0001104659-24-1028536-K Grifols SA 20240925202409251715191715201715 20 0 0001104659-24-102853 6-K 2 20240925 20240925 20240925 Grifols SA 0001438569 2834 000000000 6-K 34 001-35193 241325435 1585 BROADWAY SUITE 2376 NEW YORK NY 10036 212-969-3335 1585 BROADWAY SUITE 2376 NEW YORK NY 10036 6-K 1 tm2424589d2_6k.htm FORM 6-K Â Â Â UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Â FormÂ 6-K Â REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934 Â For the month of SeptemberÂ 2024 Â Commission File No.Â 001-35193 Â Grifols, S.A. (Translation of registrantâ€™s name into English) Â Avinguda de la Generalitat, 152-158 Parc de Negocis Can Sant Joan Sant Cugat del Valles 08174 Barcelona, Spain (Address of registrantâ€™s principal executive office) Â Indicate by check mark whether the registrant files or will file annual reports under cover FormÂ 20-F or FormÂ 40-F. Â FormÂ 20-F x Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â FormÂ 40-F Â¨ Â Â Â Â Â Â Â Grifols, S.A. Â TABLE OF CONTENTS Â Item Â SequentialÂ PageÂ Number Â Â Â 1. Privileged Information, dated SeptemberÂ 25, 2024 3 Â Â Â Â Â Grifols, S.A. Avinguda de la Generalitat 152-158 08174 Sant Cugat del VallÃ¨s Barcelona - ESPAÃ'A Tel. [34] 935 710 500 Fax [34] 935 710 267 www.grifols.com Pursuant to the provisions of article 226 of the Law 6/2023, of March 17, on Securities Markets and Investment Services, Grifols S.A. ("Grifols" or the "Company") hereby informs about the following INSIDE INFORMATION Grifols informs that today it has received from the Spanish Securities Market Commission ("CNMV") a notification stating that its Executive Committee has decided to initiate an administrative disciplinary proceeding in connection with the report of the conclusions drawn by the CNMV dated 21 March 2024, filed by the Company as Inside Information note on the same day. In this regard, Grifols wishes to inform that the penalty proposed to be imposed on the Company for the incidents indicated in the aforementioned report of conclusions does not exceed â‚¬1,000,000. Grifols also informs that it considers that this sanction is not material and, therefore, it will have no impact on its financial statements. Furthermore, the Company wishes to confirm that there are no new elements in the document received regarding the initiation of the administrative disciplinary proceeding in addition to those included in the conclusions report from the CNMV dated 21 March 2024. In Barcelona, on 25 September 2024 Nuria MartÃn BarnÃ©s Secretary to the Board of Directors Â Â SIGNATURES Â Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereto duly authorized. Â Â Grifols,Â S.A. Â Â Â Â By: /s/ David I. Bell Â Â Name: David I. Bell Â Â Title: Authorized Signatory Â Date:Â SeptemberÂ 25, 2024 Â Â Â GRAPHIC 2 tm2424589d2_6kimg002.jpg GRAPHIC begin 644 tm2424589d2_6kimg002.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ #_VP!# @&!@<&!0@'!P<)"0@*#!0-# L+ M#!D2$P\4'1H?'AT:'!P@)"XG(" (L(QP<*#7J#A(6&AXB)BI*3E)66EYB9FJ*CI*6FIZBIJK*SM+6VM[BYNL+#Q,7& MQ\C)RM+3U-76U]C9VN'BX^3EYN? HZ>KQ\O/T]?;W^/GZ_\0 'P$ 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/$Q<;'R,G*TM/4 MU=;7V-G:XN/DY>;GZ.GJ\O/T]?;W^/GZ_]H # ,! 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HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M*** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HH MHH ****
"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB M@ HHHH **** "L?5O$^FZ)
<1P7POP\FT(8-.N)U8DX"AHT8;N.F<^U;%9&OV M5Q>IIPMX]YAOX9I/F PBGD\T]F:$5Y%+8K>#S$A*>9^]B:-@,9Y5@&!]B,T
MMI=0WUG!=VS[X)XUDC;!&Y2,@X//0UYY>>$=3G\8W>H-#?22/,9(;N.2U6)8 M=F!$6*&?KD; =ASG(KL_#
<5S::%86%U:R0RVMI#&S,R%68(P&UB>",1&4A]VW85(W!MW&TC.>U8;WS6_C37X+: 7EVUG:/]DCN%BF>/
M,@9DR1R,CJ0,D1[33;V'[1+&78'GWJWS13,HL)3%<^=$\7EL &/WP,C!!R."#P:
MJ#Q9HQM)+CSYPJ,J^6UI,)7W$A2D97>X.#@J"#@XZ5D:"L.JR^,H-\%ZLMYY M$OE/M1V^S1*ZY!.WG(/4C*J:7INN66Z7 0%RQC>(
MJF!N4*2RL>22#BD_T1;2O_7E_7R.AE\7:/&EHRRW4YNE9XDMK*>=*0K;E1" M4P2
=P&#Q5G5]>L=$C62]6]\ME9M]O8SSA0.I8QHVW\7H^ MHB]5)DLIK;5?+:T#.61;@"0+(!\I8_O"3G(;J>JURPO-1T^PT\H)8I;B,7[*
M0H\I06;@]0$*%P.S&G;L(LIXATIYK*'[8JS7T)G@BD5D=HP,EBI *C'J!Z4W M2/$6F:XSK832N44/B2WDBW(>CKO4;E.#AAD>]4M>E):DZ
MFA)XPT6)KO?+=!+1F2646,YCW!@I57V;7;<<;5))/ %,D\;:#%#'*]S<#>7! M3[%.9(]F-QD39NC R,E@!R*Y34O#FK^>IT?
2+^U2WOUO+J&74O.AO0)1)MA5 MY"$8GYB2L8SQR.:D&F:_!JVJZNN@W)]0UH>+; M/3M-EU?
R&L7G>/2UL]^X.J@L;D8Q@G@(%NI([;RH[:7[.Y,H8^;SVF M$_RWKMAI%AIC%K*W$.Z-(B%8X*ID+QG&<'KU/&3Q0 MO,1B7#ZO?
>)-9L[75I[6*WM;B26<^L2W MEQ%=?VE@J%?!NB+:^0+>X'S*RR_;9O.C*@@! M)=^] S !2!AB,(;2V>XBELO[/N),;!YDTD:Q_.Q M
7EC\]C'?/8)X9O-4^W6\%_J4M^+O34O0W>%'C1B3PKXW#'0YVCKZ53TCPWI>AM(UA#,I=%CS+\0>*?[>1'LFF/EI)$%
M?!D&XA^QQM&#[Y[5<(2G+ECN3*2BKLZ&BN/?QY&DQ3[VTW:PQOYO#PDLIFZ M< %&X_7FE'CM%:W$VGF,33JH/FY @8?+,?
EZ9XQV]:U^K5>QG[:'Q5[G4 7CBDFV*JA=V6;:>V.,=3^-93^+;VYAS;Z",W5RWGJOEQEF 6, M",;CA&.#C_>.>)+'Q=&J: MD^WAU.QHK*O-
6N(=56QM;'[25C6:9C,$*H6V_*"/F/!.,C@=<\5DS>,)X;:V MN#I0,5[C['_I/+Y=5^<;?DX;(P6]\5G&C.5K&CG%;G5T5S]GXBN9KV"WN=.2
M$27,EJSI<;\2(I;@;1E2!UX.>W>N@J9P<-QQDI;!1114%!1110 4444 %%%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444
%%%% !1110 4444 M%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%%
!1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%BD5L;1!ONN(CU7K^O7WI M;GPSXHO,^?8^%FS;?
9.&N1^ZR"%X/J!SUKT*BNCZY/LON_X)A]5AW?W_ / . M$NM%\9WBA94\._*04*3W:&/ (^7!&W@D'&,]\U!:>&O%UG:"W6+PVZXC!9WN
M*I%C1K3PSM1= MFT2W0#KG.UP#\XR2<-D MA44_KD^R^[_@B>&B]V_O_P" <#<:!XONFB:XA\.2M%P"\UV2PW;L-S\XSSAL
MBHU\,^*ED+BT\,YW!E!ENRJ$,&^1W<=M)8W$, 63=)L/EF-%8,!SR2.# MQZ=E+XRT.&PU"]DN+A8-
/F\B[)LIMT3X!Y79G&"#NQC!SFLKP%X:M=-TF">\ M\+V^FZQ'N62=XH#+)DYW>9&S$CG')!XZ5GZQX?UN6T\::=:Z=YPU@B:UN/.1
M8\^4B%&R=P8%">F,'KGBJ\G_%\/_!#S_KK_ , ZF;Q;H4%]-9-J,;7,!C$T
M4:LYC\P@)NV@[;3;>V\U9XY(_,0NS8PP1@EUP>H.%QT%)_U^/]?,7]?D:\/BS1ITTIXKF5DU4D M6;_9I0LA
)P3MPIP#PV#P:?'XGT>354TU;IOM$C-'&3!((I'7.Y%E*[&88.5 M#$C!XXKCK/0O$4&C^%[%-
)7S=%U#=*\UTBI+'MD7>A7<3:7(DEEJTLLB1W$26_E.L@#HBGGEE+%QOR6QP:I)7&]/Z]?\D=,/&?
MA]@S1ZBLL:7/V5Y8HW>..3@8=U!51D@9) SQG-%IXHMKOQ9?:"MO=K+:QQN9 M6M9!&Q;<3\^W:!@#!)Y.<9Q7'7FF>()_#GBBT3PY?
>??ZF+BW4SVWS1Y3DGS M<#'EG@_WA[XZK3;74(O&%_?R6#QVE]:6^':1,Q,F_U8[:9K-C-XALTTPWUOK3M-
'.LT86!FB5"DNXABH*\%0W'88J M=;/^NW_!U*Z_UY_\ [3>I3>#E<9!7G(]J\]U3Q?_ &WX=.H:=/J6G?9-7A@D MWV[P"6/[0(V#,Z1P
22%4$GH?J>!S59O&'A^/3X[Z M74XH8))_LR^=?)XJTB.U_P ^>0;Y$$<5I+)*2C;7_=JI? ., MG&.139?%VBQ#3F^TRRIJ+
[+5[>UEF1V_NED4A3P>&(Z'T-4M0MM3L_%$'B"T MT^>^ADLOLL]G'+&LL1W[@R[V"'J0WS=AC-4U*7T?@_4K>&01ZI->3:E: ,"
M()B^]%STQP >WS-VI>;_ *U_RU_ -]%_6G^>AI:[X@T:+3M4@O\ 4KO3(K<"
M.:Z$4D)0L./+D*X=O]W=6E+K%C;726CR2M*8_,.V%W"KV+L 0N<'&XC.#CI7 M.^(M.UF\^&U]9"Q-WK-] 1+% Z*%D?
K\SLHVKTZYP!UJ/6=(U*YFMM5TBUU+ M3]9:)(RZW$/DX SMN$+$, 9NV^H:9+XFU"*+5FDO+:W0 M7-GYN8X!DD,1C"L<\\] *6U\4Z-
=W36T=V4D$9F7SH7B62,0RQD*Q\E_+W M?W0^-I;U .1WKS^UTSQ!#X8T&T;PW??:+/6#=S()[;B/S'?.?-P:0E_:0W$QDOU>>-
[25>02$)+K(>#\H SG)-/K_ %V7_!)O_7S? M_ ^\ZJZNH+*V>XN95BA099V/ K.M/$NEWL-V\$EP7M%WS6[6DJ3J.Q\IE#G.
M#C"\]LU#XMTJ[U;2(TL&3[5;74-W''(V%E,;AMA/;..O8X-48+;4+GQ"_B6; M2KNU:'3VM4L#+"99F+[CRKE., #+?Q'.*71_UT_ST'_7]?F5_!=
['XE1->^U M:LESF1989%FCMG4NP0*DBA#@ M8-.D>.:U3[');SQPK,RC.V4Y#ELYP#\F.O4T^J73_AO^");-_UU_X!TMYX MLT.QOI[*?
4$^U6Z+)-%&K2-&K$ %@H./O#KVYZ5D?\)GH^J:+K;WEU>Z3:6L MCVSWOZ9I-K UQ<3.K1!QY<$DS[,??8(I(7U8@ 5D7%[-)\0]# M-
MJ4TNG7NG7$@@1U,+%3'M<8&22'/4D=,8K,N(?%NEZG:ZMI>@IJ,5W80VEU MI]S>1P26S1EL-N^92IWG(&3TJ]+9:H/&?
A^X71&CL[6QF@FDMI(O*@:39A5! M96(781D)W&!UQ?VOO_7_ (&OF2OA^7^7_!-X>(=,.IIIYGD$TA*QLT$@BD89 MRJRE=C-P?
