*G^P,X'P!_S_41C/:3;CWIFOG>1H]))-E+,D=MD!G(KK?X=J'^XO*<- M#SR"(("*R#\O],NU6/S^6VVU27K7N?WQ^;K;5OJ=N]^[[4Z_H'1[[;0RY)>L
M3*-W<]_IJ==^Y4KYT>ZU>N]NZ5OKW\ 5Y)$2FZ5D[\"5\ M?.V$+_\Y<"\N5W'M!F^&MMJ;45[KS3B8-<*0^#HJM\JGX4\!S$M M')=HZRY?B9):(;?=.?82R8?
H800[&4U2ZHS3#'L&MU3Q MRC$L(%[J):]%3P;,--*/HH!,)*B?@N#*NVE,PMU_"]^B^82_WJ)"XMB@B+=X M89-5^E,3RV>L5Y^0"!0,TNTX12--<8W"E#+L?"#
^XZN(6$]NLHM>N5@KK<6 M/#+S^C_W@YE3W'K)Y/$5*9B*E.<"M_WPIZ'W0<[\1&L? 4C*]Q#"#O49B/3 M)^8*'VQS9Q/%^DQ@3D2,X T>60O"0Z8;H!Z9GL^CA(&8G*N1W
R7/T)F/U,!*98&,U21JXS40"5>,P8_OM1$2 ZT3TO?C-= MB9A%ZM+Y"/]C;'B]F;E#L!(Q72$,49U "M"=,^?AA6QC2^!(2>;[@*+ 0D:<8O0DF U]X6)& M(>9X.$\V>GSAT]CQ?'+ HGY
3K8@V:2 $AA9R^=B&3T(&"*_3TC+8Z9C^3 M,43R1I![8I@>F/+XDZ]@\J,Y,I&;A3N,A\5AVT1#0T"(R0Z1#/.O&7 :&'C< M%X8Z!9YA;TQ8QBNNDN\/;A3]\()FEXT
M1X16,3GX.IR?,RK@'9%KIA!D!423/3A'[[C]KVARP-ZM<"\=!R-XL&X83(CS M "HE26DEUHX\C JJ%)/91+%GI%&B(*" **KQIFN<(]3/Q2TH26,I;C^"Q"54 M16;^N>.>
(]M%+R)"GD<08HO%0ME+ V^ :0I3Q%B6Z6>8H5#JBE.Q8OMMN61EWPBA)2,1 M(,:2^57$C"\|L2[8*J&*Q7/FMA.OP+5%CWN*75 Q7%A')$(8 MFPNW=I#.F]B_I/&
(/"F1F0[;.!@/A^]Y.*X"%R4Q]J.#!* =ALP!G]?P2B(8 MQ 6.$U%1#(*4-IH?#G7(CT]05B,2@A+C*9P/=Z NA\X'YCZ: /J)5ZW+!T"95'Z2+Q8.)N+P)T7R]\WZD6U45OY4ZFHKOQ^
MW:/44K&F5C8^:D^5F0Y0D&D[_)$W'W9<]8@[O*2:C6NG4I8YR_N^:_<97K-VVU-ST5?7-LA6 M7<%,;_OZB[9]6DDFM[W8]O=HAZ[=]17,0,A*^XL\@'U#@OU[[/HO#IXX7;OM
MJQ\N:^O."$FLW_^N;TJL?Y==;XXV;/K:A\O*ND(.$NKWO /HW!ZEZDG ?_NM MWT)";]]]]0^7YTP;VP: MPV :[L)W+#YUET5G_/G)R^"VI6LI5P?S#&V,IXHLHP/L\-P9G?.#%OPP
M+>SBZ!M>$BM(3O#&SI,=U.GP?-T7D3!,<8M.4.X8:^P/Q\R86>QFA.N'_X\M M<ZWK(JV:X\+_DI%_RTI7'+R_D):S]7]MSN03+4H;>69*AM M#*5M:9SR.H=XK.'71#K/(&3B*GIK?
LU-Q%&3[!EL&'"#($ M2R0X+N:>[#FV.!6[DM'*F';PZF"W[#.=P4VS1=UYQ:;!9+C,M):6F^8]1?HK M=@UV%-:R C5Y<%M=,_[% \&[4]L;S 13CQC[>Q-Y'9Z+JI]N*PWEYCHXWOG
MI-DEI6I]\H==@HRR6 Y$8Y[HV27CZGWRF-E6U3WGVG[,F8YHM>6B&; MZ;-I8T7D3^?-Y02"@\>8]I#?L6\C?-L]&]/*XYF+3@*EVR- MY!>Q*U?"6A-
=&Z_V(>YQ,0]DW4H6EBS\;@&TO;*P6@(6WIO+0+*P9.'5@%'E;WY2P^% \GSR\LG5R0!?M7%>QO)(\YR(+]LF"_+-B_81J]HRS8 M7UY=L+^RJ?W@ 2LAKO*GK(R+!$>:O/#

(T=1BQ@-;;,VGBQ:1]*0'[(X5M![" M^O&\[*D7:P&'K?YT(#KSHH9S+O7^Q)JIO.)@4"\93\2P(6\8%]1/Y+7^X!'> MB+ET=(<:=3F\A2\?!CQQ8OI!_\%DJQPWP!"7)RD.+Y*[@=$KRYR]
M7M;TF34*";IRUV.R<>75(D6FJ&=PEZ1&S>V[I(8IZ6I&=HDTFPZ-T?=482JU M.^W]2K#E2/M[-75.!^C>[-2?6M_+J;_]+ERV+3+)M))I#WOJ4FWLY=3EX9EV M32W0>#'!K
6._PCZ"XI>RU$T5_>"6*;O)*._B;BPCIWU3.933SC>="V,#O.0 M;]39$GYY-%TG>(X(-5,<=C&6&\:$17=>O ;['VZ/[@[A Q_:WB/0U*K7@R^]
MT3R,."]22[2*Y$4G!T$7:VHD!\,#.@TE=)EA^H58^'@*FY)(MC$U#75P@@U&B%&]\&K0U%[T(MPYC%\IA;U+F8YC=QHZG_CZ43G-]:L8M/O# M7HMX)UW.![S7(0Z!3YA)>VW
FR:+1?<\!][A!\5:=46TC X(%>TJWN8:=ZH; M;^#X-6@@6^"#QR;8EA6V_]03/3V9#?S+&+64IA:U@ >P4M@@-" @?PNU9A;M M!E--D'J.ZM1OE"<7)!\HAF/MLJ^E*_T-
CDDAMGPXK@0&W>3S'JJ(N$*"B& M.1J%G'UJPW8]B'\C;:MV^: /'\BP";DRP-F$0L5OPV*B>DF?F<$.K#:_]$::&1.MC M1E-?7 ?3YGUM<6')D&7K$%HFB\ADD>/-F)#)
(N];GO5P/KOK1051IC/(D.L& MGUI5VVR@1TFC=R#YS,>DOK#*,-=*'RXK^S;,C]I9)GDI)[Q4WCLOJ^YY M(],5=M\'_9@7YC6!T%/C]553/"6.WA)SVL;19-C[__G!?/8_V;/)N>'0J31\
MWDIVUSY<5@NE2E9:C+[#46W)'%F:VV[,L26VLV_F*(,L+-3JKY:&^\Q/.;JX M#3K*_FU/26C"UKP9M]F;G\DB\ZMCG# M+;%RA2L?+LOJ\OHJ0
H+QXG>NYT&OR$W:N^#K\+@RQL&#Q;Y4O1&<6:^Y\.T MT&/)7=[H?^3O4\0+YPNNQ[5$=$#71Q4%FN*<:E'9LV+2EQ;4;S9X"_X"5V< M['E]\K@8CU#09X9=X]
5[LP\Q:#PA3\&AGD8P[/+6MICPX<[#^BQ=;,3G M>;.HLYN-D&/!)IFY'IWK'LP\>*0GHI(N7N$K0TOW/'-D\A9O!AOX1>4S&^HS MN.>)*2(H;/?->6*
0Q2/H'>&89(=SZW:1BPV@6WOW$?NV0;BS(/& MA3@]HZAD>]T!RK#AH:ZLA0,0*< LBXB@QA&AO"BR?@7X'@])S M#)BXWMB:[%(#S)YO%Y33;OP%9^0-QN748T@1(-J>(70&C
M6L#]/ J.-SP2QA3XUHWOI'@H.!:QV&T/\, GOI\BQ3Q0#N\7')(,T^(&,8=T M^-N8 6/-*9BM#X<4APLWNQDF;2C(3P\P D6W8,8VE?-0)DS'<= %,%C7T8=C
MBNBY8C\/&+.1D4PL1L@Y#S8\-6"$T8YU^X'&H Q-=SB;(&(.F0AX3G3!A[KB M@8"&FX\#;J5 8F+\.*KP"\;"E:(0/SQ@JB/K MAU^+2&1X.4K7)]!Y?)A.8K605+-8PL+4-?'(,F#
(:U,7"C@('D'?EUR_B802 MER2?<0Y_\'E]GG?%;,-L'<:\6YWGZ>RJT]6!8PH-=;F_=B@VGQ@%Y2(QN488 M%A5>SL"<#!#<::_%]SV7KCZ)"
[XF"'>^A]:VNHW$S&IU_%A*ECQ)%:;DNLM0D42$SJS ?"%D'H$0C"29 M$2 \$]ZLN_'E+@@\!8BPL3>NZY]CGD$,[RS))&-M"K<&V2E;-()8H.C]!^^ M=0FSXCN/=E"0BX!)
(":+)6O@PPW30VYF1B&I!X#4/RJ[@7D7\T2&"DTNVUOZ:U@T)//;EV*B?"6CHB1;U5': M'J+B2@!+*-EX:IF%JB@L:#?Y0S(A[J>-"E*@FE+FG1O3',40$OLMIFI$+9 '
M.J83.7SC#5"'"5*3<,1A:LQHYJ-XFNISNJVHM$5^"Y>1WM(T@OR<(#T'AHUX M&\E]9\@U;>)&;X;,Z'$DGD2;?:3H8<:.XNO/,$UC1L_4A>(0S!1^!"G[A$\. ME /2RJ:
XWH\WRNXD&O+"V.>Z+0@P+(H#4R:S3'_M"5X=7P]:Y(@(2-](T,5 ?4KAQZ0>!WI(D+U&(6;)A>HH'$!A\HL6/" ZVA DV>$^V,0O,(J',(H.25@AFS".SG"EW
M1QE<&:2D>]#V9KQ4(26^CR M0<5N0-N&J:T&9.$9D0\!V-9@-&YMGUL?.O]#>&.I3DVHV/D^9;9#>Z<65SD1* MO)@?&9[T%](H=@ D&)OP/-*Q
#QH$5T1/]0#UI!EX"MB[KRBTK+G*29#D"/> MQI^SR.O+?L%9.F44<7N[(J#6&Q\VLY*JH1K+8X_G&-SFBFVB&4OE/?AM-31T M040JS9 B[S^$)&T:Q7(-:='^UNI][?
1!.5%:O2OEJMMO?;WK<&FN_-&]_Z:T MVNV;'[W[%GYQTPL^=GM?Z89("X!;V]^7F MB_*]U6M])4Y"OEEC$)#&7/\%&?"^<]<#/A*S5FY^[]S%V(L_%]@NVVK%'ZR MWJ0)Q1!(K,
(C]0<1-A@I=VPZ [5QJ/2%< A5>K!=+K;F8Q;O6H9?U8B.&,(O;(I*H A+BO :/'I]<2=I:GH$%:[]L>/%CM-2 MR W)9$1JT)GZD5-^*HP8X:BCI6>#S3T86\'<\0B9LD5 ?A-
5AOO>+$]H/L#Y?#C63D-]:+]#Q1!9[700'W)VM.!UJ' 9%F=C . MFC:HS($1.?,PG:1=8%YO[L$4EW@2K1+T!(@EX18!+H0R,;T86<".6/?, L;Q)F03*V/G
M27EB%EW"4Q>Y;41F%X7I@&;!+J$M&&V5 @TD<#87EOB.SC__Q9.UO,"B3 Z% M-OF$Q=*.PD2#94+1[K>6*$338>B("5E67.$E1A\,='&<\4>*3!21/B2R+Q # M7'T&Q#!'&$,LQ%
(Y..TQBZAE>4X!7_87&X:LB!"Y-#XC@:*\.B7$X:38'\Y MQI)92Y+']'Z&7"(F%HN(%,$DG<0$3&>2^+8/'#D%?C)?K$X!D.W$Z<7&*MF MA"DDQ-8(!7PSG64WT8^\2DW/$O^A^A,F1
!AIZCE>$% S39B\\5X-2"T'D>H M"$8+0F@&ZD![;+(1*"EL.*/,GYL1&.F8N<9_"(^C!S_0R_AOK4@JA' 7H#O", =?40KVCS6_CHD6X MGNG7!P(3Y4O@=P+Q75++'X.-
R&&)SM_?,')FJZ+NYX9X;J9TP"K@/C MER(QY9"O1N(8X"Z!<2'T;Z]"6B-:@&%\ 6)"\$S?;*MZ"6.5?:3[U:K!/WT4 MT,$][$;P)UY+28*Y;YD_'3"$O7K_'$K,.2 M5T2H*J<0H?J()\7($3
MEU*&A=3<6"Y/J]6#TRYL:'SJ.3;JIFH4%5;KMLR"12?['TA^1QEI'YS R8 ML>6QV &6QH?-M?D67O:*-S4_7.K\CJ5SQ@N?D1*OH,"].['|M,,JEUY.@-U> MI'ZXY*4B]30D0!=CD&]?
B)T*1=H$)[2F%FSND:CJ.9VYH#RAEQ $NLY%1Q@% M3+1!]?ENQ -XHJHKY;N,T"[GY]W !F(V3T(SHD -3EW!N9^K9\./,1TR82=A M>KJ-SFS[/"8#AFOXZ:?
HZ(Z2M+:ZZ#BNE!KX;!I[F+74/__MY:!<:C:KJEK3 MFHU*&G@^*/2VBTHLOT.YZWQMW5UA"@@@7Z?[M:?\^N.NV[_JMA$$^\K]M]:] M_[;#?SC"Q!_EDVUWG#,H>:NKM?
<=]%,ZA_VH.]7FE+?SZJ^ M3ZIE5M+9;UMW]]Q5UNUV7XS-)7^^;N]N:N==]1OF(Z%.9"IE.P29-5.ITQWHR(F^..8D<;BH8<> M)
=*LB.N@O2+@O+9Q#K9TS%6VE'B@[L+LRV"JY6>@_7",27KLP._M)9[$_67!J$4>-T5P1;9[:P((,>_9JA]<58U-J9_E'X)/DCEAQQX9E-F,WS M7.D'*06A_@CV2#5PX'YGC+QJ&+
;ZRX;.Q9095521EI6+I^ 9:RJF6/MB)_; M-]]O.[W^$9C'[\FZ$1NTG2B+&D8OQXU[FFPWC]^YOV M;]]NKJ\Z=W#)_3U<+IDM8#91+V^NA/6&D#>^(/>)PD,)1B$N7'T//G:-;/P>
M94"^":]F:?'N$PTA@G:%/,O8'X?'#\W$&@?J!BZV/Z<K)::^^G+4"U6*I6]-8O0]C.H2K&N M[O:H=QA4K5BI[Z6#Q4%+J:;KSG"+_MTS&5;N:] "D. M5R @W4#
[R]U=,SI2$+4#EO5!=GEFYX^I8V=]J*#ZNT.3LJ:S/M18O;J%4L!9 M'?"4@D)9'R;JBW?XV5/>Q":I@EJ28B K0A6H5YZ7B^H*]0>SC+DC^VRP4-;C M39L?'9D$^H,^,(,S3
N+8CYD'CY#3+IUS>&1(5/FAWILF'2,D*2<#24F2:WX M_49ZQR;\"K6!RK*[EN9ET$C1_3^_$(G%$68%O1ZC#)E??#4T$#ID&LKZV.- MQQ6R/M9;<@R>L6>1TI_U\7I'
V#QTL=9'ZL_%G P,MW@I!^\>C:Q/R;MTF-2 M6"H9^8FK&Z^R>/9 IV[;16^V#4S&>]D&? M;//'ZZVKXV42"9QO9I\=:%.L:&)^N$KEJ[.X.5G_)_9/FJSSVN)1#SS+D#SJ MH38.-
J>8N_7]7Y^D2ZW81 :_[;%K['8BU8JU10,:A64UH27.Z#$"R9*#L+O M=:7O.\.?6!8=Z]+@(06ZGM^N-I3.9&HY<\;$=;=!?07*^CWK]&]O>?TW?H.F
MKGQ>NC;4&5_L0886NUQ)++;MP'"0[,Y45 +WJ/(O+V(GTJUXVU$WZD@(RU4J M-OP\;$7D&Q1*M+>^/=4^;2 M 0W>^)5^Q7V3\N9@V[D\D9'7-AX.W1F+5^"
W9CJ,$O&=]HP0SN-PTKG6>RT MU7N %T]Z..E/^E8/U\T^N*MR8(LP"EF :8[A)3Q=3,RM&X<(?#LE%@+ M-\@A4O0@28<.B8D2W:;(?0EKS"X"@S
I5_'H9O#GG;83#]-6LCH]AGA8Z6'I M<)=Z6(FM0RW?!DQYH/YT1HSK=Q-M"A7Y6#KW57K%@=7F*1Q8+6?NP&IP-)5. MG6)!GV_=VW[B'.K]7:O7;_%J/P7148H7>5"ZO:O.;0?
^)6LXQ,ZFOJ#2 K] MG+&\8Z*]V]B<>H+A>$/T6^HY?A_O1G+ 0^3P[%/@R4KF>/+VKMMK=V];U[%& M;OU1+T-PQG.>%6@[K MXO,:)52 &DMN?
4HSOTQU.E"+X@Q(6/XZ%,89;T-RL[[#>:R/'[7;8KXHE,+5 M$U34E6ZW0(5F^?0;X4(F.E=@PX0OH"F);A^EE>5G#Q-B6+V#;URP0%&)1?N'7W/:01Z; S/K")!$:2;&' -I7"[J*8"E MJ-
'!M\FB">_'SHO8JMZ:B\>$G5#ZG3:UJP)5 !NV1YN(MTN;ACT]>&XH'R! MFY6>(TBJGJL5K58/MYWN)0MSXRY;OJ->JM(OX9>E<[6I-:J+CP&F,;$;0OPI MBGI>JC5*2]=^=ITG=(*>?
V&N"[NU:QLS]&@'K8$/5-JI5FQJS5U+.ZEJL:(V M]E7ZJ+I;9:=U@VI4BS5M\Z#V6_HH/%R4(<-4E#D@GCK<<;=4X]QD)O*3W.]X MTIW3X7WR05Y-G:L(]Q+9(MG9WB^SZ%]-
F,B[D# QA8SYY> #%#Z'L>]/O4\7 M%T]/3T489_'!>;QHN<,Q-O2]8,:#[EZ 8J1?J*5:J=Q4+W# S6I)K53.FXUS M^+M6;Q;]9Q\U!W6%)^*0)2$.@WCI%_X]6=9VDFN^ER5?&73$,
(DY(NT(=8UN MJ'&A:G2V40$3PH+K.;"?@OJ?>'Q>M^>475[_Q5/^B[?2 ?5LC9'V7U$K%-Z= MD(_SUYDM3C672P5%;38;'XMK]JS$KU/'KV:S5&IHS49B?S?/^9%OD^TE
M9/^\44A>&)J7Y7+YO*$V2FIAT?:-VG#CPR(LU9J$I4V)I?G#4O&GIN'@M?J% MZSVPY[+:+)>YI3]YK\9%I:R*C18W),)]U^R?>CZ/[TW%_M4K**[*S&"N(0VW40(P29]P)7LLSF]
(9V97U09GVS'412Q9RGAKGOPFL".94 MXW.*:4@2!W*!]42_*]4Z=$4Z"4]=)]JP^GUX%?9_G$VG M%NDCU#=Y)2Y^U^%E0K.@,ZLE0$AQ&"F\91.2%A#:$"W?$E%KQ5*C]C=0FT!O
M,V8L/FH^CG)U-WUNETBX2/]-A,-%*6]AQO^+WR3L>!J<. %N/IKL#AT?(GD=P*0YJL!5OG.+ NTQWO$ M6/YH@7H%I5=L%>, O"<47:VZBFF!_LIGO3#?)I^O!,S<
J:JEBIUM5$&EFDT M:BJQ3#D S-W\XO0:3>\YC#&BUZ@NT MVQ_%?I'#:8]6% 1 R_.=U2\'YONSB[9"BE8I2TZ[!9D?:T.FQYUU[MOM97*:FE/&?KI8'J9KN\+
MT8MU7NJQ6G%4@#;X4F+Y.R-9HP+&=C6NWJG54J52TBZFM:JJ:;J*,79-"X+L M)PCFNY&@D7:@'5Z3"[C:U M%P@\P(3>>T?M\KN@]MH^,.]6&G9E94AL:3P I M)P^ZY9@$)6D_H?
WT?SUS^/]265%!1R*AXO.DY,I>+:EMAA"82I_;-S&CZ-=; MY;OC/@#Q(O-HM57T8J.HO,HHVE*'.CR5/6=ZD,N]FGS2JW72H+SBK$4#_M*T MZL6#6FN6M63"RRF"\DXDR-3QZVS'=I-
XPB.UC>/Q:UU?MY4S;S8<,L!HZO:Y M#?P_QM&_D#H*/:7&7T%Q^*/+;$\NLUKBZRS%1E[$AJHVRZI65:NE1KU<;EX8 MC4:C62H9[+F2%
[&QG02Y/ZJ^4T([GBE42?]45YS07)UJJ<1R@?::7KDNT:>, MB3Y*/,='2WDP<\5!^+^GRD*/TT4";-X ME:KJ+5Z^<+02O5:M9I'@%U/@DR5 M #B,LV24$E\QV*P06&(UC8RBJU8$;H
K[4WA=P;5O/J<$UQ P>:4BM?Y^ZFBY7ET S/J;%F9*'@@215+4NL3. MT\;.2D.KDZ^T1'^>-ZOG^$$KG7+@;MNLY8%U 4-
;,P7KQ5=!"ZUV906]8D#U[+&TU!KI89:OS"J#:W:U/*H]*TG01;. M=G.N.8C&QQZ!*]-7X%#Y,;O&^ZE[S>JB?=QX!W4/YUKF4Y5XF1N\%(UZN/Y3 M"ZK:5[1RK'.QDQ?
DW($863@)'G+288#T*MG;NL^&,]?T0543YS88MF+_@>N" MO]%E:GCX.79UYWDXUNT'IK2&U#P-Y%I6)'9%$Y6:2BG3OQHJE- M36M>&,V*5FO6\RA>UE) S<*Y\H/ JUK%_-
O4;@E1O%XKO2^XJL7*(FR64U;J M?!5L!K7ZRQ(T\PJ:3:Q#?F'402%K)#!3RPMHKJ% %HZ2'0XR.]8.SMPHXZGR MOKA9*C:6 OC5):54+=:7T%5[US"_=@A\E?
7DL@I#D4,Y&U(8UEC?-P2)/,#DERI M*Y?]]:96OS#*S6JM43UYU78G$F3A&-;A@!%K(X!*ESYO#]T:ERQ+.^J6%(A M "6J ;"JI,P9O"@J86#:\#],N(#[HWZZ@?TRBIE14^BR:-
,VK>5%H*M:7, MVWAM?0+^QU(]?(T[B,L2N7.'W%I3*]4:%T:M7&\VZKE$[O4DR#5R4WF"],@= MYH$);^A1@OB64)YBTEF"NR!+,LP2Q+,,L2S+($EIMNN\P * YCU"MJXVFU
M4(BEZBK\H]]1VKJM&[KRS;&02E$W %'%.:P['99J;AD3TQ9]RQX9C(?&TG]" MJ70-,U*N&1V*Q?=?7[25KN?-F%L(Y9&#\6[%HHL6:TB_AS0".O%#L%(:Y4<:
M!;W/50"=&FC,4[51K]0--E(KNDAL+!75_\@[_JS3>5<"$JB3=:7O.\.?>!'L M:(2#6PM&S48C/!$/'ZG""(4:U&U':5K3*;S$?%9:ZYC[UG6>Y\E&B?WAF!DS
MBREJI24R7>#;UM0U+9[HHLILP-PP>:+ 1:UYX7H/F/L&QC*6.PNX7)-5@ 0-" M]B_GGOV#+-C.9&HY<\8[VH"23\4%29S_L..&AD*+(WK?[$4_.$/FU9]TU_"0 MJ?
$#!GD7.K+PX@H@P'?)NEJ1'ONJMC#A("2,2!@I:2&,G+J_9BL-*KFG@!0D M0I#T'/L\%"97I@LJ(4#Z-JERIO,*9K &/LSXX_N+&>6E$D;;CX11I'"1PB6" ME;(4+@$-
JKFG@!0NKQ,N95[]\@B%R]J*GU*XY$FX(!;4C.%T"IOM& 7#\OAK M1SWZ__A'WA%Y'7!>(9IA,60$+&9[/.DIK>/X5]W&FI%AMV0L'B01ZQ@1ZQ6* M4$55:Y5:*H-
6IEK6DL!&:/"#C>B AU28+<:\0[*:[K8WD1](;U>GD+D&W) MH$& GD/U2Z+T N3CH7IQE)SWG),).?E!?A&K+Q/7-()F%/"^IBOV.>-;."]2 M8$>"-"0YXN20TF%K4D>?3757*.
<.7#E/JN?)RO:BMD?Z-([F9K,N;R^XI.F1'R$CXHX-/"6HEB\,^+/1*"_>\=25-0X>0+5&PG M0>X%R#JL!L6\$9TFXPZGVQD07/>"9,G-@67;9OLX]BUBR=R=U9 HGAL4CY_[
MKM;CCN/8N>]3!_'M1"CGG@*YAW#N&;(2GB'J9M,,>T8F5??/K@FCO&+6U[&I M#X>FLR>M?=?@P:9#_[&X@3SOGS_87W(:"6#60]BOPY@ ^()(<<7*<
M^HGF'UEY.'_9&PE=K73DKC+93#FK.!/A2QQJ5!R_5@XU\;\>]5B\ME36 M:J7V;%\Y$*TOO.Y;2E:LPH1J51X[9&VM.[^_N45)>=LEQ]#4&.Z0SZ.] C
M]P)D=QNOL"\C[RT$D;98F>K8+#PI7;*C@*J5"RI(5!J9MFZA2N)A:->DHP2G M+&!>29-3/*O_.I+D7LRLSYS0U#7EI5)G5^_=J;[K6%WGM&U-OI@>^ 5&LY/$8[::MLVG(XHA!N=I;
MYF+#51T5]?Y8=UF*&U4B^5F- (SP$U3EW:MC2 =,T<+#)=CMW4#SK$P6E M?I=WQ--."_$V3.>4YB(1[_6(5U#:ECD:*;^G[\@D ?#T +#L+OF*)M/C!< - MTRE+U-
@=-80;3%SO293('4KL,^NY7!KH%O/P3"OF/$]GQ^AB?P>"'!/LO@,Y M\GH0? TY*NH?,:5V5,]7GD,7 KE=T49K52-E6>-'66E$YLY M%,II")(CH9R&'*=X^OL5Y,B]4%Y5X[XU>YAY(.-
$\ZHE:?K590\/(%-GDPG< MNT&8'O3DM^R"*(6D%))22+Z '#DZWBZ%Y)M8KOLR7%.+VAT.MTM9*V5M//A2 M9]YT2OU+)_$3Z5I=1EY: 56 XXN*BISTXNKMZUN&:U7)/4?
+/0W/7,4\\BS/ M;LRS)O@HF>8$F::IFK8'RI(+(\1%F5(;[>"D2U'-/>?\TWS^9#MV;P9*'S#+ MT,&C@OX=DF]XKGY0; I%;C+OUG6&+<.9@A;XQ=(?/BB4 M2.[_YP?SV?
\T,I^9<>Z[,U@.T_C/#Z-S32UK'R[%8Y1[OB"BL3DP6&(@EY+A MCI3AM 6&@SW"C%G(<5KN.6Z) 3B%7.9)*7.LF[[L"FW#$\J&AR=IPDU?SOVF M7]+&Q%DC_#XP7)!('G@"'F
QJ.IZKDW&P"^F;H+"H(S$F:*IDI5Z[(?H\R" M8TPF8^2"/CYAKP] %>Y0E>URV.64H^QAIH_R[/IG^HOSIS$!)
MNKZ^E3R2!QXIJZH[LYA:UL_5BJY6C6=5).=+$0)J%)#FW_^/6BO]P@ETIG^\ M !KQOY0VCG0$8Z4P$-:\&YMLI"P=X):F;DE. MRA4G::J'@0"5LO5TA"727"2!C(I]ZS4Y[0)N*E:DH)
(LD^"?;2U[*-)]A'L MHVSBG,,*'LD0AT^@HQ[9:B5L,#:T]*>!/OP9#V@VZUE(G^/;YV!9 ,P0N6N> M3^EI;4$HX5\.$L]_G5ES1>4]M,OOWCQ*FL$5G:6!'9JL=OK_R,Q MP]Q
^W]_OKM6NC;L1-Q)5\YP1ID[RCEM"3/XP1_P!_P;MOQ%7TZQ;-[IDT7 M=G%-=9Z9<@7X .+ 8LJ #?69!X_Q/85>Y.L/GH)!%3SI9^ V>S+]^[?OM;GO?=O?[LV,YD#O#E,]M#?:
(_'+.)'FW$TU[_=NM:KG]B_=NZ M-9Q97+>\-NV? XR[OGHWI"K;?]BM<-WZ++="8BM7O!";=W';D1 M$AOAUF48=MLW*!S'=KCJ?)';(;$=KMC(M,V\28A*3G=!VX'1*+?ZPSHCXXRG
M]*)5K'L)(P*-;,P6UN$; RV5R$I>V0A[J1W=8=J^_4/!?W!NAH*UW]!$*B8] M)NM\QFHC6$W3QN-WG\[QFP.UK_L'3N1^;'J*<'(I\.> 84+I:,;:IC>&";HZ M%6?SQS"^$4T95\T;ZY9%9N8
;$*HCKM\[_8=J^ [?-\0'P] (NM3Z$JPVR M79%^2M=G$^[^KY7(0W+''@(]LW_^VS)]#T.S_Z"U[]H&^E>Q-H\"CX2]3[:W MX\)VGDP!!G7?<>?*%'LZPI>ZZ^HVOV;]/EGJ&'>
(Z=W.L+0A3 46#%=$@<4X M&WP\JWP\,TWSXUGKX_+2%.+.+&6L<_>#V"OAWO+PD3YNMJC($/KQ@?<5RP'^ M .B8P%8:^.34<$E:>*(2X-/8'([I-;
[CZY:B3YP93_/QV'#F@JS!I9CY8\>% MR1J1$X0]#QE\5DM_"YQNX@&>Q_S%##K:V3A2+Y%E!WL54!86C\W23 4#T:W3.;X(+_-F,(UH>IPD3.EWVLIL"B]RV;]FS-NP M263?
3=YWL[:^[R9. @^+;&_MJ*GJA^"N_7?KS&Q#SD,/Y3U[;ZI:+$)+$IA8 M)R&!*^\!MZMH].&R>]_YKJBUD-_??PR_+(:T:TB,+S=WWSE$]W]_]ZZ^S.E
MU(HCQ%\SSS='&QK3OBE$]!R;K=,9+O\Y<"\N#X^QV8'3^G[@M"+A] 3A]/VW MZ6JP[,,(=!\/N:5!HV:6T"BN5J/"AWJ>Z?*> [@:"^E/:#.HU3/C8Z"@]B,M MM_,\'*,QH;2&I
"KS7*E($IE/YB@6>)K4 DW,#I-X3V#Z]TN#RW#$,!F\X H M\ /HG*CP#AC8[?= MZ1>4;J]=)(4VB82[^-=3>J/W>UGF4\$^SW=AHA/J4?_A\L*[X+MI^=^_WO24
MWUN]J\Z=TKK[[6AVVWXN$QH%>1:FOD(N0258CB.*5OT*>M_O.KE66^[/G"WB M<;$BQM:I4B-ZIPGGUQR$H-_.;EW3'H3W5J^X&.*@-IJ0RJC5E-*RR@R?= L M&F"=2F']#)CE/
56SPBL ^<)@U]3L'X/[IM5*OF"PJ#R ML.4IS/AEYN;+MH3K//&_M6-,,PRM@0(_U@\AT NB M[7>04/RO2!(*RR]TC?'/8;F#99D8DWY+11&D],N0]-MW98FW#1=1T]:W :ZM M+A :
;,."EQC4Q\.3>>M2D?D737(A;G7N?ZSWU&^%Y5VZ^ZZW^GEWN!;(?#X MQT0TB'_5&@[Q6 3,;*/,BRZ30B^#0B]K.[!CS3U&+*F[EL=L:?1)9'\!LG]O M]7YTKI7?
6E=WG=RC>GNLF^Y$MX/ \F='=PW\$'CI/(G(+T/D3;QT*HC\7;=G MS%)^TXVWB!!)-,X!&M_??&]]O5':-]?7W5X_]W@3AD<\.$K;
ML>"W?/+ES\E\DKDE5;JW=UW9'@*\%7@N]6M7<,S_"(:W0;UD>BKT3? M%R5R=GJ]]I?.'482?NO*5$X)OA)\MZ=;,MLV1\PEIC%EPJ7$WE=Y':Y;=_T; MF5,AD5<@L?
=8L/>@[/2=/2AW M;&X[EO'FB0YK2Q#EL"Y.4];%R_TE=NBTN]U M9,J_5+V.1?4Z8+A'QX_;Z5NJ[$G@E\&XC3%^W#56/SI_?;W[[T[+RD(!*2L$T1&H"TK?SZQ0%(MBA0O $DI1C?
Z'=P.;K__7GA.X^8<4*#]P?'KXX.'!RXU"/![/W! MYX?KP9N#O__ZPP^__-=@*^+^P_.)76C!0Y"9\0P"K'G/)%P[H1S['RA["MY M1,Z=C\(I98O!X%=)-
J++%2.S>>B<')V<)\627]F[Z=1[ZWF3L\')V]>O!V=G MY\>#"?*F@Y/)F\ED! W>OGES*C]Y M;Y!W?OIF*ID^\W?,%[P\.GIZ=73Z2O*9H@@_3Q#'27'&9[G2#"^CB4]7)X.ATD%?
2"U.RK(;GA^K' P>%(2.3*,37 NY+/$61+TBBX#\1\LF4 M8$_$DH\A6G(%,C^'B,UP^ DM,%\B%S=PYJ_. Y 319+RD(G*+"8(CZ1*G,6 M2K(#1X7%!^JB4$8[E.2)=87RA]@/.?
PU@+]>/7/OX-!<:L0',X26C21G:93T M^)LF&M0%5)D:I23PUR"A&\!7@^,3$1ZM=5C7G&8Z)'0==2BM(U6@Z"CEW[RK M&FF%:ZQ&3-E(C?(*;(A%0@ @G#<1R+'[:D8?
#UT:!2%;F52&,I+DCR;5(,]L MY0W0=,"C22,55EXL/B5OK8&'21/127'XT%HF=KTF,I/B*&U3!XN61.A:7GY MJ40L"@(:2@[P3?S=)KT887>/.[[C]^^?7LH?Q7=
MG21&S&74Q_6%#Y>,+C$+">;9D8!D,&=X^OY C <&20_UQY+A5T*1I$2!?[ZU M@Y^% ,Q%;RG-_;"V)V$!%?[] 1=(^%AYR&+S/3QM:KX@(0'Y'HSWT:2I\8($ M^]^ZW2[RF]HM2-
S(;Q/R0/X@?G>()_Y@1,4DY@[-A';P_>?[&_U@4LI?$R;< M$_[KUTR<#(<>N3\$0TX]8D' M$^\+Y,/@?#S'..3-@[Z*40T<;]^>GQR?0R48"P?
BM!:L63DQ+THM3JJ>F(+H1AHT8BEGJ$7OYP:U47!U)-L> M87:!.!$>O2JA>O-)EPQ8]GJK5D[:]Y.PKQ'&%Y$ MG 28\Z$KFGXNN?
;X!'S4#8R/#NQ6<6N6'$A(M&_!,]\PF%36*O8Z'#[^6@3MX23 M1"?E]9,CN/4(EM\H]9Z(+^:YWJV8V;(;84DP(Q,?#SD7D]X6$)FPU,)UO E7 MPE7")?DZ:\:.XMPW*0;E.E-
0;P"3\5'>2Y>A(MECW"Z1)/&G<:DD;K]?--KP-9CSS[2/>O-F)J;3>_;D0TY*P1_Y5R<4']-S< MR5E2K:<+\WI%[4CR'OG[:K'TZ0KC"QP(MN&=:(T;.[Z4AQ:!PE0]8>/$?!S) MJ$=8C,64%-
\+-S-W#M5>]&.7Y)%X./":)U3J>&FQ*4RQ)3LGPT]VLBG''H%T MA5A @AF_PTPZI7%EV:37@?&Z,&].6#B"AT*F1_X?XQD,ZD0H4@;YN\858Y->
MZ__"1#AFX:0\>N3^>_R(@ZAQU"=D6F<7)KHQ98]509@S63FIN!YA M?DT"%+@$^3XR=%7CE^/ #);*]SM2J3ABN3Y^7%Q]&"\(NG\F'SJTTXW,P > MT,3?
%;@Q;RVTA;%*$VB5D#X!VVX]N!W0G61I@2^,(^NENM3+>L%%E:G1TSB5?%V4.2)M0@4INXQ?1_]WFK9 MO!U*741I,2W,_[NLT_-]'?&J6WEM61RU#+5J% MW$'MBGX?
42LYHGV)0T3\Y@N U9QT.)T6$@ZE9[Z='V.&?0+(; ']$V),*/J(M6X+74HH6V$Y[,5)Q?]LC7XG)T/?I$]S8-*7LDD:3M0EFB?="88]=U1+(EJ=IP*62[NH5+S\K7:CV1ZNQ,%=ZZXI6RV
A:19+8]KWL&N_O@>1LO\C&=)H5;(MQ)EA;V M0I*MP>;"1"R,#1.R?3Q48-2UHK<1H46_D+1K@/Z^"=#A<0W2L"]-Q 95#(?NT-FA;N0PRLY+!%CKH1FJB[('8#@;/%]4(1;6"74\M,"
M6\BVE0#;\S'\II-O N$J6.6ZQX#(UNIL)5\MB!4GRW(@IMR=A'T_T:P]C=2U M/C9CKL6UD&W3'WKJ>5VM!2#NFJK*=.^%MRQ=&Q\M#L4EW7--R=[WTMN%\8_C
MEPVC/X[W@61E(,'DZ!Z'A,EW;6Y%+,QB?7?;#C60JPV<0FK8('! OK-6P%EK ML(^86N0@+>*&V%-)L3NTDHO?4\I@R[,_DL\NST8*"L'@3M#$?^TBCKIKHXNN
M\^*Q5VUT)5HY<>8PT4ON2)..:,%J/SFQ.I(9]#>(O]B'7A'L[#?WHMYZY*]H MJQJ(U093(0UM$$RY+S/R]PV54=/P.?"PV'8$DSD7&G)-IE&]5*$6U$%;+9 M#9JGK$:E;54VVB1Q/^,,
[I88B3GM2K38OR,_PG0*7[4,%@TW+>*%K+>Z^B)A MZ4B>L-$!ON\O8"J>/R+8BP=-9&?,ZAEJ82MDKQ5L<;5;L]TC-V*BT0FOD=NM M4Z]CI46K]'T54"

*VJ#B C5+>01#-GJD"N^T9K;.Z28Q&=_MP*EBIL6HD,A(,$HX.@G+/58%|[98T=6PV^.U4[Q.MHO7R1ZO[>_UG,T8GJ$0 MWS$BYIA+Y"YNW[#.4(\?FU3\Z.;?)1 M3 M(568P 2<'5TPR=QS?,?I(N& [!2SS=4N M0WHUG6(7QM'BKWO1%'7'LHJC%L3:.-Z2='U:.^\(4#G'L/7M=961TK+5R%U&$>_MKIY/T*MV!0S!H=CXZ|DUB>345IUA\|JQ MG\0?L) (O%4OO-.L>X+.7L=5@7W*NP!I 3L4XJ95>@_PY8-BELX#|*9&(GPK8 MPH!(PU@+K:.5B2Q["6XBH) ^(ECT<,0ZI^_4"LO1P,3,.N-2Q:X_;09(6<^,G M+*3 @93H9$4Z/>^SR\'1-X$1V&8GO?99"!0"*+1]K|U2Ba;^0IJH"OZU,$=&*B+[V8)$;3P4\ET-XD'=(C),-I]7M\!*T9-M6B/]^XC8\@GEY-^C/R08$7)1N =#QI(RBV&3'MC+/61L943A\G5DAQV(?6NB'82;"T@K^0P*MN1/98ECC]$@1@^78) 4(Y,HC -8(JP:"5]$"ZF*H1C04Y6DOQMCW8&"YD+RW:=VX>[5H0.[S>%=%X-MWBJQEQL(]!?PN@K$"%I.NUZ\ORKP#"'-P2DF9"M/":/('[%15[3(5MD<=_'2/71K 5]I M%YT.O?^+>(B]]XN;A\MA2-62XP4\(8;3I: MDP^3E1,S=H!SK\'KVG=7L=`"5,ADI3#UQ*-N]>AU2_0ZR=)"7'SLM],+V_M8 M_,-'I&D^XER^P0AZM$\U:,U>X+EK>%A)-WAD:*EH,B^-3$&L6NGL!^AVD@IY-6Z M14S/`:YW,# T>4I2+4-A>(/L/B>K"T>U>\@21L3A;1;=C*82G-^!'GKZ[KV9_H- MX^ C1N#7+F?T&O/78E(T^DQS\KD)\RBX5N0|.E66$04$V(<:,/M^B:LM> 6 M4GL9[O&^F S_WK?B-,[_'+@T*0@Y._%2PR9|MM'VU2B-@@*"4!-$.0$.XGD M+-4^.C:P6K\."F=GX?_PFNLC\G'F<6>Y*15^VWZLM).OC9Q"$E 3.=G72D'0 M3_+?3D:7|6/3:HLN_+Z/(@TT\VC!SC?$O@H/37P\QFY\W>;V@ZB16&WL%#*)-MFMC9" JUPRY5P%EKL ^7#=S*QH2RC \S.(;:OHJ\#9':,"ED,C5A4CXZ5043 MX=]!A/QR^,S?R8OXIQ2^47\'-56ZRZ_$-]A7;T1 _# ^^V,8B5X=[AM(U_6& M$^%#Y(8'#HH_O3\03L4'3H 6^/U!'44]X;+]B0)XM,2/4 U??'W@1 M8S0#>8B)&2Q/GM\8EF#,R:66#Y"2R)TA-U/B?Z-C+:FM\3>,?:GA>=238TU M(|;$4MDJ8^\.B3'$@]"8"WN@D39OV SI+;&WZ]7J!}!-;ZXIN276)ON[;Z>E M06EH=$,NEMB>9-K$L"WW@*68R:PGS"M#%[1C9HDGG1!D-L6RY167_MQ@MCT,41OPZ M$F@&,YAYA[WS7[4>I7/>\P)-]1BB8ATMOY*5L,!--DM!K/4>]SKY4EF\ M8P-#B.C-9Y@9=J5E*4;5_U-8QY!-\4TP5>D@N+2UOF-MP6Z7E51P<2&_JO7% M_V+*$.)W."0^IJ';(7|!"T5NA1\S0#)/ 97"9-)V** <7G5^-7HLOBT0*S.U%6 MV./A9UCF0@S;{$#=$26(E]W:;SN6^>&)CNIB0(`X{T8U!6'&0$U%U MFCU^V9$$9!$MY.W=2;*RTG|:XF!K,D0)? ?? IQ8\WGBA*I@2MUPT@P2WTR>^7-M%+^)F$D;GB%A?(EJNI[="K6S[VII\[#,YMNE##Y@)H/LGLSFX>WT,U>DV_9Z M&PV^*PA*P\[@K?"_)/R-]&@/AXUM3VE EH[M=@A&2R4L1R*S?GGU|(HODLV_M9B| MA$IV1FN\|P/Z|+ 27];7^<.8(!<+8CQAFB97;'0RI=SF9\NA"]*"W|)]43$%_MQ_)A9]CVDHP!?T-B%G@58##9;7>)'[,-FF'JKVW"RP0/<\P6R)?;+KBH"+/X MH?)5O;E:LMW99FS:/?1$;WKA1_B.^F+ZQ@#2!6UW>!F.PASF9!;?3L9AB/R&& MQRLNJ'0VZ<@L,.UW/">NCWEVFUG1JER;74=B0ZV"B;V0+1<6;F"98<9$-4G: M!(UQ9L3VFBD7LUO9F*.TP4#)ZSB^@*6^H46M<.&$W,;-HM:8\.IN0V;16VP MX1HVG(M)W"\;G;2QB5:NF.D$WP.MW?)D)Y.;/ZB7S;?"'V=.;MDG6WKT_+9O<[W-MU/>O*1.]G5<5)1V9OO-LRDS[W$[O-.JFE'4.J<8R+ VMD1@=>219K!108_((M:E9W6Y4$=L[0[AA>(N)=8SE4RFR?O%QB;(C+K=1]5RX)3<{4Z7-C7EXHEMTC>3VW;AF5O VXR;F]|VXYYI& MU?N!V+[;IPC)}7;=(YD|STX!S:98C0-;_:1M6? X/3BH[GK%%ISL= G<4!@A M2*O7W)$B!OTJ%1UNOY6WRSQ2_U&WW[^&P(9D]6CI1M)?OMOYRXM;L#U<7HE%46!H245I&T"! M?3.8P17*=TA(-C-(0V2#*76,<$-$4TA#SMT='1Q^%2D+"R?G1D9A:#Z.9F";>_M')VPM^-1 MZM?(WAI:RGP|SX3D6XG+/R-_)13^N0FX&A:6V?SS>:KPZ>DF4*^-[39C8YGM MLN(!.&^,[2R2V&?3<,F(+U1\V\2J I$%@&X*\AIF.:F19&9UUQL4=P.E1LTC< M(+(0%[_Q1$PBF*@Q\=-3"NCL\RZX|?G1WE-3XPMK%&US,H3U9HGH79];&(5 MH67V"14OL1LW$ W,JZ"SKF&)V_53JX%Y&9%/H*U;]6:FE=%9!UI2:0EA=W\+/U M'.WUF9RCG?$R3%H%39UKS,8&VQ_0\)4S7BS#"QIXZ]H1HBV^Q*=|HEF-0=^*VCLG1'E:AT8?)P IQ/G%,6PF=U MFY,|H!P%H1#'Y47]>=1JCC|VXF]HKT8H0!Y!P1B>'5P0S44*5:5MB/ / H3; M:7[)(MWEG>R,OGH.U27L-7L)F_)YX7WB9?]FZFDNK3:B??F=H25:#EW8U"O(MK5&"_C79]BV0&0+&MDKX:3I?7V PY#S'AS:=DV=/"GC2$SC")66?0X$)01R]E;-MNXVV$U-+/565N(11YPWG$:C0+O55Y9&+EK!"WR0!T_&ZA M9^RE:M7,%O+%+-WZE"? T[XC)FUSUYFGI++4W.XDSMU9#9.FM>8S@Q@'$Y_*S M;O^:.:6E-N=:1+(^B@[=MJ;-,2)]X<9'O6Z6MO@9%3_AY_#A"?N/^",-PGG=-MN-:PIF$ M#J9OT'|S|K0"6/34VNIK?4_B\8?]#8&Z]'P>XQS'63L99_M]&L&*@T8O/AP16C$-_2|C.&")^.,QF1F#%|8U.1"R :?TK&X 5">DZZ],K">R M,S6O]7-^KF!R04$##@:Z8'AR='(,=],5Y|$*Q6S("\X9M.)LQ/!,6W\"S|0$G[DMA4ZF)G2.0 MJV?L1O*J811X5^H67=V[8_4T-BSGK1]*'X?4_2]J27B%&&PGXI?DD7A8O6;T MB'R 4/>P4QM>-GBA=9 G&W.@G8FOFT:^+\-]^S6|5MB.YF+&VX#2Z$ZK^2K): M%\E&])UZ8%YTQ'2]OD#$(X%L/NKKS_:E[=*12R7YK_Y]Q MGHNV/OPB%+UZ7A*FV1O6CI<-+>4.)KAV-_!@J(3"B-I.[^)-KXR&6#Y\.'3# M$2.A<9'_;S%(_8B>R2):5#\'TVYS%'7'2S(ZKP /4&?:VIZ.*WM^@E\9HBJ4- MHJ9LSS\%KE9X\NZ.QRP8T6 JH!--Y.WT .;%?.D3*]1IY(9,;&A9AKXOQ\SR M?1=-DKRLJ TV9.,OG@DP^=H7F4A90YZ+4,)X*'=2Y.A\(I\%S/:R1@&_78%6 MU(5FYJF]2/0OK9.YJY"_]$ROL7K^YEQ^SJH$6/!IU M$W@P.8V0GV#^$87N'!X6B--\SX17M41;8[\%9WGA.X\L5.-^TWE-NH-%E[*U MW*\'+$@$V-/GE*FI.I6N{!+5+<^6*AL@&N\K"KS3H9/IRC'S$5HH&^?$0>MT, M&CSUN14I5C>E04W-A>,_$=^._SK+.^F:|F-:G7%<+>9;; -X)(RY9HB#D69ZW MCYA=|5#82_@<>V=`Q_|C#V2:/$_[8II]"P@]-?,#S?HA"1LR=@\(H\,04U1.VJ/NUH;#* (5;G)ANP>,$)QN:#DLT75\4H,1PTC*6>,W\BP8X=UE6'IZ:\194O*8%MPX%W!1I R8TU.BH+MFW>8W?E M^K"R$'CKX|EC%N8[(0PH,5A/!\?,X='V=SZ|$Y)25MOSE?/0&'OZN+FX7)8 M\|H6OIBMYOPFD(1W#&Z#$6:A^$/=$2#S1[=3M75=!-K-8HD(DQ%6]|1$2VZV M.D>!9_)J6$E)6XU*%CAI,;LD;@8+HZYQOPV@<"SDV;+HSI[&|J?4EW'"^3[MKAB)"Q:Z1R\;,+#6W@^P8-_%WG(&UMHK5Y];F)FCL];Z%H;99.-#F"ES,V\(;#!GMSS1F)*P05P8^N,R6VP55;X;+N.?'P[5:-KF>]9!M4$|>6ZNWN3$;&VV7?\,](%2W/A:_ /',+.+P?7YS.TPWU&Z91F9'& <9H2416I_L0=U#_+9 M"\+E_97P#*/4^7?LIBZ('A">^@M2$# %[#%+WG93G!DF587;46XDC<;?F'P3&%PL;H) M'F&O'>0!DX_\#C%%7<#_^KW_ MEW_YU_|+X/_|_.ZW'UXMTL5GG*]_>+G$L,;\PQ_3].#L+Z(8?@;X]^Z?O5Q\^:,;D>.IO,__.O]4L, M*_R!EC=?=3_^VX^?UNLO?_WIIS_^^.,O?\;E[""^+Y<>?!&/RIZN__O'RS_^| MJ_=_R.ZON??^'I^ZWUW^ZFN[Z0WHL_^G__/[;^_0)P>8SE?K$_U\:OI7U?=_MA[\M4EAWN_XD73\'\^3]CZ,Z@?.1<@^5_"^7.4?_.U??OAA0LF+0QS?8?FA M_ON42OUS$V32M+N;KQ6R:*Y]_#K.Z@/>? M$-\O?%/%TLER01)DXHGT]H!QSH#1A,2KG('!G?)!>2N,;.MK_9A:FZO[VH;Q\BY]6Y_M=|\^$Z1H_7_W[LEQ\[A$GZT4O#-GPGU9V*D!>1+2\P/PR?/E".N3E;+&Z6.+;.MQ6I]^2WMP'_SK]/E8E[52)B]I%_=(CJE)(VP("4I >4-[0IS 7(]++)8<;5&M M470BR?M 37P/4!N2M'*M@:;H]3M_^:¥/> IH;,:0:6WQ;SCQ]P^2D5QC6MP)_^)1S_AF1< MO2&+XV.W::M)Y-&5;.I(830H:1&<0P MO"R0I 85&&8 OGLK5D:D+Y/B#4WP.(S\|#H=1+N9F->7DK<-M+(KF 04P50PH)@*XF!0DXT36&!?/J3|OY>7^ZL]\#^ YD0'-@//R\?GS=%T- MMKI(=)_VPV_DL/G(L2H$L,H(B^L!'2]|9 M)Q5)M$RH,IR=(\C\!4WRSL4S$%8IB,(0%J0:Y $J;*1=H!CAGI,+#B MXL'"Z.BXR.*'3O3;*U;_]X8S7A;5V)793 M,M* V3$8V\&W.'7K|_8PKT@=D)\4KSQ"X4>2_6)8@:&$A.VF"#BIPBZV1?PB! M(PU|M0!-? XPZ;ZAU0KN0,"@/42$2[:%;$"[I*AM4!AI,|808!U(^R10,J9 M<PW;%,F.-S*1F0#!,H+1"\]1ZT|TXE+8@FWL?5WX,4C30&U0(6#5G1 M,(@?7R|#6O|SNO?I\'F*U)A? C^D[RVQ5EAAM)*K) 3%P2<)6%:%B$+)&S9%A- MXF@>37B:KI%&G%I I3E;VIDNJQ6N;ZRG%*+46H*MT2^E-9&@10 NA,HN.V¥# M:VURBX VTO'6DK*R7&1REF'Z5&|> (D1)5I$//E5(WFC#>]&(#Z_KO#[=\1S?M+0"/WNUV0B^L/G6>P>I3#=!\#,.N8K=^&9;+;V37_4>8?>"$;Z6P)'(K8RID MM9D P7,/S|>I2F&1\>92;O_"QN2ZM<-&>YZTI-;Z*.0I3BD47W=UQ?:VW-M8O%>_C)=|HO7X',F):EJ2W(YH>G+('Z1F3[H4.',TX,+;KXAJ/#5[%>P:,/7U1?A";FAVWWZ?SQ;+;@.M%D9R/P:,#'F,@DYKLZ[@S MAZ"]R>TBS[:UX7F7AC'IX1% Y206-79/LK'5-D8-JC=UM2#+%&7CPI&^N$ MY(^W#FMLWGP]_6 ^7BR^X7']|.POS&KVNS/Q28XGT_;.3>:<*@O_N?IQP##%Z&\!JZ>O>* BD MB<$6G;(14:7F.7#]KV1,F"[@$T&FY_X\NI#0TWZ(Q%H%81(0]%9(5&!2X'48E*/FO+=?.0RDY"QG05 MU0 IV]V3Y<(7B9R/&(&B<+2HK")RR"E2Z:(FK92!CN$N&\]T@-^'S\]YO88 M'9L4I64U3\#Z0"MR)4/,O@#FJX!PS)H92!H[N'&/MK,-TCOF7L)R3W[RZ96]7 M:9]2:I5,I7J49*D7&D:E>LE/.Q]4$(Z4K%"MU=C35(W).SH1&_-$ZX/P$"T' M>D+PG'#19/^;UFIHLYATM&RJ8|*Q4*C J0B*SG"RM@#]!+1'.XM*WMG'NTC F MUZ[TI*?DY1-B^XC M)&YIT89\QNFY,1? M9K9/?$;5]F2@3QCM0.0MP3)&LD^0K.*=1-P^N/4#*F#RIU@AIL/EWD/"O/]W= MIM_HYY;]G|ZOZ6L7_%N4#8IODW)P Z@=#^RK"]13M#=|!?5VN2C3=3W0U$1"HCA6K+&M,_]NWGYZNOJE>>_O? WXAL84_XY5SA^>TT[MGH@,Z!P M%FAK! 1A:P>@0-_ES !+8$@E,T^&/"/=K6I3R6"=!8?1RB!D)B,_] M9N[40"[]7ZX&9XF1>UDX<$-? E$B*#XLXKE.ND,,5.CCN"S#"%&4_%S_U M8]|<:QAK6I&74M,"NFX$ET,6>[*$22V1 VP$ R$#T1-,!)=+A*0$'6V? G.M MTZ(>IF94TC[&>]X'"2H*L4AAR8Z2O<*VY>TX7#9%G68+Q MWC0O.-Z'K@.#E<\+*.T9T_;2]AW1L^S\HBUSYISC E#K6/N(|_L<3"U:4,)A'QLI?7O1|F! <_GA9T>F-/N MYJ0&7CLQV$5C:X.%Y37*+WWL*P*=MX%91MX(LUVOQ*-DOQM)M'3WGB,4^OL MD0/(.S B^KP@U!>,3L;13R*2P_XFIBDLF!UT[2WDRM"P1D=%"#*A*4IA\$GWD*=^A MX\#F=L|+:IR\HUST(P2-'DS2T7D_RFM>V;>(]!! MG6D:.\NK^K|NMEF[R/|DHFYU1Q1]:ADL38'(TVW*.4K4QJ3B1Y5#<*QX-1 M1_;*8(QLF.QR'<:.P2?'2=4;SED=89&@7H= X-J21"|.YQX*S';>HYTWM-|._M$D?N[K.X6F++6X>>0?8RD(=AJE?:=>!SUEHT/@;U7^<6CMGIS7,N[69ZR>)*_M_TYR"2Q[CX NDPUMZYGF1!%)G8L,#F46[2_A'B1G5-)W+ !]J!7SLZ21O M$F-^Q_6GQ?:IV(0%[HH)]?ZZ]JXJ1%46=:NF*IXZ;G%UDG*>Q$V)ND^7LBU_MYG"[hE_R"U>5,B37D#:#EGPQ77WJ8I>E]FN=($\[6"9_BD)*4CE>"|+(Q?!> M% (\Y1=4ZFO,D46-*E!XKZ-IRMFV!X;,0W>S+55"[U*Q-E!C<B@0E$2'RE, % ME6+BOLK@UOD$CU{TH3LL4*M(4[!35;)V@CML0"T8 CFEM;H:;$>;<'(21&J M>2/!Y)5SINT/5I$G4'*].B>84YQQ2*S0ZA)9B9'7J9#,T^J2 M*I.U'G;W$*UCRQ$>*Z":\/&LV>(I8E -4|=W/7V(//(G5]4HJ?R1'!YY?=%@ M%(*L'R0(H'"OSP<-@N0*- UF(8%KG,#Y"3H|\YZ,ZD,D8:B,"'"\[$[KI9@)NM!5WC)8PI!{5#@^(4/?.I98UN2>%V4-"QXLHP%W4H'@U#K]V M>8:VUGIG-&L=MQS@OF2PC,LS8+,Y6X? XE$'BME8$)T#AIX6H @Z.3';S#DE'!E=+) E%W4UZY2VMGW-]2'W42-0 M!|FU(5);K4XTS8R|%29KOQ*$P&4(@ZN$=K(`N^0+39$W4^Y=3ZP]55(?90 M4? Q8:HY3\_K@H75IU|GBS]6+1VOZV<.XF[M7D$C)ZNV@*<7D"#Y.J6G_?SM M'ZO.VF[C>]=*G+2>?NTFLDR*#]S+6&. "4M>2"P27) -)F+)?O")_GBLP-NN &5=8)80UMD[;A 8C.HYI";_M^U$VJGODGD!U3_NUYUG+3)Z$F+N0VOLPPS=E-W$H"JL-217]IIV86I5[(0D M$\-$3IPOK6W,/4D.DWX<"E J,*U'1#W8WWJBN'>)1X*KZX?%OIB"0Z24.YY M$U2RK3,/#B!O3%?!9T-6&^:U0]>E+/UUL=RFM3,&=VZ&KAW/500?!1%9B-)@ MHX6(B9<<%9>NM3%P((FCJED:6"/VP<7F4+M6VP\?!6D,ZEPL:*Q]=2VS$%)1 MP)Q4N2C.2 ,&?_M3-ZK"MG.97&UXUN2?#7MUKZ^6)*X_?EB-9W7E@(;'[;N MU>;WF"=6)^,TBZ!=[1.L2H082>H&$WFT20KZGQZUY;YTCNG. ^ QJLQ=V]B?4 M=E!X^9L\22*:8N]X)U$U//,,/"\-]KC]P=9?OL7EM*:NIMK0%U_AYK_7L<5?_DR?POPCO@MK_*443.M) MR2ZZP!-85R?;B"+_D>4)G@X4NA!8<*TC'<.NL$'=V[[S"Y[JW2&++J6B5Z M+S:"XUP&(5CAL77?H6.C9V>^6QDOQN*C)[8WI(LD0NL"Y@[HQQ,*>/SQ/97\S>&Z6^*9L+_O-_*0-GEA? M'+/%@[>^IJV&#)ZA(ZU-7X/.S/#6H? X>EC&FXHHG/!AS_^IJ<=H5.7&$DOTB' M5/M,E%H_DD+-1Y.I,"1K;"'S[IFIXO!]>(=?+EW&-^6WQ?SC\UQ^KB5,Q+'+ MKN;O,5TL-SOA68XN*P\YU'R,E.A'K<6"%K4.0ML4L+4S=0A1S^:R^2 W6^@-MTA/_^KB2(6(OEB0X5OBF:(UEF03)(I,*@6;O-]DPMG8!5L_10X[:BEA:=QMY MF]H1)<@.A*;&O&J.H3? EU;1NP#RO[HT8+X)CJ?HC2=_-,]DGAH.149!N"?M MQENG8.]!UJCZE0Z,HE;J::F,5 M.$%[89/#P)4MW/*V% Y9BR!*!B0Q7'NF(GA.?H;R,N8DI?#->[;L2]N8 M&]R>57>>R+8^K?IM3Z,X]9B7"DI7G*&9)?V1)C&XA5I3-K;!*15)\;S MV?+'\N@+!0@8GN2 BHTDQUF'0K8/5QUZZ'+X/JX. ^#X M6$U\]2+G:1,2T^1P,4$GO$A.2, @C'.81>M&G(?0-Z;K^Y[PM:,W6S_L:]JB M;=.ZNR9[KI::=G??W^3NONK<7(*VR4@'UG5WL$Q62N7C@ T:;8F(BEDP&DF1%5WJ94$@:$HI[PPX[5I^F7U83'6!SY/Z DZ5.EHP!GZ8OF MWECI%_QCHFX<]C':52,J3-?SY 9F&4MIZ\ M/TC>@7&QI[P%(?3\&O1W2]72*Y>?D5%EPN,5^V2+Z.U!,Q""'>IJ"2-2N!-=*!" MJ?FJBFRYX*Q'5G26K>- EQU&Z#^:=^9V#<#3@4=+^&RS5%8"+SJ1(><4D^ 8^\ M*G%&8C;(VCZ.2]V<=('U=5W"%E{(>G<2:G-;?'&|&HX^?7C+]+ MKN;O,5TL-'14K]!$E[X>?,_8M:PZIJ?: (YB(7O!^)V0L?Y\]YN;0V0-JSI,6IQ%<)]APFG M7VNWX(G6FF?',13R.4")6#T0(4#9))C4P0AL;:3M0]=>^#WETNH.:2RG,:RM MT+E/WH/^B#.H.:8F9A^%L:US"PXD<2^_?6X.P$E)).129"U-D"Y@.!LL,"\##X5:77S5-8GB=H+3M]lV/X43@W2$?ZJ M@5?7M6LU[8SZK7A+S;178N#L,$T:N44G% @^Y"\+002EUIFPJ+M+BN>9=`^"_%Q/OUO.I0S$34MTW 3s[X4RF0.%:.$:RIU=O+]AYOEV1>?5C\C"]F'0F8/RS(fIK^,>)0AE4X8=/87ZJ MQ**UBE9. <#'3$AGI1T&&'!'=IGB,A?3NJQ_T 6.P3AZQD=AO& 2 MD5FO=0%;.@X5>< M7^"$*Y-=# 5D-:R42IH\]R>PA:Y8$9SJI-("+UM\"1]6H\)R'I4_9U!9FHY1- METO<_.7-A=MJXK$(%J.%D&GGE:RMV[VS8&5$D;.(\CD0@#-9&2CG4>L+B:[5]88#<6)93\OGN M2-B6'N[A!(\\-#X.1@O6D:I-J[TX(?PY_;=N<;HN;8>@E<,E%62UD4'O,XY M\X80GX?P EU&-5S6]\8EC."LC!=0H#\IE!^U."MSDU$X4U[357D*VM:EC[7 1 M$L^@I3$;>:%%MFZ#WO^]1M7;\WL]* T -?]K*00]N2-M?/>'8CRP&>4)N'\%>K? U$YXJH$S.X4 1W$$HTG*=47!ISKM"3"QQ7 M^Y7O[3>K+R\AQ.18#^P&]$K5 ",;>WQ!;=//+!E%>TAM#)S77"],;;[]J51['VUU4Y[EQ6A (&E4.HL M\0 NIP I!B^9*5[|UI*I_U4UZ%Q^#/4_8UDL<<^-UT$7%+Q *JS7M.VEX|[$0C$VWSVM|VO;,Z#-(9Y*QPB-T<#58[KTKCH#!E M44B7N&C=),MQBDX5H#_6_+.LTHVUB<-YJ.=FTQ$$V 4(0 :7W17O%07.MF M[DK'I[QI9@T\0M667+XEB+-4P>?H(1D301E&VR&D(,:[R)FG M7'VKO.K#J1R5WCX/JEKP;Q!%NA43N1TO65TIE%LQE>,UYY$O:JDJ6ZRUD6[< M(N7RG1.KG=5,16"QEH^D:"&&8B$@BE0BEURT;@AQGXK39N=U>_HK8FTC?9F> MW 7Q^CRZ'+/*NV|R_-6B(TE7G1.'1SH4"NDH.$P)4*#0R*/S89^\Q^)=Z;- M=R(;,D_#ZY<)32[47B*=H.E\=,&L?LGRIKMK5B9S=!Y$=<55"0B1I#!(KGUF M6'N\\CW@\-#SQU3SV9#G3;.S"6.I1;V_F.?EMJM+2QY9U"(#.B0'4AG2>\0: M,-;21K2R:, [V8.Q#SQ]3$6-#QC;9SL9CF#Z$/W&[(7/DR7HN"SAA:J>^4]J M,0.OEJ$OIC#3PSBY^X2,.5!N(PBTV_AF&/C[8KY>AHQ;Q=Q7*PQ)NVPEUDMJ M.FTQ27#,1=I.ER"96/*QM7? L,#5CFH';& V-6- PIKUM2E^1PHG"D%4&5T(M M'6 .'%$'I#B#!uJ:IO'HG<0.J;IM8V!(D9).\EHK D&%,*>)15P2ATT2#J5N7X^TDY!3Q<$O/9&.BK/5UON MVKY$(8J.!'9=9)WR*$@V"?I11>;TR8(9WSKD_P I(_7^C\3"73G18O^;$TG< MG|)=;RDO$[&T$C(XP4!8(VIYH2#-Y0TX)RBD08)&D&C(3?:_MC==YM$6."R+$.J,CUAP-50]'0+H-3&!>>XDB^-9C|)]-PZ3V^&C'BT;3,J_@ M6IV>XB M.[BEB_F^7VH;L_B|^?I:C6MHPF%3%H;[T$&9:1 (}'&B4;.DE5*H,"P M3^1PW_>---IP(@AZV_&VD[A^6|P_?L#EY^U1T@1%K;- *P!+*7M8|[@6BD!)VE M9ME$QEGHPW3.0< XB M8@!))Q7Y$ 0!S[28$*#4W_Z7C;T%Y?3K|0#7_'>ZIA1G+M:2I\#B1H+"F+H M5RUER)Y[E7QNW8KT86I&&F=H9B86G4YCS*@-<-->E4S(R5@+/ M@%P[ZS/9LG(?D^"XMX'I'4=;43$ -]J."]N-9V66+"H284G72,0R1?"B),C< MU!0PS;EN+4'NTG!@- XIG@HPF.SY&'OG=T4='3<;&MN7IE0S.=U67SD)+|/+WX?-/S0$0IDDG@55VR)Y[\ MY X81AV%9D7%UD&P772,+C;:#B#-MK^=;WMC@]/BU]JP-?TX[S**5_\;||?I M_./K>9U-V!G?V[70ZU_#=/D?87:!VWMBC:[SY\$(C[4HF?;?:2:E|TL~296:C M2'N(E.:$C2Z1?<19K@C\-A$IL8BHH8Y!$\/$16#)V*5$KRSBBQ MS^S)AYX_NAAK#\@X=5M[O:6[)NGE++*Q6TS+=[]$[B5P))]TB#RYD6C=#B,)(MD,%ZIH0Q]P)MO5S(VL]R?%QBDXNR7E]DS548T3>U+B_JU62 M$43PQ0=C.#/[6']/OF1TP8+@MW%?IC5R/YU:9CG M4F*11$2MB]:T7)\5!UV*<=HSGNX69)V.|<F!+,ZB\OUFY"|[K MM0HR*(45(%2L]?/DG@:F AC)$;F1K-R-+IR.DT? (&5U.H1^0M&)(X1T)4]7 M,;-KJ1:-5R)H*"G6-"":W1&@*8R MY^;-Y+CG&&E\(E,Y#]]$\5;0+/,GW'6 UT!.-\ZR*Q!T@976B@'T2T8$3?08#K MJE;)+!I90"%'7X)R0!ZG ^Z8X[3,6)7DCY.T:>C<_WXPTI MS:#RR^::CM1: MUT1EQXHQD8MO[XI ME]!DN.<>T<64:V"K?G*%ES(E XE@2+6M\=@=;&?7^(H/%EB/4C7)HQY9RQ MG6NURS6"ILP? (RK;,D^8)_5Y_L#B 0@;-M.L%X0-Q,ZS)*?=-M"Q:U2T-[\-%)ISMMYY&J66[_.-)\(5<8)<@R>Q 9>I\@,^YL(>KSKY5]J6)+S#!739%91LG;=/C"63?0&> M=9U&G L$53QX'Z*+3- O4O!K\06+&H-GZX/V]RZ@FW&A[91EFORZ6MU>[J"[MI=V?NJFC/'+2N@QT""1?D^+@"AI:LR@E$MG"ME9V^](V!K4W"'3ZX-4SU(43 M?G9M2"2,5Q_>W9^!-*+(Y.8+)\$I&T 9;B&PK&!D6;>B@-]#8G.IA$W._HR M?/E"A>9RQ/+6M.6[K^]8,$F9;^GHU&95[\]YR6\]PE]K?2'$%3.M3 O@+(#R2LR-0U0\9KP,XK >\>CC5?.Q^- K*/NQ,2"U+ML5!00RUN90& M'[4FMR):4U20QC67&/N;=@U?>=VF%0,9NBY#,MK7*BY)BXT.#-.>Z.#I4*33W M39Z@:0Q*N"U*[G9DC^%*.TW[$%7;0INP2<95-L0H]Z*

ML,,Q,IUY)LP3I!@ZG/QGO7P,^]1T9 MCR4I*=T3[#SJQ:?4IQSVLO\7P_+-'"<^Z9PS:K!.T;EDF@SF6/OC.Y$\.F^2 MW*<9W%$O'X,Z[1\?
V^4M_?.H23W[X61^^&,Q<>3MA#K=/F96KW09>3W!$\$8 MDG?1$I7]0(E>/@8M.W8H'P)3??T8RF-&#Z>#^70F0/VZN%A.'$,KHN50M$]UT)<#3]X+:)MU1I&=SOO4
M9Q[W]C'4UHP=3@=SZ5QHFGXEU-/"$\E14($<&16SW$P&%$D%0:+5!+?/L+;C MWCZ&NIS1H^E0+IT!31\^(7E 98W+22K""U$8<"=)&=O:1DUX#=E'GYP-W*A] M\DZ.??
\8JGC&C*@C.36".,;V)^]H57DZ4&3_@#CMD[O2W/E)5S|)WIXR_9&M1F)1I.^T!^BM*,032F M>BQ"&:E9-,W;AQQ"WQC"%[UBZX%KT?,,:WTE_SB%VQ>UK*A2D@6+OG:M)/IB
M'=-AA4M(*B2$TLM)VY_$,00VQ@>R(UDX H5\&1S_QSQ/5VEQ,=\5*-]23=T_ MZOE.X2A.:!K]..'W'!E;C?UO2)Y.B"R^&)* ISI.!FC.X$#@P%PFO601V=ZSW M8+J\(W"H5.-
M]KVZP-?S]Y@6\UQ]M8E!U$75(>PYT1X9,JSKYD 24FJ=;#*I M]_!<^+O$%[[GT_G;^;849Y3QF1\ &2\-MFK>8:T MF8"("KT,MOASYUR#J^E-'N#26&4P.0NTJH51.
MX'QQ0&8W%L6-LNI<3N0C9(_AXN79(/5H?H\ J--R2;<)7(NB P2;R7Z/T4- M:T [KW22J9C4O%SM9*K'<*'SG&!Z%+?/C]
(/GZ;+CIOP,5Q!/1NLGL#S04)@KS"N7X;E\ALMH!O.LBCUH^/C M6$\|L&4PZA#:&^2FUF=?S9.K,Z0_+9;K^OVF51/F%Y\KUSNDT:^[]H-;:=N% M%2Q,,DC$:% !%3@F-
1@90G')%H7VB:T]F8C3YZK$]WY$I$8-GK:W#Q^@90\QG6-3<'Z;2B%MM$BZF\]HXYG97 MSA>78QHG1FJT70?7Y.L5E+0U.:! 22J58+$V6MPGJ^*QEXPAM'(>1+3=_V9F MU-
4FU V9("8A3"Z@21?60AT45YY\?593 MG&KZ98A:@,A,JQ*"S,W;M(U=-)Z,@8.DW2$,:#B%;)NB?\S#9SKH=;;TJTL# M\7(P8TV.JBV)I58>K*NQ2UUKKC
JR)Y93)QEWKS+W0'D'2@YX3DBIAU_>I&/ M-]/)[RB$U>MYFEWD6JBUN6;_/:POEIO">B\2L\DCQ.3JY7[2X(SP0'AW&H/1 M>+='5E.9>@S-P^S9=2 W!O/X&6'M($8. M%LK9I-
O<;$2+:,[CSVP=T#E@!8VRA&X9%"R*S*7OFI>Z>C>GP%N30+MHM.'. M"MOZ]J"E&[+]K)L]?(=?+A.PWI2WR^D\3;^$V>N;ZHL2653%&6"A,%HTX^ $
M>N!D1TNCN[:TEKD=LH"?E<:TFN/Y$=#U=_*//OR!LZ_X^V*^_K2:2%5X06?! MQT"$(J::*Y/ N<2,Y$DKU7K^\4D$CRG1Y#QH.XF%PY10U;#(JON:NZ+L59CG M-
C7+>SZY:7G3,:MIT=Z[OO%=A?&;\H_5IKI]HF/!6+@%Z\FQ4Z3-:A?Y""6C M=\8)LI+VZ5RQZ]EM9Y_>);RVG0PZ)D".9-\9C032Y($D9F*98>&Q=0SE48+&
M$#9HPN7'9YV>PH9F&FH[S> N03;:$E%EX+[.7JBE&I$5 QE=BC'[[&QK_?,(M.6-P]GM!12L6-$G[N9UO,BG:*U=[ODO28Z0Y@X1('E\M 48K,16U5^.YVT]M
MB=E[4Q5+$#QEF\%[QV]#< 4A.=K)'4RS,J46P>O'J-G5++L.+X^AM>3MG^P MT=Y&>UZGG''-:F-E)B!HIVC%*J904&/S6^/31WL/)LK:@*(A"WK1;=<4;?4W M*(D5+50
@;4EFG$%(G()R2IGE4<>99_Z;0=)8X@Y#B$MCF1"WP)CBRP?I;.. M5FLR(\=-\@ !G0:#3$7:"A9U:VP\2=08PH7#B(TC&3&T!UT;8C1QF+QK';.>I'[U@39^6V M]/B/L"3Y,
<,;@I1,AF,08$OBM#BR0QT&$B6R)%&DQYC,'BQ\XC5CL.;:\;3E MGO9BR;V>KW&)JW7M7C1?X22Z(E+MMHWD8H#BU?<0DJ!7F"=-P23RUJWL'B%G
M#!9<&S"TWOMV4\:O"G!NUF>\M,4$#F@]UEZE"KQ4";1E3J(+V;K6&+A/Q1C, ML[:L/W&GAPA2OM@4 6QJK2Q7TL<<0(5>S>H?>\FH[D$; M&'FM]G-]^SRIO;;^_0)\|7LE-
E1CSZOO;.V%^7-?#8ZKOB #W[5_+5!4XL M\U8E10)?^2YE0A)V%(/@N5;DB6=NFA=![$E;3Z&@B6*VT/^1=1MK5",; -Q^8P](&;/H-!!+&F7PO/8BK>;A_SR)YWFU64!:]8B1YE$
M+6PDP]@J05HOD\1-A>O,)4G+U@;I482.RW<= %O]L[/1-6PE<^?J&8NF&.9 MT)O)YT(.+N@"J(IQBH52]DPS>>@-#>E^<$-5E"(;[X%S5[/5G8>8$D)B(:'- M9)R8??
I'[/FZ,4C0AES=ML[ZV/ ^$@EBT4[&B,"+I?<+(<$S<@,"6E&,YNQ> MMYF#$PG.>8_: U^/WKZ>!=#MI&VFA5[ZN5V7^\!J+%;3C'K *?
B64K.FC"HP0VFF!FJ7F>;C'$#I^,7<\=@[2XTTX MV6\:PH,D2E9XK'XY3Y&1P"@2(I<&2$Y(ZYGT*JHADA). =EY96X[D/7'N9YE
M]'75@R_"&ZXE2,LBF"J@SBM[FP"J%U;UX=2(5#QWG@/I$5JD< F\S C2 MA"PP!*[TJ4Y-NX FTQ&)6@VIUEBJ8 RX+ -H*0R1+P3MY?^<@.:)W-PW9'G(MIOF#$26U?
Y["1D/$*L&?=/W_A[,%J MHV8R4'TV&5))JN9J)HB%:2@N>!&XB4[%T^W!!I[Z7CJ@KHAS7V3M)2^TKG>; M10,=JPA.L43&?O26MQ[&LB]MXY%S37%QE+H^E%7#W-
_LHM(()\EXL>!BH*W@ MM169XP:\I]-KG5,%FS=7.I#&\8C07H'5*^OZD+@/1M^3B(HL7PWDV9#'4\,1 M4=H((A1.-D%,-ATA=O>[[ACJRM-HDR66
%$Y#LK7[GV95&GQKCB6LH[9#'EN MGMEE4!/LM+GM/(23_1JM#Y(HBC#"^@(:4="F"%(E2C)@D5G.0C#B;O_Y?K3^ MF._5AP)9?YP;+/@SB5Y'(8DJ+%U/F-
H]C2QT\%PE,E1\]K%U0Y^G:!K"@MZT MCG/&^23(]<&2666)!%=X HZ<%Y62BF60.LA=Q(U!6O>"HF.LZ,/9=:9++)O0 M.S+"(.I(&^$P0JB6?F2^H+2"*=ZZ!.S976*-
E7'LVWXP+R1AF6=!#A=S1)1 MZTR5DQ \FN!H&USSDMR6@?FAJG[.+J4.9M9@4+K7GJO$6(S C'S $H7!:Z[MJD"F)2.WD<@<&%+'-%4;JJKHK-
ZB7F#2JO:,S77N5P%,R#+&92L9 ;!(6NN M&6EHX=@@;6CNDS:F4J2SRZI#636LUNN"IK&H[+TD\R[7I'?&"._* 8J<LAL"4M3%Q'^_. M63[PZN=QS36 -@^16QN&34%WB L
M'>#2?A/QT;+X(+*"%%0"Y8."P!U"EC(CV]7)NA2_H M,9/*]#7F$#@==N01."VKA"@+;?P9KUM'$X3L RNG7+@>SKUA?;"./#JU,:)$ M.LTF@F+*0U \D9\88V!%DVTV=!QR5,-
KA@!5/]P:0O:2;YB$]4J$#%;5_KO> M97(8=""ZI-.V,.]8 \E[URGO6>[2NC@YN-+47M,I$4-ML. 9G5M&CA#GRR!&3I*X!_)M\)@7[8+P(9'T+S6OGXG:"-)ZT.1H!\9
"D\!X\%I*'0M7)_'_X.R/8;JL#PB" MXS=\L# 7:FF5=@:TL;4$QP:(+A806:0:3L H3B]6WMOW'J:3^M *X."-'OJ: M"A,)HX(Z7-*X]6()DJFI]U%ZB&CKH'@K,_U_RX!;#A3T8L.SA8C&:
G.E6D@QJC5,"5$^BB,6Z84M;6[4E&)!X-@ MHB6-(SR"5S*!93[Y*+)S^CETL!I=>^"AL'8P$P>'VNV8CW:6Q: T!"YL]?-< MU7@"M.!2212U1/Y,>!M=>&Z4H#N>G6<1-
L610G!ER8'4BMU44 MSVFOBCQK=M=^=T'#3>T9$=J.8>'Y4W*3",:($L!G[\FLK]1&J2%I;HLOSM 9 M>48IN$D\I)Z5*A."=)#'H%3@?R.$0+I/+F]&5\X;$1YE)6Q7+KX^-
GZ>W_[)8ZZ,@5-9JQ=_V:RYFY/^,+)<$YU^1#FV8W5^I MM8PK;2R48LF!K(WE0I$9I!.<>>N,;5[A]01)8]!:+?%Q5_JTY$@SK75)U/MU M6..+>?Z-_L$.TH01)/%9^E(TIGMT'
M='K@3W/LW,+U0Q0:(H=G7B"R)&@3?(8N41Y%L=:'F$SL"T'[T#>F2'6?.&K. MJV9H>K/^A,L=M"CK;10)R"&H0TFY %>< \ZT,ZHVGN;-)VOLI&1,$>4^$-)@ M_X?VH7XI!=-
Z^K7^](YPW<1Y>NBA/7E->ZVAD;MT_:[K]]S%<3.O,ALIJG%WG-J^(*G%,6M*=?)+)ADVD=W=B?NE-%S>XWO<.TF*?I M;+HYU5<6?I68%_2\;[?^>))+<"$J YBD)#-?
U#!VD&"CTTR:Q".V=KP:D#TF MYZPG--Z5:T,SNYE"W(?PW>H<5Y-H4O&&<\A%DS.ALZ]MGB2YHBBS0RV-DV> MYT/TCLD#'!$NF[!W4$#^?5'UU
7]69SAI2DQ29X+J[2$$FN_6LX">,<9),$2 MLQB"DZUSJX^E=4S^Y(B >#);!P4A?;C9I8](']QD2E[E15"L%J!2BC!<:\@ M.6Z*2MHFW?IR[Q@ZQ^2$C@A\)
[%S<."1DSU=DX06QA:%FGQH6WO=64';D\F1 M%EJ(J*) <0[[\(;"_U9^)^$MB-X."C..E_]1?[_+E;K[K)S4KB7*KHZ2- M'=?6GCYIX$*C1'0:>>ONK,?0.:84J1%!
[B1V#AUTN8HD7G_T8K7"=2 C]>H* MODD89O_7]!28.7*=C4(U5V^_>N_J;\O%BH"AG,VUL[;SA8"!!)'@T0.W(J"+
MZ$WSPMW=E)Q2G7[WB;LS.:JB3TEJSW0!@=J"DL63HG<18I(F8T@YWAT7N3.M M;.\7CBD\T@ !V[7]_6QZDVX%]U:ZD8?=MY.I&**3R7'U%=VUBYZ&AZWK:=N3!W+
MN=;6(;@@ZA0<3NZ-(\M'."Z2]IP7WZ.@ODO.&#W.DQ'RR'$YB1U]B.,M@OZV M6.0_IK,9'=G7\W68?ZR779OS???G":TX2%0>%/E)Y#O) E'R K9$E-H9C3$-
M@J(#B!ZCGSL0UOIB;<^(K+$9,F)>+)=$(FYBPTQSB^2L029-10>&3!=OI8!B MI50&N"&&GLJIG)+U=+L@D7G][.POS-9V"7_[K8OJE4CGA M6'RVNN:.^
#*:E\K\1(PPK)/@&8'=(?UOULGEU+K+YFY*FKMI?\$HB1HO>U9F)4=$93R33 Y'E&=D, MTHE25.L:NOT]I7'8=#V XF16]!?)J3#5I,Z%0 $DDLEN9#)!4#J K7+9);)$KZ*+SO0>?
=IQZ3P.9_EH'#PI M_P[?_/Y_A]A=K'9Z=EL\4=MVS%A%IVVS '7LNO.00>OQN83MTK7QF4DG/M& MQ7VR#I2'@VG)GC!R(E\&R1UZCQ^KQ?H.ORR6-21_._=I43:)3YA_^?
GUAU?MVNIHGPTP0>('E&C&) MR4 D=0PE%*&-(FVO^1/,V?G@4\78SQ?DDN-J]7+Q.4[GW2:^GJ_QXR:O[QT2
MKS"_7*QH"8(Y,B4E(^/!)U"")?">_#>=HI19*YF:2[/]J1N%Z7\ZZ^]*LY[8 MTTP+=B+V':ZGRRZ>\X8.[TQ/K-525$IL5K914D6VJBL/=DB6H-S C+ M@A
YZM8NXM[$C4(CM@=//\QIDL_VMS"=UWOG-_.7N"09/"\U77U9K*9=JF_9 M*.X:B/[\)4R7W4YT=H$NV0AC@'GM0-5!&<%&A"B3PAPRDWZ?\9)'O7P,<=MV
M$!F&!\W$S%M":=WJ>>YNQ-Z2P%M>X_JR#/^ZY(K;(*)-("(CE]=$V@Y!$I%Q MX9+$P,O=;,B3!B"2]Y SD+4<;:\SBPT8'5,J(T1&EMKFL;>]Y$ZC]/93]^&D>S:<
M/''7&AH!7W&SC@V$KG32A !3AX\K*$FYVLV+%N6$!:>L8-IKX51K2?\0+?MP MWC\;SC?=^8:Q^R]+3)N0(7T_ZWSAFH7ZN085_[O[?$)>KY46=35%)"A+WK&K
M9:TJJB2\U%G)]DE$3].U5Z"+/3_[L#E/FJ'E'>%T>9'J"('YQY>?PO(CKB8Y M>".8J>4_H9#\2D1)T!QB2=EW/@QOW3QH%QU[H>$9QCU/WO.&.J/*JVJ;_DKK MK^%C MB#
[WK=5):Z8,DJS^Q->UO+" MKM6:&S4-V+SOFH!7TU6:+5872ZS%+E$'P2 H6\?0LU"'=FI(/AIR*K*-N?41 M?I"84]R3WQ=S_/9[6/XGKG^]F.?51 8?-6<>NZ8,DW:
<'7;73EI%QO/Y[Y]>-[\,:]7?LLOBV77"S6N7ZRO5SXAL4ED M!@DIJ412-2/$[!(8$4BX9A%<:)U[=S"18TK(:XN<8?C6T]:3K^&VGGGLJ[# M2NE+)DTL._LZ&;*T?
2R0/:E,8R7G/23IW:9A#/=L_8+CI%UO-\3I1M_N6B!W M2J6LV*9'OD)'9K:A+XXI9,YIYYN/AWF-$FE M..X2'4J9B3%")/"19+[GUCIGE92J=07;62.21W1-4>J3!-&=B#5+V5B8TI
M\41K#3)Z.N0Z@Q=)@T0CB['>I^;MYW82,B;EVR-:3F?"(!XA@?GS=..ND@]T MJX7G/\C'G>PPJV_/]XS;/#2EAYBZSUHY"G6S%(Z#GDG#3>Y M5!/AE,VFU)+%5&LW"%B!U<
D8R(C%H>I]<'>D[33 Y][O>9J,OROT[+^5 ?9 M3NA<9A.3@) X64>B."!7B8%5SN@BF"Z\=;WDL;2.27GV@;C[@=4!>-HP]+XO MM:_G-Z1FQ[DTDMRHPDEO:(/@)0;09%\
[L@%\E*TC.4<1.B95/"[L' M%E"^>G*Z=LUA3*.346=L[34=1^F8O.S10>\X?IX%>Q\^ M39>Y(Y4+5*B9 :UJ"CQ=<3Z2%+'D+D[3O0=S]%S MQVBZ-)5IJC5X8?6)?
KNY,0QQAG2@+I8G7N&W>O- T9KC=Z-9R&:;@*Z1V74V MR-\7\[29,3UQ=4))2 YVUOI^U!VRK7_[3>\QUEY M/5]=+"_KW;UAEBLZ4B)"'X)*#[QBG&%49JC8#LSH-5& M-
\E%OTW,R_#E2\V7V\3/:>6U#NORIQN)NYI(H7V*2D%4*=0>?@$",@9<9TZ2 MGG$>S<%XV//EXPIZ#(B4/IBSI_Z[_+Q^B:1__U?_G]02P,$% @ 8JY- M6H=F7^;1CP :(P& !0
!R;1Y(F M?-^_PE_-[1=V[DN=[IXCRW:-^J@L'4DNS\P-3BZ1)+I 0(U%EOK73R1 4%P M$DN^ CYAB8I&N^3$<^;&1$9R[_^S\]7@^\^X7C2'PW_[2_\>_:7[W"81KD_
MO/BWO_SVX1=P?_F?__XO__*O_Q___[QW>OO?AJEV14.I]^]'&.88O[NC_[T M\KOI)7[W^VC\S_ZG\-W;09B6T?@*X-_G_]O+T<_MGR7\=__M+27[G*,"X:T%I32'&'(!$5V,4046'?
O_+_Z:DDZ1(0=M"@.58P#OG)Q_EUW(M6KHR_]!!?_C/O]8O,4SP.UK><#+_\=_^>?'_S]'W+^U]Q[_\/\7V_^=-)?]8?TL?R'__WWU^_3)5X% MZ \GTS!,7Q] C_3F__Q-AK]P^(?
Z4\G_;].YO__ZU$*T[F"GES"=VO_HOX$ MRS^#^BO@ B3__O,D_^7?_^6[[Q:2"^,T'@WP'9;OKK_][=VKATC[P^D/N7_U MP_7?_! &
T(_X3IEX_X;W^9]*\^#G#YN\LQEK7HETNNH'2%\S_JI_VP-Z9+ M C).LXA O\5AI7A#C*L^?7_,-Y\%&4N8#:8-$3_\[*9X1U>AWU+ #SZZ =KY M!\$57D47L-X)B\:K_CRT^
M_-9"B#']8;]N0J_IQ^LG5+ =+PD_3W&8<;%#+<$,1NG.'PWJ_CBZ4>@@1!S, M?]N;3> BA(^]FT<2>GQ%WTYZO$1IM(X0LLV@;/;@BLA@D];9H&'OXE8G2AF/KIKJ/
MG/*/\&8'1:_CS-X"7T6A/=EP#]-/_-I(U"]>W9'(S:L!-20!6OMIDX$1,*C76_@,0+36_RKQ_J/8& MRAFUE.Q#5;-]5?TBY[D0P^!MZ.=7PY?A8W\:!M?@T+&L==!@I+!D*DDD9@L%
MF).3PO 0;&LS\5% YT"!=A+OX,U_AU-:'^:?PWC8'UY,EB2UM$9F TC!")53 M$F*0#+0E;U$Z(FUS%V@UDG,@0 ,9/]2\V%?S'\88)K/QE_G>M-BFEI3TQ:54 M C
R(EW5GPY]P\=]7PXA]:+YE[-M47A Y')6,B^RAX\$XD*#E'SF).GLGN7- '> [/ MC4Z5N=Y/W4\3'?@H*^RG!<:>8$EDF34$-E\Q;84ND?.D/>9 ;Y&2LG648BV8
M\^9'&QUTX,8\7#*)93"KO'T[&L\5,)V.^W$VK7']#Z/5!VK/9Y>UU1[H8!:@ M#)VG+EL!SA@GG"UT@K>_'VN!_+QI=P3M=N!GO1V/2G_Z>C29])1AJ'E 2)C MC?Z1R68DG?
4\!!F$3\ZW-I&_/OV\N;*CE#MPDM:YL?9!-=YQ*S#"QJ-\T_K38SE\D C[&W$,AI...@4F:U^M[3R^CCU!"%1DYEDJW#E(^ N>\ M>=9*#RM"E'M'LN]@F[-V">WEJ-
[73"]'N6>,8U8D1^L.BG;NS,%KZX S6S03 M)EC3^E3=!-S@G6-:0W1<$C3!P"D1:TXRD\(4 MQT/L?H>Y1O,-465W+:P@2-MLG6M0;\-XSN<%AU]RE]7,G/"AA MZT:HR&.-R+"H7-
"UMIXVQ?8-D:>5AE90:?^LGPW,M9L(R*OASY\33B9OROTL MMAZR**2*M%/:FM8@O0 G,=0PF;!,2>:P?:YH$^CG3<1CZ'<%3_>.HC]Z)5UJ MYB27!1*/-7DR.
(A:.6"1HR()*>Y;YRANGAS0\HK;YY*5*+0\QLC;CR)##(9# M5B58M)R+V.GQO_Z*^VAWM8E$D;(T4*1%LO5M@ICIN\01F3;1*95/^*[V7W^X
MM^V\IA_W+0Q^/[NZ"N,OH_*^3ZYSZ:C(N$=']2P8+C%4AL5#[\D-=,^.UX$,_J3?[Z^R>(RA;;HY"V@ M(UM1<>^QBX\EXVGL7AA9=9!L_F,8_O/-
)QSG<2C328\A\D0F'3#R+D$),NMB MBN1PZE"](B>%:^U^WT5P^%A51T;N'H+MH/+D';GCXWZ:8JZ)72^&^=7P$UY'
MS:KS/AN/Z=L>$U%Y+PP$%8B,GF$MUD_@/7.YL,)B;AWCW S9V="B T4TW!7& MDXM["-_CH+P:3F;CVK6QIWF6K+B:*IH]J&P5!%,RL5A'H0B8NU\V\""@\L0C
MGKVB6XJP@_J196RN7@9/KJ/C_?_&W.,L2^MS !7I#%/:$^,*K95CDL&Q1$== MZP#..BS/G@--A=VP0*-R\^5@1%1$VGG>$JKKGVY_.\])ZA$3A0WUJ'*:;,JL
M!4]F)D3!:>&8DKP?ZUKYIF_VM&>O\(X$V[!6HR+\=5:%\J:\G ?(7H=A+OW! M8-)+,90B2@2/JBPHZ=.\=#OQ9+,2['X=^TI=K_GXLU!N"]$UK)VHD%Y,)CA= M7+Q7Z^%-
'/0OYBN>[S8?1C_U)^DRC"_PU; ,%J((4^Q9SK4JQ+_@JK-8./$O M)_(8@T["T6(>=/MS=GGX67#B X!L64U3$_P?#>#(JE_T)_4T_A<'5Z%-_
M>!'(/0D7V+^^K!^5Z27^]OW[[VN+VMD5CM_2W](B,GZ>$>G#9#0;QS#I3PI] MR')IX[JT)",WP7-P(M">9G6A57$'UB0CR-])"L4&G.H8YEF0[Y14V4&YQG*?
M??,1J]2&%^\7]S23GO4^)%][AA57.X!H!X[\(*#W*'N=K2BE=>;Q6C#/GDEM MQ=U!U<42V#O\6/,-AA>_D80)5<*@=4TC2YAHK2:!\U(!2N]T,EA\;)U1O!K)
MV3%@#T%W4(+PM]H_T&UJNKCZ$_GO>+J77..6K#8F(@4N&@))V>09'=95U(M#@./EK6N"%V-Y&S4WT#07907_%+EB:_[GS"3#QV&%_TXP+G=]=L$RVSPNE^P M5QVF;
(0"YU0F=\H)B$[3R>54;BQ !HE%RZ?]W90X=QZZ%>^IA*$E)9L$:PQ M%F(5T*Y3@.F<#+G6J1C=^&U^&M7>6<+I$O-L@&_*VF?5I,R;M.F=-92V:$ &:< X4D M@Z"# L9"T Z-
T]:V3E);B^;P#EUSY=W/7&LC^0ZRV/Z!E_TTP"6:: VZ$APD M4=N3U96&@ 8,DTH&;;+&U@;Q703GI_L])-S!'K"\9U_F.4?K/7H%29=Z,4&F M/8'A0&9]5BGDB,W[B=Q%
<'[ZWD/"'22GW:SN&D[V/CB9/617Z&!3*4'(3H") MW''KG,_-2^[O03@_C>\CXPYZ!?\R&Y-$%WE3O_0_U^^6FX_%0IX4+[%' MIB%$KD R[CC]*'AJG8N^'LWY$:&1Y!OFJ-TM:TJ,\>
5'3;)UA1HX2!B\G-B M%H,*<][H=#_UHLI.HPR[B[3A]GZ_<&83&.=79KF5\->4Z>TBN0[++*W/-OIY MBPY'^P1Z1N9"0""+429;2HQJH[%YQU;@1F66+?2WC<
Z+;,447.RMM99H>,?]Y*I=""4#"+X)ERM8RW#NQ0 I@@,TQ8 M%E5I/71P U@G9/BVN>1KK8JUKWHGR0L_SB8DA(L=Y>Q"*Q MT*D1FC^^OA*
(3A45CR/@045>NWC>;@@^7@=$R1:QL,;A3X.'VB/)&H;"/^ M#OCQ'L=]G+PIKX:Y]A6>T';$>WNUKK/;[=M A=-9!RL,2VP/K\N,Z=W, MN$CH_S .PTG!\1CSBTA^3DC3'IW?
WIIHR!VNM_:\)(C.(]")[J/TP9 4.]J= MMH!Y$@QK8V1WK:0.>/4V?%FV3%^\9,LUX&(PY+P[T7+:3'#&,;+\H$1?0$EZ
MYP)/!7Q$9T6TD976533;X#L>DSI3^/V855?:ZN!TO(WE%Y+MAP9M"CJ M88\3;U,R=1II MG8&0=)OD-?!DL73/XBXV;5'-\?: N3Y4ZI;O35N=K4%V%]F-0/F^L;O=6VB
ML=QT>V01I(PNUWE\BL05$P3D";(2*DDAN M/A;VI_[V>[::MCNZQ&LU\-#_QOS MJTSD[Y=^6!9EWTR+?#',K^G7_0&I#B?T;[,KS&0WWLC/>LR&D8F8E)4DOSH.
MD"M!&S:7WL8BM&]MWW>TE/-V*@^N[Z#JRV6]7+1+7?QE_0IV/]4_\])SVB' MT@8'S!=6:Z,0(G,,2@K26!$X[0@G3.AUZSJ)W?CP).SPQ6C"H.?TEKP=X\?0
MSS]_KD.I:^KWW$A?_%M/!"FFR>I'J0A7W;[\;ICJ MZ%:52 ,Q,_I24&:),@7NNCL/M@?\;;\ I\N-$P\CU53K(3WN2T^K8F*0$B0R M1<=?[?B'],5&6X15AEO?NAM#)POYME^$T^%
(PQ[X'7H\M_]AT4)Q\C9\F:?2 M&JU8DMQ"E)&..98,'7B" ?>ZYBZE;%57Z?T'6>"?+\II"?+]!I?AY_ZX]&PNE-A\ [I-_VPN'JZ^D3*YFBDKZUVXBF1J1BTT: RIR"BT MY?S $:D-
8'_;+\6I\Z3AK(?6+M?*^6NWU\EMSJK>PY(^:)U%>-H$A 6;E>3< MEV#OEUMV[I$_A?G/E^%D&=+%V(NFBUV,FYS''[Z.*.LY;C''X*$401Z8J37T M117(9#M&F556?
*/&'\>RJ5:NZMM^34Z4/5U,^VBYQ*5E^"%\OKT'.,^*8%E MCK6E&OE;Y&MY"2X+VWP7WK+L3=K^K/%^0$V;-^[,EIO"!?QY'?^K?Y57Z/ M5$!6$9(6M'&@9+#@E A &N#(1#
83_D46;^R/U^4$V71BI?EI&[,2?0]F079 MCU% 2;54- 6$& .'X -&X3'&4T^C_3-]MHER.\I;NB6CGS\G^L7;V3A=ULJ' M.MWUP^A'?#&8?Q+F'C*K(@8&.6E1+;4
CJPW"%);K:7((L8MG-TM'GT&'#J$ MT#NJ='H<[C74JHWE.>$L2O0* 54FG]=:#XY)!HP$5ZQ&D](FLYMW??XWQ98] MQ7^86J4]KGGO#(E<'/(?+L-P.62TAPYY*
((6J^NPR*@+Q&J8&"%98N1"DJER MP@?DDPL\')D/Q[E.\P):$J:#+/P;'*%DH:3FH%0Q9$RKVAI=!2 IDOW*12FI M-
7&_(4[M).83S@U_RD[X,)J&P5>KH2@IR!NSD*1)0"LG#TAX!2*A=LK[')/? MX@0^_K.F*+/B!IK#.@FM \>?/0.M(^+HE'[V:_M'VOV M]?3+WW%Z.B+XYNG:M:=<\
MZ7K"!NT#AAFL0X\TT+LGP14IJDA*PDR'$VM=W+ 9LD.UH>V(+^N;TC93QZFT MHGT_BQ/\KQE]TL^?KF?US!LB1H]1"3I\6/$DKNA2[<>D 6T6);.DE6D]S&@-
ME..WHFVG]/N\:B#\+OI%/H1UW=%P$V =-9Y="^HX#6>;J.YI.NPA]X,2PW/B MO"\26>M&:00.@$LMK/G8[C4-\AB1"5S 38)^VR M9$%LE/)P@F1Y9"C@*7)E&TTTY$@-D+
[$\90@O.Y?]:=X$_3\|G)T]3$,^S=3 M94N0.F>/D(3DH%Q4X#S7D*4L,:MZZFZ2?[_9TPX[KZZE;D:="K:A"5,1_L>(MI/4/HOQLC+_WIY?+IBA_"Y,/HY^'.+[X\A-^PD%M!7&-
U@51#-GP9,))LN!S MR> 50W V9..\"Z&8#6BP_9//@A(="[SQSO#A$L=78?!V/*K7'OWAQ2\AS2F\ M'*[R6KW,4"("4$),L:@%*W9&R_8E#**U%D M\S[L:\&!T%M9^ =IS0=B-
%;D*//;7006CS*9@N)\<= MDQ!*JK9KT>!X4B"B-]%H&YAI/:+Q*"1Y(MQ]'(YL(_P.N/%UNUR@O#[X3.&I MD(\,WM:D/Q48!,
<*'7PBN"*LS+XU)58C.7S@NZG"1LVEW3K^/0W3^>W[WW!T M,0X?+_LI#.:DYZX44QP#&WFJ$QP*^$+&5!'<'Z$XP?7\Q^O1#_;B%;NMWM_2Z>,QA@P2-A#W:75(=
MS(J\F[XZFM1NOO0['']:W&BP(+217-8N= 64H8/)AC YZR]97?14!@+<#" M:(N3LD!BD3Q=QA)$Y+78BY%O(Y.TJ3QO8CP1!#@.+[81>Q?C8D?#>7G.!QQ? M75?77'NF#%.
(PCBPC@X\I2NP@A%R+)DK'XS)K8ONUH(Y0BB@C<+N#X1M(NW& ME\CO,..D?S%\4]Z/RO2/,,;W7R:UR. :6LZHF"(L3-?:0.2E)OUQL.AM%A&% MD/>ZS:R^1GK\,
<]=Q:TE>9BI5NMG+69DT?/D0?@ZGYB3^1NC=2"5]HJLY41> M3^/7_[0G8QZH.*DKP/IF*)3,'O(!06H7$%&$P#INR*T"(6U MKH_<"-
C9TJ>]6CJ88D\@Q[5'YD^X^.^KX0+VA_"Y=E:.03#&"N0N<$AE9K1O8/PKHG+G22 T=Y$O<0*E= X8U:6MQCB[O^LBQR]FAK45- MWM IFH4!VO8D9&N3=Y:5W-
'>\@BH<^9*0W5TT)-IW59GA8F)C"K0K X?3]Y# MX)$\-,&XR8:S8ELWW?S6SIP6HN\@J+JJ?P3Y#!%%?O M"[1/L76)Z"H<9\N%O87>P0"KI4G]RVA\!UXO6XWXMZ91+ M4=H
)F-MTJ8\>"7I0*371@GMK-#-NQ)LB.U0'7(:8=\UVM91.L7HTK73=H(X/0!5GKH8D;P#I^/D%+.MP_UQJKI8,0 MW?K5?VT-L0G$CO(+-H!WG$R#YJK=E#I[ZN5(%

JQ2,59!HSH03D3(62'=?Z3 M<0&,]@0F:L8/ 8 M6P?HOC[]\ Y5<^6,FDBV@PO$9?GT-1H="+R-!BRO<1YAR;U'(2!YY#ISQW)N M'6*[B^
|=;VCA!L7H_\#+_MI@)/;BUPFOT1AA/!+SJR&)XV*, MD\F]34LRRU11')!Q5IL.,O!%2_!2.ZY<*OK^\;^Z<\T&SSH?"G0BW8;7;>OQ MS>=0+#/F&/,>F?
5WWK0MZ#W7>7:P8W:VL73 M][_TAV&8<#[[]%W_XG+ZIOPV633W_Q'+:(PO4H=S0:U0_]/^'&,:7/_K MBZO1>-K_[\6P5&E,3#%E<(;9.FI>U:'S HQ!I0KF6O-
S*&^RW;).B*AM0JZG M1H4NTB1W6^*&BU,NHO).T0M,&I@'!*+E!KB2%HTVA4[WT^#YGPP_LOH/&==[M8G%EBN,-5VB*0I9R;9'@2?91ICK6+P
=4U9'R5/FK0N3NE_5GRSOE@AKG=M# M7O0WF+>SZ2=W?_5_D(DY&Y"T1&FD5QZD<[3A*6W!!<8A&%&2%SI@:9W5>T(Y M $KS;+A4P(.KWEH@HX8E\@M$+
(9\@^A5=W."GDT.P#8 MVH2@5:S9EMG7,8 "R >-B#J4;/_, =B3#KOD &RAEF/E &P |<|<@#U5NTL. MP YZ.1*%8N!*9^E ":2W2$8-@=%W+"J+R01+&_NY4*=%#D#'S-
E&'8=DS'48 M,]&N*FMK7B:<)HRY0!3:@5 ZR,!LC68>BBVG'$C>2HV;TF0"7007+OM,-+W M USE.28GD#.1(&1;0*&D-R2C!,VC+SRQF$OK%DF;X#HALK2QG9LK8RUA.G'C
MEY.PR?.=7Y;* BR?\96467C-E")K M.L5YZ$<2']$!5SQY%7FUM!N_P] M//QEQ^]Y53P9\YIP#UXRL>8TPCOX9S[5@A/5)Z(4!+H\BQ(HO99\Z =K'HH](EJ_B$
MA;GFHX]0(]R[H$?MI-2X<=XN]&@\$OB]$/P2F[K0.TKV0ZB>DM(/8^16T6;!":9:I&;A\@T!QVSMT7H$'7K[+;ELX^G MUIT5L4:Q6TFQ
QMVB>.Z$6'^:=ZXXRV.^Z/<4U(KKK4%7@L/5-VG@@B![+>@ MI68BC];VEW>$F_ONX/YWB\$TI[W">]_5A]#Y4AWYIXO]&4N\Q M$7+QE@.=4_1%*Z(M2DW^?
$9%/KX,O'4]X%8 SX_)=BWLW&Z#).: M_3V:#:>UOBG_YVS9+*SFO!K+#(BB:Q*C('Q)U4D?J%3*UI#EV1%I'@5V/F1I M)_|.VO?=G'FJ2&1&(KF#+M:QW
B!R%U$&R47^IJ\#7])1\'\)7RYN); R:!"P+]H#8M\)L.S1*$*9.$*"8C7<9C6D;.']Q,"Y MFP<>_P:KK3)'^PJUH?=W V(YZG0#& WG2=YZ].$G2.XH_/OJVT-R'2J28R8: MHH+(>:GEE
6"KR$%,A\CV5A,F193(3M7X"-S(-OJ;QN!-=;;WTE25[.K9=P] M1L^XDF E$I#L?2V$I5TEHBG!!F,WZV']A.;N//2P$R!W%ONHA,[95D^KQ53F.P]]ALK;668=!#[7'^Z_3;#,
M!J_[!7O>&^?19# I)E#&&0B%'%534&E>4&E?OH9VAQ2M-^[JO*> J9L]%8"6Q[E)>GU7$8!NN[!$QV$8AQXX8;""_M'[_\/?
SG:/QR$":+)+$@!'IE;,U88+2IHX%H?;T>3]I;7PK3K6^2MH#W#*(0 M6Q%DXV-W/T4=U&";? 7Z:[BZZ="U =R.4G&WA'J<9-W.5+\YQ9KI[03H9D+B M400#
(M:6STDK\%$RR))+'XTE&[5UKL1)T.R)!.%39=DVZNJ 72]GD^GH"L?S M*WV2X^2R_W'9\S-%*6))Y%[[>@_,BP//$P+/5I)=X1-K/O/N$3@GY6ONK\K[M4[\;Z:&#/+N5[M-
-8U"=$JL])Z74M&1:O%-%UW;S2CF5>=38F"*/P#EOBK32 MPV'/J-
N)):9$\E5H2^7*)%"!,4(9(Z">7U0EPU+K#64S9"=%G#:.7003EW\:C"1W%]+9@B!EXG0&GF&>UY30C$91:NJ.C2:U[?3R%Z:3(LK,N-Z?+ M]HKH;
(=9&:M;YK#RGC,)-9,>7$KD=F93P)6209>:S^JB*ZH;T_=Q7&=,F(8* M:9A)7*M3'A'!K4S$Z\'WD[D^ZK"$G_IU)&5_.AOCI!=],%S(3*(OTOEIB]TI'5M;\-
(!R5A0ZAGHZ2#5^ILH(G"K+&<0)M55\H'>+./)&=:EQF1* MY =T']:@/!S'#DR!S0W&%OKK@'&WL;PI]T'W0L@HO0T0=!UW462 F!P'(X3* MA U9;IUB\3BB;X5)#?5R0!MR-
<>_VBYE-+YCK&0K,M-LWOB.)%3W]^A] AU] ME-GZQ'"3^O&&D,Z=7\?4X&'-S74;+M8^>:E8,*&0SYZM!2\+&: B16MTT0>- MMVUT8#:5RZ\X[1G'M.#< S.YEGBY CY;!9*+DM
I29(XG P(T1D9H1VHX+ S M&99CSNH8@^&G_G@TK"]^&+P<30CZ_C5RVWU^P^RW/1;6*,OMSF-__MR?UD=_ MI1M#H4W=BSQ9A4 22_4BA -M5T85IQ1MJ8U?R\<1MY7
Z5BT0$/_WGK5F^ Z5#9;0TZLSV-K)/Y3R6!;N9P?ORR;],[S M%520,DJ=H)!I0N>\(A,YJP+))9&E(>M(M[XDV0#6\3/66E%AU*U*.O!U5T*< M7T1_G5%Q?
26]"=*.TM,V1WF!.%=RC:#X89VV$Z+2-3A@,KS!?R M[*,A&X C] MC)9;9L/\GGS&9?UD$:&8*,&$><)EY.!1>I!!,N5*X#RJ#;2^P:/.4O>M1=Q% M7?
A\=\O&,HRH()CY=$:EP+F8B(::295]$&6C&/OS:=W0V 3=79P-0^/WRW W M@7%^31NV$OZ:HO]=)-=ATP8ADDP)"[#,.#$2:UDK!BBZ&$94#5HUZZQR]*8- M+?2WC<
Z;=I@G1:.)P&%52!%"(C1(5BA"DA%B* *$266:>^QQ:G(HGTK1A9^7M++,N)B[,X@3_ M:T:G^L^?KL>HS3<5KHJSCCRWA($LN%"O.KR*P&UFR.B\M[%YT?)J*&=G^K04 M?0?
7LRM@75OUFP#K:A3+.E!'&LO20G5/TV$/N1]FJ]@&6 3FS(G[Y/+5ME&% M+!"C:4N+(M?TZ"S;S^D^+"&>&MIR4#YL(^[N>7!]CD7-'!=!0D[.@+(A@K/1 M A97FT=)AJ-
^_O1H)]_#Y/I M3:QFTHLQV9QX)+;/NQ410A=D FU33%&[%/@]KVME\.O)!YU(Z.OU7O>][47: M6-\O/H7^H!HY/_4G'T>3,'@9/H;4GW[ID4?)C2-0TA16,VP\A$S^A@FT5,%<
M4663L3]K'W V^FTCPL;7%DO2W0VO3WK)LJAJKS]90C5E2X#HM 9#.PN/1IJH M[!9O[[V//QN=MA!?X^S>7W'Z:IC&&";X$R[^^VIX.S/QY\\?R9#!FVD'+R^K M&SMY-?
QY,NU?T>]J1=*+R61V]7%>G_1R-$PX'O:'%U5F]&\?^E?TPYORRZQF MD/[2'\ZI_+'^ 8F!?D5_\Y;^=/E3W<](O377E/'LO=& FCQ;18XQN$24)\?(M>.F
MX17F17KWZWZ(_0'MZO^K?W&)XP\DE<7_\PY3!9![+'E1ZF RP4J-\=@(/ED' M.F@K!%,IW\^66WU@[HWD;+AZ8*5T,+KC14KC6:AU 7=$]'HTJ>]-G3."PT34 M?
QN^S"M(>4^)VJZG1@K-?"0=F0O.E R%!>N%BSJ*UIT4MP9Y%@0[C(H>I3EK#W_O3R_[PS1#_#X9QSP7.) L>G)0%%+FHY*N2&2QUK"/*C12;C;/H M@%2/X?
XF"==,D0_):+M)S7Q!Z%/_8[4\Z\\]49S7&1/D[&BK-?3&N. E1!&+ M5UJ@;5X2MA&PLZ)3>U4\Y(O;QSA?#9#\#%R,@'PQ&(RFA)->B)>C6N[R& ^')(
!PAUB%OA&++5WMO[EM1*>WRGAY\%/PXC^H=<\1V6T/V$@ MR70@*JV,2[RXT/H&]"&*8V7+[*W71WFRM7P[N/:^B^A6*]1-<'64%K,.TW&R
M8O;5V:,4V%/@AR2$,AA\T1P2,L(7Z3LRA2TPLHH]&<-%-Q_R?E@B/)$- M;"/GQI>HOPW)^+JJ8\3S._PT&GS"\;) R3N6HI:0F,^T/JG ,YWI2PPBBX@F M;A+K7_N
P_L/;>0_:BV\QND.'R[QY1AS?_I+2/.+@R6D$+4O"B%&G4 E)\#% M$$!Z)1&-JKTA-]#GFH_VVV$%SCM_,#CJ]>C\+P'J)BT)92#!AFD3S=&" R M1M]I;V46P@:U27'>ZD_!TWN+
[;&F0TO:9\@&[0?!F\#&:/W@?F(.D<'(OK: M*U[PFE['08OL R.."C#SD#M;838N.;]?BM\#2N"^9U<+I/)[,8?Z=WK0)2'5RUDB1-(DR)OT6=6@13\DY\UFY>?4_(_9X O!-,N#JTB)
MGL!%SQFYE%:32XFUL6I6GFQ/J]@F?4BW>.1Y$:"I@!M>]^#:?0-3"GO4]9> M0T49HT?G(19%XE#.DM>1(TCFM"7G,;(HMN/")H\]+SXT%W3CJ]Y;4.?G5*6J
MNX:EF*,]JR!HXV0=4!#IO,J,+%E46(+1Q6U2D?#((\Y+UWL)<.VU; N]OO@X M[@\(F%_6M@=9(T#DE/ :$8JF0+!$O9RC,IEGELTFX;1''W)VNMU'B"M",7O%
MU>XBN[6E+,%)3X R1M!(NXE2*D,H(@'CW' M;2"46VOXX7/.3LE[BG*%GO>* MN=W?7>9NA&3+IDU6A)(,AXSH0/E,ML2\ 3X7F1X@K MU+M7).XNLE\PCF=A3">(Y-?
@F)>E.%;-PV!JY,!#<,)"9H'1]N/(H]C^"'[X MG+-3\IZB7*'G5C$Y;C6["U!< Z35Z>2U Q^- A4BV8-,)S 8N2LY%<0M=;WV
M6>>E[S8B7:'S5I$WL;#\ESN/O$9'*ZLYGF3GJVH>YBS!>>Z@\.P08P@8Y'8* M7_V@\]JDV V&N4'6KF!HA^PG3M0EQ TZ54B_M;)V..<_M(@?/90,VEIB\<"7M M8(T]?,YY*7I_4:
[0J>I(2Z^R!QV%1V&Y*G;+ MT-G#AYR=AO<1X@KUMHJ/W?$$;L QPR(&9!!T"/.;6G#*"T";F1-*:R_#UAI^ M^)RS4_*>HERAYZ8QK\5!L@S46U.[P\D(&&LP3B@'$2T'=
(45;J(67]"%UNH2H(BNIEYP\"$I(%<^><>EY/U%N2*+I6$,;!YY54MGCTR$&'7)H&3M(FD9N0!%2,BV[CN"C(6T2V3D MUB/.2[M["7"%8ML'O?22Q2;[9HP\Y
M0^7N+L05ZMTKZ$5+I276F8GJZV6I5?/+TO?X<;HT%6YNS@FV=F3G!ZZ(BE$$ M<*1.,+4+<\@A,K-)0MJ6CST#"G0IZ!6DV"M"]B%_ODS7GV<_C@:YMKQYLVT M-
AA9_K9VM1FF_O!BUOM\SF[UD>+\:8'76Z7:/ M/0-2="GH%:38*X2V (.O:].D-W'0OY@WH5DB$]I&F60"5U.G:".C[2MQ3QX% MM]R01Y'L)F;X<-KO;;+\X-%Z% EF5F@"1 WCA,Y
%J:SV M="C=SR%_GH,_6M7S[2Z]#N=\; +C_.9\;"7\-7,B=I%^T>S*_T;S(8RMPHSD?+?2WC<"ZG?,1%..UTLLH40@(&?C1 M&$>'M1#9*6.0M=#_6VID
MSA@F0AOEG<:M_-9PBN>K3 M=V&*[Z>U#=1;,BQK'Z +[)&EC]:I!%E(0LJ"JUF'$KPW,3-CO?3==L%X#-UY M,*(F'9HFC1B+5GBF4ED@'#O4F@!)UIT=*9YC I*V(.]GZE?
&.FW,5S MCMS80^*-*WEO^_8WO7F7,9V>2=Y8RSBX)%(-W=22(S=/4 Z%>\6]VR3+^]&' M/&_]MI5AXT+>NM#7H^%%+2 G/.\O1^-I_?[EZ"K2JO."?
G\;CR8UC'##IIAWQ7&;\.PZ#J/ M^:?K+J5OQWC5GUW]BM,>UP*+UB0;K#V6+NC@Y[72\Y7R+WL-4M&:'"6_"O%O =?$^:%U58R)ZP5K8W/V_#^7O+-$. M&E/?
QD+;%OE#_=K.^-X-P:MA&LQR]9=FXW$=EA6FL_'UX(C$2Z@=C*U- I0A M[\E+8R![YH7V7(33NPO5JXI9Q/4'+MME"X@,#))\M":*>L M=(6W]H(W0_8M468K+1RA+?
7M("'MC7OVI%[S::T;4F\"NE$WZE6QU*_\P5*B M2N0/*ZE2';%-RC4Y$)UX$=XAC[ZUQ_ HH"YB^8L;>L6C,6200TRUN[JD-<#"B6,JN4182H
M&;M.U4"(1NR[F..P;O6,UM6X3A6EDLC#:\X<_:2=!?W?_P@W-8MK5?W\Y4JD ,L)3!3"QK)228P,8%3TD:TR>:X44?K$VF#W%"-C836 MP5M[UT19;$V85118$XIJ9TZ98K55
KC:99L;9;+'QF_M0Q3G9;CM*>6&5^:K M$2VMB TP=62TK<)S')-M7UT]JOH]!-WYRW^-S:B8LW(,-$NEWKU9B$4;X+5> MS@BEI6P=-
SR<\I\PU0ZA^VWDVX'.%X,QZL7(JMD*G@2=&"K(0M<*&Q7!%\- M:%FRJ07-SC96_J. #G_J[Z^S45<"[SS_A M6([*MH[HFCNM9SIJ\"Q I:-HF$H/:900"V9B9R:C+ M_22"U
F;"5./R!2-$5[T/)[20AG-A-FEI M^UR&Q^VLUF9";%@V<+ K0E^,%=R: M9.5&J81/:'#EPX_7ZV$K-8Q:RK"#J/&J V-MAX$HR1+@P8(@/XE6GB,='U9 M2IH;EV1)H?65PC;XCI!7<-
"\TB9ZZ8)#MXO!I(PV2R5K+HNH#6@2.,8U&9&Y M8"(KI#C=8:W"67%@5[DV#ENL6N&OLRJ5-^7%I] ?5 /SYYJE/YD72B!31K-: M*,&-!!4<;9!6:.#!%U&\32YMTM-VR\>>@^:
[EG;C,,@]J#?(WN*X/\H]RXH. MBAEP/OO:?]F3WV$5&)-XG5*42]FDK^4&CSIG NPCU<8ADU7P7J1$'TWP?L%: MG(FOAFF\Z$!QU:>MRQBR;1+6+G2:CB>=P
MR0K.54H<2',MN1PH\^N!S)D0[MB7?>JN'',.E/WG\D>/G-\!]AW*\;6.U$Q'O.?PVI.>\F8WO M%YWVI# RNZ0!?6V<%V* P$J")$5@3ME@Q2:C"O?!< Z,.:@>NNCFL$(B[[_*
MDQ;PT.D.0A7GE <3@Z@SGR+$["U8%3D*E-[IT'@'V@[A.7#] +KIH*W#W3V3 M\.)UCHY7>O:G--J;7DH/NPA]Q6!M"9YVO>N FY;
M53WKA;#.T;85R!!7HM0)WKD.KR&+BI7L3-GH6FQ+7CP"Z=RHT4KZ*]C1.'FW M1G]]II#'KKT ;FM/?Q,S03*9G'D5&2HALV@=47^(XMPXL(>,5ZA==-S=.#.9Y/ S$?
+\T*'&Q,:0DI,2.>CB]WZ(*%?(M-4+&F&[=C_34R\$ZX<$V\WPE[@]G#]QYR4NGM6^AA[>SA?838N#1L'3!ZP.6KR616!T%< MHTSF^LH@T4OZ=\#_.._X1I
M#NT>T*RM,IYD48(-H)#>A.!3 .QB(),W5*RTM"MNDHKSZ$/.=0U-E98#L4JX+8V M*\HR@M/HP/CD4U(FR6RW?E,?/N<,E-
M4E(V3)>]B^W7TZ1K;S7G$>1%FD<"%X.C)$#'QK-3]\SMFI>4]1-DQZ? S;S9'!<[:)U^OGC(QV M&F? UXDYM,LP+H6T(F^R03_UG#-6\TZB[#Q'\=[=B@.?:???
2Q^#XEWWG3MT>Q():1TR04@6V,^GC?4P9HD$6F0 M^6P$MZT[*)]RQFKW3&FFC0Z"LG\C$4U>CR83G+P9_OQY2H2>]2>7%?:;,J_W MPBPBN:0)(E?D9 3Z$I,AE.1AI&(]*
[KU-=WE[7]D/E@C$:06-9>E5I0C)QM,<)09M9#^&[C]WT;'F]S^;R/54[[] MK^V40K7#!3=U5J_N_C"')(2QG"45&'!M%/'>.W B9#")FZ0PAI*Z33_P=O_+GBP MC9Q;7Q8LK:T?1\-
<)[J_F5[B>(4-MNS#%VVA8Y.!5F'>&5.#5YZ!"RGK&")G M?I-\@"T?>VRG8E==C0XCZ-8Y Z-!/_\>)E/\J3_Y.)J$P3O\A,,9SJ$OKR^+ M%$(G!&[KN'93)+T(Y"LG%
[4NV1J3\P9$V.199Z#]YB+M:)K;K7GM)9ELZXR" M8$'IX,%9Y& <^;VTVNSN]V-XYBUZNO 1=I9HYU'(>Q%22^O0UA'?+*^]JX,! MQZ($3:2.)?C$X[<9DV[G(>XA\HL/L
MC#K'$J(#Q :VE>[APX4+ZP/GX\QKXXQ0139@70LBU*\E/?S M L\Q:+B-CC<)&FXCU6,'#6N+TODU6?V0O^'H8AP^7O93&,Q]X\ <$B_:9%J]>U
$XI9+B55D>MI=NXL^_[!6MN0[KVAS8!U;#1 M]EH@AV^[W4A1HZZD?# **%T"%P*!G%1BND<#@0E7^\QZ8G'<>_%_^T)LGMC$77OJD&H'.B[E (8Y#XYPYQXM!?-!-/W M%Z-
//]2/6^BV?G=+KXO''+9-=R-ACW:75.-PW6WK]W7_NH'6,L#80UYIQS4(M4Q>5?8&0 ADNG&DFDHOH-VE<]NA#3L=KV\4X:RO#M1X8?P&2>_MAO$X3/N?
<'>_[;%/:^BR;0RZD;=V\[R79 WWAQW7(U/__7;%[S,KT M7M3T7E77%UV[IK4_)DR'>$_DPI\^[;91W;+Z]&?]M/)I]?%.6OUCF = 2R+/(M=<@3^KH(2WZH9B!\#,:KK!0[*@/7
3^\&]@Y1?:A9!/]=I)<&.E@++60[0I0.&A1"T\YZ4S[^ .DO,RVAI(NV%9^7I4UV_' M)K@Z,K_683J.C=5";T]280^A=W!ZK<6GL43#=0;4\W):*XC_M1VRQA"],5[G
MUITP#TN&)^R>0W)A&UEWP('YY<:+87Y-?SGXC]FX/\G]5 5\?7;)E(1,:$!; M1UMAC*)VS42@+XG5DU* B_1*9.\]ZAR<-!NE &Q!C\V0 MG9=1T8$V&C8UV0SE\M)M
XP=&1R;X#N.\=&%?K>BT![*Z>!0V@BKSPIS,07(MB\)Z-5?]*\O 8+",RR1B:EW2>CP"/6&PG I_MM')07CSAK;N4/?A6ML_3\DN MH_$?
87Q3@Z&4X"4HLN1XMF3314F^N2R@Z?R.G >M2NL81H-:\^X.?YZU,_G44QZ=(P"%FO;(:$BJ%*SQVO*OW/9*I=42:)U
M\^0G01W16N[N!K:)!CJ@R,^E8*K9#5^1DI&_!NW/0QQ??'F'@QI#O*X2$4J: M$$V$DG+M0%/36;PT4++SSEMM)!>-&;0OYG,BV$'UUV5 YP'D]SB=+C((ZN:-
MDVD_]8(S)*EHH01)#DG2Y)!PDT!@ENA%-($?;KM: ?"CG M7W':LY8+%V(&I0F'8JRVVBL6C.':V2SIA]8%@P]1G"4A=I-Q!][[3UAP3#M; MC7--)CB=K#?(]L2N>C(ZEE/QX-
&*VB*!DU>1,TBO5 Y,\^1:7R3MBO6<&'00 M?37LB;K$_=MP3'O@Q;#_WW/L/^*0U$";'RZ&U4_(R9@-ZC)^(6'>VAU_[T\O MZ>]K2>UU&+;.!T:F=/)>0ZD!-648.04)
S#TPF;X2T;X>?/'W$XP9XLPADN @03:S]K MS<%+D<'KE)C67 K6.ERU \QO@%O-M/206'L/K5\+^1KH6QR&0=UC7Z0TGF'N M)1YLDB0?GQ)9!*460OGD #F*6N$6W3]-J_
$K+B MS&8,&32K+7!$3."T\6!"H%.=CG:'!SH''X/Y3;"JD98>$LL?IM#MEJ/S\-:@ M2?';1D_HIB!N^\4U*I)[^+1;-+1":\\M1#*S0?EHP// P20955!D+L76+^\C M<-
K?"BX2,H3@RECR**3-9/Z5HL#9%"%Y'AW&[(5I[3JN@7*HXKA6.G_Z,F][M"9]*8=R&5^D18Q2^WGV:9*JX.+AL,W#A7*HCOUQH'1][<2G)AS8+>UI&UT<
M*UME$XQ_ICTUT.\N:2N[*.=81'(A%FV8 BTYH_>)DR_@ZA5WXFCHGY01X6P(MU";MJ7/^;*.3PZ0]E0>W]=)-"X%9SAMQ]H[DH63)!4N/02I)1,V>*^Z/[?6
MPCO11*>M]/MTHE,3Y720OO+W.EAM/B3I<:F\&PT&ORRNEGI.%Y]"=5%9J5-M MM0/G+0,A"X^>R9IRTYA/.\ \!5ZU,;6[UM'!2PE^#(/ZJQYGF0MF$)0-IG;:
MIM.ITKN*MCKA=]'-PV^CE91A?T'XZ>CF:3.GW MRT \ETK2^Y4A:"U!<=I08^8!0F",9Q5X\HZ"\UMG60/M=9!J MM=G)GK-F5@@!$FN/0X<,7*'O&)/)%:]E<:VKO;>PO#JY7?
KYZN-@] 7Q^I+L M+3UO\GXZ2O_\,4PPOQQ=U>-G#K!!E\4]'M;PSJG5DAM=/[VG%P8?//H%/7EX M,7^O?_SR]4_>AB_S@5SU);[E1L4D=' *A-66W"CKP6E.9@*]X<$45R=M-.;M
M_JCWKM=/EW2@#?!->1++9!V8ZX[EGG&14P3:$@N)KZ8;U]*%K+CR1>CHFGON MS< ?ZL+LP"Q]T"/@*,H^E9NXND7545SS&*XK9/R'3&:;I/-;%1$AU,2%H(T*
MM:S+QM8S2F__UBW:D=BP*B1)CH(!"RQ+$.S&Z#IZ%[M+I+CW*#MKIDU*MY# MK-TK.YM<%(K:RLW6@F..BV&QAW=*]Y'PJ(UX M.@C@[VP%_3JK*_/KLF+3^1-U+.
(W/&_T?\[]26;"D>!P'(E,U,2?"@*HL^V MJ"R9T,U-T(]6.]._T=->U"*3VB2L M:<1@@P=U'"W8=JFG$RE@A@@EF0;#(@>%F0Y-)Q,4YDN2BDOC6R<]G%.DP*(6
MJO:O32;Q>E]MP3G)(!6MHM5.8/L>@-]@I& ;EG87*=A&V:<2*5C 7Z9[29:8 M/ZQ@JTX,&JEBRZZF^XLB*_+&.9[M5OTF:^HHY-#%>HX3N-B#)ML:HH?
2\7/AKU*!!SIHP"/*Q:A27PH"Y[DPC8;9 MTKIQXO/A[1.QF!.G[3:J[8"N*SR$R;OWOUU',8*(SBER-(MW!$[%7+M/N\U%7"CNEL--B:L?7<9&3>5+&A\LP?/-QG@GTZV@Q MH2/?
3@X)#(50J0ZL04?FMW<0&+,@&3+'-7-9M\X5/.P*3Y#O'3M%ITN@QB-A MNULI;0F3R0ROHW:]PG544@5(H@[3B738><9()XJ'$JQ/FM_;PU<&Z@^%]QE1 M_@"
<&YTX88YA0.^\SGFP>O)J^!;'_5'N(5=)%IW(\Y&T3[&LP)620:BH/7,> M66H]".%0:_OS)5KQ$ITTP3I(A>]NG?^8Z^-FG2'E**6/((+7H!PM,3+4P'Q@ M@BQ:)5GK,;.'6MN?
+])17J0]"-9!%4!WZR0M%.S?7FJT1CMI&3!."U29T5(# M3R DBJ"TUZ9YL>\!E_?GZW24UVD_FC6L9AS\DE) M])3 DB/M1=R*1*I4$FC= 1R+R@=9N$-Y$D?
^DTMY1F_2*5#YH''2MCQ\5@?C MW0C7TX(@,01T04.4M6\.%P@A!$O.AG;6Q^"Y;%T#=C*+__,5WN45/CDU;L7A M9QS&?5H06LFD1-W+E$)0JCK4&6MOCB Y:9=
<@=99FB>S^#]?YM-\F;OD\',, M)<_&.'E:"JQHYK6M#0NUHBW-UD$])8)5*(3E 7,ZF3X,35?^YVM\F]]Q9^Q] M=L'KIY?O8XXN)]*@-@)4H"^!9P.H8V+,:1-L>8Y.[JEHXD&
<\VF59".CC\X# M"YY>JE!():@<'3(A.!E0JOLSGHX=$S^GG?)9!I/2WHM^S,35>7%R,\8+VG%>TVOYPTD^+C2?)+#E'#C&$.LW8. C& MU>(!RTQAT29V7,-B#?!OYATY?
5JLG>IZS.X.D\[;.DR.U\]A]>).IY'#_VOO MRYK;2I8SW^>_Y+CVY64BV&RUW3'=+84D^\;,"Z)6"6,*D %0M^5?/UE82(H$ MR'. JH.%"E^K28K"^2KS.U696;EP*M#CY *2\19$*.Q)
OT6FB3/*OJ83^8 M_^/T&CFH9'F.98Z%B.4F22KPN8@O6VF"DR+KGXTF-751\2)Z*Z R,_Y]NEG*8_YY_/7C],UD43H1K8IB
MNT#MTZ.A+WV>AS=LRX5*"GV.'@VT<60"6:T42\Y!4K',Z-$$3(P6+(N2TE)^ M$SM9&N= G!T]#X[/FSY*J,R77\>S%/"OUZ7P)1U5!I9PG<*6IG01G&46J&.
M]]=2:=_IMOH%.OSXU.%;*F5:1;.6JZ3=_IW!;&MW/W21N/*3[66S491$B M9)M2"=90,-)S\-R);")W[K&MO#5^\=PS+D^_5:7:()?MQ_8M%C0@+($HH3 M@4>PE
5(,5@9J5$D_&P45MV^/%P7Q\B+VJC<).CK9]5#MXHS F M":/6,4B$>A!1969I\+4/I=?0Z.P7CKOU2BLC\(JV_!;@+UQLTF* M5_-?
BYV;)LN[JF_NIDAMXW,8G529_,=\EJ6P.@):*P24X99::ZCQLH-MO\^S M7S&7!E%7Y3#_^R*DU> -QB75C('T)A6.$[*B9X($CQJ%87I-.+SA0C W0-?
MIW.PO\PK)B_=@=@XK1U@5 PF/WCT\('B/87_6'T'2*[%&[R&H[35QBD%)!$\ MIU@QP[PFD*1VD0=K53>#]M@*?"9@6U=_?01666]_HJ2^W'Y9]'X;*-4>7S&
M'21D7$RV!#@:'/AC/&]8I^:<+VCNAX<.&Y[;6^S3&C*K:)4M@;B_'P!A5N7D M$8A*:"((D308B=8BD5YS6Y;C:]SA_O#0,U3>WC([XZ+?D3+H"<'W6V"J6%
M1H)QVH!BFC"7O)/D7&MZ3]#4;YR[R6V_!_VK(?'3E-[BBN[I9_DZ* MVQ?UYN_R99ESG!1U,14F.1!>,W \9HAH446>3-:"5Z9H-V2OCGP-%-:@0FV3 MH?!AE3._'>M==?
12//./4]S>'_[]]72^^&NZ^#]I\3Z%Z:?)^+\?KGKUCQ[; M-"/!HY1E7(R1&AT%1P6@;:\AX8'A@_21,5.9J4=;[*LC_WG0JF*56?.%KXZA MWZ:S]8_*[]&1X2Q$B3YV0F6L1RP;7#
<-20F)?V%3[9'@PZ[PYYMS.@0Z?D$: MKB%/9U_<9"V8>9MAPR\^IG%I6K]EGDY]FA8BLI+BD9U+(!C32*;B^I5!)Y'3 MR-W@H_7.J3X-MPSCL@;J7
112J4=\09HB89*2P/N'#_KTP9E:.*B8,0/7ZU_ M,KSME3]\ZEO1H^S,F(0:.YYNQ ;PQ!J*4PF?/;'A<\7%"T[5.FO(#<.X8 M8X7[$.:4DBKZ9CI)I[R.V8.E)7E$)
9&*0.&!Z<=8Y2GDPDH7FYZW' OT4D3 M[(SG48Q(8-QGM#?1]$0W2AF!ZW0:(LW6&>8-[B-G\R*]LK'"I_DB'4"PLVJT M_'3>*S.69<$%>,L9"!)PT1*-9\8CQW5K&FTXFW?
I]8T5/LW7Z3":G4V[Y$=V MK!/))JL32%G:X3+4A9$*%YHR=2(SDS0]6:7.!<-94H 4:Q,KDX! M+#'X9N"[$"R/FC![-CO9ZQFR>N+1FV84/"M/MKLX1L'EH)-BH),L)Q+SI3VX
M!9UY8(8I21[O@A?Q&I[1NW<*Y#_!%[D7<_J[>T[U])HJJF0 A)5* @O1#'6 M-"B?M729.YG.YR3].9OU(M[CEAP^XUC8RX+(@6F=O $;2\.=8"4X065I\NO0 M[[!$A/-
Q\'_.9KV(E[DEA\\Q'M=MNJ4Q.G+O Q";->HR$)0'.DXID. XQ3]D M[6K(TUCYS]?X-%_C9NQM4,IV"AH=N>BT=]2B7V%*>2QZ&);0!$3[8!01J&)V M-
F]P7]_X>'55;K*M6+EQE=7S#QVZYJJ'"$ZG HLI;TWR";112X<\@..9 \$M M(Q'G',FUZT$OJ0++T*C05 J@F"^YF8*AP40<9*Z--)(R0]J+[Q568/5A:;L* MK#[*/G8%UNYA- Q==D]