E#$\'CBKUU'/+ 8[>;R78X,FT$J.Y /&?KQ]>E>=>%_#&HZ3KD5 MG>^"-"DCMI&=/$0:+SG7)*DILWF3'4Y SDY]>YUZ\U*PTB:?2-
+;4[X#$5N) M4C!/J6<@ #\ZE[7*^TT9VCRZQ%JFK:5<7AODMDB>WO9XT5]SALHXC"J2N > M.&'UI+=]6T[Q9!82ZA+J-
E=V\L[&>*-6MV1D "E%7*G<1ALGCJ:H^&M2\4FW MOFU3P2GW&U5Z=SCD 8 J'PYJ/C"]UEEUCP8FF0S@^??-J
MD4Q"@':BHG(Y/KZGO3UO\O\ /^O^'%T?]=B2U\4#6-9A4:G+IUC).8[,):D_ M;"I((,KH4 8@X1<.0,YYX[*21(8GEE=4C12S,QP%
ZDFN&M_#NI/H5AX6N;) MQ;6-S%*NH^8A1XHI0Z@#.\2$ Y7 R3D]*Z7Q/I,NN^&-1TN&80RW4#1I(>@ M/;/MZ^U)[:?UM_P?N'O+^O/_ (
EGXFTF^N9;:">7SXXS*(I+:6-I$'5HPR@ MR+TY7(Y'K7/^%M2B\5ZC<:D+G6()[2[FC6/RYX;=XE8HJLCJ$+=S_&#P2!Q5 MA+35=7U?

1]1O=*GT]])$S.GG1/\ :&9-NV/:Q^0\G+[3P./23P+!J5G8W]OJ M6D75@SWT]RC320N'621F 'ER-R 1G./8FFEK_7?_ "%T_KL7-2\3VUAXFL=!
M>&],UY$\@EBM))%7!51\RJ1U;DGA>^,C.3X2\106VFI9ZKJ=S<74FI75K'// M&S;BLS*BLZKL5B , [<]A6GJUG?
CQAI&J6UFUS;PVUQ;R[)%4H7,;*3N(R/D M(XR7WB'3--N%ANIY$).UI!!(T49XP)) I5,Y'WB,YJY=PR7%I+%% M=2VLC+A9H0I9#Z@.K+^8-
>=7OAG4(_%]W))X'T37K+4)Q.NH7C1++:9505?< MC,X!'&WZ5Z+=2R6UE))%:R7,B+\L$)4,Y]!O8*/Q(J'\-Q?:.=\ 3ZE?>&(-
M1U/5KF_GN=W$L<2+'M=E^41HO7 SG/X5I:EXFTC2+D07MRZ-\I=E@D=(@QP# M(ZJ5C![%B*YGPS=^(="*6VFOX.U-
[R$/@_:;01Y+DC)\[..1GBH_%.BZ]JL M&MVBV$DOG6>IJMVOZ[?\$71_UW_P" =1+X MITJ&ZU"U9[LS:?&LMPJV,[80]"I"8?O]W/0^AJ:U\0:?
>C3S;M?]?UI^(?U_7X_@7O$ M&LKH>EFY$?G3R2+#;PY(\R1CA1P#@=R<= :J>&M1^VQW@)5CC/?%4 M;?2;N]U34-8FLI+)[^""T-
M*Z%UC1F+,Q1BN2'(&">@]>$NO]=O^"4R\UIJ6 MH:>CQ:M<:>9 9@\4<;OEB2%82*PV@8& >O(K)M_$&IW^E^'K-W6VU+51)YD M*
^7'&I)D16R/F^3&<@;^^*G\8:AXCMQ#::'X5DUB"0?Z2XOXK8;?[@+'.3 MWXZ=#GI&+?6;VVT?7KK1$M-3L'EW:9%-JFD/>9O-
/G6%KLQKN>-D#JVW&W?@XZ8R,X[4FC3:O% MJNK:5]U_4K:VUR/6+"!1OES%N@F).8AY8 *XYY!(/
M&3VZFN;T[3Y[WQ+'XBGTM],E%FUL\4KQM+*2X(W&-F7"[>.<_,>!WU='OKK4 M+$S7NGM87"R,C0-*LF,' (9>#D8/MT[4= ZD&I^)-
T>0I>W#H5 :0I!)(L MGHTC*I$:\'EL#@UB>*/$=K%J^D:.S:B;>_#O+)8V]PS,@0E=DD2YZX)VG(&, MX!I6L-6TO6]
<,.FR:E::P5D21)HU\AQ&(RL@<@[/E!!7<>3QZY\6C:KHE_X/ MM8-+O=1M]'M7AGNXI(%4ED"KV@L=7M9RC/)$G*X*,R_>!'4_+
(>AZ"U;_KN+HOZ_KR)/#& ML:EJ&O\ B&[U/49(=/LV3R+1DC2.*)HPX9VV[]V.3EL#)XXK:A\7:'-'=NUZ M8%M(Q+,;J&2#;&>
X\Q1N4XX89!]:Y^UM]>_M'Q?)'X>DB.H(&LVO9(&AD9(M@@5U21FP2/3&.N.E5ETG6XKJ[OETC4)C=:*;5DFNH/,64,?E"AQ&H^;/RD#
M]>*3;Y=.WZ,JVOS_ ,O^"=7;>*]$N[=KB"]#1+'%+N,3CAO])U2YMOLIVT5PFPPOAI45DE610ZC:V?X3T/3K7&C>(4^
M'OAZ*QM5AUG2/(#Q:W\U_;3 M26MK>PR.$BD5RSNQ122%P ">W/II9*=NS_42>B;ZW_)G8Z?K5AJD]U!:2N9K
M5PDTAPP!*GLPX/8U1\97NH:;X1U/4-,N(H+FUMWF#21>8#M4G&,C' M..>?I5'28-27X@:S?3Z37O M@W5;+3[*6\NKJV>".*-T4Y92,DNRC
SSSGV-9RV14+<^NUQ^H1:QJ?AN&/2M M233[^=(R;UH%E\L8!)"'@D],>^>U9GA"U\26NJZI#K?B9M:A@$<<;?8(K8)(
M1N8?)DG@IW[FN@TAISHMK]HLYK698@K02LA92!CJC,O;L:IP+?Z5X:FGCL?M M>I$/<-
;"94WRL2Q3>>!C.,],"KE92;,XW<4C:K(/BC1UU%+%KIA*[F))#"XA M:0'!02[=A?
((V[L\=*T;:8W5G#,8VB,L88HQ&5R,XX[BN#3P[K$GAA/",]G(M(X;E)$U998RC1K,) <9WB3''W<9YW4K:V?\ 6OZ;E=+_ -;?TCI)/&?A]!<, M-
161+:?[/1U4K&/=B*Y77M#O_$-O9PW>@"/6X@CQ:U#-&$MF!!)#
M;A(>G*A2ISC/>J6L>&=1B\8W=S_PA>B^);+472075Z\2269"*I4ET8LGRY 7 MU-"Z+^OZ]>H/K_7]?Y':ZGXDTK2&VWMRR8
9V2%Y%B4YPTA4$1KP?F; X/-, M;Q/I2W&HP>;.9=/B6:X1;25B$;.UEPOS@X/*9Z&NM6;C2M5M_%&HW4.GB>#4-*CM0\4B*D,D? MF<,&
(.#O&"H/3G%2_ANO,:WL_+]/Z^1JOXR\/HMH3J2%KRV-W!&J.TCP[2V_ M8!NQ@'J/;K5,^*-$B?6M4M=3N;\V=K')<6D&Z581ABNU .&;O[
9Q6!I.C^(M;2_\$+=Z(X72;*2WNI8+F)T4LJHOWF5B?ER<*0,\%JT)]+U:[\2^*_\ B5SQ M6VH::EM;74DL6QW42#H'+@'S!C*]CG'&:FK7Y?
[UOEM]XHZM7\OQW^XT8_$6 ME:HGA^2?4;FQNKN3S+>U*O UPP0AE*.H9D&[.<8X!S6G/XATRVOX[.:>1)'<
M1K(8)/)WDX"&7;L#9XVEL^U/=1Z],T0FB#.7PZE"[.I. 00, [^Z'QM+>H!R.]7JX\Z+?VG MBR.\TA+^UAN)S)?J\\;V;03KYH7U MV9SCWQ7
>#+M?"4/]G3Y^PWE@FI6*CKO*J)HE]RQ5@/]LUH>%K:;3_%_BIG4 M27CP6L\PW8#R%9"1GL.@'L!5-6?
W_A_7]7)>FGF=W5#5M:TW0K1;K5+R.UA9 MQ&K.?O,>B@#DD^@KE=.\6ZO/J5Q9.-.NI6TUKV'R4DBCC=2 8FDRZR?>Y9/3
M[O(K&\0ZQJNN_"TN-$BC/V:".(K,[@[?FD,FT MD8*@C/.,&H+; M5O%\\&J+>:6+!%MGEM;R6*+"..B-&EQ(7XYW94<=*ENR;[M;
([*BO/K/Q+J M.B^%/#.#STJ M+Z7*MK;^NQUKNL:,[L%51DL3@ 53TK5]/URP6^TRZCNK5F95EC^ZQ4X.#WY' M6N?L?
$]YKRZ9!IBVUK=76G1ZC,US&TJQHY "!0RY).[G/&.ASBHOACN_X1!] MX ;^T;S..F?M#U?*TVGT_P [$WT37]:7-Z_\2Z#I5VMIJ.MZ;9W+ ,L-
Q=)& MY!X!"L0:U.M^+]=@L?$MX+?3HDT*[V-'\\IGB MV*^ V5V,0PYPP!XP>M)*Z_KNE^HWO_7G_D=1?^'=.U+5;/4[I;DW5F1X2UNPE$B
$H7\S:>, MM]WHI';-4;WQ!XCM5M=-M[6*^UB>%KIGM[5%2.,, 8I;E"2<\D/P>U+H&^I MVE%<;?>+-2TS3])GUBT31C<%A=S3Q?:
(H"I&%8QOA-XR0Q8A<8.:2:\UJX\= MZ3Y+,LAWH"1('[Y&&VG SPHQ0W,VF M20K$;9/*$OG8V*0[D Y."2P'?BE_7Y?YH?\ 7Y_Y,
["BN(/B+Q;9Z1K5Y?Z# M&@L[9KBWDG:.%7QDLA6.:8Y &0V0#TP.M6K;7]7?6=-L9_L(75--DN82D3DP
M2($SNRWSJ=^<#:1C&3UH_K\W^C#^OR_S.MJM?ZC8Z7:M=:A>6]I;J0#+<2K& M@)Z0W4LQ9PT1@=L4WQ5IVKR:CIN
ML:']FN;W3Q)_H%R^Q)U< $AOX7&."1CDCO0] 1TL,\-Q$LL$J2QL 0R,&!'U M%25P]EXNL;;0]2OX-%N;/4A>QPW6FRA$?
[3)L1>20I!!4AL@'U%5[_Q5XOTC MPQK&I7V@P1O9HLD,D[)$L@)(8>7'+,V*=M?Z\O\ ,$>@56O[^VTR MS>[O)/+@3&Y]I.,D <#GJ17,ZEJ?
B;3+NQNKFYT:/29[Q(93]FD+QQN/E);S M 2^Z#(/J*77==US1]#U#5X/[-NX$N%2!6C>(I'NVDD[F\P[CQC8,#-*W] M?=_F*_\
7W_Y'745S5[J^KW=]J-MH(L6ETW9YL5RK%IV9=^Q2&41\$?,=W)/ M'%5-:\2:\-3ET[0='':ZN+6..6XR(G&7!
(3YIXBO3[X#CVXH&=A17(77BVXL] M:L;+4O(T<7%NCA;R-G669NL2S*VQ64]N2V>,=^OIV *SH?$&BW-[+90:O82W M<(S)
ERC.@]U!R*Y_P")-]-::!90JSQVU[J5O:7\27?BB\T46FE6TEM;6USGSI) M@RNY#C.U,'"M@X],]<#,UG7-9U/P3XU5UL;2?37GMQL5Y5:
(0JW7*'<0W7&! MZ'N.]K_UO8<5=I>9V.GZ]IVJ74]M:3.TT #.DD+QY4YPR[@-RG!PRY!]:?JF MM:;HL4,FI7D5LL\JPQ;SR[GHH'4FN?
MM4U6VBT;0Q=6+ZI>6KSK<&T=8HXD" M_P#+/S,LV64??'<\=*QO$&MW&J>%;^SOHXDO]-UBSMIS#GRY#YT3*Z@\@$,.