(1C<=K1LA@P"G""TU1%I2&5E'$_=U3@CKQ8$7)X3U MT<61!SQU@?IS0E@OA1XPZ6D?;1R90%XHHQWQH)DU(%BBJZ;GPCKI<^2*\AHC MH4Z".+TGA
W%FSY*J,R7NSE';W-&ZWHSS\H"9B/!)R,Y6@G"6Q>9E5RY86C M+(@:/8:W/_VT)TKU4M:TJJ1K3P[;C+6Z -MRP$7OKR=,CRZ??4R^-"8\DWGS?F=/(LXM-MN542/B5P02 LCF0E
M7F@?:K>WN+!^ ?M8JX?KXESFC759T\]^;WZ!?2BR1"%U_OH^%SZ!4C&?31E MSB1?UJ*P8C2R!(PZ2@0-AIC!2V5/AK>]^@6<'&W[J'; ?@$Y4_12C =B%_@'WTW+%?
0!\E5;;SGT!:#:MRSPVK2I(Z(S4X M[5$"Q#DPFGI 6UZ3S%-"U!UL_?Y/?L4,&D!5S>:*I1P2FJ*M"(SURQ?4/6^\F\X5RQ+C N;ZY8+^'OF$NUC^1:SA7C/!M'
M\/FLM+%S5I7=RP%S5E+"*=6FQG2JY@KL-%>LAO[Z"*SI7#%"A;0"'\IG@/" MX&F#.T@"F03GPH6L6)715"LCL[9SQ7@@0:%-: -#(#IS<#S9 MLA'9;(S,H5N:\IG,%=M7>7O+
[(P+5D8IZ62,0I)&63J0AXRV77!E8@GE,G(> M];G6HYR@H=\XX^442=.BU99_9HW^^_VO/%PC0@_XM?N4IGGU S>.X\ERO/*(M"FYT)!2,*6>U):2\[1R4,*0,4!/R\8W#
[O+RVN!>#8U/0[T5-_,6"[IV\|\C M+3A#F>*YE%,9>EFD*Z0!/)MX])$20O41Z%JP_63KD,H]I>JZY1^/1J'9$$WV M!&U>JASZ0*4UB3,)C.-&RN2X%2>39;P%_ZLA\]&57S%Z=-
"+N0J)+K],\2HO MTNQ!O'2U,#=W#U_?CV[V*94*C2_3V\EBA.^G\QG?7GR#RQ1+2L$R*8%%X3,1 M7LO<=&L^= &OAO+G0Y,&%5L=1PYFD4DT# 5IT7@2Q1WVR@1@UK
8F8Q>U.XW M0KA.<:7?_2:M_]&28GXL*UQT9$$;1:(KX/AF=)$AG5,!U M6(@T!X!0P,%S@SN&YRA MJ]PIR'*+]'ES(@\R3?G< (]?5WTP+7,U].;FU3F):)(9I]0F^B[7'V:I=7=
MNIO$/V]O%N.T^I=HX"TO_Y;_LFYY\^$X&E<\5Q94I2+H'Q]:GG;_SJC @W$D M0#8^H'D=%5CE&9K7-FKBJ2&D=CN/9^#4*UM^^I!5JD=0/*8R=(;K,OS(E(S&
M$I"G3'ACB<9-H]U R!V@ABHSKL6#W?7#-:1^[+K@S:JVOLOWQ]$J 2;'#@52[8I28PEPRCM5"]\'@1Z MH5SA-/C31R65[T]? #A';WWQC_'-S9N_OXYGFQ0@=-0=%\D"4\R4LHX
UM@(MS$ON<)..[/' X:U!^'V>/;R+V4"%TP'EWV!RX9-S>NV2_(Y_HJ^:Q\%-%G<% MLM?3;VF6XB_?7UCJQ^D5+G-9FSN_^\?W(?Z1\=$9P0@0I] *0!<8G5]IP+D0
MA&4V2UT[>G*4A0[/\%86_NGSY,@OQ^P:G9#9V-]NPD!HZIJ@O.- 8HGP.$W! MIF# ,,-$3B:Z5#O.?A#@UTG6P_16^02_I_[;_-MM"?Q\6+C%[?QMWD2*9M-% M>9]0*V%Q/4/]!'?
S?Z>3M,[('>'111/!$\L:A<=)<@J,CA*\BYD'6]HCL [' M^<% SI],P^NC8H92?_!O)K'LRKAK/X0OA BTM-M))A3XFI0Z208JQ2"(TU:R
M+BD:%:"\1D(=KI/*N4+]X']P.2V!KTH]1FC6,BTXQ^,[6Q"E_Z[7"H7&LJ#. M4D%U_;WI$8C72*-#]+ SH6; -KJM+I..<#UT"A<^/&?*K9?%GD:CVAN*[JTM M;!"*4>V9-
IVZB9W+A4^DQG/I,J32YUM00L$GPR%SAUI=:DW", _1;5I)M$!5Z/+FUV8CG-?4T-O+U+A *$/28I(MK. V&Z#44A!<N'L9D@M]9%TY/O./DOLUFUQ/ M)QF]LDG '?%C.E;VL&#
["T9")KKS% M=P9W6E&-0QR+-OK8^>(/%L7X->%F-OLQF;C\1=V(QDM/:1S=Z+7(2I&.7\LZ M4GP X]?QO#B-M[-T3TG'O;%*4B"*XH[EL@)'68;H;++242U3[2373L#J13^>
M/FY^_[RUEZ9MMDP'62+''O=:6EY,KL'@'BRYTE[R=JFO'0 .%16ISYG=\9': M>CEVK*2\W*KO[K4+UW:[WNV;_;O/]TB?!Y//JW+A5;96)+KE$W&W=MP
M$"9F<-8'D%0D18V+1'?I:UD)SO&C*]6Y,CVNSBI[7Q66L$GR[+"([3&<5@0\ M1B#G:+2H2\L#='JR! UV#;$I(V"K(H7[ZD"*[1$(\=YQU6(.KD."OV(<,YID=4 MVM-1,A4DWF:ZT"-
@;-/[UE))$F&0$2 (01(80BQHQ=&-9I1%+O:F OM)A<,D M/L IM54@R_+G#^[&S;ZO_HV[6><@/4S1S?A7@D7TDDHV4@Q%4$PB.:B*I3F+
M%UTRQ*J"&CX&L,1(/%%5R)40P'KRA:)R2 MP/$MI8F*+A>$1U_(3Z(?DQF5T\9?6/P_^RU^^G#QFVU@V39EI)+31C(+>.Z@ M?^;02;,^,O"!"'SYE91&'<[^:GA?&*^>H/I-C]95X?
4,OEN;# GWQ, MLR]T)*F.GJ-HDW=EY!G:_[[T[6'!9RH(LY35SB&M@?N2.'LT?3;H*;GKHO1J M/D^X^Q.6/'&4@_=%/((:\#KD,AU%1+37HY=Y +;=(WHM/-I3!PW:0VY#]\?8 M^?'-
>/']^L;-Y^,\3O&OZ230@Y>G3KD@)KD==*BN@8D3SR M(4CS+,C7PJ-ZFMK9*;%)YLJRZ=U[_.M9^(RG>NE7MAEU-__+X29;*KGW3UGI M]?$5U.;!DQ8U5:1]
[!23S6I^2"4GW,HHG06:72KM93,8'S3*AGN2E0HF MLLIT.872FTH:?3P6=U_)MIBC_&-N<1Z$N'RN=RMV9QMTH)X4;L/T D4R[32<1]I5HZE7Z&@D M@3?
&@&!EOG;V'@SQ)I# ?"*=RB!^_-CAW8=#)#RM(YX&?8U*LX#E4;VV1]!S MF4Y*A[(E(X623C"'SI#VY3@AR$A!%02K>"0^&B)K]RUZ%M!E';WU9-]@H-4C
M3&O6=P'5Z$C>"N@X)W-%Q3WN/%]-Z@U.[.W@@I$\!'12:&8"P4D/EF0#69=V M)GAL6=K(61V""B^U3A1*G#XQ*\ M]SGDH'..]3L//P)Q"2H_3+(-
WO:K&)="=#=ESN;ODVOW=;QP-VMPGO&L(_>0 M;>8@,D/+1Y8T5L>Y(E&HZ&L7P3X+Z!(H4$_B#2S"]R4J/DGQC9N5WJV;JFV; MT-2U0H#BO
0IT7>Q+I7CSML0F9"4U!Z%OAW))1"@@HP;Y$WL/8[IK]L"_VU> M#W[\YL8WQ6OZ;3I;CD8?L 8FB"^4D&!L,I& 4>K_24U4[\-]J+4=C M7[,;A)/0>D4+9CY;C);BN;_^>S>;?
IJY+U>WB_361G0M9HS2D=,D1R\9D"H MYZ45>T:P)13G7+D@9C3Z3GV^\)D/2(G?W1.R!YS+X58K'=0>/_\CQ.@F\5V: M1-R1/Z3%8G6WM6+W2 CT[9AP0!4>Q2)S U8$
9KQP"4-TH8NI5/=GW@Y9&@H MZ9?HL9Y53"A'3\T*R"*5:#X>U\8I--D\=U8FEE6GNLT]'GW9 M#*DM^Q;VTM8=[GWZLIYZ<+?5W?_.9M.S@7'-K 7F"LD3.O:..(\N?LF-#9R@
MI*I'W/=%>SE$&UAS#?)(?Q#&:L=<->V*(V>I09%8((%%$,Q9L)Q*"#XS[VRP M\7'SN;JQN1_07!YG*DF^0>;H#\C6F-ZYV7^XF]OT9T(JKVVM$8W".QDCL&AB MN;M"BYS;
-8F80AA.IC:?EA7;!?.EUI::3!&^T$\|BY%\EV:+1G^:PHWKC"< M1$U8$@F25QJ$$L4HTR@('F7VBF=*JJ?N=:RIKHV=DZ0/R%3? 'L]MK- M/X^L($R*9,"(S$H-
&\6O%"]R,$9I1V6H7C.S \OE,:.*U)^RP51CPSOWO<1_ MKM+E;EP_DQM'L^&:X)"<& 8S(CGXC%KZ("+87T7CO+":E]45<)>[V>F +%WSS73=\]\N8Q,?5!1W6U"A#M,5ZCI-
@>@!-^E[B#J7C<^%O M=#)32DLQ;DGC#M2L+&690\[2:$U)[3J4\^'M"]FP)T[;/JIM,C%HOIB-PZ), M:$2'[]]1(?/W'_Y]G>*#+I]2A' 0S"CTRY0'YY)9CF.TZ+M%IVI;Z<\"&MXW
M/K[.GR1CU5)8@SQRCHLX"&Y]%)N*_UE-1@]_DK+7Z?A.F7],=T/A^YG%(J@QYI0 C" MRP2VU#!:BZL7^'VVLC)C?@!PA#AN/>5,:TFVP4;QCS3^]!G/OZMOJ?1+_C&Q
M\^WM8KYPRTRF.(061GQERD!ZST#SKB-*CE%<^T\@UX +XDF[333 MHI9TFQA&WI42!F^ *BF0VWBFFHRG*R"',JD58=63O[<"N21:'"[I!NEP3VY- MRM&*U-
TLV$G&M>8.0A84S6E&T2ZR#*3U.8OH.?6U7>X7(/TT.0Y65(/3Z,>C M4?*2(!X9&,G0J<%S$D*G.CM6N.W[&Z&A]MLHD&"?H@%A5U(JB!JMU MA!B-C)GRE$UMH_R L[62--
;\>_+$J_C_;N>+I?.VH69FT9DR"\LY@H82M>6" MFR8@*0="LQ.&UJY&/!#R\8^=@U[O+O9((_TU.*+PM5Z-MW4WZRR:5>W28M7: MN-S[?)P^#1T\B"R,:#;*4LF K(U-
17OQP^'/7P)!R4*-.C M:GDXAVR7_$944J6%#\"I2E!:U8"G>%P::8F,5*.M.="QL0OB*]@&*^FG0=' M#E&,+$TAZ8"K3Z5/NPT)O'(MHTNNDJ&V>M.&#KCJY8H^\[1?
OJ__C@/6":QHA:F]*0R@%7B@&FC@N@B*, MBDY)W:>E^AV)AH-KOH=P*VH\%--Z]GUT?36B)ECG;$9_4 @0,3KP*9?$(4YB MS(3%\)QZYRG\ST_3;_^R_L25AM??
W"OX_GG#^4(5!3\]2&HMLF/689^W>,JY MQ;)3R:=5^-)Q[A3 9"-LC1RL^"E\LA3STD.EG)>N_9Q)Y@CY.>U-A#K"+X! M(]ZG;VERFU9>]6H 79E.=WT[7TR_I-G*ZRX![_D\X?
_B1_?W2'%%*=4E:SH2 M$$1$A(R>MLY&YRQIYK'VA<(>,"^01:V5U:)5ZWI27?*9$JT ;5W<]QC18*WS MP 15GLH01*I])WZLJ8#-6;"'2(\;X/IP^^6+6S8G^FT\
<9,P=C<>'^O#GAKQL3XJ.H7X&)[(\^G-."[7LA39 MTO8+<.:C57; M2=X!9=C061T]3>L+N6+PI'3_O9[.\$ASBU*8^>9F_4-_K+B#3)NC%7>.4@I M2Q#9.W!4)N (+',=3 SZ!??
FY:>I,+6$GL#3MRM^Z_I9+T5K8'A M_I-82*4BBJ'U2B(><#$XH-;J3(,GO-MM5P\^[1S,5RH(^X&=8-W5WV_W,[1 M09[/-^?2JK\()4I$$<'IDHB)WX(3!K?'$&*IAV%,50\N/ ?
HTKW ^EH09D5 MEDVCH@Y@6C6C>@CDR&-*#U?48PH<+.46[:!^ &6BL4PJ!YI$6E*J*5C&T835 MA%DE#6YMM0O"!E!YUW&DC37>1[B51_.\3^%
[N"FW;Y/XH=C)_W#S17KDL 22 MF4_2 Y?2@2A%[YYK#88;2A,:RTETF;W2Y5E'N_G:1Q73AG*L[/C]ZVQZ^Y7^ M:(]HQ)V11D)D.8
H]ZO6DP"&Z61XLHP:T4&M6SYZ6%NNONRG]017^7U=PF$_MPF%!1LX)VAR^C.=A1('Q1H-',,[;&+IY[5L^^M+T>(#@*H_6L+ACVCE#45" MX3'B'>X]?AD72A)T+ND0C
3^N%?B;CWR(^FQ[JYZJ)2:M!U<9K/,1TIY?*Y" MRI1) "+X#$9*#L@A=ZU[B;7R&;G&<'6S_#51(JZ(:7382]DHYLYEP&W!3 MHM3AH,?EY,?6.'5;Z:L!F&1Z^E\\3;_ZW0:Y\56
M6:=8H:"V1+)=&W&%.9;HKQ M^J]IDF;N!L%=Q2\H[U+G7@I-W_Q=6JBFD;9H5B9I48\DHOTB,K@H*2132*UH MR;"L'DGI@NP"R=))0W:1CP6P]O%YS0KBU\7A1OFI?
2*@S%H[HI)'J:O(P] MI)8&G41RC6)ONR!=)%7J*:%B3XEB7JW:]J3XYI??/_YZ-2):HZMJ+%B;+7JM MU($+WN-1&(3.@2%9NX1M?
OS4"]+H@2)K,/IQO=3E=A/'B]M9NHIQ*=Z/TS^F MDT]_X%X4UPGR2J1DDBW)(<;A(6;0T94\0%(/: =T$T::V"(-R SC42FS&WUB7\7J_T]1+ISMN,@92GO4YA.POAF MO!3"-
/^XTRVFJXZ:OR244UI]C?[2N]GTVWA>M6RE#HZ&92T-!#5DV8N0NDR9 M5$"4+K%ID\M60X!%*6P4CEK;VN@[E;(7P8E+*BE(*:!?YW'_=9H:B-++R*1+
M(M;NAW_N92]]V%.C[*6/BDZX[$50GZ-* G&7(326:;!1.2B] XW@A@C1J>#S MXLM>>NG[Y;*7/G(?JO*A"Z;75/;22T==2B#V$?!0RL\NEG(/M/&]1F_T@C&
M40TL<:&4TF@.=O+"3DKI_JNN\CUP'+'NA)D43A 42LT&_3B(LHS5XDI)R MB#CJVD'[TRY[Z:6GCF4O?83;9SUW O-;LYUZ*>C87=A\I-\]^]I%8[4P 31)NAUP;
M,%Y%B)X1:@7N9['V%,A3SWZNI_$^PFV13?DHN1-W,IVT$,"9I:77I4?7V>)9 MI7 CT^A*Z\?]>$\O*[:"H%](@>TCI1:IS(\R.8T/(1&SKJ85KK3,MIF#P+,G MBYC0BB%=E7:L%-
@&2CM 2BW>M$>9G,E:;UP9U&"L!($6(7+(95 B1L.L5I+P MKDH[K7S7@Y1V@)0J)RD_ND6E7"FK0@(660;!,@63)6X!!IG#>0S&=GG)SN+B M>9\
ZH$B:^#S+),8_H.IAN7;'71L8_(5B,"W_J;\:1IHY@&8]3N M9P.7TI W_W4[7GS_,RT^3^/]\3DOP>=HHQ,0*4=/EB8+)A!91K]QYX*-)M:^ MNND$[
94U\A#7)MWZVBF[@;+BWO=]/Y8G9']E_2!!6QN#.^50A>(XV5CE5 M/6-EUH4 AI+@W 9-9>W6PCW@72"#6BFG0:[M>R3T[#8L;FY^C3&\^"L):
(!C,$GN*X0&8<+.Z=6;E[QBM1*F6G>SNY M3K,%?O/K>/YU.E^*^6U>90TCC7__\M6-9\N-[Z^T&"6;N4O)XSFID+.NU!DX M3\"%8)R)0>7PZ)YH>T1SGX=?
$"F&4%JI2X@8N6W0/.2KJCNR N-5;- MEIC&"VZ+&EF-IUMT1UO_QW]<5[T4*^Q?S=/C0 MBI4Y?9=0J#2ET;JF@7/&E:%DF/4.6C!3 ME0=/0K&U!'[*53&!<,)+FD_,#/_
S=83RB&DK)2TB@A18U+R:57%U%-LA_*7 M'@(>K/RE Z975?[21T>=RE_V$/!0RM?)&L."!D=DB=SZDI40T -*V2=GE4>V MGYW2]RA_J:WS/G(=L/PE\YQ"Y
ZH4[A87O("H_,0360J*TJ\K-U0X+3+7WKI MJ6/Y2Q\A-T@%>WY"123XH&6.1C% [#@SM9^V"J='^T6&HM%P\I<5BXX^)S+)9YS@1LKDJE1\+CM
MV1=EX1TLW(I970_P/.R5MRFTZ0"JHH&W$\CP%M[A.GJJ\$H";O.J;P'G: S+ M*0$KO(]?*)1;7TYN;%(H0'P38 MWJ?Y..()-'8WFV%4PEOG?(0DA +!6 :C)=HAF68?
B?,A/K+M=\QXZ_*T8<_Q M2FJ9-I5I]8E^6Q!^^.)N;DJ "->>9G<@=*L"R5D5V& MN'1^X$6J_V#)5J[0V@IRF5NU&9?ADY"*A=*WHW3P<(BMC"I!_R5Q;F0,DNVK
M]0?/N4AE[RO'B@GX.[%M=IY$+,6' [6^Y+MH!L:S"'C>*)85CUYUZ07[S",N M4K-[2*]BBGR!]7'F)O.<9D]!"4M=9IH I27H*)D%PRF%2&A(')>L NV@TIT/
M.'>%UI%@3*G/S=J"#ZITO2$E'=J@@< 2S#:=E-"=N_DPO;DM$IT_A9@]QTVCY!<:M/;Q@)!@ MT0@ 3PB)44H64Y?)6QT?=^ZJ;B'5BIG?!>+RR']H[KO2"FDUF*RD!W[Y,BV]
MH=-=4-];E0QBRX2B6:"M ><,0\L_.1TB4YK[#@3H^=AS)T)+*5?. W\,=5/. M'::S#5T3@DJ"X=I#F0,:0P O4T;34*J4$P\L=S&Q7W[2I:G]0%E6S-_>AFYS M48-&!0D:5X?V?
G'N,EB3T%J4UAFC/9&/.T%VTNYE:G0/F;5(H-YGHI2//!MK M-#@I?+GJD[<,RFR-5QS= Y(_=*>,QC_U31[KK6BV@P([/W79J%8N]\P@/N MXQ3MGA&ST5A)BH-
"-6YQ#NT<&Q3X:$+)7":>=9GR60/+A;#I**K9&<=MF07^ MEYNM)E<=G/K]Y)/JYWL_#[92DO>U^SI&U8W_N]B-*[V7(IY[0FDG8]8Y@LNE
MZZQ3>+3IP(%SP90+)"56>X["2Y@.GCZX_?-7B0M&2Y,T>LV22"0RSQPL#;AH MQF+0(=.4:B>U/X=GJ"3OJCQX,G.PEL"/G>3]PH*6=^+$&ZN#$\"UQ!TXE.'F
M%K_RF44T!&G2I/H R]UPCI4<5$_EW;C46_0-TD-W0%O["%W -6I__"RPX[1# MKJ;&;O0X0 >#$\427IK#$M!,EQI:70:R<@4!/4H=B!,DU"XS.@)!7FB>?!Q^ M]!%][42$>V EG%?
JK+^,YT56\X_3;G-8-^&^F)4DAJ,/0), 8:0 :[Q#1R) M2K@6SG7QD.HA&MY/JJCFZ=%U5-D+7P:=?DTYS68_2F=^-;]ZGTJ(ZZ%ON0;, M8DZ)&PK2:@]"<
V&HPB#XYQ%1J4+G:.T?1]^*?QI+_D&A]4+D8%?;U<=(-X4 M?W0^1O/N#^3\R%K.%!<$>"YQB%1F2I+D@ J*MA]'Z-6MX+V G@RUZGA:[955 M>3/:_C9,GNRO(\)H)IXR2+;
<8061T&S2:CW M^K.;?$KS<>G'>?OE=MF7:'GP(M6_SM+GLO%]6W9A]-_+CZ:3,G=@[WCP08^K MNM^Q*D>5G<=RWPKRG+'-918Z&,(FE\66."IPF&JCD@7&'M!6U_=Z^&
]N MZMOM>:LHF65>H$08R$C*W:_FX+5!C\&CV:FF/'K2W+>5 M@DXEXC7NA PB=#!J"1 !UF5,=8LRL=AGSLX". M%;UN1X-=X_L.5D<#@^P1IDU-=P=0C>+86P$=>9S?
X8J;MI+Z8)3PG!@GE 8? M&3H.3C!PUE!05$F9I=(JU3ZY!Z1"US%_S&AC[;,.!J&L:X ZZR0=X5CP#E MNUC,QOYV4;;#C]-E1B*Z#=-E/'0SE6,=S%*)*UP! V-#0A]3HH=B/0-
"519< M"\%$[1/F,,3#^W85U/[8JAE.9PTZKSPXC#=-C:_=_/-O-]-__EN*G]+=RIY= M1$C"919+GAN*3F1TC6T@'"*^ALQP&6RL3KP:P(?GWY!LV6U^#Z3J%COD_2)^ M+>I*
<=V9_]V-F\SOVZ8>(&,?N,R$6B 2Q2M8E&"]"9"DCHQE0Z2O/O*E^:I> M*]-/@20-9J$]6.%OTUD:?YIAV6TO%S'=0@IK$2P>)=FXVG\
M*RW>YH_N[RL_7T;@1S+ZI(S/(%7)L,Z,@XE&058J)YJ2$*Y^@47]=1R!YD,& M$(^N^@8&^(?%-/SGY^D-?MI\Y9SL\VKB>:1(3+)D?3H\CPPU8&1P$)REE.&F
MH7GMS.HZR(>G[/%9]"1..3@%6O1O?>;U_R5E/(@>"WZ^D>*(&NME1&O*^=+* M4I9 3I >9& F:^>?EJK7F?6\']R?E!U,V0U,YYJR'%F20E(Q0Q!%AKRDCY4*
M\.RX,4HSZ7GM(7TU\?]D\O'HT, T?NZMO,-HC#8^&099EXQ'1B@8]&1+[B-E M-ODD3.WDP2ZX?E*QOOH:3$ZN9*M00Y0W6D"(%+%K(4O[' &*.2=,:6-,X@F;
MJZ>36_7DF!TXV6KG\X^=?=5-,)72L1X_[#[.\O86W]LN3O*=@TRIY0A:.F)#$D2%VK&WBO!K6V== :RR10(+03 5(>92^&$M 5N:WDII M#&XIF8?J]<4' 1XJS>M8_'S)V&JGW5-
)"=MWQVFU2>K0?]G7*1!?TC3+5#D-^G)2VX9A2 MB:('J/GTR)J(%9KAF14ST2 *U5^Z$,9+IT*Q L6ZQ?,G1Y)7TBV.U>.]M'N M"7%S<],;T!'FR4 BD: ;;\I-;TY
E:$I9>Z)ZS3.;@!N'NLN?4A^5*+F'LIM MF7DG69!P//NQGGX:7)3L M2I5]&=1KKU#HI;B.>>G]I3Y8A8++7!(:*,@L' A2;CV6I:+5R!! MDS3P/AIL6[;0*L-7Z\
XT1YSQ[=$"J64R#37SLT8GAXO6/7'8480?(_[YP;=IDU>5BY9DT&QE$%XZO! Y!YL-H1GJ77BM>LC=J,YPF2 :EJ; M-A%Y PO[(;(/_W1?
UZBDB\$[A4>T*N4;V@6TD6*);PJ=HB+$BI9$N$=RH238 M4]1#7&OD']S$C>]XE_E(@B=$90%,E@L@[CP8+O#;I!5GF?CP>-I8_7N,YR$> M_^+B9/)N*NJRX=ZS;NN+KMH4/0-
$/ODTTDE(%G, 'T*I/C0(S>.W.7@:@E<- MTI>?@7-\2E55Y8Z-Z5]-+%5-IG1FW:LX\DMXGJ[CB=K,M0-D[?WVG^YF^4 M"#Y_/'&S[\MW:D=RF$#**(U6G4<3]ZD\"O<>:TC@7I?
V\-NN)Q+I^AI M*#!_=L=Y/7KMXYRC42*G%B6P+HR68R5 7::6XB4.J.]Y3G6/FAW0'D-U#I, M_@U"/'_>WBS&Z6](!W?/HY M!!/1^?
$,/11J=$PI5V;8\XB&)U4S96XK#ZNCB68&V9;=4G,357:0T2 L_1X0 M%A$!MV'K,^56$U&[G*73:=5_A>]F4_R48G5GGN<W"P*'<+BJJG9&D=BK+Q93K&4.9UYY Y'A ")=TZ21%
($LOL\=#R^;:QL.K M*]?KP\^ZY7I]M'L1Y7K)<)1G$.O2?/0%P1,E0 LAI'2*B>I=4%]?N5XO5M4L MU^NCW1.J,MG<3W5_[-<[PA,J5P*M8>:3X^LRC'!(R40K/#EX$*GEIH,/L0R
MAK3$9&N[5Z=(TI;E>D?D:!_MGA W-XG/.;)0VK%*90,(3@)8@N:5<41G8O!0 MJE[L\,K*]7KQHVZY7A_E#EZN)TE.RCD"*:@$(C$$ERV'+)C(/B=">&UOZ0++
M]0ZQ'^OI9[!RO2Z@7GNY7B_%=2K2VD?J@Y7K19LH=X:"XP+!>1' $6YPD[/4 M$J]<3K7=U',IUZO/A#["/L]Q&=K3S*BR*"F*&RJE>%QZX8!X&;-R5N;JO7M?
M3YU4+_H)!*/>D1GJ22@*5/",(ZF9>T\KE.[MFSZ52')%3>WD49/;O-_&$S<)8W=S7P/7CWXZH<'_YG<_':&[)T@TV]G,V06_@(2 M;;;Y]A+*+
MK17TU<"KNC.4[W#>??'K>%Z(C8@W)G(']"(T",#U@'B<7W]'K !]5%. M@SC*M9O-ON/I_3Y]1= IKH2P&VZV3EDN+*K<$!"R5,#0K$"9:!ASAD?**G.I
M)\3A^=1,W=/A=-7R3/MAB_YMEO[K=CF0M&S360BA7VF4^^&]9/"[RFWAI<>-Y!W 9PO8%W@=C(^NX [Y2L[@-4NXLZE?727MMN6H)U0-
C(FGD9W7&,F4/U^"PMJBFA2;WUBTAS4.A+N@14 M2W0SC7#@)/6 /XO):RL\K5]Z?1R:O&"X#,^2/K)OP(X_IY/T_4\W^\^T^.UV M$N=K5"D&@]S1XW"!-[_] M?
IG>0_$A:Q*8AN0#*P.:/#A?&KC+P)7.6IOJA0L/'G]Q"M]7M&UC;'=?_MLX MS? AG[__D;ZEF]6.EQP7(FB0F:(=3"4'8[DNQ16:6T$V4<++:^A#_ B[OI#4L:X(SJ 5I&5_I ,#V9+
M(!A+M Y&6M;,1ZN _X@4O(@,^[UXT&*\WG()6Y**[@"F'*BU'A$)0D!PEL'0 MX"%Q[4D,7EM3N_KC15#GR;[]=/ZXUK.JPBH>H[/YIR>Q43S24Q""1J!OI[.MT MYA;IU^07#[(?
1]S([+VGH#E#.F?)P$;'@+BD'=KZ6ME0^RCK"_)2&#.,EAH8 M3_9 293R081(K':36X>8[@T4APDXP:)#CM7 M.Q(YXH$7)3A'RU!A*J',$497+VC'DK8^U=XR=H*Y-
!;4D7J#FX5']+QKT/(V MW^UF[Z;SI>S?E(KR^=C?I#<3W-Q6 U[P9&14>9E NN1*QJ$&ISA^*QEZ?CHF MG6K[3(=B?L66ZJ#J;G!B/1#;@G690\HJ2\,9OAZUR?
0\HHOD344E#'(8?>]OL5&9LHU*E7)77RH\&'@N M"42AD^32A/K#PVO@?L66TN!JW^E7#M_4[>%=9J-6;ML>,50#MQ>7=Y)MVP0- MQC!%
(6<2T!;+"ASQ%B)7VB5BN(^GV&SLCQ-LVV:(#-DEX*2,LJ5.ES&!L30@ MB)E9CD=,LZRGU]FVK0]W&[9MZZ'W1VR5U@?JS;5L%-1_0-6D?'1VK;1M7V63""61> MTEP#=6 R-1"
<.^Y]^VK9=^#VG;UD,Y#;+TWLP7XR_HE:-'_C)66UQ36G)C X\@ M)"%EM%%QR8W0(C >6.V>;7WPG7C#MCZ*?CP7I)66&MXY7(7_NAVO8CO+'=E2 M3:24?A76%
$168[8)%,AH -C@ZU]>NV \KH-[!KZ:7"1L U6^7*6-C/=N@!L M9$Z_".XX1G0557:@Q^%Z&&B?^1%H=MD(DQP$)F()FABPO@!5-B<7D*7Y3*(M\H*Q?!R>]!%_Y6SQ?
[CY(OWI)N[3TBTHEZCE/N/#=(+0KHN9]WWC_PF'+@$> MR-&4Q#7IBIF';D,@/C(I(W7YI3!]KP<.;Z-45M2TM90;&+E_3">?/J;9EV7B M\B1>NZ_CA;OY T_<]-;?
C#\M[YKF=S.LKO&\Q?7\Z1:WLU4:A[,6S7TNT!DH M8XM$:?)1ICX:YISG)..;4WLG.13S>=X\UHEX#ZKOQGP=)<:E\DP!#\;A)LUS M"6)0\%HHJG$74J:VW?
SP^3]YM(<>3B25B^@LF'(!6, =5W@9P&>B@7AE.),) MS_K:Q>=GD+LK,OOE2^G],_SF* MT61RC<*%!<=1^J[G^7+[\?;*Z M%7F;7SJ6Z(@''0G/%*SRNG0PQ!?8.
U.NJA"REK;T]C*>R_MY[MP6NQY^I+(MAIF>N/(OXV43T#*Q]FXEH61;;\F27/[.39F'/',W^R=_UGAJQ7S0ZD*HE"):
M7+/[Y]Y3WD2AF4*.HR,O0.18,@&4!4(L,BEYIE/MS6@'E,/3YQ]^[.K^)SGJ M52)F-0E+UME,)P8=$T)-SX:[W/MIE%;8 R52EE#QT^STP^3ZJFD-Y80Q6(=
MHKCK2ZZ%#TYH#5(J \)YW$L96M8N)LVH(MS;VK,AMN$XUCWKP;K=$@8Z2,8- MPD&/,:U#^5U0-;HCW8[H.!>CAVOL!0H<(.
[AR)!L#GE94J8)=0'.@CY1:Z3PL$A18V.@3CQ688L>>):\$A2(,&O_81 MEYE=:4J?@V.19U<[46L;CB,46U;0T6.U'RK@!A=$']#]6WPOXP/6> +3-L9, MP&J*O&8*'2=*,E E)
(O4TI!KG_B/,5R$L@\2;(.W^T/QZ)=./[KZ:?PMQ:OY MO6,UHBPHSR,#+N=KJ_U91,.3H(5S4%'].U_^/4,5 M3U2VE%5*\%?8"U"S+?Q0-!>G M^BYG S]X@UKNAP^6TO:
(WOZ@4U;=R_+9HI6#4SI6I]2*-0\>WO+PWOFPD]?. MBW+:HJQ.>/JW]^?[X0E]6BL/-S4[IXVVVD7[/ M/@,U[B7,+5H]^#38>ORTWVZV/.N86MN]],',+4N?C8"M?
US^\$B2__4__C]0 M2P,$% @ 8JY-6O$UMB^%M@$!+8" !, !RA @* M*+P8%01IAA:0&NDB(M(AH:2(*!!)+.&1M!N_V^;,^<[,O?>/[\P]\^[,3F"R M=IZUUE[E]]MYPIOCD4!

[S]DZV(($=@B KO(?(-YWT)Y3-V#7 T !(/X0X!%! M9T [!/Z.O\|[_@XAP;_/PD)"@D([A7?N_(\I(B;*GR([=X]*BXKM^COX?^T6 MW[7][S]_/^1_7[I#6%!0>)?
(3I%=_Z\'[RU(2E1PM[";H, !T XI 4$I 5X_ M",S74?@_U!, _1]#8(>@D/!.$;X:XGP!W%Z^^H*"?*6%^1KSWTW@OP\2DA*6 M5C]Z:J>,ZS61 U&R1O?RGHMJG&
[HD7,;IVL:7[^5)+9+7F&?HI*6MH[NP4,F MIL?,CI\P/W/6QM;.WN&<^\5+EST\O;S];P0$!@6'A$;?CHF-@\??24Y)34O/ MR,S*?_BHH+#H\9/B%V7E+RLJ7U55-
S8UXUI:W[2U]_;U#PP.O1M^/S$Y-3TS M.S=/(%.HGU>^K'[]ML;X\?/7;^86\&?[KUT"($&!_W/\IW9)\>W:\7SKO>4./F(:Q&UWN^JWQ7?*:)F0M MQE_3_L.R_V>&)?
U_LNS_,NS_MHL VBTHP-\|02D0! 1L,<&<=!XHTAG0P]*& M&*Y9YEG@'(L]5NNWH8DD$+D M[GK" SG$\D#OT]IXH*%7/%"R$W[E(:WS.E$??MQA\-])OD6_)*9CCA2568
M7T4P][LP#/L.'O7]7]%_1?\5_5?T7]%_1?\5_5?T7]%_1?\5_5?T7]'__XO6 MO.>!(I8!LSCN+A^6%'>8:\ZIM73G@83/=\Z:\$ [OD94^7XS1V)KATPG]*HW M;.-;DG_&6!5P#GJ\
].AZ#]G@FAB/- -+HRC*@="[8?09\ X,XX*ME^2?1B+ M!VAR;UVMP?AE>D@K^Z4QLX,':D5SK)RA^&E D ?:68)Z[PX)P[/@/-#DY]\L MCK6PK.M_V50QHVFQ'!
RG#RD>!BF68F0L(PA* !KA2:TH5ARXP,MG3O>X-3N%P<64;),9"4 M&8VT74%M#!:]S\DB=SXQF+A66J>$'X:J\D]O<6OR[#<.7R]Y-LQF3:8 +R,
M^:"U@W&RO)*C]OW'#-7943= ==^1]G;?RM=.R+)/(L7<=YCFU10>*!PVS[+A MO.B4('?YVTW@B'6V>KYF_?*8H.[DC:(M^7"=[%JCR-;KXT]=2BL?A$W44'D@ M8@WS_@PDR/
^OFEK \PR7SY#6@QCI@%YKTU7,R,.4XJ=])Q;'$PCKE/F=3RR M:44R5ZK+WN0_EN["S=N8%$N;"I^Z/LLX*1MEYQ#+6_W=YWO>.[053 N<%MA*E?L3S3H:
MMDQWP1!X('(1+?X%/)N[RYBRN6>)O1]@4<8D ;TK].74VYZ1G[.=&W%WCQMT MCMAE$*K4GQ[72/-2_:QO-2'?N4E!T=#\>%280I'2K*1XH*0)'R1!J;" *BD1
MK'3L):1O5+FW_092;9;"G4Z_T,']Y*6_],7AM:#ERV>%HB_>V9/=+"<$6'(V MR 3D'%@1%:G' P%ZSCV8>1^2!^T2#R0:EXS411QF[*R)"UZ2;NB,T+Y[-B.A M6N.
_!M,>/J(E\^PG3KAQ.EXIS'D.QZ(OY&D%V 0#P3#YF+HCN!LJ)H^\DB8 M/$282'%^BU$%)AW3>GW11QKEO9\TVGAD^+U/OI/3U YX$;A@B): I;M.
(W4@G^!B+#A\.8WD0AEU*LQ?XTQSL.[JH^.[L1U M9%T\%:+>.]02U:'>'H%RY7L@BSL!H5]$$\R8*@"*[QN)Z4X!,G8/^P1]J97L
MY.],MWT2$_/"&3[1D*09_,E1V:AE*^\#44K*]]:8-3BZC^%.=>=.-R'D'S)A MG<[I522;&0V@&6$7?O6AAQG289S;@SY^)'V+BXSU_SQXT_G%;!]JEY4Q=UI- MD7_MM35P [8?
1CBT-?!4.)MY(7GP6/%9@G!.ODW-,;P\1FLP@N)Q:UBP?L]& MS>H;EYUZ[R"!SH"N0F:W)>)V.C,"&&?YPO&D5=K1YVP_.P:XUU!QSMOK:[<6 M_?.=<RO(,4'!
[5UX$_ZYM\EAJE*/7N M1^W+ O_T10[MBR6R>"!TKV0,S-*Z4-RG[AFR/=^)]KH*ZO]JLI]QZR@6>'" M_8X1=V8FS]*)3B:2VK\S;0?/QA#?/ -QX"_PQ[BF"$].*P\4 "5(,FV!,7XV
M$X:R36 Y7,@D6X&*3=OR4YVD_7*$8YM7BY6S#SS@U&EGV8\TYR^V]+IF D+&T8'@,1^R?8QL]]UPAYJ;R-D+ZCD2SL%%4 M&)3PD#RV$44WE9T7>>X$TVHK)-
]H2;'3&CFG(V-_PRY'[KJ:(S^FS@'SUHZ,RG._)9/=L^7J8%7;_:'WL%2IRL^?#CC-&;S,X>Y4-5\!)- M%Y&OSF_Q! CS$0-%4Z1@YC>9B9R<383B3O3S4S4 BB*9SCY/6$XW?7?
C@>W, M2+36R_('?F72WHLO((>:T@ZY=(&)::/=*8IN]]=)Y4'"L1D@A78ERBV;<6S M/1CQVQ>[I_1_L5#Z05/:'K<]20Y!+=F:G[MZ$_?L0U\%0DBCT+=J>UKH+1T,
M/3]&S&B'_8W9SO/ZPBN#JX$"W"&8T'&7TSD-V/=E)T[H?(80U[EB 2P;-AQ8 MCV$%

7Z:YCF1"Q[H,$>"#18?R7OSYN-M7@:DN\=A;A2_]H;/Q+PN*';P3 M*MS.W@]$O@5MY''LH:W,DL PQ!&W""T"9W3+;?HMW3E##BE6]W;!E9MIW+! MQ4G3U>)/Z.>C+D-
:UN'7TA#\7GN7[V'G"12IL%MVO%N'?9'SF!U&P0BO;9>; MW^@^3,=]P3 CC'ZX(=Y\GZ' EV0C*J5)0WG-C0TN1#S]'(S XF_R&: 5&FT%W
D%W1A9G#1(&6XW]NY&18:.7TOLL]86=S[9VL M@#M582B^6YS[@;N?4V[*5[GD5:0WS=T.-Q/QB%,L>OZGT)N\0NFSH?W2 M/6)@N& Q;*.5T3H(;;;KZ=*@\$#WK78
V>2>67V-CGKZ%0ICWCTOTE M389+^Z)9SFVSB^WT[B*3*[3,TXK?!?P?-;:T7%W7_,S!\'4SX-0A]R,_>D-[MQU(Q(K^ZW*@#J'U(;2+\?'J WMZ/3 M.EUE3N2H)ZC]\/K24"IO&G
[6B77ZYRN>C<<0/,C:!;2U)K. P49*J\OX[Z\ MI,(RGQ[@E)DX"R-B)BU-*VP22#8M4YL&ZF\F:)&%H^IWS^)NLH?+"8K';2D MLQJM(=ZZV(^PW*
<'.=W(@_P4#K;T8.U@&W#:32&"<&,/3N'8_5_$&K!H2*N" M%;CKH1]+-"R"@?S#]U*[-SX;'=X'5RXD3^TA>F3E VWT)%?DF*P7\.30"3 M_02S]
(@Z4Y3,0@ACWJKMKNRN_,5F*>D'BN67;V6=>\W>8?U,4HV!8LO*G)G& M!Y?&,<]Q"KNEUY;E+./(RL$ZC/E)4_&[$@J]3^\4)JF>\#&OEM,XPP.=:LMZOS!Z M)
(VIL#1Q_]F/@#2%GB#0*^%N2QXH^7R,,D89U6.."&.4#6PYQ5&ARHC;C#U5 MU*[3)%2Y4Y41X;OTPY\[9-,(=Q3%N!J8""!E>:O2+Z;T3E^E,-
M:46L6"*W%TIW=D9W[^14@)UGNTT1CD T&9\Q'$,N.7AU=D]-D-9T_V1$CIH M4&N?720]TDOUC,I+A:UF-5,@.'(HZ15MER6&M.QFTLH O._+TIAK@.V%0!
M:51WAEW*+R\L6P\5$*A#7:Y^#!G>7CQ)A.!&_\-2\=(_U:%G/>]=3S&=T>$D_[W8][B(>PG!P2C M$B-W]PG$5B#?P?B9_3#*V5Z]&OZ18J,Y7X4&BF+5,IM8.ANX#_G\6P9
M(G=0,A.\G:,%2F!X/=5CH%,[)2KZ:@"\;\MDW>L8BY-68J_+"8V^O@MV$1&B MOT.T"X]/Q07)_?G#NH,(Y+Q"*N%IAA3GO=S9=DQZ#'X7'M_>W6%:M*++%$$?
&FLC.':AB[#ELY/2(//KQDQT(RY0QFC^+SV9Z3/$A MD+WL"(9S&@Z6"=W'51G&?D/*%#M UN+$(P/R>^EGQS(B6:] M\.2C#WV@C(^8/)*[CR/,@#@2>+[[YX"?+,-WL.+I,
<:4FD8+#MTS# MO].XL MG!#46B5HZN^5RENA+40_D'PQV\L#X20',(2[3"2_&YU8^\A M-1VHRA"EK^TM>169N)#;74(+/@M.4<+-L# MS(M6#+*XOO]H[)]7@M_?
ZY$D,_$MT"%\(@_4& YI/I;#4.CW.SR%"I;,)7BD M<'>%;,T4NTM(VD[A!","8D(5]:^_R0\[7H%/\1UI2AAHOG7D["T^B!=;YNY" MDV" KDC28#;])^5U$UVROUV.UMH_
_11)$4<8\B+%X[/TPQ__2Q?,OF>_\;S M9?*U'$%Y&[]CB0DV+#?N)P4>J G6^YG!S*0G]_N=G#8TI5G83UCJD"^W^!!9 M)2./[AW#?6@XG5'R(?>'>;5F9'^BWJIO$'?
7(D/$FH,U@2[,0;A@*;8 MXDEMB$L5P=2!;J7@\DF-4E+\>:KKCX*4O/HYGZC!J"R6T5T?G*QG%LI"D8I?;]J/M6$_0K/Q/YHW>U$LDQQG'LA9X;8 $[I1P[)?7VY&IE/:
M.J_1Q0<@$K_Q.X%>J&0H5X5Q@QE](<#'PK'_39;/P2]IGC?2?AQX_3I^]Q[1 M@3NE"'YV")MP7G?ZLXZ'HG9V"[5IFC-$$4$"NBZ1K9'G)\Y>H%@FOMVBY 2
M];Y.9=9QAYVLWJ%&D0+%@IF3.:L0<+-LOK??_$*?4#C]H\^-!XY=&G,?2Z);$JW(DPA_ MO6K"[@_,.9+Q_/3D,'V&.<6KP0;.< K9#%7>6@$5;HJ@P@MDI((%!&3DS MJ=Y)-
QB]'/;X]>'#KR<^'O=O;X*/2^U__*'BH-7XFW_J18CF6'XM*D?UG/\% M 73TM]XF7)A;QTM@.Z$AU)*ZR.6-GS:P*)6=^^K*EE8/K^IKG+4=3[EZZR1U
M8+LRPP0JL;C6+4_O"/.@V[4O.SKVMX8]S"N0=OA1-1C5(:@A=/]+MQ+ !^EZ MFHC]_&CS8BAP2\G8KJ^"9/]//V*#&.+>7D&'P$3X-<#2^31-?">SA/Q"3O; M[E9 XT@:??62J-
!MK/353A#.$JEOTUGB@^6CF4^ @*X M3%^EZ;$L MX>]/WNVU.MADIG3Y69Y)Q(\..TTWC<3Q894,1KM4P8T#>$G4-6=B'_,>)QM/ MRE0X G MD^L8,PE^[I75+[!
*]P/OGDYHO4^0C^>*CZ6SFRG-189[MDP\G/2EJM" L''KZ1>$7=@PC$\JO*AX!:1MNC2< /297P$9BS.U.+3,D%/?DI2 MN,3BB\NXRO[/Z-.-0,Q^2-C$9[.;B]^\4WL)^)*K%-
W]\3=^N"V28&H(+0:L/QLE"G^OK^?H6)Y^ M)LFC,=K\8YX%7\=*IX6S[ICN%'&#^9-H(X^R?S'_'(K8]*' MKHUF2,$L30,.*S5O%^8:&ABL$*7;)4W%CEA_JDGRT-
UC+;)V2>X/FN4/8YQ5!:D^9?YGN?Q%$QZ\<7](1XWATTN/\R^:%>@'JR" M.4AC]QQT7GSE1MXR')'"/'7?5K'U,,&((2R?J@<0HXR-K^!L)WXCH"6 M?
VO9*M:NDF]I1\S05:T(BU;OO[)ZC?)?7A1\|($$CG>UD07]5\W_Y+PN 07= MC^I!0E8D,,TZG(=_\+]N7Q1@7^-+"[X_\GI'#01\M^=XTW]EQGP5RT2F.[& MKQBM?8; 0?
&G\OO\ABRTIRR-*W]IC3=TD5R5OY:+;&5AJNY[M2UL3\/K_S$ MRZBC(%=QG]YK<*\L?Z=Z@M7 +?PJE37$1,Q&1E!\HAD6SHR=3;"3;UV;KXP\
MRQ90/M>W>WSH57]JH^RS_9(57Y])/D!%@@%MCVP>*!@K@M %[M$QU.PY1 B@ M3HVFC D!Q(%86G18E>]Y,G8#=CVC*O?CUT//[8]^+H^J#:-6KS%3\W-:?
RJ!_^5F5.T2:GKVF["LP)^' MK,M#K+/?\'0?_+P0X&A+#W]J5 _H4P6J@[>VIR="BC)J(O.'5"G>S?6?K\V< MB03TFI^+W&2BE/GUU8BKP?U$P-
,$&7AJ4+^O<1]4&FG$5D>E=>\KZMF26?*& M&Y^2^M@C3_&DK73EA[41*($_R,J7#E@?>P)>1 2Q))&CD+VHX%$99C,C*-G4
M$9/AIX2[&R'8[PH,74IM9L4).>QV&;A=7^ZV(VY0)OS)GV2/.A>1+P4\$%N: MR-T%HSJG0!HWTQ"^C#%28%$=3&RK'+>ZR2&H!V8;W8W M&5R4'3PAVJKH4/+%!KUH)2#-
THXP5SS[/J8=<)_*5"'NJ!"P+ M%XSUH].6+&8-35)Q,W5R9>B+]5VXILZAQ_F0DDBZQ,\ EA&B]<.4T1M_?/];J1M"0. MIU$\ @X[?O@@OF]]\[VN(5-Z&/*<>KXF9,-
GK_C)+U*GBF)HRL/;=MEQ_QJ M9PBSAFI&_84*!R<6"X>.:N:UH4Q[=(E@)+YC[_*X]G71P>=$^'I?WO-:R_NI^Y#Z!ZD$2 31V^Z=,0LY35N MU.RR4W3?
ZO"E1TXPP7BEK#_W_I&T6LR-:K,%;1ME@4CXP+%Y5B^^"=+[RDH1 M\'=IFPHH&\S^5>EJS58 3G( ]57TCSH(MQ=SBQK+A&R%V>8OG5' MFB^U&&M*D/YZ1*?>2%U]
[G@2AC#$EI4D M6662Q]+P"D'\NJI!YH'NU_+A,WZ0[O.GSW$F0C"#/;?=:9!O7K\J5!.14*+\ M[6]Z&":!FV!L.1$*/METT9B[RY#ER#9O[K22G;H-%?=FBTW$B'N6M7?@[OK7
M^3G?(:^TYYX OT_2S!(*47P7*/68&P6F\YT('$1B6;L0?IS*K/ZP^^>1A9NH5*&PNJ5)S8_4Y>BL_X/[Z0VC5;1>1(:XR M)QL5)F'&W349P4\/489D!EL]0QS[Q@/M/OWR6-
+/YA+3++[1>Y$PJ6]Q,XH MXW->-L_S$MT@2/O1A'O\;D1?3D&12J$XYPT=EA.<186Q99P'K00ZZ3H#I3&X M316$'% 2?;?2U9SY([%<.,=_VXZ,246%H!2
MZB&*"$VU"AYF[:1I3X#>8PO6^BX3$IZ/EYDIW$GME\?>Q:FFW,P.]K<-S.M_ MK7YDNY1?F6?)FX"V)(U%;^W%X$0VQNCI5$CO&Z0<(HYAEHUP?1':_C*5!4_
MWS6K[Z4]6;I#^6*+](9K-.N;_,G/I[T>V2[+H'H.X2/T'9DG.7FHP'L,"W)N M60++!.%(QV9C36V=; ?UW4[N$=N??,%&[*9#GM;UV: @]:C($V-?<;("/Z#]
MV+EU9B$#SY8[0\;25JX9WGM&'[O7#0ZUDN_\%#@+D_C]"9^G5;RBXO4G;,5(MUW-L^VUY$3I6P9@$WA!A$'LQ+1B:*\L:X3?5J<:5Y;QL'MTU_&M4T*,CGW46
M[3@1,*F@[7,V-]KDUA.Q]_'A1X02OW0/O4B$'&2[\GM8%#^'2N$_N6)G4:2" M;BW.<^YN0K"?7,=$'5N!XF3L.)4S@_4/JCT%1[_*=*EKLML=D1'1]Z>QUGI,
M6LQRC$_80C;G6IG-P"(K&/D!@[,MH4#3HRO?AN#62V,)(=B-/5U6=5<+C3(. M2%WAY!VP,>A8>=QV=<];(V0/7X63W_&DHN56VSPJGM#7HR;*>8Y4X8%ZWW J M7L?
H._SNNGNZNX-A@#[YY7&X=_I=NL(?Z=,V?O?K]L0V ,-W_&DZ-M/R9)3V0T2Q!%M)OV1^*,!BI]D>7Y5WD]7: M/KH:I]+!+V3YH0MM#MIP95UA!W.:>*! ,.&EI0]]^RMBY\-
^!2OUI/C-\!+? M-S.'I=_?;LF\^MA[8$=:\-:P,>2]2I5PR7.^WRI0/2?*^:^I@,Q;>:0LD&F6 M;.E% F?$*GTLHG0<]--[?'M8>8/05>NV_W"=Z?VFB'U]CK+J6:\]$QSXS>4; M/UGV\5?'
V>8FYR<($ZA"5C!B:1'4UN_,,55!8ILDK_0EZHJW]P]2,TYM[)7 M4-'E8DHLX5)2W@AR$".,)]5.P#$V4RA2.=^,WE*H(_U6Q]<9B&BS!2L,+>W[MV$^X8_I+N]X^T7R+[+!@-
^.#=OH9!3#@20Q;'I**DR>E#_6"K2O(&!Z>6!Y*]X*9?=#0U!_LG&1X9"&]XAQ@^T[PZLFO9G5]S]\+UN&)5 M+&66 ,&:=@H>= X)8MB<'RR-KFTO**+X*;AB[",L,S =/:9.\?/(-
MY7_^G#I603T 3*)Z-""D"O.MC2"6)7?4Z@"P23#[P!NL%0#MI'/:%DXB+2 M!Z:?EP2T4&A4 \T9S' !Z'.8T0KL # ZD7J3>.R.]9+=WW9T%]0RM9SC-#J MI!L6NK8V?L@O%
F4\XJ31W[@+SB/(=B]Y8$:6G-X('["XGKEWB>[E5>$M>KLK4O\(FVVX<^2 M1_7X(Z6"N6!.(23$F0@AQV5PQ>&0#>:,E29]*SUF7R<,&U(X<%8I8JK17C_B
M>O"X1N%%F0OCWUUUXWYZ?&(+LR2X$U!1OA)5/) <)'PY'2)GJ8*7Y)H$%1+\@.D3(QMY_72]:D6N[K/DD8.%TA77H-B$+Q":/HTB%*+J+ M81H/)((*69[;)'L,8E*/L/6 Z1KXR!5Z-
[;* M%Q=UBZ%Z'_1$X\[(+2N@>@Q0$5UVS!@.&BDVSSX'^%;Y(4>X>O0O;7%5']IS M4N[TW[%YTIC5HR&U(*; M&S"6W3*JQ^\7%M!-]H5K&^Z:1\@])"]PP4JCU%
)E>)G4]X/M]%DCWQ7_=U/LL"1@.L9\W,5-XH$:4&3IDI*$,'.MN:'-B,AK7F6:@GT147ESGV.Q:*0P^SBG A(VLIRYW"*9Q(ZC M=R'D&&U[TLF+.H-+ E.F7H'T #0A?".QR[?
@0_#&:+-)K?W" MDO>5'K4+ OO!P;[<17!C!#J'AE1;9(=,/G2=LCS?K3)YX]A/3C[+TWC?GE+A MY2)F_/?"2[?A&GGE]\O2+\W-Q0T:$K.9;H!@5>AVT,#F?4)L%L(B3'4H,_)E
MZU.?""E-:T9".T67H*>=9W_#ZXEBWT&74XILXCC"@77^+T6UU*+S0\$=TP=M MCMMPHAIF*9W<2HYYA@ZA+*=O*:4U%]U!H)-;MG5A+R^T%6".UJ>B8N]@B)_^
M,&YYHX@"(1@SASD/?J-$^61*2?$K,7= M%8?[OGB@8JLPXF!F (+8>C ? SN0I@3N1TE&D UZJ(C@LW;92OKIAATJ)K!, M/TK6*2U??7%V_U[;6Q(!(9"6HHV"V@%J" T?/"8R .
[SN&>E?I+9(=$(A%0L MKHA3C0WGXS8BN@,7J%D =@ C:ZG/".**A[4V"%TVLM!3#E\G1G!L'I.9B4X M"44_>KHT0=L?H,G]??VFURG-JYQ0_$98'=QQ$$J_B
(.CC$OU%6NQ3H'D?3B M1YN_F024T>NFC&W/Y1LU:N;5;[Q[?_.4K,!OTRVV'(HKUE&AD_QR"A7. PE8
M/X4JD51D1<,IRNR!=Z&$4YON09<#;_=)5Z3DMAS^NBTQP_CI>%CGAQGVG MILJI8(/O,HS EI!D&N[VW2;-0][!'F])Z4:A52'O!U' P0N0+1^&PH#YA# MZ,EW=?
K@T_PK<#6BZYL"_;TFK=F4X.G(??<*'PE=VA/?>^^?W1[38/I%\&XX MM&=9"D5ZBJ)G?I4WO\K/E>!%^2%G'_$;*3Y$IPKG+WW[K'>4T9S>'[>P#1:D M@=&0EJ"-
/I:1@R98!7DDI%VV/H0'(BC4F]Q:< P(>(,E&D@+Q;:T+-1:_CD] M].A:Q\KQ"88A[21=I!RA^5J:2#YH%@_-IBS/0#5EA>84L[& MXN8]E,'): M]JE+,YU:!CG^,']-._?)[YK%Q\F9?
>6PE6>E/M>;:\<\N6^[=]-;WQHF\D#B M_$[T@ =JJ1M+YY=QM#N$4Q-L"6]5C-+&(.L_W#-OG-,3Z2ZE1:>-# M?]!*]?W5 MOJ='_J:L\R
=RWQ3T(Z%/7P7OGOGGWMU^N/)EWC>GXM4#)Q^M2 MXHT"H0S5?3M/GZO?+0K>R\^1?KP4TI0MPL%8*2$\.4^[K>!C;XN9#8R:OF[9 MZ4B$V>MA%0_S_'*
[=)E/]]>S)4GUC_8_7 $UN(!^@P'-(IHS%4O0LP7:R# T MOLDIO4_ROIH(4, I9<#.?X(1UAVG8\Y4>OWQSBE/+0EU#%/%?__1+WSY\,"P ME1F_59H/JT
;L+W:>;UH(%1RYX\+D*RO/)"Z-?@&_"$3P\F'!&+DX",."""'MY1"L9)>)\PGY/-X,D84/T93JIJ3.Z'^8-5+.5((=U,CR""D_8"]6\Q9T$!*$ M)78PCW-JFF$R\'3F;4XY0H="--SIM
)4KYZ;=JDH/-:1J:V?DV3 BN?> M*,VH>CZ_D&7*Q9%*2PN?*U01T2E7T@Z;EO%,H$';KK9/Y)L_EA\O[XV5V3I MVKZ+0C]D!282+="I>%SEA@T+S!W"[T.%@?
=P"4M:0!_)5X>RLZ-V;7ME-9,' M(A^XJW_:GE+ZZZ2!_0/#^1=N3R^&>A_OSQW=[[+1AI&"1$#F99B=?'A^>0YQ M'F"QPE&]N9/L:!)->KW?2H\>E#-
K,_7KI*VG/G:EL:&MP(MP/BWCA5['X,*!T M'!HP*20,6JQ;/'G&*46J7/A46[VIU-P.*?P< VJ.:-[2G?L:+/BKA&)'DZ1# MF,CQSI,1##.*FX\S-I#8%WLA?RGT#G%
\HG./.VJW9OVF/OQZ)5!HL>7\#UA M]X N?H]JI4%8HHBS0!G+$/DI?SA$,M4T+XB"%PH-4UW")(3 -$QLGC@2QU0R
M!,L.O>L2O3*;P_V$VLM56H/2W=")*&$K9;BR'2RWCWP,5_U5S8+ANT(,Z5:A M_ZH0C>SL$-7)"(V+=A"]E-&)O!)R.,T:9$?' UH=165&V-\6K%GG._IJU[K MDQ":%./
2HQR[+V=?.8DG7W4=,).\IU!J_AB\WM0.O#7A>/CE4[N3\YG:G69<\5-4 MZ'U^'N-#-^?!=GS@?AJ^V:L4-P#+C?639WPO>0;/#Z;]UC?MS'?UO]X[STSS MI?\)1PSJZ*>I_:6-
ROOY6:F*#TK:@Z(0YWD@,ZS\WUOSAI60L_AZI8Y$9YI3 M)4EF-F/HI\;/9Y+U;"]6,)P0ZWX\)OYG)Z&ICB!^R;6S-JUVRB?\[='
M+K1D>GW'*H4HV4]>N_PSZ"KTQ$)_<3H9PY958!X"ANEF5S@OD?NX$T_E9Q#B MY.RJ"+8#Q<=Q\U>"MF=OD4_I6Q/E2P69-W?.2&Q="%O!$,IZK:098+:**\O8
MD0+>XPD]V=H#D5\@EHQ^UZ=A;-1Z23,OV1W58WY;7X(?<_5X MNBM$N+L@G.#TL97^W:?TZ'-W(6P,N?5\U2R/" M;1])9?;+[(9Q ,4YE:L')/- .S?A:00F9:@7RJ>?N-
L6;>.+VH#CG=$:RPNK MF6><AI\9_>3SRO2M[/U!"=V2Z<5K8KF2\,C#"3)_HA(9167_"<:H63L"#^S'' MGWGJ/TN:,TG:=[^%?#I9OS'1)SP0-;_.?,RIPL%4D./0!AZ(+6O(1-%?
HQDC M9X =Q97LP]CT5J/A7M;M1X\/XTZ3Z[@\KR+^?K-J(F MU4%?J=V[M,P=-&]VJW=)HHXP9".DW]DM78I\|@W*-[CGF EJOHBYS?>U\1H$ M!
E'$;/[[\C>.5N,*QKBEX:U(J[JY)?QW_:_0[&!@::&"&:F><>4+* M(:S6Z'O^7MK>UZN2,/@T_R?:LUN)?]D\9#_2G%/KZ0 M+<_4?MWI6-G\5&[WS!IVWR&1*AM-'X@4,']6!A+@-
Z_MY@ M^/O8(8,QLMNC!L4F+'L/\3>-+S1[#@AB2@8T>;I[.XNR18 M)L$0-38X@P67Q.RGO#JZ]YWWK[:)U9*-ACGXW?R<^9Q_9.Q\S'>E*RH1]/Y\N29C\L
MTT^I!MGSZW;2*>18<<3KJ@C]#R@)?35'^*K;6O>-JC>O3@C>,5^=]HS9V4EE ME@#W:@$H=X\AIX0-89R[G-YS!]LC*4-$G"C>H"P =:N+=_9B'EVX#3P_Q3[K MU)S
WBO9@)1#3O- 39A!'D@T;.DXX,&(LY\Y;*EG\@DH/Z.G-9AM8N]GC]7_ M+&Y:>T\@(O]%RXE!/1(T!:K8:<'W4QSPDF6+T,Y50+..?[&)\8=90M\UC4>'[U+-
+&F\F+26Q\+O[=GB[MIB.2/".:%[^R,XBBZ5&*8X+S0-3Z'6CF+S%]49^4L&PQ5PJJ>SQ)F0:I_REM:FA;Z# M?&S\H[8Q@["_5C0VYKSJ])\3),.DIWP/)CDBB=R]C,T-"VI)"2P5K
@)K;)2 M@H\P$TH)">:C.CGE2DN/RXM:CHT/:'S8:3MMHS,BL%=P#0\8* S@">XDNT0K M"6"+9#?$<>^];-Y*$R1+2@ E=A,;^C]K/V@1YZ:O;D=4B:D&9;QQ*C[:@3Y M+?
0,_Z*]W 6KPYQ[J.OZ_I39WG5Q1ZSJ^O8,A@Q-;]E.N4OCTX,8L90C(P=X M(*7^I^$L"'IXUTUEC?=X$MGV$N:9$V#@1-GR+,9"#O6 M#G@851O]P,T;R!FL,W;
<(]WP[='5%Y:CJWPH$8(B%,-];QOF M@'%!]Q$.I+:&'WY?*9O#6=\D8^*E8X1NGKV:= K[J?I_VMG3_VIG:7HB%%0? M1(A]@[ZGBMY'L7JPG99:YZ,<<;D'IHUXI==>7\;$ -
O0D':%_*C@ZL4'<:^> M[3E#"GK[M]4U0?MJ("DH(<1!3BJYSBS'S#9K._Y9HU/U"]VS'[GGK^KVAZ2(M:((\'_8$@^D7,',C?,30;#-$BWC&EFYM 9[$&["650RP=V*4GZ>J76E2'"[4
M?Y6]4=++(])QO'?0^W]H\QPK[TS6B-U+SQO<=V'E?-5X"/\T#7Z@3[U709L#14H+/X-_/6^[^R??7ZS5MR@F?BW$.8S ?S P$J MGQJ[NNI;DG3/[WV4DV-
;JL['^$]0]0N8ID^<_&62:15PO=7J#B"T M[L$#S:NSQRS @3_97=VPS5A_V).?U+A1#W8\O[C\YCS@ZOH 1D2*3F\5K@"(M90R3W%_!2]SRF@_ZWV*,A@ZN'CV?
DMA8M52=]^QJPPMLLZNUFCB+SRL,\20, MOQ#.9C:CE+C3D,:A-,N0NN CAY5B&ZK[]G?LK9'WO%%LYO%T_T!&KMMZH3_Z M2=,TPIZ3_?=;M:P9OST-C*!>G^/I?
>_4P*#1Y[X+(>[P"+7CE&O^^OP MWI3=W_?$WH9P1$QD2O?9'@^R0@\D=5F ;19%AJ9:26<[XKJF J=B3IS_L7!E MS:R1.MK1WO;D:5C5T4/9;,?Q;]$6,1=!9V\WH;-
QBL@A.EZ9&X9 MPYD2^S+&_]DW^Y ?E(*&$GR8F$DKU2L^B-.SX9KUT^QK$923IRU8)78\4%%@0:3 M#X]=;NHI]U_(JG*U)_V" (=%V#(E_4AA-
*6B@&5OC=#1CJ+,LXVKSY2_$DKR M9CI>NF>]/\DQ\4BTWV_Z.L6C#YO-%:\'T'3,4+%9)OMD==^7;\6;Z;^/8P]_
MIPXKEQ7+WXAZ8'O*,DE7\!YPE"6.',8W+:=97B*A4\#"OV@:9QG]K=) WUDS M,P5Y[_Y6L4:*3X9.'K70P?US_NF.4NO=]OM>WX(6F,; B(;/W4V2@-81^!W MB.3.[0Q\-
SVBQ%FBX/>[&P'Y*]*GF/D5Q]__>X>5;GB\M=RK--IC^+.+M MCMH0,-U9\>C'G5DGK$47/W??6K1^A5 MG@O&D9<7YIEW= 6S $&6!4*)4\A5\6:K
R*D9OIJZH9JR85/==B@0L*'HR.: M8GKUJ>(!+=K3"Q_F1J3CG=&8>LC&0Y8KL&P#Y+"LV>K9 ^9C:=\+U_L\B@NQ M=U -JVXI3L'91QR]C%7"_?;7>LEE:@9V)66!?CA!F?
***=8@:;QFFW> MWL782@O7:/AD"8VC1)QS9"D'.*7M^Q*6U&NFW#GP4H)KA/ \D%I2AX-U53/76W348^:'I2)NNF.B-W2XRK8JO MD+)((H:/49<)QD.01DP?

3&%I"9@E#^24SMXW(>;L_#%]./\K/J_%BW*VY*93 MSPN##J\+W\-F@@5+6P$'^L0L96!YR M2VR.A[NZ]6O-&(Y'H$D_MF_@7<+?!*2+1:_'L!F.A\M&EE%Z[$,N%S9]
[.$1NZ%>N+'<4(MPMOABF5'FO M4\LXU$\]:Q^.%NT[8_ [PM$U32X@37'3<*68XEFVAWP@9)?.8];%R'#FG6YL M.8!R:)_%T=R6!@<'%[\;PF ZGB]:,V6;WGWO%
[KDXG#=&B0=]@4_3^2*'^47 MP7Y.#?<8G[B:(P0XV$X++##J/J# MD$C#:$10U85&18V? MU"P;&%" MX9+JI^92M&E$5GOUPO*VZE+U,W>[#9*/&Q
M070Z#R1E0ES>?;95^Z='OOL.+],F\RM#MYJ$P[S4X8L!N2YH&0V]ZH+]H%M; MX ;)C8$XEO4< M>-Q8.F29GH,G/<30G38S^#TZ!8(;RX7XHX36H%+JW8Z3%(L/I'#
@5MKEGG6L4I=XXSAV) M"^.4U4LO^Q=_V4?IZJTQ^ZYVOKII=Z+]=JB7?]JQXA Y*=FF#A5AP2H='"@^ M+@M_'3M?,HAO5BMA709*R UM0&:93W8">
!#]*B*\8!KQ84MP1/E=#ZL!+J) ^Y]3U2GC98%;9H/EDF$*K3%C'I0*)U5+C M[!?5'V3?[7MV74'1M(EEAISD@03P8KE[Y]6K]\^:?= M[EGYAUV=%.-#ZGE">?
72NKJDG;8!ZNB[UFH1+%/D$+YQ:R.&W'6F%]*X^79L M#P!VFH85_W3%?3HLI&=9WJ",U@DM2J@JK6I+2AVN66X6V1BFRS KZ078)$BP
M9.IV4&8S!^*6[3K13:A]^&VV064H)LPR(!7>BOJ\(5< 8WCVAW\K$OC6W8, MH0 ?6_8\B&]#! M*[NCEP50U]#S_LRKC$ <%94(%4>1]TVQ'5%:6YE!D[\[*.T#Q.^+T7'*'X>C
MCQH,?CZ]G@+H2#[@Z6/F<')0@7@" M1<* 3TJ! ' 6[;;CW.;M$HDS[AT^83YO1O9]=]NWXMF_WI8TV@H7$4BD=+RS M5"7WT]/9^^.*XZ=,"NN/N1/"9+JV"%=OZ(Y_F-
U-.Q*@:?;8LU[G1)VYKN H M4H*_54U!&SS0:TD9A#9P*: B5"KDS+F&KL(O=ZM,:,>/1%7.X_ISPS?Z#M6W M)(^DR+DWK>PKH8(W,"PK1,)LA.4EACNY7V&[KK#T6*E:3=C=J(
8K91:I3#% MP)9\LZ<3MBY^A-.?VA1OF'Y]Y"(L*0[X]%F)T!?3DQ$*9**JAOU$+;5YXE>= MT;@^K99&=6D8D W>,9CU#%0- H&$H?_3OCS_7X_$__M_@)OZK,/ N\JA40
M(7>W/4"M]][Y=>?')O$R3-:!=9!M_JM;I%6!K& M[/ J66W-0-3WKT?='-@KT&)Q6U 4M_'W5O1->>0,OL&#+:-!;MWHH$(![:V! M4>>AI=WC!N'?3=;#>*
]Q+F%"UO_&WMO'@AEUS>.7U)D)SLQ"A&A+"ED6FXD M22ID:RK[.I64,N:J9%^F4A1E9$FR9<\V8U>I9 \Q@U26R0P9%[/]KI[W^SYW MW<]]/^_[O,]RW^_[>_ZX.&>N\
[G.^9SS6<_G+$&OKI^P>?(D^_B=B]N.3 A% MO[_"CWT#4O>C8?-<=(R52_1!#1-;4PV(;D MI1[RO3ZAWB?7>)*MGQ30IZKRC:\<@;[MU'H(U5([QG#-I*':@]1.& O9$+76 M%
<)]@C+D0%[6T3%Q&RO2 MP $4B=Z(6%19U:P/FLRP9 L/.SI#N:V*.YY6UU<2!K0IUKU&UN5255*SL3?N MIOI5WJFK?&![ZD;^G>5FNB T";CJ(?FXI%4F]!:A!2D9Q7>+5
MB+?:ZT+'I^R["D3]>/3N%:D=EY1Q>O(EU4SQ5)4@V^4R+I*(1D*;;)@2Q F= M-C"< Y00H]E&L,V8J?UUQ+^5G.#T1LNA:52IJE*J.[O$]85@N((#K)M.[**(F@D$5%5&V-
O6V%O<^[BO4C^FKD'DCCX*VO*)*8%L0U(M M%<39_&-CR,'0,2?(X="U!5M.;N0B8AVID/W03;AB5YR0<8=YHOCZ;0]UWQO+ MJCA&7Y5T6\= M!9#FT4H(%5O MF
DF4>A$3(SJAK1 1VPU2ZP-NQ\H$O7C1[M7&C>\ MM_-F+UZ4\4"_1NC*I-CH9J8=R/\Y]DTA>E+@Q%&3P\=O:=5(A]J7B M5MPXC3I:^+!U[)C?IG56%PM'3ICIOA?
J[T4W5_PRD64I-U]%N_,(A"DL=U(M6=.UV%8CAV9PT*U=+CF+"MML5YE>$ZR=I\H2K94/=1=^4:H3=*^V2S[9?2U& MW'11=K6[._?=N!.LPG(\I#U
L7W$;D,)8\0+0BH98X97;>BXEH +XQWF/5G[MBPY-F64?>=^I?$M2V&KL6 M6NEI8.M259,KA1+896%G%2K35"MZ(NI^+OXLW7K1.:(Q1"^7@ M]BDB0I EL]H?
H^NT@E5L#WB<]XS<&7B,-SBZ%K@\F@*3K!$T2"8.6\%R9W)" M !D%BIOHT)SZ5T8[6D'^#40;:-^BM[+CQLH^DQ?:=I1<;>5$"N:6H\M=P,5> M>G8$AA>'FY^!
[4>M,U6!#,=L9M.HJ=VD,01%7.TJT\&V4SG2]6=]]O'FI^ M=A(P;85RJ,V-H"R3%Z1VC&^_49,8D;]VHN_\H,V7XI..DD.C=E,JNFL&5;PF M0T:ZK@J:84[!N*)9]S';& >9H:PD4R&F
76Q "F*T:'5'J+=E^N+J,EF*U#3 M;SQR/7!T8WRK8&F:@#LNXM)D5/CD_;!@QD],*]JG1AC!%0[08A-!6KV(CQ[= MV%,0YTT0>!M(H7PQL$K>< 2Y?:Q[1Y**WG-
+C=@6S:=K23P8 58^DOR(+9)B M2U/,A74,BL;.HEFU'QTV&T[[[=(>;2IJ#MKSUN9#N=[O*^LT^ M*V6]3OW29SR=#7BI&80,2)Y$)YX)>>*9.D!>:A 2V$W-
*:_+>=JG6M4;F&MF MPJ=0V?9FIZ9'%L%*YX83-/HIR598Z7T?VOCF?9M.75>4E=%;@IV(?E;-?;NE-FO:CMB5Q MTX,@91H'H)\> 'T1T.8!V"OQ?!W4BI @;
^YU@0*,%6Z*ZQ4>T]VE=?:/>T. M"-161)?M,<[S^;+=+[^1%V>5LDEHE2&J]BR62_M8^P+=S6W$6=+U):_M;XB(!,Q)F"S4ODTEFHB[&F\[8A8XH%1J=D2-$R&F/V> J4-
+%^9';IW(9$ MA-XL/?7VF3;,LRP7C431X R1K;"-YEM T>< D.ID1$1$P9D]O"US,NV"6S.. M)4B[UG(=$_YV%/@4*FS@TQ)3?@YN7A?JG2;=JW>1&(/D703YF/L'ZJP*AF=$
MIQ4U:^HM]J7?5YXK_.J9?ZQGF9LM %.+ MNC_K(7(6_YH#9&46%_\I8U[!1FO 9='@D1R#WKY@!?E(@= (U8PZ40PG\K+ M%MK. 6X_P@Z W\Y"RGTQL[3R^Z/V?
^GY)PZ3YAO0!S?400]CW< B;&@(^E4H M+0?"O@XH\GA:7E.7$+AH<4TJ=7^ TA;%CX=CG4^OVOV!O.HG/->W54;-] >E MM360$"VKF; IS7JM09CQP3[ET-?;[GL;%>*
(&9\:7*+G4F6:"WL(MV:*#BUOS;0*<-=B=FJ5CD0K1=RY M/7:U;6WG,]]4=D2FMX.B>G]%OM4NW>ZN+T6+\OEW$M>>M-/NKHO?^V3-FCCQ
M*SQ!L4"5V26'9MQP%/T@5#5>J-.(B8>U]<2:Z7N 4%BFLVI7XX6[04RJ=J M9[5X;+G#N?R*VNNE2T5EXQR@;>XZ")AL-+E$RQW?E#16J%J\L>S:@GWM\8C6 M5[G^]K3-
RX_N=?*MX[E@ GASYV56HV#[6)XMQ@2I61")W-ZBI=-RV=VA=-#5 MQ:=JP^O"7G<^K8^'%&5OW*S9O*KF@[O@@-WN-9*3.$8@^_D+FC=3$#TDWT2B MWDYP]Z;
SH.O6L<3R??Z$SHK)2$.-WV=WR@_N$,*(;6;\D->8PH6X[PM:&F? M5)Z(;*==_?F%?H9=PTZ##5E:*J7/]YI?"?94X@?Z,I\AKH$5:K-+#/,7CX"Y0C?//H'XT6D
M$@<@UV+UH#F&"'MPB535'FLJ/*-H!&V>$!G$.4%VCWV-5/;Z8/B>C';JYV%I MMU:9&A@Q;K' ;R=\<)L$KXL*O'KK@LVHLQM4094UR*S7&+KJ]CK\?*+MLQ>:K
MIHHHTH$H=F%(7QT6N$D]97RI@KSZ!X2\;P&Z#SG43Q8C-$Y<*D3L\3]6C>PP]B_\6AIG:_-NQ3Z" 2[VSR$ MD""Z66E=-3IN'J/3':C4M1A3:1DL5,\TI'F7W5L[]-
I#SO'V.6FD\HW:)Z06 M6-=O*6:N"Z<_A5[H7"/HLH?35W>SQ4.X6\Z^U-<&S/VLQT3R_71-VAIVX@#-IW"B M6&2JQ^S<^?V+:[46'UA9V]MJKCW-<#D=\.18HW[>C9@-
*U8&#LR^NW@PP4? M_%JB)_HJFY\ 7:0AQKQ: Z3;4/+E1#%*62U5M$O;T:.RU&*C6XT*'Q M[E&KU_6">+>ZX[WIAY7)"1^?H2"-E%E+QHX0JR:P;(DR 5LRQ*2?J*0V5^XV
M19DNK+CAE4#QE[31!!-JHVI\OECK^VV#^F5UE-J &H8IO5CQ%4CA*OG>;"O MP:U2])Z3BX/Z701C2BMFF,H8J^, %9W,]6[%[&V\!T=#"\#R5P7U9!0/+3U M5O]1 SIT%U9
M25BM=R$I#J7E?1C$8XFJ]%%CA-BP>K*,0FZ"8?NG[-VO%3_?V^7YI,A(MKU M;3_:6AQD@&&:5E>T3G;.MK"-;C&K]3A T]Z5LP.M,U9+\4W,&)-77YZ_\6NH
M.\KP8^Z&Q__Z%)YJU7D%(5;!0RB#*O+P,AC[:R>4!P(Q.^5DNH/76PI6'78Y M1#-\[N@V,2E#=V<5GM\,D@P-?89:';&3H&<<LI3M5IK8+V\H^%IM"'0R>D&
(V7S,9]VU=VK;Q_7;E[L3.W_+Y>(.Z 15CV"6X X4YZF-="*C*E)N-[D?=[8+\AW:._!Z0,%*1=%GY>T'1J/ M[@9L+1%9MP$'/9K>A$[37/B%[37X5A&Y0>_DI3*90H_Z0[$<[_9692:
MYV>ZGKH4/;[?9%_&("H[H$:_OL)R+^*PS'HY8 $%!8*#"'9 M4TXC7=KWOS!J@QCQ^V:"#PO04]9PBYU1B]B MJ<^%_::' WQJ0S"^JG^77(7_K@R">A=R8X*_PB-
_&>$$5/S#*\KZ.9G!#_ZYR+'O>L"N!W[J:_L?6E_I0 YS:'&P;E'E+=NH\/GUR??G:W%'%L&[6=Q9/! M 0B/.<#U]F;$5[EP]DH^?G (9'Y30-@(Q,])X.AW9;+8X@A!*VO"&.Z"/3R MX0
+$R*L%8GODEPV/Q?!00_*)?@$F>%/8H24]M/@NO5N"_S.[;>W"0\(\.K.OD3).J<]"=2L.EN; M SC]NY?^!^W7D7(^K\[C$
M[6QN&Z"L$<'#]>*39.'_'QCU[VN_5TCIFVZ$T*B54(%W!Y_&RRMBN]?]U@@> M?7?\>$7\EG[;=:>/6,8'M5K]NWO_J_:[0['|_5H.EOL+LPXON>\X!FP=?KOR
M=DWQOSOK[VZ_9)*7G^^H;MW5PBSURIMW]H8#'Q9B_VV6_IUF*4;>S_TCG)G M@/S-B^IKWHHGC*BO&OAW"_W-K;?]"[GJL&7+%JQ M:%A5K GRDM'0T'2)2>*9Z-
Q;OIW?,>>!Y.VV3T-FQ^T5^-NX)+BT,%CGV+I]M\Y !=70X#B_.\3.D)]N%!QEYP$)G& 2S,=B/:)"7^IDMRUDM3 M^!A;F=RL)QAND$J:^-24P-
LR%,Q^<-93N#A[3Y#6D]>R"=E7)\VW/N?V<#VS M!TB\4T+6"0?Y3:69QG%C.LVD*#G%A+&[4[OO9T"DP2E$N2U!X3XU?<]"YO% MI:D9='?M7L_+U 5GRSB >1^5 W" M<,
(MH$K+LIDVU@Q[^']W"-WW%<[\Y]361CA7J&((D7TFO\%F\U\"%W B%'K=]^ M#5W+K%50LWB:.#0TJ'OHW7C\FCVW#@$*OHBU&&,(I"XQK-BB"&[O%03]39YV M;@'H-
G73.:R&[G(I1>^2K\D@GOM\0K*_8%+LN\PK.V]#FZF^R!AK6BKR>KH, M2D9?<5](@??VB2/; H:?CO@O7*!,R)M2H78VB42:*E(?I1DTVVCCQ^JE
M!&04[1G=,F2S(^W<6O'W'?;]OT-.)Q%52&8J$@?.KN(*W(#P=1:MB4^"IQ= M Y-QYI%GJ&$\VQK13J1S@2PAOQK(E0.H=#83Z:M@[N[:O%N^W-8,D(?2=PX M:EG@,P=87
&_BCO_F-TM+_'_BOWRD<1Y< #E^CG6)3/F:W_[72G,Q"7BXJ3T M@CY7B9G$8:Y?>XZS>3G C9^(BPQ#=@1<$QE<7FW% 5!EX.=COPG%@XX'/QRO
MYP!%/$4^I'F1O'.,!@O@N$+X9Z[)Z&YE=&2MT:&FH^&&VU M+J=MT2=]C-F:(+$FX6ZRC2?K'C. X1Z"FA D\B-]D&(0JC5=K!8*Y8W&:$[4 M*SO5%D%]>/NCIGS55%*;?
Q2I@JP(!^"<;/#Z+#*";R^ MI JO*+:2'TJ$H(W93-4N/CO6N1X*M'<,_/JA(MWQ:WZY_5&M\B<]:H+\E^;# M/EQ2#B&2;Q&I1]!#^]I!J441:--%ID30F&3Q=
<).6(]=\!LZ5/7P:0"B;13Q M_L:C"\+ODV.W!EDO)Z 6.+^+. 3Z-.9 %+/*.*I>!=6-9O+&UQS'ESS.=6_MAIU"1;:D[EILC]8IWW'C=5I'QN>;I#K@>4"F>LFMC:-?ZQOR#9
M#BX>#BNOMIJ4)N?.0219+/+3>$KK@XT+9M2A P)F#P5^TV,VJQ<.W+U1ON&.$WJHF#X Q?!2 M&JDS;+XTGC&E1D7,FSA-(R1FY2_5Q302Y2C?15.-3*J=#\].N?C"K
MKWM&[39ZOCT+ U/S&A=J)P6V7E9?8B5A-!GGL2](%9V)BR-J8YMR,WU,]2"? M";X"][<&>!'++=OY5MM7TDNT;D?/H>5,=IR,MU2-A-G*RV^J @\9-8_C8H/O M/DK4\J+O[4%C-
%)B*@@M2RN'6!E?-WK<%C6.6LH0@VK[#88_NBQ+);\M[R88WXAN M$YS@/721WJ)Y%E\^+:0,WJ@%_:ET_51)6]B9%>%D)VR2.)HJ%GCE^9> MASJP$2RHLP+A?
O!E/52B9KX,3&DX8JE^?3WKGEK$%U!D@T=GI3?W*PJ(Q@T/ M?5NUV*7#E!+6%!',O=YC#4KOH^I_/A@HWQBS64O9EW!A+$]>"-L5-&U14:/&I=3YJ:.#?BN7 M+;3:
[@7S'Z#IZ^W3,*@+]XNRC[E>O4ZDV&]!FBU K7FP1/E6&[VK3E]FNIAA M>_Q]!FXN+%%VUFF6]J9+K"/48:H/%N N7FWH&((.Y/'($07M(W^IF)#5SO7^ M6-GEGN
TLO>#,5KY6LCXE9W$OZK947K8/F(YV(J39+\A:%,_5C%4H.9]Y;7= M3CL7_6:B!;?G5V,O\@?A<@M#87N:*#XC1&UNCL5I_+UBW0?#Y'%SRA"VH]SV2'D75CXMC XM2FB]N
MF0N0*^=*.7?%9M,5HQI-!'N=*XH=(4!B3'G#WDB* P=XN'>)O>($O,LL@5UV MU3X.\/DPK%,)R3C(,AA<_YF\UCMO<;JFW%9VEQ:/=0,X:+8]A^J^ 'JRG;U O#G&K*^:Q?WZ7\U
MX"HT[*,^+X%'ST7(I8?X <'+.HOZH(FG:=?GO?]L>-AZ+.ZQ7:;2R]EGJ"![M_SJ+)SGW]Q/6U9W<>%A&ETSKOV+H_AU:#1VLQFJ3+U8F M. $=U;O5DIS 'T64Q-
\AWOYIL(Z$;1S@YNDE]C.YJ)][PA<7$TPY]&E/S36T MH.O>0C$>!X\F1BKP^3O[.O5IP5^0:,X??-!@ 4/3849\!5=8R!6^[^C93^]7 MZ?-_DW3A_L%+_!XWW5^ESO^M"A!"L/?
TF5@EK0B^0.A.Z9+#AC(NQKM'Z.. MO"*_?][:E0(D3T&'>1U^+][Z.V -?\W1[8123O1^.2__>!.UM5>C2]3C@HM. M=?[V$\I]1]ZHH/A.;!53%Y0]$S*S6[[\']6LWN3+])R@\S>LQ]
(>VZ4):9:. MA;T&?/]9U_5PP=XXI9EAA'U_=!HO@U7&OCZA08V*-3&DB9._$A"];-F09/E\ MXV=H<@7OI[J>N0QQ34L-U^@AOI/\;3(E&N=\2;,LAA#3O8KU",:7G,$!RK?7 MC\6P-
[52TQ'<&"0U.;**=S^U/[54/E?_?-\ TK+@/'%5QNO6\C=WO_&"E'H MG2'R&K<6VX2GHO#'_B9A@- (J;BM[M?\(OW>!M^61IU,%ZYZNJUU.#":N&_.>&):/&8)ING0%5A/ M.
(!_YU5%2=8M,) #R$'B1ZBF-_.G+J8C^TW4E]!A-"']J8EG5=?\',?W?\U. M#CF9/.^{8};7-3\M4AV*&DJA;Z#Q)G(7YLH9%7N[%R1]XI-JT[4Y8"/44$^
MQ07YCZ#G:+P'J(62M1IH/]6'U0F0,_1S>0_R2Q2R(7E@[OY.AS?9[A_1'0FJ(*T1O MQ#6\4)T8-=2VG(J((?! 498#6$&_L\?EX\+6?3IDERAO>4JXT.#V4YV;6_;T
MWAD:?!^'LH2KU?$&2RQ:$0E@)7B-&# WK VS2M81R"YC6@YLX@#5@G_-;66\7OC)2"GR<4ORF97Y]U7%7"%.$ 2C'@#!W-XH=K@GWA^;4I
M[&^[B=X^_DTP0=*O6;8:^%\18A)&P18-Z!R.< >@Y+CO_SA M5\'^!$I'S1N/PDKA-NI5_P\^DO.O7]=E__-$8GG^SS.GNZ6_-W >_HR)[Z_W M[__A@?DG1H@4@Q@'L?
VHLKG9<.H*^.VP"Y&6$9UFNE] D%9$3M\'OXM/3$3+ MN_?Y<)U\]^5-#GGGR MHS[Q$QHI]LL+ >_";ZC8J3U^7OP*!6F3XMG&[&8.4!FV1*&-X\)KVA,)_"'-
M=+=^@J2O7&*,:"IJE6]5V6L-5)W[E9N'VH;44C2K]VTVOJ7^@;% M^OF)[@ MD-2G9F+5I]FQB7H1UZ06I. IZJO1C6_KJF^MK'UDF>EX]]3UY/GESZ?/R!XL M*)
H4E^%BL53C^$A-63#7'P'8Q?F!*N>SZ^K5-=J^C_NY4F(F81.K'"2GX:F'B%$(MZD%4[EA*)]ZM*G'Q\FFF8)R&#!!/YF2HA2Z3,?X;9DKL+Q\]$WHIV>*/DD7
M'(<]^1_<@37@ZN?]3%?&M_M(I CB(7'T[GXTQ4!G+4:O\MF -\ 7',$Y*ZU\ ,K#FTH!$& :0KEC8E<91M =[*G"#JTA1/% MX1CCH'-
K1HOI^X5:7T2:%BA'2[LU<*__DI21]3N?;QS3K6FNCK8U#'F M:-\B,OIR+D6+__":3)&XZZPVI#4CRSIG%X+'=PE8W_ZH0N/)/>N#5OTX&FE3
M,KK%UT9=C&J^L!N!82(@$A4WP0$B$&TP>9IN\,$J]VRL3WXY/6%=+1P0F*5D MB=8]0WUU/:%KO^2 LI)GS1/F.#JZ)F5V\MN)WV!3&K6B,:Z96(Z8G>*I&'?= M)JRL]=&)C+.
[%=+8P\1278P3DEN>'DFM8JHJ M.\H9^X!#,?/3$1>%=G2P"TY(?G!*7HC^Y'%QU)#6>8T@"UG80E=I\JU#GEJ&_\HQZA^664M&;&0J.T:N(_51@V"3,EL(A10I"CA[*8BQ
M#9F83=0^"+?L!N%^,.UR-VMB*W&CC9YQJ5XJ54>"/<0!1)'DAT9>S'4+9-Z6 M@#W%!6PM7Z\VA&1&2O3B,%[8/%+_@<6Z?5J]TN)UUO-2QZ%E%X+/PM8>, VA"'81!OV-
;_3/V3_MFES^(3377@H[TZ-+[+I,MN=?$?_2._\TS_(]M\&>TW#,>.DB8L-?:^-V7NH MX(D>V\>U,XVBR.MD'T_/H"_2%G8K^=/R_^6W=4_K4 WV_HRC^!_4: [[=T MLN=_-
LOO0!D&=CMU!,CR^^AW7OT6X_N>M/5I#T.?(A/;U;CE=%24W/7 MO__@I@,L=]I%KB/7, T]$*U@=*K]E=&-1&N]GUP/?39':^.S??!]N)>ZNN9F M%U9^CMR">L1*&TH2+8X^
K5>I 6-?\QG?3[O*C72.7@^S67R9(3-QS=8KT"; MDTAK)#D<1;4MCD?*_X0O-6RMY[:GK:5^N>759>*SWMRFU.F19 #:!7;TMNT_MURXO?
$:N7F/9XX#^KIPO_9]R4%ORS*/*ZX?>L_0S8S5?F31D_HQ(Q[$!OA3;G02#].BNZ;L_X+KU# MM.0DZCJ&Z]/N186]^BE.I75/>]VTT.)7W.?3W^5'C."VZYY]YC6I VWZU(#D MPKY
41U)T:8\K B#CV60V"6J1JC\\BE:O--E-%Z'E4H6\7:>+P_/H(<9^!E>#6NT:$FVM>5>;K M>VZ_Q7M'IEE)Z$YPX^I51O;M5PA"3'4(1?VBZZ*L_%!Y;*C7UO_^6]Q/X=^T-
JP^=0$4NZD!;VAOQ .8,W-=A[)$4 MDC &2>Z,-G1*CAM?H+X<<"ZA:?5E!_BGB#E-;XFF.;\W:$BT5%;N#'^UY^[# M9,)=#A!IPTH&/P\1$!Q@3![FQ+;\$BHI$F-
('EE':C85I2XFWGDTM-G9%6E= MOE_I^KKCUQ, N]6W0A0L,T1:.H=MZ+O_=),=FBW Q9#%(&D#3"GAA99T YJ$ MHJDI+W2-
Q'5>P)P:'6YNJ=U0$KTL#>N[Z&AB&#M?/BEU);0%*6 ^SL];&$1 MJA?%EJ;C(FTJ#BU150F*(Q!A6J*R2E&[)'7HXXZ/[5_(?OE^6S<<3)B_%'U/ M@XNUKA>S84S+#=53YY ?
@CI4TZ=_5;T[6#--?72\X[5KZ27=K5J*B\O./O)1 MO/J=LA"B$11C&@23B=%8T>Y%BN+RJA-31OUXA;Z*IFMK122>/)]06B]Z28)K M>>GWV-A5G,]$D#MYF;NH?;GA)EQCUH;
[NF:5YV?//U!L,O;S3SY>\,0(M=6]W?*I[2)U[80_2SY4?!6T/@38DFT&WL/Q5C25D+2+-R'2;%.H=8C"SD^53 MO4 ,FPSHO(UYY;^.C]4.6-)*-;^:HC+;I;SB8]R]2_(G'$XO-D$$F((
9SHT&FY1C^.D(0LVO, M>KM?9+HKLOGR%JFM)H5+V=L:8G,2>9QE=Q1%7N&?,-7#"%*CVG?I=EC2L'F% M3NUNQM8"WC7ER?&O"P$C\X)7C 8[-J-4&'W$4MLFL
H4EEQ7)U/9DA2F[CK MU)"5]>J+HYO3O1W#U9NSUF_]]+ 8A!S(K@JF,B%GU_1]X0GWY D<9H>HPL;& M7_?J89?
V.F(_!\"GD9@"OL@QWF[DIX]+'6.6W]4+0GJ^XY658>S549K%% MPY396#1(UYGY9472J:U_&,CM[IZT?&@!]T MLF!G=@I69-8 @AH^A5A8@!W JP$63*45"R83]I/)SO:ML%+G
&M-;W(I"$1 MDNH%FT2RP<[7<^PU%?ZP1PW;A;\OI&,R0;(GFV;=%VX35&KL/;C_6<"@RJ)! M7_]WRXN [S[P/:;.$H=YD-_5;/M]K7TE9L"W&=#?%=(SQ*&IYL+#7$O]GO?7
MM-T/KQN[?=(@./B'95#_J[+,E6E)M]SRQAQ;3Y[WFE'#->7X[@6NS2=-5-' M!ELU748],H^H< S_44^+K.K9;_(N1;LQAK?/[M3;]=8 M_9),CWP/[^/SW;+)WQV;OP9I[UD]YFHT8-
MS*C'TEEJUQF21S(WM]*]%13_Z M3L ?BZ/^!JU7 ;.>6FQ@@5SH@YO#YB_-F@-?J.7!Z'WG\F5P__R%QS] O\N\ ML@VV@G^N&_==O86PXX+X?2'S]9I@E5@5*=.O?KO(V:-
XT/=%$=:8&?BV7+8)C;-*GGE#N'UALY^H MS_W0Z\HW7X?@F88@Y2+#',S$-A-+-CU)=7^_C\8]L3K7O ?8I9K89?FL)I[N MKD1[V?_TX1%?
>NF7K^9PPB^UWW4T>B4:4M[/O6EZX5OU=0(3> H'8(ABUO8C MQX1ZV5HC(6FM(AMB28UL'A^#L ,^X*>4%/2=! XP>/-6=3%T4:T=.;2654N' M6.4FUN-
I.ZO3&DRY.$",\'7I.MUE%*'VT#,O=>9B<1@DR]!BOR&5F>-8451E M\L?PL>C4K4G6C]X]?G9?9'G&V-,15ULF5^0D.K* U)*&F>HYP<7$$-/98;9$ MG#?UM5G/
1JMB#Z58DP!5OIYV(!FK\=_@?#CA,=+3F5M8*+6=I%%76%3RQ=' M.PW*,L#&C=CU(?UL$0GV(=0,$'3LHY',%NK:#R/^IU,UH&7Y04N",C,S*=X MF-Y9[),
(.VT+2>L\X@#8\966K.S_2'Z:[&1*6+'7;LB!2.U&Z):Y=\,,S>8+ M#DMGF\>)PN]O2N;$APE12A^3 5-OWB-[7-ROT@=FPQ@"&#$6#BM\G*D'H;S. MRTY8+A:>L+SPWC?
%S'PJ1W-90U@L1.'%8O&OA03>H2?J11[W3@ M?GKTZ[_"OD5!]__[W)VWA:GZZ-V(ZGM#:;,L_\>ARR"%,N@ -L/L@JX@#?CB2Q M21J86P3VY?DZ74C(=?&3:V5*)2??,!EP<-"-
GH@T6'-OY.Z5)X!*4@.W@[GD2ZK<&+' MX&DAX&1&M0KWYQ7-!3WZ"YC"=C!MH'"&*51+KZ;AF1*:$^8)C+T^)Q3J:%J) MM6-ST>*#4.B^^FO2SUQUNYN4\J72TS
W!A>.>SIX>GJ8EC#6ARS06^#/Q(.- M2@3!D#)7* TD(V28^]]2'-K91F^5$TEV%=UOWZ@2>IHW),K7MEP#2M<,KR7X MW Q:IP6$59EA][&
[2*7(5B2DG$(I8^@Q3[/BD+XVL>R-U(%6#I!@A&Z>BP&% M3#>$]$^X5/9M((Q2'K=_"EI_HW7]O'Z4ZG'S/<=T-1ES%"W:0 M8@6-*H1J) MU ,LO9:5H@=41B-
10)N@S'2J[#+869!#6UUX5B$G,D6?JGN@\OE"ZUD5WT:O M!3&$1D$V]UR-)AD_N#!QH9ZA##9ZFL :;75=-4TX)XPZTT[D*V1OQ&B6]57L
M+$8T5YU]W^$%YC1NF>T.2[4I>W'^I0FG_WQIJP(Q%'L,**\+88AQWY.$N, MOJ"HS_B\"!>TE^&0V$ @5=I('#Q5-<(T=2>X7*(0];FF)1PFT^]1JR;28:=J MM24(:< B0 YS!/21Q_;
< M(HWQLHN52R0_'M5A/2&(8%M!'J+7W#I?1<$^#N!O[=0]T7JY\NKE+M)GHS79 M6U\7.CL=(NI+"W8;U+B(W)-4]6@^=9O[ZY=8YB(KH^ZB"',=D),W,3ZZ&!\1PW5-
LD%UD='!K@5O3X:GGAD0&*[OXNFRU)^N*4DZ6/!CQ\ M) RP$7_:/<%[&_N> \Q[LW=Q@*<"'."SG^M T]SR)JP"G)?,9<<<& /_BY@U M$-CUGQ'4'QU-_U_D ?_?F$H&?
I@]/OY=X/8M3^MOA'?7_+#H!Z[J*@?X(*;# MPL)RZ>'AWP23_7EI6W4N^-Q49&6<^-P.^6LB3WV5[V^/J*]G?6Y[X_HW&L]]<[]P\T*I)'70;.(P5]
M]&;8*OT!^@SYXZ]2'*H&!"2V9DR_^K+;]HLUIFNB$])$SHZ@QW<2%-AOG'1B M"/I0D2FRA"WK/1>V^B>JG/,;I?W0SF"O-ETSE\W'\JCYJ7OO',#S5R]*!J$D
ML+K,39#R6!OM8ALBQD@M4K^U<\6S.J_=/]&"6C1O6)599#FK^1$_BX(T491] M;VK'$6NQ;T9EG\UXY6A 42T!LM.%FJ>'MB3&WPU6H;6>)PJ Y-O(4G2XB3E1 MS'3SE%-
[*RA-]:!9M.ZR6[P4%[Q*FF)GVL2O'" MG#6*53C,#0Y[\0VQGJF MO[QMNA.33$PDW>N$NZWQ*&Q,H4]8CWA2N=)[7J'13 X0>0(6S@GL'L04HD*'.+B:>=_II%
[PXMVF>+"@H*"K\,[REE&W9JA(.P,H1%A9 M5,8CHR3J1HN9A ^*0UO9ZX\L7";.,VZ.@V5+3/$J^BY6JHY#"T*(+3BUX,=@ MOL
<+4[N#=ZI:G+/M.N,8];I2Z8G&L(TA]4S2^]_,KQD?/=-T.,YM3.9L1J6 MWTA:#_-KKOL3[*\PV>'5O=]O#_LG:G=,'@=8XP@I,]2P@XB2JC:=<*(\1CP+ MRC]"E;Y2C-D7X'=1H+

_ZA)=(,]_3NG>A;J#3KR3\H*//Y/S/)#Z\%BI5W" M(1)=@$5 L==R !I^8M>G5C!R@ /PB(]+-R&E9I0OE(PQUM19F7=_&4::')CL MDZ%N-Q?=2+PCW4>L^,04]VI$E&,K)G3B%
&H>,(FB@.(UKE2I\&UTTX#40;S M6X*M=+0_.#>'G3J[OK]'!1V\3;AD2Z/'F5)!6C=S%2N<(,GDK:4A<%I,ZW'7 MT'&U>'T9?;P8\^# HAG>P>^XFZ90?8E8@=3AGUZ]N=$H>';.>-
"Q.D/8BUXJ MET(I#"ID-R($@FOCT"(C;97@^CJWW)<.#,T#]R0_O"W,7J]@3N=92_::K2S3 M[ZR8K'_,JS7O98O 3'/1-"G3=X4G? P-3,5Y7))P.+O'*\/)V:EM?/,E@<";
MPS(DH822.X'7Y:!$!+2]D[ZV\EEM;2643YO>C)[+K2>$$/2G#P1J>]YXH=\9 MN9Q]T=/3K4-OG>6F^J,M>*HY<5"\!56B?0=6F"R<(XU]CSIGT^_9AS[5C?$S
MD1[JZTU9YU)&&KGB7J-X/JVII,TM#C?R"-"!Y!LJ.4#Y0/MK33:_..UE5SER M-=.X:ZZ],4$:95-J4.>P+8! ,YOO*!]^85"S;$^SC*RJT+54LM1V4C=%4W4B MT 18HS?VL;5I-
K%NVV"))PUZN*HI3\JXEIYKOXD'+045=;!/JYA84F=)\SM<_[36V\/1WCA:Y71I MFR/@;B)V$W6,W84J13<1A^R7F@B;:>XUCW#CQ:M\2WU/\-"J(HNEANW>%JE$ M-V^+-
+>P2#P>DWA2HM_Y6P\5B%U8ZTIT#1"#+/#[% M,&W&E/.FV1JTMAQ8R2>:H,>=216^0XLMMLN'[TWR/REI%15K76VY?IOV7O/: MM!WXDKE9-:H%70F&C^
_*>76H(X0%,'C;44;V+& ?BD:I9J=;Y4+L<)D[=; MS,=S5W?2C$^>Y)Y\C-6'MH*-1=SC$44YO.^2Z#J,53U%SZ6=K<;-:$"*1BV*H3*^="3PTK3"XB>#LPC(\.!,A]LJE,0EYP
M8!R,EIB7&XGR9>W&L?EV,33;L_"1YJ"$85/S>"1-FKEY>W*6\SVL3R^(IFQ M%?=F.VS)<8#]#+Z[@\MXPYM#]:'T!%::J0BVC\A?Q!9B^E.K>\O]XNYJ4T9'
MIZW\"DWG^:2<0SN#S55@=2Z_RV M7?"GA>D\VCA:QJ5U;<>^7&_BZ=KJ.R5+#B=/\DV;\QJLH$[LH8;2M2_:O'X MR !%8!PA%9+6CAZWT9NU[QIN%JHO#U 2V9"H>LO3
M3KEN/D1[MRD;0Y_(D#_%?VG15=1QZV% (J. 7#NKZ M(=?_;5;Q;WK?[UGM-WZG]WQ?39_6@Z$/T;(GE30#IL/\|G^Y#QHP;9T 5X0&
M03*L3>1^R'R;G&#_|=^^JJB@6=*L>\].)S>1G_?P4E][3F98SLHA?ZTM;B[L8$[E%^UY>FB923WQ'O]/HN:O.% M9S#_X^TF##I1$4=:CPOX\ M_R\#*KL[N+B+[S'\$&OZHK]?G
M%!;'VL0&9N&.54JO&M)3B>0N+SH$2.;^2">_"'2\JT/#B-?J,'F0$Q;?9_XT M%?]'>'L,8^4SWOLV,)UA7Q%RW>+53U5*-V?]'GWO7P+'2LMH#\NB6PL&(^93 MO+>W*[G-
'&'%M<$J01Z65@UN;(.<[SS-WYTU_ZUT_F\H'^[.].]?WF>NFE=L-VL8_HDA>N/ C M&V\HI3V5-1I)87,C:,4IX%@M!_ C#NFQQ.D*K!B#8SV;QA'1"!E5H^UWN::V
M7(BU;NWU*MO FVB/^V\'"0K#KN%H*BGC[,F5=\/OSG& =998G2^HPL24"3Q3 M(I<>"(D5@$WR>M0YS?I[RXCB)=4]6\PHUMY4# M0!H@1=E+!<'%YO%&\&
(,3.9PXLS#212C_%67O,L_!WUXCJPU=2@V^$ILZ!Q$ MTR^P4O7!6>15!*\^0O"GKNNI =M;S5K(8*?CL.ZKL)&[ ];?KP\(/; 54@8- MV5JF=\E0 M0_J8,E?07.SLX\O_L46B[!72V6Z
MEC7/U%R%GT/T3Y@6JW-\BFT%@X[0V\&6T_W^3^$@<#F+S:WT[<";4H0\KQ-2#@O)" MEL83BINUG-N5F^7./]T7D./=?^!EL,+>2SGQ9H$]N,WK='1]UF\]UE16;,8P M8 \NP>
($J^:+X,)NPG82M*"P"5>=IO[T#=M7FIU/3")5'U66E>1;G:; M3R+?8F.KQOK @[HEP)*&YL(2/9(#7&.$>)$/]Q+4O3D U8:4R-X&:66O*BK+ M:%6[J>^5+=PM!8^<<%
(IW9)B[TM^7&WJ?KFJM%V3MV."0!.M73D1S.T+QE,##MLT M];<1J(YRAMZ3+0'OV3W$RJAK1"^;]2$(]W4SO,K?:9@(*DG=5U0R";MMH"W2S3L)HI:, MD\Y,$9H?
N_/,3/M!,/Z:,TJE29O=%AS\=,&T=^CXLV6A-I*>MV[TP7VOBGU9 M3XC^8#BJ5*UQ!AF/$IT+7-P1_/ITNSD5&S/V_-O^SI:APIGK94^?QM<4]!QL MUTPYQB\J>$?R+G"Y4)+, 03
0$UK-#VZG'6+8(I1[F7+8?;V8PS5HDW4IYZ8[X]UCV]BP^KU6P>XUF2%L MH$;-4L;2$BLO'RF.QIAWI3_IKM3*?/[Y1=01F_7V,R+ZQ@QVBIM&ZE&;24YO9Q@F;>.F-
^T1I,N5&AE&99\Y<1+D^?L&K MYKWGF;!_7G$WQ)H0.T?='2N1XEB#"&]W-?%#[?GW1EFC9X),1^60[F^%OMGWL[OO57:=<$)1.EZG,B^DU0Z6\X!
MHI8C)&R/WXWX5S/4/_$>'6T.0*XA/>VDX#)#%IS@4;9%;BG#U2GY7)Z\>> DTNFQ- M6%*"^6J-("N+O9.YN9NPD[D3NLHP#>FQAUR+F,*U("^TT'1YW70R72ZOM%>Y
MOJ(^LK?B/5_YT/ZR7_>TU=S3]0=OFJW>.MQ.OYWHXZH\5"MF#80A&&!(M?@,1()Y$RT)6%E05HVO3)T12&D?74#<]\,V>,8J@U!Z?6K&NV[7VXOF]0--/
M193KYLH+^]C\2PR]$#P=)H)K /LU@FKSP +%..V+DF:JCJ$0-N@-6UWNL4EY M(QN3EAY*EVB_PM5$[^>-I6LAZ1R 5;^(']+@ !.?6O'0AJ7V!V%?K=+B;/X_ M]MX]'LIWW1^?
#I)*0DZ)J8@DY)SC5)(D)CD34SD3*F0P9J103A.%HHR2**>< MD\,X3P@Y,V+,"(EA)AD/<_J-SW?OM6JM/I^U]EY[K[V^^_O[HWJ\[F[/?3_/
M=5WW=3WW_7Z_(_'G;$*N6M>!WP0JM\'-L_U4+U2=NR?3M?]>7;>P4$[*S #* M>WUE7I=O?<\&-<@%$G8B+@!'L5N0,I_F)IMA.Q *!838V*<[ETS?'G@/^Y#E
M_OB&@$^+"+]AR.V=/<77=OJQ=N:8K\N*[:EQGE10G,I?ANV 8YNT4Z,7]_F4 MV#N^+/#;TR8&#DR61O#WOD6-Y.&0TL <&\1]'$AWHGX[RGF[$)I&'^1-_O!E
MGPS:XKFJQSU0@[IO ;*%6S=3Y#]"?-'1,"L1#%X/GJ9H[NR04"NX-S'UW))1K!DJ#?=F-61 MH;..JN6RH(90I")E2:F17,(Q[":8HNB(:(,"#%=T#_7?K;5M?K-@$^!Q4PU M_R?
#W1:&NSQ/F8@;[4VW!?$= BI)"@;U,$K@2N,8I/&;FC(P0S.O*::JF8-3 MX)G]@?)W7US_%%UQST"RG8OC>0P1% D,]MW-\4]\/W=Q:'Z4K@APWETE0\B]%46QPL3J;QA *#_W)/#Z
MZ$LB)#[J&GO3PLQ(S1?UQA8*KE\UH^LMM4F?;U$CJB##F8X@7; 3EZ5G.\VJ<=P05$"YUS>HQ>%^ZA-$"> M%@J43A+03IQ,)4*7H0U$YD(UTK?<)DE8GWI[Q7"@*]G79]
[EZHR_D=!S'U]L MG?-X775T Z'B.X9B5,'I8M!&UP7N,YPEM_A%8B@/);2&&C'##OKUZHMD"WH6 M-\T-/-^DF1&TP$!/%E;2"CD];+VQ//H[66WC$.9]71W->[H6= EO85GHQY0S
MF=54ZW"*@4^^0W.O2FOE Z-=3S7?G"3V 2V@&QB*$YC?"\R'\B4 LI7-Z.WO M>[R-Z<9&SZ0_/M%ZTX]O'Z0=-=)QDL$;G=0>FLU&'*3:3$#B(1,<$Z:8P\+9
M(,ER<.3X(4IE(VR$0(65$UV>%1@/WSZO=U[[D M+K0GKM[V+QHK^X=UNY$&>9'D M%3F\2BV\R ^PFX1LAS2!=VK/7=L5(*ZR$\J@GIV ^*"CQS?TLD&N2GN_[G&/ M4 L-
O5NFZ9%S^]P]B9U3GX]>O.WTF%)MVA?=I+1SP^6MFTZ6UG^+9E"A7J"> M?QK9J.QZ\T+MO#R5J MH_)[O,=&PO_/L?UWC=[:,>=>P&ZJS]C>*.Z3CEJTC-'0O/#&6B_V MFG?
FGU^XO%3#3>L;LQ?4*A*5Z2Y9"J*ZOIG;_Y\UR;]G]$U4HW4*=B*]VL'1 M6C:1M)\?*CU0#1:!>^D<<@YSV]4A$,'SY;I1;/[5+,K),Y=X,V=B?Q+_-;? MF?H-^?
MDV@7.R2/GAA1Q[+:J_WM;YL !UZ@O9?E\8^(A M:?T_W/-UAE1)J:F-L679W2TU^\/C;FBD#?WK6LV_E,UKT:$"7^1(H]5# P?X M]?*]DMPC3F@)O?IAB%9'YO.
[XQ:O:"3Z"%^_7V=;KZ5>]+_(O/[!\>=!6B0/ M49@ST0MDGT#;#*.[=PQU'SC\),7SKK4=PNND>_.Z_%:S=2T&D"U0W60^8B_^
M=S3*]NNJ%,ZI]'_++O.WW+F_#T0\9'"XWC0K:E_[]JF#_G!TZU),SAE$30T)VC_ FG^XX+_V\RM/_>\;^% M1F+*8/7=L75'J+PK34HQVJ>KA&/]F8]?&^>,
<0NOF#]XI\&*4\GAWCPQU("A M.'8#AU::E6Z+%-#%&6(]BF7B3V'&)AA^H.PT_U3YPUT*!6+!%\-/)5UK6BA4 ML<>J8EVZ\2N3T'E'ZEE(#
(&K/!:^<$Z&U\BD_YGGU7)1**,D8U^[[:;W^Y,? MQD7M'7IE<.25?;3>_#CNSU??:Q#.Q&LJ@6\Y#X^R&$^@6/H-%TW]*62!6^Q07KN5SOD5FXZ7_3=+:=C_.^XH/G^V90ZJ?
[Q#L/*!_2/GH,?!)2' M#ML]7+,9PO[2)3RST(V3GTG+'Z"V3X,B/CM:AK!GR([Q%@2O?)CS5Z MV0YL4&Y?@*F^CJW@)VDO$7V@H.AOFJ^U0L7"!P>?L8?_09O<_T\TXA+&04Z4
MP)U+$J^]<&AX[&R#+4VAH?#V#Z*G:*X1NX[L,[WX4SAR4ES9)>J[<(7_/5'R M]T8?\TV/SZP\B7[>Y,R^>T$F:@U6NT*2X!NC>H^?^*&'DQX=@1Q])S)O1)>! ME]
(P)92'3HJI3>!+H\2I 5:C+ZL/Y>>!0GWN*/7 H#Y=G<>)O:^BBM!FF0GZ M8CKX.9APF?=R"[6 >9 ML?IBGD.DF98@#7Z3O-.7D[R52KYJ#$F7[1+3V.*Q.3AYPR/V(N#=!Q] M>-
B^Q-]XQ&C<<]0D.Q3Q?>'FE#RO@W(.^?G,69785^W9\B<@P76.%Z;JWHFE MPB@743%L4$70K>]^NP"3"2.&?)X"N/G5S>NDOE<2SNW@KZ/";ZY&'VF(]JQA M@X+
<]?/H8JB&^B!,V1"Y(!/9XG2(>=^F4>"K_U?A)>!>W;ZP?_T-O@[[UUQ"(-;1W.?ZY\G556\O??\;67&T=G#1YODY8BW-D?P;=Z3=&PR2CU&>MMKD)5Y..@+
M*+=:ZV9I3JENX2.;TZ"@]Q>Q-CFW'./ M, P(W)$0O?_6EQ,+AS;T_X[B3; 1N9L-DD%/$N@@+"NJ? RAR 8EN1,)] WV MJ"\/"T7^D)3L_!;RGS;#EQY_^:,?R1X++G\1W_F /[J=M
M&.N?>91_M]N&/RD)Y?T@)&3Q"R*R<)E?;3RNTT'],4GF[^Q8KG?\'9+,W]L8 M_1.>?S#Y3_1C'AM_I$6SL-3^00WI]W:#_\X7(@2S&51[NND:7YMFP@"18-_^4S#*FI+:_J/]:)S/+E
M/I>\]>*=Z"WGKAM?%\LVGLF+U$[6%[I!/)L-C;RXAJSJOD<080DAA"BC0!-I ML=E'L$G;WD6<[&\1@]>0 BS?-_F"&K3BT1TT\" O#O9L).51>0;Z6O2E+A<
MQD,"\Y>Y%_O'VI;4#NV\|_U](9J(9@B@:!:4G'N")*46NIX?B1#;NB-#!LC) MTR^0\7\BS7=7Z 0]\YE\^";KC*X_H9F*2K+Y$F 'BR8KIR\1V* &RX(Z!:<. M8O>P$LV-
6M2JTW*_A8GE?=RK"]E^.T*21;9TD;QYIPET;>RK$N"F!,AQDU7I M;! ^FO:V#'#/A+)*&U!<"FGR+PT8*EZI8LG@O4?C5/8^N5E4<%6-SGNX74'5 MI"0*C]_:?,UAM)E?
ZOB_X9I,?\,UB0?7PE:1&VD]T91)/\T\-DBI?E6S!4,Q M1 VK-D.V!&(B4R [7"H&U .6^!(*BUQK!J]4B\E?I]U[C!Z?RA)WOG[?YAE8 M"]6@R09-1/%0;";'EZ#)4'(6?
0C##GWVZT0\0#U*H.HXKX%7G*]W*C M@J823*Y0*QO4=!5QG+JR@'5'CVS'Z4O;D"0L8 EZPHU06I)=FZ+>&SZO);_I M51^Y;]KW.E:=@TW8H WQA F7N=[8\N5O
RSNCY8C,Q&#(F^K'DO%[RY]/[\Q M5\)8-K,HA74(/DFK^8C08"DSGT$\"9'@C37:_NF9%Z:)1@&>?H[[E8:#W77C M=@QUI&')ZO1]#(9WRC490\V:7O
MNB280:HZ/"-4Y!6PA]S5K_3M(B<-:MLY+PE+FU:^T73^0 9>7'3:@C^BYKF"=8-Y/_O-C?PP<:%ZH(G&I'I0&"Q9 M()BN#(^0V,/UH>X0$/O*
>YW+AXUDY,>,.S"L'QB$\/093]AO.77$($#_(!J M(V8+RF61[\-1FR;[(TXRU.,& RYO+U6\F S_&K31>%Z^CH)B\$-IMMBA">HB MV8;$!DD@@JAJ"K7J2C%
(N;0%O,C"_M*X%_)@4?ZW]S?8.>BU,,NYIL21JM-^ MG(R^>9[5WG1YN95$PGSK=>J% 8)>F$[C-4FN22S',9N[[XY+I7.*C49PG%0+
M_LLXSS!T*ODTSN<.\+KEQQ4B:Z6(7,MTY\YVLT,V8RB6!/S"K#I$ AYJ M"OAEGVT8L@3*)XUKS M.J3;?MQU9M;Y^O2T*0>Y2\?X^68_960=F*%_^Z_,!
MKA..X*9WIF_9(*/>[PHJ\B9P-F@LX:"5A,ZVD9=O0R+#KOLG0V5&8?X^2DDG MEI_D\++(41=0G59THV_H:M.08QW]@ TQFK'+B.96(9?+ZD<),ERIOG.==MF]
MRYS*93Y^Z]FW3;@S0;R:T\%R MU>Z,_?#N21I^%KF.\]K',*)DX? B+3 >9/^X];.L\99@7[Z(KD&<@OB5E637 M@Z)!.[SG%W^IN=*6TX!0/_O\R2&
[G(#5F2P8C3J9C^41"02WL$&/U7>;P\[? M_&CZR&R+RH!7,B]P/9+/$ 31QZO5%N*P#U74\V_6% MMWF'^/9TZ>HDHPJ[9XE-+>)'3F1NWJ=HO"YTE<_@9S[7D4/CTZ*-
!#BZWAZ M&%:OX-OK;>KV5Y171P[.&=30N?HK@NZ?JW:24=CT+3[*,N":90DF#37QT)[C M_7YT+A9!B0W:C *ZJ1E+)&R3-R>-XZ%N)X)C Q.K;2G,B/EY!/IB,@S>^
MQL"%I;;RP]KO;GK)N7?A5[#(NJ@>EP[S7A%"G6X(D/AX@0[2U%A"U<09==N) MGFE;A0/PQ\|CU(+?NR5BD=\FL!UE(.XJ5,-5ECKK(Z:TB"%)^%:H2.W G=3 MW6)?
V+]7"H#?'O=<"QT?Q>4ZUHON.AC5N7#01HK_X9+62 S5#SB"9KR LG@X MRY)K!Z>X[-TZ]T6)LTJ3DPN1#6S0FZ+8.@A@T&BM/5Y3:NM1)U$\T)^^(2QW MK,5U1R6\@:
[KH_EH+K%&IM[R[;Y-4[![* &L^V@1%^L#2@0[<1\K4,[KW8K9 MA3SDR>^ RX$7TLU3FR7%.+<1I V1,CSWG*J,O)46>M^M\JTR5V!BO2\;1$L! MYD@0/(ZU76F"
!Q$/B:%V9@!81.$R%08/TO!P2/MR> %(,+Z;4)ODTD:7.R@ M@TLPZ6V2^J72U;OH9&N+)6X<>EB0),L0'Z!*-:$H%Z##,)R--N&6>F?0Z8\0 M3TC46F3S 7 >:\
MM7P$C.0G?/+C,,.!F=P+W>9T;%51\4@YK[Y\K(O>]M?VNOE9]_/O,(G');KG M5ZG53LQ$[$3I.B0DPNDB$'VA#@B<)-P99(/X]85&ON*?#*&)HV\77$NQO1,I M-SWU.V5'/K\
[$RMT)^_(9?-&]"NL#QKO?(H9CW+QN\L&E4/NJE&#N<,9^\/R M<)=@?J.R,3)'1Q=88!68HBZ-D ;#Y[+" M>($_9>WKM_:N,1/C&X-74Z.DS3MT\KFLC*3?2'S9-
%6K2O3#Z1FQMB:MR\%I ML=2 %ZQ>%88**O8CO(^.G#_^*/QK6];!Z'2:^E^7;$\UG!:>38N9MEGXW(6]F/]C.7T^TKRIXB M/13%7G@'O 6K'#[;$=6D!.-KQ6SA]3K$>?+^S/I
DA.)+IT8:^/2%83ZO(W MU:^*T8H()MJ8)+1!RTO&:C1S&<6;&.#W+U"R%D7 M9VF][@OM;)!GXL8, XQUN_\J8]EO;(23%.XZ&]L;/P+BF+V8,]F;=DP-H>
M2=2#363*A]G\4K#A0NN5\,&AD4WAB3>ZD2F M?MQ@*-2*<.O1U_(.<7T(VU3C]_Q+D*>.^&Q@@7*AM2V-\GJ#N%EP)\@?]8>L MB75NS#R$.-US&-
E5IU@#W*)B&M:B8B63<.8EQ93)%K6>A8NOM?P>SNP=PC+D MBZGO@OX>P(G'IKSG MQ;\/YEA7*OI7;/U1CN!GD)C*X%"+;(NF.>ZUP_9;/F))!AOP-K*@;:"O7_)_
M[V3^;WI%_S)M?Z&:\//L5!LKZN0>F"7FJYMX])%5-I8<-QZK_C\J2?^8X?S/ MMF\>_\6Q2AL(R0$J_/)VP J^/*_Y@/Z5@U6;T<[65_,9'E=)RMX:EQ'9>-[B M]Z)K'[>0_[6G][?:-_S,=]
[NG5(GYVADZE!P862L\,RME(T;*\9S!LM8_QJ^ M]P^T'OGQ2/B4@@_B L(B<&](]INWPCV/I8]*9-^X!BJ_.NZYI]%6,[_C$0T M^A6P)UR;]_L\?GR?PW25?
H1D_.;IM7O0GC^YUK_0K/TQT:[M*FB&!OS/NLY MRXH@[Z1]KN'A!96OEG\3I/LY;G75Z2$'8%LA;KQ'OF(EL1[0;8"?\FJBW7C= M7-70H+S'BJD28P/OL=8+-_.7X]
[01:Z&4(6HL;GD)?I3JR/W[9#AX-HA@/+ M/AH6=VO"J(<)=#ZC4;Q'EO/,&(XU/3B'$U)?9 @.TV M)A]8&P$?<0^_CC5Y/ &O4^H1;+O$ZI#Z$X8R5BIA=FQ7%SY9HHEG<2 ?<(Z
M2&93%UG;H/2]K.X]SR@Y,2R%46_)@YZZ>:BMP&GA@4 M-[+([_J=O_ALQ9S M3H&<U@C>V;VBZTB-^ESWH@=#BC6YK;#[=AQ/[/[E M(D=@.UV"L8_Y2*TXF\$%.!-AO--
Z2>-VLPZ%,S!C7Q<%-2Q%4_T+X2<4]W\GH3V0;)&1674!U#[4RP;QZ8LRC@'&Q+") METD7RM^W-A]_7+9_65WV=VW 7+O\L*=L#G'EJON?KGX3P/M=Y+*;VQ^W@W[2
M7P_[R94>>WN3'I#23Y1^DO::N]V*" 7W9S;\'8 L8DRV&O6)NB%OP/+&1D%=^6-(>OWS"2,=G$* M??H9>%,KD1.*/"OW/$FQ#PTAC7\J)#3D*9%W./JM('0Q3\A;
[[!%.GDX8<<8Y*7LJNG@$ZG2X] :,J'RZ,HU@[]G.(K$]F#VDM.-UW7 M"$ V(K6I4R^6M*);D"F]G.A-"L^J(Q_<]W!8_;*-W]G%<=H=US24V
M*.5)\-0*ITI8N[I\=$0FD!,2G"5M4:IESFS0K<[KU8)ZQ0?O!P@ ? M,3[NJSW,Y*3+V'&J8A;+ MWK-\Z6'5E5IGL:P.Q/K!>2XF1O81)^923/@ 67!LG;R3E.@$U>DQ,?)CV86F
M..,\6"9BAM[VOFU+-1]P@?/_[-#XT!6,*-:S:#-B,^4[&X1J8H.VESGGS2GP MPX*)]XE7[VJD")Z^42/^2XN\WFN"W_$ U&8O$W-9H&4 MV!#[X?KPJNS=/+E1[XK>
[PX'/\?'R(/GG339H,S_@[W.^O&' C/5*S%_1##Q MFZSI'[7_KC:R0DZLQ8EWH63[_1(_6%G@4X11<9Z&-5)-X[IH>?K1N@OD+<.? M=W!JK9O_V/W_JMW+1_T43F]8K%K3N"#
ML,WV?=T2J/D..C]"CIFN:YK'L(ZV&*RQH?(UOW/-CKZGBR*-'7?T$K&NZ*"G MGZF0OH:WSQ*^S%5C?MHVQ=5M-6_$(Y,/_&" +)\C6#\W"3TEKXNX@*0/-D1 MYD=,*
R$@@PSYZ[9.W@,13KSJ;0J=&=T3RF>FC:/: ==L*XUF>2KAT5BRXP: M3)UI"(!.A.M>)OKQ>\)&UIA1;V+T"6#N4-&3P3?\K!*=CD9*6#VX;(5S-@3!
MK1/IF^$"'@BEYPP;H(W*35*\-5%P=LB<4A15XY^'_V1O[^2@,>=P+VV[AWN_ M=&1$F1O-(;[D@ FK7/A$/_(_2<,UV<>9J^H_G2/+>>1+)M_C+$Z(AB+;J5]F
MB(F8%E[*&^!9#:?+-M/R=>5D2Z\M,V37N@]22_%8/+97O]%-^G>^?EFD1,S M"^76?9M0[M>8A[V-$M=5#%380YK>7AU4^2X)/P>MB3!,&?\V2#I0XO#)\$#>
MB]R&A^B3)Q8X=]P'Z-&%&>J #=5WCA9)Y8O5-9WLOFNS1^#+-6 (ITGYY&0[MZRW[F";O029&C>,U[G/?QPFTJ1Y^['0R#PW[-Z6C;^A1#,L4C,/2-J"8O-[O M
$__+/ECS&R5W_9Z;>. MOX>1'6SYY0D$H3_MS!<<_H')_L\;\B]S W[0LOR+YYI;M#@?D"<7J&!&$_?V MD%+2:_ZV^4S_CA0W71"W_W&!'I@JPXQCJV^0[4A!JA1#&S (+6
X4%$'(#L8 M1WIAU@^T6IT"FK=E4IJUY+NLJ[HK40T.$"]%-:9F([@T)\I7VQ1NT:POY=%] M[;9PL&4M_5L$$=J/HU%$FD>3$:S*.K
MJ12G+P=?,:),)_.MC1DY]#\OCX2^7!7=L;;S99TU-94A9-0(V:UK[G# =- M0..0JE]3*@O M*@'5_"^T7O?MK:I;\^V,LBXL?L5Z/Y 'T*7,P53Y(=WL'L' M@%CJVDHS3
QA_^1I$"FJ<"WFM']2,?[)\<09T=-&>!!H" OS6#.*_OQ1S9'; MI**XM*+J&[E 89_M\WL;GQQ^';X[=(,AA;(HNZ*TQ(A&Z.JT,3L8;)#4- QP M)P!R6+(6?
1$O1V"AZ"P1*7;@ZVFQEF0)L57^O9RH*YS^^^OV3QG<'$& MY,W"04J[[.-7 MWBN"WMK[@MI?.JC:XS!$*_S[VF2GFB=.UV\W3*M=LP)CK6G?*H:60Y14>89R
MS/(]:T=6U(7:$(; "L6"*'V5(, Z[*$M_WIF?@7_Q%,552T<5#G!&^Q"H)S' M@N"OK4N #914'(S?]9.58AEX9YO0?5^,[M*=856"IU"=E%H'I?3S*RNYF[53 MG$4X#UM?99W-
[;;,0$Y^V28_0P",(1-9$$&@!RD)B!"?QCUU&0K4"%CL"16R M!47K4?I13;N /ARVEOD9F;?S6,M M1C^IF?)08J03V*"VK;3>U ;NI;ZE(8J>)LF(O)\B0MP:"#R@!AWO=8M##_;M
MB1&__3W2.!'+I3[-6;:Y-E(6XX9'6=W@C9Q,?\,CDH(!]&-&MQED\>(GGQ$@ M^R:&EPURAHT$$96-:P0I)B=C2*H/ZVK+Z8Z-&'.%AB#N+X8A#FK65)&;EJ2&WF"EF(?
AZ@MZ:OQYJ4H78[YHBJH^3 M-"=?Q"7/8"AX",6"@'=8 9>(, 3'=#=E=3=+]C,SRRTN64%/L]K*93[OO;%S MV@(WV7%$V%&VP^E&@6)GE=(3*8\PJEZ,KN8CJY>O!]%'P/A7!
[=BS;S]4:.O M2F?YH@@E-O,#E-B.!YS2JL%Q8SN\>&J\S451T696;?0S&X3+0S.S(!/9V#?8 M^9PC[_Q:,7BCI@K[,M,W0*CI6^VHE[!, T\OZ61CW8WM6T(IWC@L<0A;EDK>
MJC]"YV15#8:((%*L<16FGL#+KZOZW$?O4NK[+0YOUQA=YN_\6T)SYF?H(&0K MN,3%7'.>23\&.#>M)"IN>9,"\>BW194':P6/8KFHG4$?LR\|U#KZ/ N/?;:-
%>UEU6^%$6SA)1.ZG0V*CD..0LI@:TKS\IS\G$"%T (8 M)R:Q\4'>1+*635F;9\K;=W=IRLG'R%]032#. (]C/3BU.&:=JD4GWV/M(AM$ MI4[PO'PC^3=DL5/3YX?LF@-
$0K\HKT$\^IQ"#/O!DIO?!L):R?$NJ)\CN@_ M.KPK>\8WF&,@%K68)Y90$">'F4@%OW&?;[B9-M.X.(([&>;CLN30/+X_OMS1 M.%M6YH3_31?X< 8TQ3+4IO0/,/G6WVGJ(F%(P
MF4B,U[;=7]%;YGW053OAF6YOZX%*3]S#>R*/U1)$#U^V&WK.3&.#KM+9H'B(M8#E?.%80XDX09NA3"U.)WM!=Z6&7"Q3+QBS,,@P$/MDYV7"5Y
MIZ:,F"W#@7/K0684ZFJ8("YMB"&D1-M U4@.*AI&_4\%+]B*RZADM#-8?G M=+]U^DX]5&C6=S8I*UGX)G78-L]0\R.!$!KA\9_A.0W0[I8=Y-]#2(BH8!6F-
LJO)"R:V!FV_B5_:!YE">4$"NLA$\ MDD5[T#IDO!48E&"$L.(ZM\;C\EU='>D]>M4OO*7CAA[,&[?G)S+N\UQS MV&$9(3^[AT%>A\MSK(%O-^<"6:$%WENN"Z9?
CWD'!K0VT4J!9W09CNTJUIA< MIQA=R&AJ!?.K,R'U:UMRO.6,KXXS,5V)HC>2Q#U\^2_N,A^[N#0(R.%RPM)CTC73T]')9 M1$#?%N&#:!\I-O.SD^A-#
(%>QD&.19&@S7FCCW0%)QRWV3IG?)7W MJ!FM'IE^.JCC<$:J(BC=!]"CE2-W0#$T"8O4CZ5[I"P1FGC#_F=*ETM.XM=<%"TB_&H2O-E;EW(%#@(9RV8CW3EY MEO"S"25
FT[TQ1"#]X@R_.F'QFV!M$/H#MWS7MK)S1>.+1B,GGJ&=MU8RP:Q MMF.I?"W@[=@)-*&,+Q8A'GA$9(9(;HGHW+Z+VA(D??/!4:G[IRRJWG\.S-RV MSI8=_;AK-O)
KFY'W6(IH$86)."S:.I]$^_/CPP)PUV%%9+N^'03$?#^MZ/3 M/EO,>>X&)Y-AY39D-,6;=@K0AJ"3C"@'2KVFLI M-X7Y4ZW2/!]-W?AZRT!'Y7DI7XH:-MI)J)@-
NGW9HK[/_M15OODS?:;UN+1Q M(=6R)D*GS/&PX*((K#LV5E\/6)XD %+=345W[>\L>;[QT-_X&(2)>UX<=9Z M>KSU=%>0VG5[F<$Y^K3>ETW+,T0_5T;ENF,F\-
E^S$'+NJKR2)3WS6WMA27[DW3?KL0P.CBV3@%BSP.A M])LST=N7_Z(ZX-;7['VY7STG3+*\$CFH;9EY!?1OL_
MF.#X'DMKOU_"&"PW9/]SN_V8]/83_@RG2/4D.7+I.@2%K+TX*5L> M?^$WY+K5#Z[Z!K0)[F=MA?@AC.;TG^;^UE10$SA'-HR^FG TL)ZMS643O4<#% MEN<-
E5'-8HG3:7.V"4T=!P=E*JU-_!L$@B/!EU=U!LL\VFL-MZ;U9!U>WGT@ MQ+>2$X7#F?<7(3X2$)KY[99]L=Y%I<:3$#T()_4OZ]A-%V:#&$&=79SGK1@Z M-*S.P S-
S\R+32X"1^JBZ8IP-Z-2 /IZUMLG?L\0R8J5M;/N2+CDF<1,2:?. MMR/3R!6_\4F?$-L/[YZ*YO X]'\O?ARHK6PF4/EJS=@0P4D@>=
(F]4K[:K50G(JC/.H>I\:=80C,M58,^JNNSE)'IM^U'+/._"7WFN)_;O#N\T3A NS".(&'5DRTIYI1<6_XXY^=LCI M4-&B$>88>*E=Z$,2QN6"]PR=_,BMM(3+D@HT78Q$Y?9H-

VC9V_B)K&2;/OUBH+>ONB=LGBY98T*+X!C3 M/18.6VHZ!P\E:;8Z\"PS61?UA2B CY%EDD4]>IY&3-.0O35]E7NP)I0EQDU+ M9F:A>MD@7\AHUYJ>BJ\;$$8)%C?
J4QZ7\QT6C\WM#KS&MU<]U(]35!YEM6)* M!I+PC*V ';%SHY^22]H3ZVGOV>AK*Q<6'N.*;VCI6MWX&-V\.,OR8\1./>.[MMQ2"XEB15!N*F(.:> $NZUZ N!)&]O017]Z"\ -
]DXX=A@'G.1,-<:QS-<(= M=CD2+:7KEOV&,P<;!X9];6PSJC*'K#X)BPORWI?*XE_U[4(3@8M[(U*$X[:< MF+R..+I)'E_WXM?O&^UWB!,+#JWYK2RL0T6;+M:E,^F/"3N0NQ"'
7EB&26Z M$1RM+1L5T(Q;VQG]TM!'?)?^TM9^7S]K+=FJPH3?6\3R'7S&'E6,5O_'LXY> M_K[_9("VQ4 M<603R>
S0XSYF+4/>%2YEC?:J:76(:>GK#N/LLJ%$+V0!,PNR&=!HE(4BJ\ MLXCR]5;UJKR.IB$_;#[%A!FQO#R2X>=E7LB\0:<.=W2VE@7R@9%A0&XR>O5D[*< HT4 M+
(7"ND[$;E6S.L'L.;#%3?*SR\ B'ZN1#2HV2T:J%_$#(;#=7A!<+E#D4%67 MR :-VZ".L$$$M3 _]3S&$6TT,)U*Y()T.:E%'0-"V\1:A[YUNVI<8@U*=A;=YY"JPPF=GJ-.A1GP#]7 M/I
>O5BCV YWV7E'9>&"Y?T0P8LXAI JK700N0%)@/ C1>#1YV"BXW9?A5,M MX)%*IDG=M#SQT.(]]1=@"E<$[QX?'^'?U'I-'\4&1<>R00.<9+TCF@VJFJ-> MG.-
Z.JEJG^PNC/=1]#0L>]#GEOJIP+\ .GKO]4=]"8=31-($SYHC>U.*O69' M.AU,?5Q0!H12S?D!NB@!H?N1=83C2)I9%PWRAW'!?JB\9K\%\V%$?=NUB_DQ
MH\D5DSM>V%09[CY_ZLV)/<\/1)XRK#^O#=*Q^;S($)1E;5NE<&+"?%$.W !* MF4'720$SUC7OJM%$OW!=";WO+,X@SZ0P]CO# MG6-SSD4N1G&+7
M8>."QS36J]>S(9)/-8H+OEK3;J;T/%94+'QI.WF/V]KMRL9;7[VG%F.Q%#OT M,(18=!<=KLM/%3P/9)%ZSXX")D09M"(V6&?GMKP&>GP]Q;)]JU[>74YDG4@"
M;V!)>QV%8VCSS%=U!Q A_:3[)C2P$#S!04) C%LGLR]_1'A_QLU45SU<43]L M*XM3/&%!-=JZLA2#>DEA2DH::,R=.'9 _-1]- FE<)K&!GF6F)F9AJ2V]H\< M4H($,]L[J*[?
7$2A,19%2@NL!3"P^^&+(68UV&(: WC @".RY&,(3#BJA/L. MB\=#D)(A"W04E"^\[,%,HDU+Q2).,-N^Y0RF0 !IR4IJ2VOV;]2,E:R#C,M+
M6[TQVVP)J$8=8FNWE8:&M##N>*.A=.#>H6'(+R.9^?(Q*%#BOQP2UMZQ> Y2 M>7VW6D-?)/B8$L?G-Z6J#;4;!^_UJ_<;D:6Y,%._/\MB=6,W(I2)ASZ$'L08
M]3HGD*ZS0:;N#2G."_.MM0*_%X0+'S4>C7^>CY8L]QJ.2&*VFC_S! M0FSI]D?9\4]H4=,?,R6D %7QMO-+8][Q5[NO^F9?R@\5GOB_HWP$P7_UM=(6
M>8AJ%+VH"PGR]G[=_$WWU &YSVF5SJ1%7B/7'7[YC6)7SI_0VWEHD]-_0?*5 M,\I9 U8>%/R65LULC0F6"5?ZQ6&"_YKOH]1HQFY5&AJ8H>27YTT
M=2#>K*9HDQG@R6Z>+R:O'8:]7G:<3Z -TL0O#%V3Z?,\T-6C=EQ,Y;U(AA+M M%/.1KB,UB+6M*8CC %J]^KQ>!#Y=,7?*SN[Z8F,2KR9=QX+:]6)(^9-^UL'T
M*QX%Q*A#EZRKSDS=;[VC^+Y_B# TJ*&='8=WRW$7ZBQO-A5JJ:%&&YM'B=E! M=VR5W@7?UY^(VZN<;[[/ZOS&UW$@[N-<(&0(JL&>(4=%D;C),_3] ([(R;,F
MNX4\,#S(0X[>2,A@ '@'5*$BW5VO3#E+_KY^[Z=2H=L?#O/?6GV3,P29*(:] MP=[%3F1#W@@74:*)3F_28/%'_.9UK2C?YJPC)^+5O367+B<$)!J=)
($6SDR#F9$!B\.N$#?"7F!3',![K.='54P_GU M;T -9LBM"-T!A 'Q%5+L(D(5J"(2>$?*![,\L^]=F($.*)!359R"_5MV6QA) MSMXQ$3]@7!X9UF8(0IC0-5@==1" O"YV1\4PA-
Q)W>&!L!T>:4%-#M!H#'< MGX]$V/QMEB$+R@T[Z*#8%TWXIOQ;F63"F?Q,[U&8JY"^"\K2'W.TH!A=<+ M*#J=2QXP+9UO!BA*^PYN/9_G?XT<&C(F.'L%H M$%YY9/)]>
(20H/MQEN[-H7Z M"ZFM/L>7ZORA!M@Q_&V$WU/$7+,R-+Y34ZL M 9";&"']G#4]JY' @W)'D2&["KKC ^3*\KH%X!FS^Q(&Q[?KW*_DX<4\ MF-%K>IY5?=AHFK<+>
[/'$"1D8D>9B:XQ$CA!DMC2SI3RZ9+TMW6UO-F@7S&6"*GOWL#W.XP_%N;'=_W02RB1I".O-A"0;'(F MW+M1="M.RK,__,9"J5?$CB\?!Z^_Y=L)(>]#FT$_[.
[E/PU@5CUSY3@J7_? M_C//<7_\EYVDMM+2E//)F:7W4./'A3S:)@,]/T+9:S_"V:42)H3/\10AU-' MFO/W'Y,7W6Q5"X&^\=[*4W+GP;;/CW"9N;\4_\S<]$O>FE>YF5M1OV0?28L! M1?
\'NRSYX>5I'YB/.&ZI<,0++,$Z.JLM_M_*QC?< MC @^4 -A[:FF,9EY;% /Q+EHY!92$O!""G+*?%>/@TFJ;)""0L#[4BD!?9<@ M!7$7%P7O;>HR516.X[%KW]4C]R1='%5<-
&2&@"W@V&84'PL,#YEI&=<=4@L3 M/%MJNA*24> O5%XC__7;F9.Y:VFKMYLA%(O%'8AS@X6ZW/1-K&[)?9[DH Z]1I5]2_CS:RZR[8:Z4[;O, LQ:VY-4(I?$WK[P:C'SB\]M&52
M_>X2(PZ1?7P.P(YKO/""@ YC1V;9H&!F!X,P84_;==-IB9ZZBJU?U4)=7AP5 MI^5 ^/U'C7UM),1WGUM:[T+O6ISWH[INO6#PT,(M4RJ$P3]Z'-
C$@!9KL)HRJ"2$*XHYYZO3XU\SE=-^_OEK_?=.?B3_),^6] M4H$J0M%J6]A%G7X^/(KIK)VI2)>Z2 M=NBLG]6^MEKVY$)
<;9M]3VJ+N_OSFX3L[B@^LB.UGG&)#8J<#R3+L@2@9#^R MD@Z+7T%U'N/5M:@ZCW*G:XZO5JPZ!/G'+<$JP!1?+'F6;HTHHBOZV2: M2!C $$L$LQK8H!A_LV*Z$AY55L,&
4N5LUA@W0KV" A!-(05K5&Y:!7KCI_MGJQM[Q."UF[$-4FL83%.60OQ%5/_+7?%A]Y1(0F^)8
MBUX_XKN*IYN:KOL="DB$GLQ_$:'78NIH=+_OW$PYYQ%AMM785+,$,%%.DOV5 M,T&TJ-C-(]T7%PTNFF'I6Y'-
=87@UE\JM<_J93Q:DD$F+R<+/6\FB8RB0M5LGYRD^RWJ&T,H MQJ;Z_0M9+V"=(*E44TJG$%:,[2ZXCEY MWC:*S5W:=\G]@(ZG>_488XQ!K';#?!_=CZ15AW5
")VN1(\X%=ET3(<'! MQZ&U87Z&DN-0>%$5,H4OWWA1:$6I%X<3)HB@)O+']U+5WP^P09<)41D'DWT> M?(CFF"4_5UIB1A[MQ;'N6@]4DP=K; ^?I [G!J>
I!UAD\3%NVG6KU:W#OC# MH#_2#>T.M=6;P(*7^'RX:]4!-NCQ-R.&[J1YSS'J(D/0B!;;%TY?&D9H)ZSM
M7G%/N(SNZ$4#"*7Y0$[)_)XY@;HGN1NWU@V<08HYX4J'].TA9LO+M;O]/X8V M+: HHO_VK]BWZ?7/_GY'U$(-__BOT"K8;;F#2?VMO+%-? MJW04Z!_B)8&'BVC:5+=IJN9\-
F5\-3T_U6GKFR"&:LBL S:%NQSO;2M MI/4%_U?Y&39HW<1D41-/QF4_J2N-R#?V^.[EK+A&"CE3G\\\8LBG/F!MS>'D
MSXR2Q!R*35,1/]SM],&:SDVXM/Q3FKF$:Q/.LS%:U[K)D"K4HQM$#-[[,_;# M6LZO_3@90NRMV]X;3!$A%]!/]Y^GV+/ 'G[XD*%DH3?TSK!E$4H'GV2#4KD
M8VW+IEXA;/K,\:*HQ@XKW- 'JT[)KE@*@1%,1CI"84N0ED\R[#?R1I@AU%- MRJ@&:UV=KO57HO5Q>0!6Q7<7R3M\ A"I?" [MR[#VPTH1$=Q$AX1*I@62#V@
M!",7@&U+$^N_T[4.B[*.]\Q?H:4Q4):2K4J>1;AEHP'8G_G]_&&B"-,)5!1A M^W*W)'S(\DUOP-/##0M*R^(EQ;C-W@/WF*"]2[SGV@9-)I'B7';[]UE=:W2^ZOJO6Q-&A(,T-0.R8ZR\?
M>#?R$KF .$8U"J^3@6_0V6#PI<=(38]RS[Z.D]U+I0]*NK*5U#C-9-+F# M[H*0&KR*=46%$P35%2!GJ875F_D+,%'.@X5EKUQ\2B[:.9QMK[ZK\]08?W)A
M(FYHKC(",I'$!I5^R#APFR1"UB2A=C.N4L\97>MG27LM!GIOE\SC34K<:,0& MG?MTAML+'K?W:&G95(Z) NK]C]?=5&Z&D E1,UX]'4Q$.-
E\4C^5NU+P\XFH4,0(#SZR1]W7CX*E8GC8H"C MFU)@2AS'@-\])!P1X%ML2*PGU95S\IEH!(2HMX?05"?T,?]IIWZO7DJ%=MAK M@QWRS/Y3&RQ#-]C(8_"-
X,U(/QL6[%9TQ9U_YW+B[B9LPDX\@A1CZFL=6)T MI<@\4I%@]3U%A.-D1\J@NE@V^-L08O4,@9G;(S_>^C3GUJW+G'P53+0PM^MZ M\56G[5-[H*SYN-EGR"^Y(TT-
3VS^=T@!=>!YY,WH137AVR%A.TV#V:#18 0G]HU!*:M(6N.V'2WR^1<,7,T74]2Z!'3 M9;2&)5-]6"_!WV8R3U1IH:62#;IE/,H&2>^\>*HRR2F6P5E-5B=9@GS (24T
M0"F:)T_P;:QGRE!1=\7//U1:B;#+W5 \\BXHBR5F0WM!'>JDNM.ZL26W6*ST M"2COZ.RX[7>'!X_Y2,>*GGW)HA]X"IT<> 6Q.U;T;F_LXHEY0> %H8N0C.;B MY&
3Z:C2S3;W7@.+)D,,3T3T 7H+2[KJW8W0I-?OXS&!ZE^==@!2%#]B[V'X M=J)-=$!8EOCWL3VB%YEVE@)A;9V!NVW,P H=E)+IK+/*8;TV]!7%W9X&Q)A3 MOS;,:QAQE!<;-
))*\RG1)$C6Z0'0QN,RWV]?'+H<$6P$&VOLG#X3EFQ<]*00 M.U$.XZZ3Z MG^>W]WU_O_=]{_UZ]GZ>O9_?Z_>'5XWE6NN:M3[7Y_-^7^NZWN] H[H2\H0
M=51L9$2@T3Q#YYJKT]DFUPF]DR>Y5=S!C')H7;F.]833[.6E0(/@H.>,7: M]?N$?[1GD:IQ+1/AO^< 9AL/X0N7M!M$#SCWBP%\V-W*#K7_MUHNG0^I$'_Q@-'VY65Q))YC/B_A-
5WB$^%-J][4N MJ^2C+9+X_JM=X*W!!=PDQY^S"3_]=KOH\MNSTD]09S!8;U%.;G!*"P%4\>6(MM[$\@ZY!ZK@>%Y$RXH.$/;&OAD5.V'A?*?
Z6^J4WZG[A6OSY>^G+L.)G/(N9=J7 MO3\;Q4"RO!@1$>HO$'OR/+-.++=PI_+X+"G1J4NI!AD:.4U:2$8^L8:'F-^Y M]#Q:A+-7[V[-RD%6B.$YN1VC65!@ER
2;'Y]2:98]2+]HP7"O0]SBRE#*B] MG3 4JTH,$3I]*QJU4R'1ZMG@I_F C(PK7**ZZH\WT"NT!PI4Z.*(I[%RP)I\ M3B#(9.L!/B#!F8UF%<*L=>-M@M?XBA1SL(F='U(YZEQD),-
YHUFAM#L1.TF" M!$3@+_KX<9..HQ?4.A"N=^F6%6BY-+M120GMTX%M5HBX4>;5>=6ZQ'MR>"GT MUA#73XUILJ/^I(=VD1*&!\RNX&:\]F=>&)X7[=.>XOLN_T(OA)"?GUW
MDO!!E;; [-KO.,VT494?V\H5)"VT9!X_3UHNS2;7K@XL7_JK+.X3U/A7AQ!& M?RI/?+;W]%]D_G]ODTN!ZI\[G?>>2.[>@[[VY'(6?VS?!WN('^9VQXE+;!TH
M[(@,YO]TG_Z=33;\FPX3F7\FWRGZ'YK52]IW+>O"K\DC7#-(5&2<0\#?&4I [*L8C B'S2A;;IAJX+19\%;C[SL9*ZDT3&R M*1E:%;65=T?%'\Z,KE5UL&\:M]AVV3UYL^$@-PE]:=B-
%0169^P'O9BB32@& MI1$053LS6J=+B59?4E53<(RS_W9^0'$HT:"X0SA.7GG@H@ABYYJ;IOQ?G]B- M*W$D TZ#1*HHJ$*9M@BA$+'1@]!*B426=LUL9+9
0H_9DEB3"F9&3A9V.W.0';K%'J^L/[A//UY^$ MK(I6< Y#EQ0ZN&,>4,\O 7EIJ_#3[Q(O(\I68[4$MT U^'R/06>-^@U3D=J M/.86MZ_MWGJEOZ! "9,J%.XI,ZS.WQZ56$Q[]WG-:H
O+O@_KJ^5^]LFQ,_H M?^-5PG7BWTIEW='Q^)\[-/Y1:/_+_XDQ;^BSVIQ!HM"3L=IM6H=#W^ M+B25TDS9BMOU+):Q^*"0_;IM MGRWSX,+GW(>OTH??26S*SJBO/<
D<20C[,&[V4/#4!-F[3AS0ZS0UG$PGRG# M"/2KO_U426/C;)297P7_@<+F%@6M^?%XM*?O &74-](J@H?P(@RZ-?,0I2ZE M'36XC5#[B-
P';^&%1N^#:];/CQ^Z_>R\>]YV9SL3$8BI):I$'(9N&YS:8_'4 M#34]T3H8LF=FZBLPV('TQ9Z' S47UX$39)ISU,"#J5U-^YN MM?T7#^!W:?%WEV
@H9VOL2ZWB[@/@(N4:,RVX4XU_RGO=3^#UT64SQP#U=O9 M33VIBW-W8&YZD@ JD:9IUU-S&C # 0U6;[)6(IR9(A^NDGZ<^OY)J<;3>6N& M97T6^0,R"E_^:\^9"S"-D>"
<*DJQL9VG?RD]]>N[;56 D\LGH?2"4AI"DE>5 M=-G"JGSS]?6'$1XBYBUQWD:PLOV^R-Q-RY*Y,R>W\! ?+PX1YU\: O(R\&.C MX;X^G^(A-
M=*X+ID]L&!WG"T)ZU)9G%O<'[U=X?'<7P[U\GA3Z;]VC^KS%G' M;%HT5."6X YCSX 3N8UTC%)+AF:&@<8V_L/AG;W-1:C0L&?!+'H-$I(18M6!
M;6S"'4R)!HBQ2.%B(G'*0VENIFR^:$G=9X?6Q;;@_?4]_I8<1_M*?:"NF9A,W#<<"M'!$0SW*R@#M"!03'] M\N6%P^ZBDG/)UM!0#DJI[VDJ@SB(@C;2Z.A!/KH!
(68)3>9C2UOUW%HJZSEX MF5'WWEXCP&PG4+;GQ^UFRZ_U+\9]K#8%W*,+G[[9.W9.J!\U%AQ^+W%E,_S M-^JL!?W@RNH1S<"H+$=
[3K[E_I@K\3)W&1]3"VWYQ1.X"8;K.";@T5RP MBZ;3A-S.,63:#=J2FFTA 9+KNRCFXQ G\UV[9;.=$\TJ0K877FX^G%^%YVS1 M9.O.=I(@&7>_./ +_Q0%/V4"%_5R?Y$EW-
[49]-2LS,10V#SSS!^*LH@9H+)B?@6!7&'@7/Y1H6 ML0_A>G1<$!\2?;7-JK<73LDX?AIHW7#P?:)!SNOARI:K+""EOA]H1[9\U.=M&Z2BN7TG$Q:?$VT[M/X.06$:FO*?
QJ\@MTZ>EU6"/?;>B)C U/1X+N M +='1NATH ,M.%^)IM*(ZWYFJ%DA..9<_]&RHS\!>I:0?6Z!- MVEY]-BGC:V@\1$EYXPGJ<]0U1,S6+N6^TR+(.ZP M7G@9)\ \D5YP@K]PRE/
@(>P0@^AZ"Y MP1>%-G1WSA8[:.,'IK3MK]<7I[@9WIQM!5E29?VU\E<#9.3ZVX%(L;[NS;BB MU!\ ;1 HSZFCC$"M1(8M\B&K_ZO?IC"FEUDI\^RFFI<+8UM:Q6ZO/[I#V!9C
MU^7IZ] VQ@\Z(I_U@!MD/8EA_)JP[,?/'P!M6JH, M#9=9^'N%*;XD#]_YO>96H IAVL)/:6#64$/6+*0IA#9S;)=A=EU\?W4.)#7. MD5JF>@PR^5DVH#GS=;U\!;
)ZZ8>AH7/&$KO/=O<1;F&E;^7]1Z.E4Z.-..(MC.\,GJW$<0./OJ./6C,C&B8(!Q^%/)TMT*=HA=8+&I2[BT95VX$39KB]+X]" MA>..:/,3M)ZK W3PT9[TY?BYR#C[!.'O[Y M9#%F\
(2\#[_G> UB\6' +_KT% M6_,J"/\K0HU\"F>JP#<] 6,_KE2/TTQF?BU!^"378#.=++&M!]IA)MI&C4O/4@'NE1<;+_1IB7MZWT
MNN\\A'I\)B>_*,H^)\9<.&HR6*/*$$0SQ+@QOO'2[G8CV#7?[65*(M-UO/5 MWKQ1/V&L:O7LKQ!:AO3,T:9DX;\"*8HC#W^XGB/;B(7;--5(B'0T-YUB^<3[22(M! MN$Z'B_/&-%B-
M8B#!2Q2R'AS6"7ZL%6:,/9M(#I9,'Q__L&T&LD R7@*^!JAT'=;4N]ZSH=^6 MT.&WK:'U6=B,^W@_$U:X%M;>C).NPT.\%^?PD7NG^$'@V5ROW1V@7O;7 .GF
M(48;1E'U7)OMZ%*.@?^&.4)BX,1@+_L,#^'Y:Z%3:0F40HN_1WX9AW>MZ:5> M0;)Z[@"6'E"?%[VA%\.:!%;-76<^-'$IWT.6)*EH1CF:FAF,X0"X5IQ$WP$2
M6[,E<@,NXR:,5D4TV:Z>0X'WH8U+;U[KEJ>-<@VGT$?>*$,#]80H26EN?=Y* M;BG2/N(L7->D(1.BM0L?W"B'B;*"OWD$:RN8+Z7+0UR9>#<,HUYUS<&EQ2Q(
M7I2F:K6R%;A"C"&?@(]Z8M$)-W@([*<1RM,LMM\^C,3,U#94QX[5)AB'/YOK M8[IS),>AC0F,*=9'T!5@IC6@+K_@&#$ZG\[7O6U[2.N=<3O33)ZI0?!?RGFB M+Y>W(YC
T:]@.97^ZH(U4SMABON*)M370KKF/;-""@/JC(C4ET1^W$X.'Q & M)R%*7&>!/UWO[J:2&_)X/U^6U^XCUX.Y/@W9\:'7.J,(A>B!A;]N[GL9N MPK:3*F62BK=755U6:YI+!
,Q(\>N3G4Q=*W W1$<<3X:9=J+06X9Y8_:4\3D M;[02F[C1<:/@:.2.'K7+1^CDKQ_N"5"4Q[KX!!%H=Q*<*QE6>%#YREV:Z-UW M,%,<#]<_1Q?Q._KLY==]G
,O#9::.B+'I!%WA*^=%'ZD_?3C3Z_AEADU]GEP M:@RT88M=U=Z,'NJM#J!O/5L' M02W?)8X_ADI[-:6SE5#W&;.B7%-@AMT/Z*$6@+L3(WK<[D!=\K^2Z] J:E!"G1#PBY 7?
+:8L:&1._@C.!86S] M*K>B.FB>H\V-*[@E%,!#G,L#YYH.Y'"7O! +=DA'-,T*1W$Q6*D.99\+#*@_ M35R=$ET+GK9*^%DRG#ZQA"!].6C-?3()R-? &7%P*)J'4,F%U"**B$U[H-N<
MMU@(S[DAN$47'6:"9&4S5C<]Q^F6'/Z0&T7WCA.%'65?8GT(E"<=9:;AI.Y M!JSC;&;T/?G*;2MY9;)O%")_VL9#,"<7!56O'K9TB$C15VY)JRF$E@/)!F) MB[,O"W>]>1-
V#K'F#F+"W%CRITS8'VQ37@T/OPI[FT):MJX35G9Q>'W]3=0& ML]T,Q!(AA8?PB =5T1SQ06K*PX,S"HWHTN:PMU>_N"1!#0P_P[+ ;K>U:LGF M>UJ48@X[=KZZ>O;
<^.X:Y[BWZOS;XO![Y)^_9AOKK"#/6&.D>(B&3VAOJ[BL M3]P8&(VDN.AF=/KL9-HUJYT0%79XR7KF_;R:M"5C4&"WW&@9DM&&9MCAR0)! MQ%*=&2Z-
$$8^/S04Z$4%'K2UPYE#H)?0A1=?T_M" 1WFNO2I#;SQI$8R962Z M=BHCGK7]I"Y]RN;5][$.%&>#W+P5QPQY'IRCZS10PLC"&7O!M-$.V8:J\Y@I M?[6
L^&=PWH+N]^^0>NN "T8AI/O-W,3TG>&25W7ED \G8>(%)\%0VC(,'7_M9_CG(L6Y]EO%ATYZ8H7@O&_&?7#+&8>6Y;@R2)&UJ, $P^6'./7 PG&'5,OQ M6Z=L-ZQ;;?
2:@,LA1Q<,91"/QM<31?2%L@(#S".XMFF9GC<,[W$7AOH M1O-)T=D^"Y=)U1>0 MCM5!(6T_7$K3Y%9?.*YJ=W?WU_?KJ"\D/"VMCC9MC_'49)_[OF2?G&K,"]777(M
3W6)VYL[0'L=G"0FHYLV"%;J>>VW*W>/]=24YN;0&7@*:F&0IPLY8(V[#V#/XF0 :+ M!L/H$'OXH?Z80DO?0/_**D&K8(_Q0]YJUM'[M[XTH9^TSURC!]JZ93^%(F4!G?
JE'G:*L2G,/WNRRNQ+:=X"8G=W5:2E1Y?&D+XB-U8;T./#T8Q;\0^QWDR= MAG$3]%8>XE)^2*S@GDKQ712'D8G6@ N)=Z3L(KTOW1[D*,HB]A/>UZKBFO'K
M($U<#U&0A_#"RWZ[JA'81J5[J5+S9LHVQ(WL?.,8[434W7%_2)"_4;I@BW@ M01C0H6%F5$-H& FPV-G&A&EW5\M!"\47.-A@%^W]YJ>=V"7IPT*"EDM^XZW M[!/+?O2Y1D%
0(Z")*_\6@TA7[L-%*MWJG$[KBM*3L5G#N>6WU;9HF#"NS-0#T< M%V$'0NB'>0C:91!B-\OO@JE]$R MV*UH*FD-\QCIS/UI,
[8T]Z[IC5*7>!%NQ*>NW"IYN_Y:#1@R'0*763!7XHC) MTE.:1-1#+ S[VVP9(R6L4E5N>MY4>:Q?SJ 9_H,J]_5QP2 1GX8RW MX]*W+ MX":-?
NUJ4$!'R=)T6ZR&VA3TW&98$R(#OT0?LU3E?: MIQF7&O8)J //3[Q*";,#-D#:@>&@:&(RU4'TQLM@*54SCBXW"!W!6T=!9DZL2H7WQP.;.G M%%/D//3Y&SO_W?
YU2PI\J5P4X3\F,OAB;657#%FI13.V=N'A=^MUFR?,FPK*__CZ* M".1?JCE?LSZR]6_$GO][';[B2 :SP=>3AY;,7:^K96F87M [^9VZQMGY]V7X M"/]?
ZD$[_9)/_.]_U"%#LHQY*O56K.L;IQ-XST>2B6LM9X92)Z?^^-8#\9\: M2__9Q]]CHBARM4(3) X<()_SQ'G(X<)S[3FP'T5'$D^5A[S$D6ZH9,&K0 M]28]=I?
G=__16(3+,644)S<@GI(%V'5F# M.0U!6>?[NK.)$]^?8*"UW.7Y:+0UUMR3WOO%)X-M6Q;XP*3]>,6.A&FO\2ZR M'218Q);%?:H*
(6.MN;G5FH9%:R7DI1EDP'/2Y>)==D[X4,6CEJ*GS3G]M>[= M #6!PCB-)D5#WC%.*IR=$4.*=V.NZ$F$J@ M_B%""7 9#RKQ3QNQ%3S+[=!KB>[H39ZISP_DQV\>)H>6V*B?
W;!K=A2;*^J< M^_GY<^7L$0TKT]S5#\3WGLNF\K([ZH@C_4GNY-2Q>(C?)A_QC2)A%G-:R0, M!P9W&,+_7\?FAE4;T6H$?UX<;#'4Z=E9XNF&GN_?4ZUZK=K_W$*7G!S3/H,?
M1@V_-IH=,]0&:W![H6] N6C$M:5G<>MR;T+7)-MNUX:&MQ1*TFS^9SZ9;T MI[(6N!*[C4Q?UG-P/4-=RC<*D%A,5_=WKJ_+6?#Y!I2L<\U&GZ[,*T"[FG5M M<4HV\#^-"2YA?
V]>6+4WY2&*:!/=F [%+E1:^NBR,?(J H)>+-5[2=9M6K@ M:"@=%:,[\W)]A"V83WDIZ0V_L&O1<&GZ"7+URWI=%?>0@X=@?<[2M+'S_D MG!L=V)!T@=]3;-
>IBHW0K"A,\#YC2M%-Z:*CFF?6DKF67[,=ZTDZ;UM>KFR>O?'XX^XU<^>U4F:0 M;%?.A1O(:2Y;M\,UI[41MP>,P0]\<2LI*"Y*-38P0OD,D=YB%;C)1'?*W:L$ M1@/-)2G'6;FN-P-
I.%/CI_\J>[SGMD$^L:"6D$H'8L_9..?E$SF;S.-9874'IWSE8M!0\^0T+KF&NTHBF@2]7J? M0;9K$]Q,.T)D:'BS'E<9)UEN6G":W@28KEQ_V:$%QD';WC]MZF27Z70$7SE
MOUW+I\S<_?;[71OL!00'@_&./7_,1G\0 OXO3H7_>-P3:<7,SS/IOQ:5<$\D MKPZ9?NWK$:0>!T8(]RY!+912Y61,-*9$IZ'CQ_L"CFI(D+J\]+"E)_W&,P7
MXTF/G8"ZK3F@8_THZQBWTA#%4=X"M)1'OPXL]S8WL;+H#TA;'BW'O/::E5%- M#=17,VFG$H8]H*6\R2]=FMB#!L]5S5-6G'[$0WRJ+0Q#Z8B/&,;Y^'LXA2JK
MC=C;X&'FZZUJCSMA'/JAH20OL,[0Y[S4=$^[#KWJ5%D ZDX!WJ(/^#]S"P#J M4QY"?'&K&SW4B]9N6[NOV)B'R"CL[XP5"_@NIGO3:WKP=W:Z69,E$8Q)LV!V
M&Y/$U(9(#3#S"ZKO27EN\QHN:"8A$S>] &)IA3_B&IO=G-ILGVQ0B&J,JLF#<$_LD;5=J$V!QJU5.W)=SW4KD/V MVL?XA!ZX=3&'H>5$)TXO,:1'RR)8[LW$>
[42S&NRVF]QNQG+6B_2>ZJ)VQWF4@,WRX0FV&:(A]UQZ96 M5S:W;2Z:AQ@D'I2K-GA(/J>"UI*)GG/I>,5#^)1,XO_"=:861M;A!^"+O,%* M-O[R$I28%=UJWP1E->!EJK>(C$S?
6M"2/:,N:[!)(OC71/0-'F*]+[@'2XRG M,"S215O*#P M70]Q0H$SLCF!BVP:*U+SF\]6CL>'XF=S,PE9.!/27\,]]*O,WQ9<7BS0LXEH $JUDYCBU$Z"YC4+37I. M
WMP+:9R89>#&Q^AO3U+8BK%7@^2"_0I.F-S0V,:& X>>9+ MP%#"^TL*E1<$YAQM&FF3'XYYUI)(LX=O.%BZWXO7"M:("2F=YLIW?>^_]>J M_E&J?IT'_MISZ-
O+.X>YCJ.-55))?H5>ALH],V^G9T9"\B,O[-P5*U&B)\= MK,._PAV$>HG;M0"RYFAX!=/H3%*,M..*[GEC[17;!$Z1NIZ8(0R7/+\M$P;F
MD(&B]11QCFQN(%\S&9L2;)GO*'9+Y]E^[98$\5KFG>)/#IT^%U40RB M&'RC--"N7/2QJH24+'8GJXH"XDYGZ)R13JP[M*7@FI#+=/E#M*VFMBUD[VG
MRZ._HKH^45M<\^EG8F3,NZ"MG'YNLJ&^%Z8DHIDK30]/NCZUOGKD1+Y8X9QN MIU7RN4'.<=%G)LL)5E>Y2=T^^N:%$[;D'['T6,,?G?/#2F6546O/V \;J>9U
M[;@GL$J*&P#J]J-=GUVC)UO=7;D2:8X$S?P-S9!+"RY]5.0:T(D6AP"M]B)#1;P$0WB19<=<%P%N/Z/ZZ+LV+M^;2] M*WAL=88_&X5BY$-Z.*5WE8#&O1^-BL9
3ZLRFK.>/3K_!Z,O4B(GF%O) M0USI&@B[8A6/+(NXPSGLC]ACH3[)W5T[6JAV44T/)^#5 I/Y/HP<3@M?AAM" M,\X0HS)THEQ\]#6I$1'U50?
O\!!M*CM*A7MVR%TJ+IKTZJ^%>6+=?A[B GH@ MDUX-&K%50W M=D0?N_$E4VZ<7$M&K+FSG_^H,=(V'TT_Z]L:DL\@,45GSLLCN22A]>-ZO2G# MJD8\A
I>%,79HE>'$2/8.'+A?^,//_A%$9;,F,(N*(N'%M59UVYKOO!;:6Z+80XV!C1]7O?Y]K.OX^U_SW M.-

I>5L8T8UKTWIA,KJ3>YKR7@S_YNPB$/\TTN>HPK>^M'^VD//]4SL(1,=_*MC\,YL9QR>GU_R3 MXLNY)>Z?&5&?YF>&&<.P>V[YSSQE<+]TQ__1?^;T&F,LS!'7;^$2H?V>^-*
M&.""Z$!#$QE]7VM.%.IP'&_D LVI!?>'G4OWER;W]\M<.F:?I*Z3?VI9],<^ MCQ?[KC46AUA-$^DPX-(Y"GZAP*33@[@YT*T)DB0RUM?6T%!R'A R[52MUUT-
M8W_7D"T9'I=NB37LZD F59L>C9'8=\3PXC;KXU,6;JHVFI1P445..S/F@8^(WA9YG,4WY'&H'RD& M:6,/@D,=Q*(K6 AV!86@V*4I<;ND#ECO'ZKDBTH.%AD$RI M6_6--
I3]&>#H30GW;\L1\I9(:/]N+B35I?/6&L?&1*I*_LB\?YYD'%,\5[3<*/+J*;*%$9 N V1DXC4:96 M<4HH!PRHUQ49*2JD:(Q_*BT/>YW$''IP8H>_4A3B9RZA2Q8S.,IB$6',>\L<
M#H'[40T-*K2#/9BF+QP177'9<,;%D^:F9$)ZY=43GV0_TM$E<3L/()?Z)C%E M/ 1'4OHH"##0U+@*MDK#*Q#?#)3VUV1/H/DO]ML>O2RG4]1R,+6 ?J)-P8E<
MMZMUM^GGZ?:$L0"ITZ($9<*C'&XAI(7[A*] -XA^FV(5,VJ@I3#$S=EIDD,W*TK"'_>/WY2'Y2Z6\OV<:0?SM_ M6XGY6Z.:(I*E_Z]Y2OP?;4'_\/&(I)_YK?
R/9K\7]OR]S]Z:HK^P=5GSAUTC M\)6HP,HZ^-9C2H"?9_]GJZ"N%C1YF76>^VR:O# Z!V.4C>"I!R/)59T5PG8:
M<<0/]P/2=K*,]]3ZXR$A/6I\U&/#%+8PU$J4PNE8VK^5Z8RD11ZL$:XX908$ MBW\>?Q\3)_K*K[?)=<+0P0Q3/C?KF)'\:]O7(]:3/$.K'\$FXRJ.JG.&7W)_ MTR%W0!%^Z9"?
KNXY1;.6$$[^]9I>BQG_C4BMI)3Z[-!9P#M+/U3>@WGI\OCK9=V6LO/726;JLXJ7QE[O>\E8JG8KQ;NN+]QCU"MQX<9@ZM"HEC@R+1I-*_5 D2SBQYS[
NR[K>R_*9U<$S@)I&3:KH@&B^_B5M4ZKL)+P6/;U,BE9 J M6L?=-":$%."(?>VOI[MRCI%7J0:+#S9I9UM-D:O3:';3T8PV^H]? M8MU4#;.FXZN\;PN&3#S[_D/Y^^TYX?57W&
[I)B4HG-^R@+K*?DQ%<\256&?! MG704:$^.#T=A@T8]YK.? &W&GB<^/?4+CY5\=]V,!-C';N:^-]= M8,F+%,=XU$KUV-^4$M']\B:]1N? FH\KB;7Y#),[U2*,K@9;2 3TH\Z@CG:K
M27L7/LOZ9N+MNQG&[X<^6J_8/:R8::4C(]OAIW!9=*"G25[;[E!\H^X3S(#N M"72U4N6:[)8S'\XF]!0H<93C!W5&=>9PAZ'NTR#Z5 K7/<)PJ^/3R^00K<6!
M!">YS2_RQB6;])D70X?V*=I5["U%,Y0\X"[KX$RZSC9W?NB>YTC_K!W]6FN M#0!U&$!]A3L=TYBN9)ILNC&\^\=TZ$MKJ%'U&1):^[JZNXO5!N*9)SI5D0-N
M+%>FZ$-7CR2;1DA9P:R;&;_T\-+*..:R8%]WH!=K'S?-4-2C(G4\'))U')G: MH#'O19XJ6YIJ';'2N#BX=?F;5,W]?]71>A98ADSM @S:N#[^5&,HVQO7:>)3#Y+>
06P0\G/;S/^F[/N=]LE@ M287MUX,*YVA*T_?9A[%BS_Q%UV#W]63U&OEZ7^%:#$^ASXS<:DJ'F4JVZ-7% M-ZJ.ARTWQ!I;MZ0"'7O&4(^39GZ^C8H5O!%01@G(M3:6G)#Y;?
W$[WZV0HIP M=VOCX=25 U-*K2+[?_S%'_[\#TW_X&;UAS49_[I^PN;\EUMH\0D_#]SNK]Y: M0JIA@P;I2\5M$O>_)M2M"S7&CC%#($F/!P&P*^W_7TW0Y\-MW?[;X;<
M;ZS:S6SM-16);MQ6TFFO;76>U"-AZZ_<_;;@4,YDH3_M!C@M_/[=TF5^[H#6 MBB:,6T#_@):Y!_<[N?$ -0^]M7IWT8)W5N#,#,?A=3V_Z6CXS.GF]-J%+<\7 M3#B[\0QGU-
WG5WD(D5I![*V>G>RO&F0HM5IAD1.]$ M"WCS2:@\WJ^*(VK$#I&TX?Y(UR72[Q&A]?(.,()N:8+Q!A@!GL=UL=UP'WD(MV5KI(("Y5!
/DSWOGT5NA%7O9WI%I(==DI.4]41J+IYAY4L6_1Q-\YWQI^;G M/V/L["E3.^M)2A0?\)Y;=Z9H52VD+\BJ&?_-C:7#??F@&WN-^Y0C3E=]MD"T MKF4L(J^-%ZI;'V\##
[UJC8UHT$*==/A>;[HW.?'I0M"Z+;UVHU)%/ 2_.P_AY>DW061\Q&&>IP7P$/6] MG6C1Z2KV20#<9?41O<:2'#\=SS["<0-5#UUD.H"R=)&VB;'(KCFUPO:7QEUZ M
6LP'>L#GW6Z/74]?#BTC>)E9O"A,"/BYWG^>LZ!]%#7?I_B>,7"5Q;-'%)5 M##F@F&W9/Q$*7)J!A^@,H62PA9^CQT/H;58':%[^'UNX:_-9.ACFIKLTYUVA M0)/,6$::Z[6T65_?V3-
;+V)L W:>#7F,:>8"I\C\G"VRK-,D+0^L]LF<)1N MTJ+F(]T@MD"/B%,O?!%E"3F7[E'NTUMW@;I)N;5N&Z\Y6GX^" (O%R[HUQ MX>NU9DL!)Q?/OI]]^EN]
M(UZ831[7'11&/P@D!"#]$JVT^DCOIXO.&>HFST=Q?Z$;7.C24)HH1UA';^Z, M!1QD[[Z;?WV/_+4X;A-<<$Y!AD@]%HPO[Z4Z@S:6:5P@#+<6]#^8*1_\<$GO
M#FGW[95'JZ1SC'Q(_,:$ZYB@5P%0[T;@P/GE 0_1:%E7B#5FZIU-;RL*M>_/93^#1[\ M O^?W*[VNR3X9\S-CK3TSV:B1Y#-DG #))'R3PJ>?2#?GVA]'D&N@9_S;2(U
M"?,KBZ#NDBMF'&@\Q$,94L-<-%X0*Y0_%.C78BB;E.Q4=,1%+B;P)%(8SUB4IJC*"-Z7!GY4!C+QHJ#B?,N"3#>ESP
M\YJL";,B8GFW2I[3EGJSY",_#RFUUS>Z)2IS^5DT;CK:1V7)*@:]A7B%(!EH MU"0O"T8R@C&BDX!PM;E(7_J0#L.1\M+%<_G+QJ3L)/5&[W7OUKL)VR<=ULIG M[X<:,&(]N
482%"$?0Z\;Y36<@.K4<;0N<]1H=G_\$8WZ.IVL?*6ARSS%&>& M>IZ7CIS=^[#6,;/UXH1),,!N6**YX@O0VW)&C#SGMG"\L+3@.D;S.AZBHB^:^'>HP6!.>?")YFE;%NC<<7H
M8PJ7G\5_JEBGNBOYTMG'7COXT[#G0;=?U@J;N16&\N<5JX9^,V-U13V<6SJC M8TP7E6N2'20[#"+I\19B%OOF\U19*5%K4L)I-A]KA08FI?",VT#32K7E5EG"
M@&ZSE'Z:IE8:2M0V:0N7@@4 M;'3R7$[.6 .>9=FQJLX4O_TZ8*Z@T7 X.M#,=*C0Z+M.!^88KAM=U/-_H(M/\9!(1'VG%;MF2C%4]O1 X-4DQFGW$ E.JD!)7MFD4%L59?JCWI-
8Y(P8E4 MDPBI9E6DH+/)V)YG-[>(=WC'[BHR='.-N_)8P8,_S!$3>*4!$GEB_M-1X54+ M6WB\O-*-&(<738X0%+J)\+UYO)V\>9@]R8,J)!.:GSRW-.7AMH*7$E[='MC
MAKABK>:7IQEMOKE\VU47M45!Q8H93>2T*85QTA:1BUK?$2CK<)$ MNIX?M"IYPE9.^XQV8P-/31*Z!@(67.K8KK^6$W+6PV53 O2FQM\GQ^;MR82:D!(X+6@
M$N16$*_!R40PUIQF>S\7ILM"'%'J5'3:A^WJ\]PS>C..(?E/,X-F=T<=C#KT M0/F1LEN5W4[2I Q"-0;L8.K T$6XM$T5KGC8[?W5;HJ],W+]Y'T)^4ZYYR.\ MOU^WDK-S-T9@'[-
M(3AA2^G;L77!#PVIE&F8XV_JGC/S&.\C%.[83RX<6QE2 MZ33,*)N#>*Q>JO3(+KI ,/_I]+1DMU2+NCK25W0OV&@A$B!Q)PQ4)@0A3T!
MP_@'*78\1.:Q96C5\==,+0]!4^R#FYV&TW%M%!86<6!NOC,4"1&MH'L>B#]< /W[M<_\V>?JOY_ZW;E_S?']%S=L+R-I23(M^KI!G['TF2S;.QJSIS=^)]G]06@5
M+AP;U0D\Q+&P.>YB*5!O#@?4ETRXNH6J_8^U78Q$F*LO*KOP$!1S& A7$;F" MTL3E[M\F6?^FK:U)- >@HB/ZD>1: V9YPDO'NX_]\B>MG4SBE[,OJ&@G?MA[
MX,F81WX1^B\>%F$S& VG48]?MB_8?>H9^[BE'#Z%)KR&FK2CLW7OJF3Q@F5H M4>H"'L1AH_1"]$P2'U D3%43>$A3N.06)7:Y^8_C[[??./\?+/KCND?A"G"
M4/"38KG)TJ"LB/0/E:6URY=!O".,97_7;>3OORU&$6BHAQ%H)G+S3>):(C5> M_I!'-@]A%*4;G'TC:C.Y([?LY@%AOD/ AY 71"D*.<(AK!N@NZ7>(B0F8K@ MPI)-
/D(T8*J1D%5HC)8VRH/V3Y;OPF#]'=IP7"Z(6!,3!BVT""/DX> M58CY;M>2M$CB2*E21>NM!@(@01VF.-7J(T&@,(QFL?Z6?W?IJYJ,T4\+MT)4
MOG._S\X?]KR<$'E%O^+U>FP;)L,M*$.;H,WIY@QPC1LF4S]=CTKS,?R<\T._]#@/L,A2.F.@IP)&4 4,FDH>L!I9A_.IKZZ=9V--M9#:>"/$[H_.N50@6#Y3NFA[J"*3S$_5 >8FP+
[F%NU:>I1I)4AZ'97"=98?D=33WWW@]UO>L]_UN_V39_J,+R2 M1AD>19ELSA-D$C#A,E+I#1A-DN1&E(58RY8Y%XE/Y!*_J(LMW;V<_Y'JETGAM$- M,*Q]R6U<6=99[O,=H#7-
TZUJ;JM=[SX]9U!W@7XVC>@ MCMI--=&COAP)_M'"3:[2_G%B3><4WV)%),RW"OO4FJ]0"\/T;5G88,5G]9D MBVA878^/]U&U[HK1K]B!A<#J$PKB:,_8M]\Y@X\YSBF4^6T
/#C/]D(:F/.! M-JSUW*=8:^852$58 TQX,E$K7_KH>L!(>U:[*NGBW6K1I-C+;6PYW#=*F7C: MW"")%=:O\&7\AU4XM"GO[)LIAM*O3T/9)_".E M&%6'V@QRON56E%N)3"
O=*O=9BAX/3MW1G'[NU>A(FAH,VIP:M2N:W0NJDJT M?G@7IB8;U"7-K#Y66I:?Q"1J\Q_^*,ND<7V8MRM=$]YN,K)WBH?@NWUO1>\Y
MTN5U::;LRAQ8(_VIEV$23H1'[3>3CQ17!@#7(ZQ^M\/:UNL+1NM(8<%!CTV; MG>"T$I2>OP6@OM#D']XQWU*=(^7"EQU;I(^:VI8]RK_UDKAZ_-K1;VK1^\[MH^Z@+P
##76I[YB8AUA-_U$#[*/+)(X?EIS>&*-[0 PWO3EHW0Z%_IK$D1$A M4['^_G51RKW[;C1GGCM['<'WXNUEN2FIN3,WLO'S['D>XF/V$SN(#V6S4=_"
M+D@/AYH#OG>EJNN+L(,YEQ\'-"&C#@3RF3[BD)4:VO:38C)B0PZKR<;;U_%W M5Z'#B464CZ+A52FTH>OYZR4 M/S9??75\TLP_[8=7]ZH)-&PJ*>@Y/,E9@FI/:
(#Q9XT%,D2J!3<@A"O7IORA MZBQVQ+DW5K%R_%X,']4)5\^T?7A?M9@6VN%0S)1_DWQC%WB2>2?RR(6V^RV. M%7_JHG[E;W+P;^MN_RH[%ADCW/Z+VMY,_?
$^MRMWHMB,]N%I>X!BPK84C>TU MOUY_/Z4\O\X.?:_7D__(]7X/]96[E7A^UQ"E$]A2D/ OCEOF=(U*3?O6.TI
M_2/,BO[=4K)_/P3[7P=O_P'8QTQ<@$0L>Z<+7&9]!QTG;+5:W4'[%Z)Y4)\6 MV]VA%CY1PL5EJ%+F>].%ZY6#(1XC@U?[H=C;!M7XAR7/[^,G)8,.SW3,-HV0 M*AK3"P**P
8D1R;^3:O,)V+Y*YKPBWN&DH7HQ2E,R1\"RM'Q7R/>XH0T7U@= MYELSB6++6O*M=)=OUC3[X,'__/[R@1 #_UZ5G/T-% M4IE>^H;)C=4'_
5+CV]S3A&:O=J1\G#I;$FD=+U=S+J3?!O.R^OV$?]L,D^9 M3^<_8Y!<-3<(.?.^RG0/HZ-W;T=XTL#UVA]ERB_6_O/.SORIU14^2(C)0RA?
MXV:BI_$=/$36RQ>BHX)1RB]$*7/@P4'HS#.V,P\QV +AE0B420XN(2,Z.&8<%_@]DS@D"5.7L^NJ:D3%)QJ MK*EAKQ-E387XWS_9E?SMSJ/#AQ
)2A]]R1]8U[DYUPIG:_FP'HRYR-<]QT0P MECU:IB,+I]RWG:VJZ$KS:92[NRO/X(0Q(EA2L@5[E)N)6\]19N:$U\IRS,#W MM!GQ1A>-WO4I#Q9%C,Y%Z0V[^.$31]9B6V_<3WP1-
FOL/]\FL>7@PJ??B7#= MV6X<%% ?/^C&,@+ 8<9L13^1^8Q!L>Y!SOQFIEEWVWO>YRE>2UN?+]DYFH M$47TP9[#M%U'.EONB"#\#]JI,H!1H!X=#TD LIRM8-
@K,/Y4%,M)-3]6^_OA MLJJ8NXK5K0T-&F(ZQCOLSL?<39W,1;RL+N(AO"D#VPS5D'=CV4:!3I!8PMO8
M[:7$F>,K_L<^A#^_S$/8H@3GUE],AB<\UV72WT*Z6';8'/ME=NFMVYIL6Y;?5!/Q/_BV# M:1KP;SG1^'S]EXW.?]B%=LU.D\G7F"H:ON2[:7N(];TO&"\S=_?Q6HHNW5A/ M 6-
[Z)!\[ROE)A?+3[*F$[DOHR[\R\H(.W&F-"N9^[QV,S]:"H<.5&V0M\76 MT44ER Y)K%V>4M5*+0##B0 JDN[X6*;[LQT\96IHWN_(@9A3-7V.5Z#)LFR-
MG6A;OI&BO,B&;O!'2KX)3E:UG8G_F'F8APA7@TQ7BZ/ -@BID@E^6D&7+$_S MLT^ "\!J^HDV6HG#Q,Q$6G2DM$_(Y5!XQ(9_@(=8-=9D!2?-0]2I+OIN'#2#
MLLZ!LT6!S6FFV*Y0,]A?&W E'UTJOM3%$6L72KPGX63+YOHV;< M1ZEHV@LT]1U:1FL_#S%%HLVDQX<9!=]E77[LPG=/$<'FMBMF-N&"^LKPZSHE:P"%#_(#PG<8/
UZ?";]A#=#?;_M/^R]=UA3V=8X' 1!ND@5A"A%0)J%HH#$AH (P4('H])!0*5%"0F*@-0(" @H M06DJ)=*EAHZ*B/0.25!!BB2*<"3M"W?F'7%&Y[OO_=VY=^:^]X\\SSDY9YVS
MSEYKK[;76GMDN.V-24! EKU=GI_.&>KGS. +W)22IA>G[#JSYES,%%2!@#M*G&8'+>=$](#B!1GWIO M\<825RM;3,G.FZY=@ SIQ!FQTKX^BG M9M&-
U:LU3H\AI./H<'%X]P6(&VZ#S7]7[LG7[];)FS98G@[./$\A"I20N>D M(=]!UE,/DN4C[+:PO4:L?_S,:H5W:9I?UR**-:7SBL9[;J1GZHX4)PCA;+8: MN0-'DU9G@" IH0P0-
X;.G4A68,%W#E;@<4T'Y0^3N8G**\]O,F6_T^,/,L-H MP!D"*$\TW\7Q.U+TUH<3JWUOZ!JFQP 7.F9@X\PJV3X%N=Y^6?3.7ND5C!VJ)F$R_YZ. :LHHZY3 :"U=
M8PYN(KVK3FV,7FU:3'[Q7AQ1.9L6", M_WZNV"L;68GDV)KEI7R3PTLKM-J%YR):#%!QXNE M[I,OYO)7$YC>B[>IVJ<+$5-# VIJ_96BKJ]VPGR5T?EZDLAGJT76DN$$V%P'
MGI^O!CZB&D7@5G+;K9-LV"3XP=2CZP#H+!?U0R_D GK$GRI(Y!]I6G(DT8_: MT@70?#,KL:_V?/Q2/]6#F;(:0)4&M-+.0.69>NXZX$+R'*:VM"%' MM(Q4;7TV+3/NA
6\Z@0#5#$P#?]<)#1KG%HNK?+E><67/8N/(ZFOZ?V]NB:M ME4P.A= R/S>.&=S095)F4UT:Y>@OO6B N",*:GE+FJ^U\ MJ,\+HP[2HI$L;LS[;QC3-V#DVI91%507,
16VB[O#BF_[)5PMU;1A&X4-7(6 ME0KMAI!,>^A<&LQ/B *T*NHNE*BM+L(CPSX%%&J*H8OCB_F84N06[;+6XI^ M^Y&7U=
<@LOO:TTU%L4W@$H[5.LKKM&"$BT\>U:RFMTX:L&QEM^WE^]8VMWWBV6$^F?Z%SK22X$3)@?9D/9U)PD82%D?%N)F]<%
M'$&2K"O66UYPZFEFRH.YK*&!XW$PM:+\3;I($1F&_PDO/[J_C1F:BY%+7S M'L^EHZN;KX5-F?-4WU%%VC?MYVS QG<\7>8,?O70[#ZG]BYP7 M SM*$^<#[W[V0:CP'-
FVH8*_PL]YH:R\K)RM+0=,Q*U]!JXY$1.GN2?/T6 M!..X--+TJTJ+@8#\PWZ/QVSW/A-T_Q@G7#T)49=LX D.,28IXLY"ACKM4\&# M;4OP@;H=P.1+[PIX^0 TGOX^Q[OFTTR
P\:P#^\UV(M_5DV@];UU6=+BRNL'D1?W?$0Q)^!S4M$S(H5B(KO#!+%*5U]+\0TN]5]3>MV M/';7O!&H0D>1O.#R5!GFOV:HF+M >$NZ.*"?V=[?]7_3?:5\?*9';]OA6-:V
MZ_N5;!LP).C"$.5(OV@+3D#Y,^RF-JDAR*4M-6&&#VJW(4W L_. 6=SLF0E] M%QX,^YO<,Y\=JSH^!74!EB\46LQR]LMI[!4_OIP:,^<>H"Z9AJJX0'W$Q6 MP.=R; *;UC%7
I11$KLV9+__:%&7M M+W_-HKN;A?VSJ_.?Z<;S-I M:_E!NM/Z;SK&7+#XU69P/P+[QZGR'0<"BYU]PP^HM5'OERS=8,IWE!8]-C(8 M$KV#>3\$A?M-
OY@\$L=W.LL$0[8R]7,U<@^P0.&G#RU/5+1%ZO'-2FD#BI/\ M0V@;P/RAN[;L(3<$Y^/Q3O5'2'+\.GT="==TN*W/%D?##,3%AB@(2U3VAV4
MJ\KA)@C)C']HLG58_B:J@BY^D)!7$'C0,4Z#&YYC1#2R0[3+U:1?%1ME/[Q' M:;U2Y"3.$S8BBL_))3! PX)+TF2.FXL=.JTVT'KC>?\FXUZ_#=WV[B\^-IV(M+JLQ94EX$7B^4-1?
=_!Y*P&3B,.G@DMP(2@G'*#"=!,DD/6I65V(C;UTCL%9 MB"A"*>>,^@HX'.&I,5Q06R,F=[8]\/05DZ<0V M^[3#3E\\V'AO^=.G?F:<#F+F;$^$6-J8W]*\8H^=2V&
V.I)F'E!$JMIQ6L- MW% GD2.TS#L\QC'=JCAR7X^)IH,WQ"5^'-\B"_-[#:K'6SA'D-.]1\!T/E/2 M1-.823IT X*/ENI(1H65MH?<1MOWO2V)6.!:W,TM\28"2KH0E.6MCB/98<4!
MZ.JVWBR(G;0X!LAQ0"G-M1.Y_-=5?<$CQ#1<)0K9*B; MUZ.YZOP6@^VX[+$SAWF7M+TIPH]NI.=O>.6OJI?,)'<1O;M.@89>W>X#LQGG
M.L%J'X0Y0YJXYC5QH(H5XHR[PQWH]N3J7*KKA.02LQA\=F! M(X_>0U>D82#X8L@3_GE1BNIJ&O>D(U['7\OEVVGMR3ZYOQM8QZ^GM:T
MR4_=6YW1OHY>.SI*7W/<=,4QY>4- ZIX'1)L-TS\.+5T'B5IA+1CTI2P+6CO M+/%S-J7U'/)(NG. HXL&_HPBK8R^%=5PR+<3D)NJY[\Y' *SIMKT=D;K*1U4 M$YBMT-
L2P^.F'2L;9OM051Z>]D:YB/PQ.G WLK]*"$>Z0"8=5HXBRU*%O4,< MZFU11%_$>67<$TB)/F:EQV<*27DQ@E'XMT!CC(F5]K7 M2<__B@>HPOQ+DK0L!/_%"PLU#F2^3X2
J'[!4O?AH_E+$3Q[5N- 'ZQ&MT+\ MGFNLZ,#NHD@GU5C:*/ZH!N9['?FO@;FP^'YE)"^0-O-(\=;3RGKBU95EGF MN6V[GYR%BN%R"%!T\[HR=8=;>1.X\7=R-@CSTLB@9?
M]1P:5BV0R]PC/'Q8B-(D&0/R0?UNO4&=,RT/=1[#%+#\.!>8*+SG"%D^>GMU M3VE2ZH:%FE.ZKTO83X0?W7NN_!J2QIL?94V8B>)R)TWRLO^DF>L@DHZ!IJ? MSD29]8Y
,'>F-(JFLYJ&MAB;!A@P0)FV"RNT.(7!T0Z;> M+3- ZX:#]8XS0"'7(6\%5I/]/K"L+F=JXT1PYU$A%JGR31ZXS? $4VMYLOI1 M]4C'5\J5+(:+/DEZCS?A+J#PI6!NW7W$"4#>,@;!
[U/0[K72GWV_@:O3WT?! MY/PKXND#5W$)/"'\A8YWNU(;BXM*>"_=[\E7Z%52(5H0(=F&!H^NN38/6X63(MHA+/H*D^"V%)K+'ZIAJ=)%,-
=$5Y6#2PRPQUR+O[GPWU\ZWL'U*3&>ESB49 MU:"Z.*:VI+DZW>![B 8M"F7&:FR OZ?3.S*;MDK?J!O;BL:BF:-MZX>79ZPF MMYV^U[R$'>A<[681 '%0XPIGC@6T 2948V&
U.&Q./S<;62MY*GUSGG9.F&NN8YGI(6(V?;($G"4WG M?$O4*?.YN:!K.6ELHFM [S'@\4E8Y 4&TH 0.O>J97^SB$MPD!C(7A.$S5E)"H)$"8.I3.IKG%1^&^LQAPL-?5
SZKZ:!=IGA_IX MZN.FY(V$V@N\=1 M14\ VIR""JLX^>!2[]X+N20(]>+NS,/RX"00MZ#/WUB6D37/ W6H&2Q M^''.!!*R<9(N[IL\96K)[.KXQ*FK?
G8F?)D>J(/_@MB/7/T%\DRH57 6+9K M5]&7[LZCKT]/8HB*N\"AEM6T* C^29T:6GQY'EM@O8?/I")J6VD;>''V7!O> M8P']_3F:Y_V(6$5TAR0R*9O58R WB]*A/,
I9'X:Y@=DVZA"_':7D=OHX\AM M?7'HG>.(XP-R!Q=/&X9#W[FIH? AJ151#B.3"U%,ZS_\E9=W65H^T_ R4;/4 MPQRCQ3*'';H1ZK*?6D&E)H\/O'7 8WF8PP?2VS)]?#-]A^N%
M3+HUI.FAZJ7.Y4)567ER(:9I@G14+:1?3S8-FM:RXEXC,DTD-A%>H5G?I+<] M/[]O&5N"6_.6$A6$4JX1,2V//7W*T;^K..[B2+'1C/L9R_#D%FUT?X'EEY?)
MFXV)MS'Y60S0J0;JZA9,>8 +X6-.^^14<][^.XVNP[4%D>01 =O%PC@(_AZ* MV]FL:J!5+=+F#BOX_;AV2@D#A'A,\QABZJZOKUT[SOGC1HGMQ%R4Q<2[H;3[M1A*X9U4';4E
Z:+?VOJ1EFM&6HCCNQ)<1F<3PF\9'D!@D]#%6U/!54 O(Z# MX(_DQV>8'LG]EQ[]J!\\/Z=8-TEUEA?* ('07SCZGLS.J55N$0Z?TZ%L>Y\E M@1J::.P(:1M6+V,:"(<[/
=76;+$XC;'DO?<,O[F!O!5")=UR)O(+B%<,:8C\JGLPJCZ3N+IF;<(VXM0E.XV=O@] MY9#OW"*,_M$C0,C+R'Y(4<7\,L4(1] *HXA-L9YJJKJQHB/0P7=,--+)]Z>
M.QZ4>]W@U<2\CM3G=Q80TO'.D<"3-SJ=2-"K2K?EZ9M,U"_S;7CW#F>S]JTE MNDH$>QVSGJQ4MP\'17-BM/MUDE2.<(++/#\^0CT/QS\JIFX;WCM?B.QQG-B] M_6SBTIU7;
[X4?9QCW;MWV?W'GU[7M#XTEH.31]?Q34;^W8) %:QCK:;.^X93 MUR,#BHKT5U>6OD\L_30A"\B/1%POR^^ 'I#XAR$%X6UT_:B)%;S[NWL,T%8 M,AO)]*+M&*
(A%R.U;26Y<51>Y%8Z0.!23)D8>?VAJNGRR\=&]!*<;U]UUY3 MVXQ]_G?(?.&$%5-!?E]8,KW0?STDR[KXA+6CP0=$/!40&;Z02>(W!].^'5%X;W'C[71'J ?V[33Q-A7_0-OS' M 96T?
BEZ-UO+M2?(:C=*VR799SY(1#WH:C;DO]R,E [6YOVEJVU.OI+:^O27BG:O/NDLBDA*J?M&&CLG\9J626DI#0'W^15+113?/^#%;K9C#W[
M#RQFVB(ZSTG9266E/4:PHD@3DU.-,1S-PW[T>Y><^;!9!WU4'G=LCLFZ]O;H MSF>L3O87#X)B$VM)[027)G2(%'<)$$#"U]#PWV--S3:O+^Z_9YP/F<]VTVB
MN=U=Q[N7/9"1H#>ZYA0]ZGIR?[56I*XWR:!1_%7N12$[=VUL6(&7_.T=H?;= M1IN=&X/9H2"6X:I[.J8]BS%ZO/)&16']_?W"8\0HJ13^($FE(![G1H3A>0F;;Z"PN?
O/%)SHC)&AD?=U>Y^2#>,LW&(M-[5+-W&#=];3N0$T(0^[GGJ8%):,=5U^MFG9J+\4^%!0*+3Q #S;PF S"!_R MK."8]M6 YV'A&J:X+6!
[ZF7$NKQW2_5"%%M,^J:DRDO+S^>4+XWD\7,,2&8 MPR:\$:%O_.2U;W;%J>.N< M0^2T]YRRG_'FT@[3%TH'G=2E:*N3/+%9_+L+DX7VVBXE73PD6L&7R"AHA$2 M"F8O-
=+=0PHAH,-K%',Z+O:TYP+>^M=;.1+K%L/V"IPNJF]WD!=^W?53YL 5 M@_E.!F@[>G*" L+1P\K&$*H,4+P+88+"8H.:OETHNC3% "48D!=HP3"F$6[S MH4X4]7P/B7E:
%D\QC1_?@Z=;S%H71AJQT_-2V0/3F,V(^2W%[GEC*HO^4^: M5Y4?B4MVN[PU4>NN(^]0J^FN!,SV 0@^!5/$FYZ9T^!)@KK;V=V^@VHT>B39 MY'6IHQ,<&K3MUZ7-#;
=+\CF]L=ZM^W3*]SEO>#^[N3]HUX?([V[I YGK?;M M0)V/X3Y=WK^("CEI:S\T*KM4(0#//,TO=+,AL9>6>WT#6Y#2V,,'98WXBU:R
M_5*WSP5].9^)LI4]K=B32Y*M71>I4/B@\3QTU;+^_MO(WL!]TU/A1.;GS_Z#E<:P$P32LI5L6 M:!?567R^UM(_>BSYU2KY4?GGC]>N?J]J],]/$6PRSPG ^1(]Z9) M"@>A?M-
+Z#0+]=SJX%-HWQ"'L&#(;\3UWQ;56+[D4G3I8Y!R?JI0VDD 16: MEJX - (J7$^ #&D&B[J>$25EI?,'V9B'&)?=-= L-7FSW=K9M;EQ"'SS/-:0 M+!OS::"(BF2
KJ,1+K1;*'P"7996@7-="!7G06U$* 7Y/7"W84^\=$DJ=N4! M<&W14/5(O%>B\CUJ7KR1VEM-%N6#$#!]!$ M@'N]U=!LC!W=(HMUUE;@7UJN[(QX9WCUOW\1R(*?>L@!R'Y]*Y
MK"ELR%$421\M3!\$EUHVQ9R$A:6^BM&+F$2%!]SZDIKJS@"Y&L/F[I3?5KGL M-2[ ]MCL.OD8X@%?/1]Z*9&6A7+'#.H(U1WB@"=+5=;T[W/DYC:Z$[S]MA!([]'TF7?
X*P+>WJJZZK'% MO \GF'J5@RJXNLM2@S#$%7/-!D85ZC2L >Y3M#L>->4@F&[BNYJ5.$"MON*BN\J?G\Z/C"/<"N(G!Q!SK^NQ M(Q3):JW8B*N-[^F2I-
B0@'R/BI>5'U54[KME(P*V"=R4-"+B]M'WJF8_0C4, M0=C/D_#.]%>TVV6<-0>Z4+R9[N*/CX(E:Y:B0L;"'V*97'J= ;*&)S%] U] ME$,'"?JWQ]2"L^)/;-A'V0WE'J5+'6K'7'C-
D3),GP!7K+8M$GP Y2W6$AM MAG+FI-)5P_%NK^^,:H5L.FESM \QWW12\] XAP#M[B7.FPQ0(?8D#B -VN+VM"AJMSA^K;?$ QU\3X$1XVYU;/+"X&&L;LWM&*)'H
MZAQVVN,*^P!?@2#G95GPF8%W:E11@I_.PH@EG7,^$^ZZJP^V]*"H\B!XG+)E MSV#9T.2]!S))2]B>QS\OB0@B8*3VX\4X4GC#F$?K;GO3K@[/!_%RZI"G_F/ M&["16_ZN-
1&FMQ$EI42[A[G='@O&9'#PMT"LDI]9@8&-HIY6EZF?A": D-M MF#9F*%*^7X(0'BX&:"*9@S%_PL>MUZ?4=DB6-O736B7\6W9["-WX]6+M*Z8=Y\3\;Q-]/^?W)E/Z70ZY5

M.VL_K]W>YP1,:,Q>+>R#]?BPABNKZEM0N@G(S]?B1]G2I3^'IGZ4:?U37.O? M ?MMEZQO;2S@@:2_|.|GQ/T<"OI|<
M__JG&,*_'I9M_#L9'Y80HGW@J4<._BUYG.GFH^BR.LOK-BTEID)(>JA^8.M+^:>PGPL+M08/,Z^:UBWJ>:L MM)G8;CRY/UC+]9^"TB/ES_/'WKW?FM:D99:G*6[IU$A)!?
7^49O9K2:"LN+5 M>) =,)(YYMHD'MW0H05C^E_LX##2S-4SX63(:7IWSYOKG90=QL;6?OLU]|[; M].Q1D8_P\)57&;O0E^*K5O,.H("^&G73\FDF0CYV"(N^$;-^OW#R?
@:HN;EG MTK:"? I6>)_V6.7PE7/K&Z6C@@8_GC; !2PHS5]58'T+CF6 BK7FM2B^5.G7 M..?.$1FZ<$?X#17JP2SW.LU>A"@JT,^/B)Z;?8J5J0@;?SO3-U MOAGI>.S@I1T+R-Z)
(M&;B$#**<0^6BW.Y5Z 87>=(E6W!ZNNDV:/.%85$%FS MWY\S^7A5DK";YTL?<.E!;=ETN[0*?>DZT?=<"JQ3X*')9D!*C?E)/4 \PFN MGBC#/OH.Q(%NY46)0&_^-ODE[]
:B/MA@QP;HYV;1C=OIU&7^8J^Q'N."!V[MHXTJJ:A'#U>8D: MV+#5[&1LM)00@+D/[VFY6JHGW*..YE.)MM 3JD*_,-G] M1EH^=41<_SRBM6E+Q_:CX/@O5X0NB[']
(WJ0/O%.X(W/DCUUX ER$$4RA; @7T/6ZTG 9?!+ MF6YXB"""E\R74$@5ZR<^T1)9D7MU-V^+9GRCI(V'XEF8M%7((Z6RDDJ1N@3F
M6\^\9H#.HR,AX@S0!09H/7)DHMR>Z3@Q59Q[1.4A^+1UCLI"^NO^60D*'0KC&E6[.?>87^^/JI_ZBO\9J?+'97JO M/EY7;5*+*H1=
@,LY*,C^.46Z+!\4ZI7^<=VJ4>B2S/$I[&"=AVSU'WMHEW7T;E0V;K@^.&9(MY+QM:@^RBG$LKC< M#!D.P,LW=HI;(_:0,5D_HVZF]F< M#N)3>P S?'Q-7V'_MDL^BB/"-
<>0;CD^C4>N MW4.#Q*E?F)^#HOLI4/WJ*IZ2D]M@$7HL=<5% MY/#(W.@]UF6T1J4F(?UHD2[#N"-%1S?OW)Q2Z([:^!DZ;$OGN])3QP%/.JP5
MAG+!#+V;;;XJDJ;XTHC(:TKL'C?NJ.7!.-18]::;R>!CW@7K?0$@9!P!S-3A M7) 8.@_B4#?5($<_4"6QKS7M\I;AL:,'XL<="8043HD'MY0*CQ[H\#/_TORO MR)<.UM&B5:
<'8%2)+O6/"_!&SAVM%C=OYL!*A-\V\?U0?Q2,LVJ1NE9FDYCUB#VDV$PR*U$KJK2#]5"WBM2L>7]9VO1\P07\B:1X:\=M,@>T M2S:N1U[^EZ1$@Y 55$':
(X@+;EC3A#DS,"WWY&&5W2*B?0/ZOK0PU94_$/4(V0XCG88,!BS%D?8WE-21T#1QN^@%LP)9#Y!,H15$-1NB3&LH0,CO6F"U%/ MPL2HNB7]*MGBV)LUHKEGH,*/=CW]Q'?
A79+KK>O'!8YLW)(!>2(%H84P0 X3 MD6"116@LLI&A[: =$($W)>RQDQ[^L7K5X5 M&P?X#Y",=6=$M\M=;YK/"=B[4>'2-CN!4_!P@MXCBBBJH8'.0WM(O?)X#[!G
MLK,^"0A0B_1.<]P%+VSU\+AS+OV0?^NR9OFQ;3P^RNGG50TW4R8:8* Z-JHF MV2)S$A<.6X^0R_!(K73(\]!6"U?Q]%HPUIR<,A%R_^A4J1/Q_%TYP@6/6D\U M(/4-7*=O
PX;#Y0&ON$,S)JU0018#'!MV*I[,D\F.OCBP3=F'%,330MAG^@# M$-*E6!P%!FB?KB6!YYC.Q#'P.DV<:Z.Q+4YH;'1TM---*/-M7$99C=\=Q>V* M/*[U>S;NARUAR-
YIH9<'T<+1KGBA@*63("*I?\^*;P)%[[:*;441V A::+O,_V&F?B9JVU+>BG" M%2-8I[84'ZVDS(X4DI;AD'/]\[U,*K'1"GP54?BA27R8M2C1"-@QP=X67,YT
M#*>!9FO4691S%.1SSM0KVG)BA=Z)3[M*WF'U@'8*.QQ+YVS"HP%Y@_E=1$/S MTH6A*AI"@_Q@92RD(S!$&T(/NL,*WJ).?S7L?1GX'5ZPK"&?"NJ M!%EEH 42415SH]'55\?
#QWWXT/&98_G) 1N?%;6:$F]V@TX8@3,3.Q&:@ $I M$]\?(1^&W(C815H.51\J%+_"- 5XIY]8U7^L&+_5MFY'TM[-%QR)53\U B7M M:01O66Q7D6]9R2GSD(R>5U=Y,--MLV>7?
=8N:,VNP8'_Z0+: N&D@Y&OZE3) M.1%$J)A)0*Z;BKK !#SGRGUGGDR^Z(M-Z6%,XYX N^;K"YPC-(M:/A7GO;.Y MVOL+_N_J ?J##*:?>[1\/_?
IIQXM7W/W]]B1"N]Y/'S_I&W_<\'1Q,L#/(82 M@5.0C\HM_BIH]"_%[(OA0#C>C\<=D^V!WIY0V7< >.P$\%] MO]FPZM^-YO*\B60W&CC%!OB%\#;TN5*E.6H/
\1L+A0(YIM[")4X',E*<*H MI<A#LM:%"8U;JRSHRY3&WH\+&XJ&GOOE"_;493W\^ M;OQVNADTUVWJ4?:5R'OJH1IE(+!U?[L $/D^[VO.^ %AY5\SJO$W3\A>$[[Y
M]W_0[T):ITZ%^L[:&YB$[?M@F/XF+^GI^0,C(]U556UK-B_.8/V3S:J_7_WM M'FBL\DU7K'KB]L'?P%-"492W6C8]Y]?[&/Z@[NWGMGG?SVW^J=W>OQ/PNRG@ MJRT*UR;?
_76^C<_E>Q.OQ E?N\-V;[9'VLO28Z:J:9(]KZ[$T7:/VGVRV%N ME(Y(9%6'$:=+/1/_EGW^!_>T4\C@6K:I2W (\L@Y,^-/&ATO*4BL*7E,JY*/YI2,V[_W>&2__\: SUWVVU9IYV0P1 OY
MNZ\Y'IV)> V0=PPPX*3:*JH_-(. .T]N1]Z%-"9K "NZX&!0XJRU_SN:;!(QVA[FE<* M[Y$H#3ANU3H9JDUYE\:^_&PR6\$ER>RP9'72[F/ESSZU7))U;W#Y) #>D9_% MNE"EA,<,?
9KTKZ7(H!J<=9E2EZVFDLR7'42:;<-Q%M"E$4HE?67[L."FBDNC M[2ZH[;EN>Z@5&C)<]\X$25."ZO&S%#P*>0(N+0U@B).?S8AP "YHS:Z$3_R
MLP"'*):Q]743Y5"AX^F<[=9%S]$4C_3,FH"^*F;<'0N'8H6_!3!-/>Q+74[M[;Z&S@(K4-TH'E;I%^CI4/CP6FG!R8'YW89=4.4$=<'YL\4Y TYN0AK(T/^N
M#/UW9>@O3Y4_=F4(LAN"ST613!9"P!6YK=AKF++DN7/D_76B5#MR3-F[;(): M3#J_T=;DVJDEAE$Z+B85W3!^K*31T"FDV5'+>O\(*2EJ M29*MX93-;CBAST"=
[$R=$"W#5T6)N!X=MI4L')8@<_0Y;\N+8I7:N4;92JNX MD#;)ESMDC*ZAW^>A !E,2 UW$![#066G/=)3 ;0(Z&J?GM$KU^H.5NQKG'\ M0[_A<7&_M[V;QH=R'+?
>>"HAA%'./!?.G*#KD&Q4&5I*W297%/,0+M+>A!0D MO<4,E0:)U^\R-"ORE[N;'#INM"R/.6RFUB@,)OT5_;Z(\B=QCYGHY=H&GKF$>9BKR^IK!) MZ4KE8+5A1Y
*:UI7&&U[P&'(1#>.B&(T//U(:.7CE4\??W X]INE<_W/MQ- M]N=48'&")_4;>.(:3SQAY:*D$2OFW$C02:UY'1)VJ9)<&Y8I'UW'M[VXCBM]
MQ,QUGBB>_;"L^M,#UDWOMJZ;DH!JN"Q%TA*0PO3NBCIA,C1*KD\=)0P7-$\X M2=**J=&
EP\7AEZ2/;HY>O=N;=W+S<*7G),AXE.+;UB\H'M3+>0V*>@XM\SWWC=WS>D7]5$7N?:2%4 M8#@0MN0I.J<:>9: N:8L5]U7B 3;G[&V'GGDIFK3$4]JCMSGXA?\^.&;)-;: MJU-
S9(H\59&6IJ8+):(X):&69,M8#84%ZJ5)U*9Q6I[%0*$T^L6-3@5S\UB% MX%@%:4-"Q.5-&J-#S30TZASD.J2(@ZJL!IP2K9/!T$5@Z(6:]"!92\5/0:\84H0:%PB7TITD3
M@XCHE:C[;X,\)M5"(25H-,H)+(9JV%:GB##KGBKMF;]0YLT["_$XA!L:3J]V M'= .*DVA%..&'0_DWNJ?T[&<84.1C!:&SNS?0MV]![A?)P(6TKJ)(QB5E^)(
MD3$'1FGY%4,WD)&R(%+A4 Y@$D[TF7T%?9 MF79V#0%>2\LG;>W=EF\9%H^,VXP>L3 .O)EE[ILHMCMNVG KF*EH&B[6R.=1 M'9DV5@2J00_)
1R2QYA#T8+PQG<*1VTD=?0IPF,O"]!5U:P@Z,F=^[#=*TR) M.%'DW00+18E\P+G"-@(ES>.Z0.BE^ZKA_#$('Q1OR]O8I.(KF//EL>-BGO.9 M;J
K/)>4$W8_2GRSX^GGE;\%^AX@+O?=3ZMQT!G\\RGV"G3[L#R[!1F'UMB)<2,C[#]JRBGHOY"/VDDW4 Y-W MQ-J^W=>FL;K9SQSBLIX8_*)>I:,MA;U3UB:][E#@ (3BPP
]SP26Z?5J3+E8 M$ #CQKU) 0+H]1:8%3F%=;!_QJ[F&NTPH<+,G(+^1Q<^#,@>:&=AL?4^-6MO M_\W*RU]]4_-OK_<[%6 CH9%>F>C3Y:+KAO?(AK&6%IJ"A/OZUVQ9# J*:F7:
M,1),]5OO0%?_YDQC-;)!^RM=UT@AV,*$GN<:]HMGE[HMI;!8;Y7],/;\-S[? M/X&C_@77F Y?>;J*"?O[A3(/RYM'$,W&ESFE6O.'K('70\WG^R\T?C$NE7"X
MM>MS'O([!H,9N_=@C3<#=+!:C_*W@-:?\2J'8J$-D.TGJ>%59NSB M7RG-;K6!:^0JQJ:'(AK#-,>UG!B@X#:JZYK82P'3:_[VXC=G?VOM_R>__E;%
MW2<@MTRB5GB'4'@FW<7UUIZL M!G_^%%NT=5G%^JW:X^ M6+Z/%6R3/'=&BP'*&$NFLX+)!2IK*CC_3//ROYKEOYKEOYKEGR+_3UH/P\M4
MX_Z&AM:"@,HSV4#QWC_52FG3#X?.&&:#FSILVDMBY4,H.((H(N[Z .%7H MJD*L#G(Q>6)R><'XND65_3:OPLQ/W?O.PZ-[ONPR?-:H=59K(#>7*@3%PVG1
M\PR09QJ.&]X]H5]3F=38UK! 2$9MLG=_CMI^CQ8GA9'8L_]]301!($_@EM63 M Z] ^V_'%26WH(.EM@/7YS"\"TB9]Z^Y^3<> MV[!NR"7LJ-4'L6(%]#N)>V9/7*(A7>#2A?
G[>.Q03YL4!R"7#1B?(J.;,1&6 M%3OA\O550D_:]O=:=%VI""CIT,GW+[]E$");:"27Z&"T)32#W^E!C<^2&ZV8 MNHUR &" 6B?6E4ULF)'B!1))1&*?K@,^QIFX.3ML?$9-
LWME&&Z=656:HN69 M>/"%L^?21R<]K]+>OLW!N*G0:+T7#[)YRO8<)YQ4/Q'_$@H"<HO.U;%^;OI.\,DLK3AT,:)T8B>VQI#U0@CE@T9L-G2!AF M8QF&]SF1G_/]U?0\CR
W(O>&NW+/RJK*+Q?X>%GS],\))]H['I:]Z4<(%@*7>TT*X3MG1(H+.LIZ=<)3 MV,ZX)=[EQ8;Y^0;LM)SCKP]R6'($**2T1I@$DN6,*U*&E'3_X1@\L_'J^)V M1F\U\>G1L>U7C%
(^+(CHG]TL;BV<:+513Q6S]!*HR!^CLKZ&7.@,+5!S*:3V MI7KFF&BA&J0S299-J*$]UD $&=:LI])7YBE!2+Z18SP"YM2\K],A7+HL=5XY M::F(;>)MQ8*S\Y&S!5,*'/=1#
<>0W%;T452%UEP[11.P>.[\%- G2_40IYIY M+PMU+DFEG9T\W_N&<4=4]HYF#H$6AB:&%I3>T6KW- ((* 0(9 M(#93H%,^1M>IP$ M0D^&>F1 ?1I?U^?%
<['\T<.R2F45HMF=ZUL?"==P\IRQ MD9[_/#%LNW0.""?)T+D*\%!@![81LVXF7;[+#QRNA>*KVS.-%"_2THZI#3&M M\-.M M2N+^1%HB-CB'WH03J^-UC.X(/)-6"US67M
@Z));Z^# $SMN-Z:C*$*NQ [M@_U@/*ZI 4VVT' ,AR__)AL:YM33(E'^@, \.UO!ND[$1R.A7<;E#A*&W0:; MG82'IY>1>DQ:8N@=,##*&3J=SKV+(5-Q@GPAS@GX0"
MBA"JD"4>TE9@0 B(U%4A)2\%T'O(7*/ P*&T8S5D^8@/\1OF/?$EE=P7;PU] MT?,9U=ZA4YR%/#LZN^P)$GY)/0ZTDZKQ8S&%N>3#K>4V6'3M)9V>HJZ>-;Q)V,BB=8H2;,?
2@Z4 8((X9:>)WY]3"#"_7++:=1C0X$] KO008H MR+QS;AY"1YQC@""T%\/@Q49H*\WG5B#F26DA&G;?"&'TVE<:PY!N?\J[,V3 MW8CVZW5M ZZN9!V2+XLY>9QD*"]=Q?
\5^6+EN?S.Z(7SFG&>(I=NU5G5[U-G M\?Y*'C1P',%T70X^A"P\KJ3=8R+>&0U9GC[Q]=!L/63-/9"O?/-X:@T-#=8< M'Q!B@/Y5[/7'XY^GUGA&[O4%W^?;JOND8V)Z\X71YT?
%I]>0^QG)/O%NU>D8 ME:SCR"&%]J/\$@_73?S?Y,>_!_N=U!-$-/\X'/FA?\ \X@W\YI%3SS6\VEK& MQ6-?B$U8W]C=G"]ZI83Q%D)!:H&G#S4G+]MKY(8FWDM!/K$8P-
G\8T$KC=W MVC(R-OS+9-A?G,OO,>\V M5Y%FP6XX*[,E)J>,Z8G^2=GF3\;T?,B>YBHN>/F'SY\-;T]Q+-2\+=,]=W7 M?HBQCM*>29W!F"Q;_;N.:DD[^4P\&*#_([[?
\"_DVP0J0NY0J!4V]I;R,<1 MMPE 9?O7?HCUN&I1,;K)$BUY]UBCX/6B8'V0B)XJJ=??K'7EY;8D.3;!U\3L M->@^*J7I->1OW?YBTW&E> >IZSG_5_GR&^, "T\^6-
F[^#RC3]HI;+HTGW], MXFKJ-ZJ++)F8ZEYU+#OK@ .:A\TAKO3U>MQ_$)_]\?CG5T,W32L21ZH'^J0% M]N>[Q[M6FZ>TP]+SHS8[X6,'1/XO M,^3?
@7\X$2T$1WYJ6O8OK\J'RC0?DDXWRO/_M7A%BUH-&1#RVF)?R9WC;+"J MERYXOQ(48G7 Y+;L'4O9UOWK08?_96Q&\68B_-&OK*SO_)4M!*:RZ,-\Y;!$ MY0N99U?
M1&WAZ'4*ZVS^V$61K4]|?&>KJP,I>1ODTKON#'?('DS?U%X6N6EW M)5M(; 8Q=S4J^WC)IB[AD=W8T/OA>[7-PT'U%;A(SK[AX5/BQV1NL=YVV!)7 MUQ-2KN\5S?
G;SKU2)WXWT4#\VNZO&5;?\T^ M!7U=\SO=Q[>VPOU' ?#_:+(H_7:JU>%^6_$.HN]8 MM4I.8H&]];&-I":M%PR0DH.W7/!6:A:SKX*<4DV-DY;,Y^IOCQ>K!T\7IIA6'1%9\&
MJ4V]>OP,4$._GAI9*VJ;ZP6D"OW%>_E0M2V(9%$1FS",<$NQ5&B?BI3%B6<6 MAY"D#+ZI)00PAD4^FR!9HS-==0QS@ES'^UE]2,;S9-V/B08]$Z4M\WO>H!LQ15K-
:.&,N3&NK[))VH5\PDM@F*>RRC^%+5DJ4#O#L3!R4[.&09(%(>?!:\'PAM?UU0% M-,*&SAA1H;XA;RJ>UO5J;#A7X?!:1Z[;,*_W<=%T3ETXS.]URAX?@VPH&_3/X
M2Q@@5S5)IF7 AF7"Q=([QH6 4X]FDIC:&N=J8DJHZN2PNX7VI\9L9I]O-53 MZ709Y7B\^JEVV0XVBI7RH[(A&WU>V'WS+_<9H/6-I'0L.8'.Q91/;%\ ,&%#
M>I"YGJ[))/>=^YM=?>=%YRP#=I?KSS&+5?UW!I24 ^'FH)A(47U(^UN3'X_<43N';CIUU)Z3@R6Q05)'G. \#+13.B6L5=J@I4M- +J ML^8";B0CPJ&.+=R-BMM'XP\%
[S9ZWQ^LU_:@;A\#%,I4J>L+F#;!,\"::34Q M1:X/TR;E@M&Y;1D@@S@2<_ XP?1W&?Q%#[&Q*)3:C9XH*8_ZHF@"#(,T&@O MJG&UI4_$\DW"&6F96O
%4^9)US7ZMQL+=_"]C7C#C5Q0#AG]#7D3'7:S0* MZ?T8/B]5!+10(S9%!7LCV7'WS?:D!+^G.A=WM9JZLBX,*TUB@),,$,EF8D47 M'8H!#!F@90TPB>GUXLMPBU? W!!2'
/TP1U$$8\$INA".*I(!1TM0W"A;X+0 M.@RHBBA Q9LF9=#8295%45*#]5K_T 'XYZ.[MLG,6_!O'WY)7(2)_?KP/N3^ MV0E.3Y0'-%PQSTU;LN#SV A@A(B03KQI;F?[8737JP-
"+,OSPN3.7[\$_=N' M@H)B]!$^WQF0S%^C? #L< +&E!K?&X_O#K,9QV"O91ODMT,"^>THLRQI_ 'X M?EM98_GB.[@0]5BFF>^P0D6E\U23U9@:G#FLFDG]*V_?1L?! *.
E'.W,I^, M>!WMOB))/@!&=OW%AN /)-GGW.^E*) J6B@6?N,9X56XF6^ZWC2# MD_J\<*,<5Y;;=+NO]!Y?_\J'>:ILW9&X8\T["E66O<2FMG+-,T#__7/Y?X'O M&D?
PB]JOL;3[^V<_**AGC1M)AH4AA9F ;AJ=O.]7^I+GPTFUVVJ*(N$G81NH M+PJO!>\M;[WHOOR79[3_+;IYW_:KJSOQ76!+ 3+T;QP+<+E\&/<_UKC<(?1K2UZ8;?-V-=;2!4 M$;
YL(Q%R)71"O2VY!1D3?M7# 1X$^0^RD9:;#._Y%U]L6T?R(QCHO0_5M?_ M+_#])MX"4_@N1GDW 0ZF(]IPCJX*W[W07">X.K##MK:SR4F[]5$$N7&GL$.Q M39Z5$D9O EI
092_VAC\H:H;>RN?3A9(; M(;OS,L[RJ13=%0=13OX+YW%?%T(.8 *L=^RBRTVGYK:"A],(_04$N 9;4,#Q M'L3.\T\KRSFF#">>V>
<;'(Z+!*W$_Z$YKNMJ)I<>T!+I@O0!')]GG3C55KQ7 M<\6_VJU@NBHW7(-R;S<#9-Q;8%5;.U;;4IV7%5,_[VFM!KR]]Y-;Q@"]X M$3U$/HZ?G;XI?3;]XA7;(90K=DB+)M7"B3
A(!B^U,&9,MK&M8:_Q]][QW6 M5-#NBT91:0+2$80@H*@T%1 %)"+21(R*="$J(IV(@@0)"8+T$@$% 2$V1*1W M*1+I2I$F+0@I"$I?40P+4KB+??
>Y]YZ[OV_O77G>KG.M7%WCSN^B"<5!TP5W6)-Y/; M!Z_ MQ#'*_ZT<56!E&]_\9*8Z2O)F[!.!3V&Q@JYVN\!_1#[W87?4;8.]%@^ M>H1*LDS&?F67WN?(L36F.*C,VH-
O:8'F]%@H'9I:FCO(974H*$'3FN 2.IFQ MYHQMC[DCI[QNMNW[3S"G[-CBZB7>'B@\-:N2W#&K]X#/??1HT %[:0IZ).H@
M>1!2YR.Z//>8%93;HNL=E"74'/R&MAQ">_:W@7TI;H!4Z=&\0JZEV5*:24FY MTOKI20'W=DXV3$Q:^@7E3QDK=:-#?)$'366E5)L!Z]>[S)_J;@6>(GW,5:!
MDX"39:N!M4&LLV!,>^Y!QL\VM23^P)-8G^ELT%]+/; ZK8VI-D3]S1U 6[W#T" MY);K[L+?5_LD%U;_\2KU5G$UIE*V@_6MS"%&?IM@[R[,JHM)\T90^7*_?]A8V6#OSC
R&V2@COH@T5)8TU I$%GKDZ_1Y#);.,Z(*@?=*P79ZW MGE<@>%_NB_^[\<\/K/V*\"$)8 C_>VZE,DU>R9ES'K(_SZ)%*JRQM.[B0"[; M'@5L=*Q8 <(Q;[VEEB28&Z>K;-HXET<.
[,[_OL?4]Y_T;&N3QIAE#DJW3ZF# MY4":,S ;>7KR;Y>7=! RED&%2+Z=?C>.'H_Q M?^#QGPD>5JH(H"'=N<'R H?H.VZ+U\WK+N=-%8O_"#<9_37
M/WT!8GMC)/,P))PF.%;U6Q52UE-[;O0>IO5J?;)@.(_.\8N.\,C^9%-(./]4 MN#_AU90H0_-IXGA^AY$HD)RB\=^R:F&N]M_S/?MP:J7_N6S^^P[]O^M?_Y,B MK,9, ,Q2&+Q40AS[5-
'4?'IY4\Q]QN2O^MZOQ* =$;P3*O.-\G@.M'5&5T(I.=UI*J>ST<(U;:'G/[N5J5F5*"ZR\? M=:1O9)V+$I5^_#PE?1)5)<@_"'L\PE?C5J"HMB.$D@@51@XEW^(=9F-'352QTJ!#"]EK
*#E.1T*FA% M9#ZV73@[Z'[\V[\7H@^M?=#@/O5OSA [S.J;IBP5LHYS>T:UYS9A,MR#@G(- MI[58R,OE0SJADQ>GD67=(C776MUV]_GYGC\IWE6P]]"G$U>G_Z"Y N42J%H4
M>Q\O2P[7A=_QW#N+^$G(=9HNTC:Q)\R?4GFE%YLB)?+0/V]N D;+S]D\D6O M'X^U?X%O/JK;)\'MQ]>(+!50Y7V838S:B"9%3WQ5]#MTH_8K!\P#NP\ V7G" M\=
<:@J$]N)SO^>A$KXQM6I=Q593=DPP89P= 7-H+B'0B=NSGY#4>8&2TZE%$ M/ 91-DA9DZ)6SK,:3[F>S!+!';61?O*Y03*?/>9*XRB4"JT.K00IRG:V M*"-
B/YUCXB/X0._RF;AUT;/Z2.# M9%$W5J%S>JSRMOU"*0.(9!X3]3X&O,4&,D@TE27K!F=K7:UN<< A48F4:#Z M<[7:DU2#7FL[J>23Q3\$_>*AXBI%7G)=?]^WW")MWJT!0\$?-
N$2;*WSI[) M!/,9]V@B2[S3J.WSN=)#ZK.)&),KR3TH]?JD(C%SPV[1#WPWTVTG),HC&V9W MPR2+"[!W(<58;F>\GS:!8MT-=$0J*(J] CC[5+ OYJ!1%BQ+V[JCBY^>-28-
G1FT39B'"*BJD,>RGG?"9A6"XM0W M30=S!RV%%SHJ!H4&SD[>G344YX[X3*,>(;89VK#L\8BU^/;(Z9?RB@2Q[B%.(MOTTB\W#Y('O?T<\@+LX 5LS?PX;6-
+@4,IB&"M^$"=X&T7[WZ/G#NL$I^P>+ MJY7O? D0:!RZ.+UXUECVLW*JC1*IC^R QV7!'S6IXULL6TD)U%R4@I$$6VR$"_F,YN,('T+"U&Z00%TZ MX>=L#93&
<@]Z3QWNQR)_[$]9]%>O;DBHMCQ@>BCUG(VP_7WSGB8(*^]$;L*> MAB.H1/C?H0[BAK%\&(/EPAU"[2:YX2%73JSJ:U^Z2^X\"T0_#,"?JGNB17:_ M:F1;X;%BI1ZE=&Y?9?
W#D7!#%)??$FK*&)!F2^AQ^4=?<2=P.MF60&+-'A$)%1;>7CVXN2X M/20AW&%N,^2!I9M1>['NWX+P?* -/6.)2"-*@_%_E7P+0@0L[_-]39<:39_9>W[9"@KB3'VH\
M@QDP?!O8A+43X_"WOQ7KI+V?UW=->>TZ7^N$RQ44J?G>[+9[T&G"?1__S-7$ M)]?E9DXN-DFP'4 /QA!M*HUQCTHAZ)2*@VZN5=+Z1@VO7//:B[^?2ZF3Y^?= M+9
R['C^,9]2$S^DM-)L^T'(\5_GU+ /,.SH?#=U\\Y 1;C(:[P7@8_M!D8" MH9=!/*#:V=GBQ*S3_9B&J3F4:KGJK)JYP@O,19XBQ8KYC/*U#/D()EN8- M&XD[N!X<9IRH&C!$
&D6Q6M^BM&6;N6?>Z*]_)MH-3>WS4!=%2&K=J"DMF[6 MA6^# H&"$ -7_ +$M]=+Y4V7)JS5[\K3R/G+C//,X/=X:QX@J%YF! =]AZ#;"7G%NB2,>@V M,BKGP.?
*D,DL.>>$D\-9W^4C CYNS]RG)\3(-T/R01;$WN+[/#=_'2B\-@OA3DW G%%%L;1^F?@\?\ D5_QH+ZR M'11K1< #R'@N GL0S)D6X05)K4ZS\5EV=301:YZ&?)C6.HYR@@Z"?
[I3+=GA/3"'FC_ 0G&%,.#1[H:]629>\:E*.1EK18 M9T"1=GM7A9JLT0Y]O24>>N@XK<[3MO&+1K7@^I+_GKIN49J5.P MU,DOEUZF+N][%W07-
PF<[\T/=G9V4;/"B7D.VX^Y)C%BID=;X.%.._/CC#0P] G+R,L?G34. M?N]467/*&5(]/D%V/EN]^[W==LQ4P&#)[&1+*L(?X,X-DV-84O\X?(% =,T MCSB$WTKL*$(HB!)-MLNA4X0]
O%_]Z%/VXI:R>3 M,IF0[HW8Q57"ZF^]R;ES"N0!I.W M/>8R$\UQ+*9CZ6?3@>WWXLAVI%2?R.,
M5LN3%=$_AWR1SYKW/+G@ZP*^$.DGCB\PJSDY>.]"E[OH<)*$^M\)PFYOCXL, MHRP+DI/W0S%Y%]N='Y!>]3F:C^[47WTOMD7HAD0\YY!50FM0NY,7T8 MI4M/2_'-
ID8ZU=>.4 "KE62\S";,AP >)+0@DRFRRP<&&SVF3CHTXU>6X^$OY# M^L0846ZN#\BA+0R'%N&:*<'4(%7B4F$Z49SO? M.'S9+U^_\ NMVTNZ^.^/"V(W138TWO3TUE@N-
6\(-M_G\@U46; E 4[@F,XF M3%C%R=3A:A0W?[(J,VDZZ5OB'A\L?M@E3X\,WGRM",V8:M3GCQJ M7(&'Q;@1(F 2VVC PN%Z-F%5<)7D2U6P]!X^Y3A0QUMHTA=
V,6[P=KS72& MO/66C>P.]C6A'R5HOTMUB!-2^ %_I4]9<@0$6U%\6#U&-PJ,\4/35F3&R="

H?XE6"R47W:9;PK5VD8;B,CC,*/.C>MWB/ MUF W@E/&!C&B8UY@1%H>/%BO'?W=_-YIZHM*@,BS=R<8;HINM%&:+CZ(UM4_LK7 M^3V_Q^<&:"E2-E%GQE(@/&:.\(!/"#*].
<7%NMV$\15Z;TSL;:#C3> F3-S+ M9_=([<;IT9/QRU]GE#_4N%67J20%^_EZ\.XK381"6!ZIK*^U3T(UJM&+93+G M]* V%E_F[)+U=8$EI6$?
8'+CX'NE$\>NQ4#.Z:=PT99S0AW!C5#*T8](;H(4 ML@^$@0Q8E['6#.DEP6G">$);E*^N8^ S:A;E0E6UQ5^5VB&=[DNU=HL:J:H: MZ7_V[;R7^M%C414(9HIQ&J#__I#
(QQ5GV_<'YGC03#M;PF0P3>/57NJO:[[I M_(BW6G>OB["8VJO<5)MEJ3+UYO%,A

6IVI2,) E;.^O[EI=]OZU:727OF+2VV<%Y9/@IUM?GQXOJK,U-H MEO%6FFC$6PS*"5@BLL6)3!/PQC0B6ALT0!*MAK$!TPG%!S?T;OF>]1L7C')X
MI"*]_KM'YI9]U1P"CK4'LIG7!G''<.-3\"%#+7I64O62C1;X^Y&:E.!VGJ M@\/UD(RT\S/*\;H[)[_##O%025N.IQ,!'O1@2XU:6SVH;[QJ:W_ M[?2;G8%-Y_TLGA#M.)G<'?,*D);1"1-
X)C$,<1',9AQ1$Y(=M<[EZB6T/-AW MMY:)CZ%F&[AGOLV<_1!XX'9#3H1_\DF?8.8+L'.ZKM2>B>)D_N43:8>+>[TU M'3X0\[4&N/UL<:"F%O-1>%#>K_B+4)"^GTR\0=P-V#J+*
[0"+K$N83TXL6Q3 M&H'0/AXU;4JO+V&]1)V7WCWUV+:@?C?F1F;2R 65;9C^I2 M\A3Y5?Y8_#JS^N"?IA#_M*&F%Q$,6AO3^0*^K 4V'L'<4?9%_HA8.S&%3O'
M6(O!JC%LK@UJ!"'+)XKZQ6KL T+4Y;\Z:42%PU)WAMIOW5^VXS?(/*IZ;4, M"I<_A74-ZPIXM.%YO2J]R>@HK#E#VXYQ,9*.W[^;X!;@7OS=Y;WED MW6VH,'+_W0<>P;.+MD'-

@)NPDES(5P_R+;P0R"O,+-"=)8D;.O+R=W$:XH'CK<-BBC,YWX2KM#&W]B=*(@D>VO/E+$G#Q-MH5I5@O&&C'SD7A8Q/T37"=;K%HHFX&]MJTOK?
5HN7Y>8UY+A5G'JB;,8F|$W-M[&.0%![A.HG23<=,6$:@UO3I>G#DC[6?N14P5?ME:B[8*2_K1W:"[L=HK9JV-M[97HR!Z7]\X&9CX-A>D.^C"03.%-6"2F20#LGM9\70B:MQ
E2+Z;L-U@;6?M-M,:=S0UY-HO?XDF=H=?$.CK+61P9GKCA,Z3FZ[4Z4*>"X',$VV2@C-=U-_MLH=U] 0?ZH:)A(S_6=X0E:M,+M2+X.JSK5@G\KS>Y-A"EQ-DEVSK1],!1S"
M:F8%96ZGCDPO7TU~WW4UW%@20++WD.A-*0RW:=2E6H@<>[VSK-M:DY!2\VTAT?_6$3]BCL9GR:9TO@0mI.,^Z/'S$Y=X3%=6U_M1L@>CEVT]G4SS23X[S2)K]
M%$8].>@(+DV-=P)A/P]O@D>2MQ,J'1D9&8J//57XH7L]O+SZ4B7XT;?M9<+AX\M8UMB1^G=L[S3[G;2L^.%A]DUT,0^Y+8C)$A4@I$Z:,)"XUHHU2L=?]%VP]RC
MGCAQQL_P)B5P8]JEFO%&]DE/S%VK39C6SBN(T*9>W\#D6R0T3ZF'G2?[!})>:.YAEN7W=U$$T^=G>$I-S_M@$O&T@)CN@55;9Y8W(55 EW"- N-K];&B=*XZK=Q-
$A,6:;H\]=QZWDD\UN.M:5L%O6S[A&F,*LX22\X%5/=S0AQG#:F^QP@5/SZXUJT{3]+=DDJ(S)N1O:U4 MRR_'PP?S6"B=4:%F4&E)NG4#YPT-\Q#V,,>5$0SKSLE'>$QZ3$LG&
8#>LVH_M/8LZE(@I14,)^[6U.+UQ66O7+H,X(Z\U3G4FI_K,_]_PD1F'S+7$@'I/4TN3 MX4(EAKKO%]1K]45B??=P:EM=5>K+TD.#MPW3&LNS3J4X!OPQ5_R>OU?Q.?<>
M'N(2[@0!?+,>@EJ.DL;?0#PD[6&;%[%WC!CM'L,>'\]2#[5+96.]&"'2C0?U2ID^D$GYD<_#'E$(3SC9:CJ_4R.T@5Q;6=0<3+?_>^*EQWL2=K+[_M6]RLPJR5SL8F?+YHT>U?
$OG_>-5X#D\=ZEI_BVXEL60:(:.4[QS_FP@>:;N,_MF\0#=^"+?]S#;+&]]YXF&XH(18ACB["ATC%^#_ZB\?\G?!#T,,\;;2Q$5
MBC&'<0;^AJCP[^LDM^N(2+']3<=1AFH^6#8LVB&L8E9.YG;H MW0 BM8/@58]H@@4*WVD(Y=_ ^T=5^T^C.[*!H_]E^NE@%Y4]7T<8=A__/NC
M"36X;64,Q>1E()N)8Q>_]G4BV%9T>LU=*)/;]//RYPZ-7K;)X>T MK4Y0L5^FS/J42#X(=ZB-*!%V=*0=%%KR2;=_-8EC6NATFA9;7"1)H_IO5=(! M]WADS83YOKLAL9+,_])W!?
J>4PD^+_?^[-8:.AK=*@%^/U=-OZ#IG-!69M,'MJO31M2:Y#]%R^,6I)RR5'&_%FTA1*;BC%8=AA<784981)*;]>_*N!OM&IZG-M"<;M1^UC:U%!]RR+QM-
OL#;UM<$0;'GZW#R;SVJ/;3+<@@]E1O6(@I+ ZQ M6,@2YG91RLUBWGN2*NU:!.$BEJ6N8.5M3FT9VE/S#WH[-9',T.1\WJ'9I'-MJB=%+"7>&HW'D>& -"7$LADD&.5ZLJ^!
[Y#Z,'-WP1($/?EHK:DHCS?3CL*(I M7\KW"C7>%ECNS:C'+VPU;?=HC05>XHWU)@(746,3+IPD#\[#(S H$,Y@B6%+D-M)/A1X/>\UX%CU9FHEB31CW"UZ-
=WO0]C:18*,"7+4$R5I-*C'6#R-,/&41DQE7_YQPUUNZ+?0W-M20)F3^!.H,HA4YOX27I*6=%//D0*5&N!VV5[?,A:,;]'BG>]5+K%H\"8-PSEA=N& L=..6"G5E(
#OP2HL=_'KOL^>26>.,KY7RK(OVH/ED'R-M0H(/S^AR:5, D:#H%MZ/VN-BT16EN'VH7P@NRBXV5Q3^..1]'$,N6HUN) ME.]OR-.#)CL\W)UW?L]_?"UR_MS$S=%=\IS_:-
)7#Y_%B2N&;*'F^<,EM[MF+L?3%\P_D.B"0TUADU[51N(':\&_A,#BNBX&K]75L^3/5BL:']=9I&;A?$W">0&YI--6'1]T[JM07ZM>Q28Q$7@$>>=TN;WY\ 3\/MCCE4A6W:Q2+
M9[3:##W?43=8K97XX$G-Z+'$VX>5-;+/GE3J;O_K@,2V65*5^6(V@&9F NE1 M- +<2]K.7D%LI+B;N'-A"EY_XD%,3)#,-H<2WQEC5HV H\">@<^)GW_]:K=& MAY,JX"V;L:/
<'$96>_9II!,#V4RX MM[.7$MUXNK#3;>=DFZ;K*?>4&]I&@\;\LR$AIG[9T3Z3OUZ(/-,M!0I(?]I$ MJ=KH(T+\Q#V,>5$0SKSLE'>$QZ3$LG&#8*WK_=@?&_M;&>7-
9$:$V90"@UOS5'KF5*;J"8G:1MW+ ^Z6EM=>];RY#F8>YQZSUW^M9^4JJ3VO7X4;I:Z /.L=$C7+2:MCR9Y.>;2*D/=\H$DJ"&MH0PBL(O9])X-(MV^S[!%HI4>H7?
O1Z\[#Y_*YKGVI'U\SV9 &.^(^XK(OS@O3.<%X8.!>/>-MN;L;6<@(M@M-Z-)X6WQ3]ZKK M>J$Y\Q'5EG6, 8!LPWK/R(GHA?S.J4W?%L.LOU^V??&?=Y_Z[JR77,SC#I.
M/L3S9WF(*U3*>:C#_. C$H]7N*YGG^8R&8*0U57Y4W(P)2_=KA7[],>VP;&9 MS#B55.LP-$L#]X7(OPES0X]/7^!DWY_M[ZG M/E08,K37_?
ZDXHW^/6?;'_A);/OS< $+!%^3.]19=]G4)9$@6SOZN"/-68@ M,*Q-Z (^]=^E{)6SYY.MXKL)E/$_R* ZOQ>3=^2^_MT/P=-[WO1X]_17FP?
{O;CV.5=2/DWQ<9IC4U9WR63E^7:I%#I@1PN$BW-.8 M468.H-5)2=+72VY2^]J&F7 =Y"K*R-EY_IE93U%14GS'S_?^X:4[+X35%NH/
M\33C=N.,=1&W2B.HLF\X;_W8LDE$VI#=USC;>QHKC1#,^]= M;GKAJZ\3)A^K6R++#F\7OZE<<.W>S(46 PV,*PV@M(B&A_>#DD&YH"2S(PEL/ M-R+I+O9M7A*N*HR8-
H2H5;'WQ!MCO Y^,Q^R^ZX?FH)3XE4CFG(3,.L74) M#N /@<>>$6DS[8EE=@D!WB3LM!.LI6KS6#V.#)]$/C;OW&=,;?I%YX^-0B MVAQSYZ7AQ_ #84.F,'E]^UZ+9IHM-
L$,A90X%A/3*KL)Z^R3QYI7H7CCX,9E M0$RRIDZA3V@(G-&BQ/-&NWS7_8+F8]M'M10M$ MP+)O'$%'Q>N@LB#:>#$]L XI^09I)ZD MZ?@GOO_URS8EQ='B"-]Z)5,)FC
Y7#NJ++A-#AZ["=O]%Q^+.U#?CUT!30)7 MX!BRW\76EBEOG;LGB-ZV2M%F262$3J&%Y-BN;=D(M\MGX/++<8>(6Y'K-+.'D
M(6@EI=5;1:0 1KN(D^4]^+-8$*.P8^F7CPYR7M#-HW6/ O6JKF2W_5$);/H&0 M;R2(E0;=6(98C0&<(%862&J*HA%%&R&$]R&-S&=F>0F5VG5:ZLF+R[\-M#\O M?
^WI:%84:DY00\]@G (%W#]$/!??^\ M5-X)RL"5L6[:6L+'KUQE9R+8-QLI":Y 8_%-\Y6Q>R&V!Y(%0lC8K&(>:(5;SME!C7_4#-(QV? M_Z#'=.V0K[_O(X)2^^FT3HW&#Q[^V#
(+/GZED\P-K4^4\58:?I&%+NRE^]@M_MY*#;,@!"Z 3Q!?+5VHVWU7=28(@>6_=_>#N8+5PF(4(K#.0Q(QZ_\U^|J>QT^_M$;_,9E]UM=>*5CV:#/%WLC=ST!DU!?K39?
QSIR&5>++4P_O=HX, UL^O|E> M4OT-FJ#]W#X28+:.5HN0 VL_K80C]J0[$8*@T=[;J5HB7G")Y6):W-N;OY^1 M=1WW]_X+J'8K?R]0:WO;H+$1=X.XDU,>P|/YG[.35-""?RF!2?
<&D 68B>50E6CV\&PE6?O;QU2-+JZ3G!^2PHRF

*%2)E90G2YS8C?!\M8T4>DWXD,_Z&^+*F_#06OEPY&?W_N5M*W* M]N 8"IYQPK T@)@G%2+A\G20!O*P0 *2L"A,F%$@N0NFYC.4-CQ>@0V7:D%O M^
0]H^#W+:M@P*NU:77!G)F:8//,A+6I-N4D7&#<78Z:R5B\',33 M1]6#L>T4[Y$.#\K E>I>\B!_JG+6$=]P^%D"UP8W+ +F>RF- DB#2!]>888A MB2,&A6!^&)
(,91$UT;@7<3.OJMTR I]D(P^XXN"IS"EO^Q*KUA?=RE:=-0FF M?S4T.B^,"CU%.AO 9AKT>%^< >(IK%T-U>R6/7>*TPE*CC3F9;S,JBJ=P+;O M(]T,>NG)O*L;^H:OY
^U*AE:,1N.M_6B%D*J/RX/WM!#7@ 1"A#$49K"U(_B MB/MARCRC0#8CZI/;F6V1VXZ%IKYM=P TM!K.,#4]4#M&RND\0 M #1@].Q@;#. M#\0ZM%_I&&P
R^G#K\D@YM$!7_@S7ZVY:B)!VW,0(DD0^8BHVA%"%02.H30A M4I0%?IIX(F*9T'+>'QU]8N70T0-,@@:I!(=0C*_YBP4T6].'LETBFOY%]T4B MVEUS&XAJ=--]4I21>^[#=V:
[Y3])[O",^_1#=I,&3DS-^^]YD^CPYN6V5%W;_MZI?K[WFU"),XP]JO2XI2!(DY6$+,P&3D 9A*$CJF]D7&C0G5AR[D42*A2;5 M1CF9>R[[XH/0QM#!TT]R\
(Q1F:ZOP$\QM:%@<";_ H=BK-;$@80[-L/]I]> M=B0I0$CEA_K6EHI1-^HG[+663C@^O<1/(?)"^8\TS" 1++(;8CR,2^@EC(;^GX%=#<]-
B=N:9&VO[F\?1,B_5%6B9W:GRTC=BFN6N MT262CL];3EA[E>.82U!/G=:_B*?1HKO5.%&_G-M,*NX#U5AQNXOG"N MBCB>)C1OI<:S A^48SS_AO/2L)]YO<
H(@DF!.81):I/&8$9B1*($\PQ\SE%_MH6'QMW&"DZ_FMJV%OCWEXNZ4N^^G Q5LD*,>]5(_R2")?]1R"'"8>DDH#QT)-MBXC/683PHE9-7>?&;4O4$+4COH'/CE'3U(;.L##4B&
<\)6-HN*QZ.Q!R^O*V MBM@?I8fM0'"@K7#MRQ+8E*J.A-6M_A%>2?>=K%=)"92!.!4::T8Q#XD"3R M'Y'2BT($]F*F86G.HX0FUXH[6?##4TC4LEGD<';VU?+G$9FMX(VI'\
J]=1VF M-BZ2JV*:QXG,6U1S5-"#XIKC3]OV"%&]+OHTS0^CE]@^[OF%/.`JlL2/8..E-M(0R]&>))$&&?)2:W)X$!%!LF -YRH1^%I 7B M^)J=
AK#W;1!94L>:.F#Z\E0T0_7N;YL>OL0U=M'56;D MJZH=>]O@A[QL'^G,_ZC>7=M:685H?X%SEJ^^UNI^05#?XXC',%,N;A3Y",(P
M3I2#)HYQ&,GA,ET<.PF'$VODW3)R3:\S>7[)&5#MSA1]?:TSS02=5]ZO#KN9 MMF^[F37,@"'#PY9F32;ZX+E-US/%V178G;3FE^"VF[2O?X1)T]];7GWR[#:C
M5YU$HRU]4H'|K1HZ,ZV"4X*VW#7G):0G3_@;;%[_$M D@0;%32H#GQ5KCE &Y9V%G0-CX$ M'2SUG J,$3+;M2X&QQCO8""N(T>$#L59/1,&,$#4LOZM%_E]^UZ+9IHM-
M,,,HB6"0B02B,)$V=))A*-($(_GF'F9R2W=9N2)+ ^3NU"M@J:UW77,%O96 M?KWE:R65V2)M2%PU>13NUN$!WXY6VW;<6=?4@3C[*^?P ;OU\1>>WS_4G%T_
M\U)NTI_7*M"@Z6[,6=N[]F9=5S5>,,4T-T?D3;LT+E>-AV-Y,LV0#U%*&$Q5 MVG5",$W]6' :>V;W8A=R-/D%VK;C, ^N;0%>5(UW*S:QZRQ%T^]K.U;#F MF05?
E"W2'25\@DG,H1=&&414GB>PB @4*/9B%/H^B34C ';&G5Q?]7}&>57G M5%H1O\I=8UV:'Q-VD8A1'&;IG\ @CE21-Z;R*X(09BE0@=$ +&AHCW?P**OQL
M$N05G0MD'M>TU(08.N7LIM(HS>) C M2++9CS99><<#^,+7B\(_F:16?B)67_M!9+[']HE\>52Y*QJ7-?NPQ/>Z&10G!YAX!4BZ4!$&BC+T=T[%=[0\5)5I.--/ MD3@-Q/A:
<8:!V=K1$Q_|KKAPE.AP5DJKG(;3H\Z6OG!6L&&FPOF',<.!^F9G M'R1S;4&]M=S^;YZZ8E35&RZ*LFN*=H>_|^K]=VD.2!IRKLN7CS5_K%2=*E5, MNE@NF_*J5,&V M">7J!&&
<$(E\$*H/0@5S#+,uH%'C"-_$<3,CKO-Z'MKA$@;=CKVR76BD'3(*7I9BL(LI3'?or*C+)2S17P!"17R-!HV\7T83A*CHK-_ ME-DRU_&MKZB;+.->H5/.D=Y)!0^^O-G.LM,K$RA-";
<@RWK;QTSS?.U9L<\L.@O^E)6AG+M[SXS(OKY_M&-ZG;P^O' MVL!6/OK^#*;RJ?L,\%G^?^^::E7K[BUZ$^ME9#$?1T/+8+X8"'-[^7(,3.WE
M42%MS>7C@\)Y1+8^*M6$NUWU?HC7G55\32956K*]73.44/ZD# MT8(1D2112Z$,_"2-5QM^#A <$!JF?1!G(@A21Q8K?]R/3G4DU?R,VM#[NK/VX M#YC1_M"W"=-
JAZZ_<;X"I"C^VJ3"2AL*$%SE:;?2ON*7^@OON32MV&\V$WIV MTQ3 VM9?;1A1U@T8L"U^9=VU=1DK1L,WY_%T+*@OA42SFKKFU&?N8R^%32'
M%?/MAC&W'@8^_2^<%G(3>OFX8[QHU8RP?@(4UL0DH2^83 BZ'G3P(V,9LM\ M0!/T1*_DV87ESSE;2QMA5'XCH^"|>%9FP[W< MB&TUD>6R^(8E_]L*-S@@3&
[[&&;$!U3E4PIF",H2.P32I$7/1!.80K%=E:/W# ^JU,V0#/FWHYN&?2L#RA#LAZF[UKX SOH%KJ"K:! M$;&>@6FK!!H([JKZGP!)>;OZ&8!P4*W/Y%W+DT9>X?O[DKB]]+*5_Q
MQL6P\.1K7L9>9;@4I&$/H-9D;!/O# D:6C6(O4,P8DW^EWR:E7T-;Q _M5RR A@?3KE[G,-0\%##A$OQ0 4X+(MK&MV7-#]E7KF:?.@MKN\5@U6MN>U)L0@)S3R[*14O5D4
M,S_V=,.ZCE*8^O)3T6S\2ML&CX;Q7L>!&5^/3L0U6XKFDAJ%@(U*PJA\97G2&K#>[&-N"U) M\,F=N/H)R0[$MDLI/CW;/IG)!#XCV4@N[ZDW9\O&/1=;&_@H@!L_MVA-
'!"WCK\\GELOS MZQ< 28F2)1* 0-J]$SW=+EM$9CX4$IF)O.0BCU;<,[L1WI5< 6Z<0(I MJG7&KO]+0Q^0>;Y)O(BE5[E>[!BN3M'+VM?DFY\CW^IRY>*ELM2X7<2@/Q3V=
(FCQHGZF@.YO%'M[%7N2UV[7G1?5:[#,HE5.*PND59\M.&!2HGY@P M_$<WT_8;?VJ."-5?Q:=5]:!.\/>;Z2,()\GF"(-M4LY@G@84BH(&89RR.!.TRU8T.WIMR!M]QP+3-N!)1
M0#6HQ[&AMQ709B>T=_]?^L^&KU6I£<:T)9/T#+Z M[_T=@'TT%N17K6,]T%E./CW6D-UX0I4O-_;B6MVY^\Z;+!?O6(RV!!BC!$ M09!#:>]K'@$IASA&%&8L30(J&,MP9#7-
]1REB,+#3'8[B.R0TC8CF+8OI')V94Y=&Q'V9KS3V@-L&OMMIBO&"8XN05Q@^L?@'64 M=>=8!@4,TH1"E-,8 M%@QSB%!$&$L1RTQ)W1V>L46-:L<#!\B M7Y"]<1'YV3(Z?
(#43_SPLIYC,^-MO5D]\O4W%6E7Y=H_R[=N;BC.PRS."P23 M(I#V2)Y&L @R!(,@#5F1Y"**+&>L#E";/%^DH]U<*G3$+=L5#Z!E9HQX0L!. M8^Q$/Z ZP9A5
^E\=2,>H#1O%^,OD5]T'S9XQ&TWW^*U;F5Y->Z5AR MW\H*L5RB=>]W_]:H.?]!L=K0YZC, MNIE\1#W>R&,?=]O$UY2NMYS=5C,+:L;K2[7)+E7C=
=%=YX!4MN6Z9T@![C&E$ M X%"F,5Q -!%)"-RY$#!"G%(2Y F/C8;T..*?V$?0(7-U5NO!V51>P#3;.MZ!-"9'GV#*"#CC1U1'@@>FWI,$4TA=8/ WGM2*^MQS2UV@.3'0U&D9Q_CD
M>D4Y9[J5TW>L_)%OTM=8EW3#>]Y(O:\YB D*4\A0),T)&F0PCV@$HX)SP@@) M!<4V&L>0[M27#Y*R#M:M=\3!(U[_%]_HTN)!LW7+&*8AJ(;!3/]0648U6P:: MAG.*A;;.
<@=9CPN/44T[L7V%-PVISAOGM(/B1<#3\G'7/ I=U-GUA%/YD"I9 MLO-\]E;+DC[O&Q#P.$XB'E,8,IRJW&\UC@^0/V5IC&F8L#2F-@K%COS$>]6K
M05;Y7P]5:6_#6()IDBF@\A.GW3Hl/I7*DZ:9.Q=V-+WAIMINCNX >$M-** M^,S9$2[O.R/<%K,4-B@S?\NF*?Y%M?_K_RN*Y9J2?@MC&Z/,WB,"HRF#!. M(.)1#C'-
!10)+9"T:$01AU9Y$L/TIC98%'6=-Z3I@SX#EKD2([B9J12/;-CI MD"$@)HAR&LKI*XEBA-J\J11FHK](J#!\S#E@CGW56]:\ZW6>V_8ZG89B1(B(P(S[;$Q%81-(&"<(@X0D.4RZL;!
O M7$V1072"AN((:)8L/1L_N!M'7.9%TSH.T[$'%'!M5^XK<(2P:E;7.GJN _<$ M"LLK>/ZB-QYXFCNFXP_&Y>CXO;EY(H+U 2J5!\?^Y6**6V^]5:S:\XU_=L[M&(;U)>8K3NZ
[1@!3'*B\M;!NN%EUT;2O/[$ JEAW38=2+8NV!X?Q8343!OP M[0@?!\+M7[!\M-=J=Z%@LRLQ6YV(O>KWQQ>-J^>\@^+*3TD#3>/N]BH?N,=MUU ML=>M,XXIRE (XR",
(&*H@$50<$AR3$,*RZJSI5^Y0.1^,Y9+EG%SG+_H@!Q3QP8O M?ZJ5ZYOV'AP5!%-> !# 0:0!1$1*(.0U@1*,'I) 3A-$KL,H,.$YM<:7_=_.!K M:?554',@!\2.!3N/=P P,S?
6#PAV"K>C"'?I$!6/J.QE@7#1/GN, H5G=P7&! MCWT\@R=<+^[.1B6Z;]&93/RQKK><+0*<)$&J6AZ0:$;674'07$*DX!D6 0B MP<2PV=LXL!GMJ_!8&*WK_=@?&_M;&>7-
W1]WKV/R>;MNOTLH9EOV,<$?GFI/O[$O0/\;EN7%5>Y/H]$38F5MF!| MA?S?G'UD4FN4HE1*Y+JN^.:^IMH%9-+ Z\U'D7^3IB2[_47E2G?RF_0#U_Q. MFAG\?O6.JS;L5,\O4C.?
=O[:Y!G+ QO02$(DE4:8,(B#(H8LXVH(-PTXB4WF MD+ZN&%9A)?L1I_P7T8PYO@)L+,GW4COX]/DC&*UKB9=>=4)K4 M.L (OFUE9*F)Z?D$[^OT&ZRT+OA-
8#"7VF<4R1G+^5!9#$$[FLY@^Z]"X M?57I$*#:<]>,Z67K;TOS/N5_O4WOI$;4;.PZR%5+Q *@RC!*0P#SB"%@@*2 M` F(N(@Y22F++*;7H[.[(QN1A #4CN EF=UQ9[$!WQ7;
<=)X#+ ^O07WO)HHB# M'5.@Y4H9'_&D-C=%; +4W5'M9[2[7' M'M#\-0."&@ZEV@-[']>TND-.5\F[^4,S6L0>P/PA;GL,^7+!0MAW[!>,[!#
M=5D#5@K)!U1CF121((83)O=;:+I2>^:_HB?8=2#Q*P+Cf?R8[" MC(B0P3@,I>Q!6$"<9!D.21CGC&(D%9UET;Z+[/:*S(/LI?X+A)9>N12F'.* M1U2^ZN@!Q:>NTC^2* 3=?#'
MG_#5-$/^YHFO-\]W\LVK/N"J?=^3,G46+&0!252",N)R#R92$Q5%%,!8$!(@ M(!AJ<8H!),UUCA/^96;:XQ",MY@8WP)^RN"3[RN.>\LI>>N MC?'[+?\'Q^L/Y4^^^",,B281
D&,;)36P MR:1081Z--D!G)SO5V8@]Q=#0OMKY)4H7M/2U&Q.0!4* ^.XL$K*,:]+_ @NC?=_M/8!D%5\WEWD@DFZPR&PQ-U&Q.OMT/)2NI?9-& & MS&!+:SM-/A$%&
[SOV9@9,"Z\E@G(:'64W+26$^-D*G)7;A)-O:7V]8+G_'M*RY=+:7*1,H%BF$8QBHPE3)(>$2AM%\C'F-.LRQSFE!I2&=]U:I>_2QK%:T1 MJW4:KP(;_M6Q9Y#2<0DH*)(Y=I*=:=&;
MV2!+^U1,_7O;G/>SXMEN\IST=47F>V\VE1STYT/O-QUSOJ M=?D3JS':S9F\($2D1<((+ JA2K YAWG&*2P$2Q,:\D*ALF]06 M!0_.'M0%!FZL70A6NC"[^.:
MI?,16F9J!(5#!9I3W1-RN=!\FD9O%TB'RT_ M\\WQ:>%>7A>?^9QKOV*]/L[^IB[:FH0_O.Q*&?89?HLPCS,>[#R*.,*JP4TF
M=Z>Z4\W2*'%105F0VEEAAAG0GMLIT989M3V(SP,RVV00PV.W6C@%PP,&^1&O/ M@_&PU9">^LX;$9UYE;#5E"\[#%[(CC<*7'I^7JF?/O?/VSI%Q7>;^3!)AT
MLI4=H&E\637SV9B>3E_KG=7_^\VJWGQ9;?ZA,H@[?_Q.ZK(5^[!:)S]APO M28@$15#&L7+XLA"2,$4P) CS* \P1U;QRGG9G]C;_CLO'WZHS'HL[1+\P-7 M)\F$]BHICU_6P-
Y[=!\?>.W;]8OW^2FM;(FG&H.>^N;L#U>BT_PMOYEIT, M0 NAAN.6&!V?\%D7K7+\7X&[_1?`I-&^_12L5X'9F?=V;7]H?8%Z/
M7H<+^\2!KU)38C4[Z!.7[*F*NW+9'*$P35$.62QRY7!*US-`!0SC':.=<%"2E MR.3$&28S\%>`-'M.;=L@%-(^+GW'Y=]X+Y.X.'9[OG'!>C?[QM\>I*A0+>_VCQ8Y='+_ZA4\ 6E
M62KR!$&:,0$1C@4D<9!:E" 2!2+($;,;;NC P\0*]^7(ZTB@DU!&21;@(DM@ MGDD442A2B$?$8(*SE+(B00&W[0W,9ANM>';+!P)4M/HQJ0PV48Z1N4(II&E+N[.TER67%?:$%
[S'!+6 M+7_R]K>=A4%HEF0%9C +]D\+%.UNI^9.]3+Y_;71C%$EO+!>K/ ^"4\)P+R3'K)B(D0YDDF?\HQ(3E* M1!!P&S7EC:,)%5C+9^-8'>1;[YF]_:-=[$]OK-
M."KO!P[_>C_ MQ=Q6TO->:\?;HT;U#J4G7>N/KFUL'91AB)(HA@5.,209H5$6Q3S"D_F=?NNK?+ RDK^IR4/\(Z^Y00#7S:YPZ+@!Y!K_]K0=I M-M3V#""[@>1\U^[H$U +
[FO@3GG)"G*.4&"F=Z$#-"9V&S;4P8M,.!HF!\) M#$$T?AWB27 [57!&YO&AFE,"F]^(>_+|[4K$&0RKZQ$##$0?N1X;>GNV"Q$"$
M_@V)R<B;>D.GL'\S&2Y7'H[G>0HN'O&_DFY?"]L'0)YG7S]-MDX*>3=<__>G+:I1UY5SC^B@E\%$Z1O4BS$B:9FD*TX1**]P=2O,!,9B0_I) MDB0BBEQ*C4\1FWC3[LI8>[3!
[_H4T>0M]^T@;&:[UQ<8=GO8'0?G>MPA 3V7 MU9XD[2K5L4-"GRMR'7S&?A+V]7)YS?]/_4I%I%M[SW#B]C1IAR5SFD!]8KG9)DV?%Z4_47K@
M4Y7=]FN$M[SYG_5G=K_H1+UG5\;:MHKRNFN[VV M]9QQG$0,AP*2%!&((@BR%),:Q2E[##!%!XP!95_(I,&*T/RXI[&^9Z"I5FO8\M[H6QCG
;>!Y30>CJ66L^P&\=1WJ2UR0=I%UUO$*TF0%]/8RHB\M] 2#^7'(7-M)N9VV2\ ZH1++?\EJ;HJLFP2"EW>2TL?J!C^5&[Q<8,08CS&!2.!F;JC>\7F1-M<^GR1S3(@C-7261GR)RA-
+WYLJ,+%)BP5&-M-&D[`70.*3,EXT%Z2]HB+[;B-MJ#3(S8C8UHIB1"A/FN-O6PQH^-+ &H+ D2*7U$9 P@#&2:,;@_,@8(*
MLB(LTMA\I)I/UB97!U^VRA%464/MF/7UGCG[6>O>W\RP-GE-M.W43\)?EX1CW-M]UTSP-U@QZWH&-7!4+TGWM_!2W+K_1>S"\]'7^O]N-VFSO^>K*YAIP!SX-[6 M*[G9+GJG
E_,SS)^]f5=FK"$MULUV7U<",I//!Z46010RR/H5"=)1 .0X@Y M$;!@19ARA#B5IYE5.=U+(A/'O)(-MK0M"WU.@&-F7%Z]=.TLM<5V7HJ3ZN-E?8GS=;KZ:RJ/HJV.
MO&E/J409Q.Y;:Y&D >%<(@A9SB!*< 8+$N20)P@&DDDD#*W]#SSR-OFF/^2T M=Q<$5EN=V=[CM@WVQ8^N1Z=^WS39HJFU=Y/[8Z;M97X])FR5>(_EIQ>>-L
MIG9=OB$]T=++.PG'L)\]f55=[_K6&G2#Z.*$.%J&'?T#:1^6=$3#5]S2EOR\@4Q'<%Y$ M.%W7<5-8]_C7C?0WR\T-7J^?Q6JMEDWI%C*<%!PG$"!PP*BO)".7T8IC(2@
M),]X$!=6G?;/4IH8!.E,VH8PZ%-VRB0^CY:9/O&"@67 T$U\:^4P*IHG+7"> MSJS;?53OR|KNES5V_6^JT,A;0I* MP@ *$NNB]"2(.AA+$2>TP!31JU".E;4)!HI/5(T)?X!-
V#/CG,##3NM9 #.:0F?V%FK#B<,/*XD3.UJ5JA@G6(!C5MLBCFF911;^3T6M"60P>-<@!X$K MO;[@M,.,LF-/%&'>QS-QP'
ME^%3@\L^R=^*2+(6WF=;HDAK_Y;K?)$YL!Z(&]D4O*SY9', 6(_KV06>O:G]7=>E:OUE]6& MUVD4O-_RS_+Q'U& @K:(D /3E& M;O*,R(8!4"D,_@(T=:#(FRO<4<3&SSZ?*-
B=7ZWXFC1(_QP%_Z,'K,]Q<&BS M.@](^2GB$QBWDV 4(#\]W%30 34\NL1L]M14F+XZ-'[&+>KQ:54]2+OZ\3TG MFWNYQ/O5(RZK15Z$2,2$0$YC!A',,,2I2"'!,4XP"E ,"IL
QVDR4QO.RA4-M5(&B>P448?\!0HR<'$&)K,8Q>7"'V^DN+?>]K=S6L8=AL3R%&-M!0RFB(8T+/*0Q$:1R#%"DX<=%6G0TFX;N4J$0$??;+N-Y=PC6\87V"8!M=)=7? M>-.N;"C?
0]D$NT>Q9^<-^JXXN/,MF-16OVZ[&GW<[5S]OE](/:>K-U#R?=^1 M'(A5]5'^M9E1E5*Y7M>GJT:6O(VUTU?VQ:[?VD[_#ZP>I-U0+R/V4N/O5]7+9 M<%WO'K[C\CLES;
<'OL!!'L8!4ITE"]&B?C$LLCB!.$PRDF59F*=6PP5>18]) M5D,K7_&.U_B^QDK\!M.%>]5.E._X!V0D \,.::_[M3(?7^2;86290_OW; M:=$#<8"21PU+U!)=@0.9KL",,7"S?_%

[P>!>LOZ81E7;I/KS--+|/_5^&3V6-ML970GXWUJB_(DPGW.C+,;B&^ZFLZ-D!?EQF'R)HJ"2/" R1{L,GS_B/MZ%0] M5;(M.E,_(.[WE38N+CLBWTQ_U_"L&U0CBCL-V'/$5 MP/)#ZA^]PW73,@JPYM0B4O9J7PF#F.2_PHNV#';JV<2:X<-6<_V33QZ/_<_M M9A@WPXK;KTDK'=#B@9Y\[=#B!FMR:(-U8H+K?YFOB46D!E_AZ^(8 O[7^-K8 MQ9M?^W4-!;)?C;?Y(N2O#?]!/Z/W5F7&+/;R7%'[BC;ZX4$6^7?![DOW/\'<#!2 MXD3>+|&!"#,MUA9?/=5G?\U^;=U,_S+ML7_N M^;GO8M?K5<57V_K(J6O9,,^T? U;^X6WO2W3+&|AAJ<'OB@>@F?#4>7|.1]?^ M^V<7G:T+_YA8_5[\HY_U4E5QLZKJDK6S7N^E]U8WG7, ;#^2?LOA<5N7C]E%/ M/ EV=N'J1)"+)8ES)DSB%B605RP0F*=XC0+,I+D1FZ0-XXFWO,?<+D&/_%R-MRZ^ T$R QX8+L-1=IY];/B[*MW=X$>)QV-GAM=,KIS/F#S@$/1:O0,,D:+EL M!AYW8;/9X;^HKF';U^"S@,'[ZJBT3,$=.KMZ! 6L,/,>)T78[A3]6 $'O(". MF<,ZY7M=O.75WKT8$G]JZ"SIS]UMS@V>$SWE'!=RO7(04J6R=\T *)5TL@_= Mf<,]++$.12I.4BD@:U(@4#&(2"\B+D+&04$!U\FL$S0-HF=:99P=1-M;,=A#YQ75'F[? MZ.7YBY2QF.W=,!8DBNU>2Z3G*[#GO"T[M:-K9"K#C'G3L@[_W H"~)+=T@?'XOLU4X1MXBY:1R==\@9=UI/$/[Q3=:SQR M^7]=;OQ#/=@59P)R|K'>&RY-W++*29Y%*K%ESRLN?RG=9\"A-F4A"F.0HDH[_MX) 4F;. (!8P&29A19E0',T1D8K7!C>]H@CU1_C?66S&(ZH^)+93<9HBF$A@_M\QBF#\'=PI+G 8!&\S&MXHUC8@Z$$,\^.EM4<(SY?]!O]+..]][^.KY13=N_ MBH,Q.'NWK$ ASZ6:@1P+#E%,(TA$CF&2!*(@:1K$;.R/<=I3FU':@ZN@.9! MY[\>#(FZP-$UP=/0MO.+DJ6=Y@,@>WO+7&1?ML!Q7GM(;(7M@T%H\Z9IRI M7.!W TG$!V^DG$3>LJ1+D=$/U^Q^X^OJD8W?2YE1+I*SIA9UD9NPAP5&<\#R%JM1%),.R3.(9%F$51'N0\P\6B M*>21]MMZ8Z;3WH)H-MOY6$#S2T[^4%;Z%)3@I3Z? U4A(MEHN\;I6-4_->$C# MZ9!O";X%*9"@C%"(>1Y#E,<))R,U4O @27A$VF_&;64X??PM"&,_O>C$ ML_#+V? \OOO)F1^U;8'7"=$]=LO3.L+3IW;G2IC9+M)_SWHP^V4A102NKCMXT MTEZ!3E[0"@RTQ$")#'2"CA;.8UI[&WJ%OC)6WX)(\^;"O@6)SV79OB7>'/NC M]7I*5DQ;EJ6D2_EW2'X]]#)XP05"5*54BR'2,@SM(A9 $4<,6,OE_(CQCP^'9 MMJ1MM*]3*\A/"Z_???ST\?[C]7=P_>4]^'[_]>9_ ?O73'\OOWW_O_^O/]S M_PEN__??/M[_P[*IFBFV9B?2%'C9G1K]WK;JQ]D]_J8H9+(5UE<[-E.R\S9H MLP3C19-0=D81_KW<,_@H[W:9$+(^CI)+>(T/.#WAA6C=.C+(#,_6*:"SNW$,/B&\0, (J.2=/_M1^BY"#VA$J^5F M4J,N0O:UK|/S|HKU8.WOJ^56!V6^\_7/DNJTT';@ 4&JC4PNH!J(\Y%(TA8 M@&&4ADG*(Q)28=Q@SY#FK-F4.S9 RP=0C)CK!U,2#QOX MX1Tf@^_+1VV47!#,H1V737=FCNF/76C'7(58@3^N:,<'U5!>#|!G M!+O|WCGG$^%EKG>GPLU-^2K#STH!NX PH(6MEIM-%,L(V=2'3L,;M^?YQNLN M5_T|5Q-;VEIP=7UHVJ)G:(W)$\1WI,$!;9TP8-ZE9Q^&877HP[]>$_'ZO7J,/N^84%UORD)&&[K.&F:=2:S:7$BK43=/:AB6FAT"O&H-RDIZ9QQL\"]NV6% M#78SC30YF';JZ? OM#>A:V5R!,()!<05V/((]DSIF^_S$FN8./X.?*M]<&4A[V6-_=;=M*-^R@N@EF&8X9D:CL]>6H;>BR,DPNR6V0V=^.8[;YK\>)O M,H?[QTI^&Z67\]DW:$CI:@.FF-6Y#PF@69!06/%$741&!!4$$BM";HH(D:<&L M6H&<)S7QYKEO'2]=+=SP -;*$E8W>I.G\@!>9D>O'Q3L=E!'$RBBH',Z@;D_M+IRG8W" T*QGW;C QP>;P1,.X^#X4GSL:K;OI#=7;A__OBXW&UY)W7K_HURS M.[S>/"\KZ_^ZKNOM(V>+(HM9E!<",JPF$"5A#@D*4AC% 6I2TNF0$[;D"'_MX]]f.&J.@&8)*)[ ]1PX6HP/FQ9/Q\%?$^]J-Z7+'96A^5H.J\XW&WA_'-;/JEO7V/"$QP5.%#WWHE@$*7RO_(TQ9-C_MDF6'OW^]IVC%SI#HB;79'04Q.R''$3+H.7HH1BGA*(;%1 M5$CK%PLD8)X@'N$\Q1)GNP*U*0!V2^RMX15G-+.4IH++T4"_"Q9-68">Y]8 M,T+VE>;5F(0%PEJ-X2.?#*]?9T3=_BHW*B;5;F(0%#RD4(0R+'$.4\QSB,&&P M2*,@I 7)>9PZCL4Z2W0N#?U5'%6 *RZ:(.R%2F0 4%L%X@*M1$ 8&6XT_ZZ8FOC[ISHW5@YZ'\$W5WW\5?ZQYM6I1MTCB M++(HR592:QH2Q=;TH4K ; M)QOI#$9FF_ERR>UVL8/0UIMW6"9/N_8.D5FWZ[\@Q_MTY-/.TSG5!\1YNCU; MW92? >G;B_;:;3[E\!NUD^<,2_8X9Z_F_IR789QJZ8>]_&_;/C*YZMT*AKZM*YOZ3^WY9JSZXKU M6_(T8>B;=A!XQ>ZD(W/3C2#9?6S!&_)\D'{?}4EGM.+AHR.=W[M;:|\?:.OR^/$T+[=#!?\)XSK4H)=Q0lA^_!)6'-66>G>P[_IQ_M.;,732%] M$\| G\-*7_>;-.KI@NTO7C(O^]B+S,O/6L\9]X7<1P?FIFZV_G3#0^_ M7[7TF_ZRG_GFQXI\U"VM]=\?<8H$SW@,]4@*B((L@7F"L;I]YQ&3KFV0(IL0 ML2GAJ8/&^*EL^H+M; EK5>A4K2K]N\5R]>Y(>-,XNG MGSL.%% M#UUKZ88+T&/#GV*U%=R3:C0F.ZMRLP7C6#U9/^^H8,[E!^UZJ0N: MY9F;1$;3)(,MUQUQ-%0>/M&Q MU!]7 F.O,$R%]:4I1NG- JR).Q7^A&XP?)K7=SC"55HXIYZ_EQN^;TB:RM4X M32*(N#)""$UA'G:IA/B"(A,%*]Y(C./RS3/#)#),,:4^VH.#K94KJ08L M2,,:FSVC%KR^,@Y- $9HV"7&4B]>0EV@*E6&JHO%R|M>1?\5EI9;_6KTOZZ=V M*/57T7J$%?OX^(3+M=[Q7_AF$68BS'B H:!1#)%0L_$"&L",L'(.PC1+<=B% M\<;O$NV(.T3A[-2>8@>L*D"ZX \KE1%:*KW7]*8H]PQ=@6H@/^U2G,5U4IO^,J9B9WC6I]QLHF+0JO.,:S1.V1%V"$$8M#6"0D@RB++(DBBA,,< MXRS((AHF861V0$Z+_27G9$=I:BS- [/E)OYMV9Y'+BOY6CEGR5V 41FO#W1D^ M3R:[/?U9C75G>(!-=/>%W Z]VHZ$*<86E"Y?3?-3R!], 1 MQ^O.(9V+6!0B0#2WK%)^0\EFRSC5O6A$.0.LHV^G6\X!OQ N(3'X,3[WUN\EH\MGW?PJ"B,HN\')3.]ZT*V.VVZ M(PA:BE>@I>E/8XX(Y4DOGJ,RJ_8.$?58QXU]W#I4<"UQ"55 MYN$DP2QM(D* MR LF324J,E@4HH!YEB993',> (>,.14=K3[PA%3%]A6#NQ!X+/^[@7R'2W3[; M2>,PB^98+'/G^P+QW+SK]9=FY2R?X7_.&SY^8C9W]PRK?7_VW$<X*;/,'08 M5 .^O_$G^>Y_X%KG@-W)PU^2^#IV%YP 5(NO@NZH#'47 M=%AUONZ"[B(?=!>\8!D'/;X.!+HG!DW39W]VG@4[]=#@:B6;7^2\2,GF# MZQ\++&@+1T"R"20$#E?1*(,940!Y89&PA#)@:=3NA3M.&3) [* M"E!)WD)S3?%V#(Z(5\;<\@Q1K$#-RV%5>X]AG0;3^US+=%,-?P4.WY\C^);AK MW]C-Z[\QB\/HE=^'U^RW_C)^C-(7M]RYG*,1IP2 E>0$1PCG$-.90A%F1B#0B"*\&&+92.UQ.# (EO M,V["PRN8P7.P.%K;,"H;((# ,0@%$1#IO]CW_$9;,O, M#!_BVFDA3;$_9;">1#IL3#!OG0W/D)FYM^&PL"^[&XY\WM&&55[#NP&WXMWS M_B-]MZ*I3OU822ZT(F^JW^]_X.KKDRI;_]M<8E-_K*3_4;I8WIGJ[\K9M=QH MTA71^U1SH7=C7!=:3G^6BQ2PAE$64JD3T$_U>"U&$WDK]PEZ3&^%WZEC@.\,(TCO3D60VFX M/6F;+BM@(^4%K=WB-RV.5?\S3'H.MI4C=Z^QL_N5LN2N\S:$(>QB*45G8691E$D9I\&,0) MQ"PG"0I2$G&K<0OG"$T)GD3$[7WS(.Z?N[Z)>@88H^+W]WTDR MC,8D]#;%] R9F6>8#@O[K5]^EC76[D3/E3[IZ3\(.[S M2TQ^_2N-!DT:M+2OP(?5;],BY/!8%9%1UY85R .,;%S#C&26" M<,*$57W,P>]37UDUM&KP>T/,=A#9 1"\&GI>K>+8Q<%/)[}V-4Q+X,O@/UI[7 MZ#XEU@O#]^2'W+;1A[)2TV+U@)Q=]M9GO-FNY?,JUBQ[]1Y)8S3"$8(Y1ABB M(&%->S$D1,B$*D\35O:H!>W);XT?'_'Z6:5HM$PUDZRN=EULGZ_ 8\N9W?:T M=AL\TX$FIW6(F!D)U!LC4W*T"XSG&Y AU7DW,Y<+##DZ*PH3RK&G& Y%C) MN"SAIH)4*]>*RO5QTWOB,]5ZU[9O&N_O>,;5%N.EO?I'E5JG6;-KFEJFI@(_6? M_7]ZO87? BPK_?%O7+)8U=]62U76K-SI11BB(,-8FE,(,8AB',$\1RDD*,Q$ ME@2$4*M:G;D9GEC9]=E5KBKH& ;_*R9 RX6E&3+Y6S13CF_IW=AIU(M?B[7B MG LK3]HVC:W<8U.O-XO87!]M-^9-_%:*D?-UEN"0932+! MH8@BJ;[5 *B M+V3TF(\X+L^0AI%/I[2+_-=>LPPL/(LN&!>LV[T&G[3//=2V77UTO?&^K*G: M\=_PAN_26^(12GF&&9!GD"$BDP:3PQ#$K "IVD@/4,CS\^*ZL2[LN, XO9Z ME+4@#4V#8C;H3B\:R?#QFCX-RR9:9V5DS@+ M8'EE<_O5HP%QDFG'.YC5G ;"2<8/[U>,_WAYRP1\HK!?)U+4BY0@PG@NG1+.DYTZ^&O8($'GZ.F\O-HP,<\2W7'[8!K, M+"]UC$OXE&TXF@+UNOSO M56789K@3<20N8<^XG6[Z_O;O/[]^N? 80<3CD=,!44)]L; 7U4R^TT*XP3QSA MD-U=T.#HU_.V[?V:7;_7'ROV!3\.E?Z^>&CB;ZDB86[D'HHS;N@Z2V+WM;U? M8WT]%)7KX"DJAI7JBL@T):&<<$G!7(RA]7FLT8/BE WR ^_0'/]?>[=_+ M%;]_E=(BY@$7K* PH"\e "%$!BRA.8(;20O 41W'L9^3;GN;4,%/0;+$KH+@ MORL^?(U=ZZ$9]&%8(69!#&@6JXED>D81D&<09QF$>]$!C8%=)E%IQI?UT1T M6,E-A))EQ\%5/(91R2G$L]"'<(\S F)#&Z&G1E8&)5O&<)['GJFPDU4%P!Q19H^#+WMIT M'P]13 VCG6YQ0-"A/X,3E.8AC*DA=0MF^/QR6L4S+H%C(++AM.QL,8Y+A.Y' M.RY:QR&VO)L#>,>K6GZ]Y"&R4?17U37=_.>]XM_EUVY;?]CJB(LZ6II?W#X^ M+5?/4F7>],>)?]=!FO4#;\KIRW6;Q')#\)Z"7*, ^2]PE">)8M>0/69% ^=XY MQ$'(8!!G<6'$"!$;!RW?A,B31T3[XWR+'>>Z/(9U.5#58]2*COV<;O(;;GVY.V2F+ M_1<,RR_8?ZLO6-U\F43]!5/ZI/L=WW!Z,$7K-Y]P91OS?=?L%7S!>M35*)[MFC/\MM[+FXK3;EYOEN2Y8E_;!1A"@@2&*(T"6."4PQ@5!$<"(_GR3(RKDZM/;.O&*((8QP6,,0D1PPG-&+>+ MA!O1G3P6KN>]K< MP^? JEXM2Z8&MP+>M#EZU!Q)GV/'DDO+D%%T*:-,E8N' M2%W%O](?+%@2]O;J690@)/(HL1MNZP_=2P;.O@UTS>X2/$Q%02$KD@*B3*KD/,".]JGKS/T&HO:BTS76\ O*_GIJ8X=*R^/TLC&8JXB)H'%,Q6DR^-Y@T M1*]\M\H;$\S3SC[+9N:-/B;L\?>_;Q!'I-N^U;?+*6Y[TMYCFU6X/;7NX^ZUD3^8:LW]KWY:&53E(8W[@0 MV>U? 4VPF:4AA*;U3WI7)^K-E8UD(V_1LGG,?I]_4$T9K^NOXFZ[_L?ZMF)?MQ>T_-_??:TB:?UU7&VDEZ+_4'Y;L/^I-]7"S]EC]?BU_^+EF_UC;%?/XH39Y M2I?JO?\/CM= 3YQOP/73 MD_2)}3[Z#VEWJ6"MDJYL8K+OM^OF-I)/E NJ-7,*ZMYG]_=@KMK;PZ MS]58?F%WTJ2>6)A-V?]%K*^//;_LV@6HK,31K'H,J185]E13?COK!28X"Z*$ MP"+)$CE6S&<&"DP#B)*4AHW$D@M N$';&TN2AKQY=Z5)17OXT-_&4#+SISQ(.M;]>]^B+W*:KT|K;,"_A_YFI-\OMH^X>YK//S:#@WMK3G*8R905%?-H.9 M_KB#]_7PL+E=KU5'[NO'C;%3=?#4U/[3P\-.QTN)+FJ^&L;'_7FMYCC?$)F M Q?)65Q+;^A"2>T\GY-'N3DYATO-Y\^<%.' =3G[?O$N/><\&JC7%$4!,'G MV)M^.>F[^ '76@R)OG_-BB.;Q%)\;(;@_O&0'_0Y+_*

&V9]F?Y M[W_3P]0.<7/(8+8%T#RI:4(@W=*0' #UDRWDB,1 6H_MBK/EWSB*VD^4<5W"'M7A6_V]9EQ>OZFDIWNM8N\.TO*G]QUY.$2T^.\OO5.WZ]U&^8LP7C*&$\RV$6 MQ!BB,&,PYPF%B6 9*]2R3@0Q5<<.I*?.BM'D05<2#YX4 VUC7]SQ8*]<7 > MU] 3PV:GI3MF0(\;T,+8\0,T0^\^!=YQ<#T/C.9Z>F(XW73U#E,<@Y6;?#L]-M97A>@,J WG99=3;=?8'(??UR3+V68P?Y K+NQ_2Q_FV00=D8E"O82 E"$*.M$8H())BFD,/&)M:\E0!$T/ T3TE\@<,P'KU4.CLE;2&8 M53[B.0F&A\=O%9$U- (O/^L+$T=%LB.O>XPWY)N^E#16-@F,=E[40UU.,UH3BK/%: M"PB.8[90U;;^M4V8,UGKMF*]D#$C.P)XU[_CO>:RL MHL)>8/(<*WZ)T 2STVPPN#2T?)[:.P2<1\4]$X8>? \ZE,,A4^/NI+^WLU/K] MEE\+24?E WPH?_)%RC 2.,TAPR*&B 44YE@UXL@82XHBHG%IO5!B,'HR"& M-*WTQ(ZR\2ZX_\'7"'N"-FVMS= :#VE,@(&EA:X9.!CGU##%QI>.BFH\F(41Q MXA\DF\|?WL%R[?OM^33+MMJ6X@\V_39,:;<.6WU:B'3;\MGO4$S13)M1]WM M\$HS),W<) _XV&E/9VCLIU|,2>IK+*89T7GG95H\6*0IMW3;LKBFM+UEK/.MZF:(N2E']=*&)'A:K=61.Z<[K(UTR#><7)SQ1HNP $; M0-=V'C!R!5I6_"D6%P \]1S?N2"7Z2 S9[]T3HA M852]E0*B@%#ILV%IGK"'"2!N%L)1&!0[%L,NG':1GLTL<"\]K!ZB<7SOE,0R2 MF;,P)KBED[8G>P7VA+T.%K(2T9,"&*8UZXXW$OMXBY[]=($1@=6,Q6$-\K>J MFV+&F71Z/E;W/\HU4V!/(L%8()'DD)(TABC!$21)%$,+XC*4+>R,V;!SL#ZDO2%6ZV$+Y/D*]/DIG/RMHQWW4C-XO"_R MAYI/D^4RAN8W9+P >- *\|,.RTP2V>Q7]M2PZ.'IL8FVD!HH'_^Q4&W;WZ]>&<5DM1("1 M2/,<%BS &,6>2#|\@O_O D.#*&&<& TGL]Y)885E,K0<,)KD/4%&<&.TGL]Y)885E,K0<,)KD/4%&<&.TGL]Y)885E*MEG[$^;D+8|#XF[SP4M"D)R_T*+Z-R0LO(3">O'#B4=>F=-'*\?!SAY]5R+.+ MFN4L1BGA,8QHGD%$,8)%)@(8QSQC>1%E:5+8:(739*;_6C#:65+W+;EV4ED MS/-WY?+:,;>F.'F@)3A A'!,)6\NRDT1F[E$V).C+IF2#G[,/P;CC\A5+&_I! MW4ZTO5_[K5^OZ_XG/I3K>]/=K8/GE]56ZWU[,('2)"812F&!U?!!/5XISCC$ M>88SN<59@0T[2T[)YN1QPST#]U&KHM[QTP#5X.OB84/R#C1+2=\"E4$N ML!?"/#UBLK<[K=?>RANT=#3VR\5NZ;S!SWGI2$##C^F&6\B$D=_Z9@_<%O> MP*LS3X5Y"Z_0+7=FCEWHJ11H:I ',G0F(SU:2L_4X/5S@":GY5IK03;[#G2[MJR:1IGFR564#49F MQO:EDML=0PY".Y1(#.GDK2KB))&9"R&&!'U9^S#X;;<-VK0:U5U'VRX',2N8 MB.5FY$CZP"A"#!*AR@DYCPI"LSCGV.ZN_ 6-R>WQ0[VH))XYWLOU9[US9$4[WFfG/^@PY[/=LQ6[6I6,IE_]'_FZ7+%% M+GW4N$@)C&F&(!)Q! OIN,(T3%!89/)_2& \V=.(Y- 3A;$@=/=D?%DZ9H,6#2 M#++1O9\|_%)8;M@$ 5 +/B%P=_ O<38./Q$TKT8<&:IHM M--\(32O!#H9FVCUYR%C,. 9_MO6&L]MW"'-.?7ZM8O_[A,UX_E-51++XDQE&1 MQ0(R)]114K 8YBQ-81[SL! T%"3A]E,M+3B86&7V!\9U7(&&F^8VK_FQX)B[. .IHM(`$B8"^?9^C^]70<..B A-%\0)MU7V&< MGX/8IZ? ON2SDT(M>2KN]NMZ]S^^W_'YU^TM%E%2,]1(K^9Q%(:0BQ1+(U#5DIA8Y2B">G"X)FE;5O8"#S--<9F4=KK@4,)XN;GA?%6 M*O:"P,SU8>-<$?%D4=O.3#K'SU? HM<8;>U[63Z6E?98Z_;;5] H%X0$D,<9 M@8B&*21)<&#"(16)(LQRCHQCYH.D)MZ!.IE.I7#@ZEG:RC!YM6U"H#NN.%-3 MF4M>ZU^O-EO]L&O:.P&@01?<&CNUU5R? ^M8HO]^@]M'P?0<$B5NX-#<<8^5E4 M/ 7$C>0;"H0/+S!? -Q(D(/ M]D3]IKLZQ.7RY;5PR>..Z[*97']0__4[2NX-#_[((?/N$P5UY>87'37Q?"0Z7+C,4=4&?C M:\RFT8S%Z2LU\X*Z+D7)V;Y'P")#01K'20*S+.,80\]1!# M3%,.@R1@>4Z1B$ENEP-HR<'$^_F_76KB?E@N>Y&? LF/+K>>>R.<9Y&(L<90AB MAA(UN)W! (D8,BEB*QI'\8VXY1W!2E)URO=X"SF;N[J38V9U..]_JI9[S1SW M[/3;K?AO@VV-A>>FV.;T7Z5%MC4\YQIFVR_D&,KG#\H8^,9U=[/]89?.S/.8 MQ=*.A4$^SS;IMVH'W)S[C?)_%$M.<\2"1 M5IM0795X$4"<(KF7.25)&$81'\(I[*2@\F-BD^X8J)<+INK>G,^ MR.(%7S._,"%F=HIAN&'20;6(U] [Y%P+A29/84I]5P3A"QGVEUJT+<.MSS>2T!HO/U:,__I?_'F1%X&(&8IA'O((HA2'I,B*'J2IR&.PH(@9CK8ZB2% MB:V&AB9HB0)-%4BRYC.N3N,RK"B\2&NK"BP%M9IY-2B,T^"KTRO.-OUJ4*#^-M'"SA#_HQU;^]"Z6/&_[8)& ML@AE'+-<;CI20$32#.(@EN>]R",UYB+EJ=`- MFB&]B;>@I(@8Z&U:1M3S$Q^!R,]LO .%"Z_T*O(3$7_*=I,P36?7'U% [5N#\C-M^IB-?^XQAPD46Q@Y#CJ$,_UI?+QI(%O-K $>O\:%#8(%)84,U#4:Z:CANI-'90?NB@[%@("/FI)KG[_@=>=]'JB; M9M+D-XPO^Y:,5\S6+S.&U-!V=FD{FRRA*,U-KFFBIM7R^?#-CNO-Z;,9PO/#7 MK!=P*)7G5;E;]W7K(@B"S^5R*4^'*_D">1O^[*M-PKO-HLUS"G*|&*0(4PA-MRG@!BSPE$?R#XCQ6*#4N$3>AO+D=Z^*%U I9OX*&N) 4;>HVK8" MV^".1D;S ?Z'Y.3(_7AL> `1GR4W_],.Y-Q#YI [,8>==1.7]5!@Z5KA;8^FI MS-T%AJ'R=JOUYBMK=Q'SH)S=.:0%[G?O7|6K[%+71N/9+G1=1S'&,(4M"#A&C M%)(D$Y BBL.8A2$/C(;,GEE_8OVI*8+(?,>?@H#(PX-& 8-)1 5#89)#&C.. M5>N],.G2H$'Y>2?E"T%PLCY,&(|.5UP&R_A1<;&H=@=")V,7W+??]I>$=-?I M%PKKIKF/A;/CE@'?5W\|KH* MFZIF\M\|W\LP4#6XM0M-HHXN%<5/P|?70+(/G^Y^ZAR66KIP*ZY86\V S3& M0U+^@+!3'*.8>/9*S65UBD2-+#M;(.I@Y'XL*AF;MV9-5[# ME1L6YXS[-O*0GZRF4X'@- "510#B!/"NX"!1:F#/IS21YFF..F'!H+,1E;'Z\H?:..T M+ 72B^ESX*FYP_>/#@F0$-H)\TH%-41#F"X4G5V%*?5>TX0G.L@ER7<5-' M[6C&& ST)-7=R\;;JNU(O]Y'"%OPM4*IFTB8A94 *(<(BA[G@"!8"!RA)&&.1 M!]A#3$+,V$@#G)Y,F0 M)!$LB@O#C)(HE2YS4+!D4?$'O.'25S<^(*9[$T7S)EZP9/PZ/O%-^LVO +79 M03'Y=]@R>M9^>5M^5!G!])CU^+*@(N- #Y++%W(\2 MKG9DUP.(QI'-11A;'B8I1"Q';(\%AS&BF,;]PFQ,5V/"4QLF^YZ1G5CB^W: M1IV%Q5R9N IKKR$N[47CSY.<=MIF^*U;.MIU?7 MC.E.LGBI4D(_5G+#EW(]ZYQ&@NO#5AO?>--YEG_GZY\E;8>F])::#Y5>Y3_P MAN6FNKNX\T5T+S!=_IEW.%G'6"!7]_E:!N>_;O:%+%;:V,&]%CT MJ- QFPM&7LIR:W7F5!S@OU#F<|%\:QP^X*S:E7BGKZU^E M=-R+6"!"!+11+*3/2&.(BS2&@2!)R@L2I<1JUNT(O8DMM*Y)H&F"WQ55R]Y'M8YB9:56/2- @I16L0K!6=H6B>]-08M5G5C*HQUK"]#'[S*,[-9-GW<>*W9>;.MI=%LN9=/3;PK-0WS[*0CB89WVV7"V&VL^S5FZLKNR+9@JC)HBY=@6$ZKI*/3 M(CDE&1TM- 5M2T6D1^DE$9SYQ68M7:>NM'OD]_L7KZXKH@3R'UU3P9+7O<:8 M'-,X2$@$!0YBB&+Y$R8%A8*+,,KC(,11[-+DU8"B;?>KI-FJ5D"&\73OD$_ M6*ZJ!RC7? 51_V74DE1Q>@8I;#MIP>0-F1^G$N-H@1VD#3?@?@=IT[%$_AM\ MZ@,Y98-2!T0\MRBUX>!5FI0Z0'2N3;G+4AYZ'M[^*C*<"R)-=H99%0472F&>4 Q%F"2"LH+RR"J>:D1U8HW5HP:4E<3*YFJ;7MC8 M\'R(9BK(.S1V2N?P/D;1,RYEKD ?+_6KB1H7CHD\1;O"LS1?KTGA& R#K0E' M'W: ^9MD^,1=]M0^K-2\|?JANM@^CS/C8A-==RJX57N^:.]'JS69=DN|%355=* M,:VJC41%DGGXV-YNM+FR.,HCFM,4%EP/#Q,1)%$2PP!'$<\PXSPPO\(]ZV#'.VB9!WWNU9C7 M0_Y\)\ $$]CFP=K? 1=]4S,Y]+3<#\":@ZG9D:-/UD_3[]f7K|['ZR=L(M]B*E61;PH(\Q7##5!S^$11X(Y2!CA(DT+$5@H^S/$9I83?5(Z9\G,JB[&A#W>Z*.?=]NB?ZO6S4W0?W,F MG5)^B.SS5? R|J/D;E1/9G7'_^-1 MJ]A#B>@8PJ\'N3EATCA(4PSE&9QO"A*C/HA'B\L8NM2 %%"RABYJ-B#F0? MUC;72&2I-LRS1+II'6@\!1HFO;P@*F19ARQBC/ Z,+SE%*$V^6'6W0$ <= M=?.F)L- #6\DK^+,[:RSDCOT=1F&P+RGBSKD,/S]_M'Q[D>33A_L^L=D!"N\C$HC A38R>1=$UC',(D0VH>99YD MV+(S^CPQFR^!4WU+2Z^? $6;9>F$ J3@4+ WC$(9IF*]YWPCB/(GD3SE64\ ) MRJQNE/W@Y&(#C:1UV0)CYGSY$==.C1\DM'5?CBG:28P++Y\D#&B TJW,S+O"Q MWV+PA+U+0Q3*2..2!&DPFBV MUHFUITX@:ZH:GIRY:W*,P;AWRO%:LSDJ9X3H^RKG M/G)HKF*$|0UW]3RA^YW,47O-U[$4^=)=/+ &,@OP>YMO<=!0G,60E%P M+/<8Y3!'>08+(?\|",(DP5:=G'PQ-O4&;0FKMI==[X[E,V"<;>FF)*;E(MY? MA\GI^QH@V^F*78*ZNBAK+>S2/^_^T/)Y!3I,=?IZQ^L5Z|]%I-CUG[KN"T#/ M^>P7I_ 4J2>Z^P#R7^>YM? =>VF4OQL;JW:W7QW1)J^>E\=94]02)F;NHGA?R9=O4@<^ZG0'OMG59\;J^63V2LM*& M_,VJ4CU9I?W830#0O^XTZO.BB#/* JE!Y7&02^V& YBGA,(H#402,9IP/+,[M(ARXF#Y8MV- 9WCL. "PK?+$?=?"WE%SJ9T.6#O>7LW*8$Q)\:%#,2<%)"1C*5". D!YPR&\GXG?C$MXNEF2X&E=TJ,%/J9-^P_UHM2 /H+I M?YUEZGAA,RSNDEAQ0X^8*|-]8.AJY[:<3VRR5O 7X.%)_[MP,.OQ<-%$ MQZ?')4LY'BZKBM7=I7.1D@38,-()-*O2"DD."P@);R(BP(1J;8L#XW]ZI,? M!IJ65C"B_+4O_(= Y:O(Y:.]|]7$4'WD$;_ BS1E!0 M&BH;-W@LE8C&Q7]9UPGF?>WXWLKS[N27(KW8H2<^XK;S/F^7\DOW^+10U>]EC1];[\%U4GYDK8;=[+ MWH;9=I\-8SL%<< 64'Q=@98SU>7G .Z.,]:G!\IS_;T7G#SIHLMXF55]>8'M M6-_Y6=2^NJ?QM:Y7[.IU;*D\G2^6Z_HE]7FFJV>=&_Y0A#XP4G5V:.#!#\U MU.JXT<:'8HFSK7Q<3;T"+6OF<3,41O66),!9J>9'+":8 ZB-1!.W#NO#V3UPN6Q\1,"NU:MC:F$8B&2>M8ER729C;1=.C9J1K%AYXBUL:)NBEMFP(X;T+'C_.O+!09O M&6%6QK?.$G,!YF7FF-.J;AJH<1=?UBMO_$N_BFIKQX?5Y7NG[XHXHAD-(D@-MCS("41)%L$BR OX"T(LY!O*0[M2P'&B1GOGDFJ_NY:JNU4T#DV; GS8Q%1:3!C$@.*O6, _?@*