M"3@Y&3UJN7WK?UO8E.ZO_6S?Z'I%%\\(VUW;:UIBZOX7N+B2Y_M.WPTMMO?=F5#RP4G[Z] !Q7I2LKH&4Y4C(/
MJ*.EP>CL,:X@2X2W:.,3R*62,L-S 8R0.I R,_45)7EGB37;>'6X?$B1ZEYN MF7HBW+IMP839_O4E8.H92"I&01WH6JO_7]6!Z.PM59-
M2LXI98Y+F-&B"^86. FXX4$] 3D8'4YJ6ZF^S6DT^,^7&SX]<#- M=.:X;]Y?+%?S.5SF0LLI_7@>@]*%_7]?>!TT-S!<^9Y$T:*S17%Y<^<
M\D8VF,RLJLPQT.._O6I#/X:\(_#JP34(MNCM:H)6%H\Z-N4$M)L5NIZLW!)I
M=&^UOOM<.J7>YV*NKJ&1@RGH0<@U%/=VUJ*7%Q%$T[^7$LCA3(V,[5SU. > M!Z5YY/XN.D)X*M/"T<,^B:E+]C075M+'($
&UD+%>,=RISV-5O$^HZO'K/@N M+7M,TF66;6711LD)CVL1'*A$F 2A!PP;GGC&!5M;>=A-V3?E<]&N-7TVTOH+
M&YU&TAO+C_4V\DRK))_NJ3D_A5PD 9)P*\4M]B_$GX@7VNB&\L]+6VOC&L3J MV8T+Q;3OXQWSD,>>.E=5HWCO4I-
0\,QZK!:>3XD@>:U%LC*UL54,%A*DX M/(XJQ+/# 8Q++'&9&V('8#/:O'?">L7N@>'O&=]86AG=?$TRN1"T MWDQDJ&D,:D,X4C:]?P-
^WN8+N!9K::.:%L[9(V#*<'!P1[T]$6- B*%4< * M, 51T32+?0M)ATZU&(8BQ7C'WF+'C\:SK[5M0N=>GT/1Y+2"ZM[5+F66[A:5
M<.S!5"JRG^%LG/''!S2$=#17!0>.-4OY]!@M;*RA:_N+FTN&E=W\]J:$/G: ! MET^T_8X?MOD_:M@\[R<[-^.=N><9Z9IVTN'6Q!JNKZ?
H=BU[MJ=W':VRD*9)#W/0#N2?05=!R,BO,-2FUB?PQX\.H7]M<013R11(ELT;+A(R/ MFWD8P<8QG.3GG%=(WB2[TO6=1M-4%L]M;Z;_
&C&UNC*R*I(9&R3N/&0P"_2 METN_ZTN+=V7]:V.KJ.>>&V@DGN)4BAC4L\DC!54#J23P!7+Z!K7B?4-53[?H
M30:7/%YB3DPJ8C@$#*3R&0'GG:F...>-_5].35]'O-.E8*ES"T1)&<9&,X[T M[6W&FF6(KJWGDECAGBD>$A9%1P2A(R
0.G!!_&JCZ]H\>IKICZM8K?M]VU:Y M02GZ)G/8]JY+QTDWA+P5XKUO1]RWUV$H;SV=069_[Q))ZTEJF^UOQN#TMY_I;_
#.G5E90RD$'H0:6 MN(N]-V>%M@;(8, 1\PXQVZ\\"5[>=OQN_T8GI== MOTM_FCT:BO/]/\=:M/I?B6.2QLI]6T*Z\B39*
((9$)XDS(WRX7)*ENW7FCP[MXUU;5]1\3Z1*+%KK284E@O([>2..0.A8;HF4:!\3-3X@EG@D2"-U:)D;"L"6/'J,?CVK5M?%GB,>*]=\-7 M[Z5#?
PP)/I3K:R;+A&;&6!EYP2 0,=SVQ3L[V]?PM_F*^E_3\;_Y'=JYR>,D$#U-/M[NWNC*()0[1.8Y%Z%&'8CJ/7W!!Z&L2
M_P#"D&JM/)?/&\MPEJ)2D6T%H)"^0"20"3C&3CU-&H3&R\:Z.8\A;^*:"4 ? M>* .A/TPX_X%1Y#>US:O;VUTVRFO+VXCM[:%2\DLC;54>I-
+:74%]9P7=M)Y MD$Z+)&^"-RD9!Y]JBU7_)!%[_UP?_T$UQWAS6K_ $ZU*65R+5K"^TO*!$8 M21-'$K9+9PP([!1@]S2[W_K?_(3Z?
UV_S.\HKBM$\3>)=8O;.ZCT!AHMXF]) M7:%?*4J2K;UG.:=G_7W#.OU;5]/T+3I-0U2[BM;2/&Z60X ST'N?85;1UD174Y M5@"#
[5YIXGU'Q)=^ O%46MZ.UK +!W@N"(H\GNA1)Y>0,'=D9]!WWCJFNV>I M66E&33C_ &C:NUC-Y#GR)(U4E9%W_."">04Z=*.G]=K_ *
_Z_#_ #.OHKCM M*U[7-3L=+B_3DU1KF6/48_LC[8UC)#A1YN1SL 8D@[@<#.*[&BP!1112 ** M** "BBB@ HHHH **** "BBB@
J"\@>ZM)8([F6V=UP)H0I=/<;@RY^H-3TC9 MVG;C..,TGL",*V\)V$=GI$%W+/?MI,GF6DUR$WJ0I4 [%4$ 'T[G-0IX/B_ MM/5;R?
5]2N%U.+R;BWD\E4*8(4 I&K#:&(!W9].UA:9E7JV!G%-Z[_U?_,:WT,=/!D2&WD_M MG53<06;V23;HMWEL5/(\O:2-
HQQ]M,L*'^&,NEHI#,2V\.?8M$@T MNUU;48HX8Q$DN8G?8, *0R%> ,[&)T"B1 H#J2I8'"*,9V\=*'\(*VJ
MZCJ"ZWJB2WUJMJZCR"J(N=NW,1.1N;DD_>/MA_B+7;W1]4T&W@M[>2WU&]%K M-)
(YWIE2PVJ!@*>2>..#70TNGX!U_K^NAS%IX(MK%MM5U..XT^'[-'2#/$3C9M91@8.W\.V/AFQDL[!K@Q23/.?.F9\,QR<9X SV&/
MSK6HIW>XK'/ZWX6&MZM8:@VLZE:/8/YD$5N(-BN5*ECOC8G*L1UQZ 'FJ4_@ M*"YM-;M9-
HZL88=1BL!!/J%G;B8PRR%5&=VW<0"1G:>U2WRK^O7_ "*U M;
(M2\,V6LZ79V&I237*VLL#@<8K1T*_DU3P_IVH3*JRW5M',ZIT!902!GMS6 MA5233:??\28M-)HRO[#V:7%8VVIZA (TV&;S%ED?
D9+&56W$^I&>359/"5C; MRV$EC<7=FUC:M:1>2ZD&,X.&W Y(*@_SR"15_6]431=&NM1=#(($W! <;CG
M'YD4FF+JZM<+JLEC*NX&"2UC>,E>X969N1ZAN?04MPVT.?3X?PQZ3;::OB#6 M!%;WIOD?%MN\PMOY_W]]>0:O&([FUF\H1X PN
MTHBL"!P/F^N3S4VO:U?:5K&@VT%O;O:ZA=FVFD=VWH=C,-J@8/W3R3QQP:71 MM9OK[Q%KNFWEO;Q)8/$(3"[,75U+98D#!QC@#CU-
&_X_I?\ 0;TU]/U_6YGV MGP_MK/0[_2QKVO3QWL9B,MU>"=XHSP4C#J54$1FZ)HT.A6 LK>>XEA5F,8F8'R MU))VC ' R>N3ZDTNH:0E]
<)4XJQ>_;O M*C^P?9_,\U/,_=CR_/C'\6,X[9ZU9I 8+^$=-N=(O].OS/>C4,&ZGG8"24 M@ *@EV]_N[:?KG@/3M:U&VU!;[5=-
NX(UA,NFWC0-+&#D(Y'47K,ADN3BWR,KM8+^Z MX!4 =^G&#DGJZ* OKXB\KS9Y5((+%D(ZJO 'R@=.*Z6BG=[@8] M]X?
CU)H5N[^[EMXW61K<^7LE=2"I8[-PP5!PI Z\8XK8HHI <_+X2@EMQ9G4 MM1&FL&$UB9$:.8,CFY-T8M3O[3S[=8 ()%Q" 2=R
M*RD!CG!.#P!Z5IT4=+#N8Q\/(WA1O#[ZA>-"UN;8W)$7FE,8_N;.G'W?UYIN ME^'3I=EIUJ-8U2Y2P8[&GE3,B[2H23:HW 9R,\Y Y-
;=%.^MR;:6$90ZE6 * MD8(/<5D>'K672K)='DB?R[,;+>;&5>+/R#/9@, @^F16Q12&0W5K;WUI+:W4 M*36\RE)(Y%RK*>H(KEY?

A]92Z2VB_P!K:L-#9!&=-\R-H]@_A#LAE X[/^E= M=10.YRFI> =.OVT'R;V_L(]#P;**U:,JI &[S$8G@8ZU8\1^#K7Q+J6DWUQ MJ%];R:7-
Y]NML8PI?CEMR,3TQC(%='13OK?SO\R;+]/D!-,TJ_L[L7%Y='3XF@T^.Y="MFC M=0F%!/&!ERQP.M=1126G]?UW8WKNV\.1:@EGJ^J.U]
<[&5U92,\CC(YP1DUL44 Z3 M2&*(QE7=\[VO-=)110!S.H^"K74+?5K<:GJ5K# MJDHEN$@>/ .
#MW(V,A5SUZ<8R2WN(DEAE4I)&XRK*>""/2N?TWP=#H\:VFG:OJMOI
MB9"Z>)4:-0>RNR&51]'&*Z2BD!S^J^$;'4KVWOH;BZTZ^@@:U6YLR@!+1DR9!T9BZ-DY)/ODYS78T4 M<17Z7_ ,V'?SO^-O\ (XRX
M^&>BW7AS4='GN=0?^TKD7=W=^:HGED!!!.%V@<= N/:K=IX&L;'5-9U*VO\ M4$N=6@6&X8NC8VKM#KE#AL?4>U=112\OZVM^0?
U^IP5G*-+L8]"CAUG6-FB M3/-9JS0':6.6W?NN1_C6GIUO%K_B2/6[W19[&]TLW%I$TZD;U+ !E.!N!49R M,@;B,GFNJHIW=
[BL%8RVLM_XCCU"2-X[>RCDB@5Q@R.Q&Y\=< +@>N3VP3LT M4AE74K(ZCIUQ9BYFMO.0H9H-N]0>N-
P(_,&L&W\%1VTVB2#6]4<:/&8H$808 M=2,$/B+)^7"\$<#UR3U%%']?U]X;G*:1X T[0]4EO+#4M82!BS1V!O6-K QZ MLD?3.>1G(!
[5/I_@O3[/P]?:'<7-WJ%E?/(\PNB@),A+.08U7&2<^W;%=)11 MTL'6YRNF^ M-L-)OM,N=0U?5+:\C,3KJ-ZTOEQG^!.FT?
3G@<\5>M]&CT\,3&PPR;L$ECMY&3G'?%1ZA?>&Y_A=XMLS=:5);VM M_<+8Q&2-EB)YC$8[?Q[<>^*]IHJF[N_];I_I^(EO?
^MG_G^!YO.WAF*_TZ.\ MCT@>#9;!OLS 1_8OM/F MNQ^[W8^Z3WW8YK&OY$LK'PU'JE^8HAXB<6:SW3* M7L@S8+*2-RC"X)!P-O///L-
%%];_-;W_P"!Z"MI;^MK?\'U/,&M?">G_$*[MTF6XLA9+HQ\VSN;O?&A#[B-CL0HVX;& ,<^]9.DZQHL.D?#_ %!M3L5OFNC;
MS7#W"^88A&X*,Q.=H/E\'C)7OBO9:*(NUOZZO_.PWU_KHE_P3@;"5M*\[!>175T4NB0=6SQVV"+X;T$7+*;/2_$4XNG",D5O"#,!D$G8@!