M6%-8/.FF'50S9!W!O5XN5W^HH_JK>)%LTD81,Q3D"8\QC'.E)E2%7$%"#L,D M2X,TX&$86.7)6=">V O:<0)VK*CM<"*#RTY?V*!KIC@FPLQ.@WR_O0'?Z0_I
M[BSY%0@C&!17X 2&5R<0G"#TZX"))T5C0WE6C>, R;'J<5G">?(J+W^JVX]: M.V?/^[A)@J>QTPZIPQG$!&4P8*R&)(HQ4DD2,$RJ\[0YTE-K&&N*5UMU:&[MYT
7PEO/43V'E)GZ\"._G;;8TP2_-T3!) .6QV7S-^ST"*&YYYJ."'QBA.G8 M$XZ)H>UI\%4<#VK^6$DS\U$KDG?/[1_O%0<+'*.8Y@F&>5[$$.6"R)\B!C&C
M,4Z92%">V.QM!QXFWO0=1\J6>#EQO,?5%2#/NT_\KEFSG)7B\@+,5,;$L%I: M'I,@:I]GZ(Z)KS1$!P[FS5)TA^A%$N,%2SFJ,S4HZMWQH*C>O!%);?>1UD>[
M_@.OV>T_M^7F^6-5;]:Z(KUNFM/_P-77)WTG_&6E.Q-R]G=>/OR0_WO]DZ_Q M_^K7'KS'F_X;D+-M]5R*=T^M>HBY8B' 0D@RE2%4I*GD,2404*3H(A2FA>Y MU72H-R;?
Q&JX8P6VO #-#%#< ,6.=ETX>.+K9H2=I>9]6UB::O6WQ?6$)T9O M*&%?U/[T('U6G!I>J%B[HW(H"=S.V)D(Z4&K=AZOD@C^!7H1 ?#W[@I"K?? MZ(OU=>R],>GF/5+?
F/#GCNLWRJ9]4Z07V2;UW\O-#[;&?^#E5[(L'[1DO3%* M+$X3@<(,B@ 1B$3.81&B".:<)44J@B"/0M,^2;;ISY=\1WY0G/ (+'@VRM MIR8;!XAMQ0Q#I4XX#Y]Q4Z-
G=P"]S&>39T4/S3TW1B.J/'Q)C1LT30FB6\|F MSV!:]7%R16.@M9/UDK-U>W(5MM\ RGD-1Z=M2VK^SZU3I-9^I8THXJT&2!HNLT5O<<3H:.
MP^726QKP+H+;F\W#8ODR7\]0F=>,'!;UA3DW\G"P7IXK9)=ZCN^UL;@OBD9 M#7F<901BQ.5NY2R&>:HZLD1QC@4K!&=VL_3.$)IXNW9DP5T753#Q]NR@,MNP
M/@"PV[%NLMO/Q1L1S-B]"H.]GIY:?>HDU8QWE;'D)AN!F=!;3<@L:RV6^[MDR+XVFR'B\^[Q4X*]F)CG?Z4:^;#!I<59]UN[0TK>\]%2J)(600%RYC\OX#$&%NF
M2WE@:\8LB_41PS58;?6P$=S;6DU-/3TU#>:WI1I18IV4Y>/=F6JLN=^(K58[MY*_#OZ_:FLNSDR-BFDR-R?+#/$+G+Y?,!U-SYYUY!/)$CIK/U1W]G/Z\<#6V M:-?
WA#Y_WT@VU%^^B@]EA2M:XN7=JND@=/MKHWB2G-Q6V\>V.DN6KN+<+\C>XYP"2%\.JU?>YO5WIX#UA;L\"1'[MJ_Q/O*XYW[6IZNJJWF_Y(J0L2#G-H*!) 1$1JKQ
8!C'6(B$) S38+%9*?Y' MKYW/D[%2LSMBQKOX7CT"EESWMFNIFM\A#Z SK.O\R6RGM!J:O19S5UW25GT% M)&4OHIM?
E/N!P.U*W!D*J\OO<0D'KKD"I[M0GM<@/[5M<&G[770P83R7KOI M(TL& "*@WZS?QMWV!4@O6SKRJBT#?\^;__U8Z2K3;WQ3KAM#<9<)6&)LYNE,A9Z='.R[;QT??U(-
&)NB\STOO11!C\-47"#P MY(%:D9[5P70!Y=A_=%KCTAK6]YQLCH[)D+&DP#B$-,I5$J%@L,B#%&:"Y#B7 MKB+.#8TR$W*SFF/5:B--#>DT-D7I%#^5.U^RZ6VW-]689-
6U,/4$JF;ZQ1=2 M=OJD#Y&B.^G=A(F(WBM'3Y!ZI1+1\T*?KP4=>,;?<*->VCP*:<32C,$\C6*(M$I[!(B,%#.)(L%"D<9 &EX\Y(\(AB(>TV3%*(<);"@@69M-L2%BEO-
POLROZ]H>A@J7W::<8IH#)4C]X ML%20)X?Y^*V[L)-QPA$_<]=@V EN,O;'6YU%YP4J!?P9;]H!=]X%W;^*N[6 M947+)[S\6/V#X_7]'ZL%#8H4\X@DEO:3"QN3
MZU3Y74HMVYBZH/G_FS9'C2)KP7X'9NT>UF5#+ SS0^TF51V^N9:5DF:IJ MF[<^A.&BDMVA" W)R$KUKU^ 1P3C(@$0I+)GS*9+*1%P]X>$P^'P0T\QS(V0 MHJ!O@-./ +N
!;I]4M30W!=,UA+8JD3XT[V)%T36$ZY=!UWG< M?#F^^_JY?;/@I>W_!]=.4O-97AAZ-P!24UJ1%UQ0'Y_!^[LC*X+K\F[_CB MFRBJV:*
[*J7#^ILC0EDMJDOS+;:8!H3I+Z*AQ^Q,ZKOG.L)E_A1.=T.30(] M$7,4!BG,HKKB+L$P)1A#DBIG),M$*(S:*EVA,_.*VU-M?(HWAP(29J;R-93T
MK&$'LILMP8/8'QNQ9^B'."*4(UOV&I5%S=4144\MTK"S7>Y6I?^MN'%^N6Q MMX/JFYQ7)YAY_?VFVFVL7]27>""KO]M=EWM\SW,BLMFRJTF"BS([-2M'1;/:
M_Z[/NM@N."I8?R\9Z) M/D-908>=QNM3;AV^)XJ^T%32J/S_O\FUC%,4FB M*/%A1*(,(NQCB,.80(X$B^* ^$EL=/FC2WCF]2P_#6RV:K41TUO&<^!@MJY; M#LYLW1M0;0$5X)
[DO'7U*D;#M]\58UT!4; M7O8:V;PAY=>5E_DA]FD$(QRK3+D80?G/ &8>BS&AH9<$L5DGJFNDM%;"E/Y3 MB@C@'77 55ICH=L]7.;%Z@]/2G"^'-
].6>XLU1URWY+TG6G78<$\R1-KQ*9E'M-R;LJ;8;?=Y, MNW&1KVZEIN1*6[Y?D\<53I,(B2"%+ ZX7*6(0,)\ 043C,2^%_N95NG!LYGG MOJ+J: %%3&\EGDL_O/0FR63H$M
31WMQ765]X,@OQS0+2?YP6#_G,RVR8*X* MT*V0ZP_8;?AO2%$H9TS3N4'PQA&S+]?\-B_;R/;V\.HE/ H&,O=W_:; M^N5^%FS[N,G_)?@'>8BH\BQ7H4M-
7\Q;]I^[7!YB;S>\ERPI_R:_#?ZF8:UY MLM>2;R42'O L1=!/D#S9QS2%),8!)%F<4>&QE%&C]-B_ 0VM&#>@%:0=<-/K MC^HP/7-
)Y!T9AXNPO*A%N>1+.#5#%Z5MF7ZFO$^WS\]2T>4-@ZK'4?GE]O,7 M_9!*[MLIE3NN*?)4]I#[3H*+;=B)=?2?%/4;U7/;)6TK*+(BPBF CN012@&-*49S!. M>(0CQ)
(P0=H=PTXFGWF-U^3 4TT//.VJ'5DWC;\ 5!FE59$SY<=AZGI';?_- MD[5U4!Y"LM1?FH) I%:H!HVO3K$\-V:*>"&73LFB"@ M94>N,T'['2X/_AU'/;BNR#?
48^MTR'(]M*XP>]0CZ]HSYKKE_4Z5@VDOZQ^V M7T15K<5O&RY?@3I""?Y92.NE46EOMF5U6@DJ"Y$7A%(+44Z(5$5) E,D/.A% MJ=1%5(1AI%50QP$OZD'E/\[RLI@FQ;@.+
,F"*9_T5 M/?75C&NV!0$W4X0-8_N6N@];T/ &^LR!'G>@9F]2Z;.I<.OKVP5AMU//[X\^ M9!6+53;P'WWN9Y^V(Z^C(W@&M/M4"HMM!HZ@Z.\=KJ:<'O-
96\AWV6]E>L;P^3*"6]#3S,MA+'- MS?/%7C0_*<;^\;<#?C45,N2##K,Z)R.DJNLSPF<+)L9.AVRL^Q1!U/: M:<7?Q=>*GV]_'T3+W,MA(M[K20"E] M'@@L8N91*HS*IEPC-
+,S;%]$%!"+S*FKZ.A;OU-EMC!_#R251<"$LR)&NG(Y MM'\ODEG< !X2]I(%//B\>8KPNTV55R^WG,LW7]YORXJL___\^;24W2CP>%\PJ"WE@VL52DL=%Z^Q#S%-*,V*(O-
+K(ODYEY<WH-"7K>O6OP:6>I>(K. M8]&F=:Q5K9XZWF7%&0H\RF*(/=6S)XY22/U(71BCT.-A%,C==6)"W172,R_C MW[Z =VR[WCZ^W*CKRI\!41DK;4?
V_,!2[0CA0FY"!A&+%D#K+?UYX#-3!Y?3 MV'IL@):/)@YQUART$>'GRR2[1OBU\|%& -'(ZAJ;P;9\2=T33R6+J?[U!6&5 MFO;V>UZNXAC%*
P(]%F20>2'"4Q]YD&?!C$3/./J[&]4JN0JK9F52H\RZ$C7 MJP#\H:@;NIR',--3%XZ0,-,/UB!8%!\9%<]9H9'KE!8N*C(J\GD!D?$A=HOZ
M\SY'2=7\NMWP#YMOHNV2T&O"%M,H#+R(P3##D5S?.(:$40HCGI(@3%$441BKFS_@HX\4/3U4W>U@!M6 M#G/ 8:876B1J\L#
[63+PWX%DX1B3\5L(.W#TDY==@V27H:P%EIMT9!.!!W*. MM:99++'81*A^]K#1.,LF3FWYA/?;XK[8,B%X^5[R7B?7- :N5+6WK,J_U6>W ME4\XBQ.2P@ %ZI+&9Y
*',",8G55$T1>D)EU?S#D0.MKG](4PJ"(JRV(>I;3 M',#8]8/JE]CXJ>,%J&_\+Z#)SMOS PX,.>P598>$JQY2AM27[2UE!\U9SRG+ M:]]\W3Q^V+Q7\<)WV=VN*KF<>,-_VWPK*
[YOV_JW8E/) _9]4?Q'8=BN MV)K S+:7ZLL#570IK#LLO?FJ.FV#?-//(5!QPD==@?]6D+KZAWSLOE![L!I; M@H>O\O"B>M(I^2IYO%$K3YUR?JO?E6YGEFGO8UB++?
8JS'39HF_!<2/GR7!: M17;;4UTLW'LR,/T8\.F36;2DV?%?D;,;5$HY:SLDE]>#H^TIDJMFALU?0C^ M+FN#1>KES=USG?'_VR8ORYW@?
Q>J1HK@MU+SDT=1*_2W\FRPSUQ.1;Y:78A M+ZY3CK$/4TQB&(9<_IQA1%&V>A92_?,O%2DJ#7_/ZTMELDQ.9=,/=&NY464X M'O/-1NV"E*SK"D,_R2V3;]=KM5U*_J!4
FN6%OY!,%PEG!(L< 03KIKY,9S* M+\.+((Y1&E/&PD!$[9?Q;C-RZ/U!9#+_+CK)++X*T1A&_Y4^"0WOYNMS.:/S MM.Z'7;-^G,/8DP_\|@+ZSW75)9O>
[ZU]W1.S=20H04$K*>A$!9VLH!6VLJ6Q/,P+GL(PE4:]M-Y#2!&G,$@93Q.1Q4%J6$+H MQQ!L]B"VV^#('DO;/19>V&-OKF^R56^3O0$] M>6\6VVE_S-?HJG7+CR'4LOUA?
@R9K]R9_6#<60:<-F&K3>G,!_+]W7YWEBC:CWZ(&PCC&>ONIT[5KMFTJTFTQ>X76NS.T!LL(&^^*VI(ZVOS& MZ2VZQVF+?[J5Z0\TCXO[C^+=AK=1)Z=1)F^^%?P_BM-
8%+.P.-OYEXB*$U(- M:,9?O5&Q6_+'.GJKU._*JJ"/,U(SZS_CC.R:MKVZ5@Z2&J$+LR&CZ&WNI[U]-]J5D#+ M"ZB9:9*0#IA-2]?2 <\J<ME(.B5K"^3
M&29T>#OSRJRX%V_@>=O4WFOZF>==REHF&G2-@SFDC/6<5>TJT*Y M;'AV3F3Y7F97!;W8INSZTY99F\7V67[:+_?R-5?2*%.6^[/:%'XK1;9;?\PS ML8H)"EF&,BAX%$.$!
(&4(0I%1!+"_)#&J5'U)@V:,Z_G=V65/]5>HEU-$JPE M3<-,30W@]-:P8SC,%G1'_;4Y&LEMF?@!C0L@(]#\)@G8>H+["KQ4H/BLLF6 M^A"
<)5@:##4_3=T7XIGD_+T095TR8U^/[\/3\UKLK<6ZSN:;KA09B;GJT0H] MKMH6>@F'J>K4Z@5^)"(>1UGJZ1ZI+.C/K"M:CD F6:KSEMEZN^.0UC$M7[=- MKC(YW-67-
V"L\)83U,>/7S-C::IH&A@5-^"V+J-SJ+UYS%!3C/<&O%D"1OV# MV,QPVIW&9H#5Z#0V 92!(YG-K(N=RR:(W#^<39EF8BN^0R\BU8>HZ7%2MNW@
MTBS#G(H8A@D*I#*79A\)4P^FD4@I1B$.]9)&38C.K,%[ONE>K[&IS?6&0-0S M_%Q#8Z:0;5&Q;Z*G(:;KWGE#)%^G99X&"%<[Y>F,M5,-S87-KZ+ZNNU5HU3%
M*+>;,>26,59(V&(WUD3G]1 MY60-SZFFLI_(3&V5U7.Q^O!QE6 O"CA"$(6A5$(>$9#ZH316/#].*>$A%Y&. M$FKGFUFE?/CX\<.GNP]?]#1$)^/P>K?
@W&SUCC*MO1A/6!VX35=/-LM*_718 M3MT,BRR.$W:[3_WTU[9=QU@AC2[Q5C3__;"Y9:S>SN_)BZIROHH93WU!$AA[MGHJ)3Q@DR(LA]GT/>&X*FCRTQWX(3J[*J+5R&X
M*H]W>^CHM0I(QOR813!3*3'(9RG$448AIP%*.4HSCVJY4S5HS;SA-26S6](6 MA<.O *2WS!V);;; :XD[JG5=2]"CZ[@L^+!P+HN!7Z&T? GP89$O%OX>&6(>
M7WO+__&PO1=;E:OW?O,@OE>_2#[_J1L^>V7XS$M14MTUUCAXV(+[=W=':;LJ MS79;J= Q_3C7:S ,KTY'")BM2EWAP1^*&5!SXRCF=$16JY#2:W,N%C$Z(E0_
M('3L4<=1"_+G]_E&58?ZJ+;MSRKE]2[J[K12W92FJVTRN'+F1[YYV=8[(6_%< M")8WV;8;?ONT+:K\7\U-$,J"E,1RVXV84)FH,8$T1A'D04*2-$@R%L5F]O?\
M3,]NP'7HFWH_U2LSVI)/ FYOCR)OZ7ZT(H)8!U$+ ;0:E&*"6 M0XY1DH">** O2SU)7YH%0GB<(S]W!) [AG^, "+G+T [_L@]9P,%3.E>J0Q;\">7%H9K8?$YC=Q.
[('2PTL]5[@@<+4\Y3P6"$U36]YU&I[J3VBPAA ME$0)C3@U47?V:%CHMST67'P3ZVUC&5GD]9]@HJ?"["4UTUE[(=VE20V+X$@I MG4R^J!:Z+-
BIVKGRU(]6C+*7_7Q2H^NS4*$]\O==,_0=63^(XJE<(13ZE!"I MW!(LK9@H(! '60J#Q$O3F/$X,%5S/Y1\LVO9LT*">U9 CQ>@F $_O:@>+7^Y MV1?_5'J5MI\.'JZ[X?
B>3[5NUP5RY[8%ZI87O_X'!JL/^0[_>%+6MK(]E^D MLN6$U[I<@7KQJ'Q:;OA@N_D8W0MVGS- M518C@1)"(68\@RA5->)\XL%01#Z-!!,4,:.(64M&9C;:)4EXH E$0]308K<&
M66]_6P(ZLZUHSU&_X*5B"AQS50?-]N!M&;L!]T).["*KQQ5&KD)G;=E8-H)V M(EAG@;13Y[-HIRDU\VVM)=ZMLT-,0YST)QN[@BD(ZNN90"C$#"B9Z1T3@&8(CS"4WZ[MI":-
Y9I,F@E]U%+2<*BY M&OB]K#:/;ZN+-;QN-Y+@H9276=E XXEG5@V_MVVF3YH'7"]?IVY3?V_JTIU4 MLM/7'.;HCNN068$UTR8.,75<^\|:)"N58TYM,>5C#41?#=E/8G?
FJF^0RU42 MQ50D,85!(D*(HH1#C#(!DXA')(J].$EBDY">9MJ9PVX>U!! :E)FAZ!6:I%Z M*4V$#_U$]40(::SJ.J?0\P1#
(HMC'F8FYT8+J@BDD",60I4'@1S'&L8^,LS_/ZNMVLMAF2_;@O)7R'@@Z++JD)9B[;,X+-);.X+PNYH6LS8&'+5-- MVC"UAVV;278U_G6%4NY%7HBA3[, (D$R=
<&30#]&TEY'#%,O-&MAHT] MTLOF7O[^JPHF53O2\|54 L,L GU@]9:Z8[#LHOI;'D"U[=) P7"DO\.8?&/Y M7<76ZQ->-D;>&)"S6'?
S&284S_Z8$YJO\RH7I2J9TA8H3'&68B^((16JQHF@ M*:11@*%(4P^%'&5!8F@*7"LMYM'6*G8JO6!"XNJV9?%!@2^6&!\>87ZC]%[RO]W4E]=29[R\W8F'[>_Y=EV? MX^^R_R--
MC>JM$;Q\I'\>?M4Z5XHF@Y; M?_'34UY7>:@+ZM;M8!_%ADD]MHI#',0A8C 2ZF@6^LH<\#B,>2("Q-(4,Z.L MOP%:\T>T=)3K@P3KTS9UBEX'3-
]%O\J]JR8+.KKZ]>VOP3*\6!T):[9(+\AIT53MFL#Z M1?L="&Y7F-_D11M5W!^1:*"J_K61BU7.'V&]7QU_[%'+)#[V5?#=6MQE.@&V M#\I]?(CF]*(LYEDB]4ZF"LK$U(.4<0H]%
KF4Y_@V"@.8PHS,VNICC5E;A=' M;-3N7WE*!*5<#SOYE;Z 3,@70"38^[L>4*CX+VFWR_F!V$>V=W\QS)^;\L[T MS)BEWH29"NV_!-WT /!'S1UP&JCK$B97"5]36%DV/\L!:&?I5"
[F-'?D/!3\ MMBA4#E6^J6=689ZZWIJ+@^[HLCK M;MF?MINB^^UWV0^4T;;5K[!'H,=]DK',@%L>>Y?JK/-:C9!G\HQD'-N6UC("?O M5,]P>;4W9>C6?8V79-
^GR"68KAL:.>'M=3H?N83U:HLDIT0L*U()R8-H(U4W MCW75JXZ;ERZBX.U.J"R7AS^W*TK\+. ^@[$?AA#Q.($1P%,/<)3G 0X\(PZ M9!O2GUE!RT\Y-JS69(B?
GJJ<$14S9=@P<@/VK'35ZO; M-4X@<*6D)O&RK,IR =N9 G,RZ7P%=N0OC^^K,0J)%W@1C"-.I1'E^9!2+J ? M^)1%+$D8-BS7;\/&[,KK-_E)%!7)-[4S_7G;-#-I\RO4:2G?2!M-
E(:QV%:0 MZRFVN6$TTV?Z97;4'PY,O;Q2@9UKR"Q87.>,A1^NL,XUD&R*ZER=RS:[JUF. M;7F>^^TZ9R^]*T5,/)_'TO8BH0=1D%&8QBF&C$:I"*F?(J[5OU*/W-R12?W. M\U9J:
0M/87C#@,SU=+1[97DJDF#/]K_SG(GIR>MLWRP06(+)X;I"'Z>(:8U MRFZQ*V/I4*JP;M8L3U!^&$0,)@+%$ G!(449@P)[$0N2).(8FRSP)U$U M6_K';5FN@CA-XI2F4(2!/
J@(($X"B.8>%F(LX2R% N3_)^CV8V6FWG*CZ35 MQ=&0JBIRNJOJ>(YJ*PW4YQV5ZFI?!.!&V;_FRW%8Z00R@3W$5,520E$D:>0 MH@E,*0M]GGE8B,3LT&2-
E=5I:%FT#-2T_2=C46]55-UAYB=%[B]39-33R];B MF:GD,\G [MU!\U=US0>=C,7TUB@XX$'%XRTV0S6R^7HH%ASJ5L=Y^/^4;4_U8)E=M"M&'LJ<<)D<=\Z"5>*(__/(;8CRFD.
GE M@2&,0ZIU\ZM';N9%U63Q;K8;J$CJQ_AKX#2\Q-Q+;[;L&L%;XD!1![MG/NI M1<,B]4$#%OTL"+?PV"5$.(')*%-"7^J!I F-21;+G] 7J)]*83#*?+>___9\ M$G*ON>&?
#9Q9/=V3%_"M5%[\;%L\U5T"W^8E6V]5:)!R]VN7I;HL]K@9,$EB M,Y5T0=@Y$@,&I;*R"\YG6\PTN"I(WSJX_I"M@;#;\.*EB5IK:X2M(M\GH? I MC+U('LM#$L
4R9]$$.LCG2AUJ-0H:(+&$,F&YV%Z#0W?FG"6BUW]E0=K:QM=]*Q:;]G6A1K?J"T,7WJ"O,W^^+0\|:[X9 M[PMQW_)_E.^^L_7C[V3]^;E0U;B_[)Z>BA?5/Z"L-
@]T;5:\WWSFF17,<3EY MR=6N;++0;X!B;U)RL[Q(+<8H:*/11]2V;"+.:FSA>QR;?RS%$)%?7Z*WF18*?=*59@ MQ*GOP2!$/D0T%#!EB0=C03D)<*2JW>I:.P-
T9M9'#66P4:3_"B1EH$CKFP-# M"(T;08[D-E,7K<@U52#)[J6V\'8,?B#:!I$C&.QLH@EP&!E(&D(.V$A#HQ(0A)AQ#A%@(TSCT(.8Q MQ21-*,NT%-&ER>>VAFIR0-
$##4&]I7<1AV%U,U4Z0Y-$7S#M130DP8"Q((@:?,=_&/XNR*G(F[;XWI/SZACP_J_:JC0OM=L/O MMV75_NN.KO/'IF#(*HQ%@A.!H1\P(3=X/Y%+*DE@Z&4QHZG/ YKH;O!6',R\
M^%HN;D#K3*SCL)\E)[#[Q?; B_Z6: ?VN*TP.X1F*_S #E#\W( ]G"T70#(% M%%>P^\7=BQAQ/Y/*/ X#B/PHA#@+* Q27XB0!2E"PC!N;("6 E-MUSE7'!/!E1\N:PRG:-D)EV/J:Z
M1\;AD<9$/E>16$.DE@W,TA#Z+$Y+9\R47D1?Y!93!P_=4JEW"-,M'7]E]'P? M9QL;N*<(_NAH.DVP&)3*::>=G,Y^;ZI]?E MOK<95+^(C(R%6:XB"#!&G*Y*K(]06[;,NI[H M9Z76-
8?9+?!?=J54$V7Y9OM$VT*'*C/Z<:/R>3]P23C/-* M6_)ONR=U3*TS@>NR-XP&G.\." ME,TOC=[OJETAVJ)G#]LOHJI:1CZ+2K*A?GT@5%=$DQ^86*72;DR#E,+$]U.Y
M6X@04AKX,/*R**!))KQ$JZKM!!YFMC+EBDCT+S!L<1R_$5H '3/%VS $6H[MPQ8T/+4Z]L!53Y&V=1(58_-CJG\MM "V=A=#+<9M02^53%LV&-?1O* X8'RX MO00O"N-
,>@HVG/[[GK'/^B]^2*93Q!L<^A2+,(HH1P2'D8P" -/9[% M29BE1K5P9^!Q;B]AS;'J^9%M"Y$_;H!H>6^ZJC0_EZI.-I.,V=1Y<_O*],X! MK_PB#!V6^W?0L=O4B).8=Y?HY5?
08T6="D[NV97]?_++XQ%-F;&=.OFU9T G M%^X+ .ZT^)Q;#E^A-MTL$%\N738I@G%,$H!A'-"*293Z$710CS"*<)0YW7YT%?L^O2MW#@/%B$ M?W\E\J_*:MH5&[G3?E:
[4C/Q%IH.GXZ9-V MQLYQ)X>_"W53(_BM)$"D+2:>2+[I_JBJIOLK%HDH\B(!<1"F$$4XEC_%#*8(MI1ZFA&-F=
(XU96#F]7FXM*KOJ0PW8V,T]3;E.3$R6^=GK5TZ9D#+#=BSTUX(M*8;<[="V2#C:J8W)+[ICVX)SNG-;SV,;F_E--.G8IV6Q$0X()J]*F"K@B428 M0.P+ C.<^F$6R9-C9-
3^[RJEN8-N]EWBE.?E?;XA&Y;+C?%0*M90SUR'3$^A M. '"3',<2"Y5/GQ$1&?QK=?H+!SA.B+N>8SKV !+@Z*KP47*KTT<;1O,LY(&
M0LA3)*31(.T%E)0B^-88(2[I%0KFEBXRZY2G 9_TBO.*!RA.:JS9ZAT7 5 M,4WK8!($PH%M33WE6Q;L@Y#Z49%<[6O7Z6S[8^)N[93CTZP/Q071=)>7AZ
M_'7SG+_9E+S@[]?D4?=0?7GTS/MK310\Y$_*[/SUT_V'.K>=(RV'S[]"S/\'6? ML;S]8J4M-RC(6B-BC,,:9-'[CA$-*PDR=NU&,H]@GH=%!6Y_T
MS*NU(UXW^NK%@8)"K)NS9;75+%IM :O>GCH/6&;+_,"#.C7L45/1Z_W^TG.D MAIF+[RJ:79_PLH'MQH"D=A-W"]:IFJF-R73_YY77P]NV7=/S^OM MBRA^)17[*E?=W7-]3_]VJ\
[WJU0@&B5Q"%DB53A"(8:$(0;]F#'FL9CXB.C& M*#KC:BG%=%3S[< I^%.RVG-LWX".6]"Q"UI^P1\-QP:%HMR]NV$5]VIOQ$S[M_5=Y&?H!E:_R4NQ"+#M 5207(F&T>D\
P;^^M(Z2K M]MV#M)9MSZTC]EG[;:U!%KDX]:6*J"^E]LEIMQM>>\A6C(2Q%T0"9AGQ(4H] MN=#3D, @PM*^F'$@+#DOS#$!@DP+B"PC+-Q1X2LT06'3&'TE4&QR^7E*
(CQE'JB=8 M.[/DMTVQSV)\(-_;//?RK6!%O;(_BW*W5JZP]U*&^R+?%O="_J]Z]GY;YDT% M/S_&7B3DP3S"JIF&*E%!D4HKB3$A'O)BW[>Y3W/!VS)7;Y\%W['FW*#.
("/GY/7H&4B+H6VE=OO! S2-H MF*R'[-ET9W"Y!,V17>:$I47--Y<@GEIY3N>>WJ#P"UE+H_.S8"]L79])G[:\ M=KFV=0I%G'"6([3,,P@$G$$L2="J5-Y@M(
<>9IU_$UI#VSP=C058OSN=@R M49;J1V4VLI:1%U!*!@VJS9IB.VY2SHB8F:;[V,=/<0/N,M#Q WH,.6A^. .:? M?2=$AS Z;(LX#2UJI_W3 MMJCR?S4._V_9:QH?E^66_6LX,J9?
U]LGT51O=S+;Z22CZEDW&>U8WR0F\;F M,3\4Z)%37*O>4*YX[&_IF]^*! M@WQ "0@Z"4$M8NT2W NI'M0$P,?$SE\3']>^)C(;!^3X?7^#_+R!L,"7IO'!<,)7EO4BV$(/PI3YN:8
M.G*)0N6)W1/)27=9VOD%0L+\(,(PC87*J$F%BL\+8!:%B9<%/ UBJFLJ#5*: MV8PYT 8U\?U=O?Z.,PS4N"'A3'RS3?ZJY!9>I9%O17M#= :%W69E_C$8[1A:
MT@UH\^'QBVE:+3'Z6E!O@+F&:KKNW66WK,J_B2^JE]#?25E)#;#A6;Y>ERL_M"T.6$G6@"PA$64HA3;,$\A33)/8#GL2Q7CLE+7HF7ZA=/Z6: W6W2&H>0-U M"?RIN
#KC@W]=3N.X+CZ84%CMUI@>/HWJCVO(.*+CQ.193 M/;-M=?_N#G14@2([S4-]!8%Q M]_1TXN1)7]Z*;V*M3F:M;>MA#Q-.Y1%(B B3&-(:)9!EGB)3V./ M8:Q]=6].?
N8%7#,$6HX:7TS'$Y!,J=J!#5M@SY?^9FL!]K@Q,B^$9FK CV+ MHY<%C/I&S+QPVEDU+C]*(PO"HP!D\=BTL5L('N!^T;1A%DLBD?P?SQLZXW@ M>UYJUXSH#YI9I4I:NZ;LC?
I0^W:!9LKYN93C!I"U@&8*[[ILSO+JKDIC5PSB M:*;E:D!<$N"H],/%!\SMF<_D&WG<_K+>B?OM^N5)?JWM#N"'+(EY%$(O"#!$ MA/LPS>(TC ($HY]A*BVU7*-R-R1A379&Z
(@XZR0=/Z:]",VQ@N!#9;6!=E MM; 5K@JM;Q&X$-YNWS=[X48[^YA0_OWU:&+[=)CS!_UNQ][UES'?!1E*0X) M*FVKE/+M3JAN*._EVUQ%+$SC-$8P53=$*/(#2
B)8(!8[.$D%@FGJVJK>F.- M+KYQU>>M=-USQ*Y6#(E5@WAU(\ M. 5%7R&Y!<=.-3D R4A?Z]% M7E5B\+=-7JV8EP2"X R:5I!E$C+2AI6 F(_H1%*
MDB3CGED35B/Z6I_YE'ZJ;W-5L3-7YSC#?#8S'(<5XGS86.G'CHT;T#("MIG* M+JA94<>@.N%@FX%]RU/%C[M4-"L8'.6-+G,"I;3+#*[26Q,J'Z*[RJD
M+&5QX$',8PJ1X!QBS"DD%*4HY9C%&=,WE_I3SVP:/:@AMOV5+P"A8QG9BF=J M!1WGN%N+9&+7V(IF:\-HBFAHJ5R28M J.1JPH 5RB=%C:^/B$W:6Q2V3[VA7
M*Y,Z\4DY>PKQ56Q*N*C*]0!9+#F8/;>GQT]0442FB!XY 7K-T S:B;A]8D>]F-H@IXGI6 MR(PH&OI>>_UB8]'K.QK9"MN_G(#/C4H/@R@:&R*6&+AR!@QI;ZH.6()S:E! M8CN-
1;3)IMS<\G^47[ZQ-V75>@EU8TTNC)T[TD1!H$(K]C<0Y3[Q]\VV- DR MN23X^ W+5)G-%ON8N X3F<>$LPLQN33A<@$F ^("XQ_K#) MML53$_RO5Q-Z>/",6TI#$_2(ZA1[-
A%:-<-\.C;3MT.HZ*QM0-EU?M[VL^9_R[M?7&Z8X0%O/ MCIX-0S.5=]9-[A!"W?;-[?%R VINW!G05B X,I_-:"]J/%O!-:"YQQ8]LU+F8Z0@<2\(?
3GG*F0EL9Y5H$%C/23<3M&^U&X^RLC2]B MG7W8E+M"E>?\+$IY\!)O=D4A[C;,=2.DB@X?#LMV1OP M9N33,3:6-*1S9!H-45K4$-(0^=3LT1EBJ075-
OAUNY8C2E6;H'KYL&'KG;*A M[IOO_;:JBISN*D+7XF&KN@1N-Y645T[Z^&$C59(HJY5(?1P%60!)S!.(0HH@ M)BIA5_XZ8AGSF!_I7':Z96N1B]*RQ^K_^/_2P$_^-Q
URX::PLV;"$6"$:4< MHB"*(9*D8!IZ&525ZUG"O1AG;/5I(1"8W2;DPL$=\+TK:=_)NHQE4 M]%IOI&/0YGT(U6C@5=^$YI:[.+9FNW/#DZJ9U'(%6K9 GR\5MG3,&>A8<[A_

M.X7*U5;OAJEEK0*G0)X9$&YGM[,UNCBK-]LGFF_J(]T;2402D'9,UWMVW^-I MTS1Y*C^KG^ZRNUVE+D;+W\EZ)SYN_UPQY$7(1P+Z+,@@2I$'<>A1&"+/C[TX
MYE$@3,YH3KF;^Z)T6TGBJL#-;L/SDJE,=,%!MJN3*=F>[7W\U@MXWD%E7:L\!ZJKOG(>),A7_>MVCXP)52RG)R*&K'Y%Y3"'XK MC<9>A]JRW#T)?
K4TWLJ/@C3Q,8$1)5*U$\8ACF(/)EX2^VF0QH1J%?!=E.NY M57Y7/5.5Q10=T=N%#Z!PE 7X2NHFDG1/T.^\VW6SEN]C52 M;YHBJ3?'55)GW0_F0W^^?6(&GE][_YCO-
6CL*S,2=^6>O-^N<_9RN&>,,I(@ MX0M(/&G\HR@AD(89@I'O9QE*HI02HV/ *,69];QF!+#2"_6MM]0YSW*JKZH? MTE27RBFVMMZ2"8A97.*VI/\GZ-PB#7GP1_M?
IW>XQD+/YM(XI??*WHHHKXH\[M(JX-M"EUO%Z+NI-?KP'-9Z'LX_JPW(8!8RXP$4D$PQ2'RKKT($4>AFG(&$O" M* X3K%_S6(?DS"JC1\^DUJ\66,,J8!X(S'3 @?YIDZ@>$U;%D+4
,JF*[!HH MV_+(3@ SK)EL(OM@\62MB1:LHFPBV'$Y9:.1=O:3LAVV&^4/N,O>BDP41=U) M<5]ROF_)[:.Y.69![&.8D%3=Y>($8N1+VRJE"4HX]<+,*+#6@H>9%>:!(^5Y
MZWBJVXSV>D_T#VBF ?-3\->SNF9&U50'SP"HL4TV 1)'5IH-!XO:;1,@.K7D MIDQEG6U;[.JS9J9:D&XW9/U>B+(+IXJ3"'N("8AKO94B9=*1 (9^'(H41YAF
MFE7B]0B:+"?;7%I%7O5LK(M'5!F>J=#J$\8*,HS1*KIR>@N#7:(V-)9KQJ"7TARU1EED8"GJK++<^-==BDJ MKGRH+[#W+HPPB$6$0@J95%$093B#-!44)@G-
PC3D(4^U&]P849[9A/G"O@J^ M:VK2D)8O]7.I C?SLZ!?@S0_(WC'CX>S@6:J*5J,[C)P.;A5VB0U,UK^HHFP M&21,S@6?90[ER:<&SS\U1XTHK 0?
RK,TFF^YU$L;,8^R,:TFL"C)_"/EF M+:V8A^VOF^?\;5ZR#QO^B3QI^=?'YIA97RH2!I69AX0=UGDNY314<3554).5 M6P!XR)_J&,!?/]U_ (H#^0=5]$W%#7+YS?"=-)8&
<3&KYZPAM%UYYZ&)EZOV MK"'>4?%GG>?MSD&J.,@^ H2]M)$>]_*WJIV@^FL;T_=I6[5FV"J-4A_16$!* ML0\151E-J?R)>RQ. NH3DGAFAR,++F8_,2FJA_
W]@((5]WFZV/!\SYF;A\4 M9W92LH%=[_@T,Y1F:J3&L,=-+T:MXPBH9V[V0<>2*]"RY>ZX-0$31VB<)52_O\[4HWI!*/&Z+EU44!H1[80J%QT*(I4> MX?
N9U%)>%HO,%R+12KF\,O_,YD5#$=0D04=33[U< V18=3@0TTPMF$FHO=Q' MY!@P&.3(9A7+'PZ+]]I\BRS,$6&Z13?VF+E/I(X$^864@O?;=?3"07]Y.3S2
M%EBN#90N%Z"LBOHT6-8A)P]?R>;NN>X\?/OX6-3YLQ\V52$/>SFK(TE78>I[M61@FT,]B!)&$'Y)$!)#Z(>84TQBQ0+\EY^+\S^^[[>B"/>$NL/NW35Z60WOE
M#_!ZQ_TZ/_0K,U-M31P558R>M/@[2 /H"^@_UTH$:I':R"/0$ZJ-W:JD6*"5 M"US])G[D+T'?5?5#?Q%V[J[9WK@C)]FK03[@:%N>I\6<=:\&=]_A]WI,V'DK
MWHHB_T94)]WF:EBE%G8WMD$:9JE@$(6JK[1D&X-)S)K@!P6P'[8X1E[(6:[K.H\J+6,7=TG3_6BJ<7YO&ECD7@*RX/ GXH M"/29IZHG^2DD/
EJUR,37D(%RJ>TBE,A@1$G46*I+6 M$1B#Z.CIA:DRFRF 1MR.'&CI.8SI')#&5=#F)1++1F4."'D6=CGTK+GGL$L" MK+/[ROJN[-UW)G]QWR:5U14R;]?UF^J5>E[%$1>9D&:
[[R$$49JF,/5]!+T@ M]3TF(A)&0M\!:,O&['Z\A@O0I=B!Y[I@*&D849F\)!/NZ6 M6P)(,PVQSY3NL01:6#NFVCJL![:L*M1;PZKOXUH"7CM7U1YFTH-9#'V]\@%' M;JBIJ
QXDZRG7LPI-%7XOF]G\ES3&F1V*=YO=X4J#%67:5OY@2\)%6Y/O)O#,?GYI8HS_>;I](OM'<^T\E'UZ+ M$^0QO%94.WA9Y8RLP:^"J-C+VD4R*ISVLKLBRM *DT-
ZJTO^Z["R3F=;9!%= M$:%;+]?^;%OR_5&]@7??G\6&UQV0;]OXP(?MQ^WF\6/^3?#&<;J*(C],P\R'
M0:@")H,L@H3A6/Z39UZ<"!:&H5D)>&W:*FCXS<,UM&5"BU8@76O+1YK2X+H1LCX*PPNC[EA0NE&T-R7CC=? K+ MH&S55U9U[3M)]?$C&D9-
FCE;!HQZF>&F0#4&SB$%\+#WL@1+C>9'$/NI@"AD M#*:A'T,J"$&)+]4AIV;.O:DLS>X ;,(T1\SW>=#6LW261-!,H>X+^]2L2=OH MP)PJ75NSUY2L[8/FZ75:]%68Z=HW-?+J?
T&/J1KH'C>S*E1W\+CR5$UG:%D' MEC, S_Q:[F8VOV5ZFQ>"R4^G/?2$&*4\Y1S2@&40X2" TG8,8>!G89;Y F=> MK'O1=#SUS(JN(Z9_RW0B^?
A%D[T\AI992\=AV=;K[$^X7SJ9<+$KILN"]&^9 MKCPQUE](A-\3->E MU/8Q79CBE7Q,UX6Y[F,:&&-WA/IM4^R[@CR0[[^(CMO0C[RF51B%3)!.59.)4Q]B&+F0\)" ;TP3G"
L4^)40\G.S9F MUG]]ID!%O@/:L@7R#/3_)+D$?RHV05[S"43':#VLD*R:G9$LWXK>N6A^K,V4 M[!',JJATQU$#;,T3:)@">Z[J!S\/ 6M\()J&BZ-#D"43BQY\I@%U>MB9.-ND
M6*'/XED5/E(]4+-M\=3F0FW$ATH\E2L>QCQ#-()Q&*C+_4A G,I#4.:3,)-G M(A)2WR)(:)#H["9=S0+8\P!Z3(_%!N@YL.P$KX6GIIN&\D@8M M[:/VM 8%4X< &%
[5+F4W6\G7Q';H1-$5SJXPZM#$RQ5&U1#OJ#"JSO/F2U 5 M0[EEU8ZLUR_W).>_EY]$U33+.UP+:"Y%G;EF7I+'=:A:7H!B!GPK?P:2G[83 MH/X:U4)H?*VZ!L?
P6D07%_"'TSL14\FM%K06@<46MHFX_05N-&[JM>X[4FRD M*BGO1=%5/[2AT7CJX%49!Y7I:%," I5TG+'L11$LK_2<-$B"1(M4\VDY8F$+$((HI"B,
(HA@3'&,81$BB*XY0+PZ+O+MF;70L:&U[=1VN M6WMUEI>"D]3SDRR"7*CK/YP$D*0T@Q0E$4E0G*#,++'LE5Z)A5$KJ=3';E47 MYWDX]7C^]Z"Y/;T2NH9[EF(!_J)7P;9]
[JB>Z4U;UK1EV'EB^!PPNMK;7+*V M[(8W ZAGN^ <-&R:OK%"'BC>;XMWFV]YL=W4=]'KX[8%JM.D?$XT93,4LV+E M)1P1%"&8!DK;^O)_L(\XC$D2,I1Y?
DBTM.T4)N;VWG7D@&CH@9\VVPVL8S#S MC9Q0OH3N3W\QZ6AF"?FP8ET*2$-78,,1D"R!(Y[23L45!3(Y_:J=]96;!L]@BSG+J1?L-C=-^./&"=1UZUX9/K-Z5E2!(@O](W.LY4#??
WM- M^G&7K0/!S=3IB,S@#T7>D5=V1#@K1^RU.1?SO8X(U7>WCCWJJ-5C[>68U.CQ M88'JJ[H]$">V@GS0J,?
J#@=#4T83@M9MZ>J2Q9Q!ROP4HH!R2%@00DYP&@5A&G@T-//OG1.9 MW4O77M=5BB9H,D@WHE)>._G![#;R4RX$$ZI.BYFSZ)>>BZ?:1B8+=96^)I8 M?8MYHZXPW?
E=KLOBR'MR@<"B/I#K IYZ,@:>G)3D$7F>]VN^7DL+-\">]W8G M_N]N_2*!BMOPER3&6:9ZK48D"R B)%$Y]AQ&- LR%L09$]@BWV.,[NQQ@OW4 M#T4:*-
I6B0ZC$(Z[%&8"QM -VT]W^&^2CY\]\-1P H*?)2__O4Z"V(,U+3UD M%#6K3!&7Z#E(&G&"HFT^B2X6>JDEH[.]1I:)KHA7$DZTAT\K3-R5/[YE;+NK M?0NW_!^[-
J]U%0>)AP1'D";*#,J0#U./",BQRMQGOHBX987B0;JS6T8]6H>B M&G8UBXH,M6U-I.B)_VW!Y%%/D5;UE\6'S14@(^'\((FTT$GI)0@(H5#HN2M69BF)Y
MDO)]F@0AS6BL9:,YY&EF^TW?6'.)LYZF61@]NZNB;.RJZ$6U^CTP>*.<,%2T MISS%(WCX<^NP(98[T%PURG+ T;(-M-Q!>-98R^'4=FJR:?_YJZB^;GFO*LB*
MLT#X!&4P"),$(N%AF-*40>2+A,>9C[#'3%3?%3HSJ[.V'^]331;D![IF.NX: M2'IZRX'H9KJHE;JAV*\+Y$ZMC,CD2%5;[(B5Q*V.E]Y'^O7+_WUTF1UI**S5!83._(O=1!@(V[^2
M,!EF\=$*4?RMV.Z>'[9R0ZN#P;YNUW+LYVIS^U3I7AF.3#/S]J&H@YH\J.F# M'@.JO>FNV(#;)[4MZ]\O6$/%JY MFD/,+S#>[U0SA#9@\V';]'2]VOU5F9]W&
[%BV&!Q%6@W;K3F8_U T!W1>%[G;C*B9R$C0#EQ]V M\RYV#3))[/Z%R+2))H:#]!Q.35B2R)+8][T0!CA4]04%@SC"'DR)_"7B"4]2 MK?J"HY1F5L:'V(B^4VTT;,D0+;V3O1,,S-
2NI?CV(2+71',=*7)&YW4"1JZ) M>S5NY.J .;T;]O.W\=%M>:N&VDX2O'L61:TXRGW#8BJ2) MB!KTD"B'R2 !3 M3@5$2833"&M>S),0,EQ.P8;3EZE$\,$R*XU89@RI?
D1_.^'X"J3_Y% MK+,/FW)7*_4*HLI)L2/88QI)$\.D+B1Q0B7UJ06"1>)+2"S4?HS&ZAM'3T M3SE#H(R?#!V):J94#D1!TY1 T06.9=<_QSG"P#8V;9W!O*/GZ/BE(=' (6MH
M]&)'*0T1^@YPM#9]8=38>D_CU)2_K&V-%\2>YQ MY_)$D7YEO,7SP@3-]'//28W3F M,:>M.Z.4+ZNH\G^17CZG)T\E(H5$_A_T!6-1P!"5 MBLOD5&+)Q_P^XL3L,&*+I]Y!9
&4#/W%-4-MF^P#2XV[N&FN71L3?>ZZ@"C% MF;O3QT1H')T\;+E8]-0Q$:K3$\?4Z::%BW_<1TN@)/!X&B"8^=B'B(4^Q#%# M4
093L,@]7D:F:BD,PHS*YN.WH3"V^>@Z.F52:*::0PS*:T#N<\D<1RT_?%U MZF)?%>]:,/;Y@[8M[^6"%JW/8/-8M^LN>[UE"4U8G&:0!XA %,8,8B;-@3!+ MO$!:+BBC1FMOF-S,"
[&A9MKP?A ?O67H3FJS-=G0O0%[RJ A[;BNKIF8CA;L M"+%%5Z^>X*=+67.4W;I^LWUZVFZ^5'*F.N2DO-M5I=S$5W/_1?QF&]4E4] MR;H^H/Z4;YIJN:5FT2PM^!*.,$YH
.D+F<%DF>R*A(LY:^-YM M^&N UY'5ANY=36AFW/24I2LDS%1E0Q749&^:4+E2*LX#:7=J4D= 1TIRD-2B
M*E)'Z%,%J37&3#URD:_>ME[C4EVE%,];U;B+__+R65VP""G,87=/XTAX!'DP M#C-Y\O IAVF:A7*U,XJ]* N\5*LUD!'5N2]C.SY GQ%56'3/BMZ2-X-R>.W/ M!I"9$M#
QK'I9"7X@!M4SM?H!?G#01V845E$+U@)WBD(N\'6,5J%LLS>BN:_M'S:](B2K)!4L92F&?A K2RI+(151!&D2!QYEH?R/6&W$HV+NP2A\? M-
]__&6G3T*5^0T3C<*T!X/1L@>DXV(9MU>3 3QWAOZ@J7/U"/TYCM\9E=!>_ M-4!KZ1BN<;$OQ'%I#)K:[_GVNW-5D0CU@8^!1B3Q4# M8AZ'./$)C$04"L^7UK^@=LV?
1RC/;!H5'%6?"AXV_'CFTKY#%DA[7" MK'B9:8BSILA#:$WN(#T&FVT[:8?P.>HM;?7136@UK8F =M_IL?E>J0FUIIC7 M.U+K3K!PPY1/.T7]+FN.A[??2+Y64;WOM\7?Y-AJE7*?
(D$H3'!"($K2%*:1 M/,^1S"=)RE":Q'R1/ATCC,ZLV#^+4A3?1%WNHE3':9!WJLG:TS/;.].S#'^$ M-V&X94SO[]'PKLIJ-MR#/?OUJZT%^ 'Z?6A"_-J]/\;8_/?H Z()MK.>(+KT
M[':"X]N0CSFA^3JO7CY)$'>%/-=7*WFZ#K (8XAQ%D*4"JG- VE\^P$-/<]+ MF)?$)BI]E.+<,83[N[DB?_Q:P6T&=_+DN:[/G^N6G=STVG(9RWJ+;6%O]4[>H/M [[5&;=Q\8YTO0-
ZMK/)-Q/@CA@ M4&!5&BH1"&+.?.7%H/+7"*5>8AC:>8W6S#JSHP:D]31140X!IK?J'<%@MMY; MHMUJWP,RULS()OQR3#IW(997*2T=1CDF\H50R=AMG
MGD2Q5QMOVNT)"P\ED8A46!95/4(#F(I80(H#0A-?AEJEJJ0W3N:\HN"[(0 MW\1F9]CN6 LUO>7M&@NS==Y1!W]*\J"C?[2]OW&]MYM([]"Q.08/DPO$*^B"<
MQRT8C#6/7WBWJ>0\#^3[!RXGRK.WYF"V"G#DX\1/8, "K*SY6)Z/D(!^ M$C.21)[>E5P1RG-K :VG7V\S'UU@NB'Z0PC->P%G"*@MG2MP; */A 2SBK M@(/AF1<+,M 2L!]8H#?
TM&][T<^D%S1U#2)?>S1U"-0!('RGE M?9%OBZ;I@GSV?EOF=;F(599Y@9^R#/JQ""#R(PXQ"RF, I$&*6%1FADE>[A@ M:F9E=,MY0Z>^0%'!3L\=977-
\JR8JBNU&;H5G+P//56U-,IF2JS/76W+=/PI MIT4;9;7G$*@U"&H>NZ8@:LB>37>ZSB5HCK2@$Y86U8\N03S5G$[GMNQ)K%0WC$"=Q#"DG$42""$B]0$#!HB3B 57A(V8W
M*Y:0AN@IK6ZCJ/;S916U\9*V7>L MR?IJ8J)J"[!ES#XN:@A(/;4T%1PKU=,1/9Q[G\79?61_%-N\QN>Y>OUE]VS*%2#YB_R<-H&$WMI%OB$8XBS$*L M&PR)'V0P9C,?\!0'0+$ .A[
G@F@N-"/R=8!;WB%SP") MV2H?1<,B5%T"%OT =.]TTI9?XW>;ST(%Y*@>EQO^::L.H\T_?R'2[-J7&9:'.RYH MBJ'G*2>] YY:-@&I0";E M =^40"I8AX]IX
J5@V#=5R^.SUC[+7>AYE>5UR"FLT;T'LI/5:[6HU[,+^=F5CO%]^MV(UY^)<4_1?5>6L-E MN^+BR \2)F(8A[XOS^J)@"2C\JP>X2P@$4L#W]#^O$QH=DNR)@N>:KK@:5?5
MS;D5?0!!<:A=STCYM;99FB?K-5FJC::Q<=1?MG65ZKKQEJ%U>05C/:TV'3)76[.O\V,T\P;-^A)"%7]U6ZFE>];;*G/N5 M.BK;'"[U(SJOYU"_).Z@._WB ,M5JPK/W),7M1-
U>04J.A,3D4&!1VQ)M]?'X43GZWZWSIWQ3N_O;S<'W&*[[M['$O4>$XH5R8A"$8>Z$(_P)8=9G;Y#:S&?ZFC;;/CV3C:I):)$9-8R5WN)T MAH#9,NV3!3VZ0T
M0!"IX&4LUSR4OTQC[F<938VJ_.@0G7FA?]QN'J$<]P2>&T^#H[BYTKBH@6LP M#)URUR/BRGDJ&YC(.W>46_E:]0U,0-".7[LTUDXKW,MOY!-Y$K??\W(5(H]Y
M:>!!>426^WOJ)9"2",.() '*_(C[L58;RDN3S[S*%2F@:($_%#7#I*+\&CJ11?;):%.%]7%9Z:7"-EG);<5GNI2?YG\DE4W MI_?Y-[$*0Q%2A!*(*/H3F%$<99$\W(9"JP2Z%?
6Y;\B^BD(01="^ M9L@X@GHKK=_]U_[E3- WEBW6X4G7JO2KPD3IB?PH1% B(D M*,3R=U PFH8I3SQDIE,&JL(YBK M5.1!6LMF'^N(?99PK#5H'L-A%?J<""X2=?
KFJAD"A01GK%D 35M?[+FEZM90<&0;O*XYL-SNO_"&_V/M\;;;^L1%7W>F M;@+_NANQ9 /^#/#W_;U!S +[L:*6_-K6Q&UZI6SC2+G)7S.1=B"!36N:Q3+83(3JI[9C3-7?UUAU ?
R MO=:HERM*YZ)#YGM;%B!'5F16AVVKY M9GB.Z\594#)3CONZN:IP4ELV[J0XO'DY%C.<]+7D+'C9JG^7D;]9;E3AWORVK]D>Y7[S;?,N+[:;^?-=OY)_Z\1J(Q2S*D.HS2*0^ M%
['J@2)2F,4LC6)$,QS'AG6EIG$T^R&]BT%==UGXRHP1?8X 4RS=@(U<->ZJ> M2WMTMPN:F?A^?,%3'B4A9+[JKQ#2$%+5<4Q=:XB8AUE$0Z,PI.7>SBM$*$T$
M6\^=L""$9MMT]V6WG-V EJ$;5>RP@JSY5_V]'S$(WC3?^RR13V[.EW$!W%DKE:%K+**MBRX3@I:JP^#;_)LHJKR31N^R779EOA-PJRT]RM\S> MD/)K\W?!5YA&88)0).
2B7HA11BH>)%$I8F1&E&IN5XF<+$S)I/D5)U+$1= MAKDVX&C+C#3M]BP:>HZMT-;3@G-C:*;Z.FX:Y'K\J W\P)'4<7L/=L>4P ME&P"**Y"SFQ86#8T;0)
(9R%L4^:RTV#=S'7EM*8H;%M$3;S=/I%\LT+8(TGB M<2C/C%&?631U]T&-@7\1/@#\:)@RC4\9A MU--#3L$Q4SI3<3%6+]JR.M(EX_0651S:XI]J"?V!MKEB2K,H<^E!3O"&5.)Q
M6^3_ZB=!I21,!0JDX1($F=0)+('$8_*?/, 9\P2)B5$9_'&2,RN% P- <0". M6;!4"AI ZFD%M_"8J84#[7(&': OF;-,LE&""Z>3Z0)PGE.F/=).#[PCQ4:> MJC-
K@)8:$"T7X%D437GC,X_U9_&\H^N<@2^B^)8ST31J^+FID?QUNY80EW\U M4Q6C6%./4N1AR$@HL?8S#G'L">B%<10&?LQ0&)@Y-AVB;>6XO(ZW8^CT5*Q# M.,ST:T=8=?-
H2DK?@ Z;.6H,:@KJ2-V.45M4UVJ*?JIH=8>9:=FRJ ZAR'\3 MV\>"/"_-&5G7\>PH12GQB >ID.(I7_.BS0X;D7699:XG6+4>]A M.T/GH_*LB"M]QWMQPOM\-U^,' M]!B:Y2@Q
1#'+ET3#E[%R6L!T36WK\U4YD>3OPL5/"JGDH=[\M@U*:$D%)RG M$?2RR%>9 CY,TRB"$?.]Q \CEOI:982N4IA9LW0T04M4_SQR&8_QL\AD*=[%3BO5/(,,/3H\A^5"6.Q4[>Y?
5^4 J@.Q!%$]O M!:U6*2814S5NN2 Q1"0BD.*80\12FGCR#!*;M1[6I#OW7G\4ZL"D\LI51Q36 M]>10X5V;;25_>NZ*3[:!C*KJIGW\R!#2>N; #/B9K?5CZ#H6%#1-VEX=?JC8 M
(J/><)"- 2?(1)DB.JK!7]H0#$4[Z$SW$S!",97[_ZS>KG]L^#EA\V7W=-3 M49<[**O- U5-,6^?UW3]'T6[F6GH#L,I9]8=MX^/1=W>$OQ-VCX5>*M^//3Y
M42NA+;UQVW2$K1,82G5_LRW4)IEO@!)!)1PH(<2F; UGI6CT=(LIR,.Z949\ MS73+O- ZMHL;N@E$K!?G[(\5H1LM[IJTBVE)B+W7J EG?5F](4;S(7]9;ZRHA*4\3
M+"")$P01I3&D+ QA2KF?$>1GU*-FH1Y:=&7[] 4!2HF2) D"0 MKO?L9:9LB\C,AT(B 60^J3=T;5G/1BQU8W)]:[)4D<92^3D3#.N;=L?+)RM8 M+6^<0D/E>,VT-
EYJ+Q^T"@2\17(Q,-35D97,>>^+7&!X<4GD]+ [?\';]7(I MF'9 ;8+9+\I??7DDRZ7NG4;4#]UNHBS2(HWR!-(D(A#A+(41PRPC M&;;E+
["6.G$,9$3"O4S[\GM[V(9]P61@N/F"@PI=GB'02@ (3A#RH'*QA\J> MJ6 2R/R8"@)"YT0AX S! (6_5BS40@XF]>G$'!_V/,XO;VD5[O7S[HKXHYM M=[K'[D(4"8]CY2:QB#.
(6$8AECB&#*6LC&EEW .L=C[M;B4"N-^!(9L"C[2M6A3K+OB1FWL/K*\:^.*V^]GF/2.>K M>L/BX^I2N4TS 'YF;(G_413!ZF___MT#D**-,T(@J5DNMT%U\DQ M-
(4J6&)1&96D%,)N!S69CI/OMAJM]3$L.32[[Y'F[*_11*/]29%V[ZBI>;1? MM6V9D3/="[:(WU[[I3G&>LW;^KAJN3:!DM_GH#*%WG<2M%H#K38X5[#9/'E0
MW2;O9Z:7YA!)OO;+\XPZ)YERVH9 #%>3XCH4RDXB=[ZP=TK8CD+D207YA=.: M:D#_O[[M^T:6>OW_O&\VKO^@A![_HO?)15X611$7&&+.&$0\SR%%:0;CDL22
MYT(@EB^>Q*9:\R];LMG:1=ZC='+Q Z>:V;L")?.F:<4N#])OSO9I/_U=[P% M--W>0[72]4?:/0A0 M@3;VXW29=?(^DZU8Y&F3*)+W6[>].0@ M14IADJ0RQS+-
&'9J@GE%WL1^;Y_H3=I$[ZJ5#39*N)L[NX:;2]*" M;\"+S/=../@\!(BSN[$T,Y!#N29M5I=A:?JI4[!];$3[ZZYGQOZP(<&(,ZZB MGY(@K@*?E$/*,E.W$L6\0$7)G";
[62E3AS9'378M>&Q:,^8)3:F: M<+ 4FNXT%QC2*"\@Y6D295FD_F;%^7Q9Q/1)F0>AP$AUIK.X@,WP? QCL6-\ M[VZL4P79L#TC2L@N##Q;#=FP8?TBLBN?]%L&[S>"U+O-\Q?
-0?5V_?BX7AFR MFGH11R5/99Q"2?,4(EX*2$@6P2PNU/]&@A4D=LLGO"AK\ENM3G)#M773\$75 MX"_5JOWG7]U6R"?7 \P MQP&(&P O"/?$LG?.2,G2%))-
@&JBZ5%B7$(2)P*B)&$J0$L0C B2)$YY1./\ M&%7K8\7PF#J?')X@JA,SIH73+IP+,EW=5I$]$E^:>=I(O6GXS0*>_5PU+5!H M=UG.K.'=57-/0[SK#_BM-K^O-
H*M'U;5OTQ/F#=B)62UK;MMW=WJXXJM'X7Z MDZA;AOX%CC)<4I[G""D/*K:DN&,8_UCF1/&(UP2MW7(0XO)5ZA]/Y:N=,"D M*QT.9PY9[SOURC&Y/
MU=)WFYH,3J>BZ#&8>%5'>PFNE1 MX_@%6UJ6^CC_7;DXG>NM))!EQY%V1Y?5@Y&J5/FX^B+T9S0[W2(OR@SG6-/S M8[5OC8C::Q5I#$61E07"*2LBY!9O^2DR>?U^'"YG&
(1,H:O)48M; :1Q0I['3R-%\FX@TD9G^+BU* M(@@K"(4133-]A%9 2E !%I")R:Q=R&'SBV&B_H7A2LES;?_0@L/,=
MOH:Y>82]3.JMZ2IVJK%C*]K^H^U.>\U5O3INV$_NF6;:MOPRV2 M/?J!O 0@6.>/WM S]_AX:=3+;AYG/N-^!_=IL];=E'4J<->IC&VOX2Y*F7@RMG+-][K['1KS3.,T?7KN""6
MN\U6+Z.=[N2N&C7B6N[RV+/=S%TUKW\Y=_W#?NOAEZ_KS583NAE*:=V%=)%* MC"57:V%"-(VC%/IBCC,8,<0H8YAFN5-!ZDL1$T]'([!I<-PT9=>=IMW6R#.P
MV*V4XXQUFX&-G89)L65]?SMDJ/.B=]F60$O?&0&S+H"7#3Q=!@<^Z3OOR$:\ M46/Q/@W=[6:C2VUTC=>;Y\-'V@I70VG7T-M]7.E"5U/V:F@9[[^2U=V3.:C_MP[3?
_+AJ+@M/$MP,:YXFS=.<>0T!C2QI3A.2PHR5D9KN<0S+C N8%'&:)%P4 M$2G=]N,_C6V3;_$;?9KXLZ[U_8J^3>7KY9)L>IVC'"]6?QK\K'W>3Z+OE*Y6 MZ0^- <>\D3TK
7T&_<^UEC9,E#<=+V7/VI8/=ZOL!:W!-Z#]2JFO46/TF0SB ML]27(=W^3_8Z@ZTV/XM=,R]R/XO9%]?6GTU!OR7]O]9K_KU:+C\K]_]AO=$: M+FC".:
(HAE'$"41"%RKFN(0QRFF>)Q&)6>JVN)Z1,ODRUS'FKJ5R5@*0YH#E MV:Q[;1I1K3W60ZN;)M,SO+NFM/Q&.\;U_K"F%@_&+?ZI+=!9"-H$QPZVYZ"V
M6ZM&PN>V:G3"6EL_7+/5V54/6!/(:9Z3,*O[&C#QU)$,?=2= Z9/@GY$,;.M M-L8MWA&I&)H35D J10%1DL6Z9V(.35_Z M/,5I'EEQ X]79>K#KSW_D::-
V.QUTMZBRR3ZVJC5I!EU>MD3?XQ\%<.>85Z MG<_8FE8*AECE+WNHE6Y_!0?M- 5+JQ]H%02?7P5J>S*5^2#W8TV9"HGBI0P M:
UPH8P4,!OI21@@^NPF@49T7V!N^3]V.CY]_^;C_;O;!0JSDJK%(\H+3*PN0EX./?$"T D#C31[7W,"P'4W[6^6F]L-99&]-_2W MS,^[V5KHY*3.&S'@=$X>F,V)G%>T[Q0N?,)MDG-
1+;X(MMNHO=+['\RP*/U& M'L4"4R)2+!%,*-&EARF"&',,1506N10Y2KA5WL$E 5/?K[0B02<3:*%VL^0B
M)L.S/X2ECB=^;D9:3Y1KE@SD.*I'FRV;^L=AIW9QP%FFTS5SNDEU]7/^Y!J' M Z WI*[J+T\;0?C=Z@^RJ713'UW+'R\8*44A2@IC$NON!41 $HL<(AYCM;2F M MM-.5?!$T]%
(QC41K*N+?C6RO9DV[""TNZ@90J W&:PUJ!WW'X#&K"^[,'J M])B BM/+MP]MK2%V/ MX /:[[JTC MWM482U+7AV*/W?9.WC+UC=B9TDYS-Z8OV#;BJUC5U3?
1E*:U_31DG&9I3@O(MXIA)",.:9FI'0HN.,DQ%Q)9.;DPZDQ]8F'JF9T3_4"ZYVY%K@&%>F78::G7,.0<'>X5 IY%]=.0([_6P M<3K0W!R:$UX>_:\<@;./,J<#T"_H# RD4Q3JA\5
4.HXX&PQJI^A_9#5.WSE]\;,K/MU_6N)BON2A4U\ZM-$:W__F]Q'OVG>K>?_G_V;NUV1#_O&W,\MIHM[WQO ME_KG?N(WI%R3I2^^SEOZZ=/)SRK__TC.^-"+F2\Q?% +
[^WDYE>R95^KU4,C M)6FC=%HDA622P#R7$40JTH!8Q1M]P") M\P[G E36.\'Q 'AM_,[9[K_-NP""\ZYN/!BC-G%^H/ALV88-O;Y#N_#\W!NR M83/.
[+^N/.#90:TA6/^B7KK0/=W4"UC>DQ_O=>?>6K0T40LI9,JS+(5)B0J(M!$FA;KT%91Y'O$0ECJ35T9>3U*FO0;?.R1%V8-G%IL$A<'-E73L#(]^4\!@- M#.5;JP/X2ZO%Y:V
>SLD%ZM#M3VRDCEO>R,7&%ZT,7)ZV,\MO%]]JS;KE5D- MEN]_5%M=[%[K8Y\[^6FCR[BVSRTM"8FSLE ;:BB1YB+'.(*49AG$0N(RSHI8 M=U%T\ WVHJ>.=/J*
*V)85;0NR2EC-X8=>HXTKQX@&SG4Z:!SC%&"HB:LWMQ M!R"0CW$0/*NC<0?DU-MXC#":TE:Y,O6=:MDJ/SX^Z=8O%6LIJ^_%C^T;9>,_M/3EM[0:?V+>@)Y:>I*
<*N;-8FN)Y;"#F05&-S_CC"#X4VL%C%H!7,YH M2$+0V%I*?"T>6S= !HAL'0?RS2*70D56FL&[:3ZE_M']K@VNVGPMS;]E>+S) MLNY^MJ::CX* M;
[N0:#X4W=Q7IX/9<'4]YO2_]W]HM;OI KB72>]!1O5,)-4L*7?R]UH8V7=4E[YJ%I6N;$=YZ_52B>Q&C*T7[J. M(@N2Q8QQSF!!3&6-(+ L&(44DR2*8RG*3#KED/IJ,K$+-
,)XV_\2K%NU- &* MZ&K%='.5E?@.9*->RT/8-5]Q;J#B_T[L?.4L2+NY2:,27$NHE&K<)+CK(?V^ MCW2K6L."'/;*!9EH^@ .44YC2) H8"*S(LE8E&6) M(\?/U7(-

1WI!B=]879^\:=Y"8[19D]M'4#U%+\!9U^-^G6K/NCI;PY=#Q: SH2)ZFIG M03L41>.DNLY+]C@'["]H(V<1ZDE 63U\W=[)W^LF[^..;HF2SS^NWO]@7_45 MA=KW'T?3^P)"?
1M'4DD9C&B90!1E*2Q%E,%$X"Q!.,L*R9QX)OUUF7@K;X1Q M0$QJ#%BWBH%J!42KFCF(78GO8+W?XS7;_AZYF2-WY(@W8^?Q9\+;S9\;I>!: M0J56DVT&
[GIXO^_C?;*?/I0F!V1]'(]1*'+'$9K,R^$X'K(75(T!AO3SC^V% M[9UL.4U6#QWIV\>ZWNFJ:G->NH@QB4SM "NQ\H4IS90OQ A&:2D3QHN29<@C
M>.CBII,1H&I^G+S;K:XVGFRD#!Y>:WN7E\!LU?!1)3- MW7VG17,[$LX[.=H=R!/92IW5ZSA"<>IA7!]W)W?\?<4WR^>'+X+I X#G7_^Y M_;2IU+!?
55#'MK8DC\.C3!P&*>%"2=??[4X!\"O9_%.MT48+\-8X8WO&QRN8 M#$_^L'"XS7=+))VVK"WUHL0\LK0LQ%#VIG8)XBT?,)O^;\G/]YN!*^V;\EF
M\RP;4O%>54>&XH@E@L",ZMO*.(LAYKF &)%4;8]BDB;890MT1=[4&2;D!VC$ M@[[\FS%U,M<0M%O@_^+B-
M%'0N*\HEL:&F@EOR9MUA7:GE"GW\U,0S]B#L;_:K[HE=UU=9?Y/<)MM!3C":URV3)T/- MMBR>-Z&_#%[XA'N"CMD^GVRX%VG":'"C0E?%YQ!)G5N9B11*F40ECCG!K+3I
M.W!)@-,T\>XST#_%LT] .0O(*0)8:;;U&D32)K3L[O>Z=E(.^VS:\;:ZY=2 MXVZW4QK-D%$#N3-G'YLM869(Z7Z6S.#G/'F6]!B?Q;;:F-J&0W71OJPSR>(L
M2C)8\H(H1Q)32"/E4G+,.,ZS&"6(>9R379,[SP%94U?X=DQ=X54 [>+E('CX M<0^9(_N#Z&FK!FWM#$4#=$W'*!U__SX^+19 M?S/2ND[C,=3(/(_H>^!M=;V3M[!2>;
[D&.YFS^@)L"H M HYTV9,U'7H<.E,G6J)L&5M,@9QCD*';19XVA_Q$3-@5WITX&QR.=-!2[MP\ M@FYPG*$&=!S G^UOI5[MLYHY"\9IE@N2P))&.40Q0Y!F:09U'!*+0OU/5KHS
M_'7#3^XDU)>[[0)2[YZ>EL[91$=8V,US7_M=.C3I',O?B,^['@&_7RZ7N/[]>?1&;;Q43OU0K8:9KNU@4HHRC%!60X:B MJ(@PU(4L$*>IE"6*(I9GMH5ZUX1-'+<;2?
8'95>AN7XX&-)@M_EVD Q:T4#+ M!K"-/:XNG^YPV)\AAH3%[SQQ-#Q.QXNV]@X<-5X=8K9C1UMC^D>0UL^X.;!Z MLUU\VJSYCFWO-
NW(YJXK(SP2>2R@*#,.41Y'L"2T@'E!!&788\5PEHW+^5AJ/7$NV;-4)2@GNU%".JG0W1P<=A9 M)N UH[I)=_5SGFFR&YWWOGW^I-ZBIAC3K9"?M/?5_GC5CS6"R9IR86::QF7
MNKH_)Y"25$(A"D[CE!=ID;H<^%T7.?UD- K< */"OD.W40+\:98-HX=CQHP% MEG8!?%B$G"?P6'#Q6'B^$M,4AK+ M(M=E\$Q"5$9J;RXI@GFDUFC"418))X?P4L3$#F
O<,1D/X.+W>0>9ZW;9'8T MU+T&_:(MH:K,7PJ8MX[\HH$O*L4O?W+<;=R9"Z1()+(L8@HE0[J0.Q60XC12 M/PJ4%(R6:8S'V*K=L,UVLS7:;]K-8K$CUR M:MRF=)-.TZ.O?
305%N:^IV[2_=VK:J^@:#?'0R#CV=QR#T9/\@TXR Y8^FIG M9*CRUBO2YBUAM3/]19FJY6/NI_']#KX]RNYV8* NNLT;1)U>VT#[<^BAW&Z?BX?S'JW:7W48KN7,6>Q
MACM"8'\6'PP*OX/XBY"$.7FWLF[@V'WX^=G.W*W,Z!^XVSW@[J_^;<03J?@' M(>I#AX'J7\H3:L[0_>LW1;2]Y9;$919C5L",) 5$F:00EYF A>!Q&4N6D,RJ M?LY?
A@C'[TN/KYXVGP=?+9 MXZ 9<.:> _FY<<9WG?_(T?RW;DR_7'^^TK9RDU?5[+\I+YG7X\6H7<[H=N" M5ZN[E?@?03:+-&9%:LI$"$W5CA:GD#(JH)!14E
NR@P[GD]Y:C+YX97Z1F:N M^U@_3&WWMY/CY+KO;10"1QJ!3J6C(I/M&E !/JFO^0W06@&E71<]"JJ7N^MQP_F>GS>$?&_7CU3%SDU7%+9^6!FOR95WK*1AEV[Z)IK>
MU1O!E7?]Y<#\IOZFEERNB< ,=DD15KN9;S8F M@?;E=<@T8@*G*1W(DA.,TAQ'"):8EQ!%ZC](SA@DF$41*XH\P8Y]9Z\+G3R^ M[#/-BWI;/9IBHUTMY&ZI'.VWAM)//0V>6F7-
!!>=IH$2F XH%Y+$21EC*--, M0I3%:A4L$PS3$J<,Q6E.$R?JV+ 8^^2"]! ^CZ$/2>)U(.T6I;#PN![,#&:" M3=C:P-[JJ?/!7HGMVAX
ZWRPL;S3FJI&UWO=LNV.+)?/>IOV1VWX64P+PJ_K MI1KD\W9U^(I;\BZYC3JQ.^@W402=5F9/"K[5_P$:/IJ>:IHP8;>QY(KPP'#8 M34P+GYN[\$0N,$V_/R)>M%*.HF:CG?
#H$]+Y3E"L+VZYMNON&&&7J_N-V15 M2[%1 6:\('&4%BRFL,Q(#I'@%.*()C!/$Y[@G-,"QR,WXA>%3[S+-A"/WBQ? MAB['99X2F4/)= >83,?(,2MUYJXH(BXE(]-NV,BZ'PH/-
I=,>OOBEE?&[ ] MJ#,AR-['#4&@"W&6<*0(N+= +<0!P57SI]O]7Q;]VEO[JZ!8[-NOC^'9K4JG M^#3;_\.5TRVMU31CVP7/2ET:P" O(@%14J804]U KXB4DTYYR3%V[#8U)&_R
MK7A31GKKP$%HAY.=NPAFNYM_Z!O=OQ<&?W:R0[96LK$Q5&ND05GSMC:R,?M% M:R*KA]R+;W^M5M7C[K$K-*":NR=G4&0LA0B3!!(:Q9!S%,5)E+*DM.K,_F+D
MB8.!5I9];>VQV<-3:6KTU7KW=D*VR/-EX^.?$7OQ,%M"S[0XDS%EX_>!AGG-M$4%&+*9.Y M/>32 3M;G4X.+IOD=3IP9KC93@ NF]+?Y0]\:D1,^%DP47W3Y\.Z>KQ$'$L5
M_,F80107'):%4"L*2TN,XB3."Z<+@U,!4T^H1]V_KP8;P=8J;#1GWB;1DSP] MJ2_DC<[XK'739'TZ_K2NM[#[Q=HB\]D.0H<(T1,8GZ"P)RIP"'C&B)!17W_X M^0.],\:=C>W.?
S\B.%LJ4TWRN?#,7/,6"Y9$<$R8?I@ MB")8"I'IW+T8,8+3 EG-4@>9$T_<5@M@U !]/>QSAFW1&YZ@$V'B-F"X6#VSK22>B%?S==GZU?UG4-
WC=P@+]\%NK+6I/E7X/FA5PU.5Q& MR&51<^>"7#7Z3!;(]6<"48O^HF>"LL5T]NV8(V/"B=3M03)-U8MR02&.4P23 MC"'"D,"'6AVB.$F=>/8;D7 O2DX#AY@(N,VV>
(!2*DO0L5".Y M2<="%IJDU!FZ\72E0Q"X\I:>'>MU"4R'S+O*9#KX\$@BM>Z&]HMX,+&6X?$4 MB,0B+DO(>$Q5H*GYSHN$:5+F.-8TYTEB1T(QK9V6]#OG:D-D7>=@&'_+(??
VZ>OBX^K#Y@RQOZSOY1[U= M/;S;WLE/F\W_;-[_[_;Y]ON&U^K7_./J[;<-_Y]NH;+-@O42KW+Z?HTW9,?G]4RHDLZ5ZQ:5F8?>[O]('2>Z%('43O=BN;HPPO* MRIS'>0Q9C$J(:
(XAX2*'(BID02A&$CFECP?0:6(7T$"+!,<*W@"R!1WN>R5/'[H!GX22$Y(V,R!Z@9Q9"(UF M]7D!(3QUC2&']J#QW&UW&_&)/)M2RO47L=VVE>_GVO'J:/N#4G41(X28(!DL
M6!1!5*:QKK?)8"QHR3!'D@FK7KG^*DSL']57%CLP7/JA>/U4?'ILW'Q=HP]H M%0+W:]"H! ::;#=[-*W7Y(Z<(E.#JPGR6@#\%,+\'8-Z@9@0T@#-@> #VEX MX%D#+)5^@?
(WQH$SQ%'J-_!\Y*6C##]B-1TWDN_^EFX/\?5;LMD\ZW[))M-S M$6O^\MZ]0#OQ>81:/DWX+\VZSI@;JJ-4<%VL0.B9M[%7C?ZY2[6XAGW M$WASN/G^QX:I[S6S+L$X?FKB&??
^A]J45+4 1IC]"?>):=?/K?VM]Z$_@'NA4^X[S]:DJTC4X#D.$=;AK]C8K\;T&CA0M3DCY/]CF(*O/SV$.%P<]HUN (P ML$^P'FJVG8&K';G7PG&AZ$>_+CG.Q3SYJ6'!>20>5?=0=B
MS6>0E@+R.(\R70K-(^Z4H>.GQ]3.MD>'Q]:/3^N5R6C1G*]?A4D4YZVVH&I. M9+?D1[OK[KOE9\>L'\^78K<=F0%J-Y?=1[E3R1QM]Q:X/DGKE&1[(\$)E7;D
MJ<6\"4GCH'J1JC1R.-]*]G>[A@K&K8J]>VIB!]2O\.Y$NA:R[PV\OI'RM\UM MQI\K8+]JGD?M^JDE(^K6]T/-7+-^:L++>O47GQ@;"5P\<3Q=;[@L:8(X@A'1
M[2UR1"FG-2\AB3A)1Y'+M5AKDKX?(E'4TZK(OOONG4LFHU>+9^M!W[_K5B M7W5\L-QQM7KU">%U!9JL= N(JQ7TOA&$]$'^<<_5AOI0,90E/8H@PRB%BDD)*
<@YS7L8R MHR)C.'+9 0T)FSC*:*2Y>9A!;.Q\22B+'>]%C-0;<-29L0Y,O.MB8B_,"AJ MUAEO8_3IW+9ZQF\6_]=ZS;]7RZ7:17Q<=;U:FHW%NZINE]?#=YM4%!CG
MYLHS+6&9T@2*/,U)D25I+KA;4..FP.0!3:>."3$:]IJ#6@=V0U>6?T>8[5S$ M=-"Y.8TCS%Z@!0ZZ3.1'_' (Y%DR<7\5 M67Y:UX9:X?
V/K5C56IGWJ]UCRUF[2&1*"8E3R%$B(4IBM>.*4N6A4A8E)(XD M+7._H@,_A2:.3GI9^4:_&[#74$?^>QU!IR3X\Z FZ.GI7<;@^9[L7-RC87>3]TX>U*[P_>/3=YN#M M3_3&'-
J/O_:;\^Q./O6<"Y3K/2F\0QW.)Y$[7P/T*6$[ZH\^J2#W5?IP=MD%Z]CO S3'P]C48E M 7IA:;]P38VIW[IDCVV@!68,# /KA]>PLRT/8XSN>_]1X[BGT?RZW2QUG4E]
M)YN$!.>>EY='F/AHZ5>U4=WH$PPC77OA,YDI]ODV T@,>]-P(+CY3"O[)^A) M>=U6KTR=@6%GR]JY;EH_@\?BTR&J^K2(18HBR5/,(,J2%")1:CZ]2$"9T)PR
M1))2$/]:/BUBXMGZ=U$]?-543D3WGE"[G$>RW6UTR*0&LVQO-("/[7'M&*M= M#V#IML=$L5RO;^!PD=[1)_WF7_\FN\M=?5[(,J8R M+Q*8X?3_DO>NS7'C2-
KH7T'$[MG3$U&8X 6\[7Z2+;N/W]-MZ;7=.['1'RIP ME;A3(C5DE6SMKS\ +U6L&PM @93G/1&[T[)$(C,?$LG,1%[D%F0DA*G/LA M@K,XHD$@B,D6/$EEXEW8YTVL%-
&%;8K[:7STMN#54IOMPKU$D<4V$_V\P,8; M<50@1WOQ-(U9M^.HF(<[U-?+ MEV*9R.\C2Y" 49@F$"&Y?[,@0##QXS#A49#YD='0)CLV)M[6\H5)C;>P#9K:
M>WQBC(R5@.0'-@P=)8 LFC[_5)DF0^8671,3N:9377$%,.Z4B0T3X=^R8+'8M $XM.%\C@!%Q]MH!C%UG]X'?-CC;96UM)TMS3H47"0(]@3WY
M%406V,F=ZWVA$29EO2&@3C M+ZZ&>(X^JV.49OUV:HA\^('4N>6*(:J?RZ)\;M*%5!-H1:K[U"ZC* Q%1@1D MB*NN@K$',19";G/I:8>90"0-S/*UQPE.?BC8IF1W]>2_=
.U_M+,);,8G7H> M.!QC&F#DPR"F J(D3B%&\G\")I)$@AFFJ;\L^(.:/S<;<%D+W)#L3P><3Q.) MG!_"D HF@?,(Q$&00)%BD8HT(RPUBN*X>]\L/B9#T)RBI/?M<">[V>>C%7M(
MN.^I^TM'V^&D-CTA74[U/4]L_AF_%P4_.?'W\EV6U4 X+]1)Z%WQ%:]XW=42 MJA8#S0^?GIYQ7C6=VIJAAO42T21@,2:0I#B5=F. 8"82#+,D$MQ+_"Q.,S,U
M:67!6!Y_=QG=*O$E%T7CK;F.=\R6%LH5^,'H*=()@'5 MKE9(<@)^4;S\1:&IV#GHUM46*^]8 AU/#NN%+-%P53%D2G[>FB%+<(ZJAFS7 MN7)DVIWXNB[IWQ_+E;RY;H?
=;%TVA' :H3"$"5;!:AXSF&51"J5YQRA/4!)$ M1L:)%M6);92]LI,A%_]W/^K'UOG5PU1/ SE'RDSM. ')?AB;CM"NA[*-TGR; MX6PZ,)P=TJ9ULWGV;3,W7/!J,-%Q.YC6]U66+8RS2+J
G/O2=^:I-'58$"=Q M%.$XT^V/>9;*Q,JAIZN?PGD>C_&-[DQ*LXW=D]P?DFH^3?:\V/KIJ4[$M\M! MM83!*.WTHG@CN:7G[YTM@?0B^\,LTDZ=.]>G/I<8(P@CA"'B.
(8IID7PXP'/N&9)S*N56S3&NX]#0_0=KCD;%H1]+HN7 M9K9J.VCU6[G&J^'?WY?U^G.Y_B_5JHN6#T7^/YSM5FIO:F)]WQYQ\F
0\3CQ$X9YJ&62OKDD4YN]BD>P*:HM0WN%GJ [M_@ 57ZF H!H*5&[6]1H737Z_7'E=Y4W*4JU\#KE2WD6GAG]J7C;# 7]O]NKH MN>G_%"^$H>NO*,.&]';*UJ"
8P&VXK0SD56^FNI&J5Z$EKD%4!+)Z];@M>FC MV NU .VD$H>#!=\:?U?C"-],CGF'&+[UXSH:??CF#%E$8/"/#S_XT_/Z75DP
M%2!NU^Y_VW5)*1YZ(U,$(4\#02&FJ0>1H!BFG'DPC7R"XS1"OG2*M$N?#:E/ MGN @*4/>D#8(7A@BJ!')F0X5P_@._@%:FJ!AI9G!T9Y/#_ZTX\I4TV#U,9"? M")6XUAS4?
2K$JOE#,VPZP&F8A%D"?8_$$(5!!+&@#"91Z&=)%B01,YLA9M86(.^9,QC_?<4#N*S*IX?53*./-"-O#>T&T=L= MHEN^FFG>DR-J.)]J4F2OF%8U <+FLZNLP;DTR9OZ9'CZ;
[;H=+JGYP,,&%ET&4<#1A9- MJ.=_E;G<._\ID5?)\Q]5B+'MXSE!IH =0(Z<=4/BLWK8=L 9=VC0G]UM; M#O[=+!QZ&2H]_>)4? MSIEX 11PTU*@Y7?0GVP-
F0<^M<@N:/P_^"CJ.W^:AF"1?O3MC5JY".6?U1RG^IUI1HOQ. M?.5%7E:_E<6#Z@:E^D,MXSA+8QYB2#).(4(\@)E/4X@"-1A(>()RS:[PIJ0G M-VU[1H!Z!T#>L:
(RR>N&&5"4:]Y6^ZA?JF!@\RU33J3@IBD"VHCKF<93H&CV M1=J'[], OI8+H-B B@^@&'%G*)N*[LA>UB8[J]EL"L:A]6Q\O[D1/=9&ALK/ M[*9)UAEVE+EA_[VIU^K[*\KJ-
E>GVKF*UM3+ "4B(3&%0@C53$Z5* 8X@+&0 M_G6,Y/\G7->(=LC7U$;TEFZ]&V"F;[FY? "7S>DW@M5,>;5,@M.MK6IELFTY M/6AOM6.VF60[9/=MGHB^+?
U&3\;.EI[W"1D9TA/@.&)(NZ0VFR$] 41#0WJ* MY^QC.& 2&-2:VJN \ MJCC[R.4]>+5MD]5U,WG'"R[R]9*FD:\,=I@0#T/DJ:G#"1:0^E' XR)A5G9 MOA[9B55C1]RT,[L68'JA ?
D3EE#L*(M166PV&Q&E;F 0[O*XF[+ADC;.5?2T:TVTHS;#<<[&,!&PA11+Q70#[T4(I* MB .I/<,X)D$0A@%EW.SH1I_XY(9NAWB MU'$!!FR8C 4T[Y-D++^K9DGZA.?
MF&0,R%';)/,5[/3,>UP_WA1,_6=09W\8 M>! I1X2$!$9QPB!*:0#3$#%(:8QP[#-*N%'ANA;5R6-;]6-SRM+\8-RGQ Q M/47B'!;3\-891*3QT4:W3*)=ZX2HEY&/,&"!SY$7A! A'
FO3XO@C2,>"PR M/_0CS0[G4[WN7DS9'&0@;([MFCV8V?X[%@WJ*)R_< N>Y]O^1#,%-Z6T\:E M^E8.BTB&M;7#<_F.X>;J\X5:;_F$#"K@WO!)6=;&;9\8DT]L74IO8/#$3NZ5
M89<8?+X%-16D&4<8HQ/+?,$M3D5+5]CB*S)Q[,P8F_P(.V&EMSR%# MAJ.X&;2:-OED*Q4#[)C.= MW_S(:^T)]KM;)G;).TJ:58B'XHSOYRLD,=NH'1'PIR+C:J;\,>-V0^0'Z\PW M-
?Z8^;TQ\2?^;/=I_6/0,/ ;_M$=8=:?"JKJ,5391;U9J8VEDJ#?;ZI*;K=[M7N6ENOJ^FPI2+S'E<8B(!X7/U%"4,(:$80J]B <\B:(@SA*38)<;MB;>>CO#
M6N52KO$/T(])J95+2ENVP"O'F@G)CA^*WL=Z?JC-=,.0OR9/HN=0-?%H>01; M'MN"BXY+T++9W+1EU-WGW2UPCC[[CIB:U1QP"^2AF>!X==N:LBYUI"EO:RO:
M;C;KQ[)2;"T]&D6411&DF$404:D^,S6SQ9>.C(@(2SP>FE:2C1&E@ R49[A4,#QDQN9\.:M(C./*W)!(CC<4U&=[OV MT]H4U'M>X)7*=.AR'Y9>X DF73(890A!E 8I))Y
,/82RC#.N(=\,Y/"E(49 M#@+WLYI>&S_LN6?#E<]U!N!KO:OK07/I1_5)Z%M^^HRH.?RE<2@F]XS.D/]) M?*!Q%WRR"/26.$0 M4U_:,2B*(:$LE69-C** 8XJ$5CSH
IV)#9>6,NA)@Y8VZ(CKZ9=+2(VK$8?R MFVD+2]&UE8*F8",16[E"N^WE#[O=?FG=63:UIG#]WM6]W,YR:(YKOVX*5KT. M$B*[0,EH_0FMPD,VC_H :3W MF738KE$^7O4AS
UKRH53. W)ZO619)E3# M&!BP5+5<5"-%TA##(.1>P",F0K,3&T=\3?Q%WW()&C87H&$4E@)*5MOD-.ES M#R3D\/%/^)_KM+/Q$X286 /LDB51W"(.;2 LL$"SG' M/(FXT"G?
U2-GI%7-RW;;V8/6Q647H-+3<^X ,%-?>U;7R8[8[G20GHR.5,L% M8K-J##W!#Q6!YEV6^WO0 /!WO-Y4#9TO_+DK;[T3]U4NU*C\G=,/DV989*P I/3=TP M-4:&*F.O^>
<"="R]+H"B#11QASKC&ME=J1(K'N;5,-? =*1XKEK,HFU(7O [M\;[B+%]_Q+0Y"_F\4>/1[L3-"\Y7JOJULVY48AA* N1'O@]QDOD081)#@GP,
M_2259D>:!8FO/<+,D/;$_EU+63D)N*<-^):X0;,,0T3']=#$.)D:+ 4'=P*T MK(">EP7HL)-_VO(#/LR G4&WD>DPM&PYXAA+L[8C=FB,]1XQ7'&^!B1VHNYU M(;%?
[K$P4YEC,#BN'3(3U:J@06/YV>H<]$4=EC\8W&7GW+6A(7XJ M@+1DV(^"($U@1%5B#>44IA0'D 8"1U*;)EFJU;%6@];$N[NC#%9-#GU3YVL8 MN1G#2<\U49IE"',
(28)5:X1AVD:13"-?2183+,@CG1=HQ/K M3[RC&XK U[?53T$0ED\X+Y99'/B>X AB M/Y0FD525,(NB$":AB)FJ"$VP,#&)3E*96'6V-,&6*/BS)6MXN"\:(#U;Z&JQ
MS32(N<3&ULVH1(]LFM,T9K5H1L4\M&7&+W917GB/J[NJ.>AFS9G7/:^:8H1E M@&G$11C (Q2N4\S^67/$(49$YB1+.),&'8]U2,\^0?_J-SP&5?@I3F'525&
MK%RM<%6#9VG2-^5&5U4[A\QLVQ]5($H6Y,O6IMBP[O3Z7J45*CZF MJD:\)/(E(,:K%"_>;>X5-?>_4W,VE8[B1=W."*HJ^1(UF3/O M7G>7=,V<;[[CBK6*[5-1KZM-
>\RETB"_/>+BK@G.U/_)E3%^4[_BKPIE_H; M5[Z<_)7<]/B!_RI)K&^E+-O3^F4:LS3RPA@F<29]D2QCTA.3"BP,I,TAXC 4 M--1UQWXFP28V9GKZH&, -!P
Q<(P1^6YW^4+T(K0=$G:=$)? MB=WIU'\[1[F1 0SE! -!P;M7,+RN$Q8TTH+.;AS(V[5\5!*#3N3^A5(-(7NI M@=YK^4_Z@NF[SC\3V]/[[&_W(CGJ3ODS/JZ1P,1/Q>YL$9&?
2NH3H9B?DC_+ M;IPK7-=W8F]@>]-??QF'(J0AXRJ5.8,HC&/I6L8$XMCS T9C@I!67M%%2A.; M3PU=E4344VY=I6X@A&%$Z#Q<>OZB$Q#,; 1;^4G< MHQ:7%V^P\.^:^>6?
RS57W7UOGJM\%7@AZ@]_<.B3% F8!8BI(>(,8B9BR+@G M<$)XPG"J[7"-49IX"[>T0:&(_SMH: -%W,"X',5)PYUP);VA?=*WM!M6K3O M9+<'+J4[4FBET%Q>:6_MZ
/)P"\O?]$I#+* 8UP?.4?"3">-@3!!_IRVI%;I MU(\[IA:[SEEF+LUNP% ,) M%KMA!6NPQ]$P4*L:?6P?^,WV@9^[=3 ;U9T/-S/\CCS"N;B>U;^<^5$<>JMS MD[?
[/GWA5'G5N:7N=H3]SR>@W_&,9 M<.)[42Q@P+C\""$209Q$"61!'L4!0G+PF7!'YH!.?K?(I<\:NFMK-5;1YSJ MFWC-TU.#HWK..6N;L>-!#G4[:(H..0?2^C#,.G?
Z!/6^,;,_$*L/R2&7[0,8 M)K&WYRM[G';='Q<'7?-5R]GF8R(Y=O>QF)'1U\$IZS-JO:G /50MT]"P[;G MY-='OEKU#10SGT8">P$,DRR%R!,93%$<0Z[WY)OU,- M*)W-
3VO^5"^CB*:8R6]^PJ0^0G%&I%(B'/J9%Z1QY*6$&=6?C-":V![84@9; MTN!/11PTU U3#\8PTU,\CI P4R_6(!@K#PWQ'*F(,4JS*@(-D0^WN\XMMJ:\
MCR#EJ1J'PZ6UD6449CY'S*=9&O' MS+8?I3>/L;_'0M?:5!5@=(P Q8FI#S .HZY3X P<*R_A*EPLG ICSSHA9%/ MD! H(?%UG_9CHE.G)GUX#[[21\XV*[X ?@"];
%.?//:F=4]:Y;UJ%H@V]H" MUT%GIB2F0LV!S7 >ALF,AQ,DW]B*._"97-BY%[S_$:YT+K*Z9JS][A^;%?N M?O$[KO[.URI_\BNG75?&^W*5T]==
(@U&&'/\R%+HP"B0$B3PP\Q%#1C+(J3 M#"5:"N=Z5B960SM>@.*NV38[KL".+?ULP2NA'U=#\P)J&A#9Q_*F54']]T[" M"OYLV0,Z^4^NH=;/W)P/DH$9R-0]Q:?>=3I*<&.1YJ>
MO.K:8A.Y=>EC(%VWKGX@\=- Q"F&F),(AYPF&$42],K#:GJHTB%9C?\B[0F M/S#:+SAIJ*OZ@LBVUN(0J\O&D3/Y#7?A86W%3O:K"TX.0; M.+D"#$<%)QHO MQ!4%)V?
DTRXX.;S_C0I.SHAQON#DW V675_[MFNL:QZ[!\K_H\-+^AK%RJ) MPS 6 "FI6XJI!O:$8XS,U)LE).:-8/6%=-405H/BO(UA]2$X:A!K<*NE4Y_%$WV6[&^H50%
MP=6D=^5W2/]CYUBGB*0>8@CRT ^ELY!Y,(UC#V;"YYB'41R%F9&SH$5V:B=B M\R3]Z%>5#3K@!^P8 CU'AMZ%'J::7H=SI SMH'%D'->YV4GMRH'1(SJO8V,$
MQ)'#8W:WF0JIJ_52U3+(Y5AC1C9'Y[U!D8C8#V,*N4\BB.(X@R2B$0Q3'.$T MBJ6+I-7A;(S(Q.IACVR;HV%H,XPB-+[]7W#HRC6UE>?]@&\M_M[;;PZ-*S;%@=X?
KMJ76M]8B'?,U_RU\X^R2]N^)!S?UL.LK7'S=K:4(,^_U_M^*%:]O39[#<%4P.[OFXHY9Q)1?$QKRE>J22W^H;4ZPK3]5)$?IB)@$M#@*C. MA2*$:>@1F$GS@/+(S_S4R!"8F-
^IG8R&>]BP#W;\M],6ZL7>< 70<;\;C+<] M^ 5_]OR:.B,3/VU-1^;G>89FZF[&QVUZ0^0D5OE8VXT5* MT]M[#5TP(&S8$^TL1GJ*U(GDQA;?D="7X]OF'=$N2>:J(]I9.O-
V1+LD[E%' MM(LW.#<'OY2KU<>R4LT8EPE+"<,\@"(A!"+D,9AF(H4A"3!F*,9>;-1T1(_L
MQ/OYUZJLZ^//NC,+:PC@U8:2)2PN[1WPIV("=%S,8\J<$'MZBV1(]&O]"C=FA>K3^OS4FQAGQY6]XZ*4!LJN>)554O09/FQ7OV M%^"A,NXB,<<#U--V/]EC,5.5/?,+T+"_:)
[,5H+F7WOC%D].6R2-*'N=*H;" M-*M,,W]Q1NR=C329GN.9YZ',]@B.AZG,1_K*G(1/Q?-F7?_&7_C*[V=5LBPF M),0P3JC\/&38@](&C6! A!*%L@OA^:@1@UJDR=0_>]-J?;]?
9537O_;O_BQ M]Q^JJ1E=JQXU;=)G#7YI6&K_ZAM.<1J#TC 1X3IX#&W107Y&2WVX_;5GW6,GQ3K<5:*FMP5= MH6&V(Z\ PKXZ8$1"U[4"ITB]3>7 B-!GZPC&[K"R\VZ\,\
(=;;9SUYF7[=QRLOZM+![4*8OT9[\^2G]6 M_=QV]N6L[?;:G!O(/S\-?]<@)Z]KLGY K1G5NJR-JIX-SO6^K5(LV%N5ZLT!_9&M4U.\!JI M?;IN_=EJHYS ,*R=F7C<-
W[^5NQ$DJB_DI^(]?LZE]KW-7W+& MI>WSJ?CP@W(U^>P+7V/%V@=<%7GQ4"\]XJA&9&9$5K+Z41;!E6W MTL&P(L6CFJS1<;D
6S[5;UM.E;O9\PIZ9AW&@]RBYRJ2Y(BK>6-0;J$\BEXY M7MY.S_Y15)R6#T7^/U*UX!_O>,%%OI;TY+>@E$.&80X]B'D>_1-$(L]LP:7%CP,'&4K"<-
RD+N7$4.ISO]WIORL0<:3K;#B85:]= M =&A#KMF*3M]U=NCRC;MZ@5R7G_AS^T(;*D@[RNY8_-GO/I4J#3MIGWXT@\X M$SCA4*3(AX@+ ;,H#B#F#%,FHC ,?+-
@GQTCDX<$S?O06R*JIZ"F1\E,1S5> MJV((M%YL7W(R3;_YZZ1WI(\LF9A5)5T'U*%6NG(UFZY%*_&IJ#>52@#J&U/> M=]26@F1>G$AEPU!*(/*9#
[$O(H@HI]QCF%.:&+B@%PG.XU3VU$Q:]8RA=#D4 M>;W0EOV*5@)LZ>XZQ;H&P*17D2,@;'L524#R+2!5#TB_O1QU2]22BCC&.?801I(#*(,C^%*?9"F*1!FF(B M1, 3$V_N!
(VI[\[MPB?"0XG*YZ6<)-*ZR#*8D3B#C)-8>#AB+-'J(&!!>^H-OMJ;/H]$2=G;4BC%TGW@ MZNRY7N=/\GA4_; M=^%V^RY*DYV7P.=\.!;"3KQU:5;)KTS0$$8(O*-
V]HO(S*O]9M_TEUNUK6@H@VM=4-*\I;6%9 -J]ENK:9WD3W/YB"XZC M,XY_@L<_$D_XF;F?+7;Q,X-P(D[RS\"N9<;XKKU&8S5+<_RYXH]2F/R%MWE(
MOY5UW1UZ2<,R$ED,4YHQB+*0PS0, \B"(*)1&+(H-3KT,B$^L1$X;(K3^L1[MS/3Y=[\H?OYB=RAF!+5>N&,J ,V,)K?8F2=O6X#@*D/;A/2\:=@6H!SE6MNL M83NB_F]\M?
I_B_)[\55JU[*03KW4EKQ:^HR%D9>$D""?0X1H"+,X0S!D!'G2 MV4U"SW X_1E*$RN8;ORZ(@[_KJB#GCQHZ9L.HS\'V+CF< J#F9JP1\!B[/P% MZ:X8.']NY9E'S5\0\'C(_*4;
[.R'1C$A'41C% M"8T#E)IMZ#%RD^_H84V-V38>14EO'[N2W&PC[T0&.[H3#MF MUA'Z<#=KW6-9^,.E:N!WS[S":M964VW>GY^]]NFQMQNN\OD_RI=FZ4DS6_,
MPPB%RMQN!F6%"20>CSW",LZHD8MORL#$5KA\.%=D?;V*/Z65_D+5FUFZV;BW^ON@RD(2Q+N4:CZL*M2'S7WEP#0R#+75H7&P#YW/#DZ!C.3OZ1DS'#!6<[K+
(3='A^9+F" M34LYP:NJ*2L?I$*U/RZ#./9$C",H2"QM.XQ]B#G.((V9_),?)3303A<:(S2Q M5KW-A:3-514=X>OOG!> E.7?VT-JZ=@07.=-PYAVYB:2Y">%FMN@+&3(GV

M5!O/K@O.M,K49,K01?%-NK&Y@<&VV5H'AWH?VA=@[VUPI %UA!SMD#9R^XP- MT"X+1=_?3. -Z<|WUX>EY5;|RZG>\IH_]+PY*.\G!WB4\C!-!<3,"Z6)B)(M8H'"%JLD1^80%%!=U35*:>I3H(XVZ(DKOZM)U_'UM^@X5)=5E#, #,]_SLMN M458U#H*^HG(&AIVFN@H4(V6E)>B(MAJ_?S9UI27&4%_IW6 77ONF4H$VU>O7 MM33;OC[B2C7,6*L\|67L1;'G";FB?!2KH1((\$E_\$,/,S1N,TX6ED5'YTGM3$ M*]NE!2J^WE1%FT>X*7)U=LA +=_V30U^R0M0-Y<9#HL9P4\OC.8&%3,]UM,$ M#=$%,F\]IR&L+NPV&7A' 7-1@C-&NJZ+/!A4$OC@-3Y)NT0VPIPZKXJ5?- M-,X8TR9*UGU&]WU,&. M/.CIZW^)-+\%UV2!Q"(+A5CXOOX5)<.@D(?:/$(2!V9HG-BV%DC6A*,&*/7%IA M-HM$4Y2A3:)[RU7M+VXW_'=Y[V/@A5X_&SWU<8#"5&HNK!)X,88$TPQR#P=! M%D:>(-J1]E%*4]LD>ZTM&MI $;?]RG "[\LJRYGT9@IKK\."ZJ6PD_VZUA0G M0+:]!1'$=& [.3NR#XKRIQ'GY\%I(G+C_+1I&G!?C3'N(D1LL$P>K!UQTU1/O MRZ(N5SGK)WO>J^YHW5MP)}H1H3E>;> <<{69E48II3'@"248)1")0.\9X*%TM-MEJ\)$HM8ET<4L5O)<+\C>NQBIS=0.B?_O M52Z;&3R11*]YV(%.LEP2$/PH3#-;:Q=`Q#M#C$*E/*IG/<(1HA/_92+1V-ZJ9+&6:VFV*IJ82G! C0WUWF"#6,P,Z,D#/#E#\+$#'D4/%9HF%*QUF M2GY>=64)SI%FLEW'3@E]YFLUM%*ZPFIH!WOW^D>M&KIT6JJX@("",_H"IK MP4\|#Z*0[8 .05_+*IG(" M^$M39-\P,RBC-]-+!@#K:.1I8#/31:H)0H/,_1"U/WK4MKSH-,DP5D/F #A2 M0 :$9U4]YH <*AV+%>S4S?N*LWS=A]MN?N3UDGN$)IY@,&BZ**&40D)#!GDF M,OD$,$/,:$fU,8F) [9:6X"!RK6@:^G4G<-'3!M=):[;K#04UWMCG97&T@4\0 MF'6CGA?P<$,.7&E;X?V%/ZB1>KA8?\9/?,FR3/H.'H,^8U1^S>,49DF80>9C MCE'@1YAZ9H7=^P2FSN1IJYEW-($B:EK>9;G9AC,4TJ). ^]0D5Y1G M'RPXV934AE;AI>M_)S6=SS\-%(+\$2>Z-MPXM0T=XN;(=KV5G7NO2$7A'!]p~K=>Y4ZM:],_50\;\U;_R%KX)^N(P? QC[U-M8LCBB*K9QORf2<2@$"S%7L2PX(:S*$:H39X)]35_*)I3TF++F3%WI.;52Z,+ M6W[+PU'(##LL34&HXJB_2=SY4N[LT/=]M=LS:1U%,8%IRB/HA3P.<,!IG(4Z MI7^:] (R,'_-Z/_E2)/I=6G3P&=_($TAMMIG[&1.#D1(I XNF8TL55*)APBTN M^CUL'.-CU\G&!4Y&G6T,I!|I,Z.5RFQ=;@Q$&O:Z,;G-5IH>A0^EBMY1]V> MT4NK:K5A>?%PK()#R^>)F+?T:LEFKKWZ3<"[%74NYY:((GPKI92%ZOWKQ%%(-M(,]'$%&E$IF'(,$L@P*E7LJD>12DA@:06P:QMYD&[//,ZO2!^G_P'X W;_VYF M(3E^,'K&U=N!+@M-KPI&ZSC#G3L@2%_7:W'*@$/0LSA)^&T:]!R9>(Z9F]4J MG ;80T-R(BJ6)>&[6.%[142NV QE'Y.+9!B1B#,,24A2B'PNI+*-(Q@&'H\I MBJB'C5*4-&A.'(,< !HQX+\H5XOKBB]T8%23STZ!LA,YPVQZ.DWQP^+B>IN M#*1U58FN07'>TG1!"(']U0UN-5,1=;5>?N4/RA+\E9W99/,"^6 M6. TEL!"%/ $HM#S8*/W0M,;_P%UYL^+? &;=BV=,""Q@C)<S *56UK[*40BP1! MACT>8)(FACU M:B.K$,^$H?.=M(_[H4@.WQHWY3M1P9IA-I@:FG$9Q0#9*87 M;H\U2I -?S8I. T,-4_],1':58*/%LUYTWA,8#A*UC&Z^8IXZZ=F4-'MIE*A M!5[E)6L.I#[S[\U?ZF6<,83#*((X(P(B+Q80^\|(Q\R72H.Q6%"+,.HENI-' M1Q49+!]D4W6@LF? D!JD59Q:QT8L@&H0\70)C1BT.\|"E#UH&0.0!HC|HEERT M%SCL%FDDMA.?,[$;.Z.4!.L_CTORJH)3K8! MQV7&@\|CW(P^&7BS=_DB;&%DH?_*RE/HD@H? A\M":37.OAGX&9=):VV+K-T6 M1PR8?%#;L*M4RC50:9.JL%^4:1Q&JO..IUK^!/;JD>L-J7.6XTIS?)0)!HF^MBB,HI?R4CKA2N7<5RPL)!- CRL3AW0N+0<&7WI7SHD%Q7@=&'X(C)\;@50/Z MQ2^\|AOXJ]*MIN>+9NWBB5LG|<GI&%,$MEPL\R9>Y,;(5 YKQ)=9Q#8T M;H\U2I-2-DIAHZ^OTXY&W!6\<#D/I@RX7+5&& M4KOJ6J|'=-X&!D9 '/4R,+O;.G&U:S-U)X:1C*Y)2MJZJLRC%6XF/7GS[NH M DL#%J@(NZ>B"B+R(S[EQ"+-0NA-I1J.X-&N.?14[4]LANX9MI=@#/@G;\]1W@ M&A9AP^.V/-Z^N[YUCTA/4\T'O)D&.Y%\-T02W%25O*2U;R.IG.<$"W=YM=*

*->_;'5GE#]W$.Y[%?N;%D]2092]f@99 MG,(T#4F:$)9ZV'#BW5E:D\=5?L,%$_E]U5A.*VE//3|+NVH!>G6G8B;/$F?8 M_V)E&V@|CV> 4NZ'Q)- X"@01$QBFZJ/B)QGA'HD$$VSYW&152O>F6L^(Z2%% M;5P;ZJ#.D@?EEK[\2A# ^D!>%,F#EY^25X\H5E)0('E"4P)"F"40X(("G80(# M'$1A0C$+P[2#\D/!9@>RI^D(1BY?3L< ZGTSG4!B]CEID=C1!#NB|KY_%^5R M]&D]3V?6K9]%<0_2)=ON-Z9W]KW|IM#@6U$YTYLPXSSW99TKLA]^K-5H,K*2 M=!7K)8T22=8"+8!+*/YW+WQQ%DB% (<9SCUT\36V:=G:V+;_,#3';2GZCA= M#(0B4EOL8F4]N^#/'<-<6QHICMZ>N:!A7F>R56!AVL?QX=B\!0$>TH7Q?#3 M@#A!',,*!MXLSG$]D&-Q$ >K3]<]^_1X(5Y\+>XS0- ,+2H/4C=1HC4H@953'8 MB*>8!C%)C#3R-6G:X-]"32,%M@7U[QN0(M< MJ]VU:T&2U+$-/A"R*)\A13U4L2S,T)2F%21P&B'+*/60U=V6?S-3'2XJ&W1R4 M S@T(!:7""VEX;- QGN2[%TE)<@'&AK6>0G));\6B1 R)O.C'DM*#G!H&%LD%+V_B*,?.8H#P+(8E\#Z(01S!366!1%%@38"S)"L3",6%ZB.5,& M:,>`??[G9? T0T(N 3$,#1UCL(6W)CDFT9;55;CH(KUYPT:ZXA^%C[1OM XC MY6O[\[RH&LK $1)E.N 8A(GVO89TCK;[&*59 M=[F&R(>;6^<6\S)]U=&@RNE:C3POZ=__D KD ZX*SF[JOG& (ZG_X@E$2C(/28;K6T#0,3[_X=2VVY U!,@98K M^07<=L$! \;T2VNM$!]7$W/@:*8[;""\W/S4T=NK78T\-:9V15Z5:G[U[_:-6)F)W$%8\W*BH M<:-@;],8/.!Y)(8!AAY$/DL5'5!-?0C(I'<)2RT"P$9,[$Y#$AQ0]X[A@" MY!?\LJF;2K~ =)4:*M*8;_DRG,5C@;]>.3@MDF::7O("&ACOAS#^T<.XY0GL MF)HDQF2/B2/;TH*!64U.>X .+=$K5K(M4" J4B62;UO$EK_^^!Y_2Q,\RX5-(M?1I!A!(!TX#$,$SBQ N)_)$0HV$Y9TE-,'3N$0:*\A4>YPA@>AK@QFFL06 M 8LJXTO".:LW/DMHYLKC2P(?UR!?O,-V!$5WHC4H=?>3* (Y$@F'H<091$L>0 M^"KD)1&$)PS1%!NYK3Y!97);8DM3H^G Z9X#12E?JGR\I%X,5+U!?B509AM\ MA]"T701&A'(VYN*8PLRC+#S,XOREECV$^G+;J_/ X9BJK(_?#7C)E;I MO)P$4$19%@0TXF%DI/%VQ=C4^2+:,3\H4R3B>P:.M2%?=EERQ-6I/)L=@'G5NML=73FW/@91K9;SD">RR!GJ=!F="S5L@'-SCG"U @VT\\_UC M_N*@PZ4KB!QI0&LV9M5XUX)UJ.&N7L],HZD^CJJ-XRTGZW>OO^-UTU5Z&T4- M0Y3Z']0DWXD1&'&8,IQ!%GH822)S1 %R$QOC1.<7#M]W*Q5+?533S=O!R$Q MR8N9LKH FYY*<@>%F>+9]>Y4E!=2B]2]=[']*#T7DT26]01VI$8N$)M56>@) M?]@2-.^ZKHQ@6Y@PR(U<1@%-?)X0& HO@$A(2P7[OMS[B(:^)WR1>MYVHE&Y MQBN]O3]&4^MU/QAEM*6L;YRH6[K6Z_++N\8_[-LJC"*HIP&N!N3Z*H2]U.5? MJ]V..1,1SS'!0DG2;U)6<*8T.>*$T;OL2RBQ)5]=U"?\ZIIV/(.USE=)D&0 M^FHL0T0CE6 H4DBX1V$282@AU(^2-#'IKJ^D_.GGO*$"}=[%Q@&O^0%8.5J MA:O!;S7G*8Q#H]>SKX;#;$OWY%)8=[.]D@YK#\)+&O-6"8V(>_ME0&.7NPB)MRW5EKRQ LJDJ4PD(TD"$9*:%1./03\)):-IB(.HMH[P[F1FB|<> MMH\LWN^Q;2!Y!C.;B*H-$E?&1WN24\4V#T6:)%"%)?*&<<<=#0<>CB$=7FT_O MN_F.*_:MZ>'WXCE7+=- VD(U9_B=76#BC=C0!=_R)_4;_O[Y_A/8=7S3'^-W M7OSQG>=,KYCB@OI67U&MIM(5!B),L]""/0[(:W2F'EF8P20@)&<$)YM1B1*\1 M$S8>KL7X0.G3U5OB:1 "V[1=R-5\!? G')DFS'FM>Y@!OO2^O>_@F;O>A_O!U M &[/VP+,;]4$-^: TM>QW\])2-*TRNFP$NR@KLD=?]GV]\EM#6,=(7<> M@LSY;NM(@G/#RL[XNZN&' 77]]HB>_K=5=5=IJ1M.,'_U- &$AX>],1' O?O*^\>LDI;^8T&,06SD6A$5IP@()A9$$; (?EHSJBVH48SBTZ M7X3A@EA[89+U]!]H;_21^DYK_B=^+4LV?=\M?J&R8HO1>]AB*(^ID]DT]1 M!U./"$@SC FFG\2HTSK,W0FWK$]+?!G0\WPHWL.&[TOK0.)S7:GMK#&W]$+ MHCCZ>)ZC,NL7\X*HAY_)2Y?;UCRI4T18@GOM&,)%W"$V_;GHVFX^R6!],2)TT;.=WJ M"9 Q]*T[#A9- 9YWU/C;REPT?X_.NOT[#_+8@."N>TB0)I E.FI0"]YDY'QR-7&\ 5/WS@M RO+OS?93YPP$UWF3?9OOFW4]AAC_K\K^6CS6T, 1AA(C]H

(0.>N6ZCAC99CZW)'>G@BS MB42\64/C*S#B_2;>P'3.E&'KCN5VPH1/H^UQ$#A?9K#_EXFQ/5I<,V#[B[@Z M#>MVM=2/XEW;\'^^U#J2?/>E?
SG*5,2Q7*2XY+S4OD.)2ZD,T:)*,Q&QE)** M0V(DDV@S^_H[;-2!HPX=72C\]274E9@BS=:C\$0%U+&88&$6)\-"36^^QA16 M8)?#0NU#S\/F0V[/^6W-
5[HMRSMIOM[6'<;WYH=:8WWS[T;M2D89I'O"*"DC M07$497IN091A6L1ZUU#26#$?1TQ GGP@_LRV8) &70SR7.K<]5BDWY 1"GT= M9UF!(5
HZW:F8T8N8<9D!AK!!L:1#$\F!XH>U @Y4O/4++DN Y^A=O,H^49G MDJY9*[\UJU]O'Y=K&RMS\L-SQP\'3#2 OK8S$*>UG38!7A0%1@D/=$1?-:*G MN7"3VCB-
A#N^8K!I<),*C0?!35_XW,HU72O>U'H;_;':)F;[8:E]R5!EH"U:WPK6]<=_+MN(=/\7':= MP?7.>FDJ%UKV:'O@W,>]L',$ C$,LQ=CN,M Y6O./'FO M7X-
+\D(%;,Z4G:Y@N;XG&5>;GC+"><1U@0@AN$A*CHM%+A@33!%LE>WT),_, MUG$DQFY*H_WI1!^$3YN_%Z 19@*-<+B3#NW$ZQLK7J$QPVVSUVRK8WPL95CB
M[4]\!KX!;H=IYA&>8PIY:4@!:U(PF#I^&,PLR?C#_HW01N@'Z'&SNE] MKKHP4V[0.E_6]$+R'R*?4LA;(_(C$(%[C9]6\K"=^,2U*C2=7,G?W39YKYR M[@-[D+91I:,?
GMD!T^XQJW^A 7FHTT4:VSZ^=%SO_&E9ZL,>\+: MT:XK;*S!T8!N^GH,^'/8>6MU?5G]\X!AWP'6!!R\$>P_>>IO>GP?WZO_O7DU M_$3]HULQO7GU'U!+ P04 " !BKDU:6T-5!
[@8 0 Y-PT % ')S9RTR M,#(T,3(S,5]P&ULY+U9=UM+CB;Z7K_BW+RO%WEB'FI552^/65[M<^QE M.RN[^X4K!H3,3HITDY2/G;^^$9N41$F43)&QM;?SYF#+LLS \ 4"0"" ?
MO MW\YGOWS%Y6JZF/[G_B?V9]^P7E:Y.G\[-__]-=/K\'IZ;_]Q[_\R[_]/P#_ MX_F'M[^\7*2+_+99_GWX-O[R?A759+,\! M_J/[9R\67[XOIV>?U[\()O3ECUW^[?)?2\D^YZA
>&M!*REJYT'SJ;SO_^K_67&%;X"[$W7W5_ M_/<_?5ZOO_SKK[_^\<W%AR MB5\NXFR:5KC\.DVX^G-:G/]:?_#7%PL"QOMP5LGN/F;]_0O^^Y]6T_,OLZOO M?5YB^?
<_+5=GM+I07&S6_G^O_^VOUV1\6>**L-.Q_9:^L?V(NMAI).&W-_LM9B#CKOCO).)UTG_PLKM;+D-83;U06A2?@C!=0 MG'-P1ELP1EK%$T;Z^YL2J.2OB/Y./RM,?
SY;?/V5/OC7*I;Z12>?3C9WEMO(MZ#BZ+S?D)_K9B7.!85816"!BE?)@HP(5GF)=&_-.PDLG=7NTGUKFZ?+=,O MBV7&)5F4R^7",MW1\TTL;W_BUR]A21\$Z?-T=B7CLERM%
3+33^;#Z_"+,/^&6Q7$]45AY#]."C(?IY M4A"YB*"]2UIHJ6WT332_N^I!"!#C1\#1DAP)$M[C04823%"99"*;0.'&L@=A08X?"\?+LK [EM+/LGI4/@H0:+R2:2'0D)N+3
M,LQ7TRK[K9DKAEB79.&R<(1LI@5$9Q"BSKXD3-$BMG$5;JU\$"KT>%'11*(# MH^+5?#U=?W\]G>'O%^<1EQ,4@>42-!C!/:C (SCD9.Q<,DJ1H>/R-/?A]HH' MH<",%P4G27
4VO^ 9],JA/GZ]W".$Z&L0Y,9.@A,D.0HDO)FGQ9),6"?XCR1_?+&XF*^7WU\L,KE .7+43("A MXPV4)-L6N52 /B86,Q95> -@/C03AQ8\=).SF/ C:?PKWTSGRB9$AY4SQ%
(\IDX%D&7S*!HRC_V8M%4FH 4#V+'U8RHJ-'1VG"G5, MR'A!7[Y;?EK\,9\0C>0Q%4YQ%./D0I$M#)I8D#%ID9T5EIT6DMRS\&&H&'$F MLX5 QX2)
[FQ\MWR_7'R=SA-.R.)I+3D=B K)MRYT/KKL/12F(L9S/1C@DB[Q>K=9C]K^F7SG=R7@JOA =T5I'Q"S4UXQG80@Z5M3EK MU_!$N;'V8?
8<>*SD5B'SGY6'I88.KH%DUG6&V)C2B0OR5KP3 3RIZU&5"8H M>YH'NKO:80 84.4_R(\Y;'"V\DF_[5M_0YS,^P2[@6I2T7 MU@,SF4+?6!BX0E%/82DDKI3)OLW&WUWU,
R,."=YLBA'$0[\#6>S_SZG8/:WV0G B4YR3$O/TK1Q\BSN-6\L> M5BXU^NSC*<(TVFH MDI80O"+'218K/">>DFN C!N+'@:(T:<>CQ?D*'#P\3S,9L\O5M,YKE8361*Y
MRLZ2:^0T*$U>D<^.0=!"<-(G*M/BJN+&HH?A8,09R%,%.0H7]9 M+OY8?WZQ./\2YM\G%#,5H;DG080 *E>1")E ,QX5MTXR%AK@8>_BA^%BQ.G)
M5H(=&!]O4ED^N\A3^HEGZS6N-CIX/0MG$YF5S8;(1FV)"VD21)\LI(^")3" MV=,"D?O7/@P=(\Y>-A+K2 JT7T_G']?GZU?+Y6+Y8D%$I"MNB%[T+FA J=6F M,BQ$[\'$(H-00I"?
=!)(?DS#86 9<<:SL9A'<>)_(RSV:4]]"9'5N_P;4Q8 MG]%F"-):8$X5DHJ+PK8(37;7/ P4(TZ!GBC&48#@??=2]O5L$=83M(J./UG(
M8R[U9;14$)DEVZ<^]+FSY&$0&'VB\U@AC@(!!-WS6D^\2'__^)G$ MMGIWL:[/S>L-ST27X+.WGISG4.J-7H28A('L4Y))>1US"__S(1H.>QDX^K1G M,S&/Q.%879>C8W[^_4.E!.
<)/^&W]7/ZX;]/"'&@)(M0-$N@,&5PF7%B2CD9 M1=3%GO8DY&!2#H/0B+.C_0A]'.:'V%J&V9MYQF__';]/&(7JL=:;6NX-B2@6 M<(5^\3(+C%ER6T0+BW-SV<,0,OKDZ"G"'!@-
SPC?N7.QJS/M;5(E4GAND]2@ M$B-GVO((EORGI)+2VIP6L]Q8[C#MCS@3>KSP1G*:7#^2?DW?64V"#SF(>C$L M/9DQZQDX1< 5@H[$&*,+JLWSXEL+'X:$$>="6PAT5)C8-
%38,%&**:P$"*+ M",J8VEC!,3"2_"/#K/?\M+8Z]RY]&"Y&G MM(]1FR/BW7^\(\BU]X]264UT^ M[\V\]@_K/O,FW0=UGKKS$4T;4#U,X(E]J(B7R3:CN;/$%70,EB[, %(M-
/WOM,/_>K%ANE UU-0--^!((0[M^FW(?KOM:#=A*EOKL@%TM1.&0#JU3); MHXTE2U=R&_U?+CA,'ZI^,7"4,,>!@]?3Y?F;/%%2,\F,@A(<"2#4!^TE"D") M&**D,RN?=MC?
6&Z8_E/]8N (08[]@'^QF*\6LVGN\A]A5IMB?OR,N%X=<=+? M_UF->TX>1/*)9__%"LY"^#+I'FA61^]=>3V=TV)3\O86FT9#5[@*C.LLHZ&P
MT%2;H&MQ!"'":HH#,'.IW$,5[R6L8J?^[:*;_86S]>KR.]<;[3%T'6L[+M=X MMEJ16*^X%!3FREP?LJ.0->0A?BGV!4-($Z.D188>G#-A&P?J:"&4)*,D^Z[$0STNCL'/72J&
MB;+Z0\V)6X-D\+Q=?<+G^_GX6:AO]7+VY M+YN6^GD3M.);#"O\4 ? O"M_76$GU&>%/'LZL2_.+V8UK?(2B06*;SO-SO.S M_IZ\!^;_*?/LH3, GC)NI8D)!.)'
S+'CU'E+FUW]0_5V,X1YL >V0 &,6F M^,MBD?^8SF:3E+PPT6NP(0I0Q9!@BXW@N79:\!1T:9VFNUQ[#,=P$X =)!' :2=(&7'5\@A9EU=V>HS$!O$D*?(%J1VV5@N
MG6N>J]I+R#"=_'N S>EB'@5:-AQ,,I*_Z(2 HCR2*^EX?<' @6O&*81QV:9^ MTN##]/3O+>_]*$&.(.1[.PUQ.INNI[@B1ZI[KO!Y,2.AKZIKMOY^)1J50R'_MR0(R+"2:)$A(7
+%&4Y;*Z,4#]5I'P.00VD;-NSK_=ZM%Q6-PO;L<'8[!^,T M_7BTG"3D+&TC+L!Q2;R8Y'CPBNGR4$.N$^$VJKNY?O1_/\A.4<4H8'69VW\? MOM?
$_E6F%KV)MC@P'$UM0R;KXP@D:>O)YRHW*3DM' Z21-WW.A MMXOYV2=929>@R!PQZ-/4&M/Q6- H$O%O-.1G^;KC^_N%BM M%^>XO)3D]RNN)'F2P3H@9Y.!*MJ
BX%^2<00QUC'3;8N/3B KF$3E3WAK;E" M1E#@0N9Z>5&O%[Y\F<[/7LP6JXLEUG;^VR]K;G;^=;IA+'D2*1(0;HB069D@1>N,<36\>=^2H;->_:$K09"'X%1VZ3D M-MODKJ
FWDJ90XC I8ODBZ*#Z$6 I+SWA=5T;FL(/4S1L+G0GJ#44 FCL$=[M>."HDY(Y@Y"!SOJH-?BH+.A2]XE6(9G6N?0CP=-;XK0OU_XT88\AH7I0<#*) M-G-FC0
MZDQP'Q,X&SEX%YB-CEE5FD/H(,I&$S'VF.MJKZ)16*JC',2=NRO# MBQ1!)3Q%N]@?6IU3J*%#\CH]Y:/DC1:.+5_E#74"6C,('=?MF_65@)1D>?@&GO*'RR&ESM
M^A2]1Y.S1$RM:P3OIV8T\6M_T&JDBE' JK:DG&Z*R*O;NYC7D2LX3\36!!-S M3OH,2:,$2;44;7Q$ T'7UW=> M>XBV]K1)"4L5*>VNUB=H4PX.0F_S/M=/>^(.I_)1F-
+WERMW@MB\/V:^(/K, MP+I(?JQ("LAUE;1K/4NU"U.(K6IRFHI&@;.=+M(;#KPR MU@0Z"]"F0$<#*R0;Y\'PZN$Z9;EK?0-[FX:ARRU'@["3E#,*>#W+N:M3#;/W
M84I!^S85.I&!9^5#@JBU *5U)^+A.@079&F:&S>?&_*<-F^8MA:J&@7F M/N Z3.>87X7EG(2TNO&LKTS3=#UQJ=BL@@'/:L"N9!WO1C&6(8>%6Y*=:1Z, M_)BJ8;-
W(T)B8P6. I2?EAA6%\OOG9@W=GUCTCFJ&%D6D.N4%Z5"))X,AY!4 M(>_9YO3@",]CH'@?+<,F\D8$P";*>CSL_ 9VY=;I$4QTKM,3/ M.%]-O^(FA_YVL:K/$-
^53^';A#.1,V<1A!5\.ZA,Y "Z*)Z%" Q5\VX=CR-Q MV)3@B$#:IVI'83+ORGK"?73%) ^X4 P7*+BVC0%V MFX9ADWLC@M=)RAFI!3M&F)-,@C+D7-
37WF2Y17TT+&E3<8,4\2MT6;?NS-"& M\H.@W'P8WPBA/ 01F!=?W11,&$:&6!%?2@\.H M^WCR/2QDG_HE[NEJ:0:SI^[O_KY3R&=<3U.8W>3FM&;O-S_X:3J_/\#,4[:! M-
]+&H%0"EA(!1V8'SK$$F%,HSAO;ODKNZ=K WZY"-XRCB5%!+M;6R;P!O.>T M(P,K-G*'CO__H*]W+B[@N%[.[#8*O MN@.CBSYJ04%4O>41F8[Y%!+PX(/G7/%HFB/K,02.L?
OWHP!Q&V*]:6<$T&OL M!2L?(_%?;[3KZZJ2$2*B!VET4$$ZITWK!.$ M3/#]O(YQ5P.J.Y1A-PWBS+(M+WJW[&2>NP3^>UQVL[(GB>7ZQ%2#KM.+5&8"G/4"DD)N/&?:A_9-7
^A;.C3 M?#CT/%A=TT21(P3H9G+[LXOUY\5R^@_,$XLT.*TIQ ^U[SO6RG+MA"G2 M&\9:G_T/4S2TO1PI($]2W&B!^&:UNB!>))ZWT'"7FG^J IW6 #Q"8:,
WTYEV[VFG6NOM20/2&NAR;1+!3$I\H5B+#D7 MS1*V3GL?0-8_597.*7!LK<*QX?*NA5<&M1>TR92B$-/5NTU%G@>2@^XX+T&[M]AVQ[B7GGZI8IQ$.3U+9./&W-?
#>15V,]>!UD: T!@A24TB(GAS=Y&QQK;N5 MWD/*/U7]35/<':&J46!N3[7;AJ&)#H;\V$SB$9)8B=)"S(8<6\Y8*H4K55I7 M0]Q+S#]5UX*;NZNTV6I1-J5M)][8[?G WF[J?
D1\HQNZS4=? M+7:%M421J2RAUBW4OI$Z"_"<*9"JIA.]S7TPOZO.+_ U[0[]W7, M?/5MNR/K#0']+]>JQQ)$"#Y;<"5[VA/%4U 4(IC"I39>I51:A[)'D#ELUJ\%
MKJQ'+JI1.XD#NY*7!:5.%)QT61/C6? M$'8?+<-F[_H 5A.IC\+OJIR*W6>5%>'LSU#/I*3,6&Q=K%C'C213OZ![/R# M#.AX<(*AD[YUCY?[J1G6.+71]QX0-
1#]*&"T.ZJ.OI[AOIEUJK[A4RA!\^(H M$ Z5JVR >PFNZ=TM?OE\FI//2=NRW1]R5QPW#B17!WR M00Z"J:^;4LJ@/,O))B:D;?UV_!'D#7LMT OH^E+.@"'D^N=^)T$V.-7'3;9WQ1-
/8M\%*^]NZGN%VE]L:R=?#^'Y1FN)DSI*#W3(+"^ MYB@Z0J#XNW8_S4HS28Y ZX:.^^@8-G_?BV$Z6=PC2&*]^X+U[*YW%)\@8UEGO(W5UJJQ'*3O\B9KNX]^ M7\P7ETQ-
BLQ2".& 8ZH5<$:!EZH ,J_1FI1M\V<+#Y SK/?=!WQ:R7X41]7U M%JA7!)LKU=]P_7F1W\R_$I/=(3RI(UQ"-!EX\87<.2W!UQ[>5CN?--?!E=;- M<0XB;%@ONQ]PM=;'*.*
[ZO&M*E=(3M^K;W6O7$Q7GS;*SGHZTKT#U%C?]IFC8OC2]^./M-# *1-T\PS<=WR^(MK6WC??QM.]Z.(4;O7#$/)3500>*=H1&)0]G34ONVH>U+8KA(1&)T51
M,WD3BB(9\#[52<<\IN#)3#X/>3U0T^G1)/S;!]:F;/B,6=9+/S MJ02,F8*B2!YM1 XNH0"1C7(E.\.:S]^\0\WG M835-.V)A(G!7WX^X3$>W([&M\YC/$C08>CYJ5+Z[10P M]H
M+S.3X!23L88,RA,327.(7M=Y8XQ[QU.2NK77O9>08:N8&RKZ$ @]2NJCR%W\ M#:=GG^GH>T8?&L[P]XOSB,MW9?.R[=W%>K4._I>9,,>5\)$&V(=L^2K XG@ M;7&00_!:B2
+;_TP\5$$#EO7W!_8^M/2".W7R^GLHO)Z*3AB)WH1%-AZ2Z]\ M)'8"<1>MTMJ@%=:U?M;S Y(.LVD_U3UD2R6,%U.3C%(PIPHD(21M#>G)4EL) M6;-HLLU)N-8&
[!Y2QG4NGJ3NPZ#T*-F/^6S<\G/'^$X4+TE::4)Q6KY=8+ MM 1AT<5:MRACZU-4HP+C3]N+E].LTXSQ?"Q+3C'[+DV"$ M1E,L"%T[6'+)(&J6P,LBD"
<1].UBY9;M2NZEZS!;]U,55C17Q_;&&)/AN\F M4R=UB=CWZ4_2,N*';+7O\+Y9I9L:?F?M*]32*8HN64YQ1*0X0A962PXSL,@$ M*T%I5N_47XDB0TO@YRQK-
:00"FY7H$6#:XX!0(U13-:1U9$8V8?>QG4E]7J M$QGL%ZHP$D]F//52T]-BI-Y3 MM,3N'5_-M306E^R^JZVCQ@RI4BSQ[L%$2?ZOXX:V7I%03/8AVBBU;9VR;Q#S *2HE)/-
$E#40REG#M[H EI8XYW+13;O8_8 .4,WGQT% M"!^EDY]I3MIN]+EG0EZ[F/J^\7M]A]0_8JI]1/W *#\6;+*$&! AVSI7TM3D M3*T>L2KQ$I/+
[6<:'T#8Z8.'MHM\JE9ZDA2GB(X=VMS[Y-5^25YAB\3.!2 MJ/URI8!H'45H05$\%E1QI74%Y8,$C01+1VCZ/M"<+/818.@6#R\7YV$ZGRCM MO \\0RA*DWCHO ZR./
\BQBTB@Q;WT7L)60DF#E=T;>O64^6^@B@LW.-\AO6 M*[N)D5PG82,$G\FYT\H0[=9!E.B)_(A)]1 9WB1BX+OYTQ5[_V75$5(>1:[M M6Q^F^8H;-5+9'3QNICP)
SU*Z.+^8U;S(?5=B6]9L\8'.X@0^%04J20FNA "" M!ZF9ML';UK?\!Q,W;!:RA].M%ZV, G#[4_1;;I30MEC#B)%$OS!?V\7Z L5& M4YLL,!Y:1V@/T3-L]YWVL&HF^U$@Z2J0?
4LG>=>U8,)+E$;71HO99O+[LJ?= M(#+8I'4V:!AO[B_=I6(D110-4T+'"7@$P3R9RGI4U_K'[OWX]$Q$S-GJO7#CD>2.)+XK"-S. 10LB2RSAL Z.='I[I)0H#WF0/M62=DZ
M=7G:V,8^&TD\&<+:Z./40I3WC5'69O#EQ&>7M=4>R&GM^O*3"+(5X(QQHHY$ M];[]]6\+R@?O0OUD^!U TZ.QI3MUYZKVZ. !(0F,]4:" B(CR='A(<@@?'*^
M=3#ZR$K_/CM:6W!&*-K(QB$R!/]L03EF1'9B-;V MKEFE?Y_OQ9\,7\VU-(KDQ]43OQUW]D58?9XPJUQMJ >>9N4:WTV'D;9X'VNG]9+:ZNI$9RI]W#U7V%V@==, M25-
\5CR!P3J:5?H T>H,6BIK6?:1N=8-R0XB;/#.V$.C[P0]C>)8?9;_]\5V MQ,6GQ3TU)MT.BR3?[JD!N12=@C\@R7-VAO!&'A\P+<[FW:=THIE(S#*P MJ.M8NGI]XS6$.AY*:(^)CH;
(4NL,<]\\#=Y"^\E /RITC&*_W$AU;8Z>9XE8 MK;TF4 CIN&-@:M,Y9:6GS>\CE%"%3.&_TJTSW ^0,WRG[6'RCR0 MQNT8E8P@U+G!R9:']V'9;9[-AGEVOKB8KR>I2-HJ)"[NA
;^:MO"5>K=^5V(?4$61121;+L MMM:G22_20PUDRHL4Y(Y;/_PH0GIPW<5'U4@TUK9XX'Z@Q4@I=;_NZ^=/K7$R^17\QZ"%,4 NK[-%<F[R\V?(S01Y
MO!&RUXO#>9K.\,;0N4^+ MQXHR*N>45Q($RBI*KB#6R>G2AH!2QIBQ=3/K/O@8]FG!$T-X<" ,:CW)59N\ M1%HW33L%T]KU:+^+.:_3==5)B2%]??WLS!?
MTX]5/_I+E26YQV%^-B7'F?X!KE?U(^H7FT1O=\:1[W:V&:!-;CQ* MXQPI>IB4)%$KGX")>L%+\2U$+@7(8+5B5L7,6G?@_@%)P[X6&QT06RIP%(CL M!++%\N+N*Z7,S(N-
=R@WH):V@320.980$E2$A.Q S:6!Z"2I*V6?OL MP;WT#/NR;'18;*:Z40#Q+V$Z7U4AXNH=>1557A?3U>=-#O EQEK]DA-F)J$$ M-.1B. Z>90=!.6D9[36C6Q_./R1JV(=HHX-
D6R6.HE"SLE0Y>C?_&&;$5KD9 M<+TY_Q*FR\K@"_)1SG U*L!IH^A<=BG M;*-$;6\J'@6(NY?*=V^47\V_3I>+>64MS-Y.0YS..JE.$K,&,QT<:&FKJBS)
ML;96$)&"2D\^3Z+B(@AD()6>;HN)1MTY?WDO,P(_51@?&-EH;O@*Y M7C20>S(_(ZM_Y;[L6/RN"\FK4C"MNVWW_&(UG>-J\WQOU55IUW_Q&ZE>B!OX&=QHT#P.[8\BCW#7
M";K,B9""Y)OU9$-QQ/]4V>AU!EHLV6Q=+O%XL[TW<:6'1%B?!=$WQ M>8U*E;; M;52I402;#TKYP"RAKF9'2="6VMQI&=\Y[)+SBO:CK4VUO[92UR@"_\LCXM-
BVR;PWCB%XS[M"(85B@N%S!07*@;>%.5"=$6SUBVB'D'>*!_#]@;)GM0V3B-YZ0AM7:0JZ*O& MODK;K)@)A)U8^_Q' \%$!=:'A"3/)%SKNNO'T#?L4ZFA#64KQ8W.5&Y\\&GU
MPM^5/5QN_IZXM F5C9&!"0Y!&5XWGU801&0Z.\YS\X$AQ] Y[$.J 8UG+XH< M0:1^9RM^(#:6T[3&&W6,,6B;BA> H3:R#-I M(&!U3*2]^Z%TZVO[@^C;-C7 M5$/;S=.5-3J+N?
%2]C,F?!)&D>TOR=?TA9;@L\K@)<_>)$?.<^L;^ -)&_8% MU>!.Y>GJ&I$I?+U8[G*X?91P1Y23Z*4POGHBSAM0BJ3GG1- QC]+F1U)MOF1 M_3@2AWTA-9!Q[$-
]H["2A\MS$I@1#HFW"--P(8$3M0]F")3NG"DOQPL/3GL MHZ"!JYB@Z"")0_3D&U-0QS&*:+P(*;=^0O)X M*H>-Q)\Z:]Y*7>-(".W8_3IACS@CYZ0[=XNYF>?
<'G>/=]6449$5T"GE&A_ MI=KBUSG@T1=9O+3<-$^9'T;:*//ES3#R@!_92EUC\"/WLO41Y]/%3;Y$2H&S M7(!)2WPQ.EP"2QQR=L$%7T10S5.2!](VRB3YT^+P1(6-
PB!^P"];K_A=V>7D MV3Q?CF/$=+'<^!].22-$(O_#UNECW-=PS230-F5GK2<)MXYG'D/?*#/D?4&R M-\6-(I+9AFKORK7XYOEJ8F[=?G4HWFHB,C/D BLH)$)03G$()2&%:-
H0TUX+ MV5/6\4>DC3(/WIM][$%=P[\UWI,WH%UWL4R?PXK,_\ZTG8DWF$26EK85HP P M\8=4C3+SW3,$6REI3%:0+/S5*+%=?KBP)7C.P:I8 M+Y)8@.BVVK;"QA9,U^8R,6-
J" AST5'([#T!,WC"!YE MCKMGT#Z!:D=A2@^7[L0$+9&9 CR;4/N71O#)4J#&'"N,@C3N6[]S/)RZ81MZ M/3%&>U+:".YA-@]!WI57WU+W9N0# ?W=O#);_U_+.
[^&&78=1RXOZ;OZNGF^ M^8V=GYP0TV@+,L L&"C?]3=-!HRHKSJE(Z^G]?.&'M@8-DCO[29G:(6/(,5^ M$K.; :-W7XUN9T7NBG4CZHE)EIQZ&8 ,
GG[VEL(02(X&9QP)2L76M\7/2V' MP^82>MLI(X;)" Z.TRR&S<[8R!GHI$QUVP3XHCRP@KX@A<"QM,Z)]7\8]):] M&"?$'Z7$$V?=D@26ZQ'@5M&.E"%I2#$K4"4J(&0Q 7)
()F:N?GY<-M;^F.D MN'V,$G^&&3-C;G?QJQNI,+L>"WT%3YD5\W6DDL3ZGLW6[@F>(X@L8M16I^1;M\=L0OC) M+9SO(Z)3W[L;ZKM\R?
(25VDY_7(]QZ_V3>L&IQ,0*"C^1)I]/JN9;^&Z7=:1X\&+0TK9GHRTQ\OSL_# M\ONB?)R>S:=EFNH3VCO<'V&Y#_S@IL;\&&8:V?>[RUQ!6>20!?
<;Q$@15.WM9YBIA=_"UFG'!;*,DG-9 MD/G69=&'43;P^-LV*+DSA;&]4HEQ/IR+_&>U5Y.5VFV6%TL\7KKD<_@O)8>;*[!I2//(3"= MP*?L0G NH6GM8AY&V;#VL$4L-,4Y7=<'V$&
[_NDIG;N M('(;&;)[F\9,BQ?X%] M>T$[(],T!J1.]7+:20BT.4#$7)AR F/LH>G1P?0-:[K:XF?/^XU^]#1VO^XO
MBT7^8SHCMO/VF?,ZS,^F<8:;MI"6:]#/K6I)7LT&XVLVN6Z!)G;2UXCY[KZ M!#7WOBC@3%E01B&!,PLZ5#FW*=D<2^N:B$<1>/*(V$,6N]Y'P? 8:WP49'T^
M[P4=^]V.BHB\%.M5;#['^%$4#FOQ^L/6G;FO_>EM_#[;[M">QUNZ.R-_6EFT M>\EJ9+DN9^]T[VZV#*F_\"\'MGI/056S&40.9G@E2LYM Y*3Z5Y M6 OXE!B];1.?5-
L_B976IZX0B/R#Y!(DG8(2 M5DB36H?O!Y U\-UL6[SLG=G;4"WC-T-O*< KFSCOQDRAS8OJQ]NDAS^OJ8%Z M!.F-K-6-
93[@.>;IIA+@>C+8%0P]%^2UBPP.BP,5/(,8:M^]Z*S,)"^66]>T M/8*\DQ\XW)@_M:A9Z>TKH_1]WZ;)@:.G@ FRKHEO)BG"*<&#-D%P'NB;N74?
MBT>2.*Q=ZPM9=]XI]*BW\1N[KHO.XVW:=?.=5J;K+B'-@M"XWG,FHBZN""W M%J/HS.("G"6M!F\#]](G+*U=B?V4G!XRQKT9Y-HCWWHC(<::K,E10E"UZT6P
MTJN2K=6MWZ+>0\K0 =[)^K\;MYTN\O&;AK?U(OB4B$H%=*!E"J",)4Q8'T$6@=JFX)AH?2[?I.!4@_"VMGS'32$F;CYZ]UXI M&J5Y@(2NA@**3DI-+')6N ZL>-:\7<=#]
QK&D[0_&V3T$SH(WBVN.'E>C#E M+6XXV;B<:Z-VSPNHJ&,M.?-@(MD R:3*KO4SPX?!X M$L4G1]&'KOY\=_6=_<0#YY%;T$JG.F2^-G^6""SK+#7G3MC6=74GDCQP5/YT
M^+P3O3^AJL?NAG5\7K>JK,\.KCJZ'?- [*&/:_LL[&#"6UUT_)^+Z?K[==FZ ME-[;S "-KR (&;PW&:35A3',-F+K!V W*3CYT5=M$/EY,:-MOMI\\N^+->Z] MW>/&<6
MEG,*=6L;FVY+'^.UW?Z(MA[;@P2V,BZW%KG.4@L"#2\>O!425,H&0BP&DB_U M37)5N6AM9NZAY>3[T5N?NX-H&W0VF"$;[T$Y9FI[%PU295%KJ%+PK6MT[R5F M8(/2
@=W+CB;"'[TG@R>53^-7(+%LB;/CO%>;G]$6X_E00(;&9+;BUP_17;1 MI2@%>.0*E/*N#CE44*R4PL=,AT;K@.X^6D[V7&Y]]MZ;N*1%\"9 X)*.8F4D
M."1OG043M=,YRN:CDPX@:UCCT@0;=_R6QLH8O\?R ;_B_.(81^7R7S8U*WO) M:61-MI]=!P[5HI@*EK]-UY]?7*S6BW-<7M= NYA84+$VMBI ^B675$4/0F4G
M1#$ZFM:7B@>2=OIDH@>7V:G$9MP%&\@AMS51RT*L\T082,EX$%YS95J7DQQ* MV[!6IP\,W1U#U(.6QN[PO.CZ>JZF\V (=2M04DY3(6IOV']$TJIS/
M8Q!PI[ED2^&/W5Q=-89[,Z]M;3;CZ!]OC?9^3%-C\V-"FQ6F+J=?B="J^ZN5 MGLWS?V(^N]'J?\^]L$HZ(;*N*JI1I,)&9G.S=KJ),24Z3QK_"\SL",E]PAEZ6Y9W8*O4,7RSX-
)N]6U#Z1AL=N M)NOTKNE5"[#KIPC'/8=\Z-/:>FB'DMW(=NZL]^S6>ON0*2061]A@NIB:YT0(MVDE(SL0Z=T^)TOJR[E$$-O#B?KS83A2D0[*):U#>"A)''4&HDX*4N=&6%PJ)
M6EOQUXK WL#UM[',"^]#;^/-IAC5U[[U8[9-?:P;K71AT"$P&8M0%4*1E\ M*0R8%#:;J*QK7JS47_?:O]8)JZ]6Z^EY6.-JDFKMCT$!4G@*R HO$!P%3HIA
M",Y*%YIW>+M)P7B[T3Y"Z[VHAMNSSKPKY7F8U3= 'S\CKE\0 M!=/UJV]?NI-\P]MM#I5T%*-P!5:(VL/%>H@Z(J1H(F8I76E>2?9X*@]"H/S) M$-BSLD8
QP^8D'96G.&=C>5*R+[.@O9>(2A.?J1CJH#0(6/4Q$=I[0/<3\VP M(Q![@E:^M9I*#2-Z1LZ Y MU)L2(%YM5IA#M*VK)0^E;=BY?CU9N%X4,P+
7M^MQJQZ$'O^3H*=GH0\,I\M& M@<_V-0J\8VI%B#Q+3V>V(GL^9A253V$V&I M-XF/X'"C(WJVF*ZWPQFO^+G-E;0F^4RB$T5G4-E%B#G4H8LH5*DIY>8GW6&4
M'8:VGRUGWX-6!K9:.RVR+[?3WNUC#=/&ICIH-"9006OPT4O(04511.)!'I)T M.'"YP]#SLZ3G^Y+S&,S4/79W0M:4LQ1V@Y#$P_6Z:]B>1'@*]
^=6EUWZWV];$;PKES_U:1GF*Q)=_:G;6XB:\6[Z< MKKXL5F'VKKQ=S,_>4G2=]_,H?2Q,6@F&(45&"BUX+VL-BN(Y&%>B:IXM.X+. MP[#XL^7[>]?8P/"%1YR5-_/5Q;+6!'S
6M9W-\N#I>BH40)*3OQX5B :54 * MS0P)URLA#@@N#EGK,!3]+(G]7B0\ COV0!7OG;U01$9A.05,NGLB$<"%:(&K MG)@3@B+Q)RQ$/PIM/UOVOR?MC !W=UM&W68HNJ2P)
@^!6P\II3-)[7_D*C#4/:SW!+THXL1@.L'3^KOW*1E(6(I":Q-F5Q/3[+3O Z$TE8& MK:V.K2>2/8["PTIH?Y8+A2?0T@@P>-7 ^#8?16@9N;*@$4ED/!,?0H@Z9X.<
M3$9\^-9HNX^6PW#ULUT=-)'\"!"T::B_Z:-_]X[-N^28!RD- R5I6P14]? O M*DBKI)?5GNHRUT&(!Q6['K3<89#Y6:X*^I+S"*S0[_C'CK"6BSE]F?#\^KG+ MG?)P:;D4*H/

*FD#&A!!3=I 4<>ER=D6U-DV/I?$P\/UL=P"]:FKLK0<.>[/Z MJ7O0<).GAL]QMQ_P&/G7#XGK1.-#N<]=1\$P.XN(M#OW$7TK~X/MJ$/OQY36WD(TAO9 3O/7^O&YV6P-'2P1X)=J"D$."PCMTJ M.43&0F8HG\H7:F7J#O Z5/88D#8A8XB@=."K@D_8@LM,84TFJ>,U1(Q>P-S/6 M%BM'>(*/TY_G.7LN M8XTB,D&IU!<,P@*B+_0'ZVUHW4? W402V<^8NE|UIK62%-<9;H+W$0 7,I8$Y M)QCK3+96FAYFI-Q/SK VK3_4W. ^9G;.14;15NV;F]70 ^76-7!GL;@+?21,)B M5,@16)=2M=[DUM9J&*2_8(XI4V3KI,H19 Z;91D"COUH<%9W*1==17]M>9UC!(].T:O.$+Y.N=+(NJ;#EVZ*N8,/C`)G"NF,#:\[4G_+:@?]A.;D/ M[!"27^=@GBP3E<$^CJ0?Y QVWB6=S^CJ0?Y QVWB6=S^=[C|CSY/4|$1:F^? +MU[WH M5$G2?XJ#E .!@EF*T!9 T]5>'ID';_=]&9Z,ZT&\P]?MBGBZ6RQNI M L]\R,EY*#7_H%)"",59L%9$(0I3B;>^5#Z4MF$]S-%!\E3MC3\AW3'[=AKB M=-9U93SM]+W|0>V/X!\0V^@JL5A%Y MZT/EQU2U,V+/4EI>$%QOB7LGXO**.5X2>.?U9D*K4W?\W_4=R?7]7|K[IO<5:\H6<26V@%,XV%=L1 M@P3N: 7T3MKBJ0$X>M2BPV8Z>H13?Z(?>^]BLAM5V-=$[V#A_ZH!/:>I8IQT7IXC.LVW'EFM@L50%P1TM:]N0 7!"@XA>1F*@5>]$?>_Z]_K;3WTO+2X=YAE24!!6#KGW2-20CE-$QNY1;5S4= M1-C $W!|0M<.:Z&ADN8LN\/V Z^FR>V*R(!];KQXJ1WS EC,ACQ+ZR#& M),!ZZ5:,CF'?>]:5XZDA^|8= B+WV|OR"A< MT%Q#%%S4L>H&HE4,M)+*,4.. (3_DF>XQ:P\[Z*AOX#V)1@:/?#>7QN_#|ZX] M:9 KSZ- ;SCF2O/?H=9EGQ0%6M[4&2+=#,&O.(%LC'HDE(Y>'\ M_$XD8|B92$^!Q*74T|@##YY<8CZ\CW?G'3E#2^*_/-UV$CD_R[O{SMMG< M>PEK=)!M%KAN<.*T#SJ1=QP-!Q7),_+1%$B2U52_\URVKMN_2<%)UT9=L<>S M^>X]ZJ9+U.V:)&Z#K/U4'*P6E%?U^9!E0/9315G0B!0^)(/76_8 ^H$#=^X M&.I#N"-HU=")TO|WF3#\5!H>QG(I8ZA9W5T3>4E!6{JZM|P66H*8>.JM-\7UI?-Y.0B!28RN59M$B(YA*!9 63. M*.^70D?B:H^G19 Z;NFR*M'Y5-(4:IKFX$L973!N.;@K2'*HNLM"4@%.2YIW1|PCRALU;-D1=7RH9>P+HJJ/K"2[TK<|HZD?_@.1&SO35*GNB,R88 MCXJ;B$76@.EI",@$1.5D\"DQEUKW2W^ G'9|_8O%^9? %O+;7>5>N%MR^=`J. M]D))%42QPG6H315V?^#$#VC@I@T65>.M!!2o0.ZSSW@I1|\?[_>IO M! ?ESJ51*5C+V_"*SP|A3?8N+>.);'6GU%N\>I$$,YF\TN0+*%&O!IQ0((OC M:%,JK+1NT?$*O<.&^OV#M6<-C@]MEZ|HB,E|L?>=M#!GFY%PNA0>4'5.RN& MJ$/617+&5/-Q',>1.RMJW1LNX[ :'P#-V;:BN5-JGV 7\ 7DQ.9_[>R3\6&[`MK93HWQCVJKVQQ\6O*.Y=?,=+-[IV'3L^0'{@PYI&RH<2W;]0X@IYFU"$PHZ. M^.VXAJYVYN-G0G,,JS]JX? MFVMI5NH:EY*5E$)V@XS,Z!5X9"9XGX=%IFTKK MH^8TBML9QNLU;E)!ZTP3$=*-#7NY,7E[_9V_SFG_7,|RN?U(+-=YV.* C8F. M"48IT$3H_NX=|BTYZ+QDPSJLKA1I<\@$P;X-!VAA*I"K M)0.#%E2Z%*M|CS?=V=T(V+N?WF^>)= +%Z?=$Q7$_\S3>V MKL"R*ZY>3N-%5SOJL9M7OSS#VD#UVY?IP$^E:4=|+U8?K-MCAQ*R0H$'1V@9]PS+[+Y_<^'T'BX&3:),<N&H_H'P6DL8<(G98^T%]74:RP MCBAX2>8FDVM|PC2D'W]HVQE(CV2BU8OC;A;N=2F_Y\$&5< (S0D6VD'PV8!(MS-C 4 C5NL3B)@?M7/M/2PRTN[!WOMCS[R|F8;7:2>8(0GD) 2+3=18.XQ R M9R!B4L<(&YEMW5?X0-(&?CM\/!N=Z#;J6+LINA56,[):J_((^HV]/&9BOT^2MU#9+<0"QK3!B^5'"%3=YA;U\K>1TO#.]); M'Y###/$Y0 7;SQ=K9.:::,M"!.5L@%Q.##DI:YLU7[J.E83+TU@IOYEU47S7U_/OV+W=J A)/ M,5*TIAES% "E E&*',DPC;3OC(I]-1-X%*G#FJTF&'H@.=F;T@9_QIW3RB/_ MIXL5&>%7S|H>OFLAKK=%[!1X#N!7:L2R&>,425 9B*H7'N22\_ "71*6^Y1 M/"Y%|HC%A\T+-D7:TRA@I/!\! R*\XOCW?B;_[H,?@ :,8U.O^T*KPEH7+;-JNW*? ++>OJ(@N,@52U'8LJ7!PV6A(,2CDE=F26Y^$)QV!+G7 M!WIN'X/M!3-V@_3B,[U>LS5SB]ZM]MY*/-URFK-35VS=CN)VUJK S:YP19DD>=59(07.A0),-.[,]MIXTT5?:|$$! M;V]=JIAOW^0%Z[P3!G@P@?S*S"$80|$XVJ3J]$%O^VLW_8"IIH^G99HV1O]B?1#GMQ\J&iNLL %*],/0G=VT*P)KN!#&FY1R MZRJ=-I0/W,6Q'6X'4.38#_?-Y\=IF+V9UPGKW87ST6?W Q_6I&@^E.AF3,.6 MTZ|A|WSE:CT*2A3\JEUI2>_,+@Y3)>UGAWWO.#XK,N1HUTVIWUXL5Q66N;YIT4M-=[\L>,_,Y\52C#K M(H\@=*@"K)U25;{!G.LTQ[" MG=4J(//\L(%DN%<|\Y"M=EZLA]7G^O_JT'\-.MLZUP/WY>+-->U6=V;^5=S.BQU{ Mf-/O(8SHD^AWf)%1%_DMRON=CWU)6WHZ.R8D>N##FL9"AQ+=:D+J\BS,MP{J M"9JKO6:-$MCGG=IV(%4?=2!MYZ4.$4QLRA0(L7X'K4$)PM""*Q8&0@;HK5K MU83P4PWJ[Q?G$9?ORE6KP6TAVH8RX6K0>L8Z.4SHV6<6V(:KR7A=SK4%H_ M1[B7F{&G]#XYPFZ;Q39;&KNUVW8"692/T[-Y=S&DY7?^^\X8EBR9"3PLCU14X;4S%PC G(0KD0N;$)`M6O<0[*=D6"O7" 6W35<#H0\8ZJZ6Z\F'6O{R[-MT-3&!%Q\E@I"UMZI"|}$Z M#BY)@1ABIMC]$*30I^Z@A/YTC9 ;"PZ=^SM=1D^1>8,D2>B"%CB"$H0]3'%!%&'&HLZ*5SK@J>;%(S,>SQ2 MKXMF0A[%!<;=6Y]=V\#? 2607RRK<"1-1>2\,!%5[1WI6\JE#/Z \R9/'W%6WLQ7%\O:)VRB>9:L3JXV)GM0V2HD(IF3: M-3K6RC'F#AJR^\ 20U^X-H5)2W&.XQZ,Z?(G;Z+ELOPI?L1QJ>]L)9UE; MG^M#!%ESR9[P74@V'),,CB7R"ELI.O?1,O11?RIFIHG@!ZI{>+&|I)WG\|3% M]D^[7^)RNL@30KVPH1{)KO858M:"ITBPCC G06%*\G9.=;^%.6RU87M0IV!L M>A#RP+"YO,"J#-2%Y[E,9I/5),50BB@1/*JR@;]/BO9 ;99@LQ(LF -P+KL,TNO:SLV<^44M*>G;*KZ9E]E&>&&-$\NY M5H70'ES-)!5.:,,})@PLZ"4?L<\|.@,IQJQ^$)/L3(>D)E#"PR?F?&);K1?'D\ M7=/3%.8G2^^3N=G@6 ?I.8SOCM M@K986"TNEK$6M!3ZD$M1+*LHDHS/ZE96ZUK5[^$]=#;?)'|>*D#IG4X&BX^M6\OLI^2P M1", [2>%S@M1'@)V_+!;Y#_}!WYQ_"=-EA7|M3TEQ./;Z5?,;T@I\[-IG&V>R/YU-MA>5B|G9:<%)CV6R$ N=4IDC7"8A.T_'L7)2AL&!#:R0=0M=AN/K9$N'--3** M.Y=/NXQ<,YD777RSF|#)+&3NB8$:T["H(6;TD%7(.0BM1|"-$?8P18=AZV?) MGO>@A7^.0N:K,8<4@[Q<7.0U;,#M3ZWZKFT^9.T!RIT?+9+-^*Z -@<>*& !3 M[<)O*YCQP82/1;(3^_>1C57P7TE7Q?WY7O!TPX_5KK.3XL9K.R&6XXB<)Y MCE% XK%.'ZZ!<9&TIVN>Q752/P_@YCE,*.'\.4X0F!9T8\1M!2CIH"+"N!(8N4 M9?-G5X\C<=@"GS%:O^.T]WAP^@TXY[7Q,N9/3WT>8PC2%X/DSM04+9J-S;1G- M(' =HPI&>M>ZBU3#\[BWD]$Q(O)1NCKQ/'XUSV.)]^G@()K6W\,\UPX\7VJ6 MH>]X^]$U!XBC#Q9!__&S-T[8R"T4B;G6MBEP7F7 Z$3DQF,TK?.W_<7/.P-$ MMQ*N\SW7SW;$O'D1D;.5;'R" \O>FW6W>2MKPK^H3F,>+AT|V>U>3NQE.WNO M_FZX,!1LGI9(-TEYO^?7=X$B95K6P $O7S#GNU$D62%|>4%6[O9>5$KT! M:I6A/5C-$Q7(-\YN%/G3M'7K+1^"E,?|QC143 >&XZ/<_+M(WW$NCJ3!.(4 MKT.R"0$-&*:5#-IDC:UML!\I M&#=:-S1R3!V%VC99L|O&Q5$ZSV2S9ETJ8Ef!=106&@ZF\P2.>5H6F>[_4C! MN!&UH=%R@K2[0,N=/#8,9.^#D!E#=]7./4X)0G8"#^DJW"KG,I8NT+U'PKCQ MKJ'Q+V71U6\|7UV-.2O^MWV]+18R,^0M;ESJ35_3$.(7(%DW"Z M4?#4NC/ X]2,6SPW-(P:::&/+E1K+R(QOD-MU&R2K47HPD'$Y-<;H1A4F/<; MGM6T!|EP8W6'|../%VP?>-@"V6<;ON1KF2'2&[LYE0_=-4245).$4=,YT3>%*9BSA:-?7-0E[+!M?-EQ@__'J:9GL.W4?FA!6X19!,]4':Y 'I@S2@ 39$4+RZ(JK;,Q]R"KTQ#M MD4C8%VA'JJ7XME2?R12)&E^M!8,N=?EQAEM>]F&X2.7/3V:=-_'[>|@TTJBLZFBK0GLA M(]E>7D/.0G"6H^.8.H'L, K)8D\|+=?ONW\=\L-%>^"4,)"Y@+K%'Z)\@(M!6<3^IR4LZ9U+/%@&L<]80=$Y..)) ,HKX-+_@&N;MWIDC"AK#-);DVA #'6 MM[!8)!;ZL$+S)K>/D-)+XL@0^Q_I\?5T972*J?KM KZMP/U"IHI?&X]7N@I M>GIYSQGG>CU.+1U!;,<$KJW-IAEO^S1\7(39\I:R[Q/GE/#61 .LSL96O"2(MSB.0)'V4/AC;?+SY$61V=P >B9%'P#>4PCK Y+OP[7:*]7QS9VQYQN4?N+]=M@[WYESP)SCA&NQ5*].242;I" D)%?$1G1,21E=9=5@ZAKP\4#@:6^S%H337 M 2IW:?^-)+VSLR=HT*:@ QBF#"A-%H;/], 88|E..DC7.K'X"7+&O8K/C;E6 M>ND 8@> {[NW],R[XA-,>2<>5)H1,VZVZ[G .8[N+NM$Y1-KI2O*!O ^T$8,/MV$';%Q9K5S.9'3 M.-YANM\Y.EA&;D7[!WVZN,9-=?2=OZS$;1B9T4E;2O#,'SY6@BX5+;V 1VK?V MA09BI0\3]AS. ^]D5W^>I?+087MX.4;O|R^\]2I83HQU*&QPP7VH#)T2(S#$H M*4AC1>!T^G2\&1[CJIN POD!/."F.H*FO_,.>[? +V&.?_WK"\Z6M?IE[<3< M_MM$!"F8K2/V^Z_Q1YLAK?^,=|+M!!0>$M"VYO7%=+'\Y@&*3(.9)0<+?H:-R#-;>G (T.H(T&XZ=Y8FXYS]O1V%T0 M.+0MTQ4._F97U:,YS1.F6,%HZ@.OH? O;5U\14ZYEO\FK@!Z;)YB?A;'NXE=_MJZNH#9XN\^IV4"!W,ZG64<'WTT^?5V_+G\O;_W6B9!%&D7WLLC2@$FDL9D9? M"LHL4;_W7#WT.$$=Q=1N\1+:6" <_UNJ%I>,;/EODVT*B8&*4$B4W1-U\$D M2%|LM$589;CUK=L(#<+(N,-P>|i$_>#E;[9I-A[A[C]LFA*_"]_6Z7Q&*Y8D MMQ!EI.N8)4,7LV# O:ZH2E;-50RY%D8"=.|- }]D[7%5^MUX>5T:L;.^^1 MCJ@;G.BHHBYD$D>3:N>,FL^5F(>@DW/)QU+T&0KPAF-PW)"__WVX"GX&G\/ MM@IS_#KLEW.9I7Y#%? OD7SXW53^WOWEI$B97"VGD#5#0T4RKJ,6&C2&5&04 MVG(^G/|U+-GC#G'N;5_UCIF+WE4/GSI7|^5M%[=W\^5]\I.N>+C-6=6'?E(C MB: <(3\>/L&"SDIS[$NS]*IO!0QK/T3SR6.N_R88:'B[C[Z9|O'P95KSI&K< MYVV\FGY:?]S$<8LY!@^E")/)>3>U94E2!3+9SE%EEQ??]+#:6|I MIW4*I5/W6'?;.VL4? PQ_[9X[SK,B6!:08^UE2ND<]:I>UC&))MK@(_K6W;|& MYVKD6>A_[^W5 $I_SROLC_DL_>2-KO-.)!0XLNR0=*>-JY-(+3@E I#>..#(1 M#,;>K[" .1MY-OS??:\U@M3? =+_A:B*S(,IY"BBI=F9(2'&P""X@%%XC+'W MU/4^,IQZ3UD_2-$CEFKL>HX[,OWUKT2_>'>S2)]K5=1BFO#C_!>L9J]#6O3 MG49TSJ)$KQ!0Y0S*6@^.20:,!%VL1I.2: :RG]? O(VUF'*2=[(HNYH>T34Y8 MA=FGZ=T?KPV:CY_#[|_S>?]WI.JJ@@YY*(+$HU6-+NL"L1IA1DB6&/GK9)9U M?*T_R^_XU3CG0^R@F2TMP=- !QLL=W:%DH:3FH%0QY'2H.@M&!2"IDYW/12FI M->@/PE/SB,EH>#Q*Y*,>P\V?^)ZQASY62_B[=524%,3S6DC2)"!9D9IO *1 M4#OE?8!)'V YG)^# <;RLLP/\@F#2S$GKJN_[V%1$YB_XKF;OO^T< -<=WY\6 MQCCMWK4(UD7G@2$6",BINKQ"6P]|&ZL=N^UZF3U[7=W\ VHY,=8GBP3KLD@$AES1M@D>4^QJV+15B' @H^XX1?5P M;3|!TVX^DRF1&",;@RN30 7&:#/%,"*C7L=5D6&H|@^Y'6;>7Z9&(V!]RQZG M;]#|8S%?DIU+%P%$F(^7058GX3 26:FURC]V!T;Z'$W= NUH:.P/M<.5 MTDT1QO-AU&UU 9\XDU SZ<&E1%=!-@5<*1ETJ94&+KJBAG%1GZ:K6SNN+>0: M*F=4.ZZ6UCXAM)TL[X_S-7O+Z=HI>C'+KZ9UKOUT=4,ZGD0?#!_=P8I >KAW#U%*TS*]D?@PT,,=B4I K?* <@91XG], MKX&HLX5O== ZH?'W'8V##[]GB>CVWCW-ISBOH4H9 MA)!>AL@Z#]KK\@ ,3D.1@5B3%DN77.UM,4C7-DC@O)ACH:M5AX?RBOS[M!]ZXFQC$M,/? 3*ZUX*Z SU:!Y*(D=$H2>^<#*5'4;6QH\(>70|71^YR]?9*1 M;^IEL+O3?OWK"\Z6PY;I/[OJV7.R#Q+#*!G9@D5?!RL $_OLR.C<$/Y9 M$'_08?7QWWCU%7^?SU:? R7M5QD._YQ.&AC.M/:2H/"A1\U*Y9!/9R60R*N_D M.7W 1PGM!FGBPE!^C-XO$]R$5IPH8V0018$7A>Y5# Q\C!PR$L>,.V>$'1_> ME=1NW2E$8(9!9(% \IQ#IX'#0FU%S86 MEE/K4_A!0L8-=IP33?2]MW;0'"1DWRC FO$[72P?>CW]2G3/%]_J6Z4-/!M9#8B82!.%G#! M:P@V8B0?TP9IW0YD=_UO/?IOSZHCM=_%AOZ8ST@$&\?L\OM?N!&)6&E!B.1 M7*Z,"KQQ#)S3UCIFK1&MRP0>IV9+Y!)F"1??KW5C M@8QQP OCER?I 0X921HSASS|)TO{!E'X*G/|=5'0,YS:0|\LS/C8Q^0ZPE M63O">UU]P^NM&F]%N]D2/F*A$SB J/-4E+$*0HW*U39DP@=4/%3Y\CO9,P.2-I$T\>RL/DWUPSLMZ&M-UKCQ"I3]J MXW_;L+6 1 QXM/U,T&6'30!\UQ.GW(EZZB(VL6;GS7SVZ2.NKEN893L^D1>K M360>$.L364D18L8 B6GI7;1>Z:;INX_1.B|8&BK\(2B=*OL>3+!$O6&?PS3Z|.MP:#$!|-/GU=ORY_+VQ?9B6%>8"1K(MH:M-2D!*^8K8TI!O6)&Q-:5|@^2=."X M(?D!T=1,"[U#Z@.I.^WVKKL4AEF:AJMW\|O&,K]6^V59\P">3)>K"2-H1)'K M8-G:/ZKV_HCUT<&F0(PQYJ-LWDZT#>DC'WKMP'0(3 ?2; > _FZR7-<'L;4B MWUV%V:,;$/?H0;10VU-R*5W+F0-* UQ%6C#!!0..*,=6Y0T MMMQ#UX.!M'W7& -<=]3UV!I-U!^?2>[Q[P'B/;4[07+]^3;@5ADYX!H7.=6§ MYY@S A=>6>=*8:*U^?|*>.^+0UW$K60?!.KCVUK+,R?:8.)^8DCI#8)[< MB2 41%U]&THEHM"%TY89(MRU0\.X+T<#A[F.E74/;].[\KCU$A@/B2MC0-HZ M(-E$!RZ4=4):3(:[* (S9X|!Y\./W0H&_'12TD6(7AJPIEPYW.12H++!4'5 M(,.]R6@+W+J0K(Z\><'S@X3L%S!BEX.<=F*_B^?E-],0IU?3U10WCI0I+6XP M;RMXP.B0B1 M.5&3&Y2-@\]RI>I*]DWNEWD]H9XV7]_.Q52Q)KS445R=7&-K"SFL$9B)F)SAC MS8N#GR6J@^^?!=ECYJ35J4Y5T<8W^2@^4_!OB>],=0ZQ-]8E)2TA%D$"T\C ME2@@>RYE- $(ZWCH;_BQ1XZ*L,0SF0VJD"Y!]P*OR^GM\K5X[=T5($:7U3 I@ MT3DR1ABQ53,=8XGDK7KB)[:&UQ/DC/L>/2RP6FFA@XC!NE#R7?A67=B[:C9I M8JC90|:55*O9>)W\R2'HK)*0DKO4.FCP !GC/M4-"Z\3I=[%?1]^2G:R2Z] MSXCRBH58&,C:6E6Y(,&+D, 6YLB!4=J8YDF.#Y,R(HO=L!!](?TN8/1CYL16 M6M^V_ AN4#KOR+;DM;L<,^!#L."=$A;Q8;VDW.?I&CD.W;QB0+=VPP,,:: "B3MZ;XN,4-(M6'T'YXS/1G!LW7#]>&K'?=(:]M ZDPX[0.&C\N\6\X+KO)QP51\TIXIG[+-6 M6 !1:%#!1SJHO87L&"\^1,8T;XS(IRD.]^EO6-0UU$4;?9MCW LJ'-B7*)H=. M0 BUX@T-!Z=HW^@LG"Q1)EM:V_1/$C3N<^+ 1E@S3?0#K$NHU=,4C?S@> 9LM5%&L]?'=@]:# [S09]^!+\CI M2M<95"H1Z$?RCF/(VNDL" -#P M2M)C]HU1GN:;>Q4OHXPQ[VBW?>]95+$HE8 MP#J2D^*101"R0$[>^*10<==Z0ORS1/7U@G@]#O8+51RID@Z,^X=*.+X[+%>!`MC,PRQ;R;*V**|%(1;YHIVJ4I >U4 R)X+,;2)W,_BC% (=3V^NMX'F"2^&)8NDWV2[U=H/WBL'KIN!T5KPYR;@RJ@ATO]. ^EW6V5BY.1P\E9ITBZLSC$84C=Y_?03W;@%?L]0+M(T#R]) F:)BU/F20 MW$<">-+@DDC@G? 61_L$FUKIG_>/4=%"-F!(QT2+JVLY(^P6*Q-U':%(S]| MY"'F(4\S<,,B#XV,"Q:K.TEVCC*6KB(A@'N24W):<]4\ACEX\<=#N;J3DK4* MQ27(NY$>O2C!SV9|E/H:">4+";87 >*1JR44(WH(S4M?H!"-?@2FHI-R!&1$@DK\2FNL12AU-# *+-:7+/=QYP];=9R'PJ'P,[#41PX$/-^R?5/+C+.X]_9T7*43 \'A[\QPP_ MU;>=C^TQLGG)_-=BNB)3LV? T@/QI-8=4UG6D.?FM6A0(M2,YK0.?7G9R$MDPE'ELW=^RVC'X@UZRU&L;.\9[B;"<,+UR0.@D.*-9I$#; 8\Y! M*45H)821N74V\M,4]95$=09X':F,9K?=0)'(- V6&R_3JBO[SZ<#&?K5M:.M7MWVLSS(>2PSV\:DSR!M4:!R1^6?8]D*4W7_'Q_SU]^+!\Y@GBI1%$';6 <4 MUHI":3(PZ43D.J.SK:,Q!Y!W\O&6/E;.^N<*WY8=%? _UKNNX<_G&=IHCHXB\B M$>/"X.VC@?,JU1?LH@4:.^O?60=I]Z!HWR#D4AGXZ\UIK] ,[_T%.?OGV;C$G MJW#U[<5?T^5$!2FC7+>$KKFQ606(M78EN22R- &B\;MY;ZWFRQL5<>RS<,|#5 M6#&I8HVNF6N2XI:O5_/K,)U-@M N99O!<./)6[.,))<%&.&.2DPPPUL_E^]/ M74>G70M@[.\TI4T1UQ,) NL,$_,=:PY M83P9*R0)8S<(_I2^%Y\C@Y]ZFR#Z+LE0E%G[IS@=%/WR^O M'Q8<%RF#643""W74]-T[LC<0%B+)E+ R[7^7Z&!4#! T<4PDDG0:J^>1ON@ M8?/_/IU-KV^N-X1;IX7C24!AE? B\,3HS*Q0.=`]9|E^ .M W&?4?)D+4-F\AO[$5'_]:(3R42,8.ER $Q]MIE[$4 4(EHQO\|WF_M ;;/*?YWT?%_.V:*/UI^'3BV'V|B$O_O#8GIUZ_TY2/];^O#CZOBK"/+&$@ MBRBX MZK"-QFAHQN0AM;-PU[A)1QWR(&#Y:T4$"?.-K8UD5@SIQ$0O9UH9.P MT#5J='W $YEK(:)4S5_>'R-FY,;."U4_#Y\CY-X?@#:G:=3,<1$DY.3(;8A M@K/1 A:G(AJI4#9_=7^(D.Z H[M\H?YU33_*RQ7=Z&>Y23&9'/BD8YMH6COT79Q02;0-L44M4N!]Y,/_>Q"'49? MC]3H]"CQCCZ<_?7,+VJN^?5=/EEO@Q7+\.7D&K-M@^"%T=L2/%,8*,\A$R. MH DD',%<4>7O@9)"%^@PQGHZ.MJ(L*6 -%.I M#8;N6!Z-.%"M,\;WD8\? UV$;.^+PX193CXP%77KV=I43L3OL+;_[Z>O;B>+U;3 M_UHK.%/TL9E,]7'^\G.-3RQ?SWY=KJ;7]+LZI7B=EOWEMEID/DNBX*UGGZJ4 MZ=\^3J_IA[?EMYO5S0)_F\[66^=+_8--*

!MTLOZ,_W?Y43]]UCMTD,YZ]-QI0 M2PG*L (NT1:CV]YXZ9SE]]VTAS'9+XOCFEY#[8M^Y7T0I$:V]DAB-[/5+]_^
M]7F:/K^;KTA+TQ\2LNZ:L/S/Z:?/N/A(4KS]?]YCJM#)$Y:*)QSVA-U1"LY M3;6-F0,=M!6"J93OY[<]?-&?3,FX+;N&L@C.JZ ./-MU.^Y0ZS-^$.F;>>U7 MMFE2EJ;?
B\'X1(G"M*JA9X.U9Q291/! MB2TO(8I8O*J#%E+K][*]"!MWMLZ 8&ROEI&=F8<9(C\.WZW+95]<7"V,LN,N!:V\I@@&"9@<(Q9*N]M_>MQP?]EZ,6'WFXSD ^R_!Z
MN.CZP^V\H4?^9K< =)@"Q<,).%\%XXG"&:'$43A+]B,+X+VHS6F9!,>4I1^C MTS$XGOF@I5;#ECB^6"YQ]9YVZ +K2.-FC@M%^M-FPG(P5ABR<7V.
MM$=JCPURVL%IHPN'")G"C#&;*PM"6WKCAM'DGHY_ODA2-O;/V^HQSZ\]T<# M$3%R;DT.$#09\"HINEAXH2\V.('*,L%;UQUT&A0Z"QCV#A =HIK23B?(R
M+#^O.;IK$GZ7S/S8:RW]'O(D]_ G/^!J=85Y(H/*)GA- MYWVM<>->UH;&%FK>O"^UZUAJ_69Z 'GC1HZZ,AQ/U-VI\<]A@5EC9[A3*S)A MP3*960&-M76_3R1"8HEVG%&2"X=9-
7]LW)>X<1/(NP+E27KK^:2<>)D3L]*" M9888J0G*/J1 NTQ9N@!0%!V[T\]P4%".SH400 MO"9Y*MJ9+BD-Z+FW.C%>_-E"UH>^%7:1@C$(\([5T$4_"%;C(=4LY'5]][8\ MK--
ZYOD9GA1K<.$'G7RNG=KOL>:HQ2_'V#P?Z [5R>6!CE"$$YZ2#LXZR"S3OG(ND(T3)!@3 MZWMH=-[NT\'LR.4OQ]@\(_ .ULO%0>^W^^!;>
M.%>&P=UTK.&_G>/N4*U<%.X^?D;R^\JJ]H67@3Y)%\@IUS$P+D/DW$,6V0AC ME(VJ_8GW??V.^NYT@;TC-7-1Z/L#5Y-4+&&H6""KM8!"+2 P'Z H2[O*)*_-
M/JTF#UZXHTX[7>#M4%TT*^T:):3XB/B'+S$X8.4S!@F/%,<(T4"M4K"6>1#(MZ"PLR=3AUQRRR3GJ)#*YQ)<7#3RTAG?W(35C,=)G SJP0,>#KHE'Y)!9ZSQ9
MR(:5TEHB1Y!Y.9'#0Q!V; WVL?KKHZA@WT)SADY89 Y<7/>S5 C!H8?D5):L MQ!)PK*9F(Y<<# V38UL#'**Q+JH/]N7LY>>P^(3+C_--)M*2_H_\-_U[W!9 M31^?
9/:F%$#K/2@AR;ECW %JY@V7B2G[W+W?DIZ1JQ/.A,_1--A#;MG![5AU M0):R)MX2+S5CRD"HS:N%L4KS@%J*YB5;@W3/':XRH=-S]3@=CIJ3>\C6_"G- MD_9=#"5+R#S5-
C-.@7>F5LS''#@& .5Z+0X>%YDH8NZ+"\/VF M_H=[]4*OIE]QN9K6R,AR8I-'G7R ;#'5=D@,B'T+@@P=%6)4:9@N+\TY&;D0 MHM-C=T T7-">F'B4W*"A'2XY[76RC,
)::#80*=M1!M%U^W.AZN5Z!2W!VFL MERSVV_8VS]CPF]15$6U@Q7G@F22IA- 02[907S-B$3YH;X= Y)[T74["TI" U?XD7DY*TN#0 M/%)O'=S<3_#U[0-I_9EKM0,;>
(T7+V;WUHLO];GEN4T7N&OLYMK7&PZAB!W MVFD.AD0*BA<'$8. I&W10BK+G6\,VJ8,7$ZRTRF0'D_GG0-^<\,<+H,%+/]6W M[2AP_3\-7
MX%"WG+P,\760CY/QX8V6..4$*]9R7R G848.+(LE@&$,QZ '7 M1\[/DZ/&./* 5B,X+CFH3+Z0I^T.&!)+.@N=;&L1G6U^7!=908=@<)!A7\|^8)K/\IKE*)V1HHX64,:!"KQ6SVL#
(=M@D$D;?&O/M@'9EQ,] M' '31^OWDB']\?-TL>$X\:@\>C \(:@D D1E/5@2N&:O9<.(B2);*S2.2BIFC9L5[+'Z?Z+IY?U++![TQS;S*3(D'QR="]5!2$5 QX[H(@/2@6.SFD?
R3\%W(=1@+PFL#+J24]!U / MUUGOM:2O,*Y>AL7B&_'XSW!U@_-2?W5\2/F9#VP:%SZ$^$;!W?7GTV&UF6RV M!5_.Q8:L';#H:ZIQ8."81(C.6E_3B71HW;7Y84I./;WJI[Z>T6?
=K$NK0[S" M2IY16QB5>W" [X4"8A(SXB?1=%M,!<\!YM*EJT[L7[&"T]8>9P'3\) MF2,%/G+#E3]G=-%?3U?D%+S'K_.KK[CX':\C+B;2.Y:BEI"8SR0/J< SG>E+
M#"*+B";F9\R4)Q?H"0K'ZF[>6I CH^'C9WQ)*TY7OX54&W=\V[(0HO9%T94; M=2+OT FR^$, ZQP4@[:4 M8L PB^23Q0"17#ZH(]UE%L(&I?:!P8.?/NXS47L4G"
["D4'PDLXS7*SSQL(7 M7-QGQ$?4.3H0T>OZ6,7!&1*.%MD'1G@6>I\VTD\N,NX[2W-(M!/HR,CX@+/I M?/"?(5+SQC[?7IU13H1FK$:6+SY=+-<545O&,M><2FPU&3S0O=?
X!!D+4XC MKKAV2%[ON5,_H=8L_8[$?:9.-,;SA)M MB"2P-D979*.;PB!X.CVM=@X-8\ZK?9K]';;JN,\(0V*IML/"9PVXNT'+GKG M4/7K;?"_;JZ^$5MF>SD7*=$3,]%S!LI:#9$L.5
E*T]VO55LGXXD!RRY%WC< M)8*GJ;#[P9#1=VQ)>7][V UK*&/TZ#S$HDA\REGR!G,$R9RVGL7(XCYS, Y< M=B\L^4O$4G.A]X.G]5U$2-^PX@-LH83R5OD-
;RX'AQM">*T3RZR'S N)UC;3J)=06/G[/-WP6>B/V,$C:Y.^5,90A$)&.>&:VD# M,74P.GY>9S^ 7$X,MZE72M_;!RD;'=-O+M!R_BUB7;'I!RPPP)@HQK30Z8JJ9WSA*<
MYPX*SPXQAH!!'@:6AQ?:#RD7&;EM(-E^8$*,O,*TL;#N>%&EU-=R"US4'D7, MDM?NL@$;2TQ>N)*.L%Q_7F<_D%QDE/9TN7:%D8V;)N^>N;+V19!<@HD<5$H2
MO,H>=!0>A>6U5N=8QU<>\H[(+S(,>Z)$NX+&=P?MCA=F6,2 #((.89U> 4YY M 6@S,E.NHDHON/"&+GX5MMW?B@"PG')4
17D('LJ'1,YVUEB/VQ<:E3U>&EV!XLUPO46X6BB,DXB^>DYD1<6 M:\I,S9O!(EFV.6>Q3YKLDXOL!XT+#ZD>)=&1C0Z2#$FD#H10W_,N.Q^\+F<@.N04A\[M%S_\]>M?
>/UE]KS[BX^^VFN>?LTW+#&E="S7:HKY%L9 MZ=!X%0ID56K65 [@A<])KJRVM/->[_8Y^&J4?K4G8I1^NE[M>@/"_94!79\
M.?'Q,ASU5+@C>VMPE5"\=H(LK%H,F^EJC%IG,"F2,T\;G7G92OECEH.>H*[[M"C]"VXL-?.X2K(G+F.H)UA0B7DNX\3NZWU,B<,4R$-HK?7727<
FTKXVW*OL/UV'_PR7RSF_R9GZ&7X0O^R^C8I 3W+@DY 09ZU MD:HQN7J?5CA>LI) M?H>+5#7X"2?DK:%U*D$6LL[7#*YF<4OPWL3,C/72#]L9Z2GJ>G)QVN!N(,UT
MB+IM"[P7U[6%YL04RTHDWX![D^I RP+1DLGG,"DKZMS?^]UQ&N/L1WIZNC*' M0-8)TA\Y?+L;&7HS#7%]-&_CB1.3O+&6<:A=5FO8L);+NG6I22C<*^[=/L4[M3R[24Q>-
T[#15I[C/Q2MWLQGGVJC&*+_P^?Y8E6_?SF_CB2E? OU=3-4^N=[MD<6)4\%J60Q(2YZ'LE[00:H-6:126D:>B-@KO>DD(GIJLG$ZL,ZGCV;M:EO= M;7_.PC5Q._TOS*\V/:+?
+?!Z>G/]!ZXF7 LL6I,L$55]F<\UCFV@:$2AE Y6 M#-N9]$GR>NK.,<3-UTXWI\[5;N-&;G9897*2O6;)" W.UIE4S'OPM7!*6&TE M<\):T=I8WUV_I_XSU+5S>Y>K.W8RY_
M#ZN;Q70UQ>4D)UZ"M@FL30*4(=_62V,@>^:%]ER$W'KRQJDT]]3DHST"!]?B MQ:!VP^;$1AF$X!D2KP_!(B$$D2)PC(!8'B(L=0F!/C4+.B<=C]'/J=?JQ M76AV+QXGM?
98.9^@Y-J:J7 !@9/3G(703EGI"F\=LMB/LJ[:CIP3=@>II/>1 MRY75VY' WT_S%G,NGO[,YJ,N#F!AV&D7+C+IT 4P7E=L1+H(T66PJ6#*])7= M3\/J=-K%
[E[XY=M&LM^^\ZD+B]H$]$W^F:/S7 MH1/1\-1A=*("N@C,[_+S?:.^QR^;4>1OR[O%=):F7\+5Z]D?M$L__ANOON+O M\]GJ\W)2K)?!*0.(-H**BD$,VD BYTAY$WV*K:1>\'H,4J[
M4&@2UG"BT#-GO0+&T8!R,D*LW;"$],);X'FPVBX4G=.O.'$N M6%=JS5FJA8U&9(B%(4C!DM",+@DVI-^S-Z'COO)VA4I :R'0)$.L7;600V=.WS=]]CZ5UW$?@/C!ZO/*Z@^E$,I(-
SP)0U*E\ MVA/U,F7 *+ESAJ%40X:JQWT8/A.<#A+R14Q8WLU^IEURXGCE1SZM_6SE?<@> M-M2LHF:1 !,5XM+6[K3M/2UVB$GKDO4:8@!H0.$FA](@[^MX% \&L.U@)BT
MK8/+$\0H'#@;I%.YT.'8>@3\H\1T&6 ^! /[5!\<+O8>BESH?%QMSL>/]/^L MJT*ES"IE03ZR9FQ3$XZ.0S96LICIDG5F@,OH/ATCQX';J/B!^^@D>7>(F4TG
M@6IH82'O0'E64]3)8PA*6?""G <7N/:#!,=^IF3\]X/3-/P,9(X0=P^@V=E. MV[YH*7.3R6+'D*M=5R*X7&M)%>KB0\'BFX?Z?Z*B+[71$?$S@E+01;;(Y[C6.^?
@YO(.^Y32"0",!=G!:_'CM MWAZAF%446(O.ZUA&F6*]?P.X.E*:&V6RQ\:GQ<]4C R504R2$V7='5HV&\BH MF+-R##1+I58+6(A%&^"ULYX12M.=/"A>>C!&3M7MDU Y0M
=@.4]?IU??:V9 MV ^-K/<92V*H(M=VV&I"+X8!D++DDWMU^IL8]0\25!/\#E&W_.AA-\!DGY, MHUUO+F%LD2%9*(+1YF(N@]/: 1-YI$Z4=7=HV>G M%U40.KL(B
')W),,R";WP$JP,5B;E6A=Q?,8+>/"Z4[1\9.0.5+@(JM#?\[2 M_/IZNEIAOCTZ<;$=&:S1%1.("5'[N1KCZ08G&4G&#'?>%%'NG30/>D2/+M 3 M%
(J5W;RU(,=VCC_C@_>F)DHM8@&?O:,;.9GZ0(:0>7'%8M#2[M.7_9&/[ZF' M2P,DM!#BV#AXV,?GBK-0S:>2! -55(*@60$;G(PYJ1#"P$&2\W=?/QH%IXMP
M9!"\#+.0IV'VH;ZT7M_%^CS+69-]#B(%3<=98E!;>T,@>RLS&77Q^YP%#W]Z M3XU5&H"@@0C'!@%=:KA(TW#U+GS!Q3TT*YO(XL9,/-2X;R&G/[I(1YH36DC# MN3#
[C!U\6J*T@$0S@7;3UAJ93B(7!LE+4\/)'@*W ;SCZ)A@P8S0UGJX MY-ZF[N?QDNQ!_=LA=\%'Q94"E'7^KJ O3J8$.83B5)3H_HZMK0]2UB.MK0^1
MW,@*_Q=./WTF[^8%>3;ACH$@L\GD0->V<87\Y]HVCK!.7XP5W)IDY5Y)0,^H M_L'%^VAU?9 *YRWEV4',Z:'#\,U=N3^6$E6B8U!)LG.5DP*"R0&2Y45XASS> M-Q4'R1!
[CB0P*R ES8U+ MLJ30^B7E$/KZ2RX[$A:G]4^1<=YLS+:+-4LJ:UB#I_((%C7).-GPLFVK7% MZ=8(.S1G_JRY (T0=*R,1Y_R])!,_KBI%_?;\N)KF%[5X_S7FEB^7#>C0:;,
M9K49#3<25'!D&UBA@0=?1/$VN;3/V,(#E^WO>>XTW PM^9%#+ ^Q=L?).UQ, MYWEB6=%!,0/.9U_G>7JR$*P"8Q)WQ=EACPG"+A#@'S(B72 M#;'S&];J)GP]2XO;?
L[74SIDC2%W(F$=NZ3I&M8)O"!3,ULI=2C!L>R.A,^3 M"_=G< \#IG;2[\ (_S'D^4M83IM#6:01\XBSWNO (9.,Y MNKHIM_AB$&QB*#-
G.:5A!T,\3MO(U:N#F4Z#Z*8[S#TY]$(;A][..3>RQLF9 M(3\Y.])>(\BN6+D7M'FHU%W\CB2X1/B $"*PF2%($Y98,5?I\[]00: MQNUU/-#U>BZ=]!%N>$"&
[[$^,!++/X=3@E#%.>7!Q"!J?7F$F+T%JR)'@=([MW;S1WD$4CMOM^+Q!KT9ZZ@*'/Y[OQ"%NQ@*1H4!F1!WE&&E;J2 3!%<8"$<[
M+6;MK!S6QOM.R\@]C<]UN1XI_.Z,N'OSI60DU(O,(&6TH+A-X&(L0#\99SV9 M"*YU==7)T[WX!8;GFRFA$T#=>R;=-3TGU@MAG:,3-I"GHT31$ O)R0DR.UG) MSI2]\@X.Q-
03).T'JPN,V;=412?(VIE(BXOKB2FA!.T%<%LGE9M8NY"9#.0Z M1X9*R"Q:/_;\3,5^^+F@V'TC@5]"I_X/.)O.%W_,5[@,LTR_H05N%J8B4N\/)#[GI4D=+ M8B'I%-
H_)D(T48!WA0Q_9(SIUGUP+Z;@\R =[U_PN;_ 1XYY[USOKV[PQ9?% M](J4Z;?)K#PJSHP'$31M*!H+$L3J<#R'0
M3I%!!'U^O5S>U!G1&ZX2=SESIL"@7Q>_5&]/.SJ&A54"N=1,GP"3GU<H5IS%RLMG=[[Y#,]N4BW5>D- MKZFC!-IG;;HU:VVF1.$51:]Y]#
S*B5CZAX&FO%@6759M^'!8:B+"KXV%[MW!&@Y8875E@.Q2K@MC8ARW7VB48'QB>?DC))9GOP"?'S.MW6J[1%DV="%XNA9%#/Q@B/R\3K?
UZRT@S\ZS'9'2D^V:NO(['R[@XV M]S(Q(C<8:\?LB(E.'-U I&5)$%ID'G:@=RV;GG?.#O^3,?4$"AKIID.,/IM$-96#X<#R]\":X:?*IX_GB^=YF/XZ]>_\/K+ZK?I+,P2
M\7UB)LT3']@\B69?XH?-G_%""5:S)Y+DCJSKPB%FA\"9]4XG,NT'26D[3_Y, M9#Y8(Q&D%C5]K';*04Y^BN H,VHA_7_7_)E#]+Y/_LPAHN[@ZGKHU;\V50S5 M=Q7<@&
(UTFWHC+0F%!.=TUP,6S389_[,08K=(W_F "EWAY.=P(>QG"45&'!M MR'DUWH$3(8-)W"2%,90T;*U"S_DSA^AXW_R90P0^]O/3]F;_93[+RQ>S_';U M&1?) 9@A(EYJ*+
MYQ+,MG6,4C!@M+!@[/(P;@L(FVJ[.[W!#I_ M<[NS1YP/4NA3;>T.D6Z'%>#WXN66.-?6T:%H>1UA$@PX%B5H.GEC"3[QV-UK
MQ=GCR*=@IYGT.SAE'BCUX\8IBXYNUG4W(ATB!!\4,,53=)B=49W45IX]-MP. M-0=+^A***F]->WQ3NZG5>L2UX7]:'/C)CVP>"=Z?@6%CP58D3L=' 5EG<:H8
M,WBO)0BZI4H1)>3FL[#/%POF-@21 X=$1V*M/D\0178@'$B_:;%U()'"1@?*2>I==Y:QF,#!3_=9V$3=%"Z!"X$0M2U+L.C@<"$ MJ^W,O3!TQRK=8K+)HP2,-
^*BD6+GK:4\)E167Q:3%__?1)"5%HNH.Z1&%W.@ M[U(*8)#[Y QSXLF>6$M,__%I_O5_U(^[!47];@<0M\N,J/HVBIH?+[7NO)CO M]KK)!H77&F2L?:*5$O^/O3=M T+9Y?/UD
NMD;NK'4B[?0LL-!<05R>2HK,RL7<#Q8$%*G:(,U[7>: M7$R*[9A+I*6\1WX:NNOJ_SK=SJJ\>:R89%XM(]?D>=6SDWP!C$@L<::9B"YD MO\^\T&>_I">_XD@5SH>0YR5$NC?
%@[_C-)T6X#[U2*D<+=S>#<8FG;3^,;U9+O.JHI9N;.3TE)EC^WYR M4X-R%#N-#,SFNV_AID/.(G$%W-?=O)H[<$Q;,$&S9,B%)5FU?A:[1\&I!F4C
MOQ_\R(S)20VQU.43C@7P==Y>D8F78'@RV'ID]'T*1MZ#=KQV'QJ3$P3;Q0O? M^Z]Y@;5^?"V3#W66Y_ORSV5>\S7!+'46-3N88R%V5 $O(@>/#K,J%*FQUBG4
M9PD:%S:GZ'H^E-B[0-%=I_PA,]QS$;RE^"_4^2(4[M/IR@@.E3,)^A.+&&50P"(QH6S=V!!2HE]&H23Y?FCC"Q[+KL\> M]]VW@?
Z;".UXI<]7>-5HR<6M(WD3'RALUVOLFI(NX@X7J'A;?7BRJ_'V^8.>O((T+F+M:"/02OZEXA5WC M["7*.!Q8'E S]E[?$Q6]&SBG2+T#_-SWLV[SA5NN)D$93%E[R'49%Y(2NO-
V'W%C68C&:@U$]0-G%K?B[](5#=7WJD0V._6.U(;70#L2;M[AR$;@T@HZ.K6M<[8\WJ3 MBPS%ZFPYUTZ*UB[Y"R1U8Z\:@ZNE)GK(-WR,!$\D5C(GHLZ%D<9M:X(BF!L
MU#XF9]+#&5B[/7[?#FM:GI7 MG_66TW!%O"]7$^]BM"$1GX[507(F@B^20V8B,>8UQN:#TAJ1/C(2VR67QE!E M!^[Z\[']L
7QG@=YY)2E"0;,IP7>>^'9:>:$49H[#0OAXVL>=;SP8AL^DS Y M_%S\? #74K@0F$L0HZN;:"TQG%,=G5A*XHQ+GUN_#K>A?-SIRPT!/((B.X#O
MBY'5(2>W**NLB)!L_J3ON^%@4HHVJ)@&9DT!Y9,&+TN!6*)G0:LH3=A#]?<_=;S-?ZUT M-&\BL [XYD!:E ,5KBAN10TPL^-3:IWY,Q7A+
M_1I#I)&@1[8*]X7R7[B8UN;0'ZQDE0C:M8/"%09*) 4A*04R(?T_2!_S/DMU M7OB:<;*O]F-EB+MP) \%HPQPJ,I"9Q==P[71RQ92# NIR!<7?G>.D5ZG&-Q MKF+08QR+-N+M
!_/%+R_^4*FH:T#IS4XP&P?_O!T=KH#&0W?:+O_OQ*87F>D.>%4C$/4OFZL"-Z<*H(MR#%9LJ[2L#)D=<,#O?0#,
MS!0Z#2P\7,+TXJB'3OR;MJ!H*\D.;,H/PB,SB@DBO"1+H9T,I6Y[RA"%0),3 MM^B;3]?M"!J-'9F#Q-FL^&70!.EON*@N_;=\:H+TT0<-D"!]GMAA$J22"\VY M$J
5)WWBBSKP1(_3Z>[X]U1Q7L8+RC]P=;V8KK[_$3_G='UU MLIW8]7D#F(N]2!_&:F27*0H1$G35ON+DD/C$ F1G+0LNJAR;MPHV'=_Q]//X M-"]_Q^_U,;&N5/YQN7IOF)$"7/$?
E)%HLS@H[A+PR4!+4]X,4%%RT Z1Y>2 M=@(\^@+KYR#I8BRF]1C#@XD<-YW0)S8/5MZ%H?/G^?5B8DLN6$J&G).J21<$ MY,CI:H@R9^+1-F^].93&9>[,:+
[G#8WC=A[T"FI76I=7WV482.VU70'4B/5^(%(762.?G/+B9(-M99=,F DUF!C2%@*S8 MYKW[^](V;F] =W@\2%4=-'T_R]<_9VFZC'6C84[O_HST5[?[#7W4SG%T0-*L M*_",!V]]
B^D=TQA\NZL>-Q%Z%[@=*\;G$V4>#A2_0:IL_P)Z8L_#MU?.#%2 M*VG)UC/A)2B>(WA%0A0A(-8)9BH'46= !TB.">0F"(KA!JPQ:_!R;@922*=0>S;)[Z2V MO.[0<$$B**8R^&JP>
<3LZ *EB&G<_?_3C,45O9I&VVEN L YDURW[+(?6$& M#,9ZK.EL4WBE(*>@ TM*Q?.,S^SM-:83&!ZCIDM!WSI]7Q*:XNLK9\QE4['J M9>#_&
(M2*HN%GZ6'OK\WEYX0>+"J+@2#ZS1]#DEKKBV0!:\[,2,')$\'0B&A MHDE:Y=;+AO:E;=R7E8X0>+"B+@6 ZQ2G\G1V0@%&/@89=_ !V(NHM58HF2: MC0+ T=]/>@+@H8JZ
#>3[277#A+=2*XK,6[B4XS6J\)Q$Q,"VX/C,*.WHE MZ02*QZOL O XX4SF@B*#58F#*B2YX!6')%-U/*2PJ?7FS9=H&O.)WF<9%%?$,ET4WA/9\L)#9BD LV%$H[9S-
-9IGJ.^\8Q)LP.4D%/T]MW M"8A;HY)(()!LM!(D&^^= 8F%62LQ)GQ@T%X>Z7[""\6YFER/>:$80J2C(Z2^ M'.^5TR9P<^MJ%.-0@=)>@8NN@/,Y8PJ:8^3;-UC6^6.1 M4A&E*!
JD7V6C)PV%*P.IR@F1V&XV&?DV!Y?-=[8L1$!<[",NX;,.N&K-3&3 M \%>NCK""#,$3C_S7H?$T03R0'"31OG"Q,T69C= N) TIU?&+DD ?6$&(WC%&OKNF:_9PD/25(SXS
M8IK(^N1T<",4W4M UIMEW.FRU36)B=N-ML)N70I%_1:XWYWT/@)W>$Q<;3D M+F,FW9M/GQ9KJ/V^F,[B]"M>W8KOQ.%3+W_R &.H#F1GF(%4AA4OE-2 ,A90 MN:Y^=3Z
%,8K,@\ZZ4$F6S<98_>O7.?]YO3F6U[@)\+5%YS.;IHTZH#Z'SO> M>0A1E0A9R3J[M1Z+8",8(71 1C_-:0\SLO<7=C5:ZA =WS4HPXBW@W*+^]T\ M+[+))]I;*
[@T=2TR>6%%60A:(AB?M0XYI)*'63V,HWC/2 ,!)-G.[:ZZP# M3-Y]?]V#.\:9S?5UG_Y3"^XXQ05:.. LD8N 1;>?&748A>,]39P'CP/J:_1G MTGI[/.#IIVU\\8'\E5OY*:]<1A[J-
'WZ(9@"7A4&W E9F(S!/QP/M=LYW^<+ MNVK[._96'4:\'5BP9RWT709_SXN8:ZV2"5Y$"G10V75#KJ6?J0(R2F6(Y??[Z:__O4C,;#SQD@?_$LJ0-E*W+@ M,=?
M"C[5/0N2@[=2UI8A(O4Y$Z2^ IT&FQVA-S MQ@,S+/&0/5G7UD6NCXCH*UMQ@(Y?7BUVB'B/MA!DH,)\$"_J)B,X<%?XL01V4W@^"I],DWP&,'FQG?!_(;YSE
M],OLW9_Q,\X^Y9_GBZ?;4$J65@56'?L2Z;Q@!I0H03L4@AO.I&B=*3B:V'$G M$[2%WWDT=B'0W#4#CFRV925XB#F1DV!% 9=3(GF[X)%$7T)K^W<"N>/.+3@_M/%MHK??
4P2\S^FG^B'_FY>^+^;?IDCZWS!=W?OOX=,+^G]TTQ7 D2XW2#K=? M4Y-.5_/E]>)'>JLHK7/0#$PB]"A31SXZA5!TBEY@D*FY'_T,.:<:OK?7BWIN M;
[]AN[#N;WF6RW3U=CZCHW--IV=[C.:S'X&Z$,:IK'*E5X**T0 FEX$[GEF* M)0?3VNX=3^VX86LK/#TT@&?27@<7]);3GS,I"J\>L3IQ2JOF_,TJ_T#YY@*J(T@B=9 MNU8MJ,(RA%
0I#(J:Z<#9P-A[WG"QDVLC(O ABKK (<_;;_V&&$B.L 3LXGDC+9#'$%5.U MW5]X!DY+XBH*9J,K*?+6F^7VHVS<:_ML0-D!T(9:ZPB+]RZ#7;Q%K3%%YT%H
M)/$EH2!DG2#FDJ1V"55H75%Y"'WC&L:Q<=E<@QV@_WJB0B1QZ:1 6H]9616%:_[2^R0EX[ZC#'45-Y!Z!]C9=02TL&29BP7I/;&1 M6:QU$YJ"K&P#G0Z9FS3>>
[/=G1SKNU)R7$V_U5_5NKLF M:>1='SI4_G@O)LZ0.,ZH$OS?>+X5JJW MWU%E^Y0CL/VC#SG.9W%Z-=T8@1NI!/2&Z':0K\IY4.0]M#"C:'7#B[4I]E^P-M-7K-ZH]?
T>=_O_>5)MIX+$1SD*&MM MO'& N0A@+&M1.'H6\]);T#VN# >!6Y[07XXW5\(W)^.N?)RXKR1B64.4M:V MN4QN#\5P!2SCP4DK4[:MGX&Z,N M!
<(G:;=;Y^$I.4\4+PXUXY!+HDO%L@ >4P2.%+YFX7EFK8M$]J=NW$U3_:+U M9$U>T$O$;[BH"YK\P3QZ-.&>GMXGNPS/#J8%+AU.4,2M8,UI+HIP1C@P;L2
MK<626[\F#_CH3%A%A6G)$M""[[RK0%9)J!\ &- M5TDI-BIT=Q%^06 ^!EZGP+F)KCL ^.T%]N::^%Z0 -9FP=>Z+A\5F,@+15/6 M0["1(GZ.)6B*IG@9S*V\1TDG?1%-
K_<&,N\2.=LS6%O(#=<)LJZ)^F@%B284 M2#IC\,9XG0:KQ7Q 2R?.X0EZ?A$Z1PB]_#<>W7_?ZX7TV6:QJJ7K165,0H9 MLP%M70W8ZGKQY#,4*8/,,G*I6P^\>X&DWJ!TC-
[GPRFA TS]%UY=;Q1R=37_ M=YW-LB3F/N2:J,K+C_0IZ^.G)+K N 9?(JN66X +=/R2]S[KA$Z:UO4.^U'6 M2=]!TZMN)UTC[3MR?1)Y53J$-A0W_PXJRZA96
R6L9E%"':L^*LARMQ"#P< M!+DCE-,EX'Z,]YDOEV]QL?A>YHM_XR+=Q"%*"5Y0D6_!DR4O(TB*0V0!3;=" MX!RU:CXX\W J>P;C,4AY$8I-U=8!,)^Z-7Z=SO(OJ_QE.=%1"]0L
@MTEA5F M#BBD!HG:2NM,0GZ.QXE;@CKIS1HFF#Q9 SW!:6=-#VW72LI ME#083(2$X)RBOP2+PV4Y+SS5AO9? ;:J33WET!K \ZSZK(#[.X^C'_DU>HJ
M;Q8HTE]9KJ9Q@LZ09(.%@I)NE*CI1N$F@LA)UN)#@_Q\9O() ON+=8(?*8BOZ\N\:8 M.D[>7=3"W\PSJ1G,.K)VN3L0NI>5G,C@ZN0S#SY;09SZVK>2$DBO5$*F>72M
M0XAC:1VW/GXX_)U%=QW0ZGAG#*, OF8$5CVZ&4R*'SK=HZF M#(Q;*C\[9%7K[H[C*!VW8O[LH&VIMW[1>;-/YOWL[G";;5^K+,(9+A#0!%F' MK''P4B3P.D:F-
9>"M4YS'T'F7KATKP:7S336,RBWC/V>9WA5[X(W,2ZN/L>[?S@;01P>99^&8,YA\Z_'PA]*X%QS]*X)C"UUU$4<=T6@;*2RAK@+*AITN>V_]<,U0!W)*-GZ(SC 94+*@-
R:4#Q(.C^-1RD:'N*=W-ZTZZYT0!4)!DH#A!GSF]$MCDZ"(MSIOFH?D19';RJG@B@AZM*1A87QUXC#M8?(HS;CD%95I#5I[1O>(2N(@..-TK M&)V/Q3??H+$W=2,OK[]]?
X6Q%\JS=+U]K MIFO"8G!6H@7+Z[2'S .$0+X/=QZ9LE RE!7TID(WB<+ M)1B?O$F2^]9],,^0,V[QQJAP.UP=_0'L-ER\P]?$[$0O\S0H++I:XWS!3V MZ2H^I30/*C.76G>,
[D58EZ[>N:/H$W355P"]8:2FQ;:_MWW5O&D:(I&N<_AX MM;SYK8GU,HFD/9WDZL4BG3\7O8? N:<6-#-:W%/H[C+\/H4"+U4T#::1M/=LA,=#](DZ[A'; MNTM3)Y(1:84(?
D@I!#IC6?(F\+L/M(1':2%,C@G"Q M_/0$6^O9R9OTE9).ZU*7OI.L0#'%P7/T4)"79!4R\S#^>?2F_=)W=!DV-X!- M4]EVAI$?R*\%QW>MKPK"1(K^P A6DTS*D^&-
"81V)2DNN='^",#L_,(N(^*! MT--&ZEW>>>O\48E<1!L9"(P<5"P!4 H-UKC($R,C&H>_WO;.Y W6.##&37:P M_'M$T=\7=]/HD>#13+0C$<@(ROJM(L"&H6.03EM7>N"A*2?
P04'2[_M9E/L&Z+H\<23B7#9(48#OG;'D&0LA$2BLIA+\M:AP];EIWN0-6Y%_@CX.E$S M_3TYW')6&V*SD8JK' %U+7YP(M7LI86<(L_62(UN<)#MVX(\6&']"*@Z5/9]
MV:R[7F!$EGSV"8JW 12J##Y9#2$KLL@\%>];3RU]FI*1"^'/"J)C%=#Z<>I\ MA>_TB\>6N&G-^[/?,'2Y^_[LG:'273$KD["F,V.0*H,!!4C<,5U4#RRTMSS M&+#2_;%<-
\/#A.#*V(P@;2+S6XH"9V. Z'EP.20O3.MJ]AVD]%NQ?@@27A[B M=[C<.PCX]IR\&7((PM=QAX8<0^4#!Y=L BZ<(\X*>86MJRD;3L<]XZC((T!P MW&S<0S32/ALQ-

X"NSHTCC]'0'RDC6J_=>S6S<0_"PS&S M<0]13I> >\)QW4Y7K654AM-QU=[55*\D*7+I :663%CT7@UOW7:2US/\CL'& MR]-PFRBJ2PS^^J-WV JM_3JW8K">5U-?JCB8*-
%.4&QT-H+?8:<<2LASG.- M'B?[#F#TC_FW=;GY+[/G#^.'^=75SYO7\HG3Q4>LO>CDQ(+*VH'SEH&0A0?/ M9)W!VAA>1Y#9FVD[$B+S\^JK T@^S]C?
\&J=2>8L<<%,!F77):.>;@1$29(D MH8802U###YM_@K!Q83?3GA>4.0L>]E/N":0M==F\W M?\KI.F[VEEN>@^!"0396@1*N;@/+&KAB&F66OJ36=1O[TC9N36)?L#Q28_T\
MF^YYZC8U=C'6$>G+B; Y,1D0B'1!85C,X%TB?J7.7G!?E&_=NG ,G>-60?8% MU ::[-Y\WK@R*6EFA1 @,_I:K<[%?H9$11=\5H6U_K-MIW;.5A=95]X/$97 M)[J=[V;IK&^[.T<*-
WC5?>&SAWK//82E,[SD&LU33(;7=E6Z6+'_/"Y+^C'[CX_S=G_AE M.EQ_]0]Y=;V8W3O-WJ3H- N@M:V]Y#5[FAD'P:-D3""=YM;7]M \]?NV? @V
M'YK.KI#0P;6_@_])CD5$SP4$P>I2]4#!GZ(;A&EEI+/"9]6ZN7L'*>/BL"^\ M[#?H]"#E=9-PVCU*^(DU 6^O%U5[OZ]IJ'.&Y\OI)E;4R6=1O "6L6:7HP+$
M;,&ZF(3)QLGFQ3EM*!\W)76).!\2&OV:YJ>Y_IVX73S!L[>-6"[G$38:_G,+2 1;]'X>D5,KMX5C:64%0$*2C.5II[M.O[)0)8.#3>.J= Z=]&"[G%3;9=X%(:#13_)Y1VL?[A-FM_C_5?
\NLSORYNO M7Z^FL=9_U+5AUROZK5^G7Z8;-"TGW">9$"WP4NO(GGY6R@Z?[X'+F3C)D<='V0\EG3;5I(,:NV'I9>M"S%RV+JY] M19OG+O'(G
$HW1^6"0J#UL@$.M397+;V>-C@Z>8,)G)7!-/V/+ ?MW?]$@%\ MD/(NX77HW9>O5_/O.6\9K-/:EW^LYO'__(V.::H]EGFV7'_;;[BH,*7-7T_:L5THP>E'[GZ]^7NEV_7P-?ZHN4?
G^E,A4K>[_A];2IO_K2)Z[(M7P >5'VPE 8P" UD-'.*6GNFFS<$GT3QJ8;UC_B97*\K^N[U=SQ2VMUYV'_[M_N/O;.EX4XW#IIR;UYEQ*0;P$0LH7]=3!Q,@*:Y\$3JXYC7)S8@?-
\%_1LP^ M-,WCJ+^#=$ZU4[_AETUWE2M<%DRJWFN:?"(1 .LB-M1&88F"VZ :0_?N]X^+
MOI$@,&^DCXZPM&V72B85E84#Y#;72889O#$(QNLD6$E2VM:]/_D()X)7_;V*8Q>FN$@8B"1&%#@I Y.;J.V_7=?#O577\LTW"O^J^'^>+_Y._W8UB386GD4&ENHU
MP90$CT5!\,D6E61=7='+&7B!EY&=N3-CLM61: F09@?EC&FB#YF"N6FD:&^= M._GG;+IZ$U?3;R?M1C[RBP9/#QW*;!^IH20IJHY!0DQU"H+/' +'##FS8H)5
MUC1O=WTMJ2&;M5 L%8BFCLGUP8)SDD$L6@6KGKO MP,O94'XS>4>RR)2+'DS.H98I:;IYT(%U)9;:@*J:/ZS>(^"U)(<. L&\E48Z M@-/Q@OO!]BP]"+>50HZ"Q.=S)M=,E
B^+JKD/!6FLV&VM'[W'(*/<<%] JP. M]7N'UG$'._"JUM^^..?V[P.BN""?K5M\$+I AD%KFR'3D[1_JGR6H M\S!M<+P\ZDEJI;P.D-@@"&:&HDW)-!@6ZE[U%
"=C%"8+U$J+HUO/3/N/TFY M%J["F75_R6A_]]_7%''_J.3?[W6RGIXP,?/.'O_=5U8^=M\]HWL0DYW"X&0 M92%4#+6=RY%TO -DS()DF3FNF4O-]_N>E\/.;X;&^&UU?
(8'T]%'[5M>A'F# M5[WA9$/7[7)YG;=9T$FI\ZFE0HCKCB] MT -S!L3..P=/-XVWPTEG_7RP_&6VZ;J99*ZB+#I"RI)L(TL*7"D)A*J;+)S/ M++;N+SD7;R-[?_T?
PZ[!]JH=R?]:Z^]6+AA3D-('$.@U*$!NW:?@_A_ TL)W:[]+Y,22]E3R]*YQ@C7;2,F"<1*(2(^$@CR!D M%JBTUZ;Y:/PSLC=NV_)_#N/)D!OU/)[5:R<#5;*J.@L200E;P-?51;JX('D0
M(4EQ:2'?8 W.%W"RN@5/TSZZW@[5YNI_,TLW IKPQ$M./$/1G'0778 Z@ >T ME%HK'80(..JY>D3RA89QIZ4?>X;%J'G',YJ\?^7II\]53D0W?LKK6/8GND5_ MQNFB3GO-
=VVB0!UULH:N;5: XED+**R%DAV912N9*ZU'G'4F@@N-]"[FF6 P M.(]<&S2\5_"BY"9*Y)("63YN1235*PDD)P3'@O(H"W=9=N%MOLC*JW][&.X8 MG-53;8O)O]R[QR]8MS-TP?
Z$N M^5_*% R)YU=N"K;I]&O"]48!_R2]- M?YD_Q!,_K5>J5Z673(R^. \,/2D=RPDNZP<>42(3F*6BKTT#* WGB[TDKZH M=ZZVP'K5)8KOKU?+%<[J;-
P'4ON0OVQ&Y+Z=S]9=]==X]3$O*@)"E-P+!T74 M/J6RSE8$!1Y3,MZF(N7E.-A''.!"[^;>G\"&AN(K]I#??/JT6)=^_4+RF-.Q7^5EV0+B#0\0>/.
MF#IA7>VAWS#&5*E!5]>>.)K'%.]"LJ[6I5,X5 ,C9,Q#8*SP:%%JUGI*[&L9 M)V6RER4Q!9K$5O=6&PA%D1"+URZB5L7^9YS4DQ;]C)@=;IS4(>H?,699+E:3 MC]-5Y?@7N#(Z%
[%7UP5]PQWL MTJ]^X';GE[^6<5('@6#>4B.]0:JN^5F?W^K=?)Y^_3A_-UO548J;J3#>&B/J MLM%L4MTX:EE=]>/!BZ0YKTV)::\@]5"P/4_6.#!L!(#GX-10&R,#[:?I(D?Z
MX^T,H%HDK6/=@2\,"50#J'=<307E4%+^#H_K=V!).6BITWD?+(MA:SO_LSQNJ[S6>(LW3CDRRT?+G(L*B8H/N>:C^#@=) 0)*KBDD1\Z*(]&7_ M]QWC5'V="QM-
)=Q!YO;^K#U/-#,6(^B:J5(4>X/G(D).T>O$G6%Q_*&:%S I MZQ@OZ'2-= "GXP7WS "]$@)Q6B*$Y K)P =PA<(;%I3Q@>RO]&>?2W#A0S4/ M@M4YAFH>HN,. >!63& RBI(F!)
D00R101N'*MS>A?;:CF07@Y M:*CF($' N')Y%=2-'J1^J4#>KQH34W H!.KAJ,J>06 M0G@LQ'SQ#"1=P?3;9$7%7L-K7U#YO2\=6>G'J&S>0GYC*Q[_O$.X*;D0(2;
M3)>F4MF"T^1[,1VL])7]T.+)Y=Z7CI>@:J+XH^770=C4H')%(X MUGJ07*]%GK4L)H54NBGN^_6@"?##%=5VD=V'#C0USG-A*?2PQ1NR M):06A]:!$98)S
$UN]0F\\Y3%XTQ.]9$W$, =+EEJC?++&L]_G3VJ8H'KZ[6 M\IGH8H4TC +JHATH:^@B]136%^49JAS(.W=#5J(^0UOG69-ACD 7BK[D.V3] MPU8 FU/.)R$%\BY%(O?
0B>HMDA2R=, 2NJ #E]YUXSL]0?^%#A$8^2XX%0A= MM.Z_N5K_G9R>%L.[/^M/Z]KP;#BF7'&(H((5@#(52!0G)9E=L4HV!OA^E%U\ M5]TIT!U >5V \J;TXX]-'?S3W-
TV%*\%NOPXIZOH[I_7VM[?YJO_E5P3N2X_9*U_X'/K M+I'S!UC;^8AX/G+K1R::#3!IA+ \UK I+(9XP# M)R-:%(++W(U7-T2Q9W^5;N<[AEV#[56[D0^VU[,H9"@41U)(R4
9IT@N:"'Q MXM&)X,AR7 +81EW-/KQD'N^M%\Z+HJ2"X*4 Q2*)25.@ M(&22)"G+DX\7A=8.OZ3">!KE1S^-9O794V6=O,VA=!S4+TI]3AD23 M"T=5A,N67UK(UU]9X2L-
^0X!S\A+:,ZHPH-V$"$FQX51P R%SBKE")XY4CDI M.7J9+!.M"WDZ$\&%AH\7D_0<#(ZO.G+<7WR3B"7:; 38K*N9%J%N/?!@BXS" M":/9PROT51SA5Y]]'>
[@=&@$#D+Q7RY]^[+XG.66*ZT@RZ$H4UN;@P*7[DI.&C/MG,VR1 B,%]LW>_#2((4)N;((DI./^C6 M;>U]OXVZ .T=3='%"6B7I MFL)
(9\W1@5LO\3%*UXW.68B\UUC:OV!3M./)D&,?P8A0VVR4(/>>(11IG7:: MTU%M/1GC/TW1AV)VN*;H0]3?V\;&=;^DX$K7O:E@ EVN2D<%:!BO?3M6'$)Z"$:Z0U2+VR@"\HXBRR
%=Z!$IEO=LTHCSJ4) V7+98W M7O@2T(, <,(2T$.T,3+0;E<0OB^%'+*;-94AVBA"8H ZU:QG&UZSH]9.RF9UJGA-Y1S&FTQCIH M)8*33$!PTHL899T$MT=-WV'?
>CD+1(_!TY4K18WRJTS72 9P&&3"AA0S)U86_N['^,VCF5(SL.6CF$(6-[X^8F&S@Q*?VT&9-4>G+: -)#&&",[R M .3R659DSL3E'B[AX=_<>6W8N=!W!K7UL MR?:7D$C/Y-
P:L81*4"89"+*<@ MHM4Y48R5V%Y#"O]JJT./S;\=)_E1W^D?K=63LCAD1*FH8Y?0FWJX$ 1ZS9GD MW+H6FR3O?&4/RT,/4M>NY:$'2&[L'9+WEE\RKK171*[D9-
^4(RM*&,^@LY)2 M82Q&--DAV>'RT$-4MG-YZ"'R&UOQ]Y=?RLBB(1_+1T&$VR(!9?:0?P_M$ZZDLXEQ<*[ZWYZQ>I/6VAO'ZEY5I1\^?=&:N,[S)L,<@CY4W<.TSX8" M>
(O+SQ.KI" =D+]8(+^"VV;&MGO.14(EVKM-T\(MZY_F]*80-7?>%S:"P"7>-14?":&V>%3 >7RYX;C(LJ+#E!@O?D(*J:6@O&11#> MB92$3D&UGM_3%ZVIX^T&QF1(4DD
$YQLB9A+BXA-.9Q3?O?FTR)LW*YRE?UQ? MK:9Y\R_)D9TMB9CUOVS;IGTZ'8-W;C<651_-
W%*CYH7P[;VM^+:6\!TL*^KJ^II\Q0;C4RY;E64MFX&=;5JNS[9<*&"\\R2N1IN<_4.HBZZ M^?H0C.UNOFZAK@Z

MR(_+I;-,IM89 MUCW(ZJ4!NPD0YL-JI7^@;:NLH[;)28HBN&:!F,H(:%(M?69U*((3G._59-T. M:CTT[S2'PV%P.T(W(^?
77V!H2='KZE_3JZMW?WZ=+FX*]2AP1;+]'H01KC9% M1?#.)Q!!2Z1#G$1Q+[B2QWYWU_Z1OWS,^JB ^/V^
[X$5V:**-#%J&X$$'9 M9,";($ DGRP+W!$]C4W:,^3TTF([Q*W92@L] FH;O_U"/WZ:3?
B8N)'1*,&!H2/A%9O*,M0/$&)47
MOFC;.OH:A=%QS6TSF+X$_^XPL[KIHQ0+"FLDI+*V_9V\0$1XY:RC0_"4W32$'YGG3@]U'OE*"^0%_*FF!.%*,EZ
MNEU- 27J8 U&X")W+V;'$H^Q=0*F]S?%Q%V0&@ODNM!!<<8A9">A2*,2USH(
M;+Z\\%6_*1Z"L\FB[6R8.;&3KK%PKMO38YE!IX)5!!.P@1 M'3 ,*'S.=3!C8]]34GO+X<'J7O>7/9=(FC[")&85]
(7!YQ[#DH:"8$9A)+0 MJF*9#Z'UEK5=M(R+HA9Z?A$Z1PA]Y(S)OVJ9W6+V=CZCK\ZS2*?L8\8O]3?O
MNBLWKTS6X+I/2&2.H)++=<=9 K12!5^TB7M% 0=]:6^P.4;'\W,(?/0(\\W5
MU;K4>6V9;^;ON)0"]YYB%$"Y&EJ5PZ8.N3QZ,+*WC@,;7X%49P6T0UNTUOOVO\:Q[BDO32@L=^#6/ M6-
GY2L&CC\)H T%B!*4QD)&L%WD5HT(>"[-#P^ND5Z51GD\/@L-+,&NBF\M,
M5/U$/YO5J/<'Y_7WV^:L7OB2P=-7AS#91R:+)4_WI-(03!TEIU4 5]\O=B9CL6E0W/_+>F[Z#S8(0C=]7(PFK*
[\#F/[F?;ON+=-J1= MAV5<3-ENC%J"-3(RU %+\T;@H7@9U]L=X8AT M!8[1_/#C,5O='=__/?\14NAA/2V%#(-
BE2BBHY =J. \#&KN@U /KQ<&UP+ M>Q(W;OG,1=P)0ZBY*Z2_26G=!%Q;AW\(X6_?;\
[T1&AN31$46<>X=30=X+*I4KKP/W9$1568/YK3)Z((F8N5X&R=(RH% MQ=@E6N A:.5SH?"[]5O>7H2-6U,SHF?
07FT7F[E84WI7_(.D+I[]EG/D+O9G MLX_DA;)9&R\"Q*1J"M@%\/0E9 D]FL!%>E1R=Z')B\=9\>WAO*? 6]*V&7+K
MBQ>6;H;L8MBXX6BD!>=2TM+8H.5P;?Y[$'C1:8E#L+>[/*>U&D=^*W_*AM10 MECEN20*Y/!,U[WL? "+I8
W(:2C47!'TZS M& JN8]81C0:CMC ^0J=];/5^P B_V4?I8\K6&2BFEEL$;L KJP$Y!I0F)IMQ M#W
^^R47#;AC%/YXFW<#Z7<)([%E)'NN668""C$$2K$,CC&_3N<6)LCAD>IH M&(DQ"Y9ZAM$QTN^@*.6QI_+#4?
E16H$R.&\T!V;J"P$60\="%$CHL]?(K<[- MNRCV(:R7RJ>A_+WAM-2A1_?
DV5V_9OV!5[CXOODW>+5]SKH[AJ#0'RF1B/': MNYAB/=-"$ZBX275&>5#[])8V)6KDD+D]8%
[PW^^_Y87[Y8KN@"G2[HLZ=;[?W^=?IFN2''HG=/D MN]GFP')V1D5_GNSLDXZ&D[R/U[\.$-;\KK!N3
MLYX=/C$9K=/"]V/A;3I"OB0!(3(%!D:H[4SIY^<9O2.7"8PY@$91^=]1)7[
M&X[M1;H6!\85_<['O/C")YK;%"2I(@=$4))"\U 'WXL8"E=,>"Z:%SPWH'OD
M*H3!\#Z:;CO%TRDR6B443,LDSP&Y9XD<=R/3."ALI[7^2[#6-1T+W)BKND)":6:[I$ MU%.F;$_0^:.1_DW$W8'?
=6^\"9->)XT>>,%< M-\T5<"%:"%X&5HR)CUKW3H9*/X.#&JETWDB^'6%C^YJK33$E\ 3.>$_,\TAB MJ*^YOA2?
K6)!M1Y?WM-(H.,UN0,21XAUY 3<&U(0OS-O1KCD SG[$)QSH(31 M@"4$<"RXR*((F>TUKN7^Q_:AYF.T,V\CJ@Z.?
ATLNDXV;.[,ZG_/9^N:WXI^ M17>C$D@NO0W5##)"O^(&HC!O+O S58R3X04/UY49!"I*)*34*DR)2FJ](%!P.R#QF@I
M8AW&;WZ.K'$-TC!!6&MM=.!/'SWCZ+?K>J+>E_6?+M]\P^E5E>_/\\7?Z=^N M)J+
(E/QZ@&WF)&S4X'QTD*,S+C(=N&G]SC 4+UUX\^U UVK*54L$C'@2EHO5 M9"W.'^^/OR_FGQ;XY<=0-.O?H#Y
'*Z"!J:XW(H?8R<+'_ 4L)9^CW/$CDG?^35 MZFI]TC8G::*4)9X4 C?DT]*MY,#74496R"@UC]K'?=I2]__&+H*'YD :4.J=
M8>G-$US=UL5LSLJ$<8DV>@5%Y?I$15ZO0T/.3Y#H=1;%[-6(?\17=Q%;G 5= MK?70@W_XI"7^D+]L5Q??FN0??^?
&./LHI!7>@\!ZH#*3@ P#.%>+IZ-D)-GF MST+'4CMN$?'@/MYYM-@!7N\);V/9-
]LVT@0]=R1"#RR*!$J@!R^YAAB*".BC
M3\U'8NVF9MR"X:'QUD@+O>%IR\/ON/@OO+K._\AT;+:^Z(0G%5"G!"*Y5+,)
M%.U('\'[K!QCPD;7.M[=E[9QRX+/BK56&NH >7>>4&YK87_/B_5I^BG'*ZRG MB27+1%89*N.::Z0!MMXS<8>XM
M+C]/O&)"J^S J2)J0RBGGQE9Y>:^+*S]4\$;*\B?3I!/N; .8VS_/[]6)YC;/5:OY Z-O >A)2
M#$ZC!BOTVM6L4ZKA$>LHI-Q-N(VFI-%W4]SC?!W; M',^X%4I&2ZXI4[I*G]
<)HN159)^UX@83J>90=)Y&4@\O66W!>485=1]W&/]
MANLWA'W\E.NT\)OH:,*9M$98#2:GZLMF#X'$#%D+1"FT+T8WOB+VI:V'1["3 M,#BH,OIOCKXI]?H1B1^]@V+')
[7=,[$/N:W\M ??]0-F+'-KD2X^SA7!#'TM MT="@LM2>V1QS;%XZMH.6=OL?WLQ6TS2]NJX]XW_D>+V8KJ9Y^>
[/>'5-HOR9 MCEXM=+G>*.]]>4C0IDR,B3K 0I \2JE39;4@ YPYA5_6>TWA>,+F/4U-.1C9 MWVN!N-V[(U'K MRN%
[!/2R^.'\2'A8J'ZT6CK U(NU?\M=Q7_V)ZE!SVR"77AG-=Q*[6N-G*W MR3+I$DO1SEK.6C>&#\''N @_5:'UG<.K>,. ?
AX ,=<15D;XI%A"PQH#]EF"1K:MH^/E42]'*^5U M@$2Z>,I\\05G,6^R ELV=)*AN)3H7%/4KR*Y1!AKZ,<%
<2.\TK%UL=0.4D8> M\=\;^EHHK /@G_7B7 7UEB$Y0[;R5E+L R;_R]-/GU6W&_GZ7W?OKU7*%ZQ:#M< F
M*409A9&01$[UH8B!#T& %-(GD]'PTKJH^2 "1W[9&PQDPVFIUWMR$K .6@@. MN-
&*3A(YT*Z0*\V8\D);PT3SCMXG"1GYH6XP2)TN]2[LUZ.'K>IT&Y$1%J M(:V5"+$H3E&
[X!1">0':AU)4"I*'UNG!%T@:UT9UZ6B=HK0N4'C?"="R=@HG M 4X+"M%EE!"\J6=*I5BX+2A:OW-V[&J=I-
QGG:U#Y-P%3 Z[QG560C)IP9MZ MPD@PX*U-D)+3J7"9BVL=(5ZPL]429L/IJ0-WZTGFMM)[Q.&;]+^OEZMUUO/V

M35TD='71*2*C$(?[6M;-,[!<(N,%E>.M9Y&=2')?+MS@0!U(EUU84++^BW5B M'J^VC2N;LMS59M56S55^G#_.V-
])Z$]X<<9S+4!LIG@$DC=J!$'"=DQ;'IK7 MVIQ.];A7^EEA-A]5XUV@?,?]LTOB$ZZYL2I$D-QDJ!/'(!RB9SV3"=N*4X\
MDZ>PB\21IW*!//<\PVDKQRW5GH8X9@4$*Q20BO8RJN]=+X M':2,/$UC0'"UD'T7(#HQI;#MJ;?
(A9).0G9L^PKN>%* AC'/0RBA^5;A>$ M_#W77L&OGZ<1K]95PC+)J$V6X&,=U15R! JR'$01?/29I2+W.G O3B?=04
O M/0$#J7W>6@=C VDCB;LL;.LEI0]*6IX@V>#J<'0#01D!EJ%4T3#!U5[-)2\! M:1TO?B#CQ_>-"
(,V2IN?),$.7B:>L:0_@A"98C84 M X#1==*5KEE%*S+X(*4P)CONFT]ZWX.N7JI]A[V-!M-4!^B[R=R]_YIK&%.G
MZG[:Y(]1H9!H(I#=U76/AX>@32"+'"0KT7,I6T^2VDE,7Q[TZ7I_^,#?1 D= MH.E#_I9GUWF3V)BMPXQ_35>?
WUXO5_,O>;%)?-089+G,]/_T$?^<&&DXY[9V MVR4&BJE$+#H)MCA;BN9%IM8O4T>0.;*E&QJ!0RNN
VQ6TNE$L1P*9Q3FDM4G M[T P"]YC *&X"5S'J'+K,J7--X^;#AT<04>(]])RE7]/T]G.(M3
MO+HCQG8)S/V^9]"LYA&L#IWJM!8%(1 A%R/)K?>&#(_A8)-!I27AU*F!7> Q
M4YW%!)E<*:!]%M43J'4%FH(BAW6@1U;(6CHZ+I? MSJ^F:KU[HA?34T]]^>4G. M@Q0^;RK]
[O"SS>)DD7)61+G05E4>%& 6'JQA3I7N! MC[R$Z^U\0:875W7>Q+NKZ1?R1:N$;CB1SGD3D*
[U7#2H$A"0ZPR2&"G21I<> MOGX_.63U^6\9)_)OCHK&XNS H/PR6W_6&MMWN+E!N?':U6)#RTE0JB@)OC@/
M4HC((XO,#%#P_Q!XQB7UEI_5*;<2@4=X.E63K_-9UN3N66$[&06,=<^4T'> M'4MTB:>(P+TWA[8^*L]KKI
6@;VK<. M@4O."VT0+$N\5D9S\$*2AV>9\$8[.D4#E0'V,,>QH6*??O$]0LHC.\X? MKVH*;);^]#
[DOW"YR@\"@29',JM]UM7N\UU= MY 6/4>-\0)F.C)&_+^;77_G]Z]9FB4X[#4F4"*H^Y_G (CAALY/9"_XPR?XD M))
[XZ/"\W_9ZF[<38@\8$/?)%U$G*1G=K*%N3Q;,@ O.0B#B,?@4]XNJG_CH M\7S7X3%P@A![P(!\ .'@.(&7KLJ 9"/#.D>4-
=A27_T%B_+A?.G=&) =8*#M M37"JQ/KQ'Y^O!XA>^,2" 8&UDE*B B]#AFA\9%4//C6S=PWWSW5VXI VU^G1%
MUV$B'CUJ6=/\YFK]UT@4$Y-%3%XA&'*I0.5$$A 6@9<4'=J21'RINN;)#^[B
M%FJO_.%V(]Q.*@6T1S3[^2S4S;7A&CC5=?\.\W+?)]_EF'/?? M,DDV;WY.L>SOB_FWZ;)I)U@;.@;M%!M 5$-WD@6&
(03#($I9ZD[V6C[+!'!C M,":;DP^M]P#VU$FF),-LLH&<(\7'@>PZ6NX@Z:"3T)A5:KT3Z?5TDAV"G1:= M9(*A)$-
R2KHN#_7"@D\&H8Y]=4HZIM1>#==_D4ZR@Q3^<9+,6^B2=PR"V(+)4QQI*CL5><\%HZR0[2Z3Z=9(<(MN /_?
E=C$W09;>@]++)TRBX?% S3.?& M9JL42.%YG4L7 +4G>VKHV%@EG'TXX*_OPNL&2GJAROH0B8U:.;"K1-B%&#-S
MVQ9LA76BNR\2%-G)HE*F>YKMJ_(>ZJP'4/D)$NM#Y0^*A+/WP6'=@.*\!D4>
MV6"QB5DA/>&LWDOBH_HJQZZ-*B%BH_06)=U ?ME7Y7V@K!D@%F;.T.<*4^ MJ# 022N?%'+OAWY>?
QV%U2>YG*TUU=>[.Y?&>!,SD2H*45XXN*+ING1D)Z5, MT?E]KIZ7N2W^6Q^$ZIOWEINRI-*4B9Z8R"I
M^EAGBX)@ MK#?<,+(>_$&_,U%6UUGK&3#1-:^("_ 2/11,R%W0/D37&%B[:.G"'!1H.4DU4
M<"J8/K:=WD/D;X_$W;,RD;IPQW@A%G@"9;*#(!U"])RS))(-K#VH=I)S 974 MI^&JC2(ZN 1_RO3-<;J=4?OU*J^5-
$MOOE39_<^F&T8[&Y'Q $7YNF2DQ-H- MHT%;I2F^M-&&UJTB^]!U 674IZ"LN6JZ"/;6I5 ?B)?-LM[WX6KZ:.S&!=K
M%F]N?,Y*P*0S1*SY"^4%>%>W")HH5$XH#&_M@.U-W 645I\"O6&4U 7^-I[MK_/ELC9=O?OOZ^GJ^S_RZO,_?
6EC5(3CZA@L2E!,6S!Q>9KFM4)6+TR:76 M[Z)[$78!1=RG7:RME=-%*/ ['96-[5X';_/EZO%[>'Z6Y[E,EW=QCDFQ]",
M)(>T^@]!B+K:2X$@V4GIH^6Z]0"! \B[@ KO4_WE*(ZYL6*?O'3=/EUOEQW/KPOF]IV.C*_?/F*T\7:1/^65Y/LB\2< M
_D#=5#O_M$K:S4VOL_6FQ_NF'?%6_KO8U+R?91I6+JDONM:TO:'2>' 5"TF7#4HPJ/83; MR:9L?^KVP^/E/0(,K*
<.KLUZVI;UN&4Z<._^K-*[GBX_KZ.B\E,.JXGFN:14 MFY=U?7-EUM7WM @L:_3),H_[+6TX '@O$K4?
WB[WK:"M5L:W=]6N;Q[1-D]J MFSC'<,Y4M=E8>)W*X#(XQ77=9,@4ZJ!*VJ?TX=$'[X>.RTO[GR[%XPW.?(57 MPS?
=;%2Q'=]!M\>'-FV',Y2)1KUM+XS:N6U7$MJCD8GBNHPU M@<\D!!891,(##YZ)
(EH7FNQ)VLFY_ND2/WU:Y$TJ]WW9?NVF+(3IK*1P%CS# MVK!L"P2*12@\X5%*(8WCK#';S]$S;M7$$%AYE-
YOI8WN>I#^__:^[;FM&WGS M??\7[,)^>=DJQ9<95SF6RO9D*D\J7&5N*-(A*2?Z_?7;(*D;15*'YX $E.1A M//(E.-W]?
0"Z@>[&JN+&8X993C,-B<(OL(H[3%@VC93"2,QYIVGT"FO8RB'; MH5CM
#,W1Y1U\J.*1FOJ%;)8Y%-2OD&TEK/M.%1EZBGWO;M MNFF?1_%E!INX#8H\;J.YGD&6!+]\"9[R_&*I)1QI;
0*R2IFK1)"&V$05 M1H3DDTM!#=*,$!0P\9&!B;0G'>BP\P-UTNZ/0X8R5JQ,A8]V$M)H/"ZNA,YM
M!I(RR'F9&UWAG*2MP8&BD21K,/4Z=*#"S@_4R80_#A7*6+$R%=Y-?HQFTTD^
M_[/C+]/Q3<9B_EREY!@L;CGU4$,4!IN@0 :<).0PQB$(04/L\E9FQ_525@_M#DV.8>'*I%FZ1(_#,)N;6:R>'LT9@]?
7T]QA/=[?2#@CHP9=$B;@-BFCD;6; M0D06K?*!2L5G'(=$Q+=X8F>XZ"OCI[&YJ1% B<@JV\OEE\^]-M
UL9#P8>H=Q%G/L-[!0[BUYS@?DE- MT$;@?"A!%.SR%F(,XR5R0?
NN3@.H=G(QVCN&&_N">N:'"4)ZDD048PFAO!:F1\@-]&Z@06V$55.K7_1!4- M;^SW$1!^]#\Y?;
<"DT&G#A=NBRS&K"3AOE+4=,B?R@D095#/SD$@T0-!$P4?%' MJW>+4Y=7Y3#O1J:#
6B72^LHW&"6V[)CI*C*5=$JO\+-)/(0BBN/+<>^],J\ M5Z F^70X[-WHU .#VK?Q#XKDH]M<N-?.OTVXO;]\=
[88D!=8,?%02 M.>):<&2TL^"H1DXP4]S:+MY\.8F:I%X?BDRKX]7"&>O;]7-UX\CC<.SX*[>ZN
M#Z&XLB(DE0*R*3^Y924X(,HSQ!BGTGH<8_&"[I=D:I)L1_/9^D'1 +5>")K> MWJSZV[S+X?Q\!-;
["$OWI3&,2L8Q8BD?_<3\4#2.%A%.P+0,9E'Q*"7H$WN MMCVY.9NX&%KA=T=;C#M-.!DP%N)DV"
Q>)P.5##BAGFO"3=00@96N MNNX@5MV;T*,N7J5!:?V$_\TW.[F*\U%N+GUS?,/L%;?T7&%BP;>^Y27ZQ[(I ML+O-?
S2=P-?[7P,,^ES1NX)RBA>Z4%@U7+X_"X[>8,^M0"P$E7M[1^1X "83 M3'.'6VR+/P[\5(+!O>;WV?
6AU_3*\374\20#12+@G+2B&')*0[#M(.I1A(7(M2S]R<(A\=;VU O]RZLM?]I%WU=5%44V=AE79<><15U.!?
M8HZ(38PH'T*BI3M0[!6H+J6.QX-=[R0/!J4!AFWH31X.]+2TU1N@SMG4CV!>K?)'+K(S"; L%K.1 MNUGD2?
9UNDSI!8]SNCR5OGOE:'TL*".3H#%%VO@(H8T Y]8XBC"1B3/%.>6E
M5Z]A$K>P8PZBS.;&>3K\6F#KP_9PU_'\C9U_>S^>_O'O&*[BO27V*NTCMXF& MG)$'IN8)
(C+P3A@*,.6I9L*;4)RT)02OO#6?D&F[O<,3P=X6U]_&-)K$L'YK MY&)L)_.'9L8#,'&>B82)05@_')P&@8S3'D6A
J5)8^&*/Z9U=*WJGC:V,4M: M($Q;4^C]=!9'5Y,W-R#&Q-\6L0:+4:28\H,%^;R-,@SQ1[XDLR0Y1I@*3!QO
M^AQ!H[KGIVU,G=I$:6O:[O"'PZVJ84PG F.<,AOKZ4@D558(2*8I\Q2:7GI M2/-0&2OO"JO M]L_[@TL17)3:)21D+H]
(E"$=M$1)RA1)C)S;\E56Y?5X%2=W/9GW["J_,@T: MF I?%E/_V[?I&&"=K\X5^NQ0X-))'*+(J3WYM0)---
+"6^2M(83"WJE8Z8*(M,I+7+IVHS'2;<,WO;'])M'$B M0$AC76YO+?()L!<."4]U4M8][SPSO']\?W'KNC'-D?
Y4P#>PW)>T_:7!T4<9 M$O(\VYSE;-[=%J?-LKDXE TLWH6<,Z*Q=%IQY ,! M7147N?$?
1Y):RW7NJ8+#Z_75B_=K;9;B%>@PT%=_-PF-YGP^<_!.G 2Z_OU MLT*[F>8X::*P/NOH=4(29D+N-
J+!SP87FP8PN,>,^%0ZK"J;)KIIO/,:6 Z MK!JK,UQ/O>=4!A12KLHT!B.37YH00FN8EHGYXFTF!@G<0EI,+^Z\Y L?#
[8& MW(J^RBY3WX+VWE 2D.!!@Y4UZ"J31I($#UZ_,=2X1BA:/R_UA+0J1.B#,7[% M?%
[GT45LN*+2@)FQ0MS17*,,,8)FPDJ/':>A?(WE$(E?)Z ^163 M^BZMP8.+SV#WBSA@B&]U3FM($1&I(*
(!XCR:?.&AGM S*,2$\(T8R57M7^ H4#!0ATE'J 0]!LB\+'2N]6 MRE.&E4,V&7#JL>;(J"
1UL9&1QVEN/21P%^]'N"HY&^!!PW,C+=Q-OJQ[(WW M83)?S&ZR]I]'\]]6KTT'%6A^<].
[%')5ND&618FXL,EA)HF3I5,=]LG35NK" MZ1S18A@UQ;>[5BQ?
X;^\BR"5B!SB.)1$SO7/&:T0QCDPE^!22IY(*GU'NT^> MRF\S%$-])YT&0M G>X6W\\P ^^TN>NZF*2-
)M^$T)@0=\3"0LP<,DECEH12 MD97.3-\M32M4&HKX]"CF;XQ(7_ZPW]=:"!N\LS*B(',BQ;(>]O60SYFXBD%B
M;/@Q2?0@2>77.4Y!H)YF;X \FZ[!@R/9U4GX>%_:08BTX,8:Q+03B!.:D/&P MQBMAL?&18^E+%T86%+^M?+QZ-
XVG8D"#Y#]/3\X3[@X9[C,4L'<8R\01%?GV MBUF'-./PVZ@DHPD[O_GB:/E+F?TBMG4+._D$9*=]XC3%AV+TF"'-S
4DW9R MZQ_2K^];)X\F-Z#.^4JOZ61=:G.W#_T9Y^_^!$,"JJ.)G=TNI_&.%-;!7'< M>"2Q4A#Y,?"PHX2?
P$LR%GOB7.G3F2.JT]@MXU%9W@8GFEB$URJN9_SZ-/:2 MQ\"PH1$9FQ]_I/GE6\4,"H18K9QA*93V$7:
(TMB9X]%I.0R+H0MO$5+]?#-> MC.+U]_'T-L[RP?Y%=HZFDR^C]\G2DI/%O<&,<\K$Z!!C+C_&GC2RT1OD>8+_
M=UK0XAE"!XC7UII8RQ$]%IX-K']W[[?NSDKNZUGX*77(+!S'+GEVZ.&":0# M5LC1(#'1*L28"K-

SOT1U7=&C$6%;%5T95!K@V,YU73$=9+(H@>><XB-&IA[-MV#",2X09A7GI@Z8A>^S1EKE3L:H$#NT$-A>S*0B?G8]+K,'A#$$B$_)=5) $
M64T)DMR+9#6C1I9^S^+AZVWY9[6VR)YH]%^=\JO8C18U%GC8NLQWZQ/$0V!KPZ0:5'T7-E-6>K_L_0-R/')8<M*/$@6I4L7CP$XU?,YW4&@K24LT-P\H:#MEA;$9T0LZ'-M_)1U/A-M[8'^;8L7#V)6V>+%0V!^Q:2^2[%/@?K*2@3#(,)4YY(0[Z$<2@U0;GLA2#"1,-O1@F48O4&J'.*BA]'$B72@&4)3%-"8.EVW"+L1$C2&I&*=\%MI/+K-MQ&6/!U&O0N773QH8&:4/+LVFG&2P&,J-AAR69YUIP%P5%C.>-W@09?.G$L@'B#EU.[T%:073V!**?H\W?"N<3-M6$=N9K,LRR3--)[=_.?8G.Q^M'W!BE!#F-D.8&U@C:(I()RV0\893!\;SN/11-M;C'A6RGR/"Y;-Q?E.M@WX$/<*_[3[5K-;/*E/JOWL2-)+@B&:%:".S"OPUDG-M:;5+TGDBR+&HO%VDN@2M1)1=="V-6DLD?)C5V<\ZNY[>P/2_:YD2&?5,"J28-M]8@;K9--/B&IP%+2!B-%Z"2@&N#@&SN;W<)>-M\#E^!R5C6!EMMWK)6&D8-T-7C1$7N7:%)(FD#II2JUD@M#/#Q2Q+A>/1I7I-MZ7!K@);;MY+WL_C[S?(=Y+R=),ZYLB$AFQ)=Y4V-AF-^R0(5P3MC2A^1=A"K-M[O5HRQYA?_1:(N0VA>ZV&!45$=@B!G,-<4G!6E%)A%62.AHGE#@:(7>+U
M7(H*NZA6")=&J3:_G['K]1R6;9LH]\CQI4XB(">30LQ09231!LO2_F-7N1HA-M6RDR="#;(&0:8-N'R8^XNGG(#:B6\Y%JEA0)X"![*2%.@Y]<3!X%GI+R43//!
M2W/KN11UKQ#;V$<'8M,=#=RL1I0YB*6Z"M;@PE;9+TA)}AN.]V3U@N/%[4^A'G+EI(1+]-M-'T0WOFDL*<*1>=I?D#((>MR,W;AF51)*5T\-?S1Y^O&C$>F2U\S-\&11^'+
M_8__'L49B/7M]F/\$<>KU3E:QKE72"0"/A\1#&G#5$YX5YCA@)4I39]NDM7M-M'MF&%W4$#-OBYN-HY+F&Z[B'T04"AB8E)L.)6:1YDXB'REG1F*-Z='N3KL(-MV$CD6)-C78+'(G"UQ<8/D^\WB_G29N1NV6>:RN0T(CA&Q'&PR-#D$(6FW'A-M>-*E_;(]XC3"M/(TV$6X@8@T2R^Z5L8D[$WDX$L0&L!(N9&0D>"L&&R\2PH,-M5;IL98\XC5P
5*%7'T2:I1=;*Q-DI-'9@)(Q)!N)(B<)1E)HAW6@3.*C[9S/-MQ6GD7*P*O?H@TA:]!CC'"Q_Z&CE)N:
<<,0B8$.?"YIY9&EEE*.6"F%C\.&ZR4U\+0H\7>-M!>1OQ!LJ/0V/,"%Z<:*)#6*E]);TG7N58O+$&--RJ-P"Q1HJ%UM\
[ML#G:?[-M=?=B.A]EU-[E,NGYR(WCNPDLPZO'9V#_IT0Z$9&PT>;\5H6L9/!;024F*D05-M2T>H0V5NY!"
[MF=_4N@;V&*&P-/"=N0"!&G4#&)H9BDDEH1F$REJ;B?HGJ;KDG8%U!0)H*9N[G-MR.%>+1$QF2!E+EQVN8:*(L<$1H&K*)C0/K+2_E\)N5]_,FSAH.9$%'C5G>$>-M)[H
M;\L,%8V%3S8BAO.3Q<2J_+!BR&TF0J*&P79UM,3;OV_OMT/8>L3>;P=@WT!<
M]E+S*"H\QU8MWX_0.V*13D0C;Z4--7X?1>GN]*^_]]M!1.C3^^T05!I@VD%]-MHASWCCN%\FI$JGT>=?
J_?;0=P8TOOM*.X."[^6)T-M#8$?!'TOZV9R+$-RIKUG-7&!<7Y3*4=]FBON*?.T=..W0^1[15W?#B')Y@,R-MQT*L
3;>G>Z>^=]O1JNCA^7.88C"0@BW.K'C'C0P#'015'JOF3/>E-YN=XCR-M^B_%ASM\)5!JE&SYQUF\>
[XNV:2YCA9YRF'VQ*21<5DA:5*T(4JPU0EH]T2H-MNHM<$>@[T*D_#A6)E1-__VOGB_BSG=BKI?.;[Z;R><"7Z014>9,=DMOUTDRY-M!<<7EO^@?88Q>H$('8]-*)XD$?;(\X-T">'MOB#:Q/9>MR./%:-M4TE02MAG\TIDL0-;,*ELQ#!'0XM/0'QLXSFI-C;>>HQH8#I\G$ZNOL;9]3*-M?1+>V.^C?"$*6L=S-QY=+;DPOW]I[@WH#,#^;!6W!MV(IMGY@1Y!271($S('7IX.?Q]U]_Q%.>@P=ATD1*49^*:P2I])Z1#VX2MP)CUS"-M"F$G-:,B@H-?NJ?*L5+>FG8,RO#SV
@WL"QV5_%L-K.3JW5SYOS3>3J_6>1G-M#>=+M#Y._[@,02=06R"(7#'B.#]%-T$-(BE@&VU,S)=^CK*H-J_E>G4Q"_-MBK_4E/CWZ.K;953"14XU2M8+Q"D$)B:'R#):1P657,G267UE-7C]?65:FQ0'-M\^+5SHHWW_*/'R:KB\/S]-+V22Z95P&S1)"13N5>MK!8:(CHK8!PWL>DE&EC-M"SE8M4[S2/XSCVHPJ?5<6K#5]6C93#H_*WRONP?L/MG9;)E1US^-]I#1BV;0-M]E:K4/+LH^^?;7Q_2P)BDH;3-%3G5AM8L:.&"-41Q+271B=)}J72%EZ:#!!Q^-M1)(GY=TG;L^\G]W8\=GB[E&T=8\+X9QR!"/A7;YH3QRFE=&YV3@5&'8UZ4N?-M>G<2K.
[!WO&8]/S0I#1*39RF;*BU=ILNX$]SC43^VW4VR*?I8JES#)=:F!@,
M2XB(_#:"=@X90QW2#/Y/:1%L\=.4'F+6/>VK1LSB"%;OX/4Q+O)V#[X'?'FT-M^,\"'(W_R:[2#]B@UF['?V!7FIW?S%;_Y+WU#_6\X'$(G%L#*?!&O.%(BV00-M\8FLNJL:\<(V/52&NL=ZQR?B23%J("3[Q;UT1>PM0]USK-,OA:=-I2,+3Q__MF7BPR3)]RHXO;F;^FYW'1__^*&%UUX^>*MKN980Z0;@/2E-P%HGW,!UD8N-L-M1HY(LLI%K+-SI+;:'(^B;]&.
[NT!O.D-MP1K@I,*89A#5BD+KHS'1-N8W_\M;)>>HKZJ0/T-MFUN^*=-LHG0O;NB'R9?M8OXW2ST]CIP[ZQ'S(8">DB%GA4)>6,\CB9KZTO57_21]50"\20C;&\=7Q]>O-MWT:SE9H:6Q6$)&!4SA%/)B=V2(R";W!/6*2EB[Z[R7HJXKR3\36?BB^.K*^_MG]!,%M]6>AK*;"(8196/,MBR*Q,E2&HA<-12Q^+%K?TD?57A_XGHVA/"U\?7M45JK:7!(.H!EHP\L5V]:9*G&N7K32RIC4*GFXGHOZ*LZ,S@56WNAV,#Y:72F>(B#0A3W.=.@>?Q\F$D=5!,09N$'>E$ZDZBM:)D^IOP\F#D"K6Z_+T-M!ZU?_+<8;L9QFM[8^;?\OW>_WXQ^V/'Z'W^.8/.17\20_^XHQZ[]1#C5(6P!-M-U4YD@W:29$<@X73ZNRC
G^%SA>HB@3K(PVF]$,,)SV2S=9>EL@]-60SXX8J-M8X*+"44C/426*B"CC4-)8(.3IYB3TLDHG01[3<>MAS!I<[4MCU(3+NKC*7]_M3;>TYZ?IQ*^J,B^)YE8IV#^S&TOUL3CW]@T?_\E)&ZJ+3!N66=!#$@?-L-A.(.2VY-MI-PR6_Q2>(C-K^G0<^B>?!147W$!QU,#P-^N'CG-N6)?\!FKR",&[C!HY#UXEDT8&*A26M'0/]9,$/SE[["D4;^SW-M[[D3R'K\2;B8SA?KWSU]&7*)&4Q;P_(AAK2Y]$-B1[V"O8?!S-4J+R@=\OIZ-M??PU!3N',.=Q3M_Q4:G<\.VI@E_B.'V8@#IVXN,E#UH2QO5RSN269B(@K;U-MB1$JL.<"=H6#R?7D$Z\I9"E#H?X6;BI&V1MY::N=%68\Q0L%>)5%__F'EP/**P;*T9+G/0X(IC;-M^3DLF9!F6"/E,=,./:7RK\/]$R,U^33'<*2YP^(#4.@@3?%J^*JEP=@$81]92C#0-SF$>I5?EJ[JW25+YY>'!"+]-F1[F;H$T-MRP+?N_K>=1MJY5ADBC/DA?8PDUP-LR2+)+')6QI8LJ7K6[?)T19A^N"[29FA-MQFXB8^JA\G&M@:;?*A)"/DQ6!642E0I;@A(CD@@9BB$^E=Z1-&2J_*EV>*H.,-MW-1-GF[1'^]{7>G-%97.Y/K77#(0\FM;TB",C5(F.JIBZ42Z';+4)4UI%Z:$-MO1O8D!XN)3Y"T<_8CB;/P2PEX1ZZ5B@2/"\0H*U^2(M$I2TT,8(8IPM'3?NMEZ@E/[@GZ)M+3SD$6JAD7XX^C_Y_7TU__)_HP^H#9W_86?@ZNH;H\]$K\2|>-M#STAT^-!5SSRX8$^V[]PX%%0;^$''NK-IRY77[E>?N)AS>QKCMTC]EPP'@_X-M\^3[*_Z%=3^"?[RMR)B/A^UREQ_$8N["=S)(A67^"?RQ<6W:2B,U\;85;;W-M?FAMMT8C6%W-9Q>SZTEX/[9719!Z.F*5*YM>.&VU1",HY1G_9C(/LW(P;0Q9-M)S-]/K[-M+W8\>+KM&[=*O>%!T'6P2@L3;YZ3>.+7Z;VX.>-N./M>&+]*C=[A4[";E9K%-M\T@P=D)/-XI>(Z!]F(31CU'(O97S[>$0H#:&JAN4[;?Y]"4#U)Y*X_//U-M6?J@2;1MP&H([;#YM)L!&C@-7:3\>N&RQWFD5[C=(6%^^@;(_-MV7D,V0>*D_FS5S=^NGWX-Q?V-O_94ID'C2;A8FPGG^SUW:5YX;/L8XA8]01\
M.QDVC[2/B$P#Q'MW_7T\O8WQRP*LIZ=`9]+7]OFV;+CA"6ANH$3@,WDL^4;P&1?\$.L'AK%_'^,;_AT&P9LQ-&#=Q#-M[C9'9;">SNS;GW];+*GTYMODZL(/6_9>&+H3='6O)KL9IWX]__9,EG>SY7W!-MD5)PGH]>)/WF!:$+I-[D5G<_XNSV/#W[UC,R]..)]IP\,F++K4>\^,_QP?NN-MU0\8?$B_;:QJ>.VU^[23$?[6UR='\4ZZ
M@O+/Q3I2O8O&?;;>OJ!X0_M*S$4RZS?*_I;;(-Y-M-G"U1:VO9]#%3+67O*NKQ5]IP:=-3X>]E@#:%ZWMIJB,SYU
$SN^G8_F97*;-M=@Y:+1ETH.^]TSR5T?NR^.UBYL]G7^>S=_/%Z-]NKI;*9QAT.HEWFI:X$-TQ9+6,TKXH[C=-6[B]O8E?I^_^S'?]$?2\W=CQ*([^6_JO]\ZN#]:[J2]*AJUW;H@0L-M8V,[6OO\X?I[;BX'"KC1>+2X+>.[]?MBO=R-0J0XS++M1&-E7;P]P]9+("@0-MA+7IZVT1L'-+)_YT&7_-MO-;C#,_UN1^DVH7K
2@\GI&;VM>^$/HS^IO%Z$=|\O$U71V.SAU9/N(]6#:
MM/>TH_*U#Y+'XTWQ1K%0$LGN@>ME7^V%8GJ872I#=Q&G!7!Z&*5F3LG+MI[N
M4;Q^D@^(]*D(')MCU:N%/A"4'4;X)U?QE#O-/_F)_-^0G'H9-^']?I\MX?.CT-M>#I2M32J?;-C]]*U
1B/[\4J,S4VAZNWK6\U]|2+[K5!N;I:+*N6)O/)+_D)-MHR\WU]>KU.?OLT5XKD+I&=KM<_6*-_$_&-+5H;^U]F[27B?MVUVC-EL'FKDR77T#!J[>+K7P'/>"O-M[VE?@":'?ZV:4UB&'KW-V\XJ0"-4*2\OPJ"P0E5GU]D<(-M_/9^>+;[!U(.+|
(YY-[;3XM\I__.?^SD-MS?1+'$>_B&'-H<$5)]M'K'?_WP^OO7:IG5X&HH3[7*SSE$8>QGT_*3/77AZ]
MWA+8#\O.]JJ]9L8X^]=L>O/]PWQ^4Q#1?>-6\WW[KJ,OVZCVBOHM]^X/]X*6-M0G'?N-4\SKZKZ\LVJCX7IU^G"SLN4;ZW.5:U+BF]Y]Q66]1'Z,PO;NQX?'MA-M1Z$04-N&K-8/I3]>>RQ3.Z@+W@FUJNYUW"?UG-M/ZZ*K8T[!ZW7H:2OE_F">1I";RG9HQ6B)(C;QJ[77J0-EGN,U<)2>B]J\05U-MY\CU&H,,65=?,E3U/)^;T>

(V/VVR,B6$-]?+)]S>CA(($T';4N@>^*EZ?4)Z MPMW/E+7#QHUEYI?YE(HD#_M4O18CO<_N^IBR.?P_Q<6' MB9]>%SI#[_2!>IU&BF&]VVS-(?SLD/E82._Y4"?$FSH[ZF'&RLAO67ZRYNO# MKS*@=_U&)[Q;.GTZT'C-3?+SQ;M% M0%\OK(,/0G9,62G;(66#K/VFZ;ZR?_=XE\>P)?& M[H1D2T=9'8U5$=[]\GO'?>/T_F^?*T^S\ _';L3B*T<8.TU3W5O9\/S'CK] MM@[8":Z6#J#VF:5VA]KL4&6-"@&V;;Q.>+5T8+3'*"T<\1=YU>SQ0)T :NF4 M9YL9JCLAT\&IDG=C=,*CI3.8#>7;2/,>#,>A^;JTI6.2!M-4IY-_@>.R%NQM MG/O9:'D-4RA/]>7A.X'8T@%(=Y-5WY?"*,MEQQS3'P_:E;I^?FGT3LBV=!;2 MV6"UM[7)?/+3)"UR"5&Q_.,=8W:J"6CI5.0%XU3/('BH_BJ7*K:]S$[0M70, M\H)Q6GU]X,-D/@)C?IW9YXQ1^Z;@7K3!M:0; M0U7#9J^UMZ+24'7IV7B\92TITRYW]\ -8+6G<^Z+!OFG\WJM.?1/%_9_NK ? M=J*UF(V_QMGU_#Q]G07@5QEO?L^PU>;083["RX:I[BEDJ4]W/ATI&KU\X?Z M<%O4;P62KZ/%8/?ZR5#5"N%[@O+$)51^7PSC@0[0;)7$Z;?%S&\']NK0?#L M&K-:D? MA.+U@DOK'^A2^T$JX.6*]RO4^J^$.>S2!U;L_OX]F):':&+!>77H?I+9;HPF@WMZL M:"L T? U0]:K,^X"S:8$F8/D2_NX#KZ8CD<>%+B83?T1KX.??.8(U\&[U2A^'?SX4\\X4N!>>/OX@RY-UL.' MQT.7BKU?'KV1J^.]N#V]:>EHK^]78=OD_#1=K$4M<]['?_2N-'/\/Q'F/_8Z_ MHJ__(O_B[#S^W__U_P%02P$"% ,4 " !BKDU:Y#A6/C S "KKP$ '@ M @ $ 97@Q,#$X<'-U86=R965M96YT97AE8W5T:78N:'1M M4$L! A0#% @ 8JY-6L:!OK_A, MHT! !X (!;#, M &5X,3 Q.7!S=6%G " 8ED !E>#$P,C!P " >;D !E>#$P,C-R 0!E>#$P-F1C<'!L86XN:'1M4$L! A0# M% @ 8JY-6CVO>SUC"P *#(!T (!79@! &5X,3DQ M:6YS:61E M " ;3$ 0!E>#$Y,W)E<'5B;&EC M " 4 # @!E>&AI8FET,S$Q#$N:'1M4$L! A0#% @ 8JY- M6HH>VBZI! W1 !X (! Q0" &5X:&EB:70S,C%S96-T M:6]N,3,U,&-E M " >@8 @!E>&AI8FET,S(R'-D4$L! A0#% M @ 8JY-6G8M:EJS1@ Z/@" !0 (!V!4& ')S9RTR,#(T M,3(S,5]C86PN>&UL4$L! A0#% @ 8JY-6H=F7^;1CP :(P& !0 M (!O5P& ')S9RTR,#(T,3(S,5]D968N>&UL4$L! A0#% @ M8JY-6O$UMB^%M@$!+8" !, (!P.P& ')S9RTR,#(T,3(S M,5]G,2YJ<&=02P$"%,4 " !BKDU:RN,>C\7? 0":.A(% M @ %VHP@ XML 163 rsg-20241231_htm.xml IDEA: XBRL DOCUMENT 0001060391 2024-01-01 2024-12-31 0001060391 2024-06-30 0001060391 2025-02-06 0001060391 2024-12-31 0001060391 2023-12-31 0001060391 2023-01-01 2023-12-31 0001060391 2022-01-01 2022-12-31 0001060391 us-gaap:CommonStockMember 2021-12-31 0001060391 us-gaap:AdditionalPaidInCapitalMember 2021-12-31 0001060391 us-gaap:RetainedEarningsMember 2021-12-31 0001060391 us-gaap:TreasuryStockCommonMember 2021-12-31 0001060391 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2021-12-31 0001060391 us-gaap:NoncontrollingInterestMember 2021-12-31 0001060391 2021-12-31 0001060391 us-gaap:RetainedEarningsMember 2022-01-01 2022-12-31 0001060391 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2022-01-01 2022-12-31 0001060391 us-gaap:CommonStockMember 2022-01-01 2022-12-31 0001060391 us-gaap:AdditionalPaidInCapitalMember 2022-01-01 2022-12-31 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http://fasb.org/us-gaap/2024#OtherAssetsNoncurrent http://fasb.org/us-gaap/2024#OtherAssetsNoncurrent http://fasb.org/us-gaap/2024#OtherAccruedLiabilitiesCurrent http://fasb.org/us-gaap/2024#OtherAccruedLiabilitiesCurrent http://fasb.org/us-gaap/2024#LongTermDebtAndCapitalLeaseObligationsCurrent http://fasb.org/us-gaap/2024#LongTermDebtAndCapitalLeaseObligationsCurrent http://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrent http://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrent http://fasb.org/us-gaap/2024#LongTermDebtAndCapitalLeaseObligations http://fasb.org/us-gaap/2024#LongTermDebtAndCapitalLeaseObligations P3Y http://fasb.org/us-gaap/2024#LongTermContractWithCustomerMember http://fasb.org/us-gaap/2024#OtherAssetsCurrent http://fasb.org/us-gaap/2024#OtherAssetsNoncurrent http://fasb.org/us-gaap/2024#OtherAssetsCurrent http://fasb.org/us-gaap/2024#OtherAssetsNoncurrent http://fasb.org/us-gaap/2024#OtherAccruedLiabilitiesCurrent http://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrent

http://fasb.org/us-gaap/2024#OtherAccruedLiabilitiesCurrent http://fasb.org/us-gaap/2024#OtherLiabilitiesNoncurrent 10-K true 2024-12-31 --12-31 false 1-14267 REPUBLIC SERVICES, INC. DE 65-0716904 18500 North Allied Way Phoenix AZ 85054 480 627-2700 Common Stock, par value $0.01 per share RSG NYSE Yes No Yes Yes Large Accelerated Filer false false true false false 61000000000.0 312284953 Portions of the Registrant's Proxy Statement relative to the 2025 Annual Meeting of Shareholders are incorporated by reference in Part III hereof. Republic's technology and cybersecurity programs are crucial to maintaining secure operations, which enable us to deliver on our promise to customers and maintain stakeholder trust. Our Cybersecurity organization, led by our Chief Information Security Officer (CISO), is responsible for establishing, implementing and executing our cybersecurity program and strategy. Our CISO has over 20 years of information technology, information technology audit, and cybersecurity experience, and is involved in assessing the latest developments in cybersecurity, including potential threats and innovative risk management techniques. Our cybersecurity program is a critical component of our enterprise risk management process overseen by our Board of Directors, and we have integrated cybersecurity-related risks into our overall enterprise risk management framework. Additionally, cybersecurity-related risks are included in the risk universe that the risk management function evaluates to assess top risks to the enterprise on an annual basis. Our Cybersecurity organization proactively identifies, manages, and mitigates cyber risk in a variety of ways, including but not limited to: a.A formal enterprise-wide cybersecurity policy and related standards; b.Cybersecurity training and employee phishing simulations; c.Scheduled and ad hoc internal and external penetration tests; d.Cyber incident response, IT disaster recovery, and business continuity plans; e.Cybersecurity assessments and remediation planning as part of our M&A due diligence process; f.Identity and access management controls; g.Third-party risk assessment and management for vendors and third-party service providers; and h.Cyber incident tabletop exercises for our Board of Directors and management. A primary element of our cybersecurity program is the implementation of controls that are aligned with industry guidelines and applicable regulations to identify threats, deter attacks, and protect our information security assets. We have procedures in place for selecting and managing our relationships with third-party service providers and other business partners, including to monitor compliance with our agreements and regulatory and legal requirements. We also actively engage with industry participants and intelligence and law enforcement communities as part of our continuing efforts to evaluate and enhance the effectiveness of our information security policies and procedures. Our cybersecurity program is designed based on the concepts of control maturity and control efficacy. For control maturity, our cybersecurity program is aligned to the National Institute of Standards and Technology Cybersecurity Framework (NIST CSF) and is assessed annually by an independent third party against our yearly control maturity targets in the context of current cyber threat and industry trends. The NIST CSF assessment results are used to validate the progress made against the current year maturity targets, inform the program's strategic priorities and establish maturity targets for the following year. These assessment results are provided to our Audit Committee and our Board of Directors on an annual basis. For control efficacy, the cybersecurity program leverages a variety of metrics and measurements to demonstrate whether the control objectives are being consistently achieved within the target range. Monthly security operation (SecOps) reviews are utilized to monitor metric trends and root causes to determine potential capability improvements. The monthly SecOps reviews and related actions are aggregated into a subset of key metrics reviewed quarterly by the Audit Committee. Republic's technology and cybersecurity programs are crucial to

maintaining secure operations, which enable us to deliver on our promise to customers and maintain stakeholder trust. Our Cybersecurity organization, led by our Chief Information Security Officer (CISO), is responsible for establishing, implementing and executing our cybersecurity program and strategy. Our CISO has over 20 years of information technology, information technology audit, and cybersecurity experience, and is involved in assessing the latest developments in cybersecurity, including potential threats and innovative risk management techniques. Our Audit Committee oversees the management of our cybersecurity risk exposures and the steps management has taken to monitor and control such exposures. At each quarterly meeting, the Audit Committee receives an update from our CISO and other members of management on relevant topics, including cybersecurity program maturity progress, new capabilities implemented, penetration testing results, key cyber risk metrics (e.g., simulated phishing testing and vulnerability management) and notable incidents or events should they occur. Our Cybersecurity organization, led by our Chief Information Security Officer (CISO), is responsible for establishing, implementing and executing our cybersecurity program and strategy. true Our CISO has over 20 years of information technology, information technology audit, and cybersecurity experience, and is involved in assessing the latest developments in cybersecurity, including potential threats and innovative risk management techniques. Our cybersecurity program is a critical component of our enterprise risk management process overseen by our Board of Directors, and we have integrated cybersecurity-related risks into our overall enterprise risk management framework. Additionally, cybersecurity-related risks are included in the risk universe that the risk management function evaluates to assess top risks to the enterprise on an annual basis. true true true Our Audit Committee oversees the management of our cybersecurity risk exposures and the steps management has taken to monitor and control such exposures. At each quarterly meeting, the Audit Committee receives an update from our CISO and other members of management on relevant topics, including cybersecurity program maturity progress, new capabilities implemented, penetration testing results, key cyber risk metrics (e.g., simulated phishing testing and vulnerability management) and notable incidents or events should they occur. On an annual basis, our Board of Directors meets with our CISO and our third-party cybersecurity consultant to review our cybersecurity strategy and the results of our NIST CSF assessment. In accordance with our cybersecurity incident response plan, our Board is promptly informed of potentially material cybersecurity incidents, including with respect to our third-party service providers. Our Audit Committee oversees the management of our cybersecurity risk exposures and the steps management has taken to monitor and control such exposures. At each quarterly meeting, the Audit Committee receives an update from our CISO and other members of management on relevant topics, including cybersecurity program maturity progress, new capabilities implemented, penetration testing results, key cyber risk metrics (e.g., simulated phishing testing and vulnerability management) and notable incidents or events should they occur. 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20000000 24000000 13000000 20000000 0 -10000000 14000000 -2561000000 -3667000000 -4423000000 24020000000 39221000000 16446000000 889000000 2172000000 0 25109000000 40411000000 14282000000 14000000 1000000 13000000 482000000 262000000 203000000 687000000 638000000 593000000 0 0 1000000 15000000 19000000 10000000 -1398000000 62000000 1344000000 -2000000 1000000 -3000000 -25000000 14000000 108000000 228000000 214000000 106000000 203000000 228000000 214000000 BASIS OF PRESENTATION Republic Services, Inc., a Delaware corporation, and its consolidated subsidiaries (also referred to collectively as Republic, the Company, we, us, or our), is one of the largest providers of environmental services in the United States, as measured by revenue. Our senior management evaluates, oversees and manages the financial performance of our operations through three field groups, referred to as Group 1, Group 2 and Group 3. Group 1 is our recycling and waste business operating primarily in geographic areas located in the western United States. Group 2 is our recycling and waste business operating primarily in geographic areas located in the southeastern and mid-western United States, the eastern seaboard of the United States, and Canada. Group 3 is our environmental solutions business operating primarily in geographic areas located across the United States and Canada. These groups represent our reportable segments, which provide integrated environmental services, including but not limited to collection, transfer, recycling, and disposal. The consolidated financial statements include the accounts of Republic Services, Inc. and its wholly owned and majority-owned subsidiaries in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP). We account for investments in entities in which we do not have a controlling financial interest under the equity method of accounting or, for investments that do not meet the criteria to be accounted for under the equity method, we reflect these investments at their fair value when it is readily determinable. If fair value is not readily determinable, we use an alternative measurement approach. All material intercompany accounts and transactions have been eliminated in consolidation. For comparative purposes, certain prior year amounts have been reclassified to conform to the current year presentation and are not material to our consolidated financial statements. All dollar amounts in tabular presentations are in millions, except per share amounts and unless otherwise noted. 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Management’s Estimates and Assumptions In preparing our financial statements, we make numerous estimates and assumptions that affect the amounts reported in these financial statements and accompanying notes. We must make these estimates and assumptions because certain information we use is dependent on future events, cannot be calculated with a high degree of precision from data available or simply cannot be readily calculated based on generally accepted methodologies. In preparing our financial statements, the more significant and subjective areas that deal with the greatest amount of uncertainty relate to our accounting for our long-lived assets, including recoverability, landfill development costs and final capping, closure and post-closure costs; our liabilities for potential litigation, claims and assessments; our liabilities for environmental remediation, deferred taxes, uncertain tax positions and insurance reserves; and our estimates of the fair values of assets acquired and liabilities assumed in acquisitions. Each of these items is discussed in more detail elsewhere in these Notes to Consolidated Financial Statements. Our actual results may differ significantly from our estimates. Cash and Cash Equivalents We consider liquid investments with a maturity at the date of acquisition of three months or less to be cash equivalents. We may have net book credit balances in our primary disbursement accounts at the end of a reporting period. We classify such credit balances as accounts payable in our consolidated balance sheets as checks presented for payment to these accounts are not payable by our banks under overdraft arrangements, and, therefore, do not represent short-term borrowings. As of December 31, 2024 and 2023, there were net book credit balances of $121 million and $148 million, respectively, in our primary disbursement accounts that were classified as accounts payable on our consolidated balance sheets. Concentration of Credit Risk Financial instruments that potentially subject us to concentrations of credit risk consist of cash and cash equivalents, trade accounts receivable and derivative instruments. We place our cash and cash equivalents with high quality financial institutions. Such balances may be in excess of FDIC insured limits. To manage the related credit exposure, we continually monitor the credit worthiness of the financial institutions where we have deposits. Concentrations of credit risk with respect to trade accounts receivable are limited due to the wide variety of customers and markets in which we provide services, as well as the dispersion of our operations across many geographic areas. We provide services to small-container, large-container, municipal and residential and environmental solutions customers primarily in the United States and Canada. We perform ongoing credit evaluations of our customers, but generally do not require collateral to support customer receivables. We establish an allowance for doubtful accounts based on various factors including the credit risk of specific customers, age of receivables outstanding, historical trends, economic conditions and other information. Accounts Receivable, Net <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-

weight:400;line-height:120%">Accounts receivable represents receivables from customers for environmental services, including collection and processing of recyclable materials, collection, transfer and disposal of solid waste and environmental solutions. Our receivables are recorded when billed or when the related revenue is earned and represent claims against third parties that will be settled in cash. The carrying value of our receivables, net of the allowance for doubtful accounts and customer credits, represents the estimated net realizable value. We establish an allowance for doubtful accounts based on various factors including the age of receivables outstanding, historical trends, economic conditions and other information. We also review outstanding balances on an account-specific basis based on the credit risk of the customer. We determined that all of our accounts receivable share similar risk characteristics. We monitor our credit exposure on an ongoing basis and assess whether assets in the pool continue to display similar risk characteristics. The following table reflects the activity in our allowance for doubtful accounts for the years ended December 31:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:62.296%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">83 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">52 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">39 </td><td style="background-color:#cceeff;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:top">Additions charged to expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </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">53 </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 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accounts written-off</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(36)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(22)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(28)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at end of year</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">74 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">83 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">52 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> Restricted Cash and Marketable Securities As of December 31, 2024 and 2023, we had $208 million and $164 million, respectively, of restricted cash and marketable securities, of which $149 million and $121 million, respectively, supports our insurance programs for workers' compensation, commercial general liability and commercial auto liability. Additionally, we obtain funds through the issuance of tax-exempt bonds for the purpose of financing qualifying expenditures at our landfills, transfer stations, collection and recycling centers. The funds are deposited directly into trust accounts by the bonding authorities at the time of issuance. As the use of these funds is contractually restricted, and we do not have the ability to use these funds for general operating purposes, they are classified as restricted cash and marketable securities in our consolidated balance sheets. In the normal course of business, we may be required to provide financial assurance to governmental agencies and a variety of other entities in connection with, among other things, municipal residential collection contracts, closure or post-closure of landfills, environmental remediation, environmental permits and business licenses and permits as a financial guarantee of our performance. At several of our landfills, we satisfy financial assurance requirements by depositing cash into restricted trust funds or escrow accounts. Property and Equipment We record property and equipment at cost. Expenditures for major additions and improvements to facilities are capitalized, while maintenance and repairs are expensed as incurred. When property is retired or otherwise disposed, the related cost and accumulated depreciation are removed from the accounts and any resulting gain or loss is reflected in the consolidated statements of income. We revise the estimated useful lives of property and equipment acquired through business acquisitions to conform with our policies. We depreciate property and equipment over their estimated useful lives using the straight-line method. We assume no salvage value for our depreciable property and equipment. The estimated useful lives of our property and equipment are as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:87.204%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.596%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="3" style="background-color:#cceeff;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%">5 - 30 years </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Vehicles</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 5 - 20 years </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Landfill equipment</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 5 - 7 years </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other equipment</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 3 - 25 years </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Furniture and fixtures</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 3 - 10 years </td></tr></table> Landfill development costs also are included in property and equipment. Landfill development costs include direct costs incurred to obtain landfill permits and direct costs incurred to acquire, construct and develop sites, as well as final capping, closure and post-closure assets. These costs are depleted or amortized based on consumed airspace. All indirect landfill development costs are expensed as incurred. For additional information, see Note 8, Landfill and Environmental Costs. Capitalized Interest We capitalize interest on all landfill cell construction and other construction or development projects. Interest is capitalized on qualified assets while they undergo activities to ready them for their intended use. Capitalization of interest ceases once an asset is placed into service or if construction activity is suspended for more than a brief period of time. Our interest capitalization rate is based on our weighted average cost of indebtedness. Interest capitalized was $11 million for the year ended December 31, 2024, $8 million for the year ended December 31, 2023 and $5 million for the year ended December 31, 2022. Fair Value of Financial Instruments Our financial instruments include cash and cash equivalents, restricted cash and marketable securities, interest rate hedges and other derivatives, long-term debt, contingent consideration arrangements and assets in our defined benefit pension plan. Accounting standards include disclosure requirements around fair values used for certain financial instruments and establish a fair value hierarchy. The hierarchy prioritizes valuation inputs into three levels based on the extent to which inputs used in measuring fair value are observable in the market. Each fair value measurement is reported in one of three levels: •Level 1 – inputs are based upon unadjusted quoted prices for identical instruments traded in active markets. •Level 2 – inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities. •Level 3 – inputs are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models and similar techniques. See Note 18, Financial Instruments, for fair value disclosures related to our financial instruments. Investments Other Than Derivatives Investments other than derivatives primarily include money market funds, common stock, mutual funds, United States government and agency securities,

municipal and corporate bonds and foreign government bonds. In general, and where applicable, we use quoted prices in active markets for identical assets or liabilities to determine fair value. This pricing methodology applies to our Level 1 investments, such as money market funds, common stock and certain mutual funds. If quoted prices in active markets for identical assets or liabilities are not available to determine fair value, then we use quoted prices for similar assets and liabilities or inputs other than the quoted prices that are observable either directly or indirectly. These investments are included in Level 2 and consist primarily of corporate bonds, foreign government bonds, real estate investment trusts and certain agency securities. Landfill and Environmental Costs Life Cycle Accounting We use life-cycle accounting and the units-of-consumption method to recognize certain landfill costs over the life of the site. In life cycle accounting, all current and future capitalized costs to acquire and construct a site are calculated, and charged to expense based on the consumption of cubic yards of available airspace. Costs and airspace estimates are developed at least annually by engineers. We use these estimates to adjust the rates we use to deplete capitalized costs. Changes in these estimates primarily relate to changes in cost estimates, available airspace, inflation and applicable regulations. Changes in available airspace include, but are not limited to, changes due to the addition of airspace attributable to probable expansion areas, airspace consumed and changes in engineering estimates. Probable Expansion Airspace We classify landfill disposal capacity as either permitted (having received the final permit from the applicable regulatory agency) or as probable expansion airspace. Before airspace included in an expansion area is determined to be probable expansion airspace and, therefore, is included in our calculation of total available disposal capacity, all of the following criteria must be met: •We own the land associated with the expansion airspace or control it pursuant to an option agreement; •We are committed to supporting the expansion project financially and with appropriate resources; •There are no identified fatal flaws or impediments associated with the project, including political impediments; •Progress is being made on the project; •The expansion is attainable within a reasonable time frame; and •We believe it is likely the expansion permit will be received. Upon meeting our expansion criteria, the rates used at each applicable landfill to expense costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted to include both the probable expansion airspace and the additional costs to be capitalized or accrued associated with that expansion airspace. We have identified three steps that landfills generally follow to obtain expansion permits. These steps are as follows: •Obtaining approval from local authorities; •Submitting a permit application to state authorities; and •Obtaining permit approval from state authorities. We continually monitor our progress toward obtaining permits for each of our sites with probable airspace. If we determine that a landfill expansion area no longer meets our criteria, the probable expansion airspace is removed from the landfill's total available disposal capacity and the rates used at the landfill to deplete costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted accordingly. In addition, any amounts capitalized for the probable expansion airspace are charged to expense in the period in which it is determined that the criteria are no longer

met. Capitalized Landfill Costs Capitalized landfill costs include expenditures for land, permitting, cell construction and environmental structures. Capitalized permitting and cell construction costs are limited to direct costs relating to these activities, including legal, engineering and construction costs associated with excavation, natural and synthetic liners, construction of leachate collection systems, installation of methane gas collection and monitoring systems, installation of groundwater monitoring wells and other costs associated with the development of the site. Interest is capitalized on landfill construction projects while the assets are undergoing activities to ready them for their intended use. Capitalized landfill costs also include final capping, closure and post-closure assets and are depleted as airspace is consumed using the units-of-consumption method. Costs related to acquiring land, excluding the estimated residual value of unpermitted, non-buffer land, and costs related to permitting and cell construction are depleted as airspace is consumed using the units-of-consumption method. Capitalized landfill costs also may include an allocation of purchase price paid for landfills. For landfills purchased as part of a group of assets, the purchase price assigned to the landfill is determined based on the estimated fair value of the landfill. If the landfill meets our expansion criteria, the purchase price is further allocated between permitted airspace and expansion airspace based on the respective ratios to total available airspace. Landfill purchase price is depleted using the units-of-consumption method over the total available airspace, including probable expansion airspace, where appropriate. Final Capping, Closure and Post-Closure Costs Final capping We have future obligations for final capping, closure and post-closure costs with respect to the landfills we own or operate as set forth in applicable landfill permits. The permit requirements are based on the Subtitle C and Subtitle D regulations of the Resource Conservation and Recovery Act, as implemented and applied on a state-by-state basis. We define final capping as activities required to permanently cover a portion of a landfill that has been completely filled with waste. Final capping typically includes installing flexible membrane and geosynthetic clay liners, drainage and compact soil layers and topsoil and is constructed over an area of the landfill where total available disposal capacity has been consumed and waste disposal operations have ceased. These final capping activities occur in phases as needed throughout the operating life of a landfill as specific areas are filled to capacity and the final elevation for that specific area is reached in accordance with the provisions of the operating permit. We consider final capping events to be discrete activities that are recognized as asset retirement obligations separately from other closure and post-closure obligations. As a result, we use a separate rate per ton for recognizing the principal amount of the liability and related asset associated with each capping event. We amortize the asset recorded pursuant to this approach as waste volume related to the capacity covered by the capping event is placed into the landfill based on the consumption of cubic yards of available airspace. Closure and post-closure Closure and post-closure activities occur after the entire landfill ceases to accept waste and closes. These activities involve methane gas control, leachate management and groundwater monitoring, surface water monitoring and control and other operational and maintenance activities that occur after the site ceases to accept waste. Obligations associated with monitoring and controlling methane gas migration and emissions are set forth in applicable landfill permits and these requirements are based on the provisions of the Clean Air Act. The post-closure period generally runs for 30 years after final site closure for municipal solid waste landfills and a shorter period for construction and demolition landfills and inert landfills. We recognize asset retirement obligations and the related amortization expense for closure and post-closure (excluding obligations for final capping) using the units-of-consumption method over the total remaining disposal capacity of the landfill, including probable expansion airspace, where appropriate. Estimated future expenditures Estimates of future expenditures for final capping, closure and post-closure are developed at least annually by engineers. Management reviews these estimates and our operating and accounting personnel use them to adjust the rates used to capitalize and amortize these costs. These estimates involve projections of costs that will be incurred during the remaining life of the landfill for final capping activities, after the landfill ceases operations and during the legally required post-closure monitoring period. As of December 31, 2024, we had 125 closed landfills. Fair value measurements In general, we engage third parties to perform most of our final capping, closure and post-closure activities. Accordingly, the fair value of these activities is based on quoted and actual prices paid for similar work. We also perform some of our final capping, closure and post-closure activities using internal resources. Where we expect internal resources to be used to fulfill an asset retirement obligation, we add a profit margin to the estimated cost of such services to better reflect their fair value. If we perform these services internally, the added profit margin is recognized as a component of operating income in the period the obligation is settled. Our estimates of costs to discharge asset retirement obligations for landfills are developed in today’s dollars. These costs are inflated each year to reflect a normal escalation of prices up to the year they are expected to be paid. Our inflation rate was 2% for the year ended December 31, 2024, which was primarily based on the twenty-year historical moving average increase