M48)P 0*TYH9[33/$,_A>/_B0N]J\4=D#M9=V;DP!>,%,?O]>O^9YFVGZ3J6H7B>%X+&YT.ZTJ<7T-JJM UQE?*^4?+YOWL]^!G
MM5;2KK2Y=0^'US$B3S+926<\L,!D9"(E7RW*@E<,3D'A<\XS7JM%"_K\?\R6 MK_UZ?Y'$_#BRTNQLM5ALK.UMKM-
2N4N%AA5&"B5S&K8'3:05![$8XK/O4T'2 MO&OBF^O(;"UN6TV*2.XDC56P5D5V#8SS\H)S_=!ZBO1J*F6J^5OPL5?6_G?\
M;GD^A:AH=KJ?@*6TOK!+N[TYX9V6==\V(U"HQSDX<$ 'H00/2H/"\VE7OB^W M34=5UJ+Q=;RM]HM/L,:A@"OT5;E>7-Z_B[D*-H\OI^
M"L,[-W?;NZ=LU1N3X936X;?4X])'A* M:P7^S"5067G;V+X/W Y&TKWZX[UZ-14K3^O*Q3_K[[(GE)O3IUIX+@UF^CBD& MMRFV^U38D-
L%F6,MN.3PR#)]1GDU-?:FTVK>/8=$NXY]05+8^3;R@R[%7;+M M YW 9'L<=Z]0HIW_%_3_+7U8?U^+_ST]#SW3[71+_Q1:_\
",QV,NCW-K<) MK$,"@Q,QV[!(HX\W);.?FQG-9<^E6>GZ:/*TNW\WP?>M.K?9ADP%MX"G'/[M MRQQ_$@/6O5J*+VV_K6_^?WAY/^M+?
UZ'FGC"+2-)T32=0F>VTZ>ZUJWNW_>B M 2;I5+%P" ^U.I;.,9]ZQM8N_#\L'Q&9]1M)Y(LML9;P2&*7RN#'N8[6$AP
M,8P>!CI7LE%+T_K;_(:>J;\OS?\ F>:>(=:T,RZ->:K<:?J5G-IQ:*VFNX$! MEW)B93*ZH2.1D'<,'&/*+ MKP=X;EUN'38;Z&
J)HWNC"P#,%!7Y&!Y/?%4K7QS=1^)K+P_K&DQ6=YJ-NT] MC)!=F>&7 R59C&K*>/[I%9OQOO+6W^%^I037,4* MT?
#GAW19I++Q9)J\NLW,5KY=O>3S1&.!,88((U5!W!)!/7FB/5O:_P"G^8Y; M*V[_ ,U^ES-TWXAZ_JDWB"*V\+V+/H8,'[IZE:LWOQ*3_ M
(5NOC72=,%W9J,S07%P8)$^;80,(P8[OIQSGM7F&F/?ZSJ?Q#'A;7XOM%M*\07'ANT
M>TOMGF%=3;%MOY0L?)Y&#S@<'CGK75:CJ>KP1Z:;#3;*[>Z(64-?-&(^,DJ1 M$V]0,\G;VXYK#L]/T_QK\(K?3(KB&XAN-
-2'S(V#A)508^A5@/IBH_A7-J=[MX/L9=8@>*ZLD>P4.. 0SR72+'(54!@K$X)!]ZF-O=\T_ MS+EI?U7XG>^/?
%EUX+\.OK4.F0W]O"RK,CW1A8;F"C;\C \GG./QJ;3=8\0W M5S8_:M$T^.TN5#/+;:DTSP@J64LC0IP2,<&N&^+WB;2-
5^%NK+:ZE9S))G:DM4O2_]>GX@]&_7^OZZ#_#?CWQ!XIM+^XL/ M#>F)]BNWM'2?6'5GD4#.W%N00<\9(J;Q7X]U3PS=:##_ &!;S?
VQ)'!'YE^T M;12MC*L/*;@9'()/7BO/OA?J'A6"35]1U+Q';V5Q;ZW/<0QRZB4CEC*X#"(M MM;.3A@">!S6C\4_$>E7VI> KE+ZV5?[2CNR'E
*0%EVR,#RJD#.3[^E4EK'S MM?YK7^N@/>7E?\#T*P\99\4CPSK5B-.U62'S[?RY_.AN$&<['*J,OBUX;U/17%SI M>CPRR7%_$.
<9QS4WQUO;6#X8WUM-\0^.]:\-Z!8:S<^&8;BVF4/%KJ66[M23S92[&W1?[IW9'T/XVTE)KS?X=/Z_R,T_=3\E^/7^OT9/8^/==U M'Q?
J_AN'P]IB76EHLDTLNK.L;*P!&"+B M2;HT*D]B 1[BJ5YXWUJ'Q^?"5MH%A+<-;&[BGDU-T5H\D<@0$AN.G(]ZQOB% M/:_$&UT?0?
#5Y#J,C:A'/<7%I()([:) 4ATWQ-! MIMVND&UCN5>)PMQO;$3!P1DDC*\-Z4+6WS_*_P">GF#V=NR_.WY:GH7AOQK)
MXEAUBV@TP6VM:5+Y,]G/M<[\-?$FDZ3;:MHVN_9=)\1VTSRZD]Q-M^U'KYP9 MSR".<#@=@ :SY(I;?
QOX4\3>&Y([NVUJS_LR[>W<,H=4R&)'==N3_P!:_&V_I=6$]GY/\/^&U.PLO'EWJ/Q%N?"MOH\/E6\/VAKR2\()CR%R$$9R< MG@;L$X,*
(N"2Q8(Y[8QWKBM"^(.O:_>ZU;6GABR+Z/<_9[D?VJQ9SD@F,>1\ MWW3U*UK^ ?&=CXK\'6VI?:X?M$,(%\I<
PN!R6ST!P3GTKBO@]JNGS^,O',< M-];2/Y_F7GYAR.1ZBJ4;3<7VO^*(;O!27=+_P#@?TSK(?&V MJ2_$>3P@VAVBF.#[4UT-08CR=P .WR?
O\CY*M_#>YM? &EZEX>\374&FSPWTDL$UU((TNHVQAHV;ACQR!DCO2CK%/
MR_&]ORU*EHW;NORO^>AU5AXT&L:)JESIMA_Q,],D:*ZT^\F\HQLO4;U5\@@$ M@@$'V[5O#/CV3Q1HNHR6^EI:ZYI[E+C2[JY*
["#P2X0G!&<';U&/>N<\.0?V M?)X[\8:F_P#9VFZK(5M?M9\K\5Z/,YMO'O@UXKJ]CM M]ES#"X9-0M\,=A_6K=5[#_
)!UM_UR3^0JQ52W9$7=)A1114E! M1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %% M%% !1110 4444
%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 444 M4 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110
M 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% ! M1110 4444 %%%% !1110 4444 %%%% !1110 4444
%%%% !1110 4444 %% M%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%%! (R3@"@ HK M
B\51W;"33]*U*^LPO8=1L(+VW+&&=!(FY M2IP>F0>0?8T 6**K>=<_VEY'V3_1?*W_ &GS!]_.-FWKTYS699:Y=ZCJ"&ST
MY)M),DL+7@N<.DD9*G,94?+N4@$,3_LXYH6H&Y1574KQ]/TRYNX[:2Y:&,N(M8V4,^.P+$#\S46AZF-
:T'3]4$7DB\MTG$9;=MW*#C/&>M %^BFR,RQ.R)O<* M2JYQN/IFHK.6>>R@ENK?[-.X'/K5#P[K)U_18M1-J]J7>1# M"[AF0H[(!_#D9&:
'T5&)HVG: .#*BA MV7N <@']#^524 %%8GB7Q#_PCEM9SFQENEN;R*U)1U41>8P4,V>2,GL#^'6M MNCS ***BN'ECMI9((?.E5"4BW!=
[8X&3TSZT,"6BJ\-SE+=;A1!_:G;6PKZ7->BB MBD,**** "BBB@ HJ*X>6.VED@A\Z54)2+<%WMC@9/3/K2V[R26T3S1>3*R O
M'N#;#CD9'7'K0!)1110 45B:+XA_MC5=9L#8RVK:9.L+&1U8R;EW!AM)P""# MUSSR!1J6MW<-]+8Z3I\>H7=O&DUQ$]QY)$;E@-
A*D,WRMP2HXZBCL'U% !1110 45BZ_XA71=,DO8K1[T13I!*L;JOEEB!EB3T&X=,GGI6U0 4 M45DW^O1VFHIIUO9W5_>%!+)#:^7F*,G
=B[*,9!X!).#@'% &M15:QOHM0M1 M<0B0(69,21E&!4E2"#R.0:LT %%%% !15:PFN;BRCEO+3[).V=T/F"3;SQ\P
MX/'/XU2NM;:V\2V&CFQE*7D4D@NMZA 4'*XSN)Y'8#GKVH\@-:BBL%?%=M(T MTL5C?2Z?"S(U_&BM$75MK* &WG!!&[;MX/- &]1110
4444 %%5EGN3J4L+6 MFVT6)72Y\'T'X<>9*)0HCC*DA\'[W(P M/7/:@"[1110 45@^(O%=KX8FL?MUG>-;7II7TN.VMBY16?HFJC6]
(M]26SN;2.X M021QW&S>5(R&^1F'(/KGU K0JFFG9DIIJZ"BL2'Q"9?&5QX>:QDC,5H+H7+. MNV12VW
R>N>N.G3O6W2Z7'UL%%1R31Q/&DCA6E;8@/\1P3@?@"?PJOJ>J6> MCV+WE]+Y<*D+P"S,Q. J@V.!D],^M# EH
MJ.W>22VB>:+R960%X]P;8<TTYBM[-:2I"06J6%Z]A-;6BP3>6J M"2TD10&5E=2 00>".E,>@WGAS0]1O$O+[1M.NKI,;9I[5'=
<\7S]6>"ZGENY)1!#]K96G%+8>']&TJ*:+3 MM(L+..<8E2WMDC$G^\% SU/6DG;?^M;_ / &_P"ONM_P3F-
MQIFOZCI5K*I:>NK#P/X1GL('O+:#3XGN+."\:VF M?")M96! 8#G*,0#NYKM(= T:WTV338=(L(["7/F6J6R")\]%Q@<_6B^EO3]?_P Z_UY?
Y%4WBZMX*-[87=U M)[+S(I*)5^7(/((S^!KD])N=0OIO Z3ZM?F&_TAWN8UEV^8ZQH=Y8#?N.\ M\
[O0C!YKT&YLK6\LWL[JVAGM778\,L89&7T*G@BLZ+PEX;@E@EB\/:3');C$ M+I91@Q\D_*<<7^1Y]J:2:E\.'6\N[V0VFN_98W^URJ
MYC%X$ =@P+D+T+9.0#UYKIIXEN/%?_",W%W?VUC%IRS6ACOY4EG?>P=_\ @'GMIJ&M7UUX M2BO-4O5BN+R]M)/+<1BZBC601RDJ
F M6\UNS791XWQ+R&C"D\H"75O=7.E6,]S;@"":6W1GB Z!21D M?A4$GA;P]+<7-Q)H6F/-= K<2-
:1EI@2"0YQEN0#SZ4GJK>OZ6_S!;W]/S?_ M QS&EWMY_:O@Z[>]N9)-6L'-VKS,8W(B5P1'G:IR3RH!/?-6M O+^RUT:?K
M,%P;B\,DMO>Q7AFMKE1@\(3F(A[+9Q M@P\[OD./EY)/'GVMW+=V]C;0W,JA9)HX55W Z L!D@53:O?U_.Y"3 M2MZ'+W]A:O\
%:PN99KA)!IDC +>2(I(EC &T,%(^;D8P3C(.!6%IC366C>' M;^VO+E7EUR6V9%F;RGB>:7(* [3T!!()'8XXKT:ZTVQOG1[NRM[AXPRHTL2N
M5### 9'&1P?6L_\ X0[POY$<'_"-Z/Y,;F1(_L,6U6.,L!MX)P.?84D[6_KK M<&KW?];6.0U?4;A=8AU*SU"[=$UN*RDE:
[:*%4+!'B$.2KD$G+L%//!.!6IX M1L;2#Q=XLGCFN#*U\H"O>2.I#01,3L+%!CCG&,FF6 MMU<0IX5U?3-1O+Z7594CO8I;EI(Y%,3,
[!"2L94K_ .QKN_L5K]M%[]FA^U MA/+_P L;]F<[=W7&>U0VVCZ997D]Y::=:075QS--% JO)_O,!D_C273^N_Y MW_ 7?^NWY6/+==OX;
[P7IGB"_P!1D2ZDUBV6YC>Z(A@V7(RAC)V+L Y; /') MK4\1:G<"_FU&PU&[<6NK6ML9!=-##$K-&KQ"($K,<,2691C=P?EKO#HFDF[E
MNSI=D;F4J9)OLZ;W*_=);&3CMZ43:'I-Q///-I=E)-.%$TCVZ%I IRNXD9." M 1GI5)VM_7;_"?WC?\ 7X_YK[CD-
25]#UV]@2["U">'7H/+L"]_.ZQ7&<%5^ M?Y 0P<%<$!&P< "M[6K.73? U]!9ZA>Q2VUF[)=&;S)LJI;):3=G.._KQCBG
MPZ=K%SXA>YU.73SIMJY;3X;>-_,R5VEI&)QD N %&.:B2O"R_KL4G:5W_7?^O4X"&TAO/%?@V]O+F[\YM%DD9Q> MRH&9?((R P!R6.0?