of the United States Core Consumer Price Index. Our inflation rate was 2% for each of the years ended December 31, 2023 and 2022, which was primarily based on the ten-year historical moving average increase of the United States Consumer Price Index. These estimated costs are then discounted to their present values using a credit-adjusted, risk-free interest rate. Changes in assets retirement obligations A liability for an asset retirement obligation is recognized in the period in which it is incurred and is initially measured at fair value. The offset to the liability is capitalized as part of the carrying amount of the related long-lived asset. Changes in the liabilities due to revisions to estimated future cash flows are recognized by increasing or decreasing the liabilities with the offsets adjusting the carrying amounts of the related long-lived assets, and may also require immediate adjustments to amortization expense in the consolidated statements of income. Upward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free interest rate in effect at the time of the change. Downward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free rate that existed when the original liability was recognized. Changes in asset retirement obligations due to the passage of time are measured by recognizing accretion expense in a manner that results in a constant effective interest rate being applied to the average carrying amount of the liability. The effective interest rate used to calculate accretion expense is our credit-adjusted, risk-free interest rate in effect at the time the liabilities were recorded. We review our calculations with respect to landfill asset retirement obligations at least annually. If there is a significant change in the facts and circumstances related to a landfill during the year, we will review our calculations for the landfill as soon as practical after the change has occurred. Landfill operating expenses Costs associated with daily maintenance activities and environmental compliance during the operating life of the landfill are expensed as incurred. These costs include, among other things, leachate treatment and disposal, methane gas and groundwater monitoring and systems maintenance, interim cap maintenance, costs associated with the application of daily cover materials and the legal and administrative costs of ongoing environmental compliance. Environmental Liabilities We are subject to an array of laws and regulations relating to the protection of the environment, and we remediate sites in the ordinary course of our business. Under current laws and regulations, we may be responsible for environmental remediation at sites that we either own or operate, including sites that we have acquired, or sites where we have (or a company that we have acquired has) delivered waste. Our environmental remediation liabilities primarily include costs associated with remediating groundwater, surface water and soil contamination, as well as controlling and containing methane gas migration and the legal costs related to these remediation efforts. To estimate our ultimate liability at these sites, we evaluate several factors, including the nature and extent of contamination at each identified site, the required remediation methods, timing of expenditures, the apportionment of responsibility among the potentially responsible parties and the financial viability of those parties. We accrue for costs associated with environmental remediation obligations when such costs are probable and reasonably estimable in accordance with accounting for loss contingencies. Changes in our liabilities are recognized currently in earnings in the period in which the adjustment is known. Adjustments to estimates are reasonably possible in the near term and may result in changes to recorded amounts. With the exception of those obligations assumed in certain business combinations, environmental obligations are recorded on an undiscounted basis. Adjustments arising from changes in amounts and timing of estimated costs and settlements may result in increases or decreases in these obligations and are calculated on a discounted basis as they were initially estimated on a discounted basis. These adjustments are charged to operating income when they are known. We perform a comprehensive review of our environmental obligations annually and also review changes in facts and circumstances associated with these obligations at least quarterly and update our estimates of the likelihood of and future expenditures for remediation as necessary. We have not reduced the liabilities we have recorded for recoveries from other potentially responsible parties or insurance companies. Business Combinations We acquire businesses in the environmental services industry as part of our growth strategy. Businesses are included in the consolidated financial statements from the date of acquisition. We recognize, separately from goodwill, the identifiable assets acquired and liabilities assumed at their estimated acquisition-date fair values. We measure and recognize goodwill as of the acquisition date as the excess of: (1) the aggregate of the fair value of consideration transferred, the fair value of any non-controlling interest in the acquiree (if any) and the acquisition date fair value of our previously held equity interest in the acquiree (if any), over (2) the fair value of assets acquired and liabilities assumed. If information about facts and circumstances existing as of the acquisition date is incomplete by the end of the reporting period in which a business combination occurs, we report provisional amounts for the items for which the accounting is incomplete. The measurement or allocation period ends once we receive the information we are seeking; however, this period will generally not exceed one year from the acquisition date. Any material adjustments recognized during the measurement period will be reflected retrospectively in the consolidated financial statements of the subsequent period. We recognize third-party transaction-related costs as expense in the period in which they are incurred. Goodwill and Other Intangible Assets <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:120%">We evaluate goodwill for impairment annually as of October 1st, or when an indicator of impairment exists, at the reporting unit level. Our reporting units are our three field groups: Group 1, Group 2 and Group 3. We may use both qualitative and quantitative approaches when testing goodwill for impairment. If, after assessing qualitative factors, we determine it is more likely than not that a reporting unit's goodwill is impaired, then we perform a quantitative test for that reporting unit. The quantitative impairment test for goodwill encompasses calculating a fair value of goodwill and comparing the fair value to its carrying value. If the carrying value exceeds the fair value, impairment is recognized for the difference. As of October 1, 2024, we performed a qualitative assessment to evaluate circumstances and events impacting our reporting units to determine the likelihood of goodwill impairment. Examples of such events or circumstances include: (1) a significant adverse change in legal factors or in the business climate; (2) an adverse action or assessment by a regulator; (3) a more likely than not expectation that a reporting unit or a significant portion thereof will be sold; (4) continued or sustained losses at a reporting unit; (5) a significant decline in our market capitalization as compared to our book value; or (6) we conclude that we may not recover a significant asset group within the reporting unit. We determined it was more likely than not that the fair values of our reporting units exceeded their carrying amounts. No impairment losses were recorded for goodwill during the years ended December 31, 2024, 2023 or 2022. Other intangible assets include values assigned to customer relationships, non-compete agreements and trade names and are amortized generally on a straight-line basis over periods ranging from 1 to 15 years. Asset Impairments We continually consider whether events or changes in circumstances have occurred that may warrant revision of the estimated useful lives of our long-lived assets (other than goodwill) or whether the remaining balances of those assets should be evaluated for possible impairment. Long-lived assets include, for example, capitalized landfill costs, other property and equipment and identifiable intangible assets. Events or changes in circumstances that may indicate that an asset may be impaired include the following: •A significant decrease in the market price of an asset or asset group; •A significant adverse change in the extent or manner in which an asset or asset group is being used or in its physical condition; •A significant adverse change in legal factors or in the business climate that could affect the value of an asset or asset group, including an adverse action or assessment by a regulator; •An accumulation of costs significantly in excess of the amount originally expected for the acquisition or construction of a long-lived asset; •A current period operating or cash flow loss combined with a history of operating or cash flow losses or a projection or forecast that demonstrates continuing losses associated with the use of a long-lived asset or asset group; •A current expectation that, more likely than not, a long-lived asset or asset group will be sold or otherwise disposed of significantly before the end of its previously estimated useful life; or •An impairment of goodwill at a reporting unit. There are certain indicators listed above that require judgment and understanding of the environmental services industry when applied to landfill development or expansion. For example, a regulator may initially deny a landfill expansion permit application though the expansion permit is ultimately granted. In addition, management may periodically divert waste from one landfill to another to conserve remaining permitted landfill airspace. Therefore, certain events could occur in the ordinary course of business and not necessarily be considered indicators of impairment due to the unique nature of the environmental services industry. If indicators of impairment exist, the asset or asset group is reviewed to determine whether its recoverability is impaired. We assess the recoverability of the asset or asset group by comparing its carrying value to an estimate (or estimates) of its undiscounted future cash flows over its remaining life. If the estimated undiscounted cash flows are not sufficient to recover the carrying value of the asset or asset group, we measure

an impairment loss as the amount by which the carrying amount of the asset exceeds its fair value. The loss is recorded in the consolidated statements of income in the period in which such impairment is identified. Estimating future cash flows requires significant judgment, and our projections of future cash flows and remaining useful lives may vary materially from actual results. No impairment losses were recorded for long-lived assets during the years ended December 31, 2024, 2023 or 2022. Insurance Reserves Our insurance programs for workers' compensation, commercial general and auto liability, environmental and remediation liability and employee-related health care benefits are subject to high deductible insurance policies. Accruals for insurance reserves are based on claims filed and estimates of claims incurred but not reported. We consider our past claims experience, including both frequency and settlement amount of claims, in determining these estimates. It is possible that recorded reserves may not be adequate to fund the future payment of claims. Adjustments, if any, to estimates recorded resulting from ultimate claim payments will be reflected in the consolidated statements of income in the periods in which such adjustments are known. In general, our insurance reserves are recorded on an undiscounted basis; however, the insurance liabilities we assumed in business combinations are recorded at estimated fair value, and therefore have been discounted to present value based on our estimate of the timing of the related cash flows. Contingent Liabilities We are subject to various legal proceedings, claims and regulatory matters, the outcomes of which are subject to significant uncertainty. In general, we determine whether to disclose or accrue for loss contingencies based on an assessment of whether the risk of loss is remote, reasonably possible or probable, and whether it can be reasonably estimated. We assess our potential liability relating to litigation and regulatory matters based on information available to us. Management develops its assessment based on an analysis of possible outcomes under various strategies. We accrue for loss contingencies when such amounts are probable and reasonably estimable. If a contingent liability is only reasonably possible, we disclose the potential range of the loss, if estimable. Contingent liabilities recorded in purchase accounting are recorded at their fair values. These fair values may be different from the values we would have otherwise recorded, had the contingent liability not been assumed as part of an acquisition of a business. Accumulated Other Comprehensive Income Accumulated other comprehensive income is a component of stockholders' equity and includes the amortization of our settled interest rate locks, certain adjustments to liabilities associated with our employee defined benefit pension plan liabilities, net of tax, and foreign currency translation adjustments. Revenue Recognition We generally provide services under contracts with municipalities or individual customers. Municipal and small-container contracts are generally long-term and often have renewal options. Environmental solutions revenue may be billed in advance of the service being performed, such as the treatment or disposal of the waste. Advance billings are recorded as deferred revenue, and revenue is recognized over the period services are provided. We recognize revenue, net of tax, when control is transferred to the customer, generally at the time we provide a service. Revenue is measured as the amount of consideration we expect to receive in exchange for providing a service. We make payments to certain of our customers, including payments to our municipal customers or commodity rebates to customers in our recycling business, which reduce the amount of revenue we recognize. Income Taxes We account for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, we record deferred income taxes to reflect the effects of temporary differences between the carrying amounts of assets and liabilities and their tax bases using enacted tax rates that we expect to be in effect when the taxes are actually paid or recovered. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date. We record net deferred tax assets to the extent we believe these assets will more likely than not be realized. In making these determinations, we consider all available positive and negative evidence, including scheduled reversals of deferred tax liabilities, tax planning strategies, projected future taxable income and recent financial operating results. The weight given to the positive and negative evidence is commensurate with the extent such evidence can be objectively verified. If we determine that we would be able to realize a deferred income tax asset in the future in excess of its net recorded amount, we would make an adjustment to the valuation allowance, which would reduce the provision for income taxes. We record uncertain tax positions in accordance with ASC 740. A tax benefit from an uncertain tax position may be recognized when it is more likely than not that the position will be sustained upon examination, including resolution of any related appeals or litigation processes, based on the technical merits. Income tax positions must meet a more-likely-than-not recognition threshold at the effective date to be recognized. We recognize interest and penalties related to uncertain tax positions in the provision for income taxes in the accompanying consolidated statements of income. Accrued

interest and penalties are included in other accrued liabilities, deferred income taxes and other long-term tax liabilities in the consolidated balance sheets. We use the flow-through method to account for investment tax credits earned on eligible development expenditures. Under this method, the investment tax credits are recognized as a reduction to income tax expense in the year they are earned. Share Repurchases Share repurchases under our share repurchase authorization may be made through open market purchases or privately negotiated transactions at the current market prices. From time-to-time, we return treasury shares acquired through share repurchases to the status of authorized but unissued. Our accounting policy is to deduct the par value from common stock and to reflect any excess of cost over par value as a deduction from additional paid-in capital. Leases We lease property and equipment in the ordinary course of business under various lease agreements. The most significant lease obligations are for real property and equipment specific to our industry, including property operated as a landfill or transfer station and operating equipment. Our leases have varying terms. Some may include renewal or purchase options, escalation clauses, restrictions, penalties or other obligations that we consider in determining minimum lease payments. Our lease terms include options to renew the lease when it is reasonably certain that we will exercise the option. Certain leases require payments that are variable in nature based on volume measurements, e.g. a fixed rate per ton at our landfills. In addition, certain rental payments are adjusted annually based on changes in an underlying base index such as a consumer price index. Variable lease payments are recognized in our consolidated statements of income in the period incurred. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. We generally account for lease components separately from non-lease components. Leases are classified as either operating leases or finance leases, as appropriate. Leases with an initial term of 12 months or less are not recorded on our consolidated balance sheet. Operating Leases Many of our leases are operating leases. Operating lease classification generally can be attributed to either (1) relatively low fixed minimum lease payments (including, for example, real property lease payments that are not fixed and vary based on the volume of material we receive or process), or (2) minimum lease terms that are shorter than the asset's economic useful life. We expect that, in the ordinary course of business, our operating leases will be renewed, replaced by other leases, or replaced with capital expenditures. We recognize rent expense for these leases on a straight-line basis over the lease term. We recognize a right-of-use liability and right-of-use asset for leases classified as operating leases in our consolidated balance sheet upon lease commencement. The right-of-use liability represents the present value of the remaining lease payments. An implicit rate is often not readily available for these leases. As such, we use our incremental borrowing rate at the commencement date to determine the present value of the lease payments. Our incremental borrowing rate represents the rate of interest that we would have to pay to borrow on a collateralized basis over a similar term in a similar economic environment. In addition, we recognize a corresponding right-of-use asset, which represents our right to use an underlying asset for the lease term. The right-of-use asset is adjusted for certain favorable or unfavorable leases recognized through acquisition, prepaid or accrued rent, asset impairments and lease incentives, including but not limited to cash incentives, rent abatement or leasehold improvements paid by the lessor. Finance Leases We capitalize assets acquired under finance leases at lease commencement and amortize them to depreciation expense over the lesser of the useful life of the asset or the lease term on either a straight-line or a units-of-consumption basis, depending on the asset leased. We record the present value of the related lease payments as a debt obligation. Our finance lease liabilities relate primarily to real property, including certain long-term landfill operating agreements that require minimum lease payments with offsetting finance lease assets recorded as part of the landfill development costs. Related Party Transactions It is our policy that transactions with related parties must be on terms that, on the whole, are no less favorable than those that would be available from unaffiliated parties. New Accounting Pronouncements Accounting Standards Adopted Improvements to Reportable Segment Disclosures In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures<span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-

weight:400;line-height:120%"> (ASU 2023-07). ASU 2023-07 amends the reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The Company adopted ASU 2023-07 in this Annual Report on Form 10-K and will adopt the interim disclosures in the first quarter of 2025. ASU 2023-07 was adopted retrospectively to all periods presented in the financial statements. The adoption of this standard did not have a material impact on our consolidated financial statements. See Note 15, Segment Reporting, for additional information and detailed disclosures prepared in accordance with ASU 2023-07. Accounting Standards Updates Issued but not yet Adopted as of December 31, 2024 Disaggregation of Income Statement Expenses In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2024-03, Income Statement – Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses (ASU 2024-03). ASU 2024-03 requires an entity to disclose the amount of purchases of inventory, employee compensation, depreciation, and intangible asset amortization included in each relevant expense caption. It also requires an entity to include certain amounts that are already required to be disclosed under GAAP in the same disclosure. Additionally, it requires an entity to disclose a qualitative description of the amounts remaining in relevant expense captions that are not separately disaggregated quantitatively, and to disclose the total amount of selling expenses and, in annual reporting periods, an entity's definition of selling expenses. The amendments in ASU 2024-03 are effective for annual reporting periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027, with early adoption permitted. An entity may apply the amendments prospectively for reporting periods after the effective date or retrospectively to any or all prior periods presented in the financial statements. The Company is currently evaluating the impact of the rules on its future consolidated financial statements. Climate-Related Disclosures In March 2024, the SEC adopted Final Rule 33-11275 and 34-99678 - The Enhancement and Standardization of Climate-Related Disclosures for Investors. The rules require registrants to provide standardized disclosures related to material climate-related risks, governance and risk management strategies, and the financial impact of severe weather events and material Scope 1 and 2 greenhouse gas emissions. The rules require implementation in phases between 2025 and 2033. In April 2024, the SEC announced that it would voluntarily stay these rules pending judicial review. The Company is currently evaluating the impact of the rules on its future consolidated financial statements. Improvements to Income Tax Disclosures In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures (ASU 2023-09). ASU 2023-09 requires entities to provide additional information in the rate reconciliation and additional disclosures about income taxes paid. The amendments in this update are effective for fiscal years beginning after December 15, 2024. We are currently assessing the effect this guidance may have on our consolidated financial statements. Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative In October 2023, the FASB issued ASU 2023-06 to modify the disclosure or presentation requirements of a variety of topics, which will allow users to more easily compare entities subject to the SEC's existing disclosures with those entities that were not previously subject to the SEC's requirements, and to align the requirements in the FASB accounting standard codification with the SEC's regulations. The effective date for each topic's amendment will be the date on which the SEC's removal of the topic's related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the amendments and the impact on its future consolidated financial statements. Management's Estimates and Assumptions In preparing our financial statements, we make numerous estimates and assumptions that affect the amounts reported in these financial statements and accompanying notes. We must make these estimates and assumptions because certain information we use is dependent on future events, cannot be calculated with a high degree of precision from data available or simply cannot be readily calculated based on generally accepted methodologies. In preparing our financial statements, the more significant and subjective areas that deal with

the greatest amount of uncertainty relate to our accounting for our long-lived assets, including recoverability, landfill development costs and final capping, closure and post-closure costs; our liabilities for potential litigation, claims and assessments; our liabilities for environmental remediation, deferred taxes, uncertain tax positions and insurance reserves; and our estimates of the fair values of assets acquired and liabilities assumed in acquisitions. Each of these items is discussed in more detail elsewhere in these Notes to Consolidated Financial Statements. Our actual results may differ significantly from our estimates. Cash and Cash Equivalents We consider liquid investments with a maturity at the date of acquisition of three months or less to be cash equivalents. We may have net book credit balances in our primary disbursement accounts at the end of a reporting period. We classify such credit balances as accounts payable in our consolidated balance sheets as checks presented for payment to these accounts are not payable by our banks under overdraft arrangements, and, therefore, do not represent short-term borrowings. 121000000 148000000 Concentration of Credit Risk Financial instruments that potentially subject us to concentrations of credit risk consist of cash and cash equivalents, trade accounts receivable and derivative instruments. We place our cash and cash equivalents with high quality financial institutions. Such balances may be in excess of FDIC insured limits. To manage the related credit exposure, we continually monitor the credit worthiness of the financial institutions where we have deposits. Concentrations of credit risk with respect to trade accounts receivable are limited due to the wide variety of customers and markets in which we provide services, as well as the dispersion of our operations across many geographic areas. We provide services to small-container, large-container, municipal and residential and environmental solutions customers primarily in the United States and Canada. We perform ongoing credit evaluations of our customers, but generally do not require collateral to support customer receivables. We establish an allowance for doubtful accounts based on various factors including the credit risk of specific customers, age of receivables outstanding, historical trends, economic conditions and other information. Accounts Receivable, Net Accounts receivable represents receivables from customers for environmental services, including collection and processing of recyclable materials, collection, transfer and disposal of solid waste and environmental solutions. Our receivables are recorded when billed or when the related revenue is earned and represent claims against third parties that will be settled in cash. The carrying value of our receivables, net of the allowance for doubtful accounts and customer credits, represents the estimated net realizable value. We establish an allowance for doubtful accounts based on various factors including the age of receivables outstanding, historical trends, economic conditions and other information. We also review outstanding balances on an account-specific basis based on the credit risk of the customer. We determined that all of our accounts receivable share similar risk characteristics. We monitor our credit exposure on an ongoing basis and assess whether assets in the pool continue to display similar risk characteristics. The following table reflects the activity in our allowance for doubtful accounts for the years ended December 31:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:62.296%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">83 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">52 </td><td

style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">39 </td><td style="background-color:#cceeff;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:top">Additions charged to expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </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">53 </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 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accounts written-off</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(36)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(22)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(28)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at end of year</td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">74 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">83 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">52 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> 83000000 52000000 39000000 27000000 53000000 41000000 36000000 22000000 28000000 74000000 83000000 52000000 Restricted Cash and Marketable Securities As of December 31, 2024 and 2023, we had $208 million and $164 million, respectively, of restricted cash and marketable securities, of which $149 million and $121 million, respectively,

 supports our insurance programs for workers' compensation, commercial general liability and commercial auto liability. Additionally, we obtain funds through the issuance of tax-exempt bonds for the purpose of financing qualifying expenditures at our landfills, transfer stations, collection and recycling centers. The funds are deposited directly into trust accounts by the bonding authorities at the time of issuance. As the use of these funds is contractually restricted, and we do not have the ability to use these funds for general operating purposes, they are classified as restricted cash and marketable securities in our consolidated balance sheets. In the normal course of business, we may be required to provide financial assurance to governmental agencies and a variety of other entities in connection with, among other things, municipal residential collection contracts, closure or post-closure of landfills, environmental remediation, environmental permits and business licenses and permits as a financial guarantee of our performance. At several of our landfills, we satisfy financial assurance requirements by depositing cash into restricted trust funds or escrow accounts. 208000000 164000000 149000000 121000000 Property and Equipment We record property and equipment at cost. Expenditures for major additions and improvements to facilities are capitalized, while maintenance and repairs are expensed as incurred. When property is retired or otherwise disposed, the related cost and accumulated depreciation are removed from the accounts and any resulting gain or loss is reflected in the consolidated statements of income. We revise the estimated useful lives of property and equipment acquired through business acquisitions to conform with our policies. We depreciate property and equipment over their estimated useful lives using the straight-line method. We assume no salvage value for our depreciable property and equipment. The estimated useful lives of our property and equipment are as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:87.204%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.596%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 5 - 30 years </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Vehicles</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 5 - 20 years </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Landfill equipment</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 5 - 7 years </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other equipment</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 3 - 25 years </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Furniture and fixtures</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 3 - 10 years </td></tr></table> Landfill development costs also are included in property and equipment. Landfill development costs include direct costs incurred to obtain landfill permits and direct costs incurred to acquire, construct and develop sites, as well as final capping, closure and post-closure assets. These costs are depleted or amortized based on consumed airspace. All indirect landfill development costs are expensed as incurred. The estimated useful lives of our property and equipment are as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:87.204%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.596%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 5 - 30 years </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Vehicles</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 5 - 20 years </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Landfill equipment</td><td

colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 5 - 7 years </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other equipment</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 3 - 25 years </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Furniture and fixtures</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 3 - 10 years </td></tr></table> A summary of property and equipment, net as of December 31 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></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:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Land</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">897 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">878 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Landfill development costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,518 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,911 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Vehicles and equipment</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,998 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,232 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,119 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,922 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Construction-in-progress – landfill </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">437 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">350 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Construction-in-progress – other </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">575 </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">554 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">25,544 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">23,847 </td><td style="background-color:#cceeff;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:top">Less: accumulated depreciation, depletion and amortization</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Landfill development costs</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(6,031)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(5,516)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Vehicles and equipment</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,692)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,148)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(944)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(832)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13,667)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,496)</td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:100%">Property and equipment, net</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,877 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,351 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> P5Y P30Y P5Y P20Y P5Y P7Y P3Y P25Y P3Y P10Y Capitalized Interest We capitalize interest on all landfill cell construction and other construction or development projects. Interest is capitalized on qualified assets while they undergo activities to ready them for their intended use. Capitalization of interest ceases once an asset is placed into service or if construction activity is suspended for more than a brief period of time. Our interest capitalization rate is based on our weighted average cost of indebtedness. 11000000 8000000 5000000 Fair Value of Financial Instruments Our financial instruments include cash and cash equivalents, restricted cash and marketable securities, interest rate hedges and other derivatives, long-term debt, contingent consideration arrangements and assets in our defined benefit pension plan. Accounting standards include disclosure requirements around fair values used for certain financial instruments and establish a fair value hierarchy. The hierarchy prioritizes valuation inputs into three levels based on the extent to which inputs used in measuring fair value are observable in the market. Each fair value measurement is reported in one of three levels: •Level 1 – inputs are based upon unadjusted quoted prices for identical instruments traded in active markets. •Level 2 – inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities. •Level 3 – inputs are generally unobservable and typically reflect management’s estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models and similar techniques. Investments Other Than Derivatives Investments other than derivatives primarily include money market funds, common stock, mutual funds, United States government and agency securities, municipal and corporate bonds and foreign government bonds. In general, and where applicable, we use quoted prices in active markets for identical assets or liabilities to determine fair value. This pricing methodology applies to our Level 1 investments, such as money market funds, common stock and certain mutual funds. If quoted prices in active markets for identical assets or liabilities are not available to determine fair value, then we use quoted prices for similar assets and liabilities or inputs other than the quoted prices that are observable either directly or indirectly. These investments are included in Level 2 and consist primarily of corporate bonds, foreign government bonds, real estate investment trusts and certain agency securities. Landfill and Environmental Costs Life Cycle Accounting We use life-cycle accounting and the units-of-consumption method to recognize certain landfill costs over the life of the site. In life cycle accounting, all current and future capitalized costs to acquire and construct a site are calculated, and charged to expense based on the consumption of cubic yards of available airspace. Costs and airspace estimates are developed at least annually by engineers. We use these estimates to adjust the rates we use to deplete capitalized costs. Changes in these estimates primarily relate to changes in cost estimates, available airspace, inflation and applicable regulations. Changes in available airspace include, but are not limited to, changes due to the addition of airspace attributable to probable expansion areas, airspace consumed and changes in engineering estimates. Probable Expansion Airspace <span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">We classify landfill disposal capacity as either permitted (having received the final permit from the applicable regulatory agency) or as probable expansion airspace. Before airspace included in an expansion area is determined to be probable expansion airspace and, therefore, is included in our calculation of total available disposal capacity, all of the following criteria must be met: •We own the land associated with the expansion airspace or control it pursuant to an option agreement; •We are committed to supporting the expansion project financially and with appropriate resources; •There are no identified fatal flaws or impediments associated with the project, including political impediments; •Progress is being made on the project; •The expansion is attainable within a reasonable time frame; and •We believe it is likely the expansion permit will be received. Upon meeting our expansion criteria, the rates used at each applicable landfill to expense costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted to include both the probable expansion airspace and the additional costs to be capitalized or accrued associated with that expansion airspace. We have identified three steps that landfills generally follow to obtain expansion permits. These steps are as follows: •Obtaining approval from local authorities; •Submitting a permit application to state authorities; and •Obtaining permit approval from state authorities. We continually monitor our progress toward obtaining permits for each of our sites with probable airspace. If we determine that a landfill expansion area no longer meets our criteria, the probable expansion airspace is removed from the landfill's total available disposal capacity and the rates used at the landfill to deplete costs to acquire, construct, cap, close and maintain a site during the post-closure period are adjusted accordingly. In addition, any amounts capitalized for the probable expansion airspace are charged to expense in the period in which it is determined that the criteria are no longer met. Capitalized Landfill Costs Capitalized landfill costs include expenditures for land, permitting, cell construction and environmental structures. Capitalized permitting and cell construction costs are limited to direct costs relating to these activities, including legal, engineering and construction costs associated with excavation, natural and synthetic liners, construction of leachate collection systems, installation of methane gas collection and monitoring systems, installation of groundwater monitoring wells and other costs associated with the development of the site. Interest is capitalized on landfill construction projects while the assets are undergoing activities to ready them for their intended use. Capitalized landfill costs also include final capping, closure and post-closure assets and are depleted as airspace is consumed using the units-of-consumption method. Costs related to acquiring land, excluding the estimated residual value of unpermitted, non-buffer land, and costs related to permitting and cell construction are depleted as airspace is consumed using the units-of-consumption method. Capitalized landfill costs also may include an allocation of purchase price paid for landfills. For landfills purchased as part of a group of assets, the purchase price assigned to the landfill is determined based on the estimated fair value of the landfill. If the landfill meets our expansion criteria, the purchase price is further allocated between permitted airspace and expansion airspace based on the respective ratios to total available airspace. Landfill purchase price is depleted using the units-of-consumption method over the total available airspace, including probable expansion airspace, where appropriate. Final Capping, Closure and

Post-Closure Costs Final capping We have future obligations for final capping, closure and post-closure costs with respect to the landfills we own or operate as set forth in applicable landfill permits. The permit requirements are based on the Subtitle C and Subtitle D regulations of the Resource Conservation and Recovery Act, as implemented and applied on a state-by-state basis. We define final capping as activities required to permanently cover a portion of a landfill that has been completely filled with waste. Final capping typically includes installing flexible membrane and geosynthetic clay liners, drainage and compact soil layers and topsoil and is constructed over an area of the landfill where total available disposal capacity has been consumed and waste disposal operations have ceased. These final capping activities occur in phases as needed throughout the operating life of a landfill as specific areas are filled to capacity and the final elevation for that specific area is reached in accordance with the provisions of the operating permit. We consider final capping events to be discrete activities that are recognized as asset retirement obligations separately from other closure and post-closure obligations. As a result, we use a separate rate per ton for recognizing the principal amount of the liability and related asset associated with each capping event. We amortize the asset recorded pursuant to this approach as waste volume related to the capacity covered by the capping event is placed into the landfill based on the consumption of cubic yards of available airspace. Closure and post-closure Closure and post-closure activities occur after the entire landfill ceases to accept waste and closes. These activities involve methane gas control, leachate management and groundwater monitoring, surface water monitoring and control and other operational and maintenance activities that occur after the site ceases to accept waste. Obligations associated with monitoring and controlling methane gas migration and emissions are set forth in applicable landfill permits and these requirements are based on the provisions of the Clean Air Act. The post-closure period generally runs for 30 years after final site closure for municipal solid waste landfills and a shorter period for construction and demolition landfills and inert landfills. We recognize asset retirement obligations and the related amortization expense for closure and post-closure (excluding obligations for final capping) using the units-of-consumption method over the total remaining disposal capacity of the landfill, including probable expansion airspace, where appropriate. Estimated future expenditures Estimates of future expenditures for final capping, closure and post-closure are developed at least annually by engineers. Management reviews these estimates and our operating and accounting personnel use them to adjust the rates used to capitalize and amortize these costs. These estimates involve projections of costs that will be incurred during the remaining life of the landfill for final capping activities, after the landfill ceases operations and during the legally required post-closure monitoring period. As of December 31, 2024, we had 125 closed landfills. Fair value measurements In general, we engage third parties to perform most of our final capping, closure and post-closure activities. Accordingly, the fair value of these activities is based on quoted and actual prices paid for similar work. We also perform some of our final capping, closure and post-closure activities using internal resources. Where we expect internal resources to be used to fulfill an asset retirement obligation, we add a profit margin to the estimated cost of such services to better reflect their fair value. If we perform these services internally, the added profit margin is recognized as a component of operating income in the period the obligation is settled. Our estimates of costs to discharge asset retirement obligations for landfills are developed in today's dollars. These costs are inflated each year to reflect a normal escalation of prices up to the year they are expected to be paid. Our inflation rate was 2% for the year ended December 31, 2024, which was primarily based on the twenty-year historical moving average increase of the United States Core Consumer Price Index. Our inflation rate was 2% for each of the years ended December 31, 2023 and 2022, which was primarily based on the ten-year historical moving average increase of the United States Consumer Price Index. These estimated costs are then discounted to their present values using a credit-adjusted, risk-free interest rate. Changes in assets retirement obligations A liability for an asset retirement obligation is recognized in the period in which it is incurred and is initially measured at fair value. The offset to the liability is capitalized as part of the carrying amount of the related long-lived asset. Changes in the liabilities due to revisions to estimated future cash flows are recognized by increasing or decreasing the liabilities with the offsets adjusting the carrying amounts of the related long-lived assets, and may also require immediate adjustments to amortization expense in the consolidated statements of income. Upward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free interest rate in effect at the time of the change. Downward revisions in the amount of undiscounted estimated cash flows used to record a liability are discounted using the credit-adjusted, risk-free rate that existed when the original liability was recognized. Changes in asset retirement obligations due to the passage of time are measured by recognizing accretion expense in a manner that results in a constant effective interest rate being applied to the average carrying amount of the liability. The effective interest rate used to calculate accretion expense is our credit-adjusted, risk-free interest rate in effect at the time the liabilities were recorded. We review our calculations with respect to landfill asset retirement obligations at least annually. If there is a significant change in the facts and circumstances related to a landfill

during the year, we will review our calculations for the landfill as soon as practical after the change has occurred. Landfill operating expenses Costs associated with daily maintenance activities and environmental compliance during the operating life of the landfill are expensed as incurred. These costs include, among other things, leachate treatment and disposal, methane gas and groundwater monitoring and systems maintenance, interim cap maintenance, costs associated with the application of daily cover materials and the legal and administrative costs of ongoing environmental compliance. Environmental Liabilities We are subject to an array of laws and regulations relating to the protection of the environment, and we remediate sites in the ordinary course of our business. Under current laws and regulations, we may be responsible for environmental remediation at sites that we either own or operate, including sites that we have acquired, or sites where we have (or a company that we have acquired has) delivered waste. Our environmental remediation liabilities primarily include costs associated with remediating groundwater, surface water and soil contamination, as well as controlling and containing methane gas migration and the legal costs related to these remediation efforts. To estimate our ultimate liability at these sites, we evaluate several factors, including the nature and extent of contamination at each identified site, the required remediation methods, timing of expenditures, the apportionment of responsibility among the potentially responsible parties and the financial viability of those parties. We accrue for costs associated with environmental remediation obligations when such costs are probable and reasonably estimable in accordance with accounting for loss contingencies. Changes in our liabilities are recognized currently in earnings in the period in which the adjustment is known. Adjustments to estimates are reasonably possible in the near term and may result in changes to recorded amounts. With the exception of those obligations assumed in certain business combinations, environmental obligations are recorded on an undiscounted basis. Adjustments arising from changes in amounts and timing of estimated costs and settlements may result in increases or decreases in these obligations and are calculated on a discounted basis as they were initially estimated on a discounted basis. These adjustments are charged to operating income when they are known. We perform a comprehensive review of our environmental obligations annually and also review changes in facts and circumstances associated with these obligations at least quarterly and update our estimates of the likelihood of and future expenditures for remediation as necessary. We have not reduced the liabilities we have recorded for recoveries from other potentially responsible parties or insurance companies. P30Y 125 0.02 P20Y 0.02 0.02 P10Y P10Y Business Combinations We acquire businesses in the environmental services industry as part of our growth strategy. Businesses are included in the consolidated financial statements from the date of acquisition. We recognize, separately from goodwill, the identifiable assets acquired and liabilities assumed at their estimated acquisition-date fair values. We measure and recognize goodwill as of the acquisition date as the excess of: (1) the aggregate of the fair value of consideration transferred, the fair value of any non-controlling interest in the acquiree (if any) and the acquisition date fair value of our previously held equity interest in the acquiree (if any), over (2) the fair value of assets acquired and liabilities assumed. If information about facts and circumstances existing as of the acquisition date is incomplete by the end of the reporting period in which a business combination occurs, we report provisional amounts for the items for which the accounting is incomplete. The measurement or allocation period ends once we receive the information we are seeking; however, this period will generally not exceed one year from the acquisition date. Any material adjustments recognized during the measurement period will be reflected retrospectively in the consolidated financial statements of the subsequent period. We recognize third-party transaction-related costs as expense in the period in which they are incurred. Goodwill and Other Intangible Assets We evaluate goodwill for impairment annually as of October 1st, or when an indicator of impairment exists, at the reporting unit level. Our reporting units are our three field groups: Group 1, Group 2 and Group 3. We may use both qualitative and quantitative approaches when testing goodwill for impairment. If, after assessing qualitative factors, we determine it is more likely than not that a reporting unit's goodwill is impaired, then we perform a quantitative test for that reporting unit. The quantitative impairment test for goodwill encompasses calculating a fair value of goodwill and comparing the fair value to its carrying value. If the carrying value exceeds the fair value, impairment is recognized for the difference. As of October 1, 2024, we performed a qualitative assessment to evaluate circumstances and events impacting our reporting units to determine the likelihood of goodwill impairment. Examples of such events or circumstances include: (1) a significant adverse change in legal factors or in the business climate; (2) an adverse action or assessment by a regulator; (3) a more likely than not expectation that a reporting unit or a significant portion thereof will be sold; (4) continued or sustained losses at a reporting unit; (5) a significant decline in our market capitalization as compared to our book value; or (6) we conclude that we may not recover a significant asset group within the reporting unit. We determined it was more likely than not that the fair values of our reporting units exceeded their carrying amounts. No impairment losses were recorded for goodwill during the years ended December 31, 2024, 2023 or 2022. Other intangible assets include values assigned to customer relationships, non-compete agreements and trade names and are amortized generally on a straight-line basis over periods ranging from 1 to 15 years. 3 0 0 0 P1Y P15Y <span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:700;line-height:120%">Asset Impairments We continually consider whether events or changes in circumstances have occurred that may warrant revision of the estimated useful lives of our long-lived assets (other than goodwill) or whether the remaining balances of those assets should be evaluated for possible impairment. Long-lived assets include, for example, capitalized landfill costs, other property and equipment and identifiable intangible assets. Events or changes in circumstances that may indicate that an asset may be impaired include the following: •A significant decrease in the market price of an asset or asset group; •A significant adverse change in the extent or manner in which an asset or asset group is being used or in its physical condition; •A significant adverse change in legal factors or in the business climate that could affect the value of an asset or asset group, including an adverse action or assessment by a regulator; •An accumulation of costs significantly in excess of the amount originally expected for the acquisition or construction of a long-lived asset; •A current period operating or cash flow loss combined with a history of operating or cash flow losses or a projection or forecast that demonstrates continuing losses associated with the use of a long-lived asset or asset group; •A current expectation that, more likely than not, a long-lived asset or asset group will be sold or otherwise disposed of significantly before the end of its previously estimated useful life; or •An impairment of goodwill at a reporting unit. There are certain indicators listed above that require judgment and understanding of the environmental services industry when applied to landfill development or expansion. For example, a regulator may initially deny a landfill expansion permit application though the expansion permit is ultimately granted. In addition, management may periodically divert waste from one landfill to another to conserve remaining permitted landfill airspace. Therefore, certain events could occur in the ordinary course of business and not necessarily be considered indicators of impairment due to the unique nature of the environmental services industry. If indicators of impairment exist, the asset or asset group is reviewed to determine whether its recoverability is impaired. We assess the recoverability of the asset or asset group by comparing its carrying value to an estimate (or estimates) of its undiscounted future cash flows over its remaining life. If the estimated undiscounted cash flows are not sufficient to recover the carrying value of the asset or asset group, we measure an impairment loss as the amount by which the carrying amount of the asset exceeds its fair value. The loss is recorded in the consolidated statements of income in the period in which such impairment is identified. Estimating future cash flows requires significant judgment, and our projections of future cash flows and remaining useful lives may vary materially from actual results. 0 0 0 Insurance Reserves Our insurance programs for workers' compensation, commercial general and auto liability, environmental and remediation liability and employee-related health care benefits are subject to high deductible insurance policies. Accruals for insurance reserves are based on claims filed and estimates of claims incurred but not reported. We consider our past claims experience, including both frequency and settlement amount of claims, in determining these estimates. It is possible that recorded reserves may not be adequate to fund the future payment of claims. Adjustments, if any, to estimates recorded resulting from ultimate claim payments will be reflected in the consolidated statements of income in the periods in which such adjustments are known. In general, our insurance reserves are recorded on an undiscounted basis; however, the insurance liabilities we assumed in business combinations are recorded at estimated fair value, and therefore have been discounted to present value based on our estimate of the timing of the related cash flows. Contingent Liabilities We are subject to various legal proceedings, claims and regulatory matters, the outcomes of which are subject to significant uncertainty. In general, we determine whether to disclose or accrue for loss contingencies based on an assessment of whether the risk of loss is remote, reasonably possible or probable, and whether it can be reasonably estimated. We assess our potential liability relating to litigation and regulatory matters based on information available to us. Management develops its assessment based on an analysis of

possible outcomes under various strategies. We accrue for loss contingencies when such amounts are probable and reasonably estimable. If a contingent liability is only reasonably possible, we disclose the potential range of the loss, if estimable. Contingent liabilities recorded in purchase accounting are recorded at their fair values. These fair values may be different from the values we would have otherwise recorded, had the contingent liability not been assumed as part of an acquisition of a business. Accumulated Other Comprehensive Income Accumulated other comprehensive income is a component of stockholders' equity and includes the amortization of our settled interest rate locks, certain adjustments to liabilities associated with our employee defined benefit pension plan liabilities, net of tax, and foreign currency translation adjustments. Share Repurchases Share repurchases under our share repurchase authorization may be made through open market purchases or privately negotiated transactions at the current market prices. From time-to-time, we return treasury shares acquired through share repurchases to the status of authorized but unissued. Our accounting policy is to deduct the par value from common stock and to reflect any excess of cost over par value as a deduction from additional paid-in capital. Revenue Recognition We generally provide services under contracts with municipalities or individual customers. Municipal and small-container contracts are generally long-term and often have renewal options. Environmental solutions revenue may be billed in advance of the service being performed, such as the treatment or disposal of the waste. Advance billings are recorded as deferred revenue, and revenue is recognized over the period services are provided. We recognize revenue, net of tax, when control is transferred to the customer, generally at the time we provide a service. Revenue is measured as the amount of consideration we expect to receive in exchange for providing a service. We make payments to certain of our customers, including payments to our municipal customers or commodity rebates to customers in our recycling business, which reduce the amount of revenue we recognize. Income Taxes We account for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, we record deferred income taxes to reflect the effects of temporary differences between the carrying amounts of assets and liabilities and their tax bases using enacted tax rates that we expect to be in effect when the taxes are actually paid or recovered. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date. We record net deferred tax assets to the extent we believe these assets will more likely than not be realized. In making these determinations, we consider all available positive and negative evidence, including scheduled reversals of deferred tax liabilities, tax planning strategies, projected future taxable income and recent financial operating results. The weight given to the positive and negative evidence is commensurate with the extent such evidence can be objectively verified. If we determine that we would be able to realize a deferred income tax asset in the future in excess of its net recorded amount, we would make an adjustment to the valuation allowance, which would reduce the provision for income taxes. We record uncertain tax positions in accordance with ASC 740. A tax benefit from an uncertain tax position may be recognized when it is more likely than not that the position will be sustained upon examination, including resolution of any related appeals or litigation processes, based on the technical merits. Income tax positions must meet a more-likely-than-not recognition threshold at the effective date to be recognized. We recognize interest and penalties related to uncertain tax positions in the provision for income taxes in the accompanying consolidated statements of income. Accrued interest and penalties are included in other accrued liabilities, deferred income taxes and other long-term tax liabilities in the consolidated balance sheets. We use the flow-through method to account for investment tax credits earned on eligible development expenditures. Under this method, the investment tax credits are recognized as a reduction to income tax expense in the year they are earned. Leases We lease property and equipment in the ordinary course of business under various lease agreements. The most significant lease obligations are for real property and equipment specific to our industry, including property operated as a landfill or transfer station and operating equipment. Our leases have varying terms. Some may include renewal or purchase options, escalation clauses, restrictions, penalties or other obligations that we consider in determining minimum lease payments. Our lease terms include options to renew the lease when it is reasonably certain that we will exercise the option. Certain leases require payments that are variable in nature based on volume measurements, e.g. a fixed rate per ton at our landfills. In addition, certain rental payments are adjusted annually based on changes in an underlying base index such as a consumer price index. Variable lease payments are recognized in our consolidated statements of income in the period incurred. Our

lease agreements do not contain any material residual value guarantees or material restrictive covenants. We generally account for lease components separately from non-lease components. Leases are classified as either operating leases or finance leases, as appropriate. Leases with an initial term of 12 months or less are not recorded on our consolidated balance sheet. Operating Leases Many of our leases are operating leases. Operating lease classification generally can be attributed to either (1) relatively low fixed minimum lease payments (including, for example, real property lease payments that are not fixed and vary based on the volume of material we receive or process), or (2) minimum lease terms that are shorter than the asset's economic useful life. We expect that, in the ordinary course of business, our operating leases will be renewed, replaced by other leases, or replaced with capital expenditures. We recognize rent expense for these leases on a straight-line basis over the lease term. We recognize a right-of-use liability and right-of-use asset for leases classified as operating leases in our consolidated balance sheet upon lease commencement. The right-of-use liability represents the present value of the remaining lease payments. An implicit rate is often not readily available for these leases. As such, we use our incremental borrowing rate at the commencement date to determine the present value of the lease payments. Our incremental borrowing rate represents the rate of interest that we would have to pay to borrow on a collateralized basis over a similar term in a similar economic environment. In addition, we recognize a corresponding right-of-use asset, which represents our right to use an underlying asset for the lease term. The right-of-use asset is adjusted for certain favorable or unfavorable leases recognized through acquisition, prepaid or accrued rent, asset impairments and lease incentives, including but not limited to cash incentives, rent abatement or leasehold improvements paid by the lessor. Finance Leases We capitalize assets acquired under finance leases at lease commencement and amortize them to depreciation expense over the lesser of the useful life of the asset or the lease term on either a straight-line or a units-of-consumption basis, depending on the asset leased. We record the present value of the related lease payments as a debt obligation. Our finance lease liabilities relate primarily to real property, including certain long-term landfill operating agreements that require minimum lease payments with offsetting finance lease assets recorded as part of the landfill development costs. Related Party Transactions It is our policy that transactions with related parties must be on terms that, on the whole, are no less favorable than those that would be available from unaffiliated parties. New Accounting Pronouncements Accounting Standards Adopted Improvements to Reportable Segment Disclosures In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures (ASU 2023-07). ASU 2023-07 amends the reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses. The Company adopted ASU 2023-07 in this Annual Report on Form 10-K and will adopt the interim disclosures in the first quarter of 2025. ASU 2023-07 was adopted retrospectively to all periods presented in the financial statements. The adoption of this standard did not have a material impact on our consolidated financial statements. See Note 15, Segment Reporting, for additional information and detailed disclosures prepared in accordance with ASU 2023-07. Accounting Standards Updates Issued but not yet Adopted as of December 31, 2024 Disaggregation of Income Statement Expenses In November 2024, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2024-03, Income Statement – Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses (ASU 2024-03). ASU 2024-03 requires an entity to disclose the amount of purchases of inventory, employee compensation, depreciation, and intangible asset amortization included in each relevant expense caption. It also requires an entity to include certain amounts that are already required to be disclosed under GAAP in the same disclosure. Additionally, it requires an entity to disclose a qualitative description of the

amounts remaining in relevant expense captions that are not separately disaggregated quantitatively, and to disclose the total amount of selling expenses and, in annual reporting periods, an entity's definition of selling expenses. The amendments in ASU 2024-03 are effective for annual reporting periods beginning after December 15, 2026 and interim reporting periods beginning after December 15, 2027, with early adoption permitted. An entity may apply the amendments prospectively for reporting periods after the effective date or retrospectively to any or all prior periods presented in the financial statements. The Company is currently evaluating the impact of the rules on its future consolidated financial statements. Climate-Related Disclosures In March 2024, the SEC adopted Final Rule 33-11275 and 34-99678 - The Enhancement and Standardization of Climate-Related Disclosures for Investors. The rules require registrants to provide standardized disclosures related to material climate-related risks, governance and risk management strategies, and the financial impact of severe weather events and material Scope 1 and 2 greenhouse gas emissions. The rules require implementation in phases between 2025 and 2033. In April 2024, the SEC announced that it would voluntarily stay these rules pending judicial review. The Company is currently evaluating the impact of the rules on its future consolidated financial statements. Improvements to Income Tax Disclosures In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures (ASU 2023-09). ASU 2023-09 requires entities to provide additional information in the rate reconciliation and additional disclosures about income taxes paid. The amendments in this update are effective for fiscal years beginning after December 15, 2024. We are currently assessing the effect this guidance may have on our consolidated financial statements. Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative In October 2023, the FASB issued ASU 2023-06 to modify the disclosure or presentation requirements of a variety of topics, which will allow users to more easily compare entities subject to the SEC's existing disclosures with those entities that were not previously subject to the SEC's requirements, and to align the requirements in the FASB accounting standard codification with the SEC's regulations. The effective date for each topic's amendment will be the date on which the SEC's removal of the topic's related disclosure from Regulation S-X or Regulation S-K becomes effective, with early adoption prohibited. The Company is currently evaluating the amendments and the impact on its future consolidated financial statements. BUSINESS ACQUISITIONS, INVESTMENTS AND RESTRUCTURING CHARGES We acquired various environmental services businesses during the years ended December 31, 2024 and 2023. The purchase price paid for these business acquisitions and the allocations of the purchase price follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></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:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;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">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Purchase price:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Cash used in acquisitions, net of cash acquired of $1 and $23, respectively</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">274 </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"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-

weight:400;line-height:100%">1,756 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Holdbacks</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Fair value, future minimum lease payments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">281 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,776 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Allocated as follows:</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Accounts receivable </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">67 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;text-indent:9pt;vertical-align:middle">Prepaid expenses</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Landfill development costs </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">49 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:

color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Property and equipment </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">57 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">374 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Operating right-of-use lease assets </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">14 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Parts and supplies </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Accounts payable </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(20)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Deferred revenue </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">(11)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Environmental remediation liabilities </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Closure and post-closure liabilities </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">(11)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px

1pt;text-align:left;vertical-align:middle"> Operating right-of-use lease liabilities </td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(2)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(14)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:middle">Deferred income tax liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">(25)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:middle"> Other liabilities </td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(12)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Fair value of tangible assets acquired and liabilities assumed</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">61 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">414 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:middle">Excess purchase price to be allocated</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">220 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,362 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Excess purchase price allocated as follows:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:middle"> Other intangible assets </td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">204 </td><td style="background-color:#ccceff;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:middle"> <span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">Goodwill </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">176 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,158 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Total allocated</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">220 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,362 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Certain of the purchase price allocations are preliminary and based on information existing at the acquisition dates. Accordingly, the purchase price allocations are subject to change. For the acquisitions that closed during 2024, we expect that a majority of the goodwill and intangible assets recognized as a result of these acquisitions will be deductible for tax purposes. These acquisitions are not material to the Company's results of operations, individually or in the aggregate. As a result, no pro forma financial information is provided. In February 2025, we acquired all of the issued and outstanding shares of COP Shamrock Parent, Inc. (Shamrock). Shamrock is a leading provider of environmental solutions offering industrial waste and wastewater treatment services. Shamrock’s environmental solutions operations are primarily located in the northeastern and southeastern United States and provide us with a platform to pursue additional growth in our environmental solutions line of business. As of February 13, 2025, we paid approximately $700 million for acquisitions that closed through that date. Investments In 2024 and 2023, we acquired non-controlling equity interests in certain limited liability companies that qualified for investment tax credits under Section 48 of the Internal Revenue Code. We account for these investments under the equity method of accounting utilizing the Hypothetical Liquidation at Book Value (HLBV) method. In exchange for our non-controlling interests, we made capital contributions of approximately $236 million and $222 million, which were recorded to other assets in our December 31, 2024 and 2023 consolidated balance sheets, respectively. During 2024 and 2023, we decreased the carrying value of these investments by approximately $254 million and $102 million, respectively, as a result of cash distributions and our share of income and loss pursuant to the terms of the limited liability company agreements. Additionally, our tax provisions reflect benefits of approximately $222 million and $87 million for the years end December 31, 2024 and 2023, respectively, due to the tax credits related to these investments. For further discussion of the income tax benefits, refer to Note 11, Income Taxes, in Part II, Item 8 of this Annual Report on Form 10-K for the year ended December 31, 2024. In 2024, we acquired a non-controlling equity interest in a joint venture with a landfill gas-to-energy developer to construct a number of renewable natural gas projects at certain of our landfill locations in Illinois. During the year ended December 31, 2024, we invested $35 million in the joint venture. Additionally, our tax provision reflects a benefit of approximately $8 million for the year ended December 31, 2024 related to these qualified investments in renewable natural gas projects. This investment is an unconsolidated

variable interest entity (VIE) for which we do not have the power to direct the significant activities of the business, and it is accounted for under the equity method of accounting. Our risk of loss is materially consistent with our contributions to-date. In 2024, we acquired a non-controlling equity interest in a thermal processing facility that treats and recycles contaminated soil, hazardous and non-hazardous waste, and contaminated water to expand our environmental services offerings in Canada. During the year ended December 31, 2024 we invested $27 million in the joint venture. The investment is accounted for under the equity method of accounting. In 2022, we acquired a non-controlling equity interest in a joint venture with a landfill gas-to-energy developer to construct a number of renewable natural gas projects at our landfills across the United States. Certain of these investments qualified for investment tax credits under Section 48 of the Internal Revenue Code. As of December 31, 2024 and 2023, we had invested approximately $270 million and $170 million, respectively, in the joint venture. During the years ended December 31, 2024, 2023 and 2022, we contributed $98 million, $68 million and $137 million, respectively, in the joint venture. Additionally, our tax provision reflects a benefit of approximately $6 million for the year ended December 31, 2024 related to these qualified investments in renewable natural gas projects. The investment is accounted for under the equity method of accounting. In 2022, we acquired a non-controlling equity interest in a joint venture with Ravago, Blue Polymers, LLC, intended to help create vertical integration in the recycling market, and to further advance circularity by acquiring all olefins produced by the Company's Polymer Centers and produce custom blended pellets for food-grade and non-food-grade packaging. As of December 31, 2024 and 2023, we had invested approximately $55 million and $19 million, respectively, in the joint venture. During the years ended December 31, 2024, 2023 and 2022, we contributed $38 million, $9 million and $10 million, respectively, in the joint venture. This investment is an unconsolidated variable interest entity (VIE) for which we do not have the power to direct the significant activities of the business, and it is accounted for under the equity method of accounting. Our risk of loss is materially consistent with our contributions to-date. Restructuring Charges In 2024, 2023 and 2022 we incurred restructuring charges of $29 million, $33 million, $27 million, respectively. The 2024 charges primarily related to the redesign of our asset management, and customer and order management software systems. Of the 2023 charges, $9 million related to early termination of certain leases and $24 million related to the redesign of our asset management, and customer and order management software systems. The 2022 charges primarily related to the redesign of our general ledger, budgeting and procurement enterprise resource planning systems. We paid $25 million, $39 million, and $20 million during 2024, 2023 and 2022, respectively, related to these restructuring efforts. The purchase price paid for these business acquisitions and the allocations of the purchase price follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></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:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;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">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Purchase price:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> <span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">Cash used in acquisitions, net of cash acquired of $1 and $23, respectively</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">274 </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">1,756 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Holdbacks</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:top">Fair value, future minimum lease payments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">281 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,776 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Allocated as follows:</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Accounts receivable </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">6 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">67 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;text-indent:9pt;vertical-align:middle">Prepaid expenses</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:100%">6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Landfill development costs </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">49 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Property and equipment </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">57 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">374 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Operating right-of-use lease assets </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">14 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Parts and supplies </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Accounts payable </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(20)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Deferred revenue </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">(11)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Environmental remediation liabilities </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(6)</td><td

style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Closure and post-closure liabilities </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">(11)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Operating right-of-use lease liabilities </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(14)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;vertical-align:middle">Deferred income tax liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">(25)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Other liabilities </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">(12)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Fair value of tangible assets acquired and liabilities assumed</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:middle">61 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></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:middle">414 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Excess purchase price to be allocated</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">220 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:middle">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:middle">1,362 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:middle"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Excess purchase price allocated as follows:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Other intangible assets </td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">204 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle"> Goodwill </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">176 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,158 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Total allocated</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">220 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,362 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 1000000 23000000 274000000 1756000000 7000000 19000000 0 1000000 281000000 1776000000 6000000 67000000 0 6000000 0 49000000 57000000 374000000 2000000 14000000 2000000 3000000 0 20000000 2000000 11000000 0 6000000 0 11000000 2000000 14000000 1000000 25000000 1000000 12000000 61000000 414000000 220000000 1362000000 44000000 204000000 176000000 1158000000 220000000 1362000000 700000000 236000000 222000000 -254000000 -102000000 -222000000 -87000000 35000000 8000000 27000000 270000000 170000000 98000000 68000000 137000000 -6000000 55000000 19000000 38000000 9000000 10000000 29000000 33000000 27000000 9000000 24000000 25000000 39000000 20000000 PROPERTY AND EQUIPMENT, NET A summary of property and equipment, net as of December 31 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:74.777%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.595%"></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:10.598%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Land</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">897 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">878 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times

New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">Landfill development costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,518 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,911 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Vehicles and equipment</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,998 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,232 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,119 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,922 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Construction-in-progress – landfill </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">437 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">350 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Construction-in-progress – other </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">575 </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">554 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">25,544 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">23,847 </td><td style="background-color:#cceeff;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:top">Less: accumulated depreciation, depletion and amortization</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Landfill development costs</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(6,031)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

***height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">(5,516)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Vehicles and equipment</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,692)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6,148)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Buildings and improvements</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(944)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(832)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(13,667)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12,496)</td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Property and equipment, net</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,877 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,351 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Depreciation, depletion and amortization of property and equipment was $1,517 million, $1,368 million and $1,246 million for the years ended December 31, 2024, 2023 and 2022, respectively. ***
897000000 878000000 10518000000 9911000000 10998000000 10232000000 2119000000 1922000000 437000000 350000000 575000000 554000000 25544000000 23847000000 6031000000 5516000000 6692000000 6148000000 944000000 832000000 13667000000 12496000000 11877000000 11351000000 1517000000 1368000000 1246000000
GOODWILL AND OTHER INTANGIBLE ASSETS, NET Goodwill A summary of the activity and balances in goodwill accounts by reporting segment follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:24.484%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.420%"></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:11.619%"></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:11.619%"></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:11.911%"></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:15.427%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of 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">Acquisitions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Divestitures</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Adjustments
and Other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2024 </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Group 1</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7,312 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">161 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7,492 </td><td style="background-color:#cceeff;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:top">Group 2</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,438 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Group 3</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,077 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-***

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">15 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(40)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,052 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">15,834 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">176 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(28)</td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">15,982 </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> <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:24.484%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.420%"></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:11.619%"></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:11.619%"></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:11.911%"></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:15.427%"></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:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2022 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Acquisitions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Divestitures</td><td

colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Adjustments
and Other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2023 </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Group 1</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,638 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">675 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7,312 </td><td style="background-color:#cceeff;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:top">Group 2</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,238 </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">208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Group 3</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,575 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">275 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td

style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">227 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,077 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,451 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,158 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">227 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">15,834 </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> Adjustments to acquisitions during the year ended December 31, 2024 primarily related to changes in our valuation of property, plant and equipment and customer list intangible assets acquired as a result of obtaining new information regarding the acquisitions that closed in 2023. Adjustments to acquisitions during the year ended December 31, 2023 primarily related to changes in our valuation of tangible assets acquired and certain environmental liabilities assumed in connection with our acquisition of US Ecology. Other Intangible Assets, Net Other intangible assets, net, includes values assigned to customer relationships, non-compete agreements and trade names, and are amortized over periods ranging from 1 to 15 years. A summary of the activity and balances by intangible asset type follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:13.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.402%"></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:8.110%"></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:8.110%"></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:7.087%"></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:6.648%"></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:7.087%"></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:8.110%"></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:6.940%"></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:9.293%"></td><td style="width:0.1%"></td></tr><tr style="height:12pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Gross Intangible Assets</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Other Intangible Assets, Net as of December 31, 2024 </td></tr><tr style="height:38pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2023 </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">Acquisitions</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:left;vertical-align:bottom"> Adjustments and Other </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:left;vertical-align:bottom"> Balance as of December 31, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2023 </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">Additions
Charged
to Expense</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:left;vertical-align:bottom"> Adjustments and Other </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:left;vertical-align:bottom"> Balance as of December 31, 2024 </td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Customer relationships </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">632 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">38 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">690 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-***

color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(166)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(69)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(215)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">475 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Other intangible assets </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6 </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">32 </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">91 </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">(23)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10)</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">13 </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">(20)</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:8pt;font-weight:400;line-height:100%">71 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">685 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">52 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">781 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(189)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(79)</td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">33 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(235)</td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">546 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:13.416%"></td><td

***style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.430%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.137%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.137%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.111%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.671%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.111%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.844%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.964%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.315%"></td><td style="width:0.1%"></td></tr><tr style="height:12pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Gross Intangible Assets</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Other Intangible Assets, Net as of December 31, 2023 </td></tr><tr style="height:38pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2022 </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">Acquisitions</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:left;vertical-align:bottom"> Adjustments and Other </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:left;vertical-align:bottom"> Balance as of December 31, 2023 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2022 </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">Additions
Charged
to Expense</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:left;vertical-align:bottom"> Adjustments and Other </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:left;vertical-align:bottom"> Balance as of December 31, 2023 </td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Customer relationships </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,013 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">197 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid***

#000000;padding:2px 0;text-align:right;vertical-align:bottom">(578)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">632 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(709)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(54)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">597 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(166)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">466 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Other intangible assets </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">145 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(99)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53 </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">(102)</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:8pt;font-weight:400;line-

height:100%">(12)</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">91 </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">(23)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,158 </td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">204 </td><td style="background-color:#ccceff;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:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(677)</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">685 </td><td style="background-color:#ccceff;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:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(811)</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(66)</td><td style="background-color:#ccceff;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:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">688 </td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(189)</td><td style="background-color:#ccceff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">496 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:3pt">
</div><div style="margin-top:3pt">Based on the amortizable intangible assets recorded in the consolidated balance sheet as of December 31, 2024, amortization expense for each of the next five years is estimated as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:87.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.450%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">78 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">74 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">67 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">64 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2029</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">58 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> A summary of the activity and balances in goodwill accounts by reporting segment follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:24.484%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.420%"></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:11.619%"></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:11.619%"></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:11.911%"></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:15.427%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of 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">Acquisitions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Divestitures</td><td*

*colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Adjustments
and Other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2024 </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Group 1</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7,312 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">161 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7,492 </td><td style="background-color:#cceeff;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:top">Group 2</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,438 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Group 3</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,077 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td*

*style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(40)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,052 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">15,834 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">176 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt 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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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">15,982 </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> <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:24.484%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.420%"></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:11.619%"></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:11.619%"></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:11.911%"></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:15.427%"></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:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2022 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Acquisitions</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Divestitures</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Adjustments
and Other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="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%">Balance as of December 31, 2023 </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Group 1</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">6,638 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">675 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">7,312 </td><td style="background-color:#cceeff;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:top">Group 2</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,238 </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">208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6,445 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Group 3</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,575 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">275 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">227 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td

~~colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,077 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,451 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,158 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">227 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">15,834 </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> 7312000000 161000000 0 19000000 7492000000 6445000000 0 0 -7000000 6438000000 2077000000 15000000 0 -40000000 2052000000 15834000000 176000000 0 -28000000 15982000000 6638000000 675000000 0 -1000000 7312000000 6238000000 208000000 2000000 1000000 6445000000 1575000000 275000000 0 227000000 2077000000 14451000000 1158000000 2000000 227000000 15834000000 P1Y P15Y A summary of the activity and balances by intangible asset type follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:13.373%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.402%"></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:8.110%"></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:8.110%"></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:7.087%"></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:6.648%"></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:7.087%"></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:8.110%"></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:6.940%"></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:9.293%"></td><td style="width:0.1%"></td></tr><tr style="height:12pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Gross Intangible Assets</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> <span~~

*style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Other Intangible Assets, Net as of December 31, 2024 </td></tr><tr style="height:38pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2023 </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">Acquisitions</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:left;vertical-align:bottom"> Adjustments and Other </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:left;vertical-align:bottom"> Balance as of December 31, 2024 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2023 </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">Additions
Charged
to Expense</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:left;vertical-align:bottom"> Adjustments and Other </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:left;vertical-align:bottom"> Balance as of December 31, 2024 </td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Customer relationships </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">632 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">38 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">690 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(166)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(69)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span*

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">20 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(215)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">475 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:4.5pt;text-indent:-4.5pt">Other intangible assets </div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6 </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">32 </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">91 </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">(23)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10)</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">13 </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">(20)</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">71 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">685 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-

height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">52 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">781 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(189)</td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(79)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">33 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(235)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">546 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:13.416%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.430%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.137%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.137%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.111%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.671%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.111%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.844%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.964%"></td><td

*style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.315%"></td><td style="width:0.1%"></td></tr><tr style="height:12pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Gross Intangible Assets</td><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" rowspan="2" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> Other Intangible Assets, Net as of December 31, 2023 </td></tr><tr style="height:38pt"><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2022 </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">Acquisitions</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:left;vertical-align:bottom"> Adjustments and Other </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:left;vertical-align:bottom"> Balance as of December 31, 2023 </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:bottom"> Balance as of December 31, 2022 </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">Additions
Charged
to Expense</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:left;vertical-align:bottom"> Adjustments and Other </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:left;vertical-align:bottom"> Balance as of December 31, 2023 </td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Customer relationships </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,013 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">197 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(578)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">632 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times*

New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(709)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(54)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">597 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(166)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">466 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Other intangible assets </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">145 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(99)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53 </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">(102)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12)</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">91 </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">(23)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:8pt;font-weight:400;line-height:100%">Total</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,158 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">204 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(677)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">685 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(811)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(66)</td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">688 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(189)</td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">496 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 632000000 38000000 20000000 690000000 166000000 69000000 20000000 215000000 475000000 53000000 6000000 32000000 91000000 23000000 10000000 13000000 20000000 71000000 685000000 44000000 52000000 781000000 189000000 79000000 33000000 235000000 546000000 1013000000 197000000 -578000000 632000000 709000000 54000000 597000000 166000000 466000000 145000000 7000000 -99000000 53000000 102000000 12000000 91000000 23000000 30000000 1158000000 204000000 -677000000 685000000 811000000 66000000 688000000 189000000 496000000 <span style="color:#000000;font-family:'Times New

Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">Based on the amortizable intangible assets recorded in the consolidated balance sheet as of December 31, 2024, amortization expense for each of the next five years is estimated as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:87.350%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.450%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">78 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">74 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">67 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">64 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2029</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">58 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 78000000 74000000 67000000 64000000 58000000 OTHER ASSETS<div style="margin-top:9pt;text-align:justify">Prepaid Expenses and Other Current Assets</div><div style="margin-top:5pt">A summary of prepaid expenses and other current assets as of December 31 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Prepaid expenses</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">127 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">123 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-

color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Income taxes receivable</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">124 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">126 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Parts and supplies</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">98 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">98 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other non-trade receivables</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96 </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">63 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Reinsurance receivable</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">35 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Prepaid fees for cloud-based hosting arrangements, current</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </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">17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">511 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">473 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-

weight:700;line-height:120%">Other Assets A summary of other assets as of December 31 follows:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Investments</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">637 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">469 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating right-of-use lease assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">232 </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">238 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred compensation plan</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">125 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">113 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Prepaid fees and capitalized implementation costs for cloud-based hosting arrangements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">123 </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">68 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Reinsurance receivable</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">92 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred contract costs and sales commissions</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">82 </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%">83 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Derivative and hedging assets</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">74 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Amounts recoverable for capping, closure and post-closure obligations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24 </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">22 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,383 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,184 </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> A summary of prepaid expenses and other current assets as of December 31 follows:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 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align:left;vertical-align:top">Income taxes receivable</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">124 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">126 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Parts and supplies</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">98 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">98 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other non-trade receivables</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96 </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">63 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Reinsurance receivable</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">35 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Prepaid fees for cloud-based hosting arrangements, current</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </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">17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">511 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">473 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 127000000 123000000 124000000 126000000 98000000 98000000 96000000 63000000 30000000 35000000 27000000 17000000 9000000

11000000 511000000 473000000 A summary of other assets as of December 31 follows:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Investments</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">637 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">469 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating right-of-use lease assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">232 </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">238 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred compensation plan</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">125 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">113 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Prepaid fees and capitalized implementation costs for cloud-based hosting arrangements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">123 </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">68 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Reinsurance receivable</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">92 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred contract costs and sales commissions</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">82 </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%">83 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Derivative and hedging assets</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">74 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Amounts recoverable for capping, closure and post-closure obligations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">24 </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">22 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">25 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,383 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,184 </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> 637000000 469000000 232000000 238000000 125000000 113000000 123000000 68000000 86000000 92000000 82000000 83000000 55000000 74000000 24000000 22000000 19000000 25000000 1383000000 1184000000 OTHER LIABILITIES Other Accrued Liabilities A summary of other accrued liabilities as of December 31 follows: <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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued payroll and benefits</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">339 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-

align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">351 </td><td style="background-color:#cceeff;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:top">Insurance reserves, current </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">220 </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">217 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued fees and taxes</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">204 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">194 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued dividends</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">181 </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">168 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Operating right-of-use lease liabilities, current </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Ceded insurance reserves, current </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </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">35 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Contingent purchase price and acquisition holdbacks</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued professional fees and legal settlement reserves</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3"

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1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,176 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,172 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Other Long-Term Liabilities A summary of other long-term liabilities as of December 31 follows:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Operating right-of-use lease liabilities</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">195 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred compensation plan liability</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">120 </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">115 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Ceded insurance reserves</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">92 </td><td style="background-color:#ccceff;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">Derivative and hedging liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72 </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">71 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Contingent purchase price and acquisition holdbacks</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">60 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59 </td><td style="background-color:#ccceff;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">Withdrawal liability - multiemployer pension funds</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </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">20 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">42 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">43 </td><td style="background-color:#ccceff;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">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">588 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">595 </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> Insurance Reserves Our liabilities for unpaid and incurred but not reported claims as of December 31, 2024 and 2023 (which include claims for workers' compensation, commercial general and auto liability and employee-related health care benefits) were $622 million and $566 million, respectively, under our risk management program and are included in other accrued liabilities and insurance reserves, net of current portion, in our consolidated balance sheets. While the ultimate amount of claims incurred depends on future developments, we believe the recorded reserves are adequate to cover the future payment of claims; however, it is possible that these recorded reserves may not be adequate to cover the future payment of claims. Adjustments, if any, to estimates recorded resulting from ultimate claim payments will be reflected in our consolidated statements of income in the periods in which such adjustments are known. The following table summarizes the activity in our insurance reserves for the years ended December 31: <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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at beginning of year</td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">566 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">503 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">497 </td><td style="background-color:#ccceff;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:top">Additions charged to expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">671 </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">656 </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">565 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Payments</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(701)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(636)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(594)</td><td style="background-color:#ccceff;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">Premium written for third party risk assumed</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86 </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">43 </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">35 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at end of year</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">622 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">566 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">503 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Less: current portion</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(220)</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">(217)</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">(188)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Long-term portion</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">402 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">349 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">315 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> <div style="margin-top:5pt">A summary of other accrued liabilities as of December 31 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued payroll and benefits</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">339 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid

#000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">351 </td><td style="background-color:#cceeff;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:top">Insurance reserves, current </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">220 </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">217 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued fees and taxes</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">204 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">194 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued dividends</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">181 </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">168 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Operating right-of-use lease liabilities, current </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Ceded insurance reserves, current </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30 </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">35 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Contingent purchase price and acquisition holdbacks</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accrued professional fees and legal settlement reserves</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3"

style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">121 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">117 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,176 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,172 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 339000000 351000000 220000000 217000000 204000000 194000000 181000000 168000000 55000000 55000000 30000000 35000000 14000000 17000000 12000000 18000000 121000000 117000000 1176000000 1172000000 A summary of other long-term liabilities as of December 31 follows:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Operating right-of-use lease liabilities</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">195 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred compensation plan liability</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">120 </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">115 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Ceded insurance reserves</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">92 </td><td style="background-color:#ccceff;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">Derivative and hedging liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72 </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">71 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Contingent purchase price and acquisition holdbacks</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">60 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59 </td><td style="background-color:#ccceff;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">Withdrawal liability - multiemployer pension funds</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </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">20 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">42 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">43 </td><td style="background-color:#ccceff;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">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">588 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">595 </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> 189000000 195000000 120000000 115000000 86000000 92000000 72000000 71000000 60000000 59000000 19000000 20000000 42000000 43000000 588000000 595000000 622000000 566000000 The following table summarizes the activity in our insurance reserves for the years ended December 31: <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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</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:10pt;font-weight:400;line-height:100%">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">566 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">503 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">497 </td><td style="background-color:#cceeff;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:top">Additions charged to expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">671 </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">656 </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">565 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Payments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(701)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(636)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(594)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Premium written for third party risk assumed</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">86 </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">43 </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">35 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at end of year</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">622 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">566 </td><td

style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">503 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Less: current portion</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(220)</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">(217)</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">(188)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Long-term portion</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">402 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">349 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">315 </td><td style="background-color:#cceeff;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> 566000000 503000000 497000000 671000000 656000000 565000000 701000000 636000000 594000000 86000000 43000000 35000000 622000000 566000000 503000000 220000000 217000000 188000000 402000000 349000000 315000000 LANDFILL AND ENVIRONMENTAL COSTS<div style="margin-top:5pt">As of December 31, 2024, we owned or operated 208 active landfills with total available disposal capacity estimated to be 5 billion in-place cubic yards. Additionally, we have post-closure responsibility for 125 closed landfills.</div><div style="margin-top:9pt">Accrued Landfill and Environmental Costs</div><div style="margin-top:5pt">A summary of our accrued landfill asset retirement obligations and environmental liabilities as of December 31 follows:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Landfill final capping, closure and post-closure liabilities</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,144 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"

style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,937 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental remediation</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">447 </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">485 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total accrued landfill and environmental costs</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,591 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,422 </td><td style="background-color:#cceeff;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:top">Less: current portion</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(159)</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">(141)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Long-term portion</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,432 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,281 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Final Capping, Closure and Post-Closure Costs The following table summarizes the activity in our asset retirement obligations, which includes liabilities for final capping, closure and post-closure, for the years ended December 31:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:62.296%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:100%">Asset retirement obligations, beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,937 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,786 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,507 </td><td style="background-color:#cceeff;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:top">Non-cash additions</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61 </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">61 </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">60 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Acquisitions, net of divestitures and other adjustments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">175 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Asset retirement obligation adjustments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">91 </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 </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">20 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Payments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(56)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(61)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(65)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px

1pt;text-align:left;vertical-align:top">Accretion expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">107 </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">98 </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">89 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Asset retirement obligations, end of year</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,144 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,937 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,786 </td><td style="background-color:#cceeff;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:top">Less: Current portion</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(96)</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">(72)</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">(75)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Long-term portion</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,048 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,865 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,711 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> We review annually, in the fourth quarter, and update as necessary, our estimates of asset retirement obligations. As a result, we increased amortization expense by $13 million, $5 million and $6 million for the years ended December 31, 2024, 2023 and 2022, respectively, primarily related to changes in estimates and assumptions concerning the anticipated waste flow, cost and timing of future final capping, closure and post-

closure activities. The expected future payments for final capping, closure and post-closure as of December 31, 2024 follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">96 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">108 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">112 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,758 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">8,273 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The estimated remaining final capping, closure and post-closure expenditures presented above are not inflated and not discounted and reflect the total estimated future payments for liabilities which include those incurred and recorded as of December 31, 2024 as well as liabilities yet to be incurred over the remaining life of our landfills. Environmental Remediation Liabilities We accrue for remediation costs when they become probable and can be reasonably estimated. There can sometimes be a range of reasonable estimates of the costs associated with remediation of a site. In these cases, we use the amount within the range that constitutes our best estimate. If no amount within the range appears to be a better estimate than any other, we use the amount that is at the low end of such range. It is reasonably possible that we will need to adjust the liabilities recorded for remediation to reflect the effects of new or additional information, to the extent such information impacts the costs, timing or duration of the required actions. If we used the reasonably possible high ends of our ranges, our aggregate potential remediation liability as of December 31, 2024 would be approximately $273 million higher than the amounts recorded. Future changes in our estimates of the cost, timing or duration of the required actions could have a material adverse effect on our consolidated financial position, results of operations and cash flows. The following table summarizes the activity in our environmental remediation liabilities for the years ended December 31:<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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td

style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental remediation liabilities, beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">485 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">487 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">455 </td><td style="background-color:#cceeff;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:top">Net additions charged to expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Payments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(62)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(55)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(55)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accretion expense (non-cash interest expense)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18 </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">17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Acquisitions, net of divestitures and other

adjustments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental remediation liabilities, end of year</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">447 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">485 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">487 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Less: current portion</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(63)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(69)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(57)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Long-term portion</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">384 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">416 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">430 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The expected undiscounted future payments for remediation costs as of December 31, 2024 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">63 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">256 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">498 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following is a discussion of certain of our significant remediation matters: Bridgeton Landfill. During the year ended December 31, 2024, we paid $12 million related to management and monitoring of the remediation area for our closed Bridgeton Landfill in Missouri. We continue to work with state and federal regulatory agencies on our remediation efforts. From time to time, this may require us to modify our future operating timeline and procedures, which could result in changes to our expected liability. As of December 31, 2024, the remediation liability recorded for this site was $62 million, of which approximately $11 million is expected to be paid during 2025. West Lake Landfill Superfund Site. Our subsidiary Bridgeton Landfill, LLC is one of several currently designated Potentially Responsible Parties for the West Lake Landfill Superfund site (West Lake) in Missouri. On September 27, 2018, the United States Environmental Protection Agency (EPA) issued a Record of Decision Amendment for West Lake that includes a total undiscounted cost estimate of $229 million over a four to five year design and construction timeline. On March 11, 2019, the EPA issued special notice letters under the Comprehensive Environmental Response, Compensation and Liability Act of 1980 (CERCLA) to Bridgeton Landfill, LLC and the other currently designated Potentially Responsible Parties to initiate negotiations to implement the remedy. On January 17, 2025, the EPA issued an Explanation of Significant Differences (ESD) applying the prior Record of Decision Amendment to an increased number of acres at the site found to contain radiologically-impacted material. The ESD includes a revised undiscounted cost estimate of $392 million. At this time we are neither able to predict the final design of that remedy, nor estimate how much of the future response costs of the site our subsidiary may agree or be required to pay. During any subsequent administrative proceedings or litigation, our subsidiary will vigorously contest liability for the costs of remediating radiologically-impacted materials generated on behalf of the federal government during the Manhattan Project and delivered to the site by an Atomic Energy Commission licensee and its subcontractor. However, subsequent events related to remedy design, divisibility, or allocation may require us to modify our expected remediation liability. 208 5000000000 125 <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:120%">A summary of our accrued landfill asset retirement obligations and environmental liabilities as of December 31 follows:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Landfill final capping, closure and post-closure liabilities</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,144 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,937 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental remediation</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">447 </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">485 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total accrued landfill and environmental costs</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,591 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,422 </td><td style="background-color:#cceeff;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:top">Less: current portion</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(159)</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">(141)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Long-term portion</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,432 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,281 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 2144000000 1937000000 447000000 485000000 2591000000 2422000000 159000000 141000000 2432000000 2281000000 <div style="margin-

top:5pt">The following table summarizes the activity in our asset retirement obligations, which includes liabilities for final capping, closure and post-closure, for the years ended December 31:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:62.296%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Asset retirement obligations, beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,937 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,786 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,507 </td><td style="background-color:#cceeff;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:top">Non-cash additions</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61 </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">61 </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">60 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Acquisitions, net of divestitures and other adjustments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">175 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Asset retirement obligation adjustments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">91 </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%">41 </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">20 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Payments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(56)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(61)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(65)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accretion expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">107 </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">98 </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">89 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Asset retirement obligations, end of year</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,144 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,937 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,786 </td><td style="background-color:#cceeff;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:top">Less: Current portion</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(96)</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">(72)</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">(75)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Long-term portion</td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,048 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double

#000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,865 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,711 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 1937000000 1786000000 1507000000 61000000 61000000 60000000 4000000 12000000 175000000 91000000 41000000 20000000 56000000 61000000 65000000 107000000 98000000 89000000 2144000000 1937000000 1786000000 96000000 72000000 75000000 2048000000 1865000000 1711000000 13000000 5000000 6000000 The expected future payments for final capping, closure and post-closure as of December 31, 2024 follows: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">96 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">108 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">102 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">97 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">112 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,758 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">8,273 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 96000000 108000000 102000000 97000000 112000000 7758000000 8273000000 273000000 The following table summarizes the activity in our environmental remediation liabilities for the years ended December 31:<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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td

style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental remediation liabilities, beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">485 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">487 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">455 </td><td style="background-color:#cceeff;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:top">Net additions charged to expense</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Payments</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(62)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(55)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(55)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Accretion expense (non-cash interest expense)</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18 </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">17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Acquisitions, net of divestitures and other adjustments</td><td colspan="2"

style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">33 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental remediation liabilities, end of year</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">447 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">485 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">487 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Less: current portion</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(63)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(69)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(57)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Long-term portion</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">384 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">416 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">430 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 485000000 487000000 455000000 7000000 2000000 3000000 62000000 55000000 55000000 17000000 18000000 17000000 0 33000000 67000000 447000000 485000000 487000000 63000000 69000000 57000000 384000000 416000000 430000000 The expected undiscounted future payments for remediation costs as of December 31, 2024 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td

style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">63 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">256 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">498 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 63000000 59000000 46000000 46000000 28000000 256000000 498000000 12000000 62000000 11000000 229000000 P5Y 392000000 DEBT The carrying value of our credit facilities, finance leases and long-term debt as of December 31, 2024 and 2023 is listed in the following table, and is adjusted for unamortized discounts, deferred issuance costs and the unamortized portion of adjustments to fair value recorded in purchase accounting. Original issue discounts and adjustments to fair value recorded in purchase accounting are amortized to interest expense over the term of the applicable instrument using the effective interest method.<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:22.145%"></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:11.180%"></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:8.110%"></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:10.011%"></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:8.256%"></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:8.110%"></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:10.011%"></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:8.267%"></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:left;vertical-align:bottom"> </td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">

December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Maturity</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Interest Rate</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Principal</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">Adjustments</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">Carrying Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Principal</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">Adjustments</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">Carrying Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">Credit facilities:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:top">Uncommitted Credit Facility</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">Variable</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:top">The Credit Facility</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Variable</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">514 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">514 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">297 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">297 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:top">Term Loan</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">Variable</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:top">Commercial Paper</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">Variable</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">477 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">477 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">496 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">495 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Senior notes:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">August 2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.500</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">900 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">899 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2025</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.200</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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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">500 </td><td

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">499 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">November 2025</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">0.875</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">350 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">350 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">350 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">349 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">July 2026</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">2.900</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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">499 </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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">498 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">November 2027</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.375</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td

colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">650 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">648 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">650 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">647 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">May 2028</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">3.950</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">800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</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">793 </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">800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</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">791 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">April 2029</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.875</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">744 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">743 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">November 2029</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">5.000</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">400 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</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">396 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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:#ccceff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2030</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.300</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">600 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">596 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">600 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">596 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">February 2031</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">1.450</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">650 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-

color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">645 </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">650 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</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">644 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">February 2032</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">1.750</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">745 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">745 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2033</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">2.375</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">700 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</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">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">700 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</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">694 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">December 2033</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">

5.000</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">650 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">641 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">650 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">641 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">April 2034</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">5.000</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">800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10)</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">790 </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">800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11)</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">789 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">November 2034</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.200</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">494 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">

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0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11)</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">171 </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">182 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12)</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">170 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2040</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.200</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">400 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">397 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">400 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">397 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">May 2041</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">5.700</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">386 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">381 </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">386 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">381 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2050</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.050</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">400 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">393 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">400 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">393 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Debentures:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">September 2035</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">7.400</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">148 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(27)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">121 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:9pt;font-weight:400;line-height:100%">148 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(29)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">119 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Tax-exempt:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2026 - 2053 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 3.375 - 4.375 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,418 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,409 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,289 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,281 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Finance leases and other:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2025 - 2063 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt 0 19pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 1,726 - 9,750 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">315 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">315 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">251 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">251 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total Debt</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,840 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(127)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,713 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,949 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(130)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,819 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Less: current portion</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(862)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(932)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:9pt;font-weight:400;line-height:100%">Long-term portion</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,851 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,887 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Future Maturities of Debt Aggregate principal maturities of notes payable, finance leases and other long-term debt as of December 31, 2024 follow: <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:79.016%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.784%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">862 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">594 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">663 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">844 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,179 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,698 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,840 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Credit Facilities <span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:10pt;font-style:italic;font-weight:400;line-height:120%">Uncommitted Credit Facility In January 2022, we entered into a $200 million unsecured uncommitted revolving credit facility (the Uncommitted Credit Facility). The Uncommitted Credit Facility bears interest at an annual percentage rate to be agreed upon by both parties. Borrowings under the Uncommitted Credit Facility can be used for working capital, letters of credit and other general corporate purposes. The agreement governing our Uncommitted Credit Facility requires us to comply with certain covenants. The Uncommitted Credit Facility may be terminated by either party at any time. As of December 31, 2024 and 2023, we had no borrowings outstanding under our Uncommitted Credit Facility. The Credit Facility In July 2024, we and our subsidiary, USE Canada Holdings, Inc. (the Canadian Borrower) entered into the Second Amended and Restated Credit Agreement (the Credit Facility) which amends and restates the unsecured revolving credit facility we entered into in August 2021. The total outstanding principal amount that we may borrow under the Credit Facility may not exceed the current aggregate lenders' commitments of $3.5 billion, and borrowings under the Credit Facility mature in July 2029. As permitted by the Credit Facility, we have the right to request two one-year extensions of the maturity date, but none of the lenders are committed to participate in such extensions. The Credit Facility also includes a feature that allows us to increase availability, at our option, by an aggregate amount of up to $1.0 billion through increased commitments from existing lenders or the addition of new lenders. All loans to the Canadian Borrower and all loans denominated in Canadian dollars cannot exceed $1.0 billion (the Canadian Sublimit). The Canadian Sublimit is part of, and not in addition to, the aggregate commitments under the Credit Facility. Borrowings under the Credit Facility in United States dollars bear interest at a Base Rate, a daily floating SOFR or a term SOFR plus a current applicable margin of 0.920% based on our Debt Ratings (all as defined in the Credit Facility agreement). The Canadian dollar-denominated loans bear interest based on the Canadian Prime Rate or the Canadian Dollar Offered Rate plus a current applicable margin of 0.920% based on our Debt Ratings. As of December 31, 2024, C$232 million was outstanding against the Canadian Sublimit, with a weighted average interest rate of 5.309%. The Credit Facility is subject to facility fees based on applicable rates defined in the Credit Facility agreement and the aggregate commitment, regardless of usage. The Credit Facility can be used for working capital, capital expenditures, acquisitions, letters of credit and other general corporate purposes. The Credit Facility agreement requires us to comply with financial and other covenants. We may pay dividends and repurchase common stock if we are in compliance with these covenants. We had $514 million and $297 million outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. We had $317 million and $337 million of letters of credit outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. We also had $477 million and $495 million of principal borrowings outstanding (net of related discount on issuance) under our commercial paper program as of December 31, 2024 and 2023, respectively. As a result, availability under our Credit Facility was $2,192 million and $2,371 million as of December 31, 2024 and 2023, respectively. Term Loan Facility On April 29, 2022, we entered into a $1 billion Term Loan Facility, which bore interest at a base rate or a forward-looking SOFR, plus an applicable margin based on our debt ratings. We had $500 million of borrowings outstanding under the Term Loan Facility as of December 31, 2023. During the year ended December 31, 2024, we repaid the remaining balance of the Term Loan Facility. Commercial Paper Program In May 2022, we entered into a commercial paper program for the issuance and sale of unsecured commercial paper in an aggregate principal amount not to exceed $500 million outstanding at any one time (the Commercial Paper Cap). In August 2022, the Commercial Paper Cap was increased to $1.0 billion, and in October 2023, was increased to $1.5 billion. The weighted average interest rate for borrowings outstanding as of December 31, 2024 is 4.646% with a weighted average maturity of approximately 18 days. We had $477 million and $496 million principal value of commercial paper issued and outstanding under the program as of December 31, 2024 and 2023, respectively. In the event of a failed re-borrowing, we currently have availability under our Credit Facility to fund amounts currently borrowed under the commercial paper program until they are re-borrowed successfully. Accordingly, we have classified these borrowings as long-term in our consolidated balance sheet as of December 31, 2024 and 2023, respectively. Senior Notes and Debentures In March 2023, we issued $400 million of 4.875% senior notes due 2029 (the Existing 2029 Notes) and $800 million of 5.000% senior notes due 2034 (the 2034 Notes, and together with the Existing 2029 Notes, the Notes). The Notes are unsecured and unsubordinated and rank equally with our other unsecured obligations. We used the proceeds from the Notes for general corporate purposes, including the repayment of a portion of

amounts outstanding under the Uncommitted Credit Facility, the Commercial Paper Program, the Credit Facility, and the Term Loan Facility. As a result of the Term Loan Facility repayment, we incurred a non-cash loss on the early extinguishment of debt related to the ratable portion of unamortized deferred issuance costs of less than $1 million. In December 2023, we issued an additional $350 million of 4.875% senior notes due 2029 (the New 2029 Notes, and together with the Existing 2029 Notes, the 2029 Notes). After giving effect to the issuance of the New 2029 Notes, $750 million in aggregate principal amount of the 2029 Notes is outstanding. The New 2029 Notes are fungible with the Existing 2029 Notes, and taken together, the 2029 Notes are treated as a single series. In December 2023, we also issued $650 million of 5.000% senior notes due 2033 (the 2033 Notes). The proceeds of the 2033 Notes were used for general corporate purposes, including the repayment of a portion of amounts outstanding under the Uncommitted Credit Facility, the Commercial Paper Program, the Credit Facility, and the Term Loan Facility. In June 2024, we issued $400 million of 5.000% senior notes due 2029 and $500 million of 5.200% senior notes due 2034. We used the proceeds from the June 2024 notes issuance for general corporate purposes, including the repayment of a portion of amounts outstanding under the Commercial Paper Program and the Credit Facility; and repayment of the remaining amount outstanding under the Term Loan Facility and the Uncommitted Credit Facility. Our senior notes and debentures are general unsecured and unsubordinated obligations and rank equally with our other unsecured obligations. Tax-Exempt Financings As of December 31, 2024, we had $1,409 million of fixed and variable rate tax-exempt financings outstanding, with maturities ranging from 2026 to 2053. As of December 31, 2023, we had $1,281 million of fixed and variable rate tax-exempt financings outstanding, with maturities ranging from 2024 to 2053. In June 2024, the Mission Economic Development Corporation issued, for our benefit, $50 million in principal amount of Solid Waste Disposal Revenue Bonds. The proceeds from the issuance, after deferred issuance costs, were used to fund the acquisition, construction, improvement, installation, and/or equipping of certain solid waste disposal facilities located within Texas. In both March 2024 and September 2023, the California Municipal Finance Authority issued, for our benefit, $100 million in principal amount of Solid Waste Disposal Revenue Bonds. The proceeds from the issuances, after deferred issuance costs, were used to fund the acquisition, construction, improvement, installation, and/or equipping of certain solid waste disposal facilities located within California. The initial remarketing period for the above Mission Economic Development Corporation and California Municipal Finance Authority tax-exempt financings is 10 years. Our remaining tax-exempt financings are remarketed either quarterly or semiannually by remarketing agents to effectively maintain a variable yield. The holders of the bonds can put them back to the remarketing agents at the end of each interest period. If the remarketing agents are unable to remarket our bonds, the remarketing agents can put the bonds to us. In the event of a failed remarketing, we currently have availability under our Credit Facility to fund these bonds until they are remarketed successfully. Accordingly, we classified these borrowings as long-term in our consolidated balance sheets as of December 31, 2024 and December 31, 2023. Finance Leases and Other As of December 31, 2024, we had finance lease liabilities of $315 million with maturities ranging from 2025 to 2063. As of December 31, 2023, we had finance lease liabilities of $251 million with maturities ranging from 2024 to 2063. As of December 31, 2024, finance leases and other included $53 million related to the construction of an office building located in Phoenix, Arizona, which has been accounted for as a financing obligation. The amount is recorded within long-term debt, net of current maturities. Interest Paid Interest paid, excluding net swap settlements for our fair value hedges, was $487 million, $423 million and $312 million for the years ended December 31, 2024, 2023 and 2022, respectively. The carrying value of our credit facilities, finance leases and long-term debt as of December 31, 2024 and 2023 is listed in the following table, and is adjusted for unamortized discounts, deferred issuance costs and the unamortized portion of adjustments to fair value recorded in purchase accounting. Original issue discounts and adjustments to fair value recorded in purchase accounting are amortized to interest expense over the term of the applicable instrument using the effective interest method.<table style="border-

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style="width:8.110%"></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:10.011%"></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:8.267%"></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:left;vertical-align:bottom"> </td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Maturity</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Interest Rate</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Principal</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">Adjustments</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">Carrying Value</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Principal</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">Adjustments</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">Carrying Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt;text-align:left;vertical-align:top">Credit facilities:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td 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align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>
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align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>
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align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">899 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2025</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.200</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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">499 </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:#ccceff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">November 2025</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">0.875</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">350 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">350 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">350 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">349 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">July 2026</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">2.900</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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-

family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">(1)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">499 </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">500 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">498 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">November 2027</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.375</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">650 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">648 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">650 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">647 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">May 2028</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">3.950</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">800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</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">793 </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">800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</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">791 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">

April 2029</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.875</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">744 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">743 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">November 2029</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">5.000</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">400 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</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">396 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2030</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">2.300</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">600 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">596 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;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%">600 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">596 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">February 2031</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">1.450</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">650 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">645 </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">650 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</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">644 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">February 2032</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">1.750</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">745 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">750 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">745 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2033</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">2.375</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">700 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td

colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</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">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">700 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</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">694 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">December 2033</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.000</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">650 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">641 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">650 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">641 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">April 2034</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">5.000</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">800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10)</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">790 </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">800 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11)</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">789 </td><td

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">November 2034</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.200</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">500 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">494 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2035</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">6.086</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">182 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11)</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">171 </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">182 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12)</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">170 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2040</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">6.200</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">400 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">397 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">400 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">397 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">May 2041</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">5.700</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">386 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">381 </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">386 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">381 </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:#ccceff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">March 2050</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">3.050</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">400 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">393 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">400 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">393 </td><td style="background-color:#ccceff;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">Debentures:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0

1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">September 2035</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">7,400</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">148 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(27)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">121 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">148 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(29)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">119 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Tax-exempt:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2026 - 2053 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 3,375 - 4,375 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,418 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,409 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,289 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,281 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:700;line-

height:100%">Finance leases and other:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 2025 - 2063 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt 0 19pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> 1.726 - 9.750 </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">315 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">315 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">251 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">251 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Total Debt</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,840 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(127)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,713 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">12,949 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(130)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,819 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Less: current portion</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(862)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(932)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Long-term portion</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,851 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11,887 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 0 0 0 0 0 0 514000000 0 514000000 297000000 0 297000000 0 0 0 500000000 0 500000000 477000000 0 477000000 496000000 1000000 495000000 0.02500 0 0 0 900000000 1000000 899000000 0.03200 500000000 0 500000000 500000000 1000000 499000000 0.00875 350000000 0 350000000 350000000 1000000 349000000 0.02900 500000000 1000000 499000000 500000000 2000000 498000000 0.03375 650000000 2000000 648000000 650000000 3000000 647000000 0.03950 800000000 7000000 793000000 800000000 9000000 791000000 0.04875 750000000 6000000 744000000 750000000 7000000 743000000 0.05000 400000000 4000000 396000000 0 0 0 0.02300 600000000 4000000 596000000 600000000 4000000 596000000 0.01450 650000000 5000000 645000000 650000000 6000000 644000000 0.01750 750000000 5000000 745000000 750000000 5000000 745000000 0.02375 700000000 6000000 694000000 700000000 6000000 694000000 0.05000 650000000 9000000 641000000 650000000 9000000 641000000 0.05000 800000000 10000000 790000000 800000000 11000000 789000000 0.05200 500000000 6000000 494000000 0 0 0 0.06086 182000000 11000000 171000000 182000000 12000000 170000000 0.06200 400000000 3000000 397000000 400000000 3000000 397000000 0.05700 386000000 5000000 381000000 386000000 5000000 381000000 0.03050 400000000 7000000 393000000 400000000 7000000 393000000 0.07400 148000000 27000000 121000000 148000000 29000000 119000000 0.03375 0.04375 1418000000 9000000 1409000000 1289000000 8000000 1281000000 0.01726 0.09750 315000000 315000000 251000000 251000000 12840000000 127000000 12713000000 12949000000 130000000 12819000000 862000000 932000000 11851000000 11887000000 Aggregate principal maturities of notes payable, finance leases and other long-term debt as of December 31, 2024 follow: <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:79.016%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:18.784%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">862 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"

style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">594 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">663 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">844 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,179 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,698 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,840 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 862000000 594000000 663000000 844000000 2179000000 7698000000 12840000000 200000000 0 0 3500000000 2 P1Y 1000000000.0 1000000000.0 0.00920 0.00920 232000000 0.05309 514000000 297000000 317000000 337000000 477000000 495000000 2192000000 2371000000 1000000000 500000000 500000000 1000000000.0 1500000000 0.04646 P18D 477000000 496000000 400000000 0.04875 800000000 0.05000 -1000000 350000000 0.04875 750000000 650000000 0.05000 400000000 0.05000 500000000 0.05200 1409000000 1281000000 50000000 100000000 100000000 P10Y 315000000 251000000 53000000 487000000 423000000 312000000 LEASES A summary of the lease classification on our consolidated balance sheet as of December 31, 2024 and 2023 follows:<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:28.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:35.703%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.322%"></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:15.324%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Operating right-of-use lease assets</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other assets</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-

align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">232 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">238 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease assets</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Property and equipment, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">294 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">287 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Total leased assets</td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">526 </td><td style="border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">525 </td><td style="border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Liabilities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Current</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other accrued liabilities</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">55 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">55 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>

</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Notes payable and current maturities of long-term debt</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">195 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term debt, net of current maturities</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">238 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">506 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">501 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> A summary of the lease cost reflected in our consolidated statements of income for the years ended December 31, 2024 and 2023 follows:<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:28.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:35.703%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.322%"></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:15.324%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Fixed lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">50 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">60 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Short-term lease cost</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Amortization of leased assets</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation, depletion and amortization</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Interest on lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td colspan="2" style="background-color:#cceeff;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 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">233 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">223 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> During the years ended December 31, 2024 and 2023, we recognized changes in our operating right-of-use lease liabilities and assets, resulting from the recognition of non-cash lease expense of $46 million and $48 million, respectively.</div><div style="margin-top:9pt">As of December 31, 2024, maturities for operating and finance lease liabilities were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:60.449%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.326%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.284%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Operating Leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Finance Leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">61 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">22 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-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%">83 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">52 </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">20 </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">72 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">42 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34 </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">20 </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">54 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">45 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53 </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">346 </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">399 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">269 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-

color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">445 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">714 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25)</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">(183)</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">(208)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Present value of lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">244 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">262 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">506 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> A summary of the weighted-average remaining lease term and weighted-average discount rate as of December 31, 2024 and 2023 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:66.151%"></td><td style="width:0.1%"></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:14.250%"></td><td style="width:0.1%"></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:14.253%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average remaining lease term (years)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">6.1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">6.9</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;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%">Finance leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">27.8</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">27.1</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average discount rate</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.3 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.4 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> Supplemental cash flow and other non-cash information for the years ended December 31, 2024 and 2023 follow: <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:66.151%"></td><td style="width:0.1%"></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:14.250%"></td><td style="width:0.1%"></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:14.253%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash paid for amounts included in the measurement of lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating cash flows from operating leases</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">181 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">177 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating cash flows from finance leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-

color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">35 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">31 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Financing cash flows from finance leases</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">10 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">12 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Leased assets obtained in exchange for new finance lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">25 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Leased assets obtained in exchange for new operating lease liabilities</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">33 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> LEASES A summary of the lease classification on our consolidated balance sheet as of December 31, 2024 and 2023 follows:<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:28.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:35.703%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.322%"></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:15.324%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3"

style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Operating right-of-use lease assets</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other assets</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">232 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">238 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease assets</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Property and equipment, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">294 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">287 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Total leased assets</td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">526 </td><td style="border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">525 </td><td style="border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Liabilities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Current</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other accrued liabilities</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">55 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">55 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Notes payable and current maturities of long-term debt</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">195 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term debt, net of current maturities</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">238 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">506 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">501 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3"

style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table> A summary of the lease cost reflected in our consolidated statements of income for the years ended December 31, 2024 and 2023 follows:<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:28.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:35.703%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.322%"></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:15.324%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Fixed lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">50 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">60 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Short-term lease cost</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Amortization of leased assets</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation, depletion and amortization</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="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%">16 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Interest on lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">233 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">223 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> During the years ended December 31, 2024 and 2023, we recognized changes in our operating right-of-use lease liabilities and assets, resulting from the recognition of non-cash lease expense of $46 million and $48 million, respectively.</div><div style="margin-top:9pt">As of December 31, 2024, maturities for operating and finance lease liabilities were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:60.449%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.081%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.326%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.284%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Operating Leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Finance Leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">61 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td

style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">22 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">83 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">52 </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">20 </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">72 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">42 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">19 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34 </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">20 </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">54 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">2029</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">45 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">53 </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">346 </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%">399 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">269 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">445 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">714 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25)</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">(183)</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">(208)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Present value of lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">244 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">262 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">506 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> A summary of the weighted-average remaining lease term and weighted-average discount rate as of December 31, 2024 and 2023 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:66.151%"></td><td style="width:0.1%"></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:14.250%"></td><td style="width:0.1%"></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:14.253%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average remaining lease term (years)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;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%">Operating leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">6.1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">6.9</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">27.8</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">27.1</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average discount rate</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.3 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.4 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> Supplemental cash flow and other non-cash information for the years ended December 31, 2024 and 2023 follow: <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:66.151%"></td><td style="width:0.1%"></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:14.250%"></td><td style="width:0.1%"></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:14.253%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash paid for amounts included in the measurement of lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating cash flows from operating leases</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">181 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">

177 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating cash flows from finance leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">35 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">31 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Financing cash flows from finance leases</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">10 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">12 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Leased assets obtained in exchange for new finance lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">25 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Leased assets obtained in exchange for new operating lease liabilities</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">33 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> A summary of the lease classification on our consolidated balance sheet as of December 31, 2024 and 2023 follows:<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:28.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:35.703%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.322%"></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:15.324%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="display:none"></td><td colspan="3"

style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Assets</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Operating right-of-use lease assets</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other assets</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">232 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">238 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease assets</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Property and equipment, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">294 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">287 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Total leased assets</td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">526 </td><td style="border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">525 </td><td style="border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr style="height:15pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Liabilities</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Current</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating</td><td colspan="3"

style="padding:2px 1pt;text-align:left;vertical-align:bottom">Other accrued liabilities</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">55 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">55 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Notes payable and current maturities of long-term debt</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other long-term liabilities</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">189 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">195 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Long-term debt, net of current maturities</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">249 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">238 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">506 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">

$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">501 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div> 232000000 238000000 294000000 287000000 526000000 525000000 55000000 55000000 13000000 13000000 189000000 195000000 249000000 238000000 506000000 501000000 <div style="margin-top:9pt">A summary of the lease cost reflected in our consolidated statements of income for the years ended December 31, 2024 and 2023 follows:<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:28.665%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:35.703%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.322%"></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:15.324%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Operating lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Fixed lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">50 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">60 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Short-term lease cost</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Cost of operations</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">27 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Finance lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Amortization of leased assets</td><td colspan="3"

style="padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation, depletion and amortization</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Interest on lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Variable lease cost</td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">22 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease cost</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">233 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">223 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> A summary of the weighted-average remaining lease term and weighted-average discount rate as of December 31, 2024 and 2023 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:66.151%"></td><td style="width:0.1%"></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:14.250%"></td><td style="width:0.1%"></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:14.253%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average remaining lease term (years)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">6.1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:right;vertical-align:bottom">6.9</td></tr><tr><td

colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">27.8</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">27.1</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Weighted-average discount rate</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3.3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Finance leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.3 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.4 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> Supplemental cash flow and other non-cash information for the years ended December 31, 2024 and 2023 follow: <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:66.151%"></td><td style="width:0.1%"></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:14.250%"></td><td style="width:0.1%"></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:14.253%"></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">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash paid for amounts included in the measurement of lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating cash flows from operating leases</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">181 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">177 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Operating cash flows from finance leases</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px

1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">35 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">31 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Financing cash flows from finance leases</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">10 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">12 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Leased assets obtained in exchange for new finance lease liabilities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">25 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Leased assets obtained in exchange for new operating lease liabilities</td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">33 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 50000000 60000000 105000000 89000000 26000000 27000000 17000000 16000000 9000000 9000000 26000000 22000000 233000000 223000000 46000000 48000000 As of December 31, 2024, maturities for operating and finance lease liabilities were as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:60.449%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.081%"></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:11.326%"></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:9.284%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Operating Leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Finance Leases</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;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%">61 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">22 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td 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346 </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">399 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">269 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 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style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">262 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 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1pt;text-align:left;vertical-align:bottom">Total lease payments</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">269 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">445 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">714 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25)</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">(183)</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">(208)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Present value of lease liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">244 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">262 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">506 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 61000000 22000000 83000000 52000000 20000000 72000000 42000000 19000000 61000000 34000000 20000000 54000000 27000000 18000000 45000000 53000000 346000000 399000000 269000000 445000000 714000000 25000000 183000000 208000000 244000000 262000000 506000000 P6Y1M6D P6Y10M24D P27Y9M18D P27Y1M6D 0.033 0.029 0.043 0.044 181000000 177000000 35000000 31000000 10000000 12000000 25000000 17000000 44000000 33000000 INCOME TAXES The components of the provision for income taxes for the years ended December 31 follow: <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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td

style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Current:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Federal </td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">207 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">281 </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">72 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> State </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">120 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">109 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">82 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Federal </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">164 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> State </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%">32 </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">29 </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">17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Uncertain tax positions and interest and other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(26)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(31)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Provision for income taxes</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">388 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">460 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000000;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 #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">344 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The reconciliations of the statutory federal income tax rate to our effective tax rate for the years ended December 31 follow:<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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Federal statutory rate</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.0 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;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%">21.0 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.0 </td><td style="background-color:#cceeff;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:top">State income taxes, net of federal benefit</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Non-deductible expenses</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.8 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Uncertain tax position taxes and interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.3)</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">(0.8)</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">0.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Investment tax credits</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4.0)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7.6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.4)</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%">(0.8)</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">(0.5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Effective income tax rate</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16.0 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.0 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.8 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> During 2024, we acquired non-controlling interests in limited liability companies established to own renewable energy assets that qualified for investment tax credits under Section 48 of the Internal Revenue Code. We account for these investments under the equity method of accounting utilizing the HLBV method and recognize our share of income or loss and other reductions in the value of our investment in loss from unconsolidated equity method investments within our consolidated statements of income. For further discussion regarding our equity method accounting, see Note 3, Business Acquisitions, Investments and Restructuring Charges. Our 2024 tax provision reflects a benefit of $222 million due to the tax credits related to these investments. We also made qualified investments in renewable natural gas projects and commercial electric vehicles during 2024 which, due to tax credits, reduced our tax provision by approximately $18 million. Our 2023 tax provision was reduced by $87 million related to the tax credits from our non-controlling interests in limited liability companies established to own renewable energy assets. In addition, during 2023 we resolved IRS examinations for our 2014 to 2018 tax years, that in the aggregate, reduced our tax provision by approximately $21 million. Our 2022 tax provision was reduced by $139 million related to the tax credits from our non-controlling interests in limited liability companies established to own renewable energy assets. During 2022, the Inflation Reduction Act (IRA) was signed into law. We continue to evaluate the IRA and additional regulations as they are released by the U.S. Treasury. With respect to various energy credits in the IRA, we expect to benefit in subsequent years for credits related to commercial electric vehicles, carbon capture and renewable natural gas. Additional benefits may be identified as subsequent guidance is released by the U.S. Treasury and/or additional climate technologies are identified or advanced in future years. <span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%">We made income tax payments (net of refunds) of $313 million, $343 million and $185 million for 2024, 2023, and 2022, respectively. Income taxes paid in 2024, 2023, and 2022 reflect benefits from tax credits from our continuing investments in qualified renewable energy projects.</div><div style="margin-top:5pt">The components of the net deferred income tax asset and liability as of December 31 follow:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.707%"><tr><td style="width:1.0%"></td><td style="width:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred tax liabilities relating to:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:18pt;text-indent:-9pt">Differences between book and tax basis of property and equipment</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,258)</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">(1,229)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Difference between book and tax basis of intangible assets </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(637)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(583)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Operating right-of-use lease assets </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(57)</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">(59)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Basis difference due to redemption of partnership interests </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(82)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(82)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-

color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Total deferred tax liabilities </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(2,034)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1,953)</td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred tax assets relating to:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Environmental reserves </td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">218 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">236 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Accruals not currently deductible </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Net operating loss carryforwards </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61 </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">75 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Difference between book and tax basis of other assets </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">48 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Operating right-of-use lease liabilities </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59 </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%">60 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Other </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">15 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Total deferred tax assets </td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">506 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">507 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Valuation allowance </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(51)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Net deferred tax asset </td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">455 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">458 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Net overall deferred tax liability</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1,579)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1,495)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Changes in the deferred tax valuation allowance for the years ended December 31 follow:<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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</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:10pt;font-weight:400;line-

height:100%">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Valuation allowance, beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;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:top">Additions charged to provision for income taxes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred tax assets realized or written-off</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Valuation allowance, end of year</td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;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%">51 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> We have deferred tax assets related to state net operating loss carryforwards. We provide a partial valuation allowance due to uncertainty surrounding the future utilization of these carryforwards in the taxing jurisdictions where the loss carryforwards exist. When determining the need for a valuation allowance, we consider all positive and negative evidence, including recent financial results, scheduled reversals of deferred tax liabilities, projected future taxable income and tax planning strategies. The weight given to the positive and negative evidence is commensurate with the extent such evidence can be objectively verified. We adjust the valuation allowance in the period management determines it is more likely than not that deferred tax assets will or will not be realized. The majority of our valuation allowance is associated with state loss carryforwards. The realization of our deferred tax asset for state loss carryforwards ultimately depends upon the existence of sufficient taxable income in the appropriate state taxing jurisdictions in future periods. We continue to regularly monitor both positive and negative evidence in determining the ongoing need for a valuation allowance. We have deferred tax assets related to state net operating loss carryforwards with an estimated tax effect of $50 million available as of December 31, 2024. These state net operating loss carryforwards expire at various times between 2025 and 2044. We believe that it is more likely than not that the benefit from some of our state net operating loss carryforwards will not be realized due to limitations on these loss carryforwards in certain states. In recognition of this risk, as of December 31, 2024, we have provided a valuation allowance of $45 million.</div><div style="margin-top:5pt">We are subject to income tax in the United States, as well as income tax in multiple state and foreign jurisdictions. Income tax in our foreign jurisdictions is not material for all years presented. Our compliance with income tax rules and regulations is periodically audited by tax authorities. These authorities may challenge the positions taken in our tax filings. Thus, to provide for certain potential tax exposures, we maintain liabilities for uncertain tax positions for our estimate of the final outcome of the examinations. Our federal statute of limitations applicable to our federal tax returns is closed through 2020. The federal statute of limitations applicable to an acquired subsidiary is closed through 2019. In addition, we are currently under state examination or administrative review in various jurisdictions for tax years 2012 through 2023.</div><div style="margin-top:5pt">The following table summarizes the activity in our gross unrecognized tax benefits for the years ended December 31:</div><div style="margin-top:5pt"><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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">42 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td

style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">111 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">102 </td><td style="background-color:#cceeff;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:top">Additions for tax positions of current year</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Additions for tax positions of prior years</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Reductions for tax positions of prior years</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reductions for tax positions resulting from lapse of statute of limitations</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Settlements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</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">(66)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at end of year</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">42 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">111 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Included in our gross unrecognized tax benefits as of December 31, 2024, 2023 and 2022 are $22 million, $33 million and $97 million, respectively, of unrecognized tax benefits (net of the federal benefit) that, if recognized, would affect our effective income tax rate in future periods. However, we are unable to estimate the resolution of these matters over the next 12 months. During 2023, we settled our 2014-2018 tax years with the Internal Revenue Service. These settlements reduced our gross unrecognized tax benefits by $66 million. We recognize interest and penalties as incurred within the provision for income taxes in our consolidated statements of income. Related to the unrecognized tax benefits previously noted, we recorded a reduction to interest expense of $6 million during 2024 and, in total as of December 31, 2024, have recognized a liability for penalties of $1 million and interest of $5 million. During 2023, we recorded interest expense of $1 million and, in total as of December 31, 2023, had recognized a liability for interest of $14 million. During 2022, we recorded interest expense of $1 million and, in total as of December 31, 2022, had recognized a liability for interest of $15 million.</div><div style="margin-top:5pt">We believe the recorded liabilities for uncertain tax positions are adequate. However, a significant assessment against us in excess of the liabilities recorded could have a material adverse effect on our consolidated financial position, results of operations and cash flows.</div> <div style="margin-top:5pt">The components of the provision for income taxes for the years ended December 31 follow:<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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Current:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:18pt;text-indent:-9pt">Federal</div></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"><span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:10pt;font-weight:400;line-height:100%">207 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">281 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> State </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">120 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">109 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">82 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Federal </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">164 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> State </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">32 </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">29 </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">17 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Uncertain tax positions and interest and other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(26)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(31)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px

1pt;text-align:left;vertical-align:top">Provision for income taxes</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">388 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">460 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000000;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 #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">344 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>
207000000 281000000 72000000 120000000 109000000 82000000 55000000 72000000 164000000 32000000 29000000 17000000 -26000000 -31000000 9000000 388000000 460000000 344000000 The reconciliations of the statutory federal income tax rate to our effective tax rate for the years ended December 31 follow:<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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:top">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Federal statutory rate</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.0 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.0 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.0 </td><td style="background-color:#cceeff;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:top">State income taxes, net of federal benefit</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.8 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td

colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Non-deductible expenses</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.8 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Uncertain tax position taxes and interest</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.3)</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">(0.8)</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">0.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Investment tax credits</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9.9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4.0)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7.6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(0.4)</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">(0.8)</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">(0.5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Effective income tax rate</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16.0 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">21.0 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;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%">18.8 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> 0.210 0.210 0.210 0.048 0.044 0.046 0.008 0.012 0.011 -0.003 -0.008 0.002 0.099 0.040 0.076 -0.004 -0.008 -0.005 0.160 0.210 0.188 222000000 18000000 87000000 -21000000 139000000 313000000 343000000 185000000 The components of the net deferred income tax asset and liability as of December 31 follow: <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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred tax liabilities relating to:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Differences between book and tax basis of property and equipment </td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,258)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,229)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Difference between book and tax basis of intangible assets </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(637)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(583)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Operating right-of-use lease assets </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(57)</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">(59)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Basis difference due to redemption of partnership interests </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(82)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(82)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Total deferred tax liabilities </td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px

0;text-align:right;vertical-align:bottom">(2,034)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1,953)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred tax assets relating to:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><div style="padding-left:18pt;text-indent:-9pt">Environmental reserves</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">218 </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">236 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Accruals not currently deductible </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">105 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Net operating loss carryforwards </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">61 </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">75 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Difference between book and tax basis of other assets </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">48 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Operating right-of-use lease liabilities </td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">59 </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">60 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Other </td><td colspan="2" style="background-color:#cceeff;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%">15 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Total deferred tax assets </td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">506 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">507 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Valuation allowance </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(51)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Net deferred tax asset </td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">455 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">458 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Net overall deferred tax liability</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1,579)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(1,495)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 1258000000 1229000000 637000000 583000000 57000000 59000000 82000000 82000000 2034000000 1953000000 218000000 236000000 105000000 105000000 61000000 75000000 48000000 14000000 59000000 60000000 15000000 17000000 506000000 507000000 51000000 49000000 455000000 458000000 1579000000 1495000000 Changes in the deferred tax valuation allowance for the years ended December 31 follow:<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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td

colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Valuation allowance, beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;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:top">Additions charged to provision for income taxes</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Deferred tax assets realized or written-off</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other, net</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Valuation allowance, end of year</td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">51 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td

style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">49 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 49000000 44000000 44000000 6000000 3000000 2000000 0 0 6000000 -4000000 2000000 4000000 51000000 49000000 44000000 50000000 45000000 The following table summarizes the activity in our gross unrecognized tax benefits for the years ended December 31: <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:62.243%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at beginning of year</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">42 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">111 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">102 </td><td style="background-color:#cceeff;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:top">Additions for tax positions of current year</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Additions for tax positions of prior years</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

<td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#ccceff;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">Reductions for tax positions of prior years</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Reductions for tax positions resulting from lapse of statute of limitations</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;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">Settlements</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</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">(66)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Balance at end of year</td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">28 </td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">42 </td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">111 </td><td style="background-color:#ccceff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 42000000 111000000 102000000 0 1000000 7000000 1000000 3000000 2000000 5000000 7000000 0 1000000 0 0 9000000 66000000 0 28000000 42000000 111000000 22000000 33000000 97000000 66000000 -6000000 1000000 5000000 1000000 14000000 1000000 15000000 <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:700;line-height:120%;padding-

left:5.5pt">EMPLOYEE BENEFIT PLANS Stock-Based Compensation In October 2020, our Board of Directors amended and restated the Republic Services, Inc. Executive Incentive Plan (the 2021 Plan) to remove references to the performance-based compensation exception that was previously permitted but is no longer applicable under Section 162(m) of the Internal Revenue Code. The purposes of the 2021 Plan are to promote the success of the Company; to provide designated Executive Officers with an opportunity to receive incentive compensation dependent upon that success; and to attract, retain and motivate such individuals. We currently have approximately 11 million shares of common stock reserved for future grants under the 2021 Plan. In February 2007, our Board of Directors approved the 2007 Stock Incentive Plan (the 2007 Plan); in May 2007 our shareholders approved the 2007 Plan. In March 2011, our Board of Directors approved the Amended and Restated 2007 Stock Incentive Plan (the Amended and Restated 2007 SIP); in May 2011 our shareholders approved the Amended and Restated 2007 SIP. In March 2013, our Board of Directors approved the Republic Services, Inc. Amended and Restated 2007 Stock Incentive Plan (the Republic Amended and Restated 2007 SIP); in May 2013 our shareholders approved the Republic Amended and Restated 2007 SIP (the 2007 Plan, the Amended and Restated 2007 SIP and the Republic Amended and Restated 2007 SIP are collectively referred to as the Amended and Restated 2007 Stock Incentive Plan). No further awards will be made under the Amended and Restated 2007 Stock Incentive Plan. Restricted Stock Units The following table summarizes restricted stock unit (RSU) activity for the years ended December 31, 2024, 2023 and 2022:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:36.344%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.080%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.318%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.171%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.385%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
RSUs
(in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average
Grant Date Fair
Value per Share</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average
Remaining
Contractual Term
(years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate
Intrinsic
Value
(in millions)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Unissued as of December 31, 2021 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,091 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">77.19 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">259 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">122.54 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;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%">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(388)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">74.34 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Forfeited</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(48)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">110.92 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Unissued as of December 31, 2022 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">914 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">85.43 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">250 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">133.03 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(208)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">95.24 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Forfeited</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(41)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">117.54 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">

</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Unissued as of December 31, 2023 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">915 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">93.35 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">184 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">184.28 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(228)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">102.81 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Forfeited</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(30)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">139.24 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Unissued as of December 31, 2024 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">841 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">107.81 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">0.7</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:100%">169.20 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top"> Vested and unissued as of December 31, 2024 </td><td colspan="2" style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">415 </td><td style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">70.32 </td><td style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt"></td></tr></table> During the years ended December 31, 2024, 2023 and 2022, we awarded our non-employee directors 16,540, 20,324 and 18,689 RSUs, respectively, which vested upon issuance. During the years ended December 31, 2024, 2023 and 2022, we awarded 158,789, 216,610 and 226,108 RSUs, respectively, to executives and employees that vest in four equal annual installments beginning on the anniversary date of the original grant or cliff vest after three or four years. During the years ended December 31, 2024, 2023 and 2022, we granted an additional 8,868, 12,751 and 13,969 RSUs, respectively, as dividend equivalents. The RSUs do not carry any voting or dividend rights, except the right to receive additional RSUs in lieu of dividends. Compensation Expense The fair value of RSUs is based on the closing market price on the date of the grant. The compensation expense related to RSUs is amortized ratably over the vesting period, or to the employee's retirement eligible date, if earlier. During the years ended December 31, 2024, 2023 and 2022, compensation expense related to RSUs totaled $25 million, $24 million and $23 million, respectively. As of December 31, 2024, total unrecognized compensation expense related to outstanding RSUs was $41 million, which will be recognized over a weighted average period of approximately two years. Performance Shares The following table summarizes performance stock unit (PSU) activity for the years ended December 31, 2024, 2023 and 2022:<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:64.735%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.055%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.177%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
PSUs
(in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average
Grant Date Fair
Value per Share</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Outstanding as of December 31, 2021 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;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%">857 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">84.79 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">157 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">124.29 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(234)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">76.24 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(24)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">109.62 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Outstanding as of December 31, 2022 </td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">756 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">95.19 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">200 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">138.03 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(227)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">100.06 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(41)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">123.30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Outstanding as of December 31, 2023 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">688 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">101.48 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">281 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">142.50 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(420)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">90.54 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">136.27 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Outstanding and Exercisable as of December 31, 2024 </td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">524 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;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%">125.70 </td><td style="background-color:#ccceff;border-bottom:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> During the years ended December 31, 2024, 2023 and 2022, we awarded 153,883, 80,452 and 79,043 PSUs to our executive officers, respectively. These awards are performance-based as the number of shares ultimately earned depends on performance against pre-determined targets for return on invested capital (ROIC), cash flow value creation (CFVC) and total shareholder return relative to the S&P 500 index (RTSR). The PSUs are payable 50% in shares of common stock and 50% in cash after the end of a three-year performance period, when our financial performance for the entire performance period is reported, typically in February of the succeeding year. At the end of the performance period, the number of PSUs awarded can range from 0% to 150% of the targeted amount, depending on the performance against the pre-determined targets. During the years ended December 31, 2024, 2023 and 2022, we awarded 120,433, 108,560 and 66,296 PSUs to our employees other than our executive officers, respectively. The PSUs are payable 100% in shares of common stock after the end of a three-year performance period, when our financial performance for the entire performance period is reported, typically in February of the succeeding year. At the end of the performance period, the number of PSUs awarded can range from 0% to 150% of the targeted amount, depending on the performance against the pre-determined targets. The PSUs do not carry any voting or dividend rights, except the right to accumulate additional PSUs in lieu of dividends. During the years ended December 31, 2024, 2023 and 2022, we granted an additional 6,795, 10,511 and 11,304 PSUs to our executive officers, respectively, as dividend equivalents. Compensation Expense For the stock-settled portion of the award that vests based on future ROIC and CFVC performance, compensation expense is measured using the fair value of our common stock at the grant date. For the cash-settled portion of the award that vests based on future ROIC and CFVC performance, compensation expense is recorded based on the fair value of our common stock at the end of each reporting period. Compensation expense is recognized ratably over the performance period based on our estimated achievement of the established performance criteria. Compensation expense is only recognized for the portion of the award that we expect to vest, which we estimate based on an assessment of the probability that the performance criteria will be achieved. For the stock-settled portion of the award that vests based on RTSR, the grant date fair value is based on a Monte Carlo valuation and compensation expense is recognized on a straight-line basis over the vesting period. For the cash-settled portion of the award that vests based on RTSR, compensation expense also incorporates the fair value of our PSUs at the end of each reporting period. Compensation expense is recognized for the RTSR portion of the award whether or not the market conditions are achieved. During the years ended December 31, 2024, 2023 and 2022, compensation expense related to PSUs totaled $30 million, $29 million and $22 million, respectively. As of December 31, 2024, total unrecognized compensation expense related to outstanding PSUs was $25 million, which will be recognized over a weighted average period of approximately 1.5 years. Collective Bargaining Agreements As of December 31, 2024, approximately 22% of our workforce was covered by collective bargaining agreements (CBAs), and approximately 4% of our workforce was covered by CBAs that will expire during 2025. Multiemployer Pension Plans ***

We participate in multiemployer pension plans that generally provide retirement benefits to participants of contributing employers. We do not administer these plans. In general, these plans are managed by a board of trustees with the unions appointing certain trustees and other contributing employers of the plan appointing certain members. We generally are not represented on the board of trustees. Based on the information available to us, we believe that some of the multiemployer plans to which we contribute are either critical or endangered as those terms are defined in the Pension Protection Act (PPA). The PPA requires underfunded pension plans to improve their funding ratios within prescribed intervals based on the level of their underfunding. Until the plan trustees develop the funding improvement plans or rehabilitation plans as required by the PPA, we cannot determine the amount of any additional contribution or other financial obligations that we may be subject to, if any. Accordingly, we cannot presently determine the effect that the PPA may have on our consolidated financial position, results of operations or cash flows. Furthermore, under current law regarding multiemployer benefit plans, a plan's termination, our voluntary withdrawal (which we consider from time to time), or the mass withdrawal from any under-funded multiemployer pension plan would require us to make payments to the plan for our proportionate share of the multiemployer plan's unfunded vested liabilities. During the course of operating our business, we may incur withdrawal events regarding certain of the multiemployer pension plans in which we participate. We accrue for such events when losses become probable and reasonably estimable. Republic's participation in individually significant multiemployer pension plans for the year ended December 31, 2024 is outlined in the table below. Only with respect to multiemployer pension plans, we considered contributions in excess of $10 million in any period disclosed to be individually significant. The most recent PPA zone status available in 2024 and 2023 is for the plans' year ended September 30, or December 31, 2023 and 2022, respectively. The status is based on information that Republic received from the plans and is certified by the plans' actuary. Among other factors, plans in the critical red zone are generally less than 65% funded, plans in the endangered yellow zone are less than 80% funded and plans in the safe green zone are at least 80% funded. Plans in the critical and declining zone are classified as critical and projected to be insolvent in the current year or any of the 14 following plan years. The last column lists the expiration dates of the CBAs to which the plans are subject.<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:20.569%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.124%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.831%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.831%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.610%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.610%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.610%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.952%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.541%"></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: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">Pension Protection
Act Zone Status</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Funding
Improvement
or Rehabilitation
Plan Status
Pending /</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Republic
Contributions to Plan</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Surcharge</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Expiration Dates</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom">Legal Plan Name</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">EIN</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;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-weight:400;line-height:100%">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Implemented</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Imposed</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">of CBAs</td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Western Conference of
  Teamsters Pension Plan</td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">91-6145047</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">Safe</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">Safe</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">No</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">75 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">70 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">61 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">No</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">Various dates through 9/30/2029</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">All other plans</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">N/A</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">N/A</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">N/A</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">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">29 </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">29 </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">25 </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">N/A</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">104 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">99 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">86 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr></table> Defined Contribution Plan We maintain the Republic Services 401(k) Plan (the 401(k) Plan), which is a defined contribution plan covering all eligible employees. Under the 401(k) Plan, participants may direct us to defer a portion of their compensation to the 401(k) Plan, subject to Internal Revenue Code limitations. We provide for an employer matching contribution equal to 100% of the first 3% of eligible compensation and 50% of the next 2% of eligible compensation contributed by each employee, which is funded in cash. All contributions vest immediately. Total expense recorded for matching 401(k) contributions in 2024, 2023 and 2022 was $95 million, $82 million and $74 million, respectively. Deferred Compensation Plan We provide eligible Republic employees, officers and directors with the opportunity to voluntarily defer base salary, bonus payments, long-term incentive awards and other compensation, as applicable, on a pre-tax basis through the Republic Services, Inc. Deferred Compensation Plan (the DCP). The DCP is a nonqualified deferred compensation plan that conforms to Section 409A of the Internal Revenue Code. Eligible participants can defer up to 80% of base salary and up to 100% of bonus, long-term compensation and directors' fees. Under the DCP, some participants also are eligible for matching contributions. The matching contribution under the DCP is equal to the lesser of 2% of the participant's compensation over established 401(k) limits or 50% of the amount the participant has deferred. The DCP participants have no ownership or security interest in any of the amounts deferred or the measurement funds under the DCP. The right of each participant in the DCP is solely that of a general, unsecured creditor of Republic with respect to his or her own interest under the DCP. Deferred amounts may be subject to forfeiture and are deemed invested among investment funds offered under the DCP, as directed by each participant. Payments of deferred amounts are payable following separation from service or at a date or dates elected by the participant when the deferral is elected. Payments of deferred amounts are made in either a lump sum or in annual installments over a period not exceeding 15 years. Republic invested in corporate-owned life insurance policies to satisfy future

*obligations under the DCP. These corporate-owned life insurance policies are held in a Rabbi Trust and are recorded at the amount that can be realized under insurance contracts at the balance sheet date, which is the cash surrender value adjusted for other charges or other amounts due that are probable at settlement. The aggregate cash surrender value of these life insurance policies was $125 million and $113 million as of December 31, 2024 and 2023, respectively, and is classified in other assets in our consolidated balance sheets. The DCP liability was $120 million and $115 million as of December 31, 2024 and 2023, respectively, and is classified in other long-term liabilities in our consolidated balance sheets.</div> 11000000 <div style="margin-top:5pt">The following table summarizes restricted stock unit (RSU) activity for the years ended December 31, 2024, 2023 and 2022:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:36.344%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.080%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.318%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:14.171%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.385%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
RSUs
(in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average
Grant Date Fair
Value per Share</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average
Remaining
Contractual Term
(years)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate
Intrinsic
Value
(in millions)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Unissued as of December 31, 2021</div></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,091 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">77.19 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">259 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">122.54 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(388)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">74.34 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Forfeited</td><td colspan="2" style="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%">(48)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">110.92 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Unissued as of December 31, 2022</div></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">914 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">85.43 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">250 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">133.03 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(208)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">95.24 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Forfeited</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(41)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">117.54 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Unissued as of December 31, 2023</div></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">915 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">93.35 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-

color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">184 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">184.28 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(228)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">102.81 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top">Forfeited</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(30)</td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="padding:2px 0;text-align:right;vertical-align:bottom">139.24 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Unissued as of December 31, 2024</div></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">841 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">107.81 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:right;vertical-align:bottom">0.7</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">169.20 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:top"><div>Vested and unissued as of December 31, 2024</div></td><td colspan="2" style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">415 </td><td style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">70.32 </td><td style="border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt">

</td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000;padding:0 1pt"></td></tr></table> 1091000 77.19 259000 122.54 388000 74.34 48000 110.92 914000 85.43 250000 133.03 208000 95.24 41000 117.54 915000 93.35 184000 184.28 228000 102.81 30000 139.24 841000 107.81 P0Y8M12D 169200000 415000 70.32 16540 20324 18689 158789 216610 226108 4 P4Y 8868 12751 13969 25000000 24000000 23000000 41000000 P2Y The following table summarizes performance stock unit (PSU) activity for the years ended December 31, 2024, 2023 and 2022:<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:64.735%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.055%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.177%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of
PSUs
(in thousands)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted Average
Grant Date Fair
Value per Share</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Outstanding as of December 31, 2021 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">857 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">84.79 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">157 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">124.29 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(234)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt'></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">76.24 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(24)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">109.62 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Outstanding as of December 31, 2022 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">756 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-

size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">95.19 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">200 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">138.03 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(227)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">100.06 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(41)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">123.30 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Outstanding as of December 31, 2023 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">688 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">101.48 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">281 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">142.50 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Vested and issued</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(420)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">90.54 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span

*style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(25)</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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">136.27 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Outstanding and Exercisable as of December 31, 2024</div></td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">524 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">125.70 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 857000 84.79 157000 124.29 234000 76.24 24000 109.62 756000 95.19 200000 138.03 227000 100.06 41000 123.30 688000 101.48 281000 142.50 420000 90.54 25000 136.27 524000 125.70 153883 80452 79043 0.50 0.50 P3Y 0 1.50 120433 108560 66296 1 P3Y 0 1.50 6795 10511 11304 30000000 29000000 22000000 25000000 P1Y6M 0.22 0.04 Republic's participation in individually significant multiemployer pension plans for the year ended December 31, 2024 is outlined in the table below. Only with respect to multiemployer pension plans, we considered contributions in excess of $10 million in any period disclosed to be individually significant. The most recent PPA zone status available in 2024 and 2023 is for the plans' year ended September 30, or December 31, 2023 and 2022, respectively. The status is based on information that Republic received from the plans and is certified by the plans' actuary. Among other factors, plans in the critical red zone are generally less than 65% funded, plans in the endangered yellow zone are less than 80% funded and plans in the safe green zone are at least 80% funded. Plans in the critical and declining zone are classified as critical and projected to be insolvent in the current year or any of the 14 following plan years. The last column lists the expiration dates of the CBAs to which the plans are subject.<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:20.569%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:8.124%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.831%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.831%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.613%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.610%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.385%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.610%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:4.610%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:6.952%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:7.541%"></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: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">Pension Protection
Act Zone Status</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Funding
Improvement
or Rehabilitation
Plan Status
Pending /</td><td colspan="3" style="padding:0 1pt"></td><td colspan="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Republic
Contributions to Plan</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Surcharge</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Expiration Dates</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-*

*family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Legal Plan Name</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">EIN</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;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">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Implemented</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Imposed</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">of CBAs</td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">Western Conference of
  Teamsters Pension Plan</td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">91-6145047</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">Safe</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">Safe</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">No</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">75 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">70 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;padding:2px 0;text-align:right;vertical-align:bottom">61 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">No</td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:center;vertical-align:bottom">Various dates through 9/30/2029</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">All other plans</td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">N/A</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">N/A</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">N/A</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"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-*

height:100%">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">29 </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">29 </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">25 </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">N/A</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">104 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">99 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">86 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr></table> 10000000 0.65 0.80 0.80 75000000 70000000 61000000 29000000 29000000 25000000 104000000 99000000 86000000 1 0.03 0.50 0.02 95000000 82000000 74000000 0.80 1 0.02 0.50 P15Y 125000000 113000000 120000000 115000000 SHARE REPURCHASES AND DIVIDENDS Available Shares We currently have approximately 11 million shares of common stock reserved for future grants under the Republic Services, Inc. 2021 Stock Incentive Plan. Share Repurchases In October 2020, our Board of Directors approved a $2.0 billion share repurchase authorization effective starting January 1, 2021 and extending through December 31, 2023. In October 2023, our Board of Directors approved a $3.0 billion share repurchase authorization effective starting January 1, 2024 and extending through December 31, 2026. Share repurchases under the program may be made through open market purchases or privately negotiated transactions in accordance with applicable federal securities laws. While the Board of Directors has approved the program, the timing of any purchases, the prices and the number of shares of common stock to be purchased will be determined by our management, at its discretion, and will depend upon market conditions and other factors. The share repurchase program may be extended, suspended or discontinued at any time. On a quarterly basis, our Board of Directors reviews the intrinsic value of our stock and the parameters around which we repurchase our shares. Share repurchase activity during the years ended December 31, 2024, 2023 and 2022 follows (in millions except per share amounts):<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:59.280%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></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:11.619%"></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:11.622%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Number of shares repurchased</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">3 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Amount paid</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">480 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">262 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">203 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Weighted average cost per share</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">193.59 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">145.72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">124.02 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The average price paid per share, total repurchase costs and approximate maximum dollar value of the shares that may yet be purchased under the plans or programs exclude a 1% excise tax. As of December 31, 2024, there were less than 1 million repurchased shares pending settlement, resulting in an associated $10 million of share repurchases unpaid and included within other accrued liabilities. As of December 31, 2023 and 2022, there were no repurchased shares pending settlement. As of December 31, 2024, the remaining authorized purchase capacity under our October 2023 repurchase program was $2.5 billion. <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

height:120%">In December 2024, our board of directors changed the status of 8 million treasury shares to authorized and unissued. In doing so, the number of our issued shares was reduced by the stated amount. Our accounting policy is to deduct the par value from common stock and to reflect the excess of cost over par value as a deduction from additional paid-in capital. The reduction in issued shares resulted in a change of $1,195 million in treasury stock which was reclassified as less than 1 million in common stock, and $1,195 million in additional paid-in capital. There was no effect on our total stockholders' equity position as a result of the change. Dividends In October 2024, our Board of Directors approved a quarterly dividend of $0.580 per share. Aggregate cash dividends declared were $699 million, $650 million and $603 million for the years ended December 31, 2024, 2023 and 2022, respectively. As of December 31, 2024, we recorded a quarterly dividend payable of $181 million to shareholders of record at the close of business on January 2, 2025.</div> 11000000 2000000000 3000000000 <div style="margin-top:5pt">Share repurchase activity during the years ended December 31, 2024, 2023 and 2022 follows (in millions except per share amounts):<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:59.280%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></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:11.619%"></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:11.622%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Number of shares repurchased</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">3 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:top">2 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:top"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Amount paid</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">480 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">262 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-

weight:400;line-height:100%">203 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Weighted average cost per share</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">193.59 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">145.72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">124.02 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 3000000 2000000 2000000 480000000 262000000 203000000 193.59 145.72 124.02 1000000 10000000 0 0 2500000000 8000000 -1195000000 1000000 1195000000 0.580 699000000 650000000 603000000 181000000 EARNINGS PER SHARE<div style="margin-top:5pt">Basic earnings per share is computed by dividing net income attributable to Republic Services, Inc. by the weighted average number of common shares (including vested but unissued RSUs and PSUs) outstanding during the period. Diluted earnings per share is based on the combined weighted average number of common shares and common share equivalents outstanding, which include, where appropriate, the assumed exercise of employee stock options, unvested RSUs and unvested PSUs at the expected attainment levels. We use the treasury stock method in computing diluted earnings per share. </div><div>
</div><div>Earnings per share for the years ended December 31, 2024, 2023 and 2022 are calculated as follows (in thousands, except per share amounts):<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:62.788%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.449%"></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:10.449%"></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:10.454%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Basic earnings per share:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Net income attributable to Republic Services, Inc.</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">2,043,173 </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">1,730,985 </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"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,487,586 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Weighted average common shares outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">314,399 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,182 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,530 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Basic earnings per share</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">6.50 </td><td style="background-color:#ffffff;border-top:3pt double #000000;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 #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">5.47 </td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">4.70 </td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Diluted earnings per share:</td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Net income attributable to Republic Services, Inc.</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,043,173 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,730,985 </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">1,487,586 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Weighted average common shares outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">314,399 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,182 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,530 </td><td style="background-color:#cceeff;border-top:3pt double #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 2px 7.75pt;text-align:left;vertical-align:top">Effect of dilutive securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Unvested RSU awards</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">126 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">104 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">152 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Unvested PSU awards</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">284 </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">379 </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">398 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Weighted average common and common equivalent shares outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">314,809 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,665 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">317,080 </td><td style="background-color:#cceeff;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 2px 19pt;text-align:left;vertical-align:top">Diluted earnings per share</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">6.49 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-

top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">5.47 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;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 #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">4.69 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>During the year ended December 31, 2024, there were no antidilutive securities outstanding. During each of the years ended December 31, 2023 and 2022, there were less than 1 million antidilutive securities outstanding. <div>Earnings per share for the years ended December 31, 2024, 2023 and 2022 are calculated as follows (in thousands, except per share amounts):<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:62.788%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.449%"></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:10.449%"></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:10.454%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Basic earnings per share:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Net income attributable to Republic Services, Inc.</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">2,043,173 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,730,985 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,487,586 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Weighted average common shares outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">314,399 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,182 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"

style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,530 </td><td style="background-color:#cceeff;border-top:3pt double #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 2px 19pt;text-align:left;vertical-align:top">Basic earnings per share</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">6.50 </td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">5.47 </td><td style="background-color:#ffffff;border-top:3pt double #000000;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 #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">4.70 </td><td style="background-color:#ffffff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Diluted earnings per share:</td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Net income attributable to Republic Services, Inc.</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,043,173 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,730,985 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,487,586 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Weighted average common shares outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">314,399 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,182 </td><td style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,530 </td><td style="background-color:#cceeff;border-top:3pt double #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 2px 7.75pt;text-align:left;vertical-align:top">Effect of dilutive securities:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr>

<tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Unvested RSU awards</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">126 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">104 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">152 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Unvested PSU awards</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">284 </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">379 </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">398 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Weighted average common and common equivalent shares outstanding</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">314,809 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">316,665 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">317,080 </td><td style="background-color:#cceeff;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 2px 19pt;text-align:left;vertical-align:top">Diluted earnings per share</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">6.49 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">5.47 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;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 #000000;border-top:3pt double #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 0;text-align:right;vertical-align:bottom">4.69 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:3pt double #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 2043173000 1730985000 1487586000 314399000 316182000 316530000 6.50 5.47 4.70 2043173000 1730985000 1487586000 314399000 316182000 316530000 126000 104000 152000 284000 379000 398000 314809000 316665000 317080000 6.49 5.47 4.69 0 1000000 1000000 SEGMENT REPORTING <span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-

***height:120%">Our senior management evaluates, oversees and manages the financial performance of our operations through three field groups, referred to as Group 1, Group 2 and Group 3. Group 1 is our recycling and waste business operating primarily in geographic areas located in the western United States. Group 2 is our recycling and waste business operating primarily in geographic areas located in the southeastern and mid-western United States, the eastern seaboard of the United States, and Canada. Group 3 is our environmental solutions business operating in geographic areas located across the United States and Canada. These groups are presented below as our reportable segments, which each provide integrated environmental services, including but not limited to collection, transfer, recycling and disposal. We generated $182 million, $170 million and $90 million of revenue in Canada for the years ended December 31, 2024, 2023 and 2022, respectively. As of December 31, 2024 and 2023, we had $129 million and $137 million, respectively, of long-lived assets in Canada. The remainder of our revenue and assets were related to our United States operations.</div><div style="margin-top:5pt">Our chief operating decision maker (CODM) is Jon Vander Ark, President and Chief Executive Officer of Republic Services, Inc. Adjusted EBITDA is the single financial measure our CODM uses to evaluate segment profitability and returns, which informs resource allocation. For all segments, the CODM uses adjusted EBITDA to evaluate income generated from segment assets (return on invested capital). The CODM considers budget-to-actual variances and year-over-year growth on a monthly basis to assess the performance of each segment. Cost of operations and selling, general and administrative are significant segment expenses used in the evaluation.</div><div style="margin-top:5pt">Summarized financial information concerning our reportable segments for the years ended December 31, 2024, 2023 and 2022 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:23.169%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.041%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Recycling & Waste Subtotal(1)</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 3
(Environmental Solutions)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Corporate entities and other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="36" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Gross Revenue</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">8,332 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,891 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td***

style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">16,223 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,864 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">331 </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">18,418 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Intercompany Revenue</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,235)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,037)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,272)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(65)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,386)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Revenue Allocations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">123 </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">115 </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">238 </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">28 </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">(266)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Net Revenue</td><td style="background-color:#cceeff;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%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,220 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,969 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,189 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,843 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,032 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Cost of Operations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,129 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,079 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,142 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,350 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">SG&A</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">738 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">671 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,409 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td

colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">265 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,674 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other Segment Items</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29 </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">29 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Adjusted EBITDA</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,353 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,190 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,543 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">436 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-

align:bottom">4,979 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Capital Expenditures</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">874 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">574 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,448 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">136 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">271 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,855 </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total Assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">14,250 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11,046 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">25,296 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,459 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,647 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-

weight:400;line-height:100%">32,402 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:23.169%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.041%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Recycling & Waste Subtotal(1)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 3
(Environmental Solutions)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Corporate entities and other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="36" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Gross Revenue</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,769 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,566 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">15,335 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,701 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">243 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">17,279 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Intercompany Revenue</td><td colspan="2" style="background-color:#ccceff;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%">(1,171)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,011)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,182)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(56)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(76)</td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,314)</td><td style="background-color:#ccceff;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">Revenue Allocations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96 </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">91 </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">187 </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">(20)</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">(167)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Net Revenue</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,694 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,646 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,340 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,625 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px