O<9S@5N>)XQ-XG*Q&1TW7,^2C;6QY#YP>H^HY^E;D.B
M:5;Q6D4.F64<=FQ:V5+=0("DZA>P7M[I=E>-06\LS%@RX&3OW;L+CDG%.TV36K[PC>V=I**MM3EA\F347$CPJQ_=BX M
WAL=&Z\=>]=;'X4\.PP2P1:!I20RNLDD:V<85V7E6(Q@D=CVJW_ &3IWE31 M?V?:^7.V^5/)7$C8QEACDXXYJ>G]>7^7XE=?
Z_\RCX>U!=6T:0I'>V::=C+&D7VK:96C M!7)50?NE>"?08]-BL+."P%A#:01V83RQ;I&!&%Z;=H&,>U16.CZ7I=J]KI^F
MV=I;ODM#;P+&C9ZY !H?4%LD>>VVKR:1X9UK4;'Q?:Z[!&D;E;'?*UFI;#R M;I)IFSM).TG'R<#K5JYUVPL-
!UK4_#/B@:E&L$7ERP&TD^7D M#Y.,6=[9P"V[=+ M-,5W=-O XX (-7]1ZB8;6*#[>B7DH1XV3'F.@;:VUF#$D'(SG
M/%=8GAS0H[&>Q31=.6SN&WS6ZVJ".5NN67&">!UJQ#I6G6^F_P!FPV%K'8;2 MOV9(5$6#U&T#&/PI_P#
_7_,5OU_3_(X7Q'>MI.EV$PU673+36;IFN+N^EGE M2!61F1.)4:('CE64 CTIMK?RPV>C::WBF'5-/U"_D@?4;.1DV((RRPK+YCMD
ML,;M^[MG/->@7=G:W]J]K>6T-Q;R#:\4R!T8>A!X-0G1],;2_P"S#IMF=/V[M?LI@7RL>FS&,?
A26@VU@\9>,K&&Z,KQW4!"RS&23:(5&222QP>,G/3D MYIMGHT+_ !+\22)=ZC%*ME;NCK?

2D(S^=D[&8H0.H5E*CL!7;6MC9V(86EI! M;AL;A%&$S@8&<>@ 'T%4#X5\.M=S7;:!I9N9PPEF-G'ODW##;FQDY!.<]6.
M\T[6]2TG3M3U V$FDM=><]R9Y+64-A=KR[CAAG@Y'R\8KK[/2=-TZS:SL=/M
M+6U;.Z&"%40Y&#E0,=*BB\/Z+#IDFFQ:1I\=A+_K+5;9!$_?E,8/Y42U3M_6 MG^>H+2W]=;_EH;KIR) (-X.,X5LC[RX;WKH_!<\
MTEEJEK+/-,EGJ4]M"TTK2.(U(P"[$LV,]22:OIX4\.1M;,GA_2E-JGR_)_\ \W:QM++PAXG,5Q<>:^L,F);R24 "X3!"NQ
/(YQD\9S6U>7^HZ M+KOBF*PFNKGR='COH89I6FQ,3*"5#'@':/E&!QP!FNJO/#FA:AYOVW1=.N?. MD$LGG6J/O<# 8Y')
XSZ4ZW\/Z+:7_V^VTBPAO=NS[1';(LFW &-P&<8 &/: MH6BM_6UB[ZW_ *WN.> O)86XD+AC@AR))Y#'CD;0%'
M/3I6EKVCQ:KXA,NCZT^D^)+6W7YU =9H26(62,_>7(;G@CUKH[+2-,TV6>6P MTZTM9)VW3-!
J&0^K$#D_6B_TG3M5@:#4=/M;R%B"8[B%9%)'3A@:I]+"76Y MP,NM:M?V7ARXN[PV$QUIK"\2QD
@N<;\N"1NP2O'/<@YJS)>S:._B*P74[[^ MSH9+5+:9Y#<2K-*<- KNV5VFT$"B(CTV8QC*%_7X? MY/[PZK^N_P#F>;7][J=AX?\
&%K#J=[:/8/#);+]N-S*BLJEE,D@+8))SR<= MC730+<0^.;O38M0O1#=:2+AB\QD,3Y@LX]WE[=NS./N[>,=,<4 MNEOZVM_DQ?
U^*?\ F<=IDNO7W@?0KJ!YM4D5Y9+N'[VGQZ M)IJ63$LULMH@C).,DKC'8?E3YO#^BW-
Y#>3Z182W4"A(9WMD9XU'0*Q&0!D] M*/Z_ .G]=S*\"W-Q<:#<)<7$LYMK^ZMHY)G+N425E4,QY8@ #)Y/>N:O(;CP
M_87GB7PEJL4^E>9)+>:+-G+?O!$PYC?.[Y>06/2N]TW1M+T:-X]+TVSL8 MY#N=;6!8@Q]2% R:231-)FOH;Z72[)[R
8AN&MT,D8_V6QD?A3OK?^N@^YY_ MXDUJ2\\3W>G77BVS\-?9XHI;07?F(7#+DN&6>-'PV1L<,/EZ75+N6UN-
"CF9A=21HS[F4R1@-B/("_'_A(+Z6"^ MT^YCNQ#=WSY$DD2LT6>#M)& M1GVJM_PCFA_:H+K^QM.^T6ZA8)?LJ;X@#D!3C(
//%/U_K?_ #_ .FG];?Y' M*S0W/_"2>(M(N-3O[FR&B12(DDVTHQ,BDAD"G)V DYSDGG'%9^F"33M&^'WV M#4[U8+B6*.Y@-
R9%DW6Y?DME@ 5&%!"@'I7?)H>DQZI)JB:79+J$@P]VMN@E M88Q@OC)X '6H9/#&@3+;K+H>F.MLQ: -
:1GRB3DE>/E)//'>A.UK^7Z_Y_@# M7]?)?Y' S:Q-J/BJ\BG\:6&BWME?F&*PF602-'D;0%\]8Y=Z]_+8C=@<@5T"
MWFH:9XL)U."XEL[ZZ$-I>VUX6B3KB.2 G"G.1N4'..2*Z>72-,N-1BU&;3K2 M2^A&(KEX%,B#V8C(_"E&EZ>+\7XL;;[:%*BX\E?,
/4;L9P:2TL$M;F1XJT^ MVU4Z7IUV@>WN;B2*1?53;R@US=C';W2-1$C3Z##-%=RNI GD5#Y3#L< MH0Y]"5KM[W0](U.Z@NK_
$NRNKB#F&6>W21X^<_*2,CGGBI;W3-/U*VEMKZQ MMKJWE8-)%/"KJY&,$@C!(P/RI-7BUW_K_,I/5/L<7;R"7PIX1TT7-
T)+FR1O MLUM,T#3*L(R3*K*R!203@DGI@\UDP:KJD_ASPA(VL7(EDUDV=RL4X;S4$D@ M9]H9L!
,\9YR#7H*>&]"BM(;2/1=.2V@E\Z&%;5 D3?=W_&__ #-1M%+LK?A;_@G :NT
MF@>.9HD:^N;==#2.XNFF+S0Q&=MTF00Q*@]0X92!YZSQN#@Y&7P0<8X%=M+X_DOI=%TZ2\E4I)K;Q:&U3R@V2.!E>%'B4B-
AT M*@C@CL15AE5U*LH92,$$9!%.^WD[DI;WZJQ"T]L\<1,D;K*1Y>"&WGJ,>OK^ MM>=3ZC?W/A>^\117MY'KUG>O"+-
;EA%D3;5A,.=AW+CYL;CNR#TKO=/T/2-) MDEDTW2K&R>4YD:VMTC+_ %*@9IS:1IC:F-3;3K0Z@%V"Z,"^:%]-^,X_&A:.
M_P#7]=!]+?U_74XN\2\N=?\ %]M/JNI>3#I\%S!''MJ?@^Y:^NFDU?3W-V&F8HQ$2N&6,_(I!)Y &>^:ZB3PMX>EN+FXD
MT+3'FN@5N)&M(RTP)!(.YI+I_7?\ S7W":O\ UZ?Y/[S@TN=2B*QZ@VLZE+>VWB$V:S/.1OB M-
T(B'081OE]5X/3%:EY)>VMYXTT^TU2_ACM]/BO()#.97BD82%MIDW84[!QT
M'.,5TW_"&^%_LOV7_A&]'^S[_,\K[#%LWXQNQMQG'&:?)X3\-S3332^']*>6 M==LKM91EI!QPQQR.!U]!0]8M?ULOU5_F5?
WK_P!;M_EH<[=3:S_8WA_4H8I] M1MH;%);NW@OF@N&8HI$F<@2 ?-E6(!SGDXIFI:O=026WB$1WEYX?-E&WF6]V
MT4UKN&3))"2%D!!4]R,<+UKK/^$?T4V,5E_9%A]DA(,4'V9/+0@Y&%Q@<\\=
MZFGTO3[J>&>XL+6:6!MT4DD*LT9QC*DC@X]*IM1QNI:GJVG>)? M%#V=Q<7AAT6.[M+23&Q),R#"J .NP'G)Z\TD^Y
M,RE/*+> MB#0](M6NFM]*L86N_:3';HIFSUWX'S?C4]/Z__P "WK_7I_E^)Y_I=WJ" M:#X8U.35;^>
[EU=K25I9SMDB,DBD,@PA/R@@XR.V!Q7I]8O_ AWA?R(X/\ MA&]'\F-S(D?V&+:K'&6
V\$X'/L*VNE._P#7R7^7XDVU_KN__P"BBBD,*** M* "BBB@ HHHH **** "BBB@ J&\NH;&RGN[A@D,$;2.Q[*!DU-69XBTUM8\-
M:GIJ-M>ZM9(5/H64@4I;,J*3:3,^)]8FTRPOTED6YO+B&2>+:&6*$G)0#H, M\MU)S[8>N>+]6\(>#$N-12.[UN[OY+2RC9?
+5BTK",L!V" 'W]>YT6Y6PDMTC%U* M\+12X+9&T.7P0_=>QZ<9'>^@U:VI4@%SK&H2WECXFO1IUS9)-;I#';E$W[AN
M4M$6/W0<$GDGZ#F/AWXKUR7Q-J_AKQ1?B[NXH8[RSG,*1;X64$\(.,C]:U_ M#7A6Y\%7&MK9>=>Z3(J2:?9(R;X22Y>)2Y
QD@C) Y_/)OO!VJZMK?A'7H+2 M33;JTC-EJ44SQLQM]A!Y1F!R<@8.?G!XQ0K7TV?X7O\ DP>SO_5K?FOQ&:5K MVOZK\7[W1I-
9N(=*CL%O8K:."$?>*A069"V,')YSGOCBI?"6LZ];?$W6O#'B M'6[F\\F 7&G[X((UEB)&2=B EATX..&XI--TK7HOC1?^()?
#UW%I5Q9+9),9 M[<[2I7YRHDSM^7L">G%:7C'P?>ZMXN\-Z]I4BPW%G*T%W)P";9U.?J1R /\ M:SVHC]GT:?XV?Y _M?
+]/^"7T@UZ'2[NZ@UJ[O'GN8_LR36\/[J'S &QL12R60"A$>$;4<=P>1GKW%="B+&BH@"JHP M.PJ#4+J*QTZXNICB.*-
G;\!V]ZF3LG8:U:&Z5J,.KZ3::C;Y\FZA69,]0&&: MIV_B?2+K5%TZ*YYZ*/4TVSU[3;YKQ8K@JUD M?](6:)XB@QD-
AP,J0#AAP<'!K'\>6NH7VBVL&FZ;/?2K?6\[+%)$FU(Y5=B3 M(ZCHN!CO^=8^HZ#JVN:SXK@.GW-E;ZGIT-
O;WDDD13>F\D%5M8T7 MC#1];\-6U]=WUYI$=Q=)'$6CDMY'1$I%/#\R1 MSB0N"S@8*KP,YR>0.M-;_=^?^0E_7W?
YFAK>M6U_XP'AN>;5K>$6AD:6SAN8 MB)"P"MYJ+C8!GDG9GANF*U- U32(?#GVRWUV?4[,3.OVRXD\QGRYC=W.PM&[!3M?
OT8#MS26VO]:_Y!N_Z[?YG91>*-(F
MTZ6^2Y<1PR>3)&]O(LRR'&$,14/N.1A=N3D8ZU2U+QMIEIX:GUFV%S);_1$NYO"]O8WCWD;SVL%S#//Y:_QJ[!8 M_,'&,G@ X.<
4O\ A'=83P]XFLH[&1GN-06[M?-NU=IU'E,1N)X.48?,0!QC
MCFG;]/T_S8O3^M_UL=+;ZMI5]XD@BAU.X%_]B:3^SV#1XC++\\D;*"K= -V#
M@GBI8/%&CW&HI8QW3":3(B9X72.8@9(CD*A'(YX4GH:Q+ZRU6_\ '%K2,9'-5;30]8N=&T+0KS3WMO[&N()&OTEC
M,I&9[;_5>>)I';)'HMY E_I4\%Q:>:D\)5[=V W MCE20<>W!I?9OU_X"_P""5I>W];_Y&3J_BZQTSPW>:PL-Y*MNF[RC:2JYR2 2
MI4$+D'YL8QS4]SXJTJSLX+FY>Z03(9!']AG,JH.K-&$WHH]6 %EHES,-0 M@:XCN(;:22/;E0#N52,'<"3T
ZD9%,L_$_ARTTRYU'_A(%GLI+UH_/FEW*)3 MC]W&<<@=@,]ZR])TG6;.?PC<3:80;/3'LKI!.A,+$188\X(S&1\N3R/?
&3\E^6HEJD_Z MV?ZG>VNO:;>3WD$5P5DLU#SK+&T>U3G#C:@L_%>AWMU':QWZ1
MW,IQ##O;S0+W^S+G15MMQG@&]E\QF M3B0D9W[0<8R#VP3E^$->FU#Q19'5-)\2VTL5HUI:RW>CM;0!3M8[V#L&<[.#
MA1[9-)*[M_77_)#>BNOZV_X)VOB;Q)!X:L[:>:"YF^T7,=NH@MWEQN8 DA 3 MTS@=2< 9K%@\01:5XG\03:EJ-
Z]@MO:SQQR0.WV=6W[OD1-RJ,#)8<=S6OXM ML;R^TRU-C;FXEM[ZWN3$'56=4D#, 6(&<]2*P+VWUR;4/%D@\/7A6^T^.WM
MF6>W(D=0ZG&9 0/WF>0.%/? ,WLF_7\D%KM+II^;.HU+Q)I6E11R7-Q(RR)Y MJ_9X))SL[N1&K$+R/F/'/6J5SXPL8?
$&EZ5''N*GT MC2=9M+CPC<3::0;/3'LKI!.A,+$188\X(S&1\N3R..N-+*_S_P _\E]Y*;:U M[?CI_P '[CH?$M]IMAH[-
JFJ/IL,CJBSQR;'+9R%7@DDXZ =,U _BBVC\6CP M^8+OS/L_G&;[+(8^3Q\X7:!@')) S@9SQ4'CRTO]0\)7-EIMA->W,SQ@1Q/& MF
'#$DNRC''KGD4CVE^_BQ-0_LQGM;G3!;R*\J Q.'+;7)SD,1E=PR.N.:S M5_Z]/\RG_7W_ .1LV&K6>IKNM6E*\E3)
\8<#^)=P&Y>1AAD'L:YOQ]?W6E0 MZ5=Q>()M(MI+Z.VN7 @V!&SEB94;!&.N<<\@U)X9T?4='U>:W@-_%H2Q%8[>
M_F2;9)D$>2RDL$QN!#GKC Q3O&D6I7$FC#3]&N[\6U_'=RM!)"H54SD?O)%R M3GC''N*;W7R#HR/1]6MD:]OX?
%UQK^G6L.9]D<$_EL3D;?LT8). G\1'4>HJ*+5-4DEN;B/PG?P.L! M8BXGM@T[+]Q%V2L!U/+$
>_;&T33]6\/ZX@M=%N'T[54\^]*O;H+*=CDA1OR M5Y.0,X/(+$FG_7Y_U_PXNG]?U_7D=,/$.F'4TT\SR":0E8V:"012,,Y592NQ
MFX/RAB>#QQ3!XGT@ZBMB+ES,Y94(@D\N1ESN1)-NUG&#E02W!XXKBO#'AC4=
M*UN.RO?!.A21V\C.GB)6B$SKDE24V;S+CJ<@9R<^NCX9M_%>G7%MH6IZ%8W. MGV3L8=9-V"67)VXBVEO,P<$Y Y/)[BUL-
Z7-Z/QCH[N?LD3FT MF&)=VS:P*90[N/FQS58^,=-DU/6M/N6N;*+3HQYMU+;R1QKD9)\PKM'48YR> M2,BN?
Y+];H:WM_6[_2S+=A MXDT>V31M-CO;ZZ>]MT:TGDM9I//7;]YI FW..3DC&TE4LX[("N9/\ @&-L
[61@&4X(."!U%83:M>:]XGU+1-- MO6L;?3$C%U=11JTK2N-P1-X*@!1DDJ?O#IBK/@^RDM-)9I?#&G^'9)7W-963 MHX]-
S,BJI/TSTZ^E)],U+P]XKU+6=-L&U*SU18SNV.N7.CW5F^F6UQ']F\Z%GN7<+PA#[M=ORG&XJ&*?[-(+B-XG67J$V,
V2.1QR.1Q7'V6F:_!X=\ M*VC^'+[SM/U(W%PHGMOE0;^0?-YSY@X']T^V8]8T[Q#<)XLMX/"^H2#5+R&6
MWD%Q:A=L:QJ26);25I"ISAE4+EUX/S*".#S45WK&C7-SH?\ Q.C$]W)YUE'!+C[6-AX(MQ\R8;/;D"LDKJ_\ PFMYJ?\
PCU^;6324MT;S;?)D#,^W'F_[6W/3(/..:Q[M#3-?M] \$6DGAV]\[2KE6NP)[;"*L;)D?O>
(6:RU(C1LA\6$V)"%!.&V[0/F'4CCYON\UKKXEL!I5O?R MK> 3)N$2V$YE Z^{4}WA<]R,=.:P;[0=5N(?&UC':#;JR%[6:S?
$>AZO'V,6T^EZC+"'@8'(='8,@ZD-@G.%HZ? M=^3_%T*:73S_3_@G:S^(=,@L8;T3R3P3('C-I!)<,R_WML:L<<]<8%7K6Z@
MOK2*ZM9DE@E4-'(AR&![BO.=>\,:C%<:9J%IX)T+6(4M/L\NC2-$B6IW%@T+ M.FW'S$-
P,X'%=]I%M]BT>V@^P6UB43_CTM,>7$>NU> #]<#/H*.C)[',^'/$ M$&G0W=KJ^J7-
Q*=6FM8YYT+8^8!%9D4(F>@SM!/3FMVZ\3Z19:BMC<73+,TB MPEA!(T.2-C:CR!=B,**.5$:,MOPVYY0%(._Y MR74#8EY#,N-
Q6%RBDXP&<#:&.1P3GG.* MLW%Q#:6\EQ<2I%#&I9WVEW/+&;MUN(VM)47:& M\Q&.[=MR 47/ R0*U?%NEWFKZ]O8%?

M,O!Q71VOB'3+N^:SCGD6 M<(742P21+(HQEHV90) ,C)4D#(KEKG1]=UWQ3)?R::VG6=SHLEA(9KE#-"[,
M3D!"P;MW'!SUXK/\.^%]2>VO-/OO!.A:'<"S>W&LV#1;YF92NY$5 RCG)W-^ M'/!T]$_S?_
%U^[\E_P3MK7Q/H]Y=26T5V1(D1F!EB>-9(QU=&8!749&64D# M(JOI6M:/%X<74+?5IKZQ>:01W#EI7D8NWR(-
SX.0H4'@#&:S?#,WBHLD&O^ M&;* V$'EI?0WBR-S@NXA + ME"C1*T8;8$V@@[FQ@C=T!R:Z.T\0Z7>6ES^$[H0>$-
*\,WYG@F6TMIHS]H\J0/MD>- #@@?>QFDMM?(;WT+^GZS)?_$]
MHH+Z^:P;2FD^RW$+0JCB55W!&56Y'<@<>F3T%95G::Y=_$"VUV;2?L=D=,-K(EQ<(98W\S=P$+!N@ M[C@YZ\5I>
(+*^FUC0+ZSM?M*V=RYF42*I57B9 WS$9)&<00R-%$Q ($D@4I&3D8#$=16G/<0VUM)< M3RI%!&A=Y&;"JH&22?3%
<1<:+K$-EXBT)=/:[M]8DGDAOA+&$A\U<$2AB&^4 M]-JMQCI77P0MIVCQ0();I[: ("-\I5<=6(&3CN0/>I?PW_K^D5UM_7],R-/
M\1Z!9:3IF-=^T17K,EI-OW6G^.;>+P]>E]5D7[(?/MP' C6/)_>\#*D\\X([\56G M]?\ ;O\
F_N$OZ_\F_R7WG67'BJTM/%%KH3PW9>:V:?SQ:R,@ *@9<+@#DY) M.!QDC-)IFO:+%HCZA;:O-J%G)!RR, V&(/"D?
*3SCMS6#IMAXB@T41'0;B%CK4UU(IDM MFG$,C.P:([R@8;@#D@@%MO.#1;^OG_D);:_UI_F=!JGC?3+'P\FL6XN;J&2Y
M2U"Q6LK.CEPI#IMW*1GH0#G ') K0N_$NF6,$4US)<(CJ')^R2GRE(R#* O[MH=>7VXP?2N3/AW6(O"VIV26$CRKK"WT"/=*
[SQB9)#AF/7 (^8CGT%5]>\/: MH?%BWLDZ1WA0P0FX MKEQ#/'HDL%G!;?:%MRD4+#$.[;@+C^[GCZ5QNEZ9K-
IKEGJLFCWK!=)DMIHG MN8^:+T-]FD$3^7 M*1DE0^-N[ )VYS@9QBMJO,K#2]?M]"\&6LGAV]\W3+PR70$]M\BA'7(_>\YW
M@\=@?;/IM-I?U\@_K\PHHHI %%%% !1110 4444 %%%% !1110 445#>2RP6 M4\T$0EE2-
F2,N%#L!P,G@9]:3=M1I7T"*T@@FFFBC"/,0TFW@,1QDCIG'?J< M#T%5KC6M-M=6M=*FO(EO[H,T-OG+N "2<=AP>37*V?
C>>VFU4ZG+:75K9Z<- M06:R@>,;_?59/&_@Z;4&LV,INGBC@1E\O,'W68D[O\ M> 7_ ':I+5?UW_R)>S?]=/\
,]!ILDBQ1/(YPB*68^@%<%'XQU[^Q(=6FMM- M0)JQTZXMDWMNS-Y09)"1C!YY0Y'I6HFO:O'?>(=/>.QN;K3[>.YMV4/"C*X?
M"ORYR-A^8=<]!2>B;_K9/\FBK:V_K>QTEG>0:A907EJ_F6\\:R1O@C?9;%Y3K']F7;Y=5P)_*WQISUZX+<>
MK53C[UO/];$]+_UM?]#NJ*Y>7Q0T/C!M'N9[>Q4E%MH[J%P;O(!)CEW;,-7,^GWXL;TI'#)"\6P!(^X=L@ CY<#)R=PSBI6O\
M7FE^HWO;^NYZ54,]K! PZ''0D=O2N?U'4M=LK9"\VE0>?.1 M'K2.6R/E/3!QU%<_+X@U[6]/\)7=G=6EB]YJ$D%PDEH[JY19
M<':75E'[O.T\@D9/!!:5W85[G>PW]M<7ES:12[I[;;YR;2-NX9'/0\>E6:Y6 M'6-?O[_Q'IMNFG6]WIYB^R.ZO,D@92WSC*$$@
8!X]6INF:_?W^DZ=?F]L-J M6[SZFB6KY4KP57]|\A#!EYW9VGI4WTO_ %U_R'UM_73_ #.LHKC] \0>)M5U
M*VFGT%XM'NX_,68F$&$%GW$QFMS7]7_ +&L(Y4C$D]Q<1VT",<* M9'8*,GL!G)^E4TT*Z9+%K>F3ZM127UK&))X4.6C4]-
WIGTZU/87UMJ= MA!?6]MK.67;/<[O)3:3NVC+<]!QZUAS:UJ-_?/IVBSZ<+J"
MSBNY))D:6.42%@JIM9>#L/SY.,C@TD^O:Q!KV@V$NGVL2:A;R/,&G+/'*B;B M@P,;R6MW:Q!V8JLWE;TD) XZX*
<^J]*L?:+FU\;>+ M;FSBBEN(M,M'C29RB,1YQY(!(_*AZ)OR?Y)_J'6W];V.PL[R#4+*"\M7\RWG MC62-
\$;E(R#@\BIZXJQ\5ZSJ$OAF*.VL(QK.G-=/,Q=O+D"*2 G&5^8?Q9/(MXZU+:>)]2NO#/VIOL$%W'?RV,UQ("
(4V.R>8(RX9LD#"!LY;J:J2LWY?YV!: MK^NUSL**_\ ^$WU<:%9W:VME)*^LC3)Y&66$$&0)O6-LL"?0MQ[UI+J?B33 M?