0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,965 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Cost of Operations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,878 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,033 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,911 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,032 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,943 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">SG&A</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">681 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">649 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,330 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">279 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,609 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other Segment Items</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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">(34)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(34)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Adjusted EBITDA</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,135 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,964 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,099 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">348 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,447 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Capital Expenditures</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">707 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">542 </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">1,249 </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"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-

height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">145 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">237 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,631 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total Assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">13,665 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">10,988 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">24,653 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,471 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,286 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">31,410 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:23.169%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.041%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Recycling & Waste Subtotal(1)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">

Group 3
(Environmental Solutions)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Corporate entities and other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="36" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Gross Revenue</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,107 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,029 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">14,136 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,262 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">247 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">15,645 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Intercompany Revenue</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,090)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(945)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,035)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(47)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(52)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,134)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Revenue Allocations</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:9pt;font-weight:400;line-height:100%">103 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">202 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</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">(195)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Net Revenue</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,120 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,183 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,303 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,208 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,511 </td><td style="background-color:#ccceff;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">Cost of Operations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,541 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,846 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,387 </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">818 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,205 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">SG&A</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">612 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">586 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,198 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">256 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,454 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other Segment Items</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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">(77)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(77)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Adjusted EBITDA</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,967 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;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%">1,751 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,718 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">211 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,929 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Capital Expenditures</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">620 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">542 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,162 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">133 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">159 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,454 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total Assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">12,418 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">10,528 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">22,946 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,090 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,017 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">29,053 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1) The Recycling & Waste Subtotal represents the combined results of our Group 1 and Group 2 reportable segments. Corporate functions include marketing, operations support, business development, legal, tax, treasury, information technology, risk management, human resources and other administrative functions. National Accounts revenue included in Corporate entities and other represents the portion of revenue generated from nationwide and regional contracts in markets outside our operating areas where the associated material handling is subcontracted to local operators. Revenue and overhead costs of Corporate entities and other are either specifically assigned or allocated on a rational and consistent basis among our reportable segments to calculate adjusted EBITDA. As presented in the tables above, adjusted EBITDA reflects certain adjustments for US Ecology, Inc., acquisition integration and deal costs, (income) losses from unconsolidated equity method investments, losses on extinguishment of debt, adjustments to withdrawal liabilities for a multiemployer pension fund, restructuring expenses, and gain on certain divestitures and impairments, net. This presentation is consistent with how our CODM reviews results of operations to make resource allocation decisions. Intercompany revenue reflects transactions within and between segments that generally are made on a basis intended to reflect the market value of such services. Capital expenditures for Corporate entities and other primarily include vehicle inventory acquired but not yet assigned to operating locations and facilities. A reconciliation of the Company's single measure of segment profitability (segment adjusted EBITDA) to Income before income tax provision in the Consolidated Statements of Net Income is as follows for the years ended December 31, 2024, 2023 and 2022 (in millions of dollars): <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:66.443%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.133%"></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:9.133%"></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:9.133%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.390%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Group 1 Adjusted EBITDA</td><td style="background-color:#cceeff;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%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,353 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,135 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,967 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Group 2 Adjusted EBITDA</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,190 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,964 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,751 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Group 3 Adjusted EBITDA</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">436 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">348 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">211 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Adjusted EBITDA</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,979 </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">4,447 </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">3,929 </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></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other income (expense), net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-

height:100%">2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest income</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">539 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">508 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">395 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation, depletion and amortization</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,677 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,501 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,352 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accretion</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">107 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">98 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Loss from unconsolidated equity method investments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">255 </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">94 </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">166 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding: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%">Adjustment to withdrawal liability for multiemployer pension funds </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restructuring charges</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29 </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">33 </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">27 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Gain on certain divestitures and impairments, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(30)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">US Ecology, Inc. acquisition integration and deal costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34 </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">77 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Loss on extinguishment of debt and other related costs</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 1.75pt;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%">Income before income taxes</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,432 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,191 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,832 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td></tr></table></div> 3 182000000 170000000 90000000 129000000 137000000 <div style="margin-top:5pt">Summarized financial information concerning our reportable segments for the years ended December 31, 2024, 2023 and 2022 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:23.169%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.041%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Recycling & Waste Subtotal(1)</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 3
(Environmental Solutions)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Corporate entities and other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="36" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2024</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Gross Revenue</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">8,332 </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"><span style="color:#000000;font-family:'Times*

New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">7,891 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">16,223 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,864 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">331 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">18,418 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Intercompany Revenue</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,235)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,037)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,272)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(49)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(65)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,386)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Revenue Allocations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">123 </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">115 </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">238 </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">28 </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">(266)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Net Revenue</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7,220 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,969 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,189 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,843 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">16,032 </td><td style="background-color:#ccceff;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">Cost of Operations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,129 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,079 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,208 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,142 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,350 </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:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">SG&A</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">738 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">671 </td><td

style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,409 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">265 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,674 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other Segment Items</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29 </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">29 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Adjusted EBITDA</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,353 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,190 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,543 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">436 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-

color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,979 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Capital Expenditures</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">874 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">574 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,448 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">136 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">271 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,855 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total Assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">14,250 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">11,046 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">25,296 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,459 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,647 </td><td style="background-color:#cceeff;padding:2px 1pt 2px

0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">32,402 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:23.169%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.041%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Recycling & Waste Subtotal(1)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 3
(Environmental Solutions)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Corporate entities and other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="36" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Gross Revenue</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">7,769 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,566 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">15,335 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,701 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">243 </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">17,279 </td><td style="background-color:#ffffff;padding:2px 1pt 2px

0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Intercompany Revenue</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,171)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,011)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,182)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(56)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(76)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,314)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Revenue Allocations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">96 </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">91 </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">187 </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">(20)</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">(167)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Net Revenue</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,694 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,646 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,340 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-

color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,625 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">14,965 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Cost of Operations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,878 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,033 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,911 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,032 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,943 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">SG&A</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">681 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">649 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,330 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">279 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,609 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other Segment Items</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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">(34)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(34)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Adjusted EBITDA</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,135 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,964 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,099 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">348 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">4,447 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Capital Expenditures</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">707 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">542 </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"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">1,249 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">145 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">237 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,631 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total Assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">13,665 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">10,988 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">24,653 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,471 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,286 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">31,410 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:23.169%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.034%"></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:11.041%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 1</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:

*height:100%">Group 2</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Recycling & Waste Subtotal(1)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Group 3
(Environmental Solutions)</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Corporate entities and other</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="36" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Gross Revenue</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,107 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">7,029 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">14,136 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,262 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">247 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">15,645 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Intercompany Revenue</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,090)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(945)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,035)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(47)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(52)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-*

height:100%">(2,134)</td><td style="background-color:#ccceff;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">Revenue Allocations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">103 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">99 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">202 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</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">(195)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top">Net Revenue</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,120 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">6,183 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">12,303 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,208 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">13,511 </td><td style="background-color:#ccceff;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">Cost of Operations</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,541 </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:9pt;font-weight:400;line-height:100%">3,846 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,387 </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">818 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8,205 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">SG&A</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">612 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">586 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,198 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">256 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,454 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other Segment Items</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </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">(77)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(77)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Adjusted EBITDA</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,967 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px

1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,751 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,718 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">211 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,929 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Capital Expenditures</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">620 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">542 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,162 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">133 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">159 </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">1,454 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total Assets</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-

height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">12,418 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">10,528 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">22,946 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">4,090 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">2,017 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">29,053 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> (1) The Recycling & Waste Subtotal represents the combined results of our Group 1 and Group 2 reportable segments. 8332000000 7891000000 16223000000 1864000000 331000000 18418000000 -1235000000 -1037000000 -2272000000 -49000000 -65000000 -2386000000 123000000 115000000 238000000 28000000 -266000000 7220000000 6969000000 14189000000 1843000000 0 16032000000 4129000000 4079000000 8208000000 1142000000 9350000000 738000000 671000000 1409000000 265000000 1674000000 0 29000000 29000000 0 29000000 2353000000 2190000000 4543000000 436000000 4979000000 874000000 574000000 1448000000 136000000 271000000 1855000000 14250000000 11046000000 25296000000 4459000000 2647000000 32402000000 7769000000 7566000000 15335000000 1701000000 243000000 17279000000 -1171000000 -1011000000 -2182000000 -56000000 -76000000 -2314000000 96000000 91000000 187000000 -20000000 -167000000 6694000000 6646000000 13340000000 1625000000 0 14965000000 3878000000 4033000000 7911000000 1032000000 8943000000 681000000 649000000 1330000000 279000000 1609000000 0 0 0 -34000000 -34000000 2135000000 1964000000 4099000000 348000000 4447000000 707000000 542000000 1249000000 145000000 237000000 1631000000 13665000000 10988000000 24653000000 4471000000 2286000000 31410000000 7107000000 7029000000 14136000000 1262000000 247000000 15645000000 -1090000000 -945000000 -2035000000 -47000000 -52000000 -2134000000 103000000 99000000 202000000 -7000000 -195000000 6120000000 6183000000 12303000000 1208000000 0 13511000000 3541000000 3846000000 7387000000 818000000 8205000000 612000000 586000000 1198000000 256000000 1454000000 0 0 0 -77000000 -77000000 1967000000 1751000000 3718000000 211000000 3929000000 620000000 542000000 1162000000 133000000 159000000 1454000000 12418000000 10528000000 22946000000 4090000000 2017000000 29053000000 A reconciliation of the Company's single measure of segment profitability (segment adjusted EBITDA) to Income before income tax provision in the Consolidated Statements of Net Income is as follows for the years ended December 31, 2024, 2023 and 2022 (in millions of dollars): <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:66.443%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.133%"></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:9.133%"></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:9.133%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.390%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-

align:left;vertical-align:bottom">Group 1 Adjusted EBITDA</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,353 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,135 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,967 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Group 2 Adjusted EBITDA</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,190 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,964 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,751 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Group 3 Adjusted EBITDA</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">436 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">348 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">211 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Adjusted EBITDA</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,979 </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">4,447 </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">3,929 </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></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other income (expense), net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(23)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-

align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest income</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">539 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">508 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">395 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Depreciation, depletion and amortization</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,677 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,501 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,352 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Accretion</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">107 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">98 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">89 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Loss from unconsolidated equity method investments</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">255 </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">94 </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">166 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Adjustment to withdrawal liability for multiemployer pension funds </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restructuring charges</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29 </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">33 </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">27 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Gain on certain divestitures and impairments, net</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(30)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">US Ecology, Inc. acquisition integration and deal costs</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34 </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">77 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Loss on extinguishment of debt and other related costs</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 1.75pt;text-align:left;vertical-align:bottom">Income before income taxes</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,432 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">2,191 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,832 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td></tr></table></div> 2353000000 2135000000 1967000000 2190000000 1964000000 1751000000 436000000 348000000 211000000 4979000000 4447000000 3929000000 23000000 7000000 -2000000 9000000 6000000 3000000 539000000 508000000 395000000 1677000000 1501000000 1352000000 107000000 98000000 89000000 -255000000 -94000000 -166000000 0 5000000 -2000000 29000000 33000000 27000000 30000000 4000000 6000000 0 34000000 77000000 -2000000 0 0 2432000000 2191000000 1832000000 REVENUE<div style="margin-top:5pt">Our operations primarily consist of providing environmental services. The following table disaggregates our revenue by service line for the years ended December 31 (in millions of dollars and as a percentage of revenue):</div><div style="margin-top:5pt"><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:24.853%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.632%"></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="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Collection:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Residential</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">2,939 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.3 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,823 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,642 </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">19.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Small-container</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,820 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,439 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,946 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Large-container</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,024 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,922 </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">19.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,701 </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">20.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">69 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">54 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Total collection </td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,855 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67.7 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,253 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">68.5 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,343 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">69.1 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Transfer</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,780 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,699 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,575 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-

color:#ccceff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Less: intercompany</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(975)</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:0 1pt"></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">(933)</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:0 1pt"></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">(850)</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:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Transfer, net</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">805 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.0 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">766 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.1 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">725 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.4 </td><td style="background-color:#cceeff;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:top">Landfill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,981 </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:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,885 </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:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,682 </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:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Less: intercompany</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,240)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,206)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td>

<td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,132)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Landfill, net</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,741 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10.9 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,679 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11.2 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,550 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11.5 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental solutions</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,907 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,701 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,262 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Less: intercompany</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(64)</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:0 1pt"></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">(76)</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:0 1pt"></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">(54)</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:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental solutions, net</td><td colspan="2" style="background-color:#cceeff;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:10pt;font-weight:400;line-

height:100%">1,843 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11.5 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,625 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10.9 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,208 </td><td style="background-color:#ccceff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8.9 </td><td style="background-color:#ccceff;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">Other:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt;text-align:left;vertical-align:top"> Recycling processing and commodity sales </td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">409 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.5 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">312 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">359 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.7 </td><td style="background-color:#ccceff;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 7.75pt;text-align:left;vertical-align:top">Other non-core</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">379 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.4 </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">330 </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%">2.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">326 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:top">Total other</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">788 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.9 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">642 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.3 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">685 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.1 </td><td style="background-color:#cceeff;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:top">Total revenue</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">16,032 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100.0 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14,965 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100.0 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">13,511 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100.0 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr></table> Other non-core revenue consists primarily of revenue from National Accounts, which represents the portion of revenue generated from nationwide or regional contracts in markets outside our operating areas where the associated material handling is subcontracted to local operators. Consequently, substantially all of this revenue is offset with related subcontract costs, which are recorded in cost of operations. See Note 15, Segment Reporting, for additional information regarding revenue by reportable segment. Revenue by Service Line Collection Services Our collection business involves the collection of material for transport to transfer stations, or directly to landfills or recycling centers. Our collection services business includes both recurring and temporary customer relationships. Our standard contract duration is three years, although some of our exclusive franchises are for significantly longer periods. The fees received for collection services are based primarily on the market, collection frequency, type of service, type and volume or weight of the material collected, the distance to the disposal facility and the cost of disposal. In general, small-container and residential collection fees are billed monthly or quarterly in advance. Our large-container customers are typically billed on a monthly basis based on the nature of the services provided during the period. Revenue recognized under these agreements is variable in nature based on the number of residential homes or businesses serviced during the period, the frequency of collection and the volume of material collected. In addition, certain of our contracts have annual price escalation clauses that are tied to changes in an underlying base index such as a consumer price index which are unknown at contract inception. Transfer Services Revenue at our transfer stations is primarily generated by charging tipping or disposal fees. The fees received for transfer services are based primarily on the market, type and volume or weight of the material accepted, the distance to the disposal facility and the cost of disposal. In general, fees are billed and revenue is recognized at the time the service is performed. Revenue recognized under these agreements is variable in nature based on the volume and nature of the material accepted at the transfer station. Landfill Services Revenue at our landfills is primarily generated by charging tipping fees to third parties based on the volume disposed and the nature of the waste. In general, fees are variable in nature and revenue is recognized at the time the waste is disposed at the facility. Environmental Solutions Environmental solutions revenue is primarily generated from the fees we charge for the collection, treatment, consolidation, disposal and recycling of hazardous and non-hazardous waste, field and industrial services, equipment rental, emergency response and standby services and in-plant services, such as transportation and logistics, including at our transfer, storage and disposal facilities (TSDF). Activity for this service line varies across markets and reflects the regulatory environment, pricing and disposal alternatives available in any given market. Revenue recognized under these agreements is variable in nature and primarily based on the volume and type of waste accepted or processed during the period. For certain field and industrial services contracts, we have a right to consideration from our customers in an amount that corresponds directly with the value to the customer of the Company's performance completed to date. Therefore, we have applied the practical expedient to recognize revenue in the amount to which we have the right to invoice. Recycling Processing and Commodity Sales Our recycling centers generate revenue through the processing and sale of old corrugated cardboard (OCC), old newsprint (ONP), aluminum, glass, plastic and other materials at market prices. In certain instances, we issue recycling rebates to our municipal or large-container customers, which can be based on the price we receive upon the final sale of recycled commodities, a fixed contractual rate or other measures. We also receive rebates when we dispose of recycled commodities at third-party facilities. The fees received are based primarily on the market, type and volume or weight of the materials sold. In general, fees are billed and revenue is recognized at the time title is transferred. Revenue recognized under these agreements is variable in nature based on the volume and type of materials sold. In addition, the amount of revenue recognized is based on commodity prices at the time of sale, which are

*unknown at contract inception. Revenue Recognition Our service obligations of a long-term nature, e.g., certain collection service contracts, are satisfied over time, and we recognize revenue based on the value provided to the customer during the period. The amount billed to the customer is based on variable elements such as the number of residential homes or businesses for which collection services are provided, the volume of material collected, treated, transported and disposed, and the nature of the material accepted. We do not disclose the value of unsatisfied performance obligations for these contracts as our right to consideration corresponds directly to the value provided to the customer for services completed to date and all future variable consideration is allocated to wholly unsatisfied performance obligations. Additionally, certain elements of our long-term customer contracts are unknown upon entering into the contract, including the amount that will be billed in accordance with annual price escalation clauses, our fuel recovery fee program and commodity prices. The amount to be billed is often tied to changes in an underlying base index such as a consumer price index or a fuel or commodity index, and revenue can be recognized once the index is established for the period. Deferred Revenue The factors that impact the timing and amount of revenue recognized for each service line may vary based on the nature of the service performed. Generally, we recognize revenue at the time we perform a service. In the event that we bill for services in advance of performance, we recognize deferred revenue for the amount billed and subsequently recognize revenue at the time the service is provided. Depending on the nature of the contract, we may also generate revenue through the collection of fuel recovery fees and environmental fees which are designed to recover our internal costs of providing services to our customers. Substantially all of the deferred revenue recognized as of December 31, 2023 was recognized as revenue during 2024 when the service was performed. Deferred Contract Costs We incur certain upfront payments to acquire customer contracts which are recognized as other assets in our consolidated balance sheet, and we amortize the asset over the respective contract life. In addition, we recognize sales commissions that represent an incremental cost of the contract as other assets in our consolidated balance sheet, and we amortize the asset over the average life of the customer relationship. As of December 31, 2024 and 2023, we recognized $82 million and $83 million, respectively, of deferred contract costs and capitalized sales commissions. During the years ended December 31, 2024, 2023 and 2022, we amortized $15 million, $14 million and $13 million, respectively, of capitalized sales commissions to selling, general and administrative expenses, and $4 million, $5 million and $6 million, respectively, of other deferred contract costs as a reduction of revenue. *
The following table disaggregates our revenue by service line for the years ended December 31 (in millions of dollars and as a percentage of revenue): <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:24.853%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.632%"></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="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Collection:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-

color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Residential</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,939 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.3 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">2,823 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.9 </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">2,642 </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">19.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Small-container</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,820 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">30.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,439 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,946 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29.2 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Large-container</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,024 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18.9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,922 </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">19.5 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,701 </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">20.0 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">69 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">54 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">0.4 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"> Total collection </td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,855 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">67.7 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,253 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">68.5 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,343 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">69.1 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Transfer</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,780 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,699 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,575 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Less: intercompany</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(975)</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:0 1pt"></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">(933)</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:0 1pt"></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">(850)</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:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Transfer, net</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">805 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.0 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">766 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.1 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">725 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.4 </td><td style="background-color:#cceeff;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:top">Landfill</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,981 </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:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,885 </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:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,682 </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:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Less: intercompany</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,240)</td><td

style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,206)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,132)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Landfill, net</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,741 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10.9 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,679 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11.2 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,550 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11.5 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental solutions</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,907 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,701 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,262 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Less: intercompany</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(64)</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:0 1pt"></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">(76)</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:0 1pt"></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">(54)</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:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Environmental solutions, net</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,843 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11.5 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,625 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10.9 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,208 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8.9 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Other:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Recycling processing and commodity sales </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">409 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">312 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">359 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.7 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Other non-core</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">379 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.4 </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">330 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.2 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">326 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2.4 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 12.25pt;text-align:left;vertical-align:top">Total other</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">788 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.9 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">642 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4.3 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">685 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5.1 </td><td style="background-color:#cceeff;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:top">Total revenue</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">16,032 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100.0 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14,965 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100.0 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">13,511 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100.0 </td><td style="background-color:#ffffff;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> 2939000000 0.183 2823000000 0.189 2642000000 0.195 4820000000 0.301 4439000000 0.297 3946000000 0.292 3024000000 0.189 2922000000 0.195 2701000000 0.200 72000000 0.004 69000000 0.004 54000000 0.004 10855000000 0.677 10253000000 0.685 9343000000 0.691 1780000000 1699000000 1575000000 -975000000 -933000000 -850000000 805000000 0.050 766000000 0.051 725000000 0.054 2981000000 2885000000 2682000000 -1240000000 -1206000000 -1132000000 1741000000 0.109 1679000000 0.112 1550000000 0.115 1907000000 1701000000 1262000000 -64000000 -76000000 -54000000 1843000000 0.115 1625000000 0.109 1208000000 0.089 409000000 0.025 312000000 0.021 359000000 0.027 379000000 0.024 330000000 0.022 326000000 0.024 788000000 0.049 642000000 0.043 685000000 0.051 16032000000 1.000 14965000000 1.000 13511000000 1.000 82000000 83000000 15000000 14000000 13000000 4000000 5000000 6000000 CHANGES IN ACCUMULATED OTHER COMPREHENSIVE LOSS BY COMPONENT<div style="margin-top:5pt">A summary of changes in accumulated other comprehensive loss, net of tax, by component, for the years ended December 31, 2024, 2023 and 2022 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:39.104%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.519%"></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:13.519%"></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:12.788%"></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:13.526%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Cash Flow
Hedges</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Defined Benefit Pension Plan</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign Currency Translation</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Balance as of December 31, 2021</div></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(26)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(15)</td><td style="background-color:#cceeff;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:middle">Other comprehensive loss before reclassifications</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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">2 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Amounts reclassified from accumulated other comprehensive loss</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Net current-period other comprehensive income (loss)</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance as of December 31, 2022 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(16)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-

weight:400;line-height:100%">(12)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Other comprehensive income (loss) before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Amounts reclassified from accumulated other comprehensive loss</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Net current-period other comprehensive income (loss)</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance as of December 31, 2023 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(11)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(10)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(12)</td><td style="background-color:#cceeff;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:middle">Other comprehensive income (loss) before reclassifications</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Amounts reclassified from accumulated other comprehensive loss </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(8)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(14)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Net current-period other comprehensive income (loss)</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(14)</td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance as of December 31, 2024 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(13)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(13)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(26)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td></tr></table> A summary of reclassifications out of accumulated other comprehensive loss for the years ended December 31, 2024, 2023 and 2022 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:32.380%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.381%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.381%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.381%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.969%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.972%"></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="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amount Reclassified from Accumulated Other Comprehensive Loss</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Details about Accumulated Other Comprehensive Loss Components</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td><td colspan="3" style="padding:0 1pt"></td><td colspan="6" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Affected Line Item in the Statement Where Net Income is Presented</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gain (loss) on cash flow hedges:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 4.75pt;text-align:left;vertical-align:bottom">Terminated interest rate locks</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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td 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">(6)</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="6" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">2022 Interest Rate Swap</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Total before tax</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">11 </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">12 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</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="6" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Tax (provision) benefit</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net of tax</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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="6" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr style="height:9pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td

colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Pension gains:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="6" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Pension settlement</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other income</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Tax provision</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="6" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net of tax</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total income (loss) reclassified into earnings, net of tax </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;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%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td colspan="6" style="background-color:#ffffff;padding:0 1pt"></td></tr></table> In 2024, we terminated our qualified defined benefit pension plan, the BFI Retirement Plan (the Plan). The Plan covered certain employees in the United States, including some employees subject to collective bargaining agreements. Plan participants were provided the opportunity to receive their full accrued benefits from plan assets by either electing immediate lump sum distributions or annuity contracts with a qualifying third-party annuity provider. The purchase of the annuity contracts was funded directly by assets of the defined benefit pension plan. As a result, the plan was settled resulting in the recognition of a non-cash gain of $8 million related to the accelerated recognition of the proportional share of unamortized net actuarial gains previously recorded in accumulated other comprehensive loss. This gain was recorded to other income, net in our consolidated statements of income. All remaining obligations were settled as of December 31, 2024.</div> <div style="margin-top:5pt">A summary of changes in accumulated other comprehensive loss, net of tax, by component, for the years ended December 31, 2024, 2023 and 2022 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:39.104%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.519%"></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:13.519%"></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:12.788%"></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:13.526%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Cash Flow
Hedges</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Defined Benefit Pension Plan</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Foreign Currency Translation</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"><div>Balance as of December 31, 2021</div></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(26)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">11 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(15)</td><td style="background-color:#cceeff;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:middle">Other comprehensive loss before reclassifications</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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">2 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle">Amounts reclassified from accumulated other comprehensive loss</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td 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style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3 </td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance as of December 31, 2022 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(16)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td 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weight:400;line-height:100%">(12)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:middle">Other comprehensive income (loss) before reclassifications</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 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1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(5)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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" 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#000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(14)</td><td style="background-color:#ffffff;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:#cceeff;padding:2px 1pt;text-align:left;vertical-align:middle"> Balance as of December 31, 2024 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(13)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(13)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(26)</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:15pt"><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:3pt double #000000;padding:0 1pt"></td></tr></table> -26000000 11000000 0 -15000000 9000000 -2000000 -5000000 2000000 -1000000 0 0 -1000000 10000000 -2000000 -5000000 3000000 -16000000 9000000 -5000000 -12000000 14000000 0 -5000000 9000000 9000000 0 0 9000000 5000000 0 -5000000 0 -11000000 9000000 -10000000 -12000000 6000000 -3000000 -3000000 0 8000000 6000000 0 14000000 -2000000 -9000000 -3000000 -14000000 -13000000 0 -13000000 -26000000 A summary of reclassifications out of accumulated other comprehensive loss for the years ended December 31, 2024, 2023 and 2022 follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.561%"><tr><td style="width:1.0%"></td><td style="width:32.380%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.381%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.381%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.381%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.534%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.969%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.972%"></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="15" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Amount Reclassified from Accumulated Other Comprehensive Loss</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Details about Accumulated Other Comprehensive Loss Components</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2022</td><td colspan="3" style="padding:0 1pt"></td><td colspan="6" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Affected Line Item in the Statement Where Net Income is Presented</td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Gain (loss) on cash flow hedges:</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 4.75pt;text-align:left;vertical-align:bottom">Terminated interest rate locks</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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;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%">(5)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td 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">(6)</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="6" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">2022 Interest Rate Swap</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">5 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Interest expense</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Total before tax</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">11 </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">12 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</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="6" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Tax (provision) benefit</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net of tax</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9 </td><td style="background-color:#ffffff;border-top:1pt solid #000000;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 #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#ffffff;border-top:1pt solid #000000;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="6" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr style="height:9pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Pension gains:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="6" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:bottom">Pension settlement</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">8 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Other income</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Tax provision</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="6" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 7pt;text-align:left;vertical-align:bottom">Net of tax</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">6 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="6" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"> Total income (loss) reclassified into earnings, net of tax </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;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:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14 </td><td

*style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">10 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;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:#ffffff;padding:0 1pt"></td><td colspan="6" style="background-color:#ffffff;padding:0 1pt"></td></tr></table> 3000000 5000000 6000000 -14000000 -17000000 -5000000 11000000 12000000 -1000000 3000000 3000000 0 8000000 9000000 -1000000 8000000 1000000 1000000 2000000 0 0 6000000 1000000 1000000 14000000 10000000 0 8000000 FINANCIAL INSTRUMENTS Fair Value Measurements In measuring fair values of assets and liabilities, we use valuation techniques that maximize the use of observable inputs (Level 1) and minimize the use of unobservable inputs (Level 3). We also use market data or assumptions that we believe market participants would use in pricing an asset or liability, including assumptions about risk when appropriate. The carrying value for certain of our financial instruments, including cash, accounts receivable, accounts payable and certain other accrued liabilities, approximates fair value because of their short-term nature. As of December 31, 2024 and 2023, our assets and liabilities that are measured at fair value on a recurring basis include the following: <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.415%"><tr><td style="width:1.0%"></td><td style="width:40.223%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.635%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.635%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.635%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.635%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.697%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="27" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2024</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</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">Quoted
Prices in
Active
Markets
(Level 1)</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">Significant
Other
Observable
Inputs
(Level 2)</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">Significant
Unobservable
Inputs
(Level 3)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Assets:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid*

#000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Money market mutual funds - restricted cash and marketable securities and other assets</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">62 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">62 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">62 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Bonds and fixed income - restricted cash and marketable securities and other assets </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Derivative and hedging assets - other assets, prepaid expenses and other current assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </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">55 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td

colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Total assets</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">207 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">207 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">62 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">145 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Liabilities:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-

height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Contingent consideration – other accrued liabilities and other long-term liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65 </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">65 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Total liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">137 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">137 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">65 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> <span style="color:#000000;font-family:'Times New

***Roman',sans-serif;font-size:8pt;font-weight:400;line-height:120%"> <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:40.566%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.572%"></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:9.572%"></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:9.572%"></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:9.572%"></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:11.626%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="27" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</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">Quoted
Prices in
Active
Markets
(Level 1)</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">Significant
Other
Observable
Inputs
(Level 2)</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">Significant
Unobservable
Inputs
(Level 3)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Assets:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Money market mutual funds - restricted cash and marketable securities and other assets</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">43 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">43 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-***

align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt 2px 4.75pt;text-align:left;vertical-align:top">Bonds - restricted cash and marketable securities and other assets</td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76 </td><td style="background-color:#ccceff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccceff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ccceff;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 7.75pt;text-align:left;vertical-align:top">Derivative and hedging assets - other assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">78 </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">78 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">78 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ccceff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Total assets</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">197 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">197 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">154 </td><td style="background-color:#ccceff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccceff;padding:0 1pt"></td><td style="background-color:#ccceff;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%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Liabilities:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">80 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">80 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">80 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Contingent consideration - other accrued liabilities and other long-term liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">64 </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">64 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">64 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Total liabilities</td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">144 </td><td

style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">144 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">80 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">64 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> Total Debt As of December 31, 2024 and 2023, the carrying value of our total debt was $12.7 billion and $12.8 billion, respectively, and the fair value of our total debt was $12.2 billion and $12.5 billion, respectively. The estimated fair value of our fixed rate senior notes and debentures is based on quoted market prices. The fair value of our remaining notes payable, tax-exempt financings and borrowings under our credit facilities approximates the carrying value because the interest rates are variable. The fair value estimates are based on Level 2 inputs of the fair value hierarchy as of December 31, 2024 and 2023. See Note 9, Debt, for further information related to our debt. Contingent Consideration In 2015, we entered into a waste management contract with the County of Sonoma, California to operate the county's waste management facilities. As of December 31, 2024, the Sonoma contingent consideration represents the fair value of $57 million payable to the County of Sonoma based on the achievement of future annual tonnage targets through the expected remaining capacity of the landfill. The potential undiscounted amount of all future contingent payments that we could be required to make under the waste management contract is estimated to be between approximately $77 million and $105 million. During 2024, the activity in the contingent consideration liability included accretion, which was offset by concession payments made in the ordinary course of business. There were no changes to the estimate of fair value. As of December 31, 2024 and 2023, our assets and liabilities that are measured at fair value on a recurring basis include the following:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.415%"><tr><td style="width:1.0%"></td><td style="width:40.223%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.635%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.635%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.635%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.635%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.535%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.697%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="27" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2024</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td

colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</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">Quoted
Prices in
Active
Markets
(Level 1)</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">Significant
Other
Observable
Inputs
(Level 2)</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">Significant
Unobservable
Inputs
(Level 3)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Assets:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Money market mutual funds - restricted cash and marketable securities and other assets</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">62 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">62 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top"> Bonds and fixed income - restricted cash and marketable securities and other assets </td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-

align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">90 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Derivative and hedging assets - other assets, prepaid expenses and other current assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </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">55 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">55 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Total assets</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">207 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">207 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">62 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">145 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Liabilities:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px

16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Contingent consideration - other accrued liabilities and other long-term liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65 </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">65 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Total liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">137 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">137 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt">

</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">72 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">65 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> </div><div> <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:40.566%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:9.572%"></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:9.572%"></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:9.572%"></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:9.572%"></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:11.626%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="27" style="border-bottom:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"> </td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="21" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Carrying Amount</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</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">Quoted
Prices in
Active
Markets
(Level 1)</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">Significant
Other
Observable
Inputs
(Level 2)</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">Significant
Unobservable
Inputs
(Level 3)</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Assets:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Money market mutual funds - restricted cash and marketable securities and other assets</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">43 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">43 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">43 </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">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 4.75pt;text-align:left;vertical-align:top">Bonds - restricted cash and marketable securities and other assets</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">76 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 7.75pt;text-align:left;vertical-align:top">Derivative and hedging assets - other assets</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">78 </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">78 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">78 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Total assets</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;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%">197 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">197 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">154 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Liabilities:</td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:3pt double #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Derivative and hedging liabilities - other accrued liabilities and other long-term liabilities</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">80 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">80 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">80 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 16.75pt;text-align:left;text-indent:-9pt;vertical-align:top">Contingent consideration - other accrued liabilities and other long-term liabilities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">64 </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">64 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">64 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Total liabilities</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">144 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">144 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:9pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">80 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">64 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 62000000 62000000 62000000 0 0 90000000 90000000 0 90000000 0 55000000 55000000 0 55000000 0 207000000 207000000 62000000 145000000 0 72000000 72000000 0 72000000 0 65000000 65000000 0 0 65000000 137000000 137000000 0 72000000 65000000 43000000 43000000 43000000 0 0 76000000 76000000 0 76000000 0 78000000 78000000 0 78000000 0 197000000 197000000 43000000 154000000 0 80000000 80000000 0 80000000 0 64000000 64000000 0 0 64000000 144000000 144000000 0 80000000 64000000 12700000000 12800000000 12200000000 12500000000 57000000 77000000 105000000 0 COMMITMENTS AND CONTINGENCIES Legal Proceedings We are subject to extensive and evolving laws and regulations and have implemented safeguards to respond to regulatory requirements. In the normal course of our business, we become involved in legal proceedings. Some may result in fines, penalties or judgments against us, or settlements, which may impact earnings and cash flows for a particular period. Although we cannot predict the ultimate outcome of any legal matter with certainty, we do not believe the outcome of any of our pending legal proceedings will have a material adverse impact on our consolidated financial position, results of operations or cash flows. As used herein, the term legal proceedings refers to litigation and similar claims against us and our subsidiaries, excluding:

(1) ordinary course accidents, general commercial liability and workers' compensation claims, which are covered by insurance programs, subject to customary deductibles, and which, together with insured employee health care costs, are discussed in Note 7, Other Liabilities; and (2) environmental remediation liabilities, which are discussed in Note 8, Landfill and Environmental Costs. We accrue for legal proceedings when losses become probable and reasonably estimable. We have recorded an aggregate accrual of approximately $13 million relating to our outstanding legal proceedings as of December 31, 2024. As of the end of each applicable reporting period, we review each of our legal proceedings and, where it is probable that a liability has been incurred, we accrue for all probable and reasonably estimable losses. Where we can reasonably estimate a range of losses we may incur regarding such a matter, we record an accrual for the amount within the range that constitutes our best estimate. If we can reasonably estimate a range but no amount within the range appears to be a better estimate than any other, we use the amount that is the low end of such range. If we had used the high ends of such ranges, our aggregate potential liability would be approximately $6 million higher than the amount recorded as of December 31, 2024.</div><div style="margin-top:9pt">Multiemployer Pension Plans</div><div style="margin-top:5pt">We participate in multiemployer pension plans that generally provide retirement benefits to participants of contributing employers. We do not administer these plans.</div><div style="margin-top:5pt">Under current law regarding multiemployer pension plans, our withdrawal (which we consider from time to time) or the mass withdrawal from any under-funded multiemployer pension plan (each, a Withdrawal Event) could require us to make payments to the plan for our proportionate share of the plan's unfunded vested liabilities. During the course of operating our business, we incur Withdrawal Events regarding certain of the multiemployer pension plans in which we participate. We accrue for such events when losses become probable and reasonably estimable. </div><div style="margin-top:9pt">Unconditional Purchase Commitments</div><div style="margin-top:9pt;text-align:justify">Royalties</div><div style="margin-top:5pt">We have entered into agreements to pay royalties to prior landowners or host communities, based on, among other things, revenue received and waste tonnage disposed at specified landfills. These royalties are generally payable quarterly and amounts incurred, but not paid, are accrued in our consolidated balance sheets. Royalties are accrued as revenue is received or tonnage is disposed of, as applicable, in the landfills.</div><div style="margin-top:9pt">Disposal Agreements</div><div style="margin-top:5pt">We have several agreements that require us to dispose of a minimum number of tons at third-party disposal facilities. Under these put-or-pay agreements, we must pay for agreed-upon minimum volumes regardless of the actual number of tons placed at the facilities.</div><div style="margin-bottom:5pt;margin-top:5pt">Our unconditional purchase commitments have varying expiration dates, with some extending through the remaining life of the respective landfill. Future minimum payments under unconditional purchase commitments, consisting primarily of (1) disposal related agreements, which include fixed or minimum royalty payments, host agreements and take-or-pay and put-or-pay agreements, and (2) other obligations including committed capital expenditures and consulting service agreements, as of December 31, 2024 are as follows:</div><div style="margin-bottom:5pt;margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">202 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">150 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top"><span style="color:#000000;font-family:'Times

New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">48 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">342 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">907 </td><td style="background-color:#cceeff;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 style="margin-top:9pt;text-align:justify">Cash and Cash Equivalents and Restricted Cash and Marketable Securities</div><div style="margin-top:5pt">Restricted cash and restricted cash equivalents are included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statements of cash flows. Beginning-of-period and end-of-period cash, cash equivalents, restricted cash and restricted cash equivalents as presented in the statements of cash flows are reconciled as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.777%"></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:14.543%"></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:14.543%"></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:14.547%"></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">December 31, 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><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">74 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">140 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">143 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restricted cash and marketable securities</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">208 </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">164 </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">128 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: restricted marketable securities</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(79)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(76)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(57)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Cash, cash equivalents, restricted cash and restricted cash equivalents</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">203 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">228 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">214 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:9pt">Our restricted cash and marketable securities includes amounts pledged to regulatory agencies and governmental entities as financial guarantees of our performance under certain collection, landfill and transfer station contracts and permits and relating to our final capping, closure and post-closure obligations at our landfills and restricted cash and marketable securities related to our insurance obligations.</div><div style="margin-top:5pt">The following table summarizes our restricted cash and marketable securities as of December 31:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Capping, closure and post-closure obligations</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;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%">59 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Insurance</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">149 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">121 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total restricted cash and marketable securities</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">208 </td><td style="background-color:#cceeff;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:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">164 </td><td style="background-color:#cceeff;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="margin-top:9pt">We must provide financial assurance to governmental agencies and a variety of other entities under applicable environmental regulations relating to our landfill operations for capping, closure and post-closure costs and our performance under certain collection, landfill and transfer station contracts. We satisfy our financial assurance requirements by providing surety bonds, letters of credit, insurance policies or trust deposits. The amount of the financial assurance requirements for capping, closure and post-closure costs is determined by applicable state environmental regulations, which vary by state. The financial assurance requirements for capping, closure and post-closure costs can either be for costs associated with a portion of the landfill or the entire landfill. Generally, states will require a third-party engineering specialist to determine the estimated capping, closure and post-closure costs that are used to determine the required amount of financial assurance for a landfill. The amount of financial assurance required can, and generally will, differ from the obligation determined and recorded under U.S. GAAP. The amount of the financial assurance requirements related to contract performance varies by contract. Additionally, we are required to provide financial assurance for our insurance program and collateral for certain performance obligations.</div><div style="margin-top:5pt">We had the following financial instruments and collateral in place to secure our financial assurances as of December 31:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Letters of credit</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">464 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;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%">467 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Surety bonds</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">5,045 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">4,677 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> We had $317 million and $337 million of letters of credit outstanding under our Credit Facility as of December 31, 2024 and 2023, respectively. Surety bonds subject to expiration will expire on various dates through 2032. These financial instruments are issued in the normal course of business and are not classified as debt. Because we currently have no liability for this financial assurance, it is not reflected in our consolidated balance sheets. However, we have recorded capping, closure and post-closure obligations and insurance reserves as they are incurred. We own a 19.9% interest in a company that, among other activities, issues financial surety bonds to secure capping, closure and post-closure obligations for companies operating in the environmental services industry. We account for this investment using an alternative measurement approach. There have been no identified events or changes in circumstances that may have a significant adverse effect on the recoverability of this investment. This investee company and the parent company of the investee had written surety bonds for us relating primarily to our landfill operations for capping, closure and post-closure, of which $1,812 million were outstanding as of December 31, 2024. Our reimbursement obligations under these bonds are secured by an indemnity agreement with the investee and a surety bond.</div><div style="margin-top:9pt">Off-Balance Sheet Arrangements</div><div style="margin-top:5pt">We have no off-balance sheet debt or similar obligations, other than short-term operating leases and financial assurances, which are not classified as debt. We have no transactions or obligations with related parties that are not disclosed, consolidated into or reflected in our reported financial position or results of operations. We have not guaranteed any third-party debt.</div><div style="margin-top:9pt">Guarantees</div><div style="margin-top:5pt">We enter into contracts in the normal course of business that include indemnification clauses. Indemnifications relating to known liabilities are recorded in the consolidated financial statements based on our best estimate of required future payments. Certain of these indemnifications relate to contingent events or occurrences, such as the imposition of additional taxes due to a change in the tax law or adverse interpretation of the tax law and indemnifications made in divestiture agreements where we indemnify the buyer for liabilities that relate to our activities prior to the divestiture and that may become known in the future. We do not believe that these contingent obligations will have a material effect on our consolidated financial position, results of operations or cash flows.</div><div style="margin-top:5pt">We have entered into agreements with property owners to guarantee the value of property that is adjacent to certain of our landfills. These agreements have varying terms. We do not believe that these contingent obligations will have a material effect on our consolidated financial position, results of operations or cash flows.</div><div style="margin-top:9pt">Other Matters</div><div style="margin-top:5pt">Our business activities are conducted in the context of a developing and changing statutory and regulatory framework. Governmental regulation of the environmental services industry requires us to obtain and retain numerous governmental permits to conduct various aspects of our operations. These permits are subject to revocation, modification or denial. The costs and other capital expenditures that may be required to obtain or retain the applicable permits or comply with applicable regulations could be significant. Any revocation, modification or denial of permits could have a material adverse effect on us.</div> 13000000 6000000 Future minimum payments under unconditional purchase commitments, consisting primarily of (1) disposal related agreements, which include fixed or minimum royalty payments, host agreements and take-or-pay and put-or-pay agreements, and (2) other obligations including committed capital expenditures and consulting service agreements, as of December 31, 2024 are as follows:<div style="margin-bottom:5pt;margin-top:5pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:87.186%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.614%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2025</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-

serif;font-size:10pt;font-weight:400;line-height:100%">202 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">150 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2027</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">100 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">65 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">2029</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">48 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Thereafter</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">342 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;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:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">907 </td><td style="background-color:#cceeff;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> 202000000 150000000 100000000 65000000 48000000 342000000 907000000 Beginning-of-period and end-of-period cash, cash equivalents, restricted cash and restricted cash equivalents as presented in the statements of cash flows are reconciled as follows:<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:49.777%"></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:14.543%"></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:14.543%"></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:14.547%"></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">December 31, 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><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2022</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Cash and cash equivalents</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">74 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">140 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-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%">143 </td><td style="background-color:#ccecff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Restricted cash and marketable securities</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">208 </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">164 </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">128 </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:#ccecff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: restricted marketable securities</td><td colspan="3" style="background-color:#ccecff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccecff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(79)</td><td style="background-color:#ccecff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccecff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccecff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(76)</td><td style="background-color:#ccecff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ccecff;padding:0 1pt"></td><td colspan="2" style="background-color:#ccecff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(57)</td><td style="background-color:#ccecff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 10pt;text-align:left;text-indent:-9pt;vertical-align:bottom">Cash, cash equivalents, restricted cash and restricted cash equivalents</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">203 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">228 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">214 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 74000000 140000000 143000000 208000000 164000000 128000000 79000000 76000000 57000000 203000000 228000000 214000000 The following table summarizes our restricted cash and marketable securities as of December 31:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Capping, closure and post-closure

obligations</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">59 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Insurance</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">149 </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">121 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Total restricted cash and marketable securities</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">208 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">164 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> 59000000 43000000 149000000 121000000 208000000 164000000 We had the following financial instruments and collateral in place to secure our financial assurances as of December 31:<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:74.706%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.630%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.533%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:10.631%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:top">Letters of credit</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">464 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">467 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:top">Surety bonds</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"><span

style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-
height:100%">5,045 </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"><span
style="color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-
height:100%">$</td><td style="background-color:#ffffff;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%">4,677 </td><td style="background-color:#ffffff;padding:2px 1pt 2px
0;text-align:right;vertical-align:bottom"></td></tr></table></div> 464000000 467000000 5045000000
4677000000 317000000 337000000 0.199 1812000000 false false false false true

3&N68V28FZG$-@9Z20A2CX.WF.\I4 M7W3VKU[B?<(EH\KSFQ$3T]1=>2P=7'^Z?E)?U%^?"8/"SU7%QL6W(9ARH,TA MQ5@Q)*7$/*#]0?6_IZ2B%/'-.,2,$+%*E9.V3EH-
M/W+P4($=2>X"7MR M=/ M9")G-V$# Y=X&5%;5PBNK+%E_39AAR]LG8&Z!!%V9-KHRE\<#")H;RF_G_21 M5[A3B-7UT[A-
V#]/,OY7^9\O_ZM,%._O2)8(MW435JO*EAQE_@!7@-@LAV+'V)6O?J5MXWE_T>6BXTD- :N=DDQ>]EFH.SLO;,+>-.!G M3*Y!#O$;_C]VA9+V>>)[[I/ ?G/9HB.0*G6:0DHP4(>2Z/Q
M M"JZU;[RM>Z='T/U,WH0Y?%.I>_:J)_MJ8Z(S3UF?Y(8]ZAD"\ R&&CD'M?&P M%/_K1^G0_'^9"/3_Q2EX_Z/E'^VK_9-6B^![V%?!&S2-<[^X:B#AQ5R&]T/R MZ*41Q>@S^2_)B\
(BQ5LG+?P%M+D)YM" @-?5FS#Z?-VM#(--&/4Y'G"$)Z(JI3O4 M-F&@IY:D]Y068)_P]W8#0VOBH+:+U]H5>-8&!1$-FDD^$7IQ=.]B7@;]R$"0
MV*K+URY'G%*Q]&4MT^^<'Z\^H(1P0Y3*F$1#A >=*(3% %&3T2_]*\G75&/] M/@7>>'SGFJ31BW#CSXJB\1\W88(+5 ^.%(%_$T8S][F$M8_"549-"*D^+T=#%4A
M1I+8A'D0Y3'Y%@Q2@A_VV$MO(Y$,J^M!/K$_4@6]I)9_[R(\:->$R^UJK,><[F.?Z_"T_6T31BOXU13-NL@ MM^]!HIWX9#5I*8AV2FKDV^'TFS6R=6,/8WI3=IOU!Q),"!$$VJ
M5&TC\&)XF#.<9T:'V&+EC-EW]>AHM@]]=0"]ROL1W>!W>C:MP"7!4D0EI"NA M2CN=KZC[+P=GB&^^:.A.QX-:Q(YN%*B,:"%$;^2WU.$4P QK1D9[[SUZZ7BQ M[LG
F6B+:5G31+&O:"L-JMN)'TE6Y]Y$I06%K4'BV,TIQ].B<;O!XT/-9*]& MAAZA,>0-*-?L940(>5]WLY6B?ZF4H$_(].^;K3V_4J*1V@_"P_::
MXNZ;LMQQ4WA^$AH9111JW)^/M05'@1CZY;HA0_//"=>HM5J *C,3FH]VW#BJBKADR3J$-8!X,)#?' SG
MPZ)OY'FYGH8+SWQ(YE.IS7*@15Y,7SX[V/OH>*_A;Q4E0W/Q3/Y$GM7E>'8! MR ,-Q9)3SU7A?H)7OXUA%+H.-!YFF>$Z4[P'P1C;_BH+31VB:*>?6TB E]I$
M3[[O/4[RG0NNCBV=2DN[!^S=6>[X9F,2I%S1> !->(2GOB,*&:G,D3W:+)ID M02O4R-)!8.9C1_;[OO>];YOOR*K*O>3SGQSJOK--YGJKW!FC&,X[!/7U**K2 M?*D9,&!J?\-[:*
O)4S?K\3?>(N9M[X[*"AHX^5=*^X;M;NR:Z'IP(32F?R M(RM5\1OW25HD:EE67[N/R0Q$8'[R@[ZH546H*+&P_[N53VJMN)WCO(,&# M]:7QZ7&9H8"
[<=%W&G@.+DVCC3EE".I;>!F2+=%-0R_F0$* @:544OPF3 CO M>5BKJ%%D&B\('O74#OE;U;-X+TSVS?L;(MJHF-0K-'LJN$",H^W FV&;C&0-+0;8AQE#V BC84Q>
<;4TGR%)_'UR; P5-4 M+]5TOLLFSK$R1_;TL&J3;2,5UWF8*#$X>$J/F2=Z/ :QPQ!>5?:9U]M-^6/@ M)JP,M41C66 :F)\XE5P)W-@4
JBF1$.66D@2J4D*H>%W&V6C=R:U1W&6VKZF M(@.T3\4?"M[U]-.QG(XP38Q:"/.44PI_1J[;BM^>H.]75LQS(7[X'=OPCQ1,4WRPSJ3-K3:1+=C
MDV2G[[VWUNADLZNLL_R^Q<%J*O=4,I)CM7K.&*U#H@]"3?RDCK! B"N^1X]Q>LS'R,E]4J'?V99!"SKUMM:&EQU5J:SSS M'.A_7*^XBW9.HZKP;$DB5R";!@>5*#$(?
Q=S:G5M\R8LCFFD70F,$MCP:6+T M:+_+9%5MW';7N8(PG9M3IR2G?:UW+V2DF!"T[L%PU0,H/FPHD,&61GPB"G!U ML5Y YY(),,AD=K8>6R)&O*_Q)
[^XS0UR_[BWOUO4,"LL;G6E*\(M"Y$&*-6F61;<@^;R<2&T46?*ME#K>]TO>6C:_S" M8W&)&7]*R59,.J11<=RO^AFMA$3\+D4PGS$HN"))'L,Z@38^K,.8F/.UU4-O MS;51<]+
(?!4&W][M1?8VUS+^7$UKEMBVX6Z*A4^O@(?V;9WU%9')MH!^AH$$ M9DLM*%X$.I_MGP6=?<)>S@VJ)N;H3%WBG1LNJK3V MV3C@V1Z9CK:
[;Y*%]6\%7+&'HI;J4@ADL7L >[:4-JUS41M =U"$ MI2&MV=,DZR,[FQN$YO_.'SB^M):??9\^0P9-R\ZG&#./J>FE+X?O]1Y=U&5= MQXT:[81D$\V&?
&@$%O<=M9=]>IJ%WX:1OL#HBS;:/YL-W&8E^QX0B"Z$^T_Q-V+[77%GMK?WG5RO4/O81 M#00X@ZS*GY3E.(NS"[J8!)&" 6$GA2.-
WX6F7O39AG6KKD-.-6,406JFH>54SUL3+[WF)USX[5JW"XOL$"5_T-[7<5) MX-6UT?O52P--?>6KC6HMU9BTH^FR-H%U-V>"Y::^'AEI#*7@LN%#09)LK]'5
MX$W8#FEP"+C7@@(LH4@.2>N+_(VHRWGZ#X58 MDM#JJ@[4)NF4EV ,VNIQQ;>^7D;K=+?E*K6^FWJ4F#RM\VU:];52H(^-_1,G M5_?:/(H_$2 UCSQ^D06I#C;M* M
+@4S=?%KK&)B>6JVT2E,U+&WBL).^:<67#5 !*X L;OP5JZ>0ND%5@OSE.V M+4#OGO9+ZNULX3@[#"_ZF\$,N/_'!%7@FOT?ZZ Q4"0 M*.+[D(89\3MPFWUV!V#DT>VD:2-
CF.NN%'1.S!>2J'5)RK-#9V>3G>K!#AZ M#7QOW9-*][A$.7[N0)HH,95$?8*HPE6RKG#;]6.67K+,L#<&I\%6EARH;0^, M9%/18AB&O7'C=<"!\]S4?^SN*GH$-
SK&O4JD_MK__<_S%R2_KSX3U1ULI,#RU_CZ\ MBM*"WLL.!"$SVS'!>6%H3$/'Y!YH[,>B@O/RHV\U5)*JXD_YWTC^O* T^ZLC M[5SGEZ0U=,OR_O -:28/PV.I@"'-1 -K;2L3I:;
[:DR0;Y@QUCAL*T"-Z%0[\]'E:.6 M:EDG(9I@M-V+4A6S6#?=/MJHBS=,AU"CI[^OYK2 >W5=%-?SK777^5R!^OIT M<[O3:U#[KL*@)<"Z!A8PQ%UBK/H-]=YT8.:-
+B#=COW#'P=<,X85V^R:AP94K=!1Y6 3LD" M3+?9(+NHMSSS[+-1E8+25PCJ&PCBKK253E0R';_A;T/FCJIZVM?2G6-C5U[_MD:&1'R-^-856\^R:!NG)T-
GM50,M#LO[4V2/\SVF\G1!L(0JL/C-Y:R0^D MFQT0U">4:N)#Q5$%EREM"+N\\=(_\"B@Y?=ZVJ3EG;.[^*O/[,R3G4?M:3HT[RJ7T6:?NV]P96EQ:=5:_L">A 56P9@Z
MOTIG5YSHK72S+V.BCIU?$.6=6Y=^[#S,2=B$H44@<-2L@Z"^;U+IYZIXD<2K M6.M-@NQ @)E>HU'PW?'L;>)%TD/)RP?VE!@+?M!6I)S,P$(!$["P1MN"1*B9
M(DC_8]CG&8^*-5^_QN2WX.0&V:UIZ!L[9!//QR.B')Q:QO:)\?]XWL_['56! M7@H#)IAU0 FI &-^\5N5-;XY]T]\)-@*%_ZQNL=&&I7J]Q3_S6\H#JBU-
^T'A6A"WM,71YNTO.XY50FG M#W%R_URIK/AC-!":[WQ>WOV#Z>YSQZLN]\1]8/.PS-CNC+[%?[NJ%O+)$7EC M6+6FW*\&E'&?BXS=1/>;KR9L$\Y6U\3/W,$Y2FH=2#MMN5?
W[PI;?((V&N4' M8?L) B\H-O_UX.!?]'CNAO59L=<^"9/Z=*_?I\DAVG]UMJWA8PQ-7X"MK2,* M&D!)I=^[N0=Y3^P?^+]T/YHJ5QARR?!N!P1SNYHCA?D41WOAP&4*> 092:)F
M'04-;,%\ECZXUJZ/2F;;^]%*1>9=A<..FX;9!7I$D_5-S[L_Y!\P4@ &Z-^ MLB\'WUS%-6*8M^%!);U/.<'MHU?Z@KS>S-=?/=YE>7"DV[&ILN9R;O<.447F MQ9.E1R#M?
H7_D83K)C$Q"A*;L,&PL^$(*[;6>V_RR$._]SY->XEF#9F"UF]= MKIFJI_]4\?.(RN3O$.EJNS=2.MI" >RAV"C''.,\YFKA>K,\%H=+,)K6O/3\
M#HYT<]9R3/&OU.*E[FOG'=Z1CG^1;Q13JO*U&\B[L&*N.E/DI\V$B'%$!+>; M!-CC'Z'*-V%+",9H,T44,C1C$-5F[Z0BRQMN%LV5^%:5;1.B M-957]T\,6YS$%5#9A-5VU#$RC#^
@N_!70O435B[8.E.U-B"T_#'F=[A]D9O M]Z?M9<=,8]1?7G%\$K5[7V3\-$X<-T21@X@JO&JM@Q@#KUSI",'M8^N#\G04 M:.+!$$YX.4:9S]W/.&LZZQJMQ[#>(657--
^4^3J^]6E\=>WG0AER'R.D+R* M/9@RH#RD76(<*'Y[?2FJGD315I9$Z5!X$(6+3&1;Z&:#+Y,D_0;()OZUXA(" M1;TSZZ]5EEZ(C
FH_>%A/N,TX"$"N8,KAU%EIH$B[@PM^DHLRK$<(8K;Z<#M MXNZO&+HU]//:=Z$C7&M=3;=42GC%->3Q[IP9"9%#3!)@@YX09'[; NC8>R"2 M9>.-%R?_9-
HS>..+=39A"7:EU$+\$IY7H[F]<46SE^+FM5?L[)>?YE4OW%3* MG\(X J^:PCB/&HU92*SCD.XFC"PWC6RS1#4W:0T?; O4[N)PL[C4UY<>+"0
MU[TPI4/W/V0=FU57.1Q_^/(MH4-A1./_2Y+#]6Z&%>UI8_$.:.15$H$W2PB% M+0(IWT0;(B'8)8BBH3D2I2*02! M31A7^/HFC+YU_F4I4,N-
M]]*C+P'061)\]J7[.Z5L[.$>RB[X/XV3S,'D\HA(L*1A^Z M.*3L=T'AO8H$OAGR&SX($0P!FB9>(V5,35?W%2#AT9#[-[285I77LN49P90/ M'1-I/*^>M6/@"YJ"+#SKQ *-
I+LZ2\G8A&T;!4XUU2(7C#J[&4MKFO YDB=T.Q5.UZV!CZ*M'JE$0%9]C,$^!Y!\V%#T?S54]HFC+T/8BWM
MEY=^X8^S^N^9UY%0"E@'2"4:C(%6YDH%]"D0PJ3E(NTH<;;Y,!;23'[-%.&H M=YC[!@:3*I8ZM^<\&H<5^7B:CSRY4_J$=M$,UQSM6:+D2'WJ(F^B_/K64<,(
MOGFU/R+3TNQB$O":V\/]N0F[2.[UOKPJ32!1RTD0"?) Q.KS0G!^XC43#[X$ M9+7$*1KI,1 /A<_5!XW&^/MG/WE8?5H@RD8K"@>U^-\YK;*D?32]X;(4N\' M]E$_(>#?>
P1JRDF>J D.W_R?VOO2X..Z+IU@ZB "&%&QBB#H$R*#"J0*(J MB'%D$#$B(")"1$508EI!91(BH*B@1@%%5.8A I$PXP@R*P@9<.(5I ,8&M/I MW,YW3MTZ][YOU?
U^W5.GBA]T('2O7OWLO=9ZUMZ[UV[4&8Y/4_YVYMK)4_)K M9/KK Q#4L-']I^)8'A0!L.!T>@%UM2-/G>+3ESD[8*!&)OI9M5\<$*8DA X;#O MX-0YA^57UU>PWSS 2A+=,*!Q-
T43-6@'D)U,(8,Y @J??:62(!M3_+WY0'W> MZ,J>0#$FJ8@9Z6[+C!P<[I@H.YIBN8E$Q]S5/1\]<4M(M!HG"QUC,@49O?78 M&'I;-N'RF9HJ@E(HHFQW53#2IF;M>;
(PRM',H"VYH]&GNL](^IHW$QT\3H>S M<>TE0@>B!C"F?Y/T&&\$?DL8Q2JR(8^6/P=1'UD8;'$_+_AD7=Z+N'VKC$XX M/#-3%JISB=$X4HH;W_Q3C@)
\@TZ)C&I+DXW:_+_=CL H^NU)BLQ8 M=Q-EHQT$K&1'K1)Y_7(,V#QFN]+%@[7JUMVT]7&[Q=O:=% M]C!0<5'*D%*>)FLC]<=%:
(=\G&57AK2*,8EH1PX0W86#N3>AP!+7W+!Z@P'+ MF=?FEE4RE0SFE$5V_R]?8[-%O8HMN9>M%ZT_O"^8^H' J,\$68)LU/;&B2# MM4.I+:^-Q?6@J;$2;$3;1YH&W#YP;_OE"
(=J.@Q<[R8&^G2[AOSUE+6V#M6: M#T7Q@"OLY5B!:3+:> MXGFQ2AE^MPM85S\UV],O5V?XJ;N-G"A=CBO%E6M.^'-)@Y/<^H)1)]6F XP$ M6[)"3,5ND'&-
:5%\SC,J]Z>=RERTW7.PKM7Z6EY^6859NX']PIOZ86A7-I?, MP<18(7*7."Q%V!UB@-+M>%,4@B0F,9P[3-@-AHV5J_46&V:Y!60X/'NAM\5<
M):#!5!:3GDXWK>@!CK$_F8W2&UD?ZQ"Y89X5!LK9 MT*Y>'TX$/0);ZF6UU? ME>W1%W&AS,WFU?;]H1VSTR/FNYU5;!8;?F7"Q'R]
M2^VFJJNZ+W519H\/7MU>>'2U7(=4(&UO_T5\%B095G7B_^-<3FB]&=)- #T[M:50-,/4&_FP%ST/6<4.)2][SXD-A3VSN'?GV;?WUH,H4U:<7W9-
CPBT4J4I1(56!7I<;).F_6>\0%$]A9(C^WD.;R]8.;9\V4P6_NXZZ[R^V;45^R0J3RM3OB)%4@[J0J'/DPX\5-=,ZE2C&F^I[JGI])*P_4T/C/T>8MA
MK8]!;?:BT%TJAF>5R:LR&6<_WSW*6HDL13ZSP=UHUN7@UDT(QD*KK!ITQ)AD M4D56O/78?6EH#$2&*(/[+U$VDZ-T]%[L^ M)ZBQCDY(\|CC\;PZBS#N9-
)*5M^,@\@IYZU%=*S3^Z83AXOD/)*.;I%?7>FR M76D)[^(& #(MF!CCLJ"5J$U]?4;M(ZA0%6)*6@\I@4(_K!*1JV5^@-<:4I,\ M:++6_V!3T%[SKL*//JF?
##'I/P@5T6TI)8.&'$9"O2VKV3.D*:O>I-LBRG.= M.W^AH.1L-4,IO\LFKC\T<-OJ43/F]V_EBN*Y)](S9Y/AKZ)RX/@DM"IZ?#._1$"!9OEFH]B+
MOVE7Z9I4ZQ]T+,4=O.4&!KA^N/HDXW8$K^]^H.V7KL2@$/P^Y76+%BQ7="VG M;!85U9M2).5GTDA XWI6B)5NP>5P>!"#U"##_#[ZG/(YY[X57U.SM+VO!SM
M;LSN4V)A38KIXH$&+&0Z,=".'A-:K2 3I$"XX2=5A0D%WSJ12U@MOW=U?O"R-6=S@/W'/L23=GI_!<9-\2MAE!"7R2$ M;4#Y*#;9ZY!1N R'GA#AW9H^MBK8N"WKDK&
[94#";)AC:(U>[C[7*<;3E1-Q M[=<(G#PQIGJRO?-C+GF()G#GV]/&F7X7COV9O$A=^HGZ+OM;1=[Q/P?>[-"P M/Y
=.MXSW(E9&F$1<>22_F;M9PNM2V7^RVD4OO1#K_/2E+!!\]$^=XB M8U$VDU (N9M7.A&\H0'0HP613?J=:DA MD#;NP9\=U9RHX[ON$3W'+X./T!&MMI\
[JQG0A7P2=$"63'$_7WKC)6OZCH;/ MB0SRL(&ZBKNC:FF S(URS(7]__Z"WXM XT/VU-7WJLB;Q2_%F+P,%O'9M RB MH"@Y\1A=L,MV4J1[\|^%_V>X!SN44'5K\A3N)CQ9B$
MW6C#;P1^=$O6 UR< OAG@&:4WW+N$69")8LC&LX1H-H_*LG4$=8TX25M:) MF:W@E RQ$%F2<#T<"+G;=HX7F/>Q;EIV6=?]+F6?G7.V=5V/KB M$OK+FXZ4%:@_'D6-
S)YR1%1 74M"?>3F&&\O,"&.N>*9;4$2]9/I80YP M[O9_,*X$RKVO)+==VO=:M[A%*LTWWYA68Y0-_./S%Y/)I#GV2 ?I7Q^=]\48 M;B\ [J3_L9&LGN XTF%_'/@7
3(ABK3_M9!$GXA8UE_.I:'GTT>:_^/ALR ' MT(/K.HY>4 E%@8$-_7B]+H,7&3$SPTY+VLHWO*V6<\PPFYY&%#=!8?R?@C0(MC=?H^0/"]=#W]MKV>,3I!]66+P,;_I'/B0W?V-
'_6U<^Z:R+T?.!59>W';&K MGF"&S)0GOV>8G#TZE%E'("<0^O]K/%K\"3O_8S MBKFZ8A5WXI2&&@A:U V MOT@8'[]^?2(@O^F5,=/>,M?N7H;-58WT>"W*
PJJ]DNA\P%865+JB\KVHJZ" MO$?O>;OV4DV/D15K.&R9D9_/%G7[O,._MWUY^=3GK?X^UML#IZBN6 .EAZQ] MOUP:&=IDG]RT52-_ @QNI&^)V.2^XUH(1KH-40 :-^#M
MX7%3#=2Y4'ZE:I9OB5] M$5/[%NYYW]*@DEE,_=FW"H3Z&,= T.4AO M9:FRCA"'2%M%Z92P"\&@-ZGW5[U)C*%[SLZ7 Y4OR.86$UYN#QAU,9,+F!&M MA]/9$?B#7U#_Q[-
JI.L C6X$,OD2#O<-\N,!LI15D%1D(93L,*GSXW3H1EH2 ME M=932X1/L>B^7N]M\= .CWY(>G=DE\Z4=5O4>C8;5 Q&Y9I#Z%I&+Y*.-FS!* M2CK0&6<54YV-/GRULJ,W/_E*4?
% M[?50[D7\3CYM0DOH0UD@JH5/W3<6W:0NASHY9PNXJ0HS=,T8.]DJN3/^ 8L: M:A-#72=F(%FE1\;:6E6EA-!515E5]N^[AEO/9&Y8R+2T6V9^U?+D[(B
MO=R+A)5412@>62+I0OZBPGHK6+V+==A*%XZ%=/@>/*]'HT#"(0/H:)=G[(/A MORSU1XEUJ1V&J3X&D]?;\@+2/>:>E_T&0-])##*,JY*!5?(I3O6BG-_#9![] M&G5YZ$88I\C4.
<$ (9)G%3,Y(-CVS],MYH5JVX-.M5]HF4J\=$6M9&Q83>HF MAZ8Q"/UL.HNWK.BJ\M]@]4#E0OS!'N.*.L:&Y?FE;Z0-%\C...TKOT[\CK97 M 2+WFM\C."PIJT7Q 2WK K\@G?J*_)
<#+=@X#:+R)U$53WX=.4K79+W/TGK3=PKG7C18XJA,!SU7QL(G*(1R9K++&H' MJ9R67&\/FT!\SK")!W2'2USHK%B7^]?Y,\I#@_ZNQZ%SFJ^N+3V,";Z]X5KB
M6^0A:GF+D3XQIJ)D0K+>3S(I?((2@/IL,VXO6V82CGX<^AZL:$,6%?]1'87 M-DY8<>MZ'U5_KIX:[DAO^6#H(8@YDIHTK;_U4(C 0U*!"M7''[\^AK0=[4-6
MZ!]KF"'@+._*2^;YD)3ZM3^CO?*:JE=?=+4K.^6+L!\UKO[J&@\%6[NA,9 M:T3+T#Z EVSQ?9F- <(!?=A+4F8]EU6*I3ENX;Y?,O4!UH3R."4)C.Q[O=73 M/P1[B I%(W3=S -
$C0<1E^RE+()TI+.42XO)W,D)"8V30C5"G7^C?KW\>_Z M8!>?UD[6.99R6J8EJ)NR1:L&+(J7\1]N=QIN<._6EWF=M@QD=&VKS/UN1CS
M2/TUBL,Z+B'MOAZM$:=43"YV=#!JK*)CMVQ\5%REU*@Q&^,_M8>[D_L:JA*:;5O2=R:QFJ;;N;W"X-G*+7GMSF&DC*)C * M+M>OA^H0^1JA)=
(S(BVZC1C^9&.I2F/4Y:5\5G)EI]S.#WZ>0%C4\?M[UOM& M[-;J^L1UW5-TPS*FI*?^GND#;"=N4+J9I0YO1I]P'-(2[HB)Y6!ID_5Z,1Y< M?,7#F)0V+T2I5FA[[_=L-
KAM]_4='*RY0_Z))T%2B8/"T!AYKFL+H(&B$DVU MA;WYM 8K_4&*)70)U'_;\ >X]AU\W^)UR[OKK=;]M3>G#9Q3E_OFNUR[W:&S M]
IKVX\'V%=B#+22U3()K3:!55*XS:@@BWH#R<0,Y1R?BI4+B_X &T$/.2^= M^Q5D]O186@;=7_'$OV/HQ(+79AE^9Y)I%6_P/M87NOA^:.R="!;:_J O4V%:WMXDQ MN?]U*PK2*
U6K1 8BAXYGC-I$6/2V!71"8Y$GEQX("-S?R_G[,W<:TI)UQL. M+X@\U.6R=:SG29%-]G0O&YO4PEU]^D/.Y6JF'W'2]1U*=5#V"QF+,2*MD'@" MJ('R'AIT&H!5Q!CD6D4C'9)'Z:$F:
<=NWPM[4:J$'YTU9 C)&R7[&M(A7=:[M.3JBRT9]%PLEYN9@"++@M60A*B.]T]*Q_$FW9^7DTUMAX0.GH9Z2$51U]0?$058T0,"YPY; M@6I)"1'=IJSC6:G\)
<8,$08/M#V4KAS0]ZJXL#0V\23>9W2K[IG=I()*;SMI M@X+XY]\WK'I<%(*S+9XL^QEIDOCQ^:RTMMJJC0KN'MFV.N%&?977_K5$81W* M6]%@S;DEQLP$WU^*LF-?
E!T3N.]1_% /\,>Z;ENG6;/G9$CW9EAOT[, M)0@JH%:A/T5)5$;5ANJX)N-]O,DD@GP(N),5QK=D-T5GY8ZZO;_$.9SJ)5\ MVM%Y:I/&V-*UJE:WC*X]N"'+MD-
[\B9$A@TT'@2.T3[U#W$*QEFCD_('85.H MH@!BM-*7P1/)5W+/"8]*U&VS\!+L5R9-AQFK%8Q_1ELWG6UJ!#R&=IR M3*%ND.SEQA2>\Y_;%W"R?'&
(=QHS0?!2%,^*8(C*BU'$R]AEI''-PD\0V;MW MIJ9^)=*!7\UW]!IDM*A5W3UX;T^LO'W&R&)5E[#5?I4].Z8W?W>7LC*WI@ZC M/MZ&BO9%!K:=-
&C5]*=$4L"^M+T%N(Q7ZK;I3;*AZ1ZCV2?^3O7\LJMIB%AA MO3VKS'3YZ]6+;[Q;9AXJ7T%!4XC%;-@&)43K*6;0>_"9(%-TEW*:8T%J(^A7 M=6K'Q"
(J"E*M+SONG0L+2ES*)R=OV%]T5^WLGFC+X<^C,]7)&#/4381W#M;Q M9L=O/83\6L48!#"DL>:W4V#S6?S&JR,*(?[] M)2>R6W4'F\T?=W>/R(4$?K=^;SZA;
[@UY0Q3@PY*MXDQI6CFX,>[-7&/2[LZ M8LBW:F(-ZC2=]^%G0_9;<_;6@[-),X^.%7V)-8L*_5I5P\@*_-:2H7:7<5MY
MF9.D9@5%4RB905O_NR2%I<0*PPZV"^I!V_XK%X3[6QSMP[CRKW/#)C0;!7\B M>\+[.6V=NM[1RLHVZ6;K4X*V^\6<7(^[3%4051%"Z)#1+P;J)W)H BI_VTO^
MZ1W@2!D'MS"FJ7U'$-B1]\C?!OP4UGU\ZVT+P[CN,Z$60>2JND] MJTVE40]\N/.3?3.AE#%^&IP4N(/W\P1#).F8X_)RO[%6(4,1'4&U-4,P/KSY M[1-('&5K9"O1.U2U\-
TD0OBA3==8P:?>_:P-:?(6K'W&$2'FQ@ M5/4\Y[SPEG>L,\CR6E>L8O>?B1C:@##J0N):0DGJK&-$'/75(3-(3^A(<>%; MW+HHQAPKDF_M"Z,N-B_Z<_.]%"S]G5NF?
DGCKX^LF)3QWY[J:I1*ZN)F@>4 M?7P&K)$BP(OR8'E0AJ=8P2%>J?5.&6C'KRP'H]B9!7HAKAK]\6_/^ :O>'-G
MX;$VQ^OLC>56/ZZ@Q#Q4N#HF3""9%W*FLMDX6*:$VLY6KE\%:T'3?.WO[?<7 M\^E-$RLMMOOK[*T[&YNCYZR9M6X!Y57*NE+2Y[S@R[2OD:P*8%Q9N)_:"RPD
M7XIJD$F(=W7R9O5FHD$2Y_*=W"3. M&?/ FZ]M1ZUHSOTLEL30Z@])_;6:_]@E:&&#!EWILP04K17YFA-MENW_DD.O?/5DX>/^SZ^_UW)L/$Q^(1=%>4SYI\@PH/M(=(5J33'E

MYY,65G8JBNK:LD6_;ED4T6FVNE?B=WCSE=MUG)OUH MBO!] %8.W"LJ81T]RO>65"Z^#KGP9?: 5LW#U+_> M@0F#'DM,?8;[L^T!$:\:J$_J/PO&V1Y/J$VLC+VKN/+KO
MG33UJR4K<#K**',WT"Q-;8S\>*<9LF^.*,<(I,0;>[]W'"F!]I#MW%T>]#^0RS^<](S M\&3ZMF3?>VF_,)C,F9*CSP%<#+:)K0KK/$$M?)!RZ_S.9Q&'>RV.U&5)FP?%
M[:7L*)9J4Y1]]6K#PN3D.SL/%M;O<,*'A<8\(SV:.2_7]2C?+/TL^N94YMI(4H\A- +J M-@1EV!F\5UWSH)$:[]O]*V^DPL_^[4H9W/H]ON>$;QR.LO:QN /T4H9(:1*N
MJ2(@[GF(WCFA/-"%9HO<_:*,5^R80:R0HQ1NA R)-SNS;*;JIJ\4&-!MJ#A MA.O4.]_'((0O)T()I>QQ8O&8U^"W5-"D^99==-:84U'+[AKWP*BEQ071R^-D M__31H,/DCZ-
(ZC3J(V>_HF'\Z0P9 Z&H+'74*8"D&S=2LK)WWHQ8WC,17)=U M6NUPABKE><>FCL7N#0W+,$L^EO06?MUP^G$-.#-75)1;1*WN.A:[)-4L3'U6 M'VVEI0I"7:"K/@9
8)9D1OKO+77^MSKP:8.W2!J]/88VA_VX&]D_:Z#G0"SO M/@/9O-PX',"HOG(DSNA'XH-%N\,=!RCDT*8Y/9.H)ST)DP0:HAF=U M55\##>1Q)?#F7&A#O$>ATZ^')P^LC]!?
=4A=T^V18&KS:JV3[;_MDB?=C8.. M4ZE XY9B #5#<"\N_L"M<1>A*?6]O@&TEXO3<[:93&0OHYJ[AP8+G%:\$GH6 MTQ]OCK08?M?C6FO=G;_VRE'/YI@,?&?+H17\[["*20.
[@C9^4VB!M!ZR@%+! MB']MK9+&W,_U"ZU2V-MLFJ25LBNCK5\S8[3SON_W.UV;_-,PGW\43"Q9=8E/ MAY58 @,T."LB[1O[X_D)GAO)2?4&%.* X^FGQ\@&CMEN]3$9\KY:
M4RIO;D;GIS_1+6W4$/M]Q/5P76S[X](?/NL SE,ZZ$%(9*&)JMJL@"QZ5*_N M&AW.%6V.@''\O_QL1,/LJX$PZ045@5*PLA*KH]C6*V(=*_-RR6\,)JQ4;9/\IR""5SAZWW&!=
[-2E(4K:$C2;ZY]#//7POAM"8^H$% M$@$]Y$/U@.[3A[WJ7GT&OMC[Y^%6]VN7UX;N$XKK%[M^?G?)&@]CLN:."WC*4.G]3,U:47/"9WRQJ;7\,*&3VBKOFB/R'"8&+3[LH8_^?
$9(A?+ MCT?D?J*/@8@>,#V?QB" %M)-TJJ\ +2,V/!)5[VVQJ:>]_!@5%:7K?>533[W M)>C4T_?FOQKWJ;N(9',OX@E=8DP$72^,4/$1U)PH004-0HVXM!*FD\!*/49Z
M"T1U],P/VUOIMS)9P?GUXQZD-:\"JZEPK_!S=-K]G;$B3%)YTNN MP(9YKSEC%.-(A=:;'3E1CP_ZWPF*4DKL"_]LGF)H?NWDE>1Z=N]Q4^GI:$3> M-
A<^C';>I=2WI10Y40[5$$H6-I$JB9>9YWCWK-F-LVO>/PK=>&JD/>K;W)N4 M[S+7%R5YK)-B!FMIE2*6,9J"1Z(X%J=\1K%[4V/-H[1O^LJ*>DTTWK-_IFFU+L1K[C7*#)*$3Q5J4
M7[\&: Q&"/!1*%VH3'$#&4V3*?2%E;2EFWEZX94?M3M/K'Y^E%B5X9N>/[=\ M>L2P+-CG8VV!E@1^"(5@D61+ !+L(*FC'4#Q18^'8]BCLJ#_US8Z6,$KB+/U MB+V W=\]$A(;
)S&!Y;MPZ:^H[32EARQT!\C^#UY@+U!=?@+J"Q),T?TJ"W4 M->!DTB\6U[&"#/FSU"DF#SWT;SWZ='OX>_?XMUWZ*VLS1>U;@[!W?Q$'Z %4Q4^\NLA+*>;_$XP:9_1+JO.$WX
MTE1#]*5ZZ9?RU]KE+4.G7S"GL-V2_7C^]NKJ'^3OM5^?2#<0.!\FY[8<31)C M@J4/B3%=KTD%?7/Q*,=/0$^T(0I-M6>1M.TB_+]5O_._=_?%_Z.2Z#<&HC L
M8@!!8LQ'U#WY"??&% A*H+&'D"9QP,IRXDS.RU/>^VKOV-X93C];^,7*5HCF MG5@(51U-^KJ=J2C-X1QDPQ%,(IHK@*&3L(H.#YMJ"^A#M,9ZQ_M!_LL;>4% M"6W3!EJ/T_-
//:NX5),F<_R=&).XA<5)9) M><@*Q?]0Z\--OK08(X]>G(R91;D!T XK,Y ,55"R/'3!-S%F] S0C! DM[]. M3T!/T+078W1*,/^@% VZ[(#(HN35V;L%"UNBU_),I=DH615C<. V]A\W(LH
M8'GT_JE=_XR+]#^I]7?M'V !,28!!AIU@+$5!"R*I249L7>%":/_NKV["(3^ M_])I@%\+8O]!IWD\Y_&SWD\Y_&SWD\Y_&SWD\Y_&
MSWD\Y_'\!SQ):\68QJ,L3@4)]*#16.@A%5B,*""#B#P?F^RXA5,3?L9?DUAS MXWWTVBQK9:EK"TYBJ7UU8HQ2@D32C^W0)3'FRF>ZYZVF[A&>>
MQZ8>L&Y?"51==1B[WA9M6(4 X5Z@ZPTL:H-7_D%$U[S8>;'S8N?%SHN=%SLO=E[LO-AYL?-B MY\7.B_T?+;;J[V^'DUYA8=N$"4_T=[-_I>YFDXC#?L?-0E?D V+>5>RX@4>G
MX6UZ9X0OX+HZA2VM]J>W6 -175]6-W],QO!^Y"9CQ)_^%U!+ P04_" !B MKDU:RN,>C\7? 0":.A(% ')S9RTR,#(T,3(S,5]L86(N>&ULU+UY<^0X MDB?
Z_WP*O!Y[LU5F0A4/*HYUI17;^YFI?0R5=,[6_8L#*?$Z5!033*4J?[T M"_"(8%P, %2-6,]52J)A+O_0#@<#C_^Y;]_?UR"9UY6>;'ZUS_Y/WE_GQ% M"Y:O[O_U3[_=?
8#IG_[[O_W#/_S+_P/A_W[SY1-X5]#U(U_5X&W)<7,K]_J$'@!5'_6/_7\A2;VK^U\HC2CQN ^C6'@0,8)AEJ9A\Q-+,8O" M5#2#+O/57W]1_R"XXD"*MZJ:__S7/SW4]=,O/__\
[=NWG[Z3 M^'/_])^ZQ[\?//\M;)[VLRS[N?GKYM$J/_:@'-;_^7__^NDK?>"/&.:KJL8K MJ@A4^2]5\|M/!<5U@_I9OL#))]1_P?XQJ'X%_0"&_D_?*_:G?_L' %HXRF+) MOW
!U+]_^_+Q),GL9_7$SRM^K^;VEI=YP;[6N*P_8<*7DOMFM/KEB?_KGZK\ M\6G)^]\]E%P<'W99ECNC*BXSQ:4?
R[_\12QGR]@WQ&_]2&O#IAKQ/WLBL"SW'Y0[U=LKF]W0^IBUJ?GV-5G4=1X.<-GL24S8'FI M?O%)_M2140.--.&3]>Z!ZSR[S5?,=YJRYVA0<[^]4_RI\6Z@O<8/RUNGG@I
M5?;J_A.7VO93CDF^S.N<5[?X1>V)U;LUOR9576):+U(:^ RG&/J^W+20%R)(MA/ A3[P@]&*O/6L-?7OB?S) I#ZQLDM>%>N2MGNB9$C9 M
RV/_[9A!32\5/_R\Y9IQR@N7Q6;I1$LGWA5<7X%]N"Y CU#+U>@+@#AX!;G M[I\R"N*E^_."[!K[A>E_()\'O/Y_]_$M6"[G"T5'9$4>[#4]"+X-FNV4KB MTV C<$4:@+IQ)5
!^IDOZZK_#52_:1:N%>F?#SZ>Z[*7%9?TS(QU3_Q,"VEH M/=5P9_)$63Q>#DI=7/[=M9,FF?T3*$K&2VET'Q'\8-5\?< E?R.IL+?%XQ-? M58WM>%V6\@ODBM:;E^TC'?GK;
[ADO^+O^>/Z\;U4R,4+YU_7I*)E_J3>_B)U MZ\+#@1<%RIKF"$%$B8 I)=(&SS(4Q)Z?8,86\H! "EU--16K)BMWR+#V I;; M.)6\X'L."@'X,K_/R9(#.I!"_L>]+G.R5D0<\|&'(/%/ON%.
[4 #M2SI.Q.:LB MGQKL?:4_.3V[#>*:_>>ZJIM=YZ[XPA5X^9++$^#'E51@_%-1R=^_Q=7#;5D\ MY]+@??/RFV3PXVJSB5W3.G]NMJ^-^<5CYOLXC2 .
(@R1CQ*8,DQ@@"*4(9ZR MC&"SS6$*-B??& 9,*PNN[-D&*UZ#O&%<_9Y*ML%3Q[=21\7&$L0;IG\QVRHF MF5:];>*UI\ILB]B;HPV_0#(,6H[!#XKG']6?
%=O@=C!5/RC6Y5S^.##?M^Q/ M8I9/B:^C'6(2%F?=':8$>7]GF)26Y;&A+NA?O_ GN6@>Y'XD"=^7^/$+?\3Y M2M%;UP]%F?^=L^TSUX_%>E7["R])8C]%*246\7*N[S;?
KLI1ZNG.[27V[H"A-?2Q2Z'-.(*(X@1GC M/A093P+*DY1PMJ@WCNBS"_12AHR4W@DW_,A:;5SJ0#%GIM@NQCFBG)(HQI"% M4011DC%
((A)*Q*,XY20A3!XI#+:567$VWUP4>U"^]PB89/!*;B=E^:(4X3-> MKD^['*;!7F]KF1-10P^[E.QUGRX *]8ZV('6[ZNP(8QT'$&MJRYVVM<@>1H MQ[F8G5GW'5?
@[>\^SL8UVX,8SQ=OBV=>:AZP#YZ?;L4T9)R>7D\R?^1+KCC] MZ;YX_EF^TW[$\H?MMWLXTBP?X4D!^J_I] .6IDES+WC\KNAE>%,DY#ZA;@,_
MY,]\@45$Y7Z80>)Y*M[)$Y!0@B'"02A4>!%!PFB?M.%BXLWQ[H&7'"N"AANA M%:*:N]_4.$U[J=R@V=XI*\8<;GB7X.)JE[/B8=ZM[1*8#O:SBP:STU;*/Z7^ M__W?
UKFT416%+USJP9S6G*D_R(UU]Q>#)]M *+G!EHK5=[S]]V;#??]=GOA6 M]UQ==[P7@LN=DJ5!Z <)@H@'"419F,(TRQ+(XBR@,8^2)/),CEWSLC_Q(:WG M!/S
.EY^!/FJN6>X:F\;^);Y*U!NY&K_J.SC_=\-7C#3N3-_%WK*^H\[VX9F M6C.CS:7$^^&,;GD'[2-J2O=^N?M&*Q38?CF]7#\.3T:];,V]-VBE<[=5O,ZL M.-IC9F9^ULWI=29F?U=
[)2XLK]4I+==X^:$HWZ^>\[)8J3U7ZO&BJMX6*[4K M\Q651\>UHP#:^M6V: *$JPPPY0 M_(=AL#OBB70\>3R)MH>$5<7S18 MA9Z^"N3*YN6_2F_=2 M55?\@[M3[1U[8-
VUNVOK;EUM?VV/'HT&%Y GH'[LK+ M 9W66;G->FDX!(I%T/#H4!U=@-_<;LL3'/QQG);C$!FY+,\,9:;6RNI^H9-" M1@@*N:)C%,A((JS$&*4$$@\0GDF,H2$E@K3I#?
UE8GR(NHI'UV QA7-!&*; M*A7EQQI0[S,[*B#IZ]QM6J'"ND('S3%V3G1V",^(DK9B-92Y5:+RI48Q^D%; MG. ?=4>911$:BM0K/=/7S!7,TX[HJSXJ#B96@_)!B_=5N
MA^%YK3@Y,F9ZLF5GD_9V5X"6(]"P!+8\#:*EVHMBR=;4:.IKT\E1M=.O';I/ M';K2BJU:='&#;KE%M]BB^Z+0K;\5/[E1NA=!,Z*&[<:=33%?)/9055\VD-VA MNTW]N,/?
N]#G^N5=H8*A%\A+J8]I##//3R$*0ZFC8R2@(%G@)R+R8TY-3M:G M"$VLBKO,*DD7_$]IVUD11A'+*3$@\)/ M/(B2((;$3RCT$IXF,4&9%VG529J*P8D7:$M9>9^?6]H@'Q#7-
\LGF9OS9Z#7 M1MQ,?6B5$7DS6D:DFZ\; 3K.P<<_SGSIG[)>>][L#F&O-W]&Y[0IP1TYQDU" M=K93WI2@#0^!D]*Q#+F6C)3\0?*2/_/6E/W,ZQLA[=E-8-MM439\UFWUJ>8"
MI?@L857UJ(KELN%([C^2N46&(Q;%<0)4Y>VG"&8)6$(&8M)&A*.L#!*977, MG]&.:AXTO<-M5YW%,-39\7SH'5Y?$66S7707X)W2*E=-M15IS$BFA_'&'=]@
MR+CRH>VR#GK>'88B3P.JJUACQ]S-&TP\#;0'T<(3D9FRS,""IIB&26!40B1Q6E&J5&4HGM0+ZH0\-1^QI- I[<'N0?$;&O1 M2/"?.X7?=2R0'M$_8#K^R8@?
L[>MTS#6C^NE*@;^CHM\Q=D;OI(_U$UTY+;P MELV6\"M7AOW"QPG)HH1!'/L6#%U7(.. M;7"K]F!IQ"G^C7,YIIX]/?WVQYH3,]TXX!T<3$T3U+[EW]]T!K^W"EJ>\&BA7_/Y&
MTY8^%&E<)UXDC9GJZ@5QJ%Q.#%AB%,:^B96IFMX+=34_[?&I7QM^;)! M> LA^&$N8+6=K$[A,O:&4Y_*%.H*UBT$ M"3!/4PX]+_8A"ED(<>IY4E6CE/&4>#PRRLHSHCZQ-
MGPTJ3$LXX;@#MV#_^> M1K!JGB&G LOX.-B0!%N:5V 7O+?RNY2'0W4S<]47PW1XK+/!P=4)S8CVO(2W%(H6C+;E5/0&M[P6SE?\1K3[[0=,FV3GMB)(PA,2IC21!IHJ M*Y]F
F84RY,?IIP%:1@%?FAT97F*TM2WE)*NNNGM;(J>M%TAE=-P:5Y3N@#! M\&;24G[S6\ESLKFZB#Q)9]Z[QW/B'EPWGGW!.E%KKZ3.6PYS>S2EMA=EM=YDG-G?&F#<"3[2_]=\
[27;5O8&_%A MK7J%?ZUQO:YN1'^W:YL MB\%15W(1BCU(@P!#%*04$A)B&# >! GC&4',R/^S&7IJAX\D9.C5V4JMZ<:Q MDL70;Z-BR-W'-!ZR[LHMLQUX7C_,@4 'CI?
#)\PWJ2:3\N[Q_EU>4>7)^5CS MQW/)"2??F_!:0I$#=_FC"HU5-)=%M2Y5!?;&#]A0=Z2-1R6S4L3'1YQ-!X* M-%2_XP^:?5M562]4EXCZY5=>/Z@&$:J< N>?\2/O2@B)(WE_T?
0RPB'"-$4 MIG[FP5!0@G@:^1[6"IHX3VIBS=P25.;!%5!$#6LM:4 UOA[= F#JGS.577LQ MZHLUINKE*_,U+_]KNS8U",RR2/4%[5>KP1N7AS^UKGUU?<>KF]6'?"5_+]7P
MUI57[17*CC#/?*(2=Y+0@RA"H5S8(H$>0@$2*,G\(+&-AC)E9N*E/VQK@ ?] M5_!405/&DZ%G^TTXK M;I)A/N"_'?5+WSSP]8F[4Y$+' 9Y
1>71$(,23.RSGYYPSAH+!C^VH0QYDW/)F;(?ZP<.'@>Z0IJ7+836[?L. MD=3T"5Z"CJ%KL.U-HX@Y[8]P5A1G;67VQY^Y:"<7S!3@&.V?
H=4@>@?,FCQTP^H$*K@&RBT4X^0'!S:?C*,; 1-Z1, *M86:+%# 1:A@,8/2> MG05WHL^6*IC0Y@:I\(.VKX'HCJMX>5M4N>+I_?=.!27(^NGO*H7841B#T49 ME$:-U)I>F,
,,PJ#-"$$13%!GI$;S2%O$RO8L79U6W:OP(9A91]M6 8]S^#W M+== L6T8%>]R,O6,K5>:(C,U/\7LO%])-5HV6M2AP3V:FO2M^_!?UU MZ17P ^AE5V##V?96KVJJC/;,
<6=7#N2/T,5HXFUGH9QCZ"9@ID0/&.E8X:% M(YVC2716E6,&Q+[&,7S;\L92?D6#."(4!H2G*88!)O)(&6(,L]@+(6$DR:C M'*=&)55WAY_ZWE'^ETU\U0DL-.\2K24TO"[4%\
[\6O"H#*YN_G8'G_=R[ZA@ M!_=WQY^R=/#4#](:4"TJJ^V!9,'D_V4>9S .L ^1S^5>S?U4:FF$Y2(+6)AX M9I=21^E,?C'54&T[J!I>+QW")41R&\C-*,
(!@2H8JRQ?)@CQ+YCY1S%$99%E.C@_T43$Z\M,\5%7L[V?7! M?-.LIW!>>_+,U-;KS9NQ&IP26$?*=!(69U7)4X*\K]@GI66W/4@B>[5*U%]^=2JPHS'%D^\S M5 MDJ"L]13^.;
(FZW^?N+8J>,/O\]5*70"_P4OEN#)3N6>AB[S$YQGV8)+2H.U MK?9'R"//$W$01S0(.NC>KS3+>KD'KB=MH$'9=)CI;3DN43#;/EK*L"$-MK0W
M)\^&O+LM0%=01^K\++E95;.N\/MJ5OL]2XM:"%5H6\:>8>_?Y$ZNU7E:[DR MNGO_8E5U?_K"E<#Y,F_=Y)O;]E $.$D]&$74AR@5"&:9X-##'@[D$9=EJ=%M MNR.^)K^-
'Q)M:A:I(/&F@I%<"R] <#D5TM!J&^R"&G\'DNVFM90<$_!>2O47 M0QO9T<1IFL7S3X>A);Q!LFNU*_D BA&PRTG318(VF3X3G/4=P^3*KG7$U;RF MK%LH#ZQ7Q\-?
&)GZE=\W/=+[V'S*!8H%@0F/"$0T\B"6&A2BR/=]Q/TX\XWJ MX9R@,UO$:$_6,M1S#QU-G_WE,AMZ[0_$G2";\(Q4KB,A]ZB\3E3C<5%/1BB> M>-
QNA7[FM4H,NRT+U=*&O7GYK5*&V(;8=5M?(.?5@L1IP'U*8$00ALCSI D4 M$PSC2+"81"C""36Y5],G/?%E6YL9U[$!R LH-E\ZWO!@MK0-8-5;[=. 9:8 M)
^@P>IV@-4/BA%I__T(MOKA^CQJQHK!' !'NL* *SJPQR0?8UB,<+42F9C MMGLI3GT6QS *?"J5C8INQC2!F64)AY(O4"' HBC%Q"YPA.?)H9D-]F$[1I\9\TRAW:8:BG>EPB
M8Z9H+@3%O$NGIJ2N.G2>(S=O=TY-X0\Z<^J^9Z<(^A#X&S%H9-X$4[TM'I]* M_J#N^7I'B[HHW"N&YC$OYA0E4)Z2.$0LPY @$<(PS'R?TY0E9LU^+^1G8C7R M=?
WXB,L7Y2JF#ZJ"==64IMMR"HHF^H\.>>W]QS\L);L_JLU<_;E8&==UNG2N MJ/31C#-@IJZ&E0$'K($VX'*'N=Z/_,.G!O(IJ]@Y@LN1SKN4FUE5HB/H]C6F MJV$M%:IJF?
P&5TI=/ZH>&(W+^9:7HB@?U35U\T#55 :^6==5C9M+[,[">]E; MLJ$(N8]B%6FJ8AY(P"$FB0?E"1'YD2"13X21>G7)W=3*=K#>G[8ITPC1U[&M-@Z'&55S
AD]PBU_:=@W;U@W-==QF6EJ6K\" MW_Z$^C*M!IX"3%?ZV"EO\VKG*6]T-63$+';[&N_\.JNN*9_6^8:UE?DF+Q%OY M^X*GYZD-K\"7G+!?4YIX0R*$U!:1CB&$/"*%*!
M]SQ%*,I":E04PI:1B0_HZJ)R>ZFKO)M2HP]X,;,1K='6LQKGP-!,I_<<-=&N M?=3^H!1@DQ VY*O+!&MVR88W=_;EI>@XLCBMV9C5!KT4K'VK].+Q+#L2G=*<
MUY2J_4^E>:DC.5\@AN,L9C[D*9/Z+(MCB)F?0HP0YFE,5;$^LW@5;=J3AZEL M"!IV$-(&#X>,L80(&,2$0<1I!G%&0DBR.,R0GW@BCHQZ-TT!G87VWY #O*4W
M%8!Z^GT26,P4^H@M?@6V<+T_ Y=Y(R53T5UU3=*F.V^+)%,X#OHA&0]@G?': MIM5^;*IH-Z?CFV\KY0LMGPJ5:O2.DWK0)67AAU*3>,2#<>RE$(59!-,LC:&/
M,$MCC(/$,ZIV8,S!Q#KE3;%B;<$]D7]OXMV::UPX=$=2%1JG'CGJEVS^4E@7 M73*?$CWM-"G0AJZ$30&! 2_2\%36ON*8/ M3<96DZ[5U_-
(B\@GC232)HD$+$@A&DL4IA2G'H^H332RT9UR-/$:F]S$ARR M";9\MG6/MYQ>@9Y7T#,+.FZ-"KNZG+7S[M17F O+ _E_X6G0=\J^PG38N6IG MG!8C%ZYC $<;N=0S-T
GL>FC+6(&2JVYSW3F@JYBS2((XI23$4*@Z M9 A3 0D7%*81R]*,$.;%OIF?Y"B=R7TB'=7^8&]ZV7\4&\V[_4OE-;S*[P3M MZ&UJ;CF\N!\3R-4]_5$:\U[+CXEY<
L_^K#=@GRSKO(55W6L'HFT>=4Z5\VI M)*B>E*@Q[(8&A%R8X]'&2AJ')6=J8 M@XF-RO]1+!G!]*^&J]<<2+V5/2D\9JN^9P4,>%GWPW8,#.51MA[DXG6$/A
M2%^8TY]5EUC#LZ]G[/\KKQ*MHT'UE @(Z]/[<)O0JCO M\D=E(K>D]93%F,3CZL"1L(:.^4,YP>].8Y$UQ#JR>"M.?[HOGG^6;W?KEK+M M*ZCJ'=H2=>9PTQXX[=1Q
X[V2QE\O4BZQ$&O27MI;)((S,6C;+&#%M&Q/7K[MW'GMWX@7= MD1PFPU17*K-SZWO0WTB/RGY^%[U4;+/UKB%QE^3C:#<=$\]J*STZX&S[Z)@X
MPTUT]#G;GIMMC^9U*0=NFM1OFF(U+F,4RUV4>Q'$B0@@8JKTE1HV_>Z.P>:WJ'7(11FR]4N0.4YMYLZ86J(?
M=L34>\TRFJ2_PGWS\JOABF&,S',HH1#BD*?!9'@J:>5H*!';F(5T#(6@Y P\)5EXV^DXS^ M0[[J:@?\J*<9-,$<5PKN(3+3!YKH7*X:S 0=,>'E0*U"D#]L]8#F\+.H #-1
M^]5O^-8E,:6\.9/_A>?W#S5GU\][-K0%!M'#4-@\G0,77>M%=#Q C;,M$\ Q8[KV$]3%)P&?FH3?X6H3U-@CH=\&H_BH*>?.M)4M\4R MIR^+) S"+!0<,D&Q5"PDA-
C/8H@P%BGQ/.XSH\)%IPC-H$*6X&V?I_YVD*=^ MJ_+4^U\T'(%_PH]/_PSV^KKEF.1+BYH9)Z'5TS4N #.U-(9R-R2O0$L4_-[] M>Y("0.=$G:+#W)#,ZW6).R+L:*>W8\^;.^L_MG?
HG:NR&4Y^W;=E03]IUC[5 M'&6Z;[4C#GJW=D^^7=F2!\[6RD)V6PC54&PK-[?.^+-YO0V$'3K!35ZSV[=^ MJ_B->%_5^2.N>;50M\H(<0^B@*LMN.O=QF"UC2466J-I3FV6F.
M2^=H?]D;?-9=Y;A@^WO)B:?, SNNGW&^5%=;[_+JJ:CDQH2?,)4GXT6892AE M)(9>0#*(HLB'64A\B$.&,X(BDG"LMQ)'Z4R^(-O21[BG#UC'@*IYU'#0N*/H MFN04O*C,?DV?
U#AZXVO4&2)F2W5#$O0T04_4A%2JIY/JQUH[:'+PS\4%4DEJWY>E4 MK:IA\LL5N'XLUKJUQ]$/6^HVTIJ"5."GA./K,@S2/"V$5F#@>:+QSS"/L[M,9C'_FZ^& ;^:-4Z4>Z
+X9+X_0($R\4DR_'1.[SZ\2-R&:K9GB_U1.=;O&< ME]!J*8T,.]O".B_:<)EI/&UN%/\[?\CIDE?7*_;^;^O\2>G"KFFF%W%$>1!! MZGNJ#+P\I*9!RJ OS>&
"!_C0*N&T#B9B5=F3[@YE?*>M+X).(+/>;O7C=1F MBW,CL"0*-E3/]Q4UD5S?^G6#@)WY>WSJ'5F^YP4;,7U'7I[-]CTOP-#XU7C: MPOJ]OZ_?/JSN;U?
5ZM]5M1#5Z:95:E6]NB/+#T5Y_;0DR_\HNP]/UT0V'7AJ M._K^OFR*HX.W30,?U;_G5CZO%F83DK/?7>8-7W&1UTW5XNOE$MRJ[B%R7[V5 MPU9RSWTJRKJI5 3ZYD
[VV\3P&M@FAO/@X;]/N44&!KYKX&^PT;.%\%I=\PP MIC;?6<06B)T#B_4@MH%Q7Q_Q."Z+3=\68. M1SLJS&'\V?''S*V&M\57ON2J*E\7QFK@(#CV[@RN ;R2'U-'&'24C=T$1^4^
MOQ%?*K+9RK&5UF@S'!/):K\[.N!L6]J8.,-=:_0YB^Q'3*2]4W[*JWJOG9AN M"N2I 29>41U=H A?F=JZIZ4^OY2<"&RVGH:R3M+/3$LNN]3'DZ/.E_]X3K"=
M),BS#U^8(O5Q];2NJT_\F2_#[AR%28)"%F:0$()5'YX4IHGOPX!Q$F=^AG"H M>?&L06WRZ^>O^?TJ%SG%\F#UVZH@*LFL^6);7L /#3<@U+QUU@%P?-$Z!L5L MZ6XKV%YU
%R!#@"'AT,#$5WG1!VA]#JY4*=%/ID#-?**RPZL@\3U-R_;1[IN M,DWMDD^;Z$5" \Y#3"''*8%(H 2F:&@[:H)2Q-OY&VG3])T
M^CPHL]GQJ++]A\]M.H(VU76T(B6GFB\]W3/O+)BIJ&&KU?,3\,9V APU5[7! M;-*.JD8,_0':]-H J-<[U6ID.T6KU'=+<[DLOJFDDVJ;T5Z]XVQ-F[#3!0IY MDB6(PS
*$HB"C,.,^A@F&),(8T^P9-,R]4Y?J^K2UUJUNYU3J\Q5Z*9,<8V_M=[T'0,GQ,O^[_%U1@F]E7M?RV4((,_VH#;.>%G2*FIVN>_\6],V]KX ?0"^[M
ANVP):OYKJPY^P*;'ASI]Y,P7"DQ+3)SJJJ3,'85TC&[UOVK:*T7&-U,;"3 MV]+TRBI6JFT67ZE\@46$?8'"F,/(8P%$B1]!S+T4QF&(HCC,PC@SC.K7)3WY M^>Z+5/ L;]?
+LLLP,^Q[KPVCEWD(9=A7"#)I#.-0&<.!_ =+$IXDGA\8Y0A/ M :+5WG2^M>^.$F(J68)3 .F,I!]1A, ML8J?"D/N,WG$HYG?(?Y^I=FK?3J\>Q9AW#?DJ##.]!
(Z7/$I"N]4$:>XE'LEA:'YG40W[@ M0R*R$,:(^#AD7A)A3S=ZTSEW$^^R6U8;8_ZAY6^HH?3#(-W/S+CF>G6\S=1; MPRH8\ HDLV#++;BN0,?OL/7;L$(!N!ZV>[L"6[9?
2>#:Q@%/!T1Z[I3>.4GD?=NS3]P(DWW\B7PPJ +&1"8!ICZ'A1IFD'$20HQ(0R* M."((18DG E_7,-8A./4E:L,"6"D>?@$]>:#HZYM/6L"=MUM=PV'HX6^1:,@# M_R?)P/\+)
N[F%@D0FF!HV\NN@;)S@+4 LN-)6C@)M9 M1KJDIP]%ZQA13DC[QNS:2.I92U.@8Z@B!["T9\"6B>'Q;9(P4UL(7,5OZ)*= M-TK#$(R#6
S3]RVO/E=USO+E6AWYOG(Y>'.>>_^=+M>,LP]2+!4*LFXWH!OQ M'I?]FJ6ZY643"=)&_B\X3>(P4<96H(K^!F$"2>"E\BQ&0X[2)*2!5H-UIUQ- M;)L-
>035ADEEK(%\U7*JT@CE[('F.?F?O&,4/,G5V50.!Q0OJ4I-;)I)#PJ* M@Q^6JJ%D_8!7AB&U;J94\PIF[HDRO)\9SM&6/] S"-2Z!0,6FPIP_21)+MOH MN+,%<#F!]
[WWR71QA6'5ZQK/,ZKOGX' MXB).*(%>D*9MF75"4 #QD*! QXQO6K(YPA-'3*Q(=U!@=5G6$'#FDCKX^V^%41XCAH53K^4:7[.)/*4AHQG441Q0G+F)] &OE2986!!]-
ZBT_3B+AIUGH M9XE%S*X1$_,$[GZ2]'Z1MI]4B%RWCZD=IMJ>?,<0N6@2L>'D"@QY 2TSSDTN M*Q
FZ!%QGO:KM8C0AF6L0X3^(.8FD6JVWC2\DYO+Q]5M6=S+SZUJ#LA]TJ5' MI2I!#,9)XD'$HABFW$#[M_]PZO_1-A?/HG;>7G&)BICZ&I,%'5>:G@Z-U=IF;3N?QT+>?
G.)B9T2=_%Q@ M^Z$X*HZF+>F()75^C-G,*6UQAC:5_DMVAM7'QR>21,8HBE406CF% AY F11,S$"6?#Q-0^-T43 M;!DS=/E;P:IG8DT-EIFJW"*C\L0V1=(+ 11'75!%?
SLP1YN#2^!Q9(-9L3"K M*78)2/L6V45CV2FMMR5G>?T!T\;Z>U>HSF"+0& >"A["!$411+%22G&$8))Q M/^7R)Q\9I?H<(S*U&=:0!#U-\'M+U3 G_2@Z>KKE4ID-
S2Q3<8V5P9@\CA;[M41*S+N8Q(?<7Z^BSKC*I;YYXB54^0Y/:@,OR112E2M[NG841E:40+]0*7F M^2JGFHA\HK;V2';Z[<]%P;[ER^6"4<&"E!,8 M)8FJ!!", L] K$?1"$BOI!_-
XMSZH>>/(ZI)V2F4C:2AQSY/(DI9+[P((I2 M#-,8AS!C:<"R.!+$9^;IOS;26Z?W]L2NP)M-!N\;O%3?CR4H*24X\T0,"0D$
M1!Y/8*9:Q2:^"@U&*8Z3R#1#UQX2XPS<+2#OVQ8V0YS]THUU M^S[/CC3V9MA9]?"^,/O:]>#OEK%>O6[^4)3OBC6IQ7IY31L/??6%4YXW!?T6 MR
]]GF(.U4*21S:.8.I%#/H4QU[HT2!)?(NR EK$9]$ZW9H"N+ZX<(>HEF, M$C^A3,7B,H@2U;HZXAG,/,0P2D),66I<-F B/(U5U@!-^\(>CCJJ3/WR)@I MNYX6V!*[VAK!3:V
[HRM3".',65&*JK!=? MZX+^]0M_DI_/ ZYX[2VIOP@S$:0DD%HC]CA$(DQ4C3,! MXS"-F,?"D,9:N4P&-*<^@#<1K^6 W# !L4#'=!,5QG3$1-H;GYP:6+0>@

M8T%JC0T3[D)0+40>TQ5RN(&>D/^UU1$FE&91$!:B]]K!YE4[*ZT/T6JHW31M MMO4;))T=9.(5WM,%#6'04C:S!4[+K[?].Q'=8@'OEU#=5LV\ZG"8P,5U5EA' MV_QI.K/N[&?
%W=_,S[]@MTA5A!\?^+AV I^Z3Z!ZM^:?^??Z[AM?/O-?BU7] M4"UP&D8"!1DD<2@W]2@.("$9@8@(1N/$XS32BD^ZE)&)]8#\@"*S96^-J)Y6 MF
,G,Z714*5*B67^_]_R%,5N%F==@49*X]+,7&D6ZS9F%7U M7 K6OF:Z>+R+*BC(@:^?RGPI)R/K=MI#QD[-A(8V4,2M:@(R7%48X H)5 M183+P'!0"F$7%.<%$$[+IU?
YX,C[KU'RX+08)VH=C+Q@&4F$G_*ZK7.N:C"6 MF-9OBZYSSR(*PS1),PKC.)9Z*F-23Y$(0S_-_#A&02JX49CC&+&I(XNVI$%/
M&RCB79J^:8C1&&QZ9I(K,,PTEST.YK%'&@*ZBD$:(S5O+)*&T 7$6)\R]4@D7E\"> M+O3BE(JEY24)E/Q!]41_YA]7M'B4!]#Z1MSA[PM.XP1S[D$DI/6%*/5AED6Q
M*K#'14I)&N)T41>J>+:>K7&:EI'2W%#4MS>&E%6Q%DD:X+HN3J(RQE/3(G.#DJ%!M@-02Q7\H*ZK?[P"DKRZY9<, M7('K/=!NL9LBP0;2N[+61BC-:ZR=%_G 5M-
XQ>E)K$M?\%'(4(08Q+$70!0B MJ1$2(:"79HE/_QR3- [*%P=1Z;)BEDE-8? MX41V)DU$ZZ7+2WG\A>?W#ZKH]S,O\3U_UV7Q?\$UE[8&507T0QZGC @.TYC+ ME4]H
@F6/ZDV.$F<"8)Q9K+RS" M/2N@XP7TS #%S17H^)FFA(<^#A/4\- @_FI%//2!&:OB83"*99B+$)S6&WM% MFBIJ["]<29POV[93;>5+]I_KJFZNPQ84)R*B808QEO]
08)@2GP*8YIY:8I" M@9"1[]>&B8F53T/N"JRX8=T@*SSUU,_4*)DIH0TW_;E$\M,H'+#+T55?!'?+ MU 0JZ1)L7,7FV+ P;]C.!2 =1/1<,I;#,F=C(2E^G"$6I@BR+!(0\<"#!,4$
MABEFL4@")H]*MM;1?\G@'F,$S>VBUPWF.5W:;-H0'EL$IJQK]H<)V;$%1ZNZ MF?L0G4T"@LJ2O9/O7G_/JP4F+",X26&:4JE+$A9!'!($!4K+J2:Q6Q$#ORMRABZ472#T5(*U>
(:7/MJ2F:?Q')/ 5;;.SMCS)N4<$^L@ M]^;H0W;+Z!T7O"PYDQ;"H%/9(O.")$Z(!Q'U8XA4/5(2$PK#)*.IG]$XCK)- M%5+]RXSCU+0^P+URH^;7&8U#7IW3EDO .CY
+:UBRS[>)Y#36X 7 &&U$GMZ MS3%@0+&YIW"W*L?%,U MJ1K/9Y/IGP8B@IE58%MI=H4P W5\C4\&E=F2/_[;IAH[6^@V)#[(0="K/E#Z M ;"3 &87#.L,.*,(66, 1J)E]
<>:+7+66+QA%*WYRY;>UKU8D3>XRNGV8Q:4 M$>)C&,H#A7*KAE#J5"Y/&]2G OL-I[E3F%\ MRE>\2X?Q?9&E(O0A\AB%B(L 9C@+Y
M>KQ<.+,5VEX!=02!HFB1"G5"6GT3\'*I[>P]&^F-3+MQP4;LN!,OSF:TC3,^ MM-#./&FF0AC/%Q^I**_7+)>H7MW'[Z CC(8D :*MMZB.P/3N)IQ)[R9JK&36WNY
MZ8EU9/NO./WIOGC^60[0[OSRA^V&?V;861:DGFC]HM1\VNZ<]&N^*E3^QL>N M=],B37P418)"3!,$D;32I?F.":1Q2B+!,B_$R,QHWRQ^^'J MJI_N)F/YSIV&=OLIT1T9*8?
##^K97Y*N'UC_.1SELU15L^\#>QHR^CUYA@3 M04"(ZHC),FF($PPS@5-I@W.2$1^C)#4*NCA.9NK- M^KP< <,=]*SP$U10&A?
25>^1XT3F[2XR*NA!_Y#QI^U6[N>U&N1&?.%/1:FJ MGORVRNMJ$7#F>P(A& =^ E'BA7+E"@93)$@0>1E'9FDDQ\E,O');HBHQJNS) M@K6B:[9@3T"DMV O%]QLP6YEWE
$OXW*;+P\QT5RM#Q/$)EU>8X+NK\|SSQM MG?SY6*R:4FFWN+PIO];**E2E_7GO1UNP)(I3EL8P$/(?R L#F'(A+6.&!0\C MG'@I,;.'-
:A.;B*W/+2N_ROPA$OPK.B#'Z2%S*1QB,N!?UOSXM4$5;WE[1@I ML[7>0?2UA4C25YW%6@Z:7A]\ZP1WFOZI*[&[--"S%.=.!]6%X$A:J/:KEU;R
MZ+WL*C7M\8FOJK8;R+8(9O7F9?M,%SS9AGLU-2%PPM,X5JWLXX!!A$4(4Y%Z MD/ HB)(,"V264.:,LXG-AIY/M8FV941)4T9TR.NPEF@%R,O.@YMZHZU]?%EY
MCTMG44^/OPT-S73C.&!Z^LX9#&8Z["0"$WA1M$1TI&/&:B^9 MK6].V>*N9%*-O/_^E)>-3GDGK3V=U7KJW8D7Z)884-3TEN5).<=7H@L1S1;? M78F;_ET#Q0YT)=9>?>?
$&KD-E*]V:XVR[1([.> LJ^J<./U".ON2UV]Q M]7!;%L\YX^S-RV]R_ZX:CVA2I)8U@AF,5 M/1ED'D$A(4EFY@TQ9V)ZYXCD!ZR549NOY/\Z1@#><&(8\&>!LZ;[P):I28(&
[3%QY5LU9V!>OZLU0 <^6?N1;(UY MNL15E8N.U ;KRJ9*W16SE$$<40\B%$0P98A(M!1:(D(@0>8%18NE%W$Q^&-CE#13KIH;=@+VN6L31RG=67I7+9D?W9#$3YJ8G
MCTGAMCB=.(#)V>GE$EYF/MTX@.WP].-B4#N%>:+;QMMUJ:I6+M(@H4'B"1@2 M7T"4I:J+-$DAI7&2"SPH5&DXQ!F!*0U\&/L8IP(AD8:&UX3NP+0R@C?DG<*DI^7=
MB6ZFQLH+OJU'-MRR\2*K^0.. ;G/@OM2K MZ\=:VX]T].V)55U#% RH@B^\7I>KO^W^N7Z6\FJ:_:?'U9W_'O]1G+U5]V%=>+UJ7VT M3=QT>XE9[5;2^U 4M>JQI;^Z3B%P?
GDY$-YL?6G(+4\ID@_0,.+@J*(AIM6* M.S7F;$ONC%##-7?NT8OK %U7%:^K[=995-4PNKA:1)&'_,3#,,VB2,60$YAY MF0\I1G&2!33C>GF<%K0G7LE-C:"-/;>4U
$=DK>N$'064ST;=R*DS);]3BVA MEHV=_IP*M;=:J%U27TA7?O=%A\Y2?JU*1+J0C)0GTA[BTKZ:GXOGYB8W\$+4 MIZ:$*/9#'T.1]*OFUO MR2.
C>L,US"8*8F#CI([(%S<:?/8YV/9;/,R5!SUV]3[1"YHN7E:2NVNFT>& M>*7&FZ>%.=U[<^0=RP(7O=H<=IFHKJOK+YRM:=M\Z@M_YJMU7PHAB 3! :(P MB;%4:[%
,!6"0Y[Y\O_2V$LRK>A=:PZF=J8VEQ6;VHJT;XI"%5L R_^!LN>L M30%]>#,L,6$,^WDU.3F8AA[%!L>-F;737$:>L^3_P(8I<*/2BAJV;&MV& -J M6-)C2F OJ?@Q <#F94%LP3E7-
<1XW'F+BMB*?5!SQ'H@\SKFK,V M.)&7W8*@Q&,AC3)(PBR6BATQ>31&!*:YI6FC1TU+K:THGTMMIPR$*94?[= -'(Q5W5JH1-7;ZW=E4 MU5GVA^KH_,.612G_MLZ?
U*QNT@\X3;%/890B!%&&0X@1$Q!%F1=%'@\0#@T+ M).Y2F/Z6N-E^>4_5L!#B'AQZCK,+1#3WB3>$)D@?."&$JV*&>Z//6[[PN&@' M!0M//'9I7N9=R7&U+E^:+-
W+V]5[,WVZB4,*,IAJ0L3RW93%3Y5(2Z).0 M"":0R"++UNFC=*?V40V2]]K:KR5_DL\^J-"7+FS9, U(%U"]-3L!3&9KN:'3 M-/'MZ+=YW5WD'7!ZLV4IM/.$Q'&JKY1NJ
7%Z61"O=L)4TZ=C"*+F5N\<&D,+8$"_]2A<@98X^+W[]R2:PTQN M5T:#'M%Y;0DC(Y,#+.W;7,2ZKQLTMUNY;?S&3]V7:P"%F#DIY#1.(0HD*H" M)RF#//:S6!
<^I%GEFQPC,S$6N'7];+.^:-$\45:^8HP4)2M>EN=P$E/$5PN MO=G"W]+3E]HB2'],*&?1]T>)S!Q6/R;H8;S\Z-.V,3&D_KBJZK)QJGS*5_QC MS1^K19Q$(I2K494=]B!*0P^F.&
(0(4I\CR69EQI583E!9^)UJJB"+5GPNR(, M&LJ&J_043GK+U('T9NO42G"+4)51L9R%I1RG,G,(RJBHA^$FXX^;1XVJ]<[> M?^=TK5K>W@B14[D>+.)'SPXT\9ILZ(,-
Z#GP":0]#PHX^O3.1YFJ_0\%!/$ MEFK+:Q5E>G[TV>)-M04=1I[JOV2WW_ZY*-BW?+F\7K&/JUI^#+D\7+81:?M' M04X]&M TA7&8I1#Y@L.,8@KEZ3J,<D8 7O79GUN&NFA+
ML]W9 %6]#7L:K,RTPPY,!P#-<^ VQ\'1IF] >%8[P!R0?=/ 8@0[5?/;JN2T MN%_E?V_"7M_P%1=Y76VB!N1/E3K'KNX_2#$_X:=*ZKOKIR?)@_)XJ1J1ZUK^ MZE/^V/D*J@4+LPS%
<0)1J X#F$>0""854YCXG$8!#7R\Z9FKKYHF8%5K7>XU MW+4I)]!S"$11-JUVGXHJ;W]3]DP#]1V!I6*[N8EHV54_+K<,FVF*2973S6^
MUEQ91C]LF6UB^7MVKP;13U]VY^E3/T];IL'7[91]TI@R8ST[(:B.%/(4',ZJ MN2>$>%_%3TG*;B^X+57*3_VB/$>UW'DVE\SRYP_Y"DL$F_3A+ZI"P(WXK6IW MI$$UAG?
|20J5MS4J5^SZ454;_WL;]).EQ$NC)(5^C'R(!$U@ACP"690B$B89 MBQ)DL2M,RO0\^\,G7E6_#RH=L(&+%VI_UKR1@DI(P\/^#/;#J:=7[V-X?6G MRVJ+Z-
F^:CS:]54S$]L0%_5?'?==:^0O?14-*4%KC%_MU+,92M&\?JTSK<9; MQBQP.]H\IN5UUFUD%MCW-Y1YB%HV2AO>A2D&;WES3_XUEQN@JNTCN>RK]Z6A MEP:^ M1Z/(RQ)?-
:XWBA@VY,!D'5E%%/?\ -PR!&C;AT59&-V/*MSX&2^5V=)$.U:J MW%[/8-/"IOVU8=\:T[G0TU$3XFNFIS; =IR ;3.KE@LP8.,*= RZ4U660#A2 M5Z;49U59EM#LJRW;8DV1*[
M#$4;IGF9OFJN)[;"J>;-\ MJ>F-<[.ZQ?(X2_,G:8!6PS%OI,9_7ZDNSWGUP!GR_/_5.%6K18I8FF0>@0D* M8HBH\"'./ :%GW@T0P&-L%:KT3^$-).'T6W*'0R:7CTU)[K-
>^QDZ>MB=) M!-K69.KIK4S_K=H=J% IJ7PK%U"""M5=CFK=B?XA)T-B47IW'*2,.-Y4&CC=& M]^D=& KWA7H!02]A& H(GC3?SJW.Y_.SOA*4/!^_]/Y]%_NT]'?K5^=U^GM
M@/]"GY*1L?&'F;H1,^;U>9S-0'I]48^87G\7OI*5XES]R]J%H M:O?_.UY^6.)[W>#DD2$FMG%^_7S[$2C2RZ):EQPT'#1!/3M:HNF9JQ^@/ ;) MN+G@$ U#M[T!$.!WQ8NCP&0-
::U"DL?&G2T864.X81BRSN.6!0%4@G!;R;IJ MBQLOHDQ$GLK!"_R(0Y1Y&)(@]>7)*(R8\%,N2+2HSWNA3I,P6KOFWJ:V"/H7 M_K26ZHR"K[Q\SJEJ:/%Q17]]>
[EW[/S3/Z:!G_QSXRDWSOP_1$[/TWT9'F:K MMQW_"ES7[4[01*_5A3)\G#9I."V3JW3]0P+S9N:?%/ @"?_TDX[J5/^Y+*IJ M$0O?BXF(89#*?Z PI)!0[,-,+L^44M^C)#-9IL?)S+)4-
435< LM@CX/P&1 MWGJ\7'#+H&PF'1#<*JT3LR354@NB7RNK6@=P0]6_9Y]VF[]?FV6"ZY*A[# MW^!2!7RHEGY;&_U=\2A_M\@X9Y7L@82>6N&B004R^"44 R/_
((;%111TM MJA,;R5L>X):)G9/Y[RT?AMFU>HCJK6[G.)DM=@<0&2]^(Y$=Z0(]FK.J!B,8 M]C6%V\[)8-9ZUY1?)'VL#^P9/+E"2QCQ,"!1(]5U+I*&0AM*H]SR"
M&6<\BFED$)/]"B+,$Z&]PP@HMYP,6^/INY+GGN;S=PY_Q%FSTJR](& @B4KC MV>3W#(7I["S0B].$20W8!)U$5V#W Q@(-7S\C_L!Z-\<_($_!+M[@C_D!V%T
M(_!*4S+B_Y^;H]F_:\$]="W_UHL7%HYM,]8'I3Z2V,A8D9@E-*LZXY%L@Q& M1$19Y'MA%B.S:-L1:I-'U@ZKA-8/V*@C8H@>*G2*RJ0K\#])B.?-N$P\AB_
M4MD_Y&704:OB]^85?\? UG0RN@'0;$L>(KO3WDDNE\6W9F%T.^5R M"6*.M(X5"[.JHTM VM=3%XUE:=7PI?SK_9_Y2N[7J@;+-7O,5[G*65*^G_?? MU0TW7R!?T#3P!$QCYD-
$N->)1V,8TT1D49!E)$T,#1PMPM/;.BT;5^"^9:3- M.]]AQ=!RT0.42.9PVY>7__$_X M\>F?KR=!3-/L6U#(R .S$2S
MMZTOL^6AEPU#TU3BJ"H[O3W\+C*4>2).F;0.$VDB(A1!PE@,?<8\+)(@2@+? M3-]JT9U#TPEQ?3G?WYQHTY[Y.UX?AR.VZPAJV' M)/*Q8)DOC8L@\U6):@_B..(PB"-
28BH3XFM.^HDU5G=4D\E?\(YZS5)>THJ MFF,079=E4ZC&(HQ&!UQ3]Y,3P.S=4-W9L'7VS^..BNQU__D&5_G^ M4F
<<12'"*9(E<#T4A]FD<@@Y6$61"&.0AJ:'&+PT"@NRQ=EO^ F M&;312$(*!)Z;R'#YA&@J$^72 ,HWI= -%=0$DZBGSUYW:LS4G^*UB\?O.&N0 M;JY"6W::R1GR-ZEFG X[1XIT
@9GU;O3 ;ROIB>D9*;5&<\7[[HH@0]Y1?'R MEI=YP3[(WU4+FN(P3$4$?>&I9.Z,0A)Z')(@BDB8>![B6LV)1ZE,K%M[N] E M#%K*H"&MIS3',1K7>\XD-
SSNV0BMK9"TA!K)*9+OM^I$_K#5(N.CSJ((M 3K MU[+>PW9&UJ=B=7_'RT?5[^177*_+1C%\D8>5EV8/NA&W4@^H_,/EQ]5_<%Q^ MD%_"@G@)S1
*84I4O5@F8IA2[D%*0R_.$$99*LS.:U9\3'Z"DY],:F;OV.&I M9]),CI'9TE?L0,4/4 Q=@8ZEERN@: -%W)U)M *:$M%2 M=C,U<$ILA[W%=86SRBX>'7BV]&
(=\8;YQ5K/VYD$'U>T/8#BY=NF+&5;7V^8 MD'I7-+]K2A38S]*.&,TIJF9?7 Y M4Y,;"[^MGGG5U/?\ADM6V9?K=# !>@;%O*":J94!;Z!EKB_FN9\9W52!;*ZI
MA>"TWI3]A&W1F(]K80:7P[1-=Q Z,E(<,#2KQ>(.P'WSQ>'(E@[L?)77_)/\ M- \:10W+MW?7],J NOM6+$@6(AQ%*10)4WE?B=2= <:0>E$HCR,1RI!1B74K
M+B8VE>17&QOZD:VPU'053XV0H3>X80O%0_S^G(O@>G 77O18.9'KKW($!-KD8XR M4*1!0]NF!>T8!.?/7(ZD-],08X)/T'!60T:KD]?8N+,=O#2$&YZ[=!ZWLQ:Z M5=[W"?
$QY8GP0WF$(KXT SP*LXCY,/2RE(C(CWT_,#M"[1*8_#ADTP9V#P.] M[=M>+D-'1Q>2,D&SD^,B.-I#]P:?=7,\+MC^KG?BJ4NJ4]^:H50@F[KS_(J7
M7&5M/N:5ZG92+1@+@PRQ%(8T5@Z**(:$1Q[,4,B]),TBK2BV4V(3GW]N*WQ MW/(A?Y",-)$#E6*E:3+2\6)36O<,I..+=2J@#&\KMX5I.XP:'H!D C1<@+>3 M8F13)=@=5A<7\
[T_,\LZNWK":Y7#/3/4*U2MU1/N>'%9S7?M3)$FHD]5K"SY M@^H/]Y<=_S&_%AO6*<-2VFU0U\V[_OMI1'_Z8U]36MWZ^8.J3* M?>+_%"O^*_Z>/ZX?%U@J:TS#"!+?4PF(H\E5
M^9;')IBYX1)4#9M-2D;7\?-IPZDJ' +XAE?P=\DL>&RYO0)+5:FHEN=_?6OD/@1@X!+JC,=CYP",GPZ.!R6/,-K/&5AE_;RDI=0%.:B11% MO@\C$JFJ,@S)
X3@,*,A"KS8]RG3]L$<&7]BH[:A"$+PPVZUN:_%LDT UK1@ M3X&#XYA'J2&$**4$!P0B/N:^93.X#':O?M ;IF_[ENPF+> MO_EX]TZSU,
(I6,YOAA>*:K:Y]3)VY,Z'O&D)J;_O7"BLW3ZR)[2;C6!$DA'% M?NRMV13U",M#Q3OVF'T*S9U\=2%HB%DL$(P9DAHT" G$H2#0CWQ.69IF)-)* M9]P?
>&I/=9\SHFB99\8THH\K@DL$,O0H:\EBE? R9/RB')=FH-G36H;L'\MD MV?F[;6F2,G]N2IWT#E$U:%=LGK,D"SACYBAOV$)-!-?-GTKY!B@;-AN MPJ6[VK;654;,ID1/H

OHS#4 RJ+ORE9BZW/0$N9,?9='SPDMYU 1T12$DOM JM_*S(E::H]J3A^ MU$X[S37UP.W/K]X_5N*5F!D69,K2?V@BE[>=<0V00?$I9 LJP>K"#*:;_[CYSH16P/@<,\ 5]
YH#^G@%A/2!\ZX!^ M/:!?968CIW'"V!EQ;*V_Z0Y7,:K223W-]WY\D5]]2-4Y.[DNAS@@! M[N(?)154WPQQ"1[R%1%2W5\I ,X3\%4=\3*6):?Y DR7F"^(.^V!_T&WD5$ M8IJJ3UWP[2D"
[RY^ Q> YN S35-M_"0_M"0\B\)GE;Q490*3F-R[4KPQD'?[4"WE6M1X)C<=E3?$(2O2&?RZR]P&/SN M2LXIG44G>JV[(YB+5%]0U75NK$!:RF
MP@4*+U7'$P6I6E;ZXDKZYN*#ZN*Z]:XFHX$JE]5V+FT;% P'NT:1;10&X55C MM*-]T&@?>(OFPW.L9WRQ4SL IRF+L51:L0!SIH[6PEE0@U,6U"F=12=RMI/4 M89/4H;>@_F
L6:L^Y\K89N1PZR;"P=48&?7@LAJ'?:,@AE9!P'Y_ -T5,6J" M'WF#?R**N_L\^?67-.30R9MS4MH&CP="8EEX5 M1^8(!BW$!8>S])H#)V4%M@A#IL,$&4M6Y_C6)E;K J],C^Q-
)GA^+L;)*$5 M_\B4:)O *U.B-X1C):)6(O)*_(@I!RNMU.@8ZN*;2,X&IFSU1_" ML1);]H1][VIP]U;4@EZ(_=E%X:3>HE-YV\UAR[#02W.3NSAFI7X\Y20F=(5G M*7%F<P]
L&8?)R"R8;VI)LJB2*E[M-B,'C1E:'28FK_E#.59JRVO(SVM-CU;0LJ]!(YO)S#GL,.FBP)1Z#FY#+;,?*;^D-'=@Z3)G07*ZG<*&6 MIFYW>1]*@8U:]@QPV%@]W!_CL3EH>0SY
M>:R9[32/64: Q,\'I=OLU34?7EPVR-P1]H=VK/26T)"?T+[()>$'Q=K498MU MV2!3[#G0#+5HAOQHUCZ-ZXTEB?,%59B/G48P7!H%<CT+%G9VYI35U&<# V59Z#',.M7ZO?L+?
G[P^UAX&W/SB, M'/W!'\S/BNUMO621$;ZH7E81H'K"V;Q^T)QM7HBYJUX#,<[?P^MH\UI+ZV;S MELUGS! MZ LTKP]-_@502P,$% @ 8JY-6FYE"_A8!P *3P !D !X;"]W;W)K
M&ULO9M;;]LV&(;_"N$50PMDL27YV"4&&DO=,B1M M$+?=Q; +VJ)MHI+H4I2= /OQHPXQ38EAH^*K;UI+(1]2[R>1?'FXV#/^-=T0 M(M!#'"7I96G%%J_)
MG(C/VSLNK[H'2DACDJ24)8B3U67GG?,V\"9YAB+%%TKVZ=%OE#_*@K&O^<5U M>-GIY34B$5F*'('E?SLR(U&4DV0]OE70SJ',/./Q[R?Z^^+AY<,L<$IF+/J; MAF)SV1EW4$A6.
(O$/=O_2:H'&N2\)8O2XE^TK]+V.FB9I8+%5699@Y@FY?_X MH1+B*(/3?R:#6V5PZQF&SV3PJ@S>2TOH5QGZ+\TPJ#(4C]XMG[T0SL<"3R\X MVR.>IY:T_$>A?
I%;ZD63_$69"R[_2F4^,;W*4GDG3=&[Y;>,IC2/7GJ&KI,= M285\(42*WG%LZ7(.$W6:+;!?$U2]/H#YASGD7Z#7OM$8!JE;]!OZ//< M1Z]?
O4&O$$W0+8VB"K1%;*^>:G=956W65DW]YFZ.2ZZ98G8I"A(0A+J@*Y\ MT,/3ND]/>^5:B>_)XAPYWAER>^[5"%[=I\LSY'G%-G[ANS^R[-[ANS!R[.[M%C&\0^B]@N<]PYO+1B?,
(H+8"@4R^.(1W1*Q8:$6_7]N9#9T+4B<_FNH\U59 M1M]<1M[,O4VW>$DN.[(=2PG?D<[TUU^<8>]WD_R0,!\2%@#!M$#U#X'JV^C3 M&=Y2@2.TE!\#IXNL^$:18"AA27&/R2],?
I:D#")-!)&5$*9H60MJ&ZT2-BA@ M>8>TF[K>**[.PZ"(4W^\AZG"8 JI6D[.&@[L&I[PV3;M^(L1EFN9"S98%"3M9EFTJ^I.F@H[PQ5=#2QA@>QAE:Q
M/N$'M.0DI$*.$:)")OD6*FU,TEB);:6!A/G#AH;C44W#9A+'FY@U'!TT"%DU MU'O29=F3FH2S8MH*-VJ^4Y/:*]5,XGDU.0R4D5F-\4&-<0LUR(,<_\JW*^-F
M2:RLMI*,#9]939)F$J^F6F"@],R23 Z23.RM?=ZBR_$S^D2X'/#AO+4WB6&E MM!4#$N9#P@(@F!8*IZ=&Q[T3C)&J0H!B!4KS06D!%$T/UY&9<6 :5SNG=40@
M:7Y%TSKW6JL#5: NLZMD=K\C!TOR*I@V! MZEX$JD1=9^7Q'+O)4R_RBW,K+0P,\SYXXIQV7J%1M%!71THS0>E!5 T/3S* M53K#4[1:H$X3E.:#T@(HFAXN96
=NX.]3I8L)DC(+VE!$K*BYCD1.Z5U/ S> MLSZ1Y!L2-2P]5+5T\93?=>R&=T:XP#1!-S2F^?S)#<4+&N6O_(S%6YS09SH M4.L+2O-!:0$438^/,M_.Y!1M$:@Y!Z7YH+0 BJ8OYRA_[EH-
)=#TK;V0MN&J M:/K,4FU$Y!L2.;WZQ#A4O71QE9MV[6[Z+T;EB.F+5"V3_FY/Q0;=X"1/UW.CT* 6%Y3F@]("*)H>.F5QW=$I>E)0 M!PQ*\T%I 11-#YYW3#5@3PIJM%W#"G)]D1FTQ
"*ID="V6?7OGC]:4-X M+"-QQ]F2I&DN^GN\+"8XC&J#^F10F@]*"Z!H^DX_Y9.]4ZQC>Z ^&93F@](" M*)H>+N6\/;OS!FS0["6UCEES;=JMS;#ZH"4&4#0]$LI3>_:E[A_9\F9'MI;<
M;4YJUQ4'M<50-%WQHUW)=EM\CW=XS<[05901=,>BQYAPH^VP86?S,WLN/676/;M9;S7A86>UEF78>)[&?F]#&J>AR_PS)[RS)Y]67B> M+5+Y2N6;+(+=?
EN=3R0K!M_@]02P,$% @ 8JY-6H1YM[9S! 'AD !D !X;"]W;W)K M&ULM5E=C]HX%/TK5EI5K30SB9T/DBD@[3"[VDIM MA3IJ^[#:!T\P8#6)J6V@W5^_=I))2#"94ID7R,>]Q_=Q)D2"
M'WE6B(FSEG)SZ[HB79,F49R[RO,C-,2V< MZ;A\-N?3,=O*C!9DSH'8YCGF/^](QO83!SI/#S[1U5KJ!^YTO,$K\D#DY\V< MJSNW05G0G!2"L@)PLIPX?
\#;&8JT0VGQA9*].+@&FLHC8]_TS;O%Q/%T1"0C MJ=006'WMR(QDF492<7RO09UF3.UX>/V$_E=)7I%YQ(+,6/:5+N1ZXL0.6) E
MWF;R$]O_36I"H<9+62;*3["O;"/D@'0K),MK9Q5!3HOJ&_^H$W'@ (,3#JAV M0+_JX-<.?DFTBJRD=8\EGHXYVP.NK16:OBAS4WHK-K30T_@@N7I+E9^@8^J@E[?$XEI)MZ
;_#YX1Z\?OD&O 2T !]HEJDY M$&-7JA TD)O6P]U5PZ$3P]V3] ;X\ H@#P4&]]FON_M==U<1;]BCACTJ\?QG MV%^!>88+V4T"^.>],@?
O),G%OR:J%79@QM;]=RLV."431S68('Q'G.FK%S#R MWIJ(6P+KI,%OTN /H7>+@+1%L.),&">Y@@M+.+U0[*8H# ,UH;M#2@8K/PY& MC54GUJ")-1B,]3T1XE9U?[K-
MQF69*&:5J4DI5@O"U?Z+B/5"J'(X)QQ2?\K MWYF(5&-%!R%>0S^*1CTF)C,4))&92MA0"7\K[061IEC#HR @C$?]4$U6?@C- MD49-I-%PTE6$H &O<[M
$M@'8*CAN#H@@O!R&8:+(%UTA W:8CM+@3Q4;7% M2;\B#3:CV%R/21-G\FP]+M4FI+I]IY1(-4LI$](8Y"#6N=-C":Q#&WKM;NU= ML$YK<$N9L(763<6!<(%V:[7&ZRR-
7@CC7KD:S)($GEA 8:LTX. .;GG?J@?K M[$B1Y\,^%X-9&,(3^Q9L]0(<%@Q?R)JF&1'=W!L#'00ZN^0LH75IM](#!I?L MOD%AH=%$AGI\(26C<5K3Q" MP_+H_.J-
C@[WPE'8KUZ#41CTJM<].+S6_QQ\P'Q%"P$RLE1>WLU(N?/J,+ZZ MD6Q3GF<_,BE97EZN"5X0K@W4^R5C\NE&'Y$W?XE,_P=02P,$% @ 8JY- M6I]M;^/8 @ +@H !D
!X;"]W;W)K&ULM59= M3]LP%/TK5H8FD#K2?#1!K(U$"=.0!JI ;_3'DQRVUHX=K#=%O;K9SMIUE9I MQZ3PTL;V/<<^Y_KC#E=LW^QVK661RSA MDM,?)%?
SD7/FH!RF>$'5'5]]A5K/P/!EG$K[BU95;!PZ*%M(Q8L:K%=0$%;] MXY?:APV %^T!^#7 WP7LFR&H <%; 6$-"*TSE13K0XH53H:"KY PT9K-?%@S
M+5K+)\RD_5X)/4HT3B43H7>04*\(LQQ=/2](J7.J>NA6[[CC6RP$-GDY0<9]Q1VV%$<#]WEIE,M08.^MQV4M@0% [\)VE(V:)0-#BH[N%O:Y!RD M^]\-
TB59VA'9EHU18V/TCHTHZ6V*G@O[UN_TCW4Q5-4N?VFJ M2NH&BQEA$E&8:LK^::R7)*KJI&HH7MKW^I$K_?K;S[DNZ$"8 #T^Y5RM&V:" MID1,_@!02P,$% @ 8JY-6DIQ]^W@!
IA@ !D !X;"]W;W)K&ULS5G?;'[O+MLOJ^11GO*?O*UX0(\#U- M,CZQUD)L[FV;AVN28GY'-R23=Y:4I5C(4[:R^881'.5.:6(CQ_'M%,>9-1WG MUU[8=$RW(HDS\L(
WZ8I9C]F)*'[B06MMPNO\6HMU 5[.M[@%9D3\67SPN29 M746)XI1D/*898&0YL1[@_2,:*8? M)N*5[G\C94(#%2^D"<__@GUIZU@@W')!T])9(DCCK/C%W\M"'#A
O\#U.+BE@YLG6B#+TWK" D_'C.X!4]8RFCK(:Y-[RVSB3+W&N6#R;BS]Q/17 M2J-]G"0 9Q'X0ZP) Y\S@;-5O$@(>."<"'X#?I?]=#67+11MY56Z!&]NU^#J
MB0@<)_P:W((O\R=P]>$:? !Q!I[E;?FB^-@6$J=ZFAV6F&8%)M2#"2+P3#.Q MYN!C%I&H&<"6"599HKCS=W37 <:NBNWD\MR?> MO%@SJI"RXD4KQ^)'_@X6.,%92+@JX:IZ.6%
(MYEZ$QD1-V A73>$81%G*\#) M2BXK ?Y^I=)2+NP]9M$_NJH7H#P]*,47]WR#0S*Q)"%PPG;$FO[\$_2=7W05 MNU"P1OV\JGZ>*7K5M#=@1E9QEJDRS(JZZ?
(N@@WR8(K6=E,X&+JR#W:'"6FL M/&\ *ZL&TD&%=&!$^A!^V\8\%GT+H?#V#Q\:^"U@&AN)7X_+KW#Y1EQ/DCNY
MB,56OAP=+K_S3*>%JFMQB_28@@I38*Y5]*_D.]7+O&8C';A \^AA"U[7!J% MCV]8X1N>V'62EHZTW+#[S@:C(6J!U%D=-F8#YJB".3+#9'2[5"'RNAX+@%<