$EA;ZU'[C M4;O2UNM2DMG:9B\/D0-$!$?N;@SM\Q')Z=<8XK(DUGQ#=>*=7T6S33+;[);0 MW%O-,LDWF!RXPR@IM^X>A..O/0
'645P5IXTUK6+S2+;3[/3X#J6FS7*/<.[M[)HV"E2 !\N3U!R1V'>]<>(=9N8]6N-*&G^7H\C17$,Z.6N'5%=@CAAY8^;
M)5L^U#TU8>1U-W:6]]:R6UU$LL,@PR,.#533=%L]*!^SM=ODY!NKV:X*]OE\ MQFV_ABL*+Q-?^($8^&S9JT5I!=E+R-
F,OFJ66,89=G 'SG=U^[Q3=8\2ZX+\ M:;HVD/-?Q6T5S:9UCBC4L[ML+NI^8%A[5>AUS5]
M1O8],AM[;3]0BLXKN^2Y!G$9S_K^D!J6_B/2+O3 M[2_M[U9;6\F\BWE16(D?)&!QTRIYZ5J5YEX3UF_TCP3X76WM[:2&]U%
[6=Y' M;<@:9_NJ!@]#R2,<<&M"]\7Z[!8^);P6^G1)H5WL:/YY3/%L5\!LKL8AASA@ M#Q@]:JVNG];?YB_K\7_D=[17-
:KK6HKJILM/-I;B*S^VO)>1LXE7)!1<,NTC M RWS8W#Y3FM'PYJEQK?A^RU.YM([5[J)9EBCE:0*K#(R2BG./;\Z5NO]?UH.
MY;CU"UFU">P27-S;HDDJ;3\]MG::K!R=YV\'"< _7GBS8>(-3;Q!I5E>K:-!J>GO=((48-"R;,@L6(8' M?QP,8[]:$K_UZ_Y
_P"OP_S.JHK,U[5UT73/M156=YHH(PYPN^1PBY/89;)K M)O=C:AQZ?>7+V,M[92Q*\"-Y9&Y'!+D'Y@0P/// I=,\2ZM/>>'O
MM4=D8-9LFF6.)'5IHI%17Y8L05(/3:"/5J/Z_/_)@]/Z]/\SL**X*U\8ZW)I- MCJMS;Z?'$^K'3KBVC#NQS,8@R2$C&",X*G(_NU8E\4>
(KS59/[$T)[O3[>Z: MVE8^2-Y5MKD.TZLF.>#$V<#GG-.W]?=_F@>G]>O^3.UILDBQ1/(YPB*68^@% MN0L_%-
]JECX>M[86L&J:O8&]:26-GBB4*I;"!@6Y< #<., MG/'-*3QKJ\,8MC96+WUMJ\6F7C>8ZQD.%*O&,$\AAP3\O^UWMQ:E;^M[?F3?
M2YWE%8.A:M?76L:SI=_]G>6PDCV2V\;1JZ2+N *EFY'()SSUP.E+KU_J>FWV ME2V\MFNG2W2V]WYL+,XW\(58. ,MA>0?
O9[8J>WF/OY&[5:&_MKB\N;2*7=/ M;;?.3:1MW#(YZ'CTKE['7-=D_=D'##[MAZTR\U_6IH/&%JOV.SGTJ -:S(&ER&C9]S [>< <=
>[4F[*_E<:5W;SL=/) MJ^GQ:O#I+W<0U":.;RQV^%-8N=:T=YKQ(EN8+F:UE,((1VC2XN)$BAB4N\CG"JH&22>PJ+3]0M-
5L(;ZQG6>UF& MZ.5>C#.,CVKG7EUA_B2;=+^V&G)IPE^SM;,6Y<@X?> #E1R5/'&.]8WAG5]1 MTO1O"<1%]]AJ$KVI3:WFJV)'#
[LXQ\N"NWOG/:E'7°-K]!O^ONN>B45Q,7B MGQ%J.J"32=">YTE;IK:1R81D+(4>0.9PPQ@G:8LG'7FNIUBZN+'1KR[M(HI9
MX(6D1)7**Q S@D D?E2;M'F8TKNQ=HKA8O%NM_V#I-\UG:W$^LQ0_8X+9?F6 M1HV=]PDD16
"@@;U)Y';)+KQ1XKT[08KJ^T.V@N#J,-J3/($WQR,J[U2-Y-I MRV,%STSD]*OE=[?
+\;$WTN=U17&7_B^]\/7>IVNKI:W#PVR75K);HT2N'D\L M(X9FP0Q7YLX(.<#&*LMK>LZ;KT.DZ@-
/NI+Z"::RD@1X%#Q@$QR9+GH1\X]# M\M3TO_7]:,?]?U]YU5%>:77B'Q/K/P[36X9M-L4N40%5A>1U)FV$ [@,%2.>
MO7UX]&MEN$M8UNI8I9PH\QXHS&K'U"EF('MD_6CN!+5#5-9L=&@\Z]DD5<%L M10O*P4=6VH"=HR,G&!GFN6N?
&&I)HDWBB!;-M$MYGCDMFC;SS&DAC:02!MH/ M!.S9_P "IS_VO+\5T$5]9+:C3!($:S:!NR,[L8QQM/6C>W]=+@W
M;^O.QV<,T=Q!'-"ZO%(H='4Y# C((JJNL:>VLMI"W<;:@L/GM;@Y94R!D^G) M'7K63X]N+^T\$:K<:=--/C6YLCJ']C3 MYG-
NPB!\V/!\O?D]N-_X]J/Z_!L3=OZ\TCMJ*X=/&NHWGA_1GL=.\[5M2CE8 M1Q!&5/+.'8+)+'N&<<;P<'OBND\/W>JWFE+)K6G?
8;T.RM'N0A@#P^%=PN1_ M#N./4]:=AFI17-7NKZO=W^I6N@BQ:73-GFQ7*L6G9EW;%(91'P1\QW.*5]+CL=/17$V7C*
M_P!8NO#ZZ?:VL-OJ]I--YD[,[Q21X!7: 0"1SNYP>G6I-/\67U_86=KBSBU
M6YO;FR$I1C"#"6S($W9.=H^3=W^]Q3LQ'1ZIK6FZ+%#)J5Y%;+/*L,6\\NYZ M*!U)J_7"^+9-3?P25U:&!+F/4[5-
\'"2J+B/#A225S_=)./4U9NO$&M0W/BN MWCDL-VEV\=S:NULY&&5F*N/,^8_+C(*]>G:DW9-O^M$_U';5+O\ YV.QJM]O
MMO[2_L_S?]*\KSO+VG[F<9STZURDWC.6WET@7LMKI\-Y91S_ &BY@>>)[G3O$VH6EY! NFVNEMJ"RQLS2N <$$8 '0\#.>.1
MTHE[N_G^!*?,M.MOQ.HHKCU\2:O9RZ+=7Z6$ECK+I%%' CK);2.A90SEB) < M8R%7'H:I6OC'6Y-)L=5N;?3XXGU8Z=
<6T8=V.9C$&20D8P1G!4Y']VGRN]OZ MWL%U:_\ 7<[VBN73Q0?^$PGT:YN+:S8,JVUOWQ:R-C*+AD"S1$_Q!%49Y/3'7UY MJ!/
UF+G3;B?5-5N)=-+FS>2X ,08 ;V'B[0M*CM[M=K/4?.#RL[>8I1"V N,8Z7Q;;_-W^9_SQQC?\V,>W3BKK>$-VJ:GJ
US5%EU&W6WE %OM55SM*YBZ MCV.DHI>7]=OR'_7ZG*67@:.PGT:2/7=68:1 UO;HXM\%#@$-B+)X" MCJ/NCODF'_A7T/\
98L/^$@UCRQ?_P!H;\6V[SM^_/\ J<8W?-C'MTXKL:*= MW>_]=_S#R,G4- CU22(7=[=O;)
(LK6OR;)&4@J2=NX8*@X5@.N$:;M=#2_K^ON#K;M_7ZF/=^'DNYM,N#J%['=:?N"3Q MF/=(K !E<%"N#@<@ CL15.+P78PV-
I;17E^OV2]>]@E\U2Z,QG'.>133U_KO_F' M]?A_D6=-\.KINNZCJJZE?3O?[?,AF\KRUVC"[=J!N!QRQ]\GFI=+\/:?I%QJ
MHOL]M;Y_N1]!^.<=L5M:QI%KKFGM978D"%ED5XW*O&ZD,K*1T((!J/ M6=;AT<6L9BDN+N\E\FVMXL;I&QD]>
22>@%5DU76H7ABOM%@22X=DB>VO3 M+&I"%AYC&-2N2,<*PYZT;AYE>+P;;QZE-JAU74Y-2EL_L;732H#M!)#; @C+
M#/=2/;.7'*1"7V9'RD&/:>F,[R/]W#+%YC!SS&1]Y3[@@@_2N7@\;ZW?^'-4UNP\-6\T-E- M*B0/J#)-*L9.X[?)(4\
A1CD=TWY:_U]X),.>-IP&VYZC.:Z"3PDKZMJNHKK6I1RZE MO(BB#; M&JYV[,Q$Y&YNI/WN<\8DEUR_'@Y-:M]/M9[IX%F6U6\
(1@V" LGE\G!&/E&3 MQ[UKV;W,EG$]Y!'!!H["?1I(]=U9AI$#6]NCBWP4. 0V(LG@*.H^Z.^24M? =O:VL<2ZSJKRPWS
M7\4[&'?'*^[?@"(*0V]N"IQGC%7/%&N7NAOH_P!EM[>6*\U"*TF:5V#('/50 M!R>O4C'O7047;U_KN'E_75?YG)W?
@*TNH_+75M4A3^T!J.U'B;]Z""/O1GC(MSCWYXXI?$R_VW=0^&7TB_FCD\JXDU#8%@B"OD_/N!W_+C '\0[5T=O?
6]UZ[>VOCC2]$%O;FSO;::4S;R M9 T>,C;C 'S#G)[\"M>_GNX8<6-JEQ<-G:LLIBC'^\P5B/P4GVH_7_(-M/3
M_,QX_!]G!K>G:E;7EW NG6QM;>UC\ORA&<;@VBWHQ>P6[J([GY=N6RI*G'&4*G@<\5)I&NR:G97S/I[Q7]C*T$]JD@;] MX%#
(YV@@AE()QUY I_AK7/^$BT5-1-JUJ6EEB,+.&*E)&3DCC^'M^M/7°, M/Z^XS-8\ Z7JU_:WT-
WJ>E7,$:PE]+NC;F6)>D;XZJ/;!]Z=KO@/3=E\4>*KCPQ>:W MSG+&/805'&3N'7IQ6AXEUU/#GAZ\U5H#
<&",LD"MM,K8R!GG'U[$TKZ7_J_ M],:6O*C,UKP#INLRV5PM_JVGW=I'Y*W5A>M%-)'G)5VY+ GG)YR3S5V7PK:M
M>VUY;7E]:7$,(MWDAE#&XB!SMDWAMW))W<-R<$9J_H]W=7^DVUW>6T-M-,@D
M\J&8RJH/(^8JN3C';\ZO4VFG9DIIJZ.13X>V%OI6GZ=9:IJEI;V-U]KC"2QR M$R9R"?,1L 9/RK@CSV]NEO;6T,\$D;LSN'+@[L@
!GZ]J%?^OE_DON'Y_U M_6K^\XWQIHFHWVIV-JNLW]O%!"B++-X=35$G<'._Y4(B8<9)"@]L8KO-!@U* MVT:"'5KQ+R\0$-<+
(?,&>"4!(4XQD#]*TJY^Y\07UAJ5FE[I2QZ?>3+;PW"

M7&Z1'8';YD>T!0<8R&;J,@=A=NX/OV*]_P""8[^]UBY;6]4B_M6W6VGCC$&U M8QG
7,1(X9ADD_>/H,2P>$%@U32M0.M:G))IMN;:)'$&UT.,[L1 Y.U>A'W1 M[Y??^));>YO5M+$75OIH!OY!-
M9,KNPB[3O8*02"5X(P2>*GU/5M0AM?M6EZ M9%?0(@E=GN?)+)C/[L;&#''8E1SUZX5[*_\ 77_@CLV[?UT_X!;UG1['7])N M-
,U&'S;6=<.N<$E:]MK-GMCQ%H<. MIBV>V$KR+Y3MN9=KLO.._P N?\:=FFU]Y-]F5#X322VG2XU;4;BZEMVMEO9?