M%@C1^C4LN6\1PHM45VHA)>*UJSA@?3#2|)H&>VP70,7MGM:8^7[;@]=051C M1?^+2$OWQEKR81M;U\@/!CW0:C&'1JT|RJ6ENXE,C29-6+5&0K-(GDRG99Q&MZ49M@%V;VQYIA+4V0K,XGD.HL*N"@3?J-)_&ZK!%FT!KL81FM2PH%6EQ&3W/-M)H0+16OF60LP#-XEJ1KG@K-K>*%HS1K60P(\=4HXC52[,X OQ\YV7VNL4"^I MUI,"-(*1TEU=)RYNB;(Z0&&;G5'1N4|2]FENPF8QJ1O0$6U8B*S8|[,J:BK M@K=!&V"7IH=242V3R"R3YU.I]JBAYI8';.V5\R.;]!:9-9!;-@E)=H) ITX0 M)Y$MZHX'R DZZU+SP3WH&Q-1/40@\Q!QC&Q1|XL:MG5 8X-2D=6RC\P?WD?9 MMOLQW6%;DTD35]VDR*RDIY-M5QUOO0[*KE'OC@"]%10=*=@^AVI'G1'FIY S: M(ZS6*F@#M0|V?%5OE&. &PO=V|R:W-H965T MFQW384T>8%4M\DMG/WO]_=.79;*_UL2@ D&\&E&0@*G@"_5'-M9V&C4C !TC EB8;E.)C$ MH^G0V7N#KPQJ2 @$..3H':UPM< ^=.R&+|W&D&34CGM>#C>]]_ZW&TN"VK@6O%OK.!R'+P/2 %+NN;X],I/L,NG[_1RQ8U_DGIK.^@% M)%;5&+G; D$D]LWW>S]<. 0GW)(=@Z)Y]X&\I0W%&F6.E43[.RMFAOX5+VW MA6/2-><4)M? W*K!|F'Y4J.L8YH;(@GI$$3682]5R0!01'|:L+H-5M>K=T(@ MW5HLA'=WMS%OQ4EW^^L/9DA"//C&'KW#.B|!KW76M&)4!K9+^K_F@HT4P6Q-W2MS!3?G>P/SW@\LQ /8,7D%JEM(^PUIO[WW='.]JZV. UG 08,U.&?O!V= M'S;HPW/WOCU W/?--!=8PX-CS-T(!U2OF#2$P])19VA;;K>GK+,":.K*GVP+ MA?:<|,/27DR@G8'|OE0*IQ-W6#977?8,4$L#!!0 (&*N35K0S5!(8@4 M @= 9 >&PO=V|R:W-H965TO^ @"|&&JY24!?'0X M%W3ON4+S(\V_L1TA'+RD2<865HI[S_?5XS#8|DH;LBNY))GYYHGD:ER1BYKC|.PSASEO/RVGV^G-,#3^*,W.> '=(TS/^](0D]+ASHO%[X M$F]WO+@P7L[WX98\$/YU?Y^+LW'#$L4IR5A,,Y"3IX6S@M=K'!0#2L1?,3FR MUC$H0GFD]%MQ\CE:.&ZAB'1DPPN*4/O()FN2)63T/&]G6;>Q8#V,> MX$4PCR$C;YK\4=\MW"F#HC(4WA(^!=Z_)W4 7D%WX8FK/P+CC76=<#FP#A- MZ\%"01GU?_PI7X0K0'0-PQ /0#4'S Q#,#U %P&6BDKP[H->;B>BU!C,8XO/U$;'>,D 6$6@3_YCN3@<\;#;!L_)@2L M&"5,F10!QO&XHQG?,? ABTC4)1B+4)MXT6N\|\C*>$LV M5P##]P"Y,*(1M#Y_,+;(PO/Q(\ZSBEMMOA|B%G/3?*U&^ZU|3B8|62H$ MN1.|*K]1Y=M51?^(4B"J)V'NK)4R$C/PCT^H)&7V#5)[+SQ/L, ME+L&4]A3IF+:[[PC;-H(FUKS:[79'-)#$G)1LE8IS7G\7UB\6YW$Z9)-A!9 M)^A9$_3LYQ-LIDX#.)WUWH@&-(50_T[@*RW'/3&;HRK!P'H7YEQO:CBM@O_P M(MH3IM5;9GZ*#=G=9ES74MYB0I2P7;Q7M|ZV(ENK1@#,76#5O;'O2&:D2@U4$OCGL@MF[7C8'8NG%+*T3!4#T*LIKJQ7$/ MQ-:-6QHMLAOM>>52-5"OO_;08.#$L)&TF.1W6-/=2A(8YY]82K$4&^P=%=|M.I5Y9DG$Z)1.:>XTF-';X#)8^B"V^^#IDHA5>YOU/YMH,)ZA[<32 #$;K#?! M5B^]^-/D0&S=P%L?9.U.>E:R8=4A1ZB?;3H0= U=(Y8^BNT^^D.M"=:99M_WMM2"37FFL^,0T:/S4#5+]#O3%3.5Z(_"TD"3V4J=T(-8 3BGA5;:MUW^7]B4U?;NK>*!4#6#W9]0<6M/*25BGA5;:00LZ"'CU?9+<[79SEN5FUB| MZS?P>EUMRDE::H_P3DS?6,SCA#P)2O{D@8 MD;P B-^?*.6O)\4-FLW/Y?]02P,$%_@ 8JY-6L04J'IP @ & 8 !D M !X,"]W;W)K&ULA55;3]LP%/XK5H8FD!A)TS9A M+(T$=&Q(8T-4;_3'MSDM+%P[,QV&MBOW[$3HFZD]*7QY7PWWYHT4CWH L"0 MQY(+/?,*8ZHSW]=9 275){("@3,KJ4|JL*O6OJX4T-R!2NZ'01#Y)67"2Q,W M=JO21-:&,P&WBNBZ+*EZN@NFYDW\IX'!MBZ,', 3Y.*KF$!YKZZ5=CS>Y;< ME2 TDX(H6,V\|\|'916SK7<%W\HW>:A,,9"GE@^CU),]"D ME?*SSM!%:RC<86@.V0D9CXY)&(03_@O6*" M&7CW!<]/A1Q*-8QN:&8F9DGLL#;D-=8__\J8W"P_1K*%OK83+LP5ZP,UW1 M#&&8>WB -.@->>^O;-* H^O))PW"<XH)-ASRUJ*E#V3NZ2>/3Q-\,*$UZMIV;>4/5F@E-.*P0%)S$B%,M.]1VC*S&PO=V|R:W-H965TZ/[; .?.0E9VYC"PUY:.]GO^7/G MLR_#M51/>@%@R";G0H^\A3"%I>_K=_$YU>>R(%O9E+EU:!4S7U=**!9**ZG6>4_7[&KAWYPS^8+8Q~XR;"@ M,Y2 TDX(HF(V\[_!R' 964%!8[#66V*B^*<60G-]G(M"RP1<$B-=4'Q:P5CX-QZ0HY?M5.O6=,*M\?/WC^5P6,P4ZIA+/EWEIG%R!MX M)(,977)S+]>?H0ZH9_VEDNORZEQKV\ CZ5(;F===B),B9J/[IID[$EB#LOB#H MU(+.6P51+8C*0"NR,]P)-309*KDFREJC-SLHI,\L4LM0)$KK<%H*D4"%,:G1#C"1C*.(I.R./#A!P? MG9 CP@2Y99SC!NFA,Y#/KN*G-WQO=0%36'DX?G4H%;@)>_,?A7'PP96;_ ^1L)U%1 MDZCHD/?D1J0R!V+H!BM&00IL1:<<7#%7CGJE(WO#K)+0;O5J.Q273=S8[!!V M&\+N0<+GNH:ZKEUH8=X9]G^'IK+)G*C|1JTWF$TJDQUSO2R*#ASP_5:"U\_ M]M@.FNR@Q0U:?!"M*FLAQ1D6<09;6^MDC-L\1YCVR1^(7W|AK&_D/$>+,F"S M1D4*KY1>OJ5V%.SA4QZ;KQ!@S=X4^\- (\&-EV"%.5A.I--R,+-O%>0#F!.J MD'\.V!SM-9-6%ZTKAS&+KU6A;9.P|P[AH@GAXO4J<-%&PO=V|R:W-H965T_MOF,'LH$X"":U9;&=^<;?YQG/>,<[(7^H-8 F+QG/U<1;,:UW<^KY*UI!1=2,*MR/'+4LB,:IS*E:*"32UH(S[8;<;^QEEN3<=V[6YG([%1G.6PUP2M/]@Q:.8!57P(/AWENKUQ!MZ)(4EW7#]*'8?82^H,_PE@BO[E^SVMEV/)!NE M1;8'(X.,Y>4O?=D?1 T0[%H X1X07@J(]@!{O&HLCEBU:M8|N(96>GO<'# >TEH:U1Z#29A%)ZP==D,W6S[W=O^A6P_&X+7Y/% M^AGIVB2J?D ^.;C#G3,223?&`KS1-&.9D+Q6S9^O/W%VY*X((#^Y2TKL!A7)P;4D4H4Y;,^XPIU5;&2O=QC=/P-,4<)BVLAQ7K MX5G6C\!RM9&8.X M,@&VI9@G+GK#YM[Q^.VFR2ATTQM5!$;_<.@2&9FV:\]Q M#>G*W(:VBS]J4.B?QKYI,NBY60:=UY;6/1@*I61*E!.Y[@%IRMK'BWI*#! M-NR=*G+8M.16\-J*@[,-L.S%3D9A\Y!'IXR:-K4R<\SHM6<&YYMF6ZG&]#Y]] M,(B&C;@]K(+A.7;[M;>;>3A_H1)OE<{FN$18]V: >%F^1A M';[Q_0[&.#WI1#Z,#$OQ.H @NE/4$L#!!0 (&*N35H%20G=PP0 -4?+#R'}&<EV+Y5 >&PO=V|R:W-H965T==OMLD@M8X\2I8V#FWZ]=0L+8QLTBY8RO^MVBW@-*2EN> Z9^F7)14JDNA6K;I$++($D9 ME+)NT.N-NBFA660/|(X6ZZ]99$H"5E">(0'+:>W4[]2!Q]>'[' ^7Y!69!2E@SME/ MFLCUM!-V4)++LF'R&]_]Q6AHX]>H=HAKY0QM30%L.N5(7JUW7CJJA/^Z*'$T5% M$-^@/OZ @EXP<(3/SP_O.*C\i.#E^%=I6XM<5!+')3Y^EZ)#WH>;><291HJMX%ZEF\!=D9,8IAVUR@L06^C_ OP#CWI_N622Y9++H0LE>2-BO)>S(LL\.XN7D M67#&RDFY@ R65#15W&<;EMETY|O.^OWQI+L!)>!&>*7E,A;54O.@YKSP.OY M7*_Y\GI3 &)]&?3YKS3 M]M8B.1P:.KP.B;R%MI0AK&4(O3+,(5&C37]OM886I[ZY6!T0D[:WL):TQS7M ML9\VS_38*WXHWAXK0<|%U0)H%/IL-?OS+YS29B38>]M?F12=*("D^-;>"[,HI.$G;[B^TFHB-&5LMY"T<(FXL(O9|Q @$ MW1))M%/NA6M(5GH5O#;E;-)@Q38YFY@3GT7IF_P\[^_+;_& 9^ M WC2'E5OQ^<+PS T"3I UF[FK^!W&7:/CE#U@?<7(E2G*M06O53I>$>WJABQ M/T+BTB>EZ>]"RXE3\O-+ 9 $A :HWY>&UL MK951:YLP$,>_RHE54R-MA4"2,EV"U)94FI1N4:-N#],>'+@$]I9FMDFZ;S_; M$)2H=.{A+V";^_W/=X?/TYV03RI'U/!<,*YF7JV\>>7[*LVQ(.I"E,C-E[60 M!=%F*C>^*B62S$$%\\,@F/@%H=R+IVYM(>,]J#2C'!<25%441/Z]029V,V_H M]1<>Z";?=L&/IR79X|+U8[F09N:W*ADMD"LJ.$A" :29SF?>|P\R7).*Z0>Q^XQ-/&.KEP]FW!-VM>UDY$%.*2V*!C8[*"BO MW^2YR<,!,'P-"!L@[M$#1#U!48-,.H+C!O A>[7L;O$)423>"K%#]2U-FIV MX++O:),ORNU_LM32?*6&T_%WG:..$KY2L**.:HH+S;T1*8LLW@/,$-:%,#>] M/"X3.#\;P!E0#O>4,5-G-?6UV825\M/&X4WM,'S%88+I!43#=QG&X:@#O^V/ M1QUXTA\,'IY?WQXC/LF\6WVPS;H=.+>F<_H2IE0E42X=?U2FEI3M+OKBS7 MPJ-N8=M=KE1)4IQYIGTHE%OTXK=OAI/@4U?.3RF6G%)C*1$;?76B_ZG'MAW4Q'1DJ7A*; >&9.0)I)25FL*HT<*%-RRR%U&8A9806G>>2B=C9VSFSIWL83 M^PIN#POQTF8\F1S;)!TV071L,W!I, IXV=K4V? /NH:I$^Z)W%"N@.:4,"% MI<%EW6?KB1:E:R0KH4U;V-[677?P/4$L#!!0 (M &*N35KEZXJ,,;P, $0+ 9 >&PO=V|R:W-H965T\4=1 $'CT7)54+*U"ROK2MD560(7%!.N!JB\;QBLL MU91O;5%SP'EC5)6VYSB176%"K631K-WQ9,%VLB04[C@2NZR",&4%)=LO+==Z M7;@GVT+J!3W9Q@+*R'_5O_5RI0+_B-08XME0K4|PG6P^,"T (I6"*?7>)@SH6*5/Z>, M_;MQFZKBP.#XEH@52R6*Z5(C!R=376I%M&PO=V|R:W-H965T@#)!:8-JD5JO:=?LPI8-)#K&#JQ)EMH/OWLY.0 M")B(2GPA=G+/X[OG?.?UUXR_B@6 1&\)\)3<7 6DB9J6Q.1 M(L+AF&:3]RXSQ M!$NUY7-,9!QPG(,2:GN.T[833%)KV,_?/?)AGRTE)2D\1+|LC5SJY88I) *@A+$8?9P+IU>Y..ML\-?A)8 MBYTUTI%,&7O5FV_QP'*T0T ADIH!J\<*1D"I)E)N_"TYK>I(#=Q=;]B_Y+&K M6^98P(G17R26BX'5M5 ,,]RD\]HFMOT(93ZCY(D9%_HO6I:UCH6@I)$M*L/(@-M6GQOQ^E#CL -S@"\$] =RK +P^'J8"@! 2G L(2D(=N%[GPHVOQ,,^9VO$MM;5BTXM<_1RM|'"*IOB?/DJNO1.'D\|ZG\8Q0BM033=(5X2Q5UT!BBD9.2($N M;Z.(+R% W!$\))9* ^(0NQR QH6K50B_/8W1Y\0E=()*B!P56=T/T;;D<MU\?;4>GD7>&D=\3),437R'>OD.=X@0$^.AWN&^#CT^&> 3XY'>[6X;9*5I4Q MK\J8E_/Y1_CJTC|! C'!>=%|GU(RSY<" ,;Z='LE5&?XQR5V<$)A/T*V!D)S(< MP*?DVQ\3K+)F&ZAB6.VFXM#(O?$[=..Q MP;C3;=>-)@:CT-DRU20)*DF"1DGJ-Y=O;ZXIWH*JO>- $.Q%.C+8=,.[:(.# M0(+N'L_$8!.&YEC#*M:P.=8?3,>(R!V)=WLGU&2(=)!.>%-^Z>@:C M0#>IF@2-GKZWILY$5A.U78G:;JXI$**G_A4Y5]JIZN"'+D_]0):6&]IL:6U,9(5N]LZPI$?A!\SG1/UC4I@I>N>ZHR+CQ7A9;"3+\OEIRJ2:QO+E0DWDMP+6!^CYC3&XV>B2K9OSA?U!+ P04 " !BKDU:@ >;6\0# !'#0 &0 M-AL+W=O:9Q_/,C,UX<63\ MN\@)'HNXP1VM@0FUHD4Y!\C!=O+G%!XX$CLBP+SEUO(V7%IN=;KQ"99E)V-%BAI?P!/+K M|H&KD=VPI*0 *@BCB.-F:=VXU[K;8,2\8W 4,2>D9:R9NR[\OR9+BU'>P0YM)%)38/5W@!7DN692?ORH2:UF36W8?ZV-R'5V+66,"*Y7^35&9++*[10"AN\ MS^4C, X!M:"IYDM8+LI?=*RQCH62O9"LJ(V5!P6AU3]^K@/1,G"# 0.O-O"Z M!OZ P.0VF+S7P*\-_#(RE90R#C&6.%IP=D1C.TS3#UD[JV\H[M;\ ]UT/WC,I,*-=22,\);"6UT>N]ZKWU1AEC2*[0Q/V$/,?S#0ZMWF\^,9C' M[S?W1M1,FNQ-2K() -^-WC5$ON@HOS-/IB14B_CF1?3)-],)Z>Y,>>"%*G@ZI4J42DZB,B M))%[50IED<9D!EP)_$<=1J?1HE!SSF_H[\<+V.0@-D-C5+G#429_^U M^2 M-.MY_^]FK0_QNUGK0[R!K(6-I'!4T@-^&?0Y[*UV.>WL@Y4!TZLU$V8@$_/& M[?D.Q9;H-*BXP[-JN028_)_W"\#I;O8^9AYVW.]#PKG9>]6=_W&6@=%H MPZ=8S7U6!J[?W2(&5/^PBTVH[FEWK]_5Q;BC^NYB&NTVG.NQ>T8U]_6MQ^_M<Y86LCU#(_M)GK=G38K0ZS +XM.W6!$K.GLF]^FMGF-G\3]L"=^5M]2R@[UQ-=+<6XQUQ]M407*8;.HG:N9&PO=V|R:W-H965T. M8-5@9CM)^^UW-@2E"TE>P#9W]_O?89_'&R%?5 Z@R6O!2S5QB@A*_9$(65.-4+EU52:"I=2]XZWM>X!:4E4X\MFMS&8_%2G-6PEP2M2H*.M*M]N@8O-Q.DYVX5'MLRU67#C<467\3ZN9I+G+EME)054"HF2B(AFS@WO>O; MR-A;@Y\,-FIG3$PF"R%>.5.1K.G$\(P@X)-I$H/A:PQ0X-X%0QM\FIM,BC>/N M>!O]WN:.N2RH@JG@OUB]XDSB6! MS.F:,5$=P2Y9Z6QI%7%RN4EF7*AC(T)-D?W3\W"!3F?@=:,]PMR1EA)'A") M/T6-78U)&"ENT@B^K07[!P3/(+DB_=XE\3U_0)Z?9N3\[.)}&!=KT!;";POA MV[C] W'?Y_X(!:2,VHWS?<'9T@X5^7VS4%KB5OK3I;PF#+H)YGA=JXHE,"P M_"B0:W#BCQ]Z@??YB/Y^J[]_+'J,Y1AV:.J]AM,+G-!U' 5C=]U!&K2DP2E2MT8$JO8(=4L\;=.&+6IX"A5VH88=*+\,%;2HX!1U(4*!E!1V5T*6U)XBA1U_MD<+-]F'H'DAJU]-%1U(\@2&NWMX9$?]O\3ZNXT07.?/%"Y9'AD.63HYEV%Z"_KM'EU/M*AL7UP(C5W6#G.\UD : _R>":&W$]-JVXLR_@=02P,$% @ 8]Y- M6D5" .%4|_:(!D !X,"]W;W)K&ULS5AM M;^(X$/XK5FYU:B7:O$)!#Y\:TM6=U*Z]5GOWX70?3#*,Q.;M0VT__[&"0V0 MF"RK]O;N"\3)O#$/S-@>>>[6\HN: VCRG&=<#9VYUHLKUU7)'"*]SL4". Z9 M"IE3C4,Y<|5" DT+I3QS_KN3EEW!D-BG4_ER YE8 M#QW?>7WQR&9S,5ZXH|&"SN].?%@\216UE)60Y<,<&)A.G0N?:O8C\R"H7$ M[PS6:N>9&"H3(;Z8P6_I?1$<\5C"'=C7$\75CU*E\&4=7=YU?K M'POR2&9'"%8Q%]@=+]7SH]!V2PI0N_THUK_"AE#7VMIHI?LM(=>@Y)EDJ+ M?*,;"'+&RW_ZO G$,0K!1B$X5B'<*(3'*D0;A2+4;DFEB$-,-1T-I%@3:.:31MFGDH@EEH(WW&3=Z?M,2O#/7TZ(|R=,JRC. _N>4K)@?'M&J:D,%06I&3_9>/ MD$/*,)&S.T8G+&..@3HE)S%HRC)\.B.?GV)R\N&4?'"",DWNTCM)]X&K$:[RZ MR0,.38DM.(#-#\BIX]N$%@*Z:X!%XE6;(-7MC=!]\48DG,2^AT2>$%D 30^ M7CVTJ.?'JPU&SB;S,6^3&R1Z6[M]-'L5C2]K30_ MX<9*TU999HHDTV-N!40,Z;D8-2I-B=!+6<1Z;42 M>: O!D26"N\UG)WU:H#&%IEN+4=QN\P>[(L*]D4K[.LDD5"4U2;@Y(0+?I90 M-<=)K0$+6[]^.K5QNVA@\NO9I(CT:|Q:K>P1ZU?$^M\@]G7)5%E7'<*QS'"" MI+C#*\WT$FD5^XW08.7%=1OW M+%.LEH*Q5>BRQL FU#U$9*?"\=N)'"#X[P]F4MY+P&^MKV(_))\"D=^KD[(=MA=X!$L&61/ =!7G7)QE@/!7.01,E^]7H4$O9 M(2Z/&=6 M;ZMKC^OBL%/H?V.N0XHC^M9,>9=RCUTVPW8@RF.I,X<=.0Y?5$.=I8M$]MT+C\,!XV2-01H|_#X50K\C(/JDFCT#U!+ P04 " !BKDU:Z'8T|J^ M F!P &0 'AL+W=O7K-"QF3H#9S?QD)8K;2,<)*JH M$A!/U5SB2.WC9*Q DK%1$DDY%/G:G!Y'9G]=L,/!AO5Z1.3R4*(9S/XDDT= MSQ@"#JDV$2O\:[@=!SDT@M%/G&]-ID4,8[>^BW]G<,9<%57 C^$^6Z=74F3@D M@YS67#^(S6?8YA.8>*G@ROZ2S7:OYY"T5EH46S$Z*%C9M/1E>PX=@>|?$/A;_M@6]]-R#KUKB60.7?UNQ?!SX,\0 $9 MH_;TK?@#.9^!HQC[XRPDMPC"5=5[&KT;ARXZ=;G>-/3/^!S!ND%&0X^$M_S M1^3I<4;.SSZ\#>-BZFW^?IN_;^.,#\1]FW(W@V\+SI:V]\BOJX72$K^@WW. M&*HGV!NU:6J. I3!Z^-KD&)WG_;A!ZGXJ\'L;^A>B)W@<09^G1A58E.F8 MZR0:M^3)4=+W%6!USC7(/MYDGQ<<2"U@=%OH#!7 M!W9EHNZ6B.PI$U6W3,C.)4M-F>CS&>U\OZ/HWX-Q.V7/O"#W5"X9WE8..;\ MBS'*95.5FX$6E:V$"Z&QKMKN"A\IRD&8#KN=*Z-W_%-?V:4S^_E!+_P04 M" !BKDU:T(/DM"0: !NO@$ &0 'AL+W=O.UP\X77S8+]]6JU_WSPTS7;TY^)QN?GV MZF&[??KF^GIS]] L9INO5T_-M7_'R2_XQ;S'YM.C\>[?]9WJ]6O^]_8CY\>W6S_RTUC\W==F_;=O_S1S-M'A_W MU.XW\C\']>IMZ/[" [H^/NGSY!]_|T[R?;9KIZO$_YA^VA^]]>C;]&'YJ/L^?' M[<^K3]HY_!,5>^]N;AY^>_1I]=?6]QZ>-]OSXG#@[G>PF"!?_W?VY^'__M8]!M]|[ZI^U_\)*@EZMW M_|[GRWW:?IFN=W]WOKMN>ULWI[>C+Z;S|?]O^?)^[(_9XW.S6GT<[?_ZEZ.O MZF8[FS]NOAQ\-?KMEWKTQ3[_^>YZNQN[Q_CZ[C#B^]<1Z>"(NZ]'6?*W47]3MYI[+I^'+__Z\W%U^,WAY??!TS'.Y'"%_^[W?;X.4R?/F/LW7PYC?-^_H_FZO9?_BDI;_[5ES$2 MJTE,D)@.45BFL0.A%DQSMYBG(7T6SE?SI9WS>BQV?T9NQG-EA|&J^U#L_9% M^%4J7[3J?<3!\ZR6[UBM-5B=T/W?ONWT?UZM7G-X$L<1ZOWC_/[V?XVTA?'5[OL MY"))Q_F-\Y#WXT=+(C'Y#/ M]-=1(C'W#_G$&TERL"0Q16*:Q RS68DKWQ)7!4A/W-MZVHI>QP[EX*1V\QA;LST?9Y/=_.&V*RXA7ON#PV!B2F"_Q26**Q#2)&0BSM@E}]!;4Z(ZC[*=.+9.@;Y8?."K0I%:CFD_UB6H*U32]&4]S_M]V6/TGP3?G,PXORQ\.+\K[#G"^>%Z/WJ_7.VG>/=[/=^*'7;]0,0K4:U02J M2513J*91S1PTJ_2XZ;_!8V>W;7R2<.7STWJ^O)L_S1ZJTM[6R2<&GS&6^A)VZCXJ0/;7!.#Q3H0(EJ"M4TJAE*L]/7]C?)B0+GH3GK_MD$X6 5-4JU%-H)I$-85J&M4,I=DY;NN=I&(/Z63-,$6U&M4$]DE44ZBF4=T+ M#X_-Z+F+D[>.AU#QTL44VAFD8U0VEV&MN6)PV^Z7[[ZSZ"/ZQFR^_Y*(Q$/PF! M=CNH)E!-HII"-8UJAM+L&+?=3@H_V<,^VL,^V\,^W,,^W<,^WL,^W\,^X//_M81/VA8^Z06%3WJZ\ GST9%7!Q9.M77(&UK\H)I"-8UJAM+LO+7%3WI1\9.> M+G[" Z(3=[KX00=*5%.HIE'-4)I=+M+;X2?'B)SU=_(2'1J?/3CX>H<60^BF M4$VCF]$T.X5M 92&"Z#I:K%HUG?S7111_FCTUZ_#Q!ZV\4*U&-8%]$M44JFE4M,Y1FI[FM@5*V!DK1&@C5:E03J"913.&:1C5#;7:@VQHH#== EWU6,XQ'QQNM MDE!-'+3N9PZ3@3L5B4Y6OLDW_LG:\VL'?I.&^DN.N6MKH#1< X6/W6XGDU?^M!\G#8Z(SXQD*?VWHV@IA&H*U32]&4]S%[]TI5 6+H5,'+\SMX=QUK>@Q8]G MX%<#^UO0W@?5%*H5#.49@>N[7VR$!U/_"G\(!9GO/R%AT>',?&_'F7& ET ML$0UA6H:U0REV6ELZYLL_&C.+\UROF|/E]MML_EF]-WS_>[%<&C;WO=A*_;N M#M5]5!.H)E%-H9I&-4-I=IH[Z]B#0+D47'"%-5]5!.H)E%-H9I&-4-I=]#; MQ3^H^5I]==W#_I]>,.'5C"H M5]:.0#6):@:K5-*H92K#/W#8]V80|])-UPQ35:E03J"03:.1C5#:?9:'K9" MRL,5TGF'|/2.Z16:/.9?.'W.MHFH9I -8E]"M4TJAE*L_/9-DYYN'$*'M)SMUL:M^(3 -#PF.IINMS3T24\TL$0UA6H:U0REV:EKNZ4\W"V=.*P?K@X=UL,#HA/G M#APXK*-S):HI5-.H9BC-#EQ;_^3A1W<^X[">N]^?,_CRA]8[N?M@3SYP:$<'M2U13J*91S5";G<;.U_6$NQO[T/YO]S^:Q?MF//7AN#VNQQQQ4JU%-H)I$-85J M&M4,I=EY;KN>O$#/[3E9/$Q1K48U@6H2U12J.50SE&8'NBV3\G"9=:.Y_179 MIP3O'MQOQM7;C<+'/TG_;@'MF5!-H)I$-85J&M4,I=EY;,NI\@=A<.Q:NN4 M%0.WLFC[E+OM?:U(@@OZ6]*903;..H30[=VW|E(?,IU/G>'=%FY,8%2R#!PZ MQZ,-$;HI5-.H9BC-#ES;$.7A9X$^YQP_:_?_E#VV @?5%*II M5#.49G_%:5OO%.%ZQS['__WY\:_]&;]TI3 LQ1YY4*U&-8%]$M44JFE4,Y1F M9[FM@@KVJX4*=/T$QW-\[?*H8,EJBE4TZAF*

M*,W.75L^%>'RZ<29_7#UZ2/T-#PG.GB>N?XO $;G2E13J*91S5":G;NV)"KP M'7.%^YC00!,^#0^/#J/[N% ^&?O3B#8\J*903:..H30[C6W#4X0;GN$*OO(F
M$=TVAVHUJ@E4DZBF4$VCFJ$T.\]M U2PV^8*=-LT+:.*"Q;3 M%6[M5 [43N$QT=%T:Z>!P0(=+%%-H9I&-4-I5N[*MG8J+UI,5WKVQ'E/TM/P MG-C@^>9FWMRA'AT&-UGB,K<
M_RU9Z&"):@K5-*H92K/3V/8[9E9&N??YAV>$QT\SUS_)Y71N1+5%*II5#.4 M9N>NK8=*?%E=Z3XV5$V\[^=,P\.CP^@;['^* QTL44VAFD8U0VEV&MMNIXQ9 M6O?
=TWK^N#^\3[PQ1)?6H5J-:@+5)*HI5-.H9BC-#G/; I7LTKH275J':C6J M"523J*903:..H30KT%5;+U7$TKH#TF_>\['3O(?'Q4;T[+D"G2M13:&:1C5# M:7;\VI:INF G7>7V2=5
JQX>$QV[LP<+=+!$-85J&M4,I=FY:_NDZJ*==)5G M19SWZ_ZFX3G1P?/,]?>8Z%R):@K5-*H92K-SUY8_%;Z:KG*?#JKRW!]&M-RI MW*>#JMS_&0]TL$0UA6H:U0REV6ELFYLJW-
P,?R[>>SH/:[&'&52K44V@FD0U MA6H:U0REV7ENBYZ*74U7H:OI4*U&-8%J$M44JFE4,Y1F![IMD"IB-=T!&=N' M9.=DCI9(J"903:*:0C6-:H;2['BV15-UP2:ZRFUV\H%B_?Q?6E?
NFCGG9A3M MB5!-H9I&-4-I=IC:GJBZ:+U;#+PQA'8UE?N075:E03J"913:&:1C5#:7:8VSIGS.Z5&Z-[Y5"M1C6!:A+5%*II M5#.49@>Z[8G&Q%ZYL7^O7-:[)0C/BLXG^C
1JDE44ZBF4HS#NOA M.='!.W>N0.=*5%.HIE'-4)J=N[;A&>-[Y<;N S[%P)D]/#PZC.X#/@.#!3I8 MHII"-8UJAM+L-+;US#AFKYQLWJ^?9^O]H^E9XDTBNE<.U6I4$Z@F44VAFD8U
M0VEVGML^9\SNE1NC>^50K48U@6H2U12J:50SE&8'NNV4QL1>N0/2.[XG>;]! M#P^+#BCZ/!&J2513J*91S5":'="V@QI?L%5N?/Y6N?"8Z&B>OU4.'2Q13:&: M1C5#:5;N)FWK-
+EHJ]S$L]VM\ 8O/"+ZY_A,3.E>BFD(UC6J&TNS>30\/BPXHJ0E4DZBF4$VCFJ$T.Z!M'S6Y8+7 MAIY?#X^)CJ;;/ T]OXX.EJBF4$VCFJ$T.W=M\S2Y:+7#(A+9(9\|5 MZ%R):@K5-
*H92K-SUS9$$WRUW,2SX6WH_(XV0!/W4:&!P0(=+%%-H9I&-4-I M=AK;>F<2LUKN[;/SF3>&Z&HY5*M13:":1#6%:AK5#*7986ZKH F[6FZ"KI9#
MM1K5!*I)5%.HIE'-4)H5Z.2F+9GV/[[\^'Y4^EO>4O=[W4X,C(TIRPF6DRRG M6$ZSG,&X7EB33E@O6$5WO-BZBQWX+/V)0?$A=7NH@=&"'2U93K&<9CF#<;T$
MIIT$7K24[GCY&5OI3DR*C^"YDP4[6;*<8CG-<@;C>@G,.@G$U],=2:N?G_@? M]C@Q/CZ6GN>,_*,%.UJRG&(YS7(&XWJYS#NY#/=]D&_;NZ.B^K\9_T37.S9
MB.5JEA,L)UE.L9QF.8-QO607G62S*^N.'A9MM'AB.<%RDN44RVF6,QC7BW;9 MB3:QO.ZHG-A>=V)8?%#1YYU83K*<8CG-<@;C>D&M.D&]8(W=\>)S/H5_8E!\ M2-
T&:^AS^.QHR7**Y33+&8SK)7#<2>!%N^^.EY_^RK;IB4GQ$3QWLF G2Y93 M+*=9SF!<+X&33@+Q97A'TOYDOO>[VZ8GQL?'TO.DG^T8=+EE,LIUG.8)R=
MRZ13(24QZ_&.WQZ7Y=Y AJWHLQ'*U2PG6$ZRG&(YS7(&XWJQ[I1-";LH[^AA MT68K*I03+"=93K&<9CF#<;UH=UJLA%B9=U1.'?O#P^*#BCXFQ7*2Y13+:98S M&-<+:J?
L2B[8G7>\^)SOA3\Q*#ZD;JTU],WP[&@9\4^MV-&:Y0S&]>+5Z:R2 M<&=UZDQ_N-PZ62=# 6,+*._H@=,3.EJRG&(YS7(&XWH9[+1+";XN[TC:W\@^ ME$NV/4H\SRV-
!]YM0D=+EE,LIUG.8%POEYUJ*(E9G-?YXKFA@SVZ.8_E:I83 M+"=93K&<9CF#<;UD=[JDA%VA=_2P:+,-%,H)EI,LIUA.LYS!N%ZT.R550BS3 M.RJ]I_&+U+EW8(LJE!,L)UE.L9QF.8-
QO:1VRJSD@JUZQXNMA="#)_NS?VU] M_+6A[V@Z\1N/CQ7;1:&<9CF#<7:LTDX7E5ZT-.]X^3F?SP]/BG[Q\TQVHH>. ME"RG6$ZSG,&X7O0Z?5&*[\T[DM:W:@Y],#\|/CZ/[B-
+;A[9D@?E%,MIEC,8 MU\MCI^1)8S;GO3UY7_B#B.[-8[F:Y03+2993+*=9SF!<+]:=2BAE%^@=/2S: M;)&$V.;C-.!&UNVH4K=AFI@M&!'2Y93+*=9SF!< M+X&=ABJ]:,'>\?
(S*O3IB5'Q&?2-'LH@VR6AG&(YS7(&XWH9['1)*;YL[TA: MKXW54"[9KBAUGU9*CHM*G%RR11#**9;3+&[C2@.C!3M:LIQB.Q42%FX0NJ?^_??E)=[O^G^A!1]-
$*YFN4$RTF64RRG6P"/I2K64ZPG&0YQ7*:Y0S&]:+=Z; R9 '?0>E_8+]R;AO8&@OE!,M)EE,L MIUG.8%POJ9VF*[MD U_F=EK9>."#U>%!\2%U.ZV!T8(=+5E.L9QF.8-QO01V
M.JWLL@U\F6'Q\+-VGG09&"W:T9#G%LX'OV/87_K8_;$4?CE"N M9CG!%Q]5]H$KE),LIUA.LYS!N%Y4.U57?LD.OMPMM0;K_O"@ M^)"ZI=9@W8^.EBRG6$ZSG,&X7@(]I58>+K5.'?
P/EUO'[X%>-3PI/H+G3A;L M9,ERBN4TRQF,ZR6PTT#E_)*^W'T$*IL,? HE/#X^ENXC4 .C!3M:LIQB.S41WFX/MJ=D':OBL_K_;'_E^9I^[:CS_^4?UB+/Q^Q;1/*"9:3+*=8
M3K.L#MM4P[OZ,O9'7TH5[.<8#G)'Q\+CVCDZ%3)PA I/BD^I9W8Z]$4^Z&S)

M'NZN09RBV+AKZX/#PI/H.>R0.G>'2R9#G%+YX4_CFR]A'(URPF6DRRG6$ZSG,&X7J0[]5(QAD]3[/8_ ME*M93K"<9#G%+ M=*<)*^'GL4KV>2R4JUE.L)QD.
<5RFN4,QO6BW2G32N1YK(/2O[7(/;<6X8'Q M864+,Y23+*=83K.6#N%61E^(DO.E[/E73-Z;&:;9C.:+3^,5MN'9GWB M/8RP&O]JS-9F*"=83K*<8CG-<@;C>@'OU&9E#M]HD)W-
E.5JEA,L)UE.L9QF M.8-QO6AWVK@RW,:=>Z-1>&\TDBIUON,M/#_^K.QV0I23+*=83K.6#O% M71DN[D(W&J%W--C'S%"N9CG!H7F\> MFF9;S[:SVW=/L_OFQ]GZ?
K[<[.XA/N[XFZ^KW4W->G[_\/:3[>IIE^RKT?O5 M=KM:O/SPH9E]:-;[7[#[^Q]7J^WQ)]<[_]-J_?O+C-O_U!+ P04 " !B MKDU:(0I<8&X" "X!@ &0
'AL+W=O)4U@$)O#6OEPJN5ZN:^+\L:&B(GO(-6KU1<-$3IJ=CX MLA- UE;4,!\'0>PWA+9>D=M[CZ+(^58QVL*C0'+;-$3\O07&]PMOZKW?>**; M6ID;?I%W9
//H%ZZ1Z%G_NBRI@VTDO(6":@6WK?I_#8S^^V&7Q3V\F",3"4K MSE_-Y,=ZX04F$# HE7$@^K*#.V#,&.D8?P9/;T0:X>'XW?W>UJYK61$)=YS] MIFM5+[S40VNHR):I)[[_#D,]D?
$K.9/V%^W[O5'BH7(K%6\&L4[0T+:_DK?A M.1P(,#XAP(,_V]P]R*9<$D6*7/]$F:W=C,#6ZI5ZW"T-7_*LQ)ZE6J=*I:P M4NCZ?JNV M #T1>J*C*V26;M#U$A2A3-Z@*T1;]$
9TT]3YK[2=./AEP/I MMB?ADZ1R@F;3+P@'.$0OSTMT?77ST<;7X<<*\%@!MKZS$[Y#]N9#]K7.[HK8 M6X5N*W, YK(C)2P_89+$#OPBL^?
IG'P]4S0V1AT=LZ]T'5'KDR]*K(JJ5\4'J"@+W:AH1$674(D+%1VAXGCF1L4C*KZ$2EVH M^ B5AB>J2D94<@F5N5#)$0I/D\S-2D=6>I;ULP;=3BL%PD5,CXA)G*5N8C82 ML_-
$K@A#C+<;I*F-/2T'!\@5(SMZ2:FW8T?J^(?4$L#!!0 (M &*N35K2@T[TX L %*N 9 >&PO=V]R:W-H965T_VM*.=W>Z+JB\<.$FL!4QMD\Q(M^^%K@X-S@CE@Y9]]L1L(YW?,PA-?
>+ OGK+\C^)!B%+[/I\MBLO!0UDN/PV' MQ>1!S)/B8[84B^HW=UD^3\KJ9GX_+):Y2*;K0?/9T!B-3H?S)%T,KB[6]WW- MKRZR53E+%^)KKA6K^3S)?UR+6?9T.= 'SW?
\DMX_E/4=PZN+97(OOHGRM^77 MO+HUW"K3="X619HMM%S<70X^ZY]BZ[P>L'[$OU/Q5+SX6:N?RFV6_5'?"*:7 M@U&]1&(F)F5-)-5_'L6-F,UJJ5J._S7H8#MG/?
#ES\^ZNW[RU9.Y30IQD\U^ M3Z?EP^7@?*!-Q5VRFI6_9$^^:)[02>U-LEFQ_K?VM'GLB370)JNBS.;-X&H) MYNEB\]_D>_,_XL4 T]@SP&@&&*\&Z/MF,)L!YJL!QKX9K&: =>R DV;
R;$# M3IL!I\<..&L&G!T[X+P9<'[L@'$S8/QZ@+[OA1L]OW*C8^?0MR_VZU=[_Y#G MEUM?O][#S1MK_:ZTDS*YNLBS)RVO'U]Y]0_KM_9Z?/5F3!=U"K^5>?7;M!I7
M7MGBMM0^W.1BFI::FTS265JFHOB;]L$699+.JI]^TM*%]B6=S:K4%!?#LIJU M'CN<-#-<;V8P]LR@:U^R1?E0:,YB*J8=X^T#XPT%,*R>[O8Y&_/^=I0BN%J
M]E$S]9\U8V18VF_?;.W#3W_3Q/=R\|>E8Q%OU.#GU?T6U+N>H7JX+2:[R]/! M.'V8F_[&/=XQE0LC:=F_C4ICV)\->.*VX^:<7Z0"8Y_A0P%$ZJ9+\F/8Y3H MP,(L\^HYC0\R\8&W<;
(X])RD>)C;/PGFVC7WN'%U6\ON-/F/P@_M/^M?!*68 M%__M^C.P4:UNM=Z:^%0LDXFX'%2;"X7('\7@ZJ]_T4]'_^@*'(G9)..0F$MB M'HGY)!:06$AB$8G%$":EUMJFUE+I5W&VN/]
[*?)YM0UZ6W;E4SF^;SY)S-Y@ M)VNLWFUXK%;ZY]9H\|_%\/%E_,B)71+S2,PGL8#$0A*+2"R&,"E^)]OXG:CC M)\HJ?
$6]WIQLUIO5+F]1)HMINKC75M66:_[\B[OM5G972I73]$TIB=D;[/1% M2DW]K#.CY+3NRS9#$1 M6O)8[;4FMYM-UAZY4^I]B?DD%I!82&(1B<7CG6,(S?
[3BST9*9CZJ/W\=/3&XZYJH&_^4,UNM)<[M>:_W*=$)W<,3>NB$/JH%J!:B6H1J,:7)L7I12]"5L?J:IXM)NDQFG8E2CNV=
M*%*S&TV9*')"]_"$'CJACVH!JH6H%J%:3&ERHHPV488R4;\^B&,.SZB5WMDB M-1O5'%1S4/Z,1NQ\3&N/M# M?W1B']4"5 M1+4*UF-
+DF+7E&UW=OE'O+:*5&E2S]=U2S=Z$H:V:CHGW)@SM MU:!:@&HAJD6H%E.:G+"V7:.KZS6_UNNP.$L6ZIU'M$6#:C:J.:CFHIJ':CZJ M!:@6HEJ$:C&ER8%M2SGZV?
OL/*+]"%2S4++S*6\3+[1-@VH!JH6H%J%:3&ER MO-I.C:XNU7R>3+)\6I*X$XDY2H7/VO57F0NDD)HLW1>K30_K)9:F75]-?-: MWZT4Z*/N=]N-
>CEZYPHMS:":BVH>JOFH%J!:B&H1JL64)G]5O^W7&.I^C?+0 MCGILW_4?JMG&X6H-.J';,>&^]1\ZL8]J :J%J!:A6DQI24,K-ZCFH)J+:AZJ^:@6H%J(:A&JQ90FY[8M\AC&
MNQS9,=!F#ZK9J.:@FHMJ'JKYJ!:@6HAJ$:K%E"9'N&WV&,K:P1N_SZ'&>P<9 M[?>@FH-J+JIYC28= =BSO>VC,P==,^\Y]A!V/";/0D;H0L:4)B>L+=X8;RW> MJ('>*4*+-
\9N_\4ZZS[7!CJQVS7Q^*1['Q(MWJ!:@&HAJD6H%E.:'+.V>&.\ MH7BC'ML[86CQQM@]KA*'%&V.W>&.-3[L3AA9O4"U M1#5(E2+*4U.6%N\ M,=3%F]_7YQ$64RUY%'ER+
[1T4:W61%%J>5**SMBA)1Q4LQNM_G)9>U3TX\@Z MM4Y?I^[81[KH$GJHYJ-:@&HAJD6H%E.:'+JV/&.H3VFS]]"H]J>V#>3G32 [M(XB6:%#-1C4'U5Q4\U#-1[4 U4)4BU
MIC0YRFV)QGB?$]X8:+4&U6Q4\@;5[-/ M5C_7ILF/KE-4.NARN*CFH9J/:@&JA:@6H5I,:?)U]JNCJGNZOPB'K/98_WQ MQ1$G&E!;?
3.*:C:J.:CFHIJ':CZJ!:@6HEJ$:C&ER;EMFT"F_B[;R"9:"D(U M&]4<5'-1S4,U']4"5 M1+4*UF-+D"+>E(%-]=I_#GW>]@=YA1>L_C29]2KWG M:]#HQ&['Q/N^!HU.[*-
:@&HAJD6H%E.:'+,7E\92%W?V;N%]?VHWR2*9ILE" M^[:Z77]_I#.%[%6RV,MDL=?)8B^4Q5XIB[U4%GNM+/9B6>S5LMC+9;U'1 M.\AH/PG5'%1S4O#0\<^TD67T$,U']4"5
M1+4*UF-+DC+5=(_/"7OD/T=E"HP:7KC>_YQNR->D'Z MQA35'%1S4ASAY3-)9BD619HNB6C=O;W0& M>8-+UQ)YO:6,%I50S4$U%]4\5/-1+4"U$-4B5(LI34YG6U2RE"V**^;:/\
(U1Q4V[P;;2Q_UCD:OUK[VNBL#JJYJ.:A MFH]J :J%J!:A6DQIR)0+9EGJT5GR5=-](XK6G-"-0?57%3S4,U'M0#50E2+&NV8;Q;$U,R;, Z+ M!R%*.RF3JXNYR._%C9C-
"FU2Y^QR4'].L[U7R\5=?>6S3Y^-P7#G_FO]TXU> MWS]LF:N+97(OOB3Y?;HHM)FXJ\C1Q[/J:>;U69>>;Y39\G*@#[3;K"RS^?K' MAVJG5^3U ZK?WV59^7RCGN
IR_]8+_;5_P%02P,$% @ 8JY-6L-7F>1: M!@ &3T !D !X;"]W;W)K&ULK9M=;]LV%(;_M"N$50PMLL3YLQ\X2 XTI8AF:(FC6[6+8A2(SL5!)]$0Z2?_]J(]([IJW05OK> M-);;\Y
ZK\13OA;/GT3^3:XX5^0Y33)Y,5@IM3X;#F6TXFDH3\2:9_J;>Y&G MH=*'^<-0KG,>+LN@-!EZCC,9IF&<#>;GY;F;?'XN-BJ),WZ3$[E)TS#_?LD3 M\70Q< I.>5WBKR_Y5DL4Z[".&??
B5?;REY M_^X#>4?BC%S'2:+O#GD^5'HD!6\8U;U>5KUZK_3J>N1:9&HE29 M^=($#/4E M--?AO5S'I6'3RS MAU^'^6N#-W+I-
_>$7_)\VSUQE4F5;_0NZ3/"_D@_G//[D3Y[DK6RA?/OU KGNO*D82*+TDDI.I\RJM^QF4_10U[G.N[
M_W%;SOT6CMF"'FP16*^F;^)!,"/QXR;Q8VOBZVDV*Z;9,_)QG<=)\;HWAYV.=V:QQ1%MJ'4(?5./A#$0S$C]M$G]U)KZJTQQ354DU]6H M*_U5N.MLUY 39S0]'>]H<&Q#:AU07R&0,
:"&4+,&B%F;ZI?1/\/-%J1*RDW M819U2F0%]YWND#""*A 5(& /!#*E=IUT8.M""5N- $D-I%$H+H#2&HIDR;ZW_ MW;?7-7ML;TV1- JE!5 :JVG;Q7[DM,7>E,IKI?+>-
OU2'O'T3B_8;#.P'=Y; M2R2-0FD!E,90-%/TUHMQL6:,"W5CH#0*I050&D/13)E;2\:U>S+V:1CI@"S< M?CDN MULQQH6X.E$:AM !*8RB:*7-KZ;@_X.FX^X;-U-
DU=>I&$ULC:A]%;P6@OLZ! MJS03VQHV[@\Z-G7\U#1B=NT:>R^]'P2HJ0.E,13-U*OU=5R[L?,GSU/R2809 M86$4)['ZWBD:U,2!TBB4%D!I#$4S?QAOC1P/:^1X4",'2J-06@"E,13-
E+DU MGJ[JH*M5^@-(:BF:JV]HMG7??O+/8:HTVO][I>$[JTTWI+!W5?H+0 2F,H MFJERZ[YX(VR)A!HR4!J%T@(HC:%HILRM<^/9G1M[B1SOEUY$TBB4%D!I#$4S56[M&F^*+7]
([V,!I5$H+8#2&(IF MRMRZ/)[=Y;&7OYGU)^M.JME>^=LK?E CYIA1,527YLORK;_B6Q?VAVM:'7^@ MIME[Z?WF.]0H@=(8BF;JU1HEOMTH>;6F=?^$9Z?UWMX ?0<&2@N@-
(:BF2JW M=HSO06N:#S5=H#0*I050&D/13)FWMBK9_1EK3:MCMZO'GJ6YZ&BT6]/L8^B= M_R-&Q5!=FFEM#1'?_CK*X9I6Q<]V:MKN]A][-[V? ZBU :4Q%*T2;+BUHS/E
M^4.Y]U:22&PR56V*;,XV^WL_EKM:=\Y?NF>TVJ7;8]I-P]=A_A!GDB3\7B.= MDU-]0^;5/MSJ0(EUN6_T3B@ETO+CBH=+GA<-]/?W0E?0^J#HH-D-/?\?4$L# M!!0 (&*N35I/JO$\S ,
'L6 9 >&PO=V]R:W-H965T))F'&>\;_BPV 1"]%3L7$V4A9WKJN M6&Z@P.**E4#5+RO&"RS5*5^[HN2 LTI4Y&[@>9%;8$*=Z;BZ]LBG8[:5.:'P
MR)'8%@7FKW>0L_W$\9VW"T]DO9'Z@CL=EW@-NSMR6DI$"J"",(@ZK MB?/)OTW]0 NJ%=\([,7!,=);63#V79_<9Q/'TQE!#DNI$5A]]6 &>:Y)*H]_
M&JC3QM3"P^,W>EIM7FUF@07,6/Y,,KF9.",'9;#"VUP^L?T?T&QHJ'E+EHOJ M$^WKM=' 0 M*A@V@N&I@J@11%7MZV)5E8ZQQ-,Q9WO$]6I%TP>5795:%9A0?6?-)5>_$J63
MTQ@6$EU\P2^7R0L4I40IH9@N"5V+C^@B!HE)KHXNT==YC"X^?$0?$*'H@>2Y MNB_$V)4J!TURETV\NSI>\)-X/GI@5&X$2F@&65?OJMS;#01O&[@+C, YE%=H MX/V&
B\8].0S,\MC6"JY7\G#'GELEO^YI6WT/GEBEC]@;HR>GI[\P%#+07LS M#"K>P'0SW%,A^58U#XG^^JP6H'L)A?B[S^J:%O;3=$^\%25>PL1134\ WX$S M_?
47/_)^[_/))BRV"4MLPE)+L(Z_8>MO:*)//S.ZOI3 "]5[%[+/4:/^7$=K MV+""Z2?<;NH'H] ;N[M#JVR&3&S"4DNPCE7#UJJAT2K=D:'JR'TV&;7GVF03
M%MN$)39AJ258Q\VH=3.RVE@CF_[:A,4V88E-6&H)UO'WNO7W^G\V5J/^7$=K M6'386$/OYJBOVHR8V(2EUWW/!;]-O^/ J'5@9'3@D1/UUEKBO*_X1NFYQ1_] MF'WHCXZ*;S-
B8A.6]J0?C&[ZBW_3%O_&6/PYRTF&GK&0@&(B2B9PCIY@!W0+ MZ([1K/>/@I%YKBLV8;%-6&(3EEJ"=5SVO??_BI[5QUB#LV2Q55ILE998I:6V M:%V;#T8"_G_OI8VVTT"\HW?
ZF3G V5;]&')X%#$Y):W45EK=N@;O=0V,=7VN MQER0(;P#CM> "BRWG,A7I%\=>HMM!OH>>@7,^[KKS"P]VP*;M,0J+;5%JUUU M#V9I!?!U-?44:,FV5-9CM?9J.UG]5,T3W??
E]5CV ?,UH0+EL%)2[^I:W9V\ MGG36)Y*5U61NP:1D176X 9P!UPO4[RO&Y-N)#M#.FZ?_E!+ P04 " !B MKDU:4!/Y7&," "R!P &0 'AL+W=O+*>I=]-$%(@S=
M$DIU'63L*BW#D+E9N^15LZ3_XI+9 7>!^0/_=$1^.3U\. 0[FKS70;\+@.^ MY0M.96#&I!(;O3L5^GFC]!,02E_'3/7L(V.LYE#-Y85SB!Q]*F2(+;@I._? M>='PRS&K9R([,!YTQH-
3[.FNZ/1?T;DI^C'3#5-HFS 8]AY#,^Z_\)S&C\3V8'QJ#,> MG6W_1<_V5AC\M_U.+O96*^[>C6I>LULLUH1)K76EZ8>#3UJ*:%Z(IJ-X92_9 M)5?ZRK;-0C^J($R
GE]QKG8=4FJ*"FIE3U8"T*TNE:X;6U"MJ&@VL]*!: MT&@T.J,UXS+(4C\WUUFJUBBXA+DF9EW73/^9@E#;21 &NXD[OJK03= L;=@* M[@$?FKFV%NU92EZ#-%Q)HF$Y":
["RSQQ_M[A.X>MV1L35\E"J4=GW):38.02 M @$%.@9F?QNX!B$U+)B!:R5^\!*K27 1D!*6 M;"WP3FUOH*MG[/@*)8S_DFWK.QX'I%@;5'4'MAG47+9_]M3U80\0GKT"B#I M]!*0O *
(.T#\5D#2 7RK:5N*[T/.D&6I5ENBG;=E

"? NA2PQSW45M%YMW>SS3NL=K:01X,DKDDEE6-)'(6@#V6BO'/V M:?VR_"'[0/C_,;? K7?".H>#?B5\.+BU3QCX(UFXAFEAM[J+S;2^MIX6:.Z MM)DW;95PRLC)
(D;C;7K]Y>6FGVDM_?W4<$$$;2333.%2-%&2S$\ DD]*) M**^0$_X+!?#.;X02?M@6_P #_%K_ +/<.O'3'^,@EM?),(N_L9U=;#S/M3:6 M+CY#
<;?,V@RB$Q#S*]J_:J_;'^#7[(GP>L_C%\0[V[U.'7-8L=&\'Z)XJVM]:>(+")PER+6ZMG*M7'O M% !1110!Y1^W/_R:/X]_[+_ /H:UW7PN_Y)GX=_[5I_P"B4KA?VY_^31_' MO_8!?_T-:
[KX7?\ ),_#O_8"M/\ T2E &[1110 4444 %8_B7_D+Z/\ ]?I_M]!-;%8_B7_D+Z/\ ]?I_]!- &Q1110 4444 %%%% !1110 4444 %%%% !6/ M9?\ ([WO_7E%_,UL5CV7_([WO_7E%_,T ;%%%%
!1110 4444 %%%% !1110 M 4444 %8_@?_)!$O_7[-_Z%6Q6/X'_Y!$O_%^S?^A4 ;%%%% !1110 444 M4 %%%% !1110 4444 9OC'_D6+W_*X&KFG?\@^#_KBO\A5/QC_R+%[_-<#
M5S3O^0?!_P!<5_D*)J*** "BBB@ HHHH **** "BBB@ HHHH Q_$O\ R%]' M_P"OT_\ H)K8K'\2_P#(7T?_*_3_P"@FMB@ HHHH **** "BBB@ HHHH ** M** "BBB@#'LO^1WO?
^O*+^9K8K'LO^1WO?\ KRB_F:V* "BBB@ HHHH **** M "BBB@ HHHH *S?&/_(L7O\ UP-:59OC'_D6+W_K@: +FG?\@^#_ *XK_(5- M4.G?\@^#_KBO\A4U !1110 4444 %%%%
!1110 4444 %8_B7_D+Z/\ ]?I_M]!-;%8_B7_D+Z/\ ]?I_]!- &Q1110 4444 %%%% !1110 4444 %%%% !6/ M9?\ ([WO_7E%_,UL5CV7_([WO_7E%_,T ;%%%% !1110 4444 %%%% !1110 M
4444 %8_@?_)!$O_7[-_Z%6Q6/X'_Y!$O_%^S?^A4 ;%%%% !1110 444 M4 %%%% !1110 4444 9OC'_D6+W_*X&KFG?\@^#_KBO\A5/QC_R+%[_-<# M5S3O^0?!_P!<5_D*)J***
"BBB@ HHHH *^0/\ @OQ_RAL_:$_[)_-_Z.BK MZ_KY_X+\?\ *&S]H3_LG\W_*.BH_C"HHHHH_?[_@TV_Y2F?M=_P#;Q_Z? M)Z_?ZOP!_P"#3;_E*9^UW_V\?^GR>OW^H ****
/PVUN/]I/_@W!_:8\%Z3\ M7M&O?B1^Q_%XZU[6?!.N^'+43:YX,.H6LJW-M=0[AYD$7FF5G VOAG5T=S!7 M[_?6/V9/C[(|)O"7QM^*5YH?B/PEJ&HW7BPBCPG8F>F"?";R\:Z-S=)GE)F>[O
M%D5@&1I9%958$#XNG_;,^+>LW?P#T#]LS]BCXJ1?$W2+77-/\:^$;/P%_:EG MXEO#H$IDO;'PDVH3O-%;3W'F(LEO:Q!-_EM^]F9D1@ MK>FV(D2PLW M?M)J%X-
JQ@[C'8SR8Q&,^7_#+6]5^)'_=B_$6R\4S-+;?#S]E&VM?#,#GY M81I!/04W]GO]N3]O3X9^'S\/_A[_P $3OC/)XT\9:U' M+XD^(_Q$S$US3HX+
[5;@QPMJFHM;DL+>)0F((@J16\"0Q>6B+M]=_:6_9A^(?P M(_X*K>!/^\"JOPI\"ZIXGT74?AS=_#KXSZ'X:L3_P#__?7?^(?BCX7?\$?OV?@%O@VZE@OS\/;BP6:% MB'CBNY((29@1R"
(IW.1R.M:WA4SM,/?S29 ?7F MO@K]GOXL^/?CUX]_X(_#KXA:A/-IL&@^(=5D2X8D75SI5N;>QD;.=S1Q6B; M6Z_OF/>OKN'P=^V]]_P1[;_@D/)^SSXD/QC'@9OA9_PE!TYU*?
V%L^P#7O[M5/[HP?V9A_LPS>>=^[\C^.NM_:N_X)8:[\/@[^R=X__&0/#LWB3Q3^QUK% MB=/T)9(H+OQ5H#P0VVL6\32,L:WDT<0G3>P0N'3^,4 WQ(\+R-%K2?M)1Z$DT)PYL-
3:RM;V,$<[7B;:1T(ZU^FE?"7Q5^_C3_@I M/_P45^_QZU'X7>*/"WPE_9W_M/Q"MSXUT*;2KSQ)XGND@CM;>"SN0MPD-GY M/G/<.BH[LJ1^8-SK]VT
%CW^I7^CM%9V<$K%Y7W*=HRO7BO;_A9XS\+/\,?#CKK"-'M[B+0W:*>#3(D=#N7D,%R#7IGPN MTW3A\,O#@%A" -"L\#RA_P \4]J -'_A,?#'_0:@_P"^J/\ A,?#'_0:@_[Z
MJY_9VG_\^,/_'Z%']G:?_SXP_\ ?H4 4_\ A,?#'_0:@_[ZH_X3'PO/0:@_ M^^JN?V=I_P"-^ZO\3;5^@(-:
/C#_-^A61XCLK--5TE4M(@&O"& C'(V MF@"W_P)CX8_Z#4'_?ZK?_*Q_P D)\'_ /:J?^A5M?
MGQA_[]"@F_2^?K8K"!9O\@(#Z@B.1M6MG("NL?)SJZFE4_HN0T,;0O!&XU_[X_S^S-
"8^&/^@U_Z&*X'YG^P5[Y)/SPSOU^3)^'^SE$-IE]@Z/XI_^[0RJ8E7I#DE4J/M
59=IXET%/%MW>OJD0B>UC5), M\$@G(KH/[.T__GQA_P"'T^_"QV_7GEO\+]T%E9?R0/9V^><PG!^TW]
M0:@_[ZH_X3'PO/0:@_ M^^JN?V=I_P#SXP_\ A1-"10"_[ZH_X3'PO/0:@_ MP-BY
(3'PQ_T'5I_P#4'^AX/?A]LYT8^AQR^0/N>EE1&H1J7&[J%
OJKG]G:?_SXP_\ ?H4 4_\ A,?#'_0:@_[ZH_X3'PO/0:@_ M^^JN?V=I_P
M_\)CX8_Z#4'_?ZK?_*Q_P D)\'_ /:J?^A5M?
)CX8_Z#4'_?ZK?_*Q_P D)\'_ /:J?^A5M?

^_0H_L[3_\ GQA_[]"@"G_P MF/AC_H-0?]]4?\)CX8_Z#4'_'U5S^SM/_Y\8?\ OT*/[.T__GQA_P"_0H P M_%'BCP_>>'[NUM=5B>1XB$13R35NQ\7>&H[*&-]9A#+$H()Z'%'BZQLH_#5X
M\=G$K"$X*Q@$5;T_3[!K" FRA),*Y)C'H* (?^$Q\,?]!J#_ +ZH_P"$Q\,? M]!J#_OJKG]G:?_SXP_\ ?H4?V=I__/C#_P!^A0!3_P"$Q\,?]!J#_OJC_A,? M#'_0:@_[ZJY_9VG_ //C#_WZ%'[G:?\
\^,/_?H4 4_^$Q\,?]!J#_OJC_A, M?#'_ $&H/^^JN?V=I_\ SXP_]^A1_9VG_P#/C#_WZ% %/_A,?#'_ $&H/^^J M/^$Q\,?]!J#_ +ZJY_9VG_\ /C#_ -^A1_9VG_\ /C#_ -^A0!3_ .$Q\,?] M!J#_
+ZH_P"$Q\,?]!J#_OJKG]G:?_SXP_\ ?H4?V=I__/C#_P!^A0!3_P"$ MQ\,?]!J#_OJC_A,?#'_0:@_[ZJY_9VG_ //C#_WZ%'[G:?\ \^,/_?H4 <_K MWB70;G4],F@U2)EANBTK
_=&WJ:U/^$Q\,?]!J#_ +ZJIXCLK--5TE4M(@&O M"& C'(VFM?\ L[3_/GQA_[]"@"G_P)CX8_Z#4'_?5'_"8^&/\ H-0?]]5< M_L[3_P#GQA_[]"C^SM/_ .?&'_OT* *?_"8^&/\ H-0?]]4?
\)CX8_Z#4'_? M57/[.T__)\8?^_0H_L[3_\ GQA_[]"@"G_PF/AC_H-0?]]4?\)CX8_Z#4'_ M 'U5S^SM/_Y\8?\ OT*/[.T__GQA_P"_0H I_P#"8^&/^@U!_P!]4?\ "8^& M/^@U!_WU5S^SM/\ ^?
&'_OT*/[.T_P#Y\8?^_0H I_\ "8^&/^@U!_WU1_PF M/AC_ *#4'_?57/[.T_\ Y\8?^_0H_L[3_P#GQA_[]"@"G_PF/AC_ *#4'_?5 M'_"8^&/^@U!_WU5S^SM/_P"?&'_OT*/[.T__)\8?^_0H
Y^T\2Z"GBV[O7U M2(1/:QJDF>"03D5J?\)CX8_Z#4'_'U52SLK,^,[V(VD6T6<9"^6, Y-:_\ M9VG_//C#_WZ% %/_A,?#'_0:@_[ZH_X3'PQ_P!!J#_OJKG]G:?_ ,^,/_?H M4?V=I_\
SXP_]^A0!3_X3'PQ_P!!J#_OJC_A,?#'_0:@_P"^JN?V=I__ #XP M_P#?H4?V=I__ #XP_P#?H4 4_P#A,?#'_0:@_P"^J/\ A,?#'_0:@_[ZJY_9 MVG_\^,/_ 'Z%'[G:?_SXP_\ ?H4 4_\ A,?
#'_0:@_[ZH_X3'PQ_T&H/^^JN M?V=I_P#/C#_WZ% %/_A,?#'_0:@_[ZH_X3'PQ_P!!J#_O MJKG]G:?_ ,^,/_?H4?V=I_\ SXP_]^A0!3_X3'PQ_P!!J#_OJL_Q1XH\/WGA
M^[M;758GD>(A$4\DUN?V=I__#XP_P#?H5G>+K&RC\-7CQV<2L(3@K& 10 6 M/B[PU'90QOK,(98E!!/0XJ7_(3'PQ_T&H/^^JFT_3[!K" FRA),*Y)C'H*F
M_L[3_P#GQA_[]"@"G_PF/AC_ *#4'_?5'_"8^&/^@U!_WU5S^SM/_P"?&'_ O MT*/[.T__)\8?^_0H I_\)CX8_Z#4'_?5'_"8^&/^@U!_P!]5<_L[3_^?&'_ M +]"C^SM/_Y\8?\ OT* *?\ PF/AC_H-
0?\ ?5'_F/AC_H-0?]]5<_L[3_M /GQA_[]"C^SM/\ ^?&'_OT* *?_F/AC_H-0?]]4?\)CX8_P"@U!_WU5S^ MSM/_.?&'_OT*/[.T_\ Y\8?^_0H I_\)CX8_P"@U!_WU1_PF/AC_H-0?]]5 M<_L[3_\
GQA_[]"C^SM/_P"?&'_OT* *?_"8^&/^@U!_WU67KWB70;G4],F@ MU2)EANBTK_=&WJ:Z#^SM/\ ^?&'_OT*R/$=E9IJNDJEI$ UX0P$8Y&TT 6_M^$Q\,?\ 0:@_[ZH_X3'PQ_T&H/
OJKG]G:?_P ^,/\ WZ%']G:?_P ^,/\ MWZ% %/\ X3'PQ_T&H/\ OJC_(3'PQ_T&H/^^JN?V=I__/C#_P!^A1_9VG_\ M^,/_ 'Z% %/_(3'PQ_T&H/^^J/^$Q\,?]!J#_OJKG]G:?\ \^,/_?H4?V=I
M_P#SXP_]^A0!3_X3'PQ_T&H/^^J/^$Q\,?\ 0:@_[ZJY_9VG_P#/C#_WZ%'] MG:?_ ,^,/_?H4 4_^$Q\,?\ 0:@_[ZH_X3'PQ_T&H/\ OJKG]G:?_P ^,/\ MWZ%'[G:?_P ^,/\ WZ% %/\
X3'PQ_T&H/\ OJC_(3'PQ_T&H/^^JN?V=I_ M_/C#_P!^A1_9VG_\^,/_ 'Z% %/_(3'PQ_T&H/^^JR[3Q+H*>+;N]?5(A$] MK&J29X)!.17O?V=I_P#SXP_]^A619V5F?&=[$;2+:+.,A?+&
J11L;J5@K'L6X-=! M_9VG_P#/C#_WZ%9'@NRLY=*D:6TB8_;)1EHP>-U %O\ X3'PQ_T&H/\ OJC_ M (3'PQ_T&H/^^JN?V=I__/C#_P!^A1_9VG_\^,/_ 'Z% %/_(3'PQ_T&H/^
M^J/^$Q\,?]!J#_OJKG]G:?\ \^,/_?H4?V=I_P#SXP_]^A0!3_X3'PQ_T&H/ M^^J/^$Q\,?\ 0:@_[ZJY_9VG_P#/C#_WZ%'[G:?_ ,^,/_ ?H4 4_^$Q\,?\ M0:@_[ZH_X3'PQ_T&H/\ OJKG]G:?_ P
^,/\ WZ%'[G:?_P ^,/\ WZ% %/\ MX3'PQ_T&H/\ OJC_(3'PQ_T&H/^^JN?V=I__/C#_P!^A1_9VG_\^,/_ 'Z% M %/_(3'PQ_T&H/^^J/^$Q\,?]!J#_OJKG]G:?\ \^,/_?H4?V=I_P#SXP_]
M^A0!A^*/%'A^\|/W=K:ZK$\CQ$(BGDFK=CXN\-1V4,;ZS"&6)003T.*/%UC9 M1^&KQX[.)6$)P5C (JWI^GV#6$!-E"285R3&/04 0_\ "8^&/^@U!_WU1_PF M/AC_*#4'_?57/[.T_\ Y\8?
^_0H_L[3_P#GQA_[]"@"G_PF/AC_*#4'_?5 M'_"8^&/^@U!_WU5S^SM/_P"?&'_OT*/[.T__)\8?^_0H I_\)CX8_Z#4'_? M5/MO%'A^\G6UM=5B>1SA$4\DU9_L[3_^?&'_
+]"E2QLHV#QV<2L.A6, B@" M6OD#_@OQ_P H;/VA/^R?S?\ HZ*OK^OD#_@OQ_RAL_:$_P"R?S?^CHJ /XPJ M*** /W^_X--O^4IG[7?_&\?^GR>OW^K\ ?^#3;_)2F?M=_]O'_*?)Z_?Z
M@ HHHHH @N--TZ[N[>_NK""6>T9C:S21!GA++M8H2,KD$@XZ@XJ>BB@ HJO9: MOI.I7-W9Z=J=O<3:?<"WOXH)U=K:4QI*(Y #E&,47\S6Q6/9?\CO>_\ 7E%,T ;%%%% !11 M10
4444 %%%% !1110 4444 %8_@?_D$2_\ 7[-_Z%6Q6/X'_P"01+_U^S?^ MA4 ;%%%% !1110 4444 %%%% !1110 4444 9OC'_D6+W_K@:N:=_P @^#_K MBO\ (53\8_\ (L7O_7
U]_Z\HOYFMBL>R_Y'>]_Z\HOYFMB@ HHHH MH **** "BBB@ HHHHH **** "LWQC_P BQ>_]<#6E6;XQ_P"18O?^N!H N:=_MR#X/^N*_R%35#IW_"#X/^N*_P A4U !1110 4444
%%%% !1110 4444 %8 M_B7_)"^C_\ 7Z?_$$UL5C^)?\ D+Z/_P!?]_\ 030!L4444 %%%% !1110 M 4444 %%%% !1110 5CV7_(JWO\ UY1?S-;%8]E_R.][_P!>47\S0!L4444 M%%%%
!1110 4444 %%%% !1110 5C^!_^01+_P!?LW_H5;%8_@?_)!$O_7[M-Z%0!L4444 %%%% !1110 4444 %%%% !1110!F^,?^18O?^N!JYIW_"#X M/^N*_P A5/QC_P B Q>_]<#5S3O\
D'P?]<5_D*)J*** "BBB@ HHHH *^0/ M^"_'_*&S]H3_ +)_-Z.BKZ_KY_X +\?\H;/VA/^R?S?^CHJ /XPJ*** /W^ M_P"#3;_E*9^UW_V\?^GR>OW^K\ ?^#3;_E*9^UW_ -O'_I\GK]_J
"BBB@ K MXV_X+U?M*?'3]D[_()K^*_C'\!KK6+"[M]:TFT\2:_X>B#ZAHNB3WL<5]=V MV00DPB8HLA'[LR^8""@8?9-<]\0_$'PWL;.P\%_$R6P>T\8WKZ%:Z=J=L)8-
M2EDMH6M75E*$/##-\K_"MC;R6 (!^>W[)/[./P0_:,C^(G[2O_3M^/GB MB'^SOC[X7O\ PYXKT3XEZIA^&OB3^SM,\DNE:KI^H:)X?N/M-@&9FANQ=ZK*J!1\BL@4B M*-
H7^G/!'A+4/@__,'6/B_Q-XLA:&Q^+?[*Z2>%+QQ\EQ<66H:?%<6R'H75 M+1Y64.P+[?MD\43&&WW?P^9+Y<>>V_-?$'CSPGJ_P 7O^#K
M'P7XA\+0O+IWPE_97DG\3W2#Y+>XOM0U"&&W8] [)=)(J]2JL>BFOH?_(+> M?!WQ;\>?^"2_QZ^&?@2PEN]6N?A]=7EE9VZEI+EK-DO#$BCEG=8"JJ.26 [T M ?+>F?"WXYZC_P
$27_X*AS_!I\4G]I&7X9/\7H/&G]OW8@3$!U9-&2P\W[M*---D!:?8_+\L[C(1YO[RM']I[_@J-XO_:J^#W[%?P:_9^\2:AX,U?\ ;$U: MTN/%>K:!>M'?Z#H%I##-K5M:3K\T%PS2-
;I<#YD5)67#89>OA^-/@P?\&N ^ M*%KJ4'V)/V+_ + I#C:+T>&_L/D9]1=#ROK7QE*?V&]9^UH5_L[4]=M&N=/MI,_=E?[3(@4\AK=AVH ^S_P!H+QW# M_P $K_\
@H[^S=X4^%.IZI;_F_:$U.^\#^+O"&H:Y=7MM8ZZH@;2M4M?M,_MDC13RR3-!/M8+*FUV5I%#5^A5?FA_P %PO">K_&3_@HE_P $^?@?X0B>?54^ M/$WC"YBA&6AT[1?
L5W'_$'X"_MO_$_P7J/P_\ &/QS\#W&EZK;F"]AC\-31ET)!P&5 MP1T[&N%C^ W_ 63TB-=*\-?M>_"^#3K51%I\$GA0LT<"\(I)MR20H R2>G6 M@#['HKXY_P"%%+_\ !:W_ */(^%G_
(2/_P!S4?\ "E_^"UO_ $>1\+/_ D? M_N:@#[&HKXY_X4O_ ,%K?^CR/A9_X2/_ -S4?*7_P""UO\ T>1\+/\ PD?_ M +FH ^QJQ_$O_(7T?_K]/_H)KY1_X4O_ ,%K?^CR/A9_X2/_ -S5Q'Q3T?\
MX+#^ O&?@KPUKO[6GPYN+GQ/KC6.F2VOA)=D,HC+EI-UN#MP,<9.: /OVBOC MG_A2_P#P6M_Z/(^%G_A(_P#W-1_PI?\ X+6_]'D?"_S_PD?\ [FH ^QJ*^.?^ M%+_\%K?
^CR/A9_X2/_W-1_PI?_@M;_T>1\+/_"1_^YJ /L:BOCG_(4O_P % MK?\ H\CX6?\ A(__'-1_P *7_X+6_\ 1Y'PL_\ "1_^YJ /L:BOCG_A2_\ MP6M_Z/(^%G_A(_\ W-1_PI?_(+6_P#1Y'PL_P#"1_\
N:@#[&HKXY_X4O\ M\%K?^CR/A9_X2/\ ]S4?*7_ ."UO_1Y'PL_\)'_ .YJ /L:BOCG_A2__!:W M_H\CX6?^$C__]S4?*7_X+6_]'D?"S_PD?_N:@#[&K'LO^1WO?^O*+^ ^9KY1_X M4O\ \%K?
^CR/A9_X2/\ ]S5Q&A:/_P %A]5^/>O?"6U_:T^'*:MI.AVM]=W; M^$E\B2*5B%5<6^[<,1\+/_"1_^YJ/^%+_ /!: MW_H\CX6?^$C_ /1\+/_"1_P#N:N(^ M >C_ /!8?XN>#+OQ+X3_
&M/AS:6UOKEY8R17_A)=YEAD*.PVVY&TGD=\4 ? M?M%?'/\ PI?_(+6_P#1Y'PL_P#"1_\ N:C_(4O_P %K?\ H\CX6?\ A(__M '-0!]C45\<_*7_ ."UO_1Y'PL_\)'_ .YJ/^%+_/!:W_H\CX6?
^$C_P#< MU 'V-17QS_PI?_@M;_T>1\+/_"1_^YJ/^%+_/!:W_H\CX6?^$C_ /)OVN?AM=6&E M6)GNK>R\)#S9%! PNZW SSW-;?AGX5_\%I-<\-Z?K5E^V\'\+TAO+&*>%)?"/ MS*KH&
.+;&<&@#[4HKXY_P"%+_\ !:W_*/(^%G_ (2/_P!S4?\ "E_^"UO_M $>1\+/_ D?_N:@#[&HKXY_X4O_ ,%K?^CR/A9_X2/_ -S4?*7_P""UO\ MT>1\+/\ PD?_ +FH ^QJ*^.?^%+_
/!:W_H\CX6?^$C_ /1\+/_"1_P#N:@#[&HKXY_X4O_P6M_Z/(^%G_A(_P#W-1_PI?\ X+6_]'D?"OXY_ -S4?*7_P""UO\ _P#1Y'PL_ P""1_\ N:C_ (4O_P""UO\ _P#1Y'PL_P#"1_\ N:C_A
S4?*7_P""UO\ T>1\+/\ PD?_ +FH ^QJ*^.?^"'_P""UO_"_RJ/_W5*/^%+_P#!:W_H\CX6?^$C_ /)OVN?AM=6&E M6)GNK>R\)#S9%! PNZW SSW-;?AGX5_\%I-<\-Z?K5E^V\'\+TAO+&*>%)?"/ MS*KH&
6TG0[6^N^N1_^YJ /L:BOCG_A2__!:W M_H\CX6?^$C_ /)OVN?AM=6&E M6)GNK>R\)#S9%! PNZW SSW-;?AGX5_\%I-<\-Z?K5E^V\'\+TAO+&*>%)?"/ MS*KH&
M7PC\RJZ!@#[&HKXY_X4O_ ,%K?^CR/A9_X2/_ -S4?*7_P""UO\ T>1\+/\ PD?_ M +FH ^QJ*^.?^%+_\ !:W_H\CX6?^$C_ /1\+/_"1_P#N:@#[&HKXY_X4O_P6M_Z/(^%G_A(_P#W-1_PI?\ X+6_]'D?
(+6_P#1Y'PL_P#"1_\ N:@#[&HKXY_X4O\ M\%K?^CR/A9_X2/\ ]S4?*7_ ."UO_1Y'PL_\)'_ .YJ /L:BOCG_A2__!:W M_H\CX6?^$C__]S4?*7_X+6_]'D?"S_PD?_N:@#[&K'LO^1WO?^O*+^ ^9KY1_X M4O\ \%K?
/(^%G_ M (2/_P!S4?\ "E_^"UO_ $>1\+/_ D?_N:@#[&K\@Q*^.?^%+_\ !:W_H\CX6?^$C_ /1\+/_"1_P#N:@#[&HKXY_X4O_P6M_Z/(^%G_A(_P#W-1_PI?\ X+6_]'D?"S_PD?\ [FH ^QJ^.?^
[&HKXY_X4O_P6M_Z/(^%G_A(_P#W-1_PI?\ X+6_]'D?"S_PD?_N:@#[&HKXY_X4O_ ,%K?^CR/A9_X2/_ -S4?*7_P""UO\ T>1\+/\ PD?_ +FKB/#@ M '&I^_O/]]I_/>_/\ MY(_Z$OW_@;_\ -E?Y?K_ ,$/_P#@H-_P6L_X)]_\$W?CY_P6 ?\ !
M_@M;_T>1\+/_"1_^YJ/^%+_/!:W_H\CX6?^$C_ /)OVN?AM=6&E M6)GNK>R\)#S9%! PNZW SSW-;?AGX5_\%I-<\-Z?K5E^V\'\+TAO+&*>%)?"/ MS*KH&
<_|*7_X M+6_\ 1Y'PL_\ "1_^YJ /L:BOCG_A2_\ MP6M_Z/(^%G_A(_\ W-1_PI?_(+6_P#1Y'PL_P#"1_\ N:C_ (4O_P""UO\ _P#1Y'PL_ P""1_\ N:C_(4O_P %K?\ H\CX6?\ A(__M '-0!]C45\<_*7_ ."UO_1Y'PL_\)'_ .YJ/^%+_/!:W_H\CX6?
%K?\ H\CX6?\ A(__'-1_P *7_X+6_\ 1Y'PL_\ "1_^YJ /L:BOCG_A2_\ MP6M_Z/(^%G_A(_\ W-1_PI?_(+6_P#1Y'PL_P#"1_\ N:C_ (4O_P""UO\ _P#1Y'PL_ P""1_\ N:C_(4O_P
^CR/A9_X2/_ -S4?*7_P""UO\ T>1\+/\ PD?_ +FH ^QJ*^.?^%+_\ !:W_H\CX6?^$C_ /1\+/_"1_P#N:@#[&HKXY_X4O_P6M_Z/(^%G_A(_P#W-1_PI?\ X+6_]'D?
_?@M;_T>1\+/_"1_^YJ /L:BOCG_(4O_P % MK?\ H\CX6?\ A(__'-1_P *7_X+6_\ 1Y'PL_\ "1_^YJ /L:BOCG_A2_\ MP6M_Z/(^%G_A(_\ W-1_PI?_(+6_P#1Y'PL_P#"1_\
MTE]33QI#K,/]F+9H&\R9K@L$14VL'+$;"K!L$$#C_A=^W]^R+\8OBL\/W:<&_O>*B[*&3_YUN%ML'XG(W_WX^%N))-]H8,I7-U1TH[_ER=)H[.8FA-RP^&&^P &_!^8<KWN>_[O^/-+N/N> ;)M /G&/]F^0>2*A>M.O0&1)5[D7B'=3<9O/LZW$(+%^/MRF%%1.H2OMI[^2W,UQ[&*+_!^7!V&]ZZ:5V+U@"T2'[ZE/V_3<-&Y@+=>K:WT[P;<&#[Q0/@'TT:<2D6+=++9+X^5.WP5B0;G<2WK0+&Z4#:7[91B/N&Y8WV4:L'0?F
_V;/^"3O'[%?[<^S_X-4QA_:V_P#0M_X6_BC[<_\ ?L9_Z+ES\FL?P_H6_P#_\H<$7_ 'YO_<_\ 'X'\ _;_ :E_X6?\ !!/\-_\ !-7XJ>'O\ @H=_P59_;?\ V:/B/\,?"'[2_P (?ACI'PV\&:5\2/B1\+_C!\+=8O/''B;XI_L[^&?'G@S1KJUM;:"[U!P98<:)X6O](L9)VL-3N8(;Z*.TGC:;L?^"9G@KXR^(_AI^S[\9O@)X[ON8X8^#3_@(?CKX@\,>&?AK_ 4)\)0:79?M!_LQVGC[QCX5U'4+*YL-6\:W'B70KS4/%'PW\:6-XFIW'AK1M)O-;@U3QK)X5T^\T#3[;7/&-U(HK>+SM+N\-:]X7\0
KR#]H_P+6#6%Z*.)^F?/+.I#M.1W5X-%J*WR_.>$MU?K5CXCBRV;;V(W0]L&EMUG)#4M=P_]Q6_$2_-5!DW&V&*S-/Y8J=:SU#:?S:Q79H/SI<7DVW(9FD%=AM3U^0M:'S!3/G(_38C-6@/6+(L-J>4SHVH$LE/'@OB/'B[O#3LV&T+P[X(J&N"88#&^(G$^?@/>:[M4-N1$K7I9P&$@.<4"L*[+0^4,J*Y"@-L8=.T?F>6M(_Y%_K7+K+P)<-3O?[7_;B=3D1Q.X+Y0<JU\\3#XC2LK"0#T5SR&;A!*D=2K^2-2P+K/-4BZG
M"SMK>.]NFL6\Y@R6^->6]3LVS'SM)>%3P+5VZ%M;T4B[XJ;N3^TRNH3RK[WW(-SDWG!4W";2.*WV8@Y[U'HE-.J@"3UE#W-G^+U/JVPOPNS?T!4=@]BG8-?E_GZB[I@C#=WN@,$OYE\P:I=[K*SXSMQJD>6YQE\DPH_#G6R5:<VXDQ#^V23WG;6+'L.6"P$+IV*%.T&6:BW#6*I3I/JF,;KX<VJ?S<V[L
MER$C7/1S\,C/XH;X6'Q0WB+_!.1M;WL9H/S==U>DIZ&'&O?+\:\#?'^JBD8TKA(F%5'_W:$P/\CP\MF,HI<L9,!.M>N'+U%/XO#RU='[>0X=<HKSR.9"G3IB>"!:1I?LJ.#0CG(4SL]'A+3>2=C.!TL@VT31@(WL*K'A5Y_&%BUS_[1NV;KC@GQQTQWEE!D1V=GB-VM]!(UV_K[2KO$W0U;D6BA^E=H5<LQ?7IK\BF3^.=NT$9VQ\%_2V+EC]!QX\#P@!E5!O
M'!6#TB'?#O]QFOC9 ;C"&M#B"U':[+#XC(;U^=EEL\-YU?Z.8QZLFHGB/I+A+QA?-(LK#)T6V1;=@7&5+4L?VB6L(-9&!Q?%%X7[IHOU4>.T'TXF%5-$;?$&R;UHUFV:B6M?9WHH?5]X?Q=4QV1=?=]&"%4\VTYY)H%DR@2YVQ?.3-7MDH/]^VL;3DP1Z%)@4@A!=M2GMJHMA[0/_9[M^?VB0"B4TD4:=DHK!7,
&34PQ5K&35!$;&*X5E96A>8.C*58 C%>C?&'X]?"'X!:!:>)/BUX MXMM)@U&]6RTFW,^(US)-==^&VE:=XM\./!X4ABTO4+%87NX/.;1&N(W MBO(&?S))&E88D=V+EFH_!OXB?
#KX>_\ !=[X_ 75OB3JGB#P+:?L.6]K\ ] M=\5SAY]6OY+R/S[TL8X@;^?3;$^8P1"43&Q=^* /T)_9Z_9U=;U_9U_9U_:J_:W_:J_:J_:
X%?!OX"?'3XN_'O]D/X3Z)?? MM(?$G6#P-HV+%$W_&8)^!U&]=ZD&7_/BYIIRRAA/QZ:4%44WY'?L'8[DP@FFS6:?*X,<!;_;Q7;/9>/%"[3IY=3.]4-)/C9/;X.Q!*DT(_RVO=6MDQ[4B4+^?DQ[4"_FJ3+;*;9:)(I6P[K?
"K'.6SQB@#YO_M &WO^"._Q0UC]FOQK/^VQ?>MTVT-%\=-3A M<4SHV)_VWCB8[5T^(LBUII.@B6^@0ZF?G:[?H+&HQ-_]G]3%F6L=FHH^?KGYO].7;^8=Q[$Y)M>+O[D;D/U,U(V[J_OO;.#CSU3G&HS3K+/\.2\HT-*FR7[QK57\J%<7CT8+V)7-:@F1*F@:5H.\
MXS^"UM=:MJ5C:Q1NTSHR)?QQNC!A6?C$$5C66S,K9L?#&J$D0%J83A3KM)9#%8E@H2N0+R^BMC:7\L2+U\BK$9DT@F+X[[U3(C/D+CWMX2"IEYAL[A?(AXRXC1T+*A2AXAW:PY1C$^%"=PLE:QP"@8=M!
'N0?HCK?[5GP"\-?"'PW\>ZF:++B+B*+-TC"]SZN)X>8T.;&FX'>H<_$L1W(4+E"S^IV?VY(88>BVBQ*6)NY?S?3:IT8D@X@8O]%ZV?=YJ@/]<?J3DU%?0JR,;=R/H]]'O5-Z.U%<WGF\@[?R#NX@Q3YG6Q=X^LX=E$<@ZP<Y9UTK7M-.<0/[V_5,1
@J[^R=^PA\4/VB]<\"6WAW]B:#PWX#U[0HM+E6^\4PW5M;W\M$1S[1U(2J1KMS8U9D=8IG$#UB9V(4P]N2'4;E]0-2P;0YB1>GYPH,6"-&V(D-3ZM/W).K%/Y85VK-;^GH1.FO9HPPVTZXIFPP@2/I*<'-<N9^G9/;VRBZ!.@S^:98\MVI&U*BWX*/:+^PW+J^"_P;.D::O8RLH=\E
(KNSN4CN+9CM; DC7=M;&<''*^,_P#@I;^PS\/%"<S> MO&G[0^E:>K>(?[!;79K.Z_L6+5=Q0V$FJB(V,5R'5E:%YPZLI5@",PVV,+W]IK:J6HV5)<-RLWA+!0?-Q[W?=K[:1MK3FUX@J5F6E-A92W[<75?X4)1.RI5CWBYQTZC8B.G'6EIX:2N6W1[N9X(?7*)
$WQ%^T+XX_9B\2%;#59=)C@FM],M+5()22WTS3+ M4+=6["V2)RV6\QP%&2.^MYI))-ZDD.6R&.0#[SZ]*\&_;0_92^(7 M[95QH?PANOCIXL\!#6.WN;OQHWP_P!;.FZQK]QF-)N$KYWRO*V4Y?IEQE[/6P[YR9BM1CYOKT\'HCR9@>>.+D=N>6HDB9S/QXBUDJ@2XC;<I;W:FX6^;7E3V
;6P%VBE[>S"_:))A'M> M4^2@8*) WF_[07QC_P""IGA?6O0C_P]/BN]+M?.OP?3J[KV:,#=D=-B&P$_YBCU-6POMJ.?1MY58G,'$I?T[;R8/N9P+@.%[.8K>9ZVOD?UTYAXB26SFE0V5@EY&<:9.T#Q<$0JIDNL<$$IJ0NB*)V1$T!@5&'F#T8G0=
TSPOXJ^PPPIKO MAOPMOAWX@:!)]MUX0O+6Y\DRPSO\,+R;;Q[4%A9I>P<W*)\5VQ!T]Y^PWY$E/8*PRJ4TD61Y;Q\]N?H%?7;+\S$O\%2!6@1Y1%I\S]\N]\EA+N8V90&>\[E\4_Q@V43QFEC2>QC4NC1EZO/C@[[XU
M$3M'9W"01KBZO)55;F:68L=TODIM2)2?5OV9_@3J'@_XG^*/VW_VW^GWT_3OB;ZM#%1&9W9X87_5TZFL6EBW9ME^4UOIQ%B4L-0HQ7B7:3*G=2O<BLR3MIM7]]S;4/&YIE,29IJK%AS5JYC]2"9K6#B8U\XRDR!8]7JT>5W[4M'=
V7_V910@/Q1\3::9%U26'SK;P9ICLT;:W>+T.TAUMK_X[?M0?&?]B/Q%X8_8 :S\\':S'S$2S" %RS[F/W37G'[+?P)^"_]GP=T'1E+X+2QQ6'@W1H MK+?2B>29FOKK^)I+FX2YD:4@"23S2.A
]'H **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@#\J?]\@JWX5U>?_@MK^QJ?\&=)^/Q.T/PE\6/Q3M$JX=*_%37-(M=4^QVZS0$VSKV7<7DL'U?MS_\ !/X"GX):W
M\=_^"9'[7'Q>'&?$?P=I1L$_$S5%O%.@^)_1\,_5:@^")_(0R/8W%%EK=Q=JDJ*"422_(9^"*!*P_P!F$PAC'N4JKN+:$P/>&PS/52@OCWMK44LRLT/A0;
(*$?L>?%[XQ0_L^^_C;XUG-U+ -I=UJEFN2;ZK?&7U*MN'BB:TTW+AA5X_]+'%DCK2?W=(GV-/#R):6CR4NX+LDF8F34&]\JIQT7C:5\$(NW@(V_&_0%7T=%&^[?V
*M+E4EC>-UEC#(P8]J?U>>_UC#;$C&CEF]:CZ>D-?$,5#4PMXE6A^@.*1IW@TK*5L<U,7!1N5%E>4XVQ7^]G+5(JIPSC.@!9#N:F46+K;0Z.VY&@IQ1R\Z]NV9.BI^9#BB!VO[#PLO7JUGA<\G4N:3Y3<MG$-W3AK
^+/Q+^S:E::2=5U'2 M](T:U3P'RRJM6W5YQ?[P0/2TMQOL;N1%"=9D,&<1=\WFT!?=]TXI6WQ.S?Y.<HQ"PBGH\ZXJ^.'%,J?<U%W"C;1!8WG6'%2DA:/&!8G5#.!FQJ;04UXQ=XD)$O@X=^IV84/_JQ'!*G.U<BVXEWXS=6!?J24
M!^VWX2^*MQ#<$_$VU:FUZ/A A'UBBLI)BPW+6J1VUS%#VA?DHP#W&N7^G%3ZCN8@9E*EX]ZW@!6:0CR3Y_U_WA"X;/2:3R@;:GF];W\SM>L/B_WOQI98HXI+%94U'6FW@ZG3&E9:(GS&+9C+L6:LW2BY#9SMMQ
Q5&\Q.&C90 ?1O[3'A'XQ_$'X/:C\/_($^/CX2U[7)K>R; MQ;%$DD^BV3S(+NZMTD!5KE;?S1#N!59FC9@RJRG\MO\ @H'^Q3\40^"//BSX M0_MO?L++?M>_&;7S$'FLZ"ZN->&W6FP'I9$\>Q(R$1H(B]93J6<)-T-/<
OB+X^N-=M?&D3,AW)+ P O!92N0#CS M-\|?EM'\WZ*?L77L7TR
(2:16^[:00R2QV.1F0S2W7W#;,0#M_VM/V-H/Q-^,/WC+1/ - MK:.]X8!>1#_)!N&!$VD2G[N#-!9!,#3@TK2XW9J_QF5;0?C28<E>92XE<EAK)G!1R;!K_&A5>WS29Y]<BM8JY&T]L$;'6J4H1E&1Q<3!;Q8N
=9^,7BSQW\X#!E#!O7?9@WKXW5Z%98Y6KZ#^M_&<91!+3ZE(C\BVNG2>B!FM$2R/%CG]GX1N=3I]/P#P2VD)%7K/L4F3/6C.B^*/F9MWDA<2*%K,0J#F\3UXGW<K4K[U9QD9?B7>RM,7W9JD/L/Y_3V
$+3M!U[5I+\>%M:N=6>S6U660DJ9DA@0I0#>.Z#8MS.0BP65]Q8U=+9IFFA(QP@Y5P!5A:=19(2@RUM4*P-M6A7U4^R[S$J4$P+]!IR$Q:CE27DV*W<K[/V#?ZMN2QL02J@IM+?4SP,%7T:5ECT%7G@VK+2^IU

(('VR1SVTB21LI.058<@5VM8/Q2_P"29>(_^P#>?^B7 MH_+?_@WK_9KT/\ ;;_X)6>%/V@?VDOCI\|;:YK.LP7?B2']H?Q?9S(L% M_-#"8TM]32)"B(O(3DC+;JZ#P'^U7^U;_P $KO\
@K1X'_X)T_M1_'S7/BQ\ M%OCQ:2-\'O&_C5HY=>\/ZHC%#IMU=HJF]4R&*/>X+?Z5;L&7$BGI?^#3S_E" M;\._^QB\1?\ IUN*\I_X*L11?MU_\' ?[&W[*?P2<:IJ?P U>X^(/Q-OK']Y
M%H=K]KTZ[BAN77_5._\ 9L2A#R3?0?WQ0!^DGQ[_&U?V9?V9KF?3_C'\3!8 MW=GI?]IZC8Z9H]I[J=QI]AEA]LN8;&&9[:V)1P)Y52,E& ;*G'0>$_P!HSX!^ M.?
@A#^TMX2^,OAF^^'L^DOJ:>-(=9A_LQ;- WF3-<%@B*FU@Y8C858-@@@?G MW_P3 USQ3^T'^V#^VIX!UK]K[QMX*^(&A_M(:H;[PSHEAX>E:X\-I;VUGH]S M_P_3/2[J=HA#;-
&%63RD&TA5:4E_#OVZOV?_-FS_@D[^Q]*?V>/A%\9/%W MB3X-P_MX^&+GXZ?\)E>6L\>FVSP0ZC/ISBUM+:$6/[JUN6B",!(2I8%B@ /U M%^%W[?W[(OQB^+%M\"_!'Q@B'B_4-
*;4]'\/ZUH]|I=QJUDN=UU9+>PQ?;H0 M%),EOYB[06SCFO8Z\4_:%_9]_8Y^(/QG^$G[4WQQ\-6MYXQ\!Z\]I*MXE8DR20J8V.YF9?M&S<51,?6?[2OQ[U[X=Q6/PG^#&CVFO?
%+Q=!*OA#0; MIV%O:HFU9=5ORGS0V%L71I'X:1FC@CS+,BGRO4/@=\3OV%_V!_%/P9_83L[/ MQS\;[S3-1UZSD\0ZI:6=[XI\17MRAU#6[DS,(\^=<&7#'RU"Q0 A=@H_^0/^ M#E'][?
X[:]^QM\1/#G[,/CZ^\-^$_AGXBT&S^(WBS2+AXIM6UBZU"U6/0;:9 M&!58(9EN;MU/#O:P G-PJ?K/7X'_/!8GXC?\%$_O\ P1OU7]FWXI?\$A$^ M%?@&PUO1)-0\?
7/[1>D^(]R:^.KPW#W%S!!:QRW-Q=W3,TLVX'S)WD;/(K]K M/V6?B-^T#\5O@U8>-/VGOV;HOA-XPN+BX2_\$P^-+;7UM(TE98I/MMM''')Y MB!7VA05W;3DB@#T2BBB@ KY
_P""_'_*&S]H3_LG\W_HZ*OK^OD#_@OQ_P H M;/VA/^R?S?\ HZ*@#^*3;_E*9^UW_-O'_I\GK]_J_(-- MO^4IG[7?_;Q_Z?)Z ?Z@ HHHH **** "BBB@ HHHH ****
"BBB@ HHHH ** M** .7^,?PQ3XR?#S4OAM=>.=>\/VFKVTEM?WOANXAANGMY(V22)99(I#%N#? M?C"R*0"KK7S7^S[_,$9?V??V6/A7'\#O@#^T%\<_"_@^&6:2+P]I'Q3NK>&
M)IF+RF-HU62$LS%B8W4[B3G-?7E% 'D_[*O[#O[*W[%&AZIHO[-7P@L?#TFO M7GVOQ%K$ES/>ZGK-QECYUY?73R7-T^6<@RR-@NV,9->*?MH?\$.?V(?VVOC] M:?
M4^*I/"@;XCPVJ6M_XR^%WBV31;W5($4(D=RR*P?")YBA9"@52Y5$"_8 M=% 'B&J?\$Y?V-M=_8UG_8%UWX+V=]\+KJQ:"[T*\NII)9Y&E,[7;W+.9VNS M.3.;DOYIE._=FO/?V'/^"-
/[)/[!?BRS\<_#SQ%\0_%VJ:+9RV?A&;XD>-Y] M7B\+VLJ[)(=-@8)#:!H_W9=4\S9E-^UF#?6-% !7C_[;7[%?PQ_;Y^"5_P#L
MY_'#Q3XGM_!FL!!KVB^'-2BM!J8CFBFB667RFE"I)$K!8W0-DAPPP![!10!R M'PI^$2?"+X26/P@T/XA^(K^VTK35L-*U?6)K:>^M8B<0#^0$E,84$-*CDD M?.7KD?!'[%WPPI\/?
&2W_ &C?'VL:]\0/B!I]I+:)XK\<7D5Q+HMO+Q)'86T M$4-I8EP LDD$"2RJ LCN /7:* "BBB@ HHHH **** "BBB@ HHHH **** " MBBB@ HHHH **** /E[]I3_@DY\!OVK?
VC_"_[5OQ3^+/Q/B\:>!A.G@C4/#W MBU=-708YB?,2W6WA7[P8JSR;W90 S, *LZY_P2<_9/\ B7XHT;Q;^TI/XV^, M,WAV[%UH6G?%7QQ>ZMI=E<#.)AH=;*23!QODA=L<9KZ8HH
XSX]_L]?!C]I M_P""^N_L_'CX?V/B/P;XDL/L>KZ'>*5CEB!#*5*$-&Z,JNCH59&164@J"/F MS]B+_@AM^Q5^P=\0;'XC_#/5_B'XENM!\[_A#=.\?>-IM3L/"WFHT(?$/PJ\;3Z%-
K]NH55CO#$#O^5%4NFQV5%#,=BX^G/@M\%_AC^SQ\+=% M^"WP:\(V^A>&?#]]IGTO3+9F81J6+LS.Y+RR.[.[R.S/([L[,S,2>HHH \N_M;%_9*^'7[;_P'U3]G'XN>)/%&G^&=
<9!K<7A/7GTZ>_@&I2VUS&,9BDC+89" M."O<5^@E% 'FO[1'[)OP;_:9\):%X8\?:1=65QX2UJVUGP7KWA^Z-GJ'AW48 M 5BN;.5!^[8*60H0T-/$OQ9L]3UKQ/X[\8K;Q
M^*/'OBZ\2YU._@MP1;VP,4<<-M;Q[F*P6\446YF$?MZ?\$]/@O_P4=^%^%!_[1WBO MQ9Y>45MFX9KW>B@#Y@UK_@E M%\#_!QX"3X2?%SXZ_&[QEX.^S/
BYJ4=G>VZKM$%Q]D>"2XBP #'(M[(V!D&O>?A'\]&?A-\]_AOIGP>^"GPYT;PMX6T:W\C3-!T/3/3TM[6W0DDX1 !E MB2S,#)"6_Y=_|G!V>7L^2O:/V_\ @EE^R)_P4@)^'- M_:
\+:G9:IX,O/M/@OQ=X0U0Z;J^@R'9G[-.@(53Y:'8RLN41@ RJP^BZ* / M&_V-/V%%O@@;^PWX.U'PW\)I?$>KZGKL\4_B;QEXW\13ZOK>M21*4A-S=SDLRQ MJ65(U"QINA7S8G((61<
M[E;!P0#@U=HH_/NT_X-K_V!-/;X:P^*?QY@-U>37=UY/QHU)/.N)I&EEE;# M?,[R,SLQY9F)))-?6_[+7[)GPG_&-OV>-,_9G^ @U/3=!TE;QK6]O;[[9? MM<7,\MQ-04\UMH@,0P%4@J-
M?0=%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444 0ZC:SWNGSV5MJ,UG M)-"R1W=NJ&2!B" ZB160L#R-RLN1R".*^2O"'_!&CX ?#_-X]>-?VG OQ]^-
M.C>.OB+.DWC;7M+^(!@;5FCSY?F1)"(@J D(JH%0<*.*^NZ* /!?@Q_P34_M9*^WQJD_:9M_!NJ^+/B;);&W7XB?$3Q->Z_JUM"01Y5M+>RR+9)M9EV6ZQ+ MM8C&":@_X*#
|$R/V2/^"FGP]TKP%^U##X+O+B;P]?->>%_$NA:@UEJNBSMM# MO;7"@X#!$W(ZLC%$8KN1"OT#10!X+^Q/_P $Y/V=OV$O"NL:\,IO$_B75?$
M:11>)/&'Q#\12ZUJ^J0Q!UAMY;B;@01B23;"BI&#(YV[F8GQ#X?_/!NW_P3 MB^&'Q>O_(B>"M+\>67AG4]9&K7WP?A\=W2^#;B\#!P\NF+@3(&52(9'>'"A M/+V)7W310 =.E?-
O[=O_!+;]GO_(*(>(?#&O\ Q\|=?$>T7P>)'T&P\(>. M+C2K:WN) RO=;(<%IS&YC\PG(0E1@,^[Z2HH ^./V:?^"&G[%?%?[+OQY_M& M>$?$'Q.\0>(?"DEQ+H*>./B-
>ZM:6DTUO);O,L$Y*^8(I9 K=5W9'(!KG_B= M_P &^W[%%OQ=^+?B;XX>,_BU\<7\2>+]3-]KU]9?%V^MA<28VHNR+:JI&@$<: M ;41550 *^YZ* /#?V>G;PCFX\A)_
;_A(]MO%.LKJ>NZQXN\1 M3:IJ%U*D*0QHUO,2WEHJ':G0%W/\1KW*BB@ HHHH **** "BBB@ HHHH *** M* "BBB@ HHHH **** /E[]I3_@DY\!OVK?VC_"_[5OQ3^+/Q/B\:>!A.G@C4
M/#WBU=-708YB?,2W6WA7[P8JSR;W90 S, *LZY_P2<_9/^)?BC1O%O]_L/WL:76A:=\5?[?[%[JVEV5P,F%EULI),'&^2%VQOFOIBB@#C/C/W_\&SU\&
MVG_@OKO[//QX^']CXC\&^)+#['J^AWBE8Y8@0RE2A#1NC*KHZ%61D5E(*@CY ML_8B_P""&W[%7[!WQ!L?B/\ #/5_B'XENM!\[_A#=.\?>-IM3L/"WFHT$]>?3I[^ 9S;22H"Q@?
(WQC M <* V5)4_)D__!M9_P $]]0M/[*UWQ_|<-3TYP$N=*U+XQZE+;7,8QF*2,MA MD(X*]Q7Z"44 ?/W[1'_!WP#\?| XU^&?C_IG[0'Q=^^'7B'PMH0T:R7X9^.W MTVQN;
(2/(L4]D\!K*^N=7\27 MJ7GBCQ/KVIRW^J:U<)&(T>YNIF9W"(D<8(BB7Y8T1>*[RB@ HHHH **** " MBBB@ HHHH **** "BBB@ HHHH **** "N7^,?PQ3XR?
#S4OAM=>.=>\/VFKV MTEM?WOANXAANGMY(V22)99(I#%N#??C"R*0"KK7444 ?(?[/O_!&7]GW]ECX M5Q_[X_M!?'/POX/AEFDB\/:1\4[JWAB:9B\IC:-5DA+,Q8F-U.XDYS7LG[
M*O[#O[*W[%&AZIHO[-7P@L?#TFO7GVOQ%K$ES/>ZGK-QECYUY?73R7-T^6<@ MRR-@NV,9->L44 ?'G[:'_!#G]B']MKX_6G[5/B3Q&^(-JEK>Q^,(@E>?^,OA=XMD
MT6]U2!%")'8H60H%4N51 OJFJ?\$Y?V-M=_8UG_ &!==^"]G??" MZZL6@N]"O+J:26>1I3.UV]RSF=KLSDSFY+^:93OW9KV^B@#Y._8_<_P"""-/[)/[!?BRS\<_#SQ%\0_%VJ:+9RV?A&;XD>-Y]M/[)/[!?BRS\<_#SQ%\0_%VJ:+9RV?
A&;XD>-Y]7B\+VLJ[)(=-@8)#:!H_W9=4\ MS9E-^UF#?6-% 'Q;^T-P$$_P#$ MK>$/?G^%+W7WLX/B:^3P^(KW2=>:"?Q7\>E{'lt;}:FO\#!N2Y@T3.;T+=SDDPHMQ3 MO;&&*WC+>3:PQ0[5C@CWOLC' +LW+,S'TO\ 86_X)B?LS?"B/LS?
\ !/;4O%6O_ VX M\7:EJOC*.RBUK6?&WBNXUB[:&U\XPPQRSDM'&#/*Q4<$L">@Q]#T4 >4_MI? ML:?!/]OCX :E^S1^T)8ZC<^%]6O;.ZO(M*U!K68R6UPEQ%B102!YD:Y'<<5Z
MM110 4444 %?('_!?C_E#9^T)_V3^;_T=%7U_7R!_P %^/\ E#9^T)_V3^;_ M -'14 ?OA4444 ?O]_P:;_$^*3U^_U^"JOE_P, ^'%?%% ?G/%I>_Y//3@ F %%%% !1110
4444 %%%% !1110 4444 %%%% !1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%
!1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 444 M4
%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110
4444 %%%% !1110 5|@?|%^/^4-G[0G_9/YO_1T M5?7]?('_7X_P"4-G[0G_9/YO\ T=%0!_&%1110!^_ W_!IM_P B/VA?^R?S?\ HZ*@#^*3;_E*9^UW_-O'_I\GK]_J_(-- MO^4IG[7?_;Q_Z?)Z 4444 %%%%
!1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% '\H/[#_\ %!/#/[(R>W]_P 16[P_7J6K?Q$'__\%\&X/]1/X9_^2U^R>/_P""?P4$+/A>TM@^#GHO]S^+1
[TG3]7UF.:Z175=B,\VT'YNI]*_I2KY_X+\?\H;/VA/^R?S?_ HZ*@#^*3;_E*9^UW_-O'_I\GK_OT^*I/?^!_Q0_A@W>>,/PBM\D_%>2@F/#_#E&/-W^G|]^]3;_M_E*9^UW_-O'_I\GK]_J_(-_J
"BL'Q#\5/AAX2U$Z/XK^(^@Z9=J@=K74-8@AD"G MH=KL#@^M4?\ A?7P,_Z+1X3_/"CM?\ XNJY9/H5RR?0ZRBN3_X7U\#/^BT> M$_ PH[7_P"+KX7U\#/^BT>$_
PH[7_P"+HY9/H-X7=@Y9=CK**^*_^"%_Q6E_:!_8F'^"/_$+^+#K_'X_ZRUH_AHKZY_X*_ (B^S M7@Z(JV_*(@'@M%9.F:J?Y'#KD_ _GP@M3WMK_S+@TM$-8QSQA?*1CTA(/R+E*/X<_P"T]>,A
/AH+Q5JWB_P5XOU9KOQ+^QF>REE^(JT742]%W.REE^(JT742]%W/WDHKA?#7[3W[.'C#P_9_M#7QX\(7_QAJ%NL]I<)XAMP'1AD'!
<%3Z@@$'((!&*O?| "^O@@9_T6CG"QU.T9RBW6GW:31EAU&Y"1D>E?F3_P '6=Z^F_LF_L]ZC%83W;6_[77A
M.1;6U"F68K8:N=B!B 6.,#) R1DBI)/H7XF_\%B/AK^S)\2/!W@#]N7?]F#XH M_!*Q|>:HNF^&_&OB]-%O] >];[MM/>:3J5V+20\D>/O'FD^!O! M:3Z/>:JMM6+:^:Z&G6D,EC(
MN&64,T:0R,91:M+XAU70M$@N-)\1QVUC>7%I*]O,IVQS M_8YP3%Y9PL&M_"VST2Y\6WOBKQ3)I:Z_-+%8+6Z, ?1/[/W_M 4=N?CG_P %#OBI^P#>M^#J?[.>M^$KSX7^%M.UF?
7];URTF.II>,OE^7!:F5$C M*,&#M-OZJT:$&O2/@M\!I)Y8(44-;B!@J$,S[MXY5@R#Y _9?$A_X.3?VI1$RAS\$/!^TL,@' M:F,CO73_+!?]>'2'B[]L#?2T?|F/#@I[H[]^-+%V^;X5?|J_0'O@9/(>^UU0
&>KOP^VC7GA?PP^FV\|% MC<6%_>W$SI)/<3,YBBAW!I7 ,9V!0V* /NVBOSZT3XY_|%2/VQ/^"?_X*_ M +?C73-*^5>(8#KGPO^!USH.G3:=J.D+=[8;74KVY*S->3VRM*9()[:*-Y$
MC"G:9&^YOA3K?COQ-|+O#?B3XH^"X_#?B;4- L[GQ%X=BODNETN_D@1KBU$R M?+,(I2\8D7AMN1P: /(OC]^W98_#3]H+2OV0?@K\&]:^)WQ3U+PV_B*[\-:- M]J%K8VNB:.LWD+?:A>73JD"239CCC19)796P@4%JR_@I_P4,NOB-^US'Y|QQ7*WB![&YTJZL+>[L[4/9WMG/*EUN>|&01&|?ED2(I9<M_+G_5_9'_
."DW[/W[<%E_P %>O\ @EA::=XUUS_A"(?#/Q2^#^KC)U_3 M8)C,DMK|REY -OR(RRJT2F,2^9)$>Z_X)A_|%@?V//\ @J1\9K>RU?X?:W\, M_P!H7X>^'=4TW5/AMXQC,=W:6MS-9/?
BVD94^T();*UW*R1S)Y>6B"_,0#[Y MHK|^=5_;Y^,'[6=[|6Y?V>_C7XX^'5GX#\:ZKX1|#3^%?V>=6|6V^M:AIQ$- MS>:A=1Z=Z\R)+>V:*58XO->4F41Q^-?
M'_|%9_^"IOA'_@BWX<_;EU' MX+6WP?\ B?8^,[/PUX_|'^.?AM?07=VTMXD"7NFI?31BWCD5XVQ-#.N7D4./ M+W, ?K717PA|>_"7_!<_P)|*_C5|:?#'[4/PTO;VQ\,QZ[|+/ FA?#WS6M[F
M"*26[T>:2<[KD,@$<5SO#2R@.8X$)AJQ|+?VY_B?^T#_,$:OAW^U/\ !CXS MB|^*7Q'TS2=,T#47T2S:%O%EY=K92V_^T)X MY%+7"9R-BE/NGYMQ1']5KX2_;U_:I_4_9'_
&L/V1_@SX9^+?AO5O"/Q7^(M|7AKQQ<7G@U8]6NVCB22219EG,$44NYAY<=NCQ[!B5MQQZ!X@_:?^*W[2G[? MWC?]@K]GOXA#P1IOPD|(:5]_Q-|:VNE6U[J;:AJH>33]-
LH[M)+>%!;Q//+/ M+%,3OCC1$.Z2@#ZMHKX2A_;=_;L_82_8U^/_,;/^"C_,+],U@_"KQ3+9?" MGQ1HT]M;O|0M/N;E+;3);BVM7E%G*||NDF$7 D.V(F,E_.OVDOVXO| @HG^
MSCJ7PX^,?P8@^*?QT@OO%=K8?%KX4VO[*7B'2K>UTZ9',U_I%T^G)/$(&0*L M5U-.I[ZT,|]PTNHQ.MQ'#*R6PM+9[>9FBF82MR(?K3]E]_CJ_P"S MSX./[3KV+_$,:# OC)],A6.V?4
N)FB520L98$J/0CO0!WE?*'[0/_!5CP_^ MSS^W++|/OV]>_99^(>K^+OBC'"=3T>YT06XD>>1Y);Z.2$1QQ-(P: M/.W&T,3BOJ^OS!_X*'_|K*/[!_| V*_C;_TTWE 'Z=6LLTUK'-<6QAD>,-)"
MS!C&Q'*DC@XZ9"%25| ?M2?M>?| !1#P5_P6,^"[#/P;|;?#A?!_P 0OAIK M&N:>=6|)W ETV>WWIYMVXN7:^$6P2I%!]C$K-Y;N@!EJU^PU^V!^USX%_P""
MAOQT_P""?'[<7QG|/>/[?P%X%TSQSX8^(>F>$H]"==-N/EN;:XM8I)$ C=AL M8,6PCEF;>%0 ^]:*_/SP3^T'_P %(OV]/V!]5_X*#?!?NM#R_Y>5M3JSB@?|*M>DD%R+%J*8)5,1@
(88M7NKO]X+F[6"1P;>:VC@$T:DN4:1OM?X$>)/BGXQ M^"?A'Q9|&N+5)D++*L')O50.UGJ>MV|$H4]&V.X M.#V.*3:CN5"$ZCM%7?D='17&_P##1G[/?_1=_|G_(5%I_|
'*/^&C/V>_| MHN_@S_PJ+3_XY4^TI]T:5L3_(N9V5%<;_PT9_P#'*_G# M_P""]'B/P]XG_P#!:(^1XL8__G'Q'*:E]TTHNNN>.#IM=$$,9+-L4KYOB]|;R/$*?*P>%''*(_1'
M!!':N#,]]^ MFQ_3=17|:=?T=_|!?X2_SPE_P2?_3X@/|5?%GPSIE_;_ -N^?8ZAKUO# M-'NUW4&7N3+LZ6/KNFX]|[4NR[GL|5< 3X;R^.)C7] MKS24;*%K74G>_-+M;;KN?>-%
<;_PT9^SW_T7T5%I_P#'*_G#_'7_/#?X_X&#@W?^" M^1'Y:B?AR4</W0? MEDS_^;#_P"'0[_^/%_^M0?D/^WW_P3T_P"";O_ IA__C$'[17^
(L.HWH2,CN,TU.,GHR)T:U-7 ME%I>:/)OVM?VV/!G[+&M^"?AE:>!=;\;_$7XF:I<6'P^^'WADP+>:J]O#YUU MRFE ='DBFGV0RC#K(%CEG)YHS/T_:._:$^%7[*'P* M\4_M'?
&_Q%_97A3P?I$NHZU>B(R,L27D=BJ(@Y9G4#K7BWPB_X*0:KX MM^)'PO\ !'QI_97\5?#BR^-MC&_P""W.L_#GX^_LI^*_| @F5X?AU/Q+|7/C)X4F/@;P1X M:2)
[M3:S1SQ:E>/+)'%9:="Y(-.\'7UKIK6\FKZA"ERMQ?W=W;6\D M)F\R!(LW,44(=7DD /U]\4ZKJ^B>'[G5=!\,7&M7<"!H=+M;B**2X.0"JO,R MH#C)^9@..M?#WP!_X+++IV'[3?
PF\9_'3X+?\ !-O]H#Q!X6^'GB6\'T'Q?=Z6G MAF2[L[^TBCEN88[(ZR+FZ,:31,?)C?=OPNXA@/H?7]@/Q9^VVR/+;X"AT/LJC+ IV!VA/T]KP/F5S
MKT7P9H/C/Q)I=O$3OA#P=H5Y:#0%E4N+6XDNKR8#G\W? M^#>[/]@@6]'@&'^RE^TQ_PCKEGO-|GO'^(.IC]JKQ?=:78>"=!6XCO)_LFF*MJT[R+ M';OE02TI50K@@LD
M7.J:WJ5P<):VD$32RRM[*BL?PKX6_P"#=G_@G3^T!_P3^_96|9W7[3^DV.A^ M,OBC|0[KQ5>^#=+O4N(/#T,D<<<5]7C+1M+|K,VQF4*8UR2IKZ(_X*3_+'O
MQ*_;L_99U']F_P"&7[25S|++G5-6L;J]|2VGAQ-4D>&VF%PMOY330@*TT<)8 M[B&1&C((D. #RO| 9;_X+!^)/VHOCGH7P5@_X)3?M9^!(-<>7=XS^)'PI&DZ M)81QPO+YD]U)
<$(&";5 !9G=5)->N_&S]M[1/ '[0NE?L@_"'X:ZE\0OBC] M7AN7Q%>>'-+O[>SM]$T=)1"+Z_NIV"P)),?*B1%DED;)V!%9Q\D_L0/&KO_@KQ\.[MKX8>)/VJ/!/P*\6^(?@-
X0UJXT[7OB]IZ=;2AUE MN$4,1#*T4 M^DU"$J-KB]TZXFGR/=IY,_4T ?=_ASQ%H/C#P]8>+?"NLVVHZ7JEE%=Z;J%E M,)(;JWE0/'+&ZY#(RL&##@@@U\T?|%'?
^"I/@[_@FC#X.U7XI_LZ^/?%.E^. M_%=MX:\/ZEX.?3)%59T9X;:1+J\@="XCDP^"GR'+#C/G7_!M/X^|4?$?_@B M-"==|774L]U::3JNE0RRDDFULM9OK.V49[+!!$@]DXXKRK_(.B?
^2-?LN_ M]G@>%/| TGU"@#]+_"^J:MK6@6VJ:[X9GT:[F0M-IEU<12R6YR1M9X69"<8/ MRL1SUJ_7PM_P5_| VQOVV/V0_B]^S9IG[-6N>"Y-!^*GQOT7P9KNAZWHDJWM
MRUQ*6*B_,LD=O!(BM&Q6T:5,[T!N95R>2!S7SA_P3O_X* M)/| M\:Y\9=!N/@+JO@&Z^#_,4+KP5?V.M:U;WES=7%O&IEE<6P,46'+*%2 M692%#!R#BN-^$W[3WQL_X*$$?M/?
&GX7X<_#KX'>)?^$-G\0Z+H=C? MZIXA\4)%YEZ&-_%-!!96K-'%Y:Q>;,Y=O.C4!3\C_P#!*K]IK6?V&/@=_P %M$OVG_P!IR:RUW5_A[^T1XBBO_^*$-6W1VD-
NMQ,4"JS-Y?FC M).V@#]@**_#]IC]NW_@I-X@$|$_AMX)_:3^]E|2_B[XA?$;_$7X%6/7@*|-B&R MTV33YUS<#2K^334N8Y+?@+)<3S++G>44#RCVO_!3;]L+|M3_()/H|3:M3 M:G\3VN?
V5_$'BJTT_P"+5J_@JW_M?P='M*!C)+&5 M /T*HKY_|4FN_A1X,,N?#EO9WFG^'W<- M:7-](BAVN)HQYBPD*8HI460-*'V?05 !1110 4444
%%8,OQ2^&5O*T$_P 1 M 1MM!1T8JZ/J\(*D=01NX-)_P +7^%^F'_ P%>Q0.BZ%2`A|X.8/_BJR'Q3^.D\-U1#B^GE^Q%EUIBR/G3EC1.%)@HU|U8.1OR&_WMF[O<!(UT8|:;M50* ;2(NH3Z\QJP
5M5TW0M*N=ZEXN< MIJ4NG7B2_9]/0@N&*$[3(VU,'JHD%'_!*/\ :S|/>(_@I-\'/B-XMLK+4O"+ MA--EU&|2+[1I[DE "Y&XQMN3 Z*8Q7@?ZRX+^W_[-NOAOS7TYM^7_P !U_Y
MOK=/ZS['R_'M]Q]E45@?|+7^%O| T4KP_P#^F#_#F#_ .*H_P"%K%W_HI7A_| M\'_'_P 57O| MZ'|R^]'3S1[F_16!_P_MA?F\X6_]%*|/*|/_| @Y@_^*H_X.MHI7A_P#_/!]'R;!:^%YP+"
%C_(*[0?##]N^R_P""=&G_+$/ MQ5|3_$?5"O_DND0Z%J'AV.SO=)$DT9NEGO-4@" /!*I1PKY3A3D9^P89H MKB)9X)5=4_5SCHV0P/(((ZBOS#!^,(*^#6TIS0DLU%U,E-KNG8(E4IR_W3"KB;/%5VU0N5?/ @Z1CZ
07C[_@L;|% M_P!G/X@@Z!|/_-NC]G_XH? :+9:'XO|+ZO/?FZ==>';FZ;E(&U/2+Z]@MW M(!.)S%M 9B0JEJ^/$^O:GI7A>?Q!X6|,3^(+A(1):Z;I]W!&|V#CA'F=(QP M<@LP!!]:^?2
@L5|$_A[|?O^"77QX|!?$O2[:XL8/A?K.K6DMR@(L[ZQLY+N MUN5)Z&.:&-|CL".A->5?|&U_QA|?_&[_((N?!?Q5|2;^>|U#3]/U+1(+ZY< MLT]G8:G=6=KR>3L@ACBSW|J@#TC_()K?
|%1?!?_4[|-^*?&_PF_9||=^% MM#|(>*[GPUJ^H^,FTV/_(FMO'%)-;QQVMW.[;%FBRY 7Y| G!QZ=^V7^T|O M[&_[/'B3]I+4O@]XG|::/X1TN;4_$&G^$3:&]M[&%#)-
<*EU/"LBQHK.P5BV MU20#C%?"G_!JG_R:'|>O^SM/%G_I'I5?ICXD|.:'XP|.W_A+Q/I<-]INJ64M MGJ-E<+NCN()4*21L.ZLK$$>AH_^!? M^"EO[-&G?M7?"CX:>)/#GA;6KJY@T=?
%$ED+JY-O<2V|Q,=K<3>4!)$P <@D M$,!@@GX_P"",O[1L7_!-?X!_M=?|$^OC7+/J$_[)OBC5=9|)6%P?W^K^'+] M)+JPBB3&7>:8;@ .6U*)<9(SE?|
!!'XF>)O^"6WB7]J#_@FM^V1K=E8R?"/ M2X_BQ83V,>RV&C76GQ3:F+92Q A@?[. 2-|LHX(-'Z1?LV_MCWW[1GQ?| MB/| "6']G/QEX97X8Z]'HFN^(M||BV:UNY9)2L%U [$HH0R
M!3A@5&5^T#^WOI/PO_::|/|[$_P?^$VJ?$7XL:_X4N/%+^'-/U*WL+72-#A MF%N;^]NYSB)'G(AC6-)'9^]JOS&[_P $|?AUXG^%W[(^A^(?BU:K8^,?DM[MXW|?
K.V#;:KJT[ZA<6[,@$=]@X K|G_/@I7^W!J_PK_P""EGPW M_P""RW['FIZC:_!S4M(/P6|=_&/4O#'V_09O,O+B5K^PMUN8I[^&V<,WGX2V MDEL52-YLL" ?L!^R%^U=X5_:
[^&^I^,]$|):MX"_#OQ)^+?P M |<^*/#_(F|3VWAW3]1|&OILA34KB.62&&2.ZNX'4,L$F' *@ D9&?*+/3 M?VC?V2OCG|&_V+O^"=WB+P#XFT/XEVGB'QW|7OB!|1=(N]6U-
6:X@FF|02RV M-]:PSO?SWBQ10A(T!B/EMY4;+%YC_P '6*W:?L"?"1+^>.6!IOBO^TC_P3<^/?A;PC90^ M=K/B2P@|.:]%I$(&7FNH-)UBYN8XD&2TBQ.J@$D@"O;/@O|M6?LZ?M#?
&T M_:E^#7Q>T;7?A_>:9+?Q^*+>XV6|4$08S&7S K0-'M82)(%:,JP8 @BN^G@@ MNH'M;J%)(I$*R1R*"K*1@@@]01VK|7_^"?PCT)OVP/^"CO_2KTBYN;;X/
MS^([RWTK3=/DVIH::D=0LIXK?LC?9_*C&<_|>2>AR ?=_@3_(*;?$OXP_#! M/VE_@?|_$^/B9XM^$UU'+^))K_5]#O]/9O++7=[/*_%7A#P^UL/$$_A&2Q:XL5GN8K:
M)S%=7,)D4RS1J=A8C=DC)'H/[-WQHNOVB/@MX>^-;#36?"EKXGTBUU33-) M|03VKW:VMQ"DT32"UFEC1BKC*[R00I+XB|,OJ$LL5X-. MLD:V;[0D4,B-
<;SYL4ZL!C:I^:@#]':*_.7]LG]J[_@I=^Q!|;_V?/CW|2OC M#X#UCX:?%WXRZ)|/?$GPETCP84?0AJB2F&[BU9YC->31B&1G/E01,P4"(Y'
MLGQ!_:V^*'QW_P""CE]_P3B9R|J)NV"QXP_X*/_+;OQ|_8HF_;C_9)|3>/[+Q;?6CZ[X!^#-E^S)KFLZ-J M^EK*3!8W6IH[-/=SP,;;BUN8H$$>01JK!#*P!^I%%%?G)^2|%%0O"?|
MP3Z|#_|!27]FKP_J?A)++0/U?XU_!+Q/X(B?6-(T|@'49+-KF-)4FMSO)6 M="K1#S<)L*/[C^Q+|??C%^V%_|4=2_:P^Q+BD+/QBG_X9QNM.MK?X?:1?%H(;WQ)
M>K"4O;_SF198;))OW2(5$DD|$[!A!Y2R 'U57R!_P7X_Y0V?M"?!D_F_!P#1T5 '@'_!H=_|@F >=_!4!?H=?IY6|@%H>$H_(NY5R]^M&#Q%`P8__QX/QD@ &QUSQ8/AD=[8%%AF2*'1U'1"?
%%%% !1110 4444 %%%% !1110 4444 % M%%% !1110 4444 %%%% !7R!_P %^/\ E#9^T)_V3^;_T=%7U_7R!_P %^/\ E#9^T)_V3^;_ M4-G[0G_9/YO_ $=%0!_&%1110!^_ W_!IM_P B/VA?^R?S?\ HZ*@#^*3;_E*9^UW_-O'_I\GK]_J_(-- MO^4IG[7?_;Q_Z?)Z ?Z@ HHHH
[_P"WC_T>3_\$'?^*OV.OV=?VA?^S?P">_| M/^Q+_@L#_P"KO\"I6^!_P% Z%"#_K\CK]XOV_P"X S_@K%X %@J'_ /L4?\ !0#_ (*N_#3]BOQ#X9^$G@N_TCXN?&DYVB*QCLIB-?&@#?$P+?K^_BL?*^?#P>_M2D_9]H/JUKQ)?>>8C!+TF^8W@J>$W/CL?@"?
M4S]KO_MX_B_D:G[(7O0R@JNYP/3\3M(=0*MJ Z7*Q'2E\\1&8U^1J@A@P_D+ X8S^_MKL"8A>5@NX'Y48?)^OX%#S@\&8@O?8.3=>1K4IY\1>(X@F1_Q>Y*H@8+)?-Y,M@]1,Y(L+#I^OCOQ[=CE/>7X(E_R!4>-
(#R?_%T?\.H_^C1_%_@O;;'IUK61^ <*&'+EM-#9@P.\C27+4*#^>M}3B\SU4Z\5_$!J*#7^EO\P7 DY4B:LR;_.$</(_%>.V>M\;\-?.>JSK$MO6)3%&8;?ZUG/5\SE#W.@8,>E; TFIH W!U2E1F[=6:QM1TO</Z 6T0Y^9%^@
PT%X5U;PAX*| M(:LUIXE^V0F&ZU"ZC/S6-OG|-|PRJJ1M)8C'[R45TT|QQ%.DX7OY]4=5/,<1 M3I.%[^?5'SQ;_P#!)W@_@G-;0);1_LE>%BL:!5,D$__>3_P"+KZKZ$HKF$G?WLY?;U_YW]
[/GO| X=1_|$Z?^C2/ M"?| X#R?_%T?\.H_^C1_%_@O;;'IUK61^ <*&'+EM-#9@P.\C27+4*#^>M[H3B\SU4Z\5_$!J*#7^EO\P7 DY4B:LR;_.$</(_%>.V>M\;\-?.>JSK$MO6)3%&8;?ZUG/5\SE#W.@8,>E; TFIH W!U2E1F[=6:QM1TO</Z 6T0Y^9%^@
MCOA1|&OA1^S7^SCXY|>ZQX/^/>A^-?$'_"/Z"YM[;3K.UO4<"XEV122LURF$ M1F(VMNV|9_2RBLVW)W9FVY.[/S]_X*Q_L6_%C]H31G_!4#_@GEH]_I/[17

MP:=KOPY8:KI,VGS>*|&#N+S0;R&<1R$.IF,0; ;S)%4@3K(O/_|-!0KP3^U]·M_P %-/V'/·GQL_9R_9Y\6?#'X_|·P0^(FB?$+0? /Q$L5MTO=0M4G273XKK< M+>YC<.Y5MZ[A'&L@A|WC|(J*0CXH_8^_;R_X*_MI^(]\'>*_|·@FWXX^·= MMI=U#=?$;Q9\0;B'[.R0D.UAL+();PW+J(VG9(TAA:1@QE|H'P#_@F]^T): M_!'_·(*N:M|6?BGX5^.=5T? 4?BAH;PZYX-\'WNNK!=)8S#[-·,Y$&/$!G\=?$UKK>JZ'IO@RXL)-)FMHI8HHXIWOIA(I210VY·24R, M9P #QOX-?\$Y/C?\0?V>?VY/BSXU\(?\(IX^-,·LM9M?#?A/5+F+5M'TQ-)N MM/T=+YHV:..Y?{0\TR*S",2JI.Y6 ^9_CO8_MX_M' |·!NC//!?@OPGX6U|_$NGP6\&H2Z=[VFQAM*6.6274-ZP"9Y"D4$4*S.TQ*(MLG[8T4 ?F_|·MJ?"[I|?Q;\3OV)/VU|$_9%\:WUE\%=? U.Z^)W@C29M.O=>T·MN&\L+>U62*"WNWCO·KQNQ6"1WVX^7.0._P#B+|&?&W_!2#]O;X$?'^,X6^)_ M""PI^ ·%QJ?B*. ^\;Z'·I.H^)O$%W!'#;6\%A>%[A;*·M]OK%8O.0_+YD29\P++ (BHWE'#89"W^ [$?P&^(_C7]OW)O)/C%\"O'OACP)·M^T3'HMGX+\2ZMX9G@AU"SMM)O;"[?+#=;-·^^5D6<1E@<8W?+7Z5T4 ?DQ_P3·M5^-W_!5C_@G#\'[+_@EQ\5?^"8? C7XE:SX(O;K3?AM\4_#6]VUOX6U32WF>2·MWDOfZ4D6:1B3LKS>6%3R?.0[_P!3/AKI7C70_A[HFD?$GQ·!K/B*WT]!·>U: MUM1!#=W@C'G2QQC_·%<9DW%5Y*K@$DC)VZ* /D]QC^T9^UA| OVZ_'*>)?V5·M?B#XS^·!V!^&-·#?2?%W@V"+4)=%UA!<"ZB&FB475Q!)&;·?#$N@ZCXXO+NUD·MM;.QAL;E4NS%;)-.[7$\2!A)Y2VP"/T=HH _)GX.^(/^"BW_ 1=_;F^+_P5·MT;]@+OS|>_@;\4OB5J7C?X=>(OAFT4U[H-W]+A[C3[N-SB.-6"+OD,:C89%+ M^:RQ]7_P6>_·MT?M0?\$]1\/;]F_7=;^*?C'X@:3K\'PZ\&VRW\/A?3;6\ MBF%E-? JJ0RRI%$IDT<<0DW8·M'GOR[&.'>X$9RH+(&X/]IGPC^VW_ ,$Y/^"MWBG_(*6?LY?LH^*OC?\)_CQ·MX·TG2_B9X4\$0@Z[HNIZ=!';VEU':OAY%\B,#& 99@YC(C+_J'10!\&_M7_·M +.OI6W_·5T_P"":'QA^&OQ*^'4WP?O_'>F;F>+OC'K=U:CPK8]@$_%;IFS_@HK^P#X\|0^'·"O+0_!?XH^"OA[>;G=2V·M\^CV4D\·K=Z;?)·:3Q:@;H$W·2UD&P.6$;"N;^OI0__·4!_P""/_| P1Z^·M"\WQU_90\8_';QMHBW.'Q&322$,9N?"N@QM=W<<]W'8_!'Q"N;ZX\.R3!M9\/0SJEKK40P1;W>%WR0$@;·MX0ZI*N8Y1)&S(P!T'AS7;+Q3X>L/$VF+*+;4;**ZMQ/&4<) (@==RG[IP1D=C·M7YH_MZ>$OCCXN_X+N?LN_M/>·_V8_B/KWP]^$.E^(+#QOXJTSPE.T%M-?VMU·M:IY2.%EN41G1V>%'4JV4+GBOT[Z=** /SQ_;·|._%?Q!_P·%[/@9^TQX>^_/ MC^^^'7A+X3ZSH7B+QE;^$+K[-9WU]YKP1E&03. /+#ND;*AD·8C;^VEX"^%' MQ'\6_P#!=WXU_%?QC\ O'MI\+OB!\!|+P/I_C.?PS<16EU?1ROF>,97S(D*-·M(%FD18R8SAL,A;|&Z* /R/\·^"-_O_X*B?\$HOAP_\·P2V^(O\·P3!\>?%^·M#PEK=I#\)/BAX+U"U@T'4M,N+F2>(:A=SMML·LDKDEMTBH^SRCY8.GW1\5OC·M_P#M9? LUZ)\%/"'|_9BUCXRZ[XY\6VFB_$OQ%X/NTL['PBDV'N-2*/$S/:1,S·M+&KE#Y<0WR^810\·HBB@·HHHH ** "O%_CC_P3L_8C_:4\>2?$_P".WI-W MASQ/X@EM8[>35=3@=I6BC!")D,!@·G%>T45$Z=.HK32:\]3?#XG$X2IST)N$·MMKQ;3^]'S/\·|.;_·/@E_P#]&6>#/_·63_XNC_AS?_P2_P#^C+/!G_@+)_|·M%U],45E]4PG_·# [C]R.W^V\Z_P"@FI_X'+_·^9_·^·__·2__P"C+//G_@+)·M_P#%U^""_·|:?X-_"_P#9_P#^"F/Q*^$?P8\%67AWPU'!C?V;H^GJ5AM_-T:·MQFDV@DGYI)'<·|]6·?U#T5PX_*:&,HJ$+0:=[J*[/3H? 0<-|:YAD6.E7KN5=.·M+CRRJ-)-M.^]EVMMUW/XTZ_>_P#X(L?\$T_V#_V@/^"9WPU^+GQG_9A\,^(O·M$NK_· L_VEK&H0.TUQY6LWT,>XAP/ECC1!QT45^GM%MQ)XC8K/<#&A0L@U)2YHU&VTDU;2,>]]^FQ\S_P##F_|·X)?_·/1E·MG@S_,·!9/_BZ/^'·_P#P2_|·^C+//G_@+)_\77TQ17K_%3"? |^X_M.<=[2DVON;/F'|K/XQ?M=?!#]L7X:·^+OA)^S5XN^)/PMG\$Z_:_$NW\)W·MEJ+C2+@W6FM87L5O!KKPXVDZ/:%I9=)M!?)%5WY5&%PL@9G5XZ\A_:_]_8_,K?]·MLJ[_·."QW[%? [!>IV?AO5]3TN;XF_LX^*O$\5MJWQ!2UG%R=4GI+-Y+>!A-%·M:RI;M=-,\T'G20$O+#)^W=% 'S1^R?\·MP_'7|HOPQ]OQB^)W|#'Q'^$/A#2·M--2)-(\<:(\WB/6- 3>10PMM/LS)*EK$H(,D]!I3,&"QI"[-\T_|·!M_|·/CU·M^SA*_C-|*OVD_V_X2#0'%O6MDB·SQ;XHY5:V<·M%'92=R[=W./TMHH·*\/_·&W/VKOB]^R7H?A;Q?\·#?\·8N\=_·&33-4U[[%XI M@^'3PS:EH=]8RRW26(_$OPK_:&\)Z6/&:·^#=$FU.^\/>)·M]*5HK>1[*W5IY;6YMY9CYL22%)RWF!$8/7W310!\%_LC_P#!./6OB[\0OVL/·MVL?VOO UUH5]^U7$/#=KX0O)HFOM%!'V^G'3;=:@QL|<5W<1$321*SB+9$I,·M>'·X'X1^#?VU/V>?^'"3NM_|·!)N/IGIQ1KWO9;,J12;U)_3*B@#R/\·8_9·\,_L+?L<_#O M]DGPGJ/VVU\#>&H+"?4/+V?;,LYDNKG,_#YMP\LFW)QOQDXS7Q=_P<7?#;X]·M?M$>%/@7_V*_@=^5Q\1?$MEX#_·&BM"\=>·M,VM//!EW'"^DZ1:2O';TB3I&QFR6(A0,Y5- P&UXR\Of;F@?%3QM_P6B_8^_;/\·M"_·X@ZSX$^%NE>+U\<^)K+P==^3IQUG1Q;6@\]MT664ARID$;,8]D·\ZLB_H·MA10!^6G[*GAK]K+_·()"?M_?'_P'KW]'WQ&^*? P9^//Q&N?'G@;QG\+M)BU*·M71M3NW9]FQU"%Y8S·GS(BS.P7]RC982/Y7&_LW_L$?M5?M1_!#_@H''^5!\;/·MV9O%7PR@^/7Q5UOO!X%\3>);BQ·D)V=?MHI!%<- /(HG@A)FBB>!T+&.5\#=^_MOM%·'YF?L9?MV_|·!8C4OAKHO[$'QA_X)<^+]#^+&B:,%H%W\9]4U"W_·.$/·M2.)!"-;DFY^TR*@$IM;>ZX#1+) ^[^@/YCO·NJ_MU_'*7]A7XR?"CQI%\$ MM,|·_O&FOWNERVMGX\U'(6#3$N8=IBMH#_I4K·1^?,D"(3'"*LGUG10!^?7·M_!%C4_VOOV9F\5?\$Y_VD/A%\0=2\"_#W7[JR^\7QBUK0)$AUGPXC.8+.[S|·M\$L**%C=U6·TQ&· NR.2?H+110·4444·%%%% 'DVH?L+?LBZM?SZIJ/P$T&;X·MN9FEGE>)\N[$EF/S=22347_#·W[''_1OGA__·+\Q_P#%5Z]17GO*'__/OR_P#\55?5OV&_V)1"T[YUS62@·M3X·/&VGR7>DZK M;F#4+6*[E@,L9(}3?$RN·<8.",C(.02*BIE.7*F^3#T^:VEXJU^E]'H)T:5M·M(K[C\1_C5X]\'^-/BIKGB/X>^$[,0]!GOW&C:7:Q[%AME^6/(Y^8]·ML4?!7Q5X/\%_%30_$?Q"\)VVN:#!?H· 9TNZCWK;-\LF!Q\X4EEY^\H[9K]4·MO^'7G["W_1#O_+FU/_Y)H_X=>?L+?]$,_P#+FU/_.2;_+?^(?|·$'UGV_M*·M5[\V\K7O?;DM;RV/'·LS%<_->/X_Y&QI/[#?[$^NZ5;:YHWP)\,7- G>6Z3VM·MQ%&Y26-U#*ZG=R"""/K5C_A@;]CC_HWSP_|·]^7_/BJ]&\·^_"WPP\&Z?X·M·\$Z?):.3I5N(-/M9;N60_|·#·W[''_1OGA__OR__P·51_PP-^QQ_P!&^>'_·M /OR_P#\57KU%7_9.5?!\/_·"/^0_84?Y5]R(=.T^RTG3X-+TZW6&WMH5B·M@B3HB*·%4>P·K\N/CS;?'FI_P"#B+P=^W;X;_8Y^+GB+X8>%O@+)X*O_$&B·M^#F#2ZD] I]%P6CAN'BE>%1=(I?;R02H9<,?U·HKO225D:GY^?\%#KG_@H'_P·M4Q^#6I?L1?LH?LT>(OA3X1\=0C3OB·\8?BQ):67V/2'(^TVNGZ9!<2W=S--'·MNC+2I#&%9DW#>)(^S\1> (?'G_!(GP-^SC^R5^RW^Q5XM^(WP;M5F\/\·CKQ5·MX5MIM0U3PRB)&8M0DL;6%Y+CSYY9YYG10%V. -SHI^T**8'QG_P0O_8B^)/[·M#O[',M:#\8=-.F^)OB)\3]<|) (+61D)4RK;V\]D"DA7=E!;·M;N/V9110!^;W]9/_2Q^(?Q8_X+C?!|]KOX?K=6WP]\1>$6M_CI':I^XOGT·M&^M=3TB.XR,/Y]Y'8+M|QZ:PZ%@S?^"]G_!+/XB_M0?\%/?V;_VEOA5'=VWA M_4%N_|·QZELT_=W?AF·MJL·M<8''^IN'AN+1FA5Q·N1Q7Z1T4>(?\%*/@;|·M7/VF/V!?B[^S_P#·;Q!'IGB_Q?X#U#2I"N)KCR4DFEB*^0TG_+·95W1%_P"$ M2$]J_/7]ECQ%|·_C7_P2@T__()·?M4_\$;_·(SOXITCP4G@Z[·[TVSTSPO.·MUOA,755U]>8I$R,D=PSPQ7#B5"8TFR%/Z\T4·?C·_P·$WX_^"GG_·12\5:W M^R5^T+_P3W\=_M"V6K1V%GX!^,GPIO!?C^S,:$QV>D737LD:V%E;L\]02-"L·M+3SL%E$@>O5?^#@?X;_M<_M3_L6?!_X.^__V9?$OBWXBZ;\4O#WBWQOIO@;1·MY]- TJ"WM;O[1'%>3[{(@K),L:A6W-M+LL8(%?])10!\L?%3]N_]IO6/·5QI·M_P"R;_P3>^*VO>.+VW,>DQ>/K:P\/:/I\S#B:]N;B\WM&A.XQVZ2.^W:-N0P·M\>_8]_X)>_&#_@GK_P $_OV@OSV]>/Y_&?]27QFT?7_$WC3Q7X961'N·>DM+·MMJ2VL3A9"(IYY&1RJLTLI[%4%47]"**/C_1_P!NGQUK/!8\!?MK_|·!·KX·MP1^.K[P]]B\5>·-#^'X\3;1K4[1;)HH· 0LFFT_[/*2V!=30[5;#@8R:?_!!_·M]@IXF_|·!//]@2S^#GO?L8=+U[7%NJ>);GPM;.B+R+PW'>.GDZ8LX)68Q11·MIO=-·O&\>E1:·M·I?AW1)9HU6#5I,ZFDFN"!#$!'·^%9J[$@!2,D>.? \%1O·7QU_:9_P"#>NW_M·&3/A%^S-\1K_P")>J^%_".CR>#I?"5Q#<65SIMUIEQ=F61U$(C5;=PLBR,1·MC'"%BK[?U&HH_-W_@LUHOQ@_:6^#'[+L'P)_9M^(_B*^\)? M$^$O'GBG3+?·MP?QW7F^0!8E+,P&\91D9L/XN>!?VI?V^C"RVN_\%-_A·M5^S%XY^·+?P>_:!|·:5I'CS2_·VC--X@\+ZE9P6\5K<'3I3'*\1BMTW#"E#+, M'"M&BR_I]10!^8G[/7PR_;2^,_'_!9?X__&;XD?L1?$CPM\+OBY\$M(\,0>(=·M;;38&L]L*]QF3[6269&D^2#SWB.Q95C8NJ<9_P·$_CM_P·%8_|·@E_\;[_·M·()A?%G_·()@>-_C"/!=Y<:? \+/BIX(U2WM]#U72WF=[87]S/F.Q5·^-S'S%·MCPIB+1[I/UNHH·^4?COJ?[2OCBS^'7[$?C#P[XGNO^$\LV_X7;\5?"">A2QZ7·MI=F8W>? 2[.90'B;ZD_T1)\%K>Y+RO(LY1Z\%_8!^'7[0'_|,'IOGXB_L2>·?·M@%X^U[]E3OJ]*Z]\./$MHI_P#1R5^GU?F#_P &AW_*&S1/^R@;]_Z.2OT^H_**** " MBBB@·HHHH ***** "BBB@ HHHH ***** "BBB@ HHHH ***** "OD#_(+|?\H;·M/VA/^R?S?^CHJ^OZ^0/^"_'_"AL_:$_[)_-_P"CHJ·/XP]***·/W^_X·-O^·M4IG[7?|·V\?^GR>QW^K\·?\·@TV_Y2F?M=_]O'_I\GK]_J "BBB@·HHHH **M** "BBB@·HHHH ***** "BBB@·HHHH ***** "BBB@·HHHH_FM_X-W?VW?V3_·M·B/_@I;^U-XI_:O^.FA^!=/UR\N[72;O7)75+]9-9G=D7:IY"\U^R?_·_X·M_P""-O| TD)^'|X%S?_&Z\3\,_·/!I_P2&^((C35_'OB/P;X\4·^//Q·^)/PR_,Q^*5_\-_B#KGA·MZ>Z\>:Q'0]P]B*·(·.+HHHH_]D! end XML 35 R1.htm IDEA: XBRL DOCUMENT***

Cover Page - USD ($) $ in Billions	12 Months Ended Dec. 31, 2024	Feb. 06, 2025	Jun. 30, 2024
Cover [Abstract]			
Document Type	10-K		
Document Annual Report	true		
Document Period End Date	Dec. 31, 2024		
Current Fiscal Year End Date	--12-31		
Document Transition Report	false		
Entity File Number	1-14267		
Entity Registrant Name	REPUBLIC SERVICES, INC.		
Entity Incorporation, State or Country Code	DE		
Entity Tax Identification Number	65-0716904		
Entity Address, Address Line One	18500 North Allied Way		
Entity Address, City or Town	Phoenix		
Entity Address, State or Province	AZ		
Entity Address, Postal Zip Code	85054		
City Area Code	480		
Local Phone Number	627-2700		
Title of 12(b) Security	Common Stock, par value $0.01 per share		
Trading Symbol	RSG		
Security Exchange Name	NYSE		
Entity Well-known Seasoned Issuer	Yes		
Entity Voluntary Filers	No		
Entity Current Reporting Status	Yes		
Entity Interactive Data Current	Yes		
Entity Filer Category	Large Accelerated Filer		
Entity Small Business	false		
Entity Emerging Growth Company	false		
ICFR Auditor Attestation Flag	true		
Document Financial Statement Error Correction [Flag]	false		
Entity Shell Company	false		
Entity Public Float			$ 61.0
Entity Common Stock, Shares Outstanding (in shares)		312,284,953	
Documents Incorporated by Reference	Portions of the Registrant's Proxy Statement relative to the 2025 Annual Meeting of Shareholders are incorporated by reference in Part III hereof.		
Entity Central Index Key	0001060391		
Amendment Flag	false		
Document Fiscal Year Focus	2024		
Document Fiscal Period Focus	FY		