M),L43$$JN(PO.!DE23@<\"]V/@E()-%=->U7.D1&*W!%O\RD8.[]US\N!QC@ M#ODGJ"< D]!7+V&I>(]8CLM3TXZ3_95WM?
RYTD6:*/<,\@E7)7/9<''WJ2W_ M *_^"-K0KCX?0C1TTP:_K'E)??;P^+;?YN_S/\ GCC&_P";&/;IQ4TO@#37 M\2-
K46H:O:O*XDN;6VO6CM[IP -TB#KP!D @'N*N6>M7TWC;4=%GM[=+:WM(MKF&2-V9W#LRG=D #E3P,_7M6_3N]'_7;] ?
5/^NOZG*WO@+3;KQ&=:BOM6L9 M9,%E>M##=$# ,BCKQZ$9[YJ_/X:AEN]2N8;^]M7U")8Y5A9-JE5*AU#*>
M=IQSD>V>:BU77+VP\7:%I4=O;M9ZCYP>5G;S%*(6P%QC'3G)[\=Z/%&N7NAO MH_V6WMY8KS4(K29I78,@<]5
')Z]2,>]*UTEWT_0+V;?S_4BB\%VL.D:791Z MEJ"SZ6NRSOE:,3QKC&W[FQA@ 893G)YYI+[P7;7MK#"NIZA;R)=K>R3Q>29
M)YEQM=]T9'&!P !QC&*Z:BG=WN*VEC&TWPZNFZ[J.JC4[VXDO]OFPS"+RUV\
M+MVH&X")/OD\U=U;3(=8TNXT^X:1(YEVEXFVNAZAE/8@@$'U%275];VYE\J%2>7;!.!^)_"LO0-8O=2U#6[6]M[>$Z?
>""/R79]R&-7!)(':&Y M&./?K22OIV'MK_7]:%A- LH]8M]30.)X+;[,HW?*5SD$^I'S '_:/K52'PI MFHZS=S:C?
7"ZM'Y=Q!)Y015QM&W:@884D!DT/S_J^X+^ODH7EXL\[MW!-UY>5=R6;&Q%X))//X55L_$5_K(^TZ+I<-QIHD9/M-
Q=F$RA3@M$H1MPR" M 6*YQQPMJ%BERUM+;,S,IAEQN0JQ7!QD=NQ(]S3U_K[P\OZT*E[H$=
MWJW]IQWUY:7/V8VQ:!DP5)W D,IY4\CMSR".*R(? 4,%GH]JFO:N8])G,]N3 M]G)+$$88^5R,,P[?>/MCK:*2TV#?
^ODG)KT2BJN[W^8>1A1^%[&XM+Q= M0EN=1>_A$,TUWM60QC)50$50N-Q/ !SR>:+;PRL!,DFJZA&?MM]+9XPDKL@EC^;
<,%4 X89Y! M_+BN@@B,,*1F1Y"HY>0Y9CZG''Y8%24V0N(V,:JS@':&;)[9.#C\C0V%C ' M@ZQ$\X6ZO%T^XE\^730R?9VDW;BW*
[QD\E0P4\Y')J0^&L^*O[?&L:@LOE"' M[,!#Y/EYSM_U>[&><[L^^.*A\+>(=2UZ;4UO-,M+-+&Y:T)AO6F+R+C/!B3"
M\C!Z^PKHZ-K?U_6@;W*6K:9;ZUI-UIMT7$%S&8W,;88]P?6LK_A%&_MF/5! MKVJ_:([5K4
^05VMR6P8OO;@&],@#&.*W;CS_LTOV;R_M&P^7YN=N['&<I,D5Q; MLE9_@W7+OQ#H M'VZ]@A@N!%52 M=M-
O&M_M*+T63;U SVP?>KESX8MY=0%]:7U[I\[1K#,;5DQ/&N=JL'5NF3\P MPW/6JMOXBU67QO/X?DTJR2&&
7)NEOF9C&S,J_)Y0&[*\C=@9ZFNFI=$#W.= M;PA:KJ>E7EK?WMFFF0M!;VT(B,6UL!L[D+$G _B[?7.>WPXTV;19-.N-3U28
MF[>]AN_,CCGMYF)+-&T:+C)8]01S6E)J>J7VL75KI!LE33YHX[I+I'S+N4,= MC*?
EPI'56R>..M=!1T_KU#R_K^M3E[CP1;W'AR'1FUK6=DNX+3^OF8#^$[8Z'%HR7^H)IZQ"%XC*)#+'R"K-(K, <]5((P,$8I?\
MA%K<^(3JQOKLJ;7[&;(B(P>5_=^YOZ_>_3BMZJ]W?6]D(?/D"F:588QW9VZ M ?J?H#0]=PV5C'L?"-K8F!!?WT]O:'-
E;SLC):G:5!0[=S8!(&\MCM64E]]O#XMM_F[_,_YXXQO^,&/;IQ741_;O[0G\W[/]BV)Y.W=YF[MG=N[8^[C'O5FG=
[AY&3>Z!%J%Q;O=WEU+!!*LPMFV;&D4AE8G;NX(Z!@/4&M M:BBD 4444 %%%% !1110 4444 %%%% !1110
5E^))-0B\,ZG)I2EM06UD-N MH&27VG&!ZYK4HI-70T[.YY*]UX:'B/PG=Z9M\D_:1?SP*V]',(4F=A\RN">6
M;!'4D4GAAM&3X7W.K^9+/-";JW>XMKDF58VN"?F?)P,;6+$' R>YSZW157W_ M *ZW_P" 3;^OE8\NT;1=(U>^\3: T.F-
I]Y:6T\$%C%_HZ%A(/,3^$G*@[P! MG XXI86BCN=&\41:3;K.(SHUTJ0!3YA&WKC)42(L8[88]]J0HHO_ %]Z_)V" MW]?
=^JN>;ZC9^']\<^%]',UI;P_8KB-[/SA'&V0-I,60N6)?M\W/7%:GPSO M[*[\.W<-C=V\\%MJ-S'D@98HO-8QJ,'A=N,=L8QQ7:44)
[W_K6XW_7W6/+ MKVUT?_A(?&%OKD47VFZECFTQ)!^]E98%&ZW'4L&&,IR*MW&FR^&VT;Q3/I<%
MSJTEJECJ9CB4R22NJA'W8SG> A/H_/05Z-6-/HMY=>(4O;C5Y6TR)5:/31 @ M3S1GYV?&YNH(7@ C-
)=%_77\T_R[#;O=_P!=/\OS)M T2TT#1H-/M;>")5&Z M3R8PBNY^\V!QR:\TO1X?
T7P7XV18["PNVO)XGQ&L3D%@8U)P.H.5'IDCO7KU M%'6_];I_H+I;^NO^9Y==W]G!XLU:W\,7EG]OO- ,L<=O.I:XG!)1N"=S[#D$
MY)&#TJ3X=2^';[6IKO1]6UB:^6(K?6MQ8QVZ(Y(SYI2! \@(QDLQY/;->FT4 MUI_7K_F*VEOZZ?Y'%>+K:2R\7>&_$K0RS6-
CY\%SY:%S")5 $F!R0","0'/ M0&NCT_Q#I&KJ'TO4;._3^)[659%3C/S$'"_0\UI44NEAO>YP(@L/%MMZ7:A7\.:IC51>(Z MF&-
/^6T8/3#G:WIAW/:K/PZU33=1L];CL[ZTNB-5N9"L,RO\C.=K8!Z'G![U MVU%'^5OZ^6@'!^'HY[77)_"$D3_9-
,G^VPR%K6QU<1PL]RC@L6$B@%]H. M=HP1C[O%7KBZT^3Q):.I!Y$-Q!KIM[B24%KT(=XV.1@I$3C:AW9&T\=O6**=
M];_UT_R!ZW_KO_F>5W%K!IUUX[ETBQ2+61/'*IM(%%R;=HXC(4^7^(B3&>"P M/4YJ#1)],?
PYXCU#P1JFK7MW]E(DB:P2W2.7J2JQPQAIL$\C<>!GM7K=%+_+ M^OD-N[N>7VDWAX?$+PQ-H$<;6\MM=K-):1%AYI$?
^M*CA^/F+<],GI7:>*?% MND>#],%]]JVD"NVR)3DEV]@ 3@=3@' KU?2;Z^TK41 M<012&2\O9(FA0R$9;[X& %]@,N7N
M[BZA\":Q#XAD6V&CVEQI\,]S(JB[E*$)(">I*%0.Y+N.U>IT5+6C7?\ K_,I M.TD_Z_K8\XO;_1-7TWPQ9R26-
[!1WNHKYRW);.XM[,Q0IH#-3\3V M^G#5Q//;W 2WMX8)'\Z<_*"&"[<#) YQGGL*]$HJI.\^8A*T;'!331:%_P) M7I]RX^UZG-)
<6$71[K?"J[4_O$,I! Z#!/%0:MXR\.^"M&TSPQK&MI:W@LHX MIF2)Y&C4* 3A
<$]L_7M@^B45/2W]:#ZW_K4Y,3W>JV&D7OARPL+K1Q$)(8[MNZDM>G$;!1$^5QR <=0<9
K,\!ZTNE>"+236S:V44U]+;V[I,TF]WF?@_(-O MS9 ZC'/'2N_J.:%9TV.3LS\P'\0]#[4[ZOS_ ,[BMMY?Y%36_P"S_P"Q+S^U M?
LOV'RCYWVK;Y6W_ &MW&/K7C]G/X7L_AAX4N;:\TVUG74;,W)@N%BW2!U+^ M:%(#$+R=V<#GBO;Z*(NSOZ?@-
ZJWK^*L>;ZGJ?F>.?$UOH]{;R:M_8$:V\4< MRES(&E; 'J RG\0>]8WAZYTRYL]:O_"6IZQ26\3.XE M,07]_@;@^2,E^1W(KI?
B'%OTW2)G0FVM]6MYKA^<1Q G'-&\07>NV=I;VLWA:\MHO+$*@P?:1^,-2T:YUZ#_ (2+5KZWTFZMH7TNYL[2*ZADD.
[=M)AD*R<@ M@KCC'I7I<5GYWAQ;)9[E]]KY0FN/]:!S6C12:3BX_U_6HE=-/M M_7Z'!^!];T[0O#6G>'-8NH--
U:Q3[,UM<>8K<$%<]<=:F\37-F M=?TT^(8X1X9EM90YO4 @%QN79YH;@97=MW8Y]\5VU%-N[NQ)6T1X_J\EMI_A
MVU^W:@+>Q3Q'$=+\V\:/=:B1-W5AN0?,03D!<$<8-2W\OAA+[QW9&?2EMH;2 M.YCM_,0(D^U@T@7.
^[R^>N2.YKUNBD]5;U_)+]+^HUHT_ZW;_6QY0M[H5YK MOAG4=6O[:XL+K095N9+FYWVS,IB!W
G8#DL#GJ>O(%2QK:1:9I^FZG%&VGW. MI70TZ/46_P!%,//EJZL#NZYC3CH,'BNSNM!OI_&EEKJZC;);VMO);_93:,79 M7*ECYGF
Y1V_5-IZ^OYM_J)*VG:WY6/&X;_3X?#_@Z&^U1(I8-:EM MV5KAX%,:O("-A;[JX0#.=N0,\\Z5AHWA_P
42>,_#D)TZ2*"]62TA0(ZVTGE M)EU3H/WF[/&"=P/4UZE6=K5EJ%_IQ@TS57TNY+J?M*0),0H/S *_'(XSVI-[M_P!=O\K_ -:M:;?
UO_G8P/"D,.M78\076DPVM[;0C3TS" T;(2)=K8SMW94> MR^]0>-1I][K%CIE[%;2/-:S&)-0 :V9LK]V/&9)1C@
@@%N:ZZPLH].L8;2- MF98UP7RV[V*-;K(T4[[[@>)W6N:)<^!_'&S6K3>VKR30^3>A2X)3:1M8;E.#Z@X/6NB%UHI\<7]
MAI>KVEH=0T/>\EK*K.\F3MEP#EW"'.>I'?%>E45/2W];6_X(=;_UO<\O2\MH MO!_B73;O^RX(;.T/_$PTBX,-
O))\V%.TCRY=_50QSN&>N*DL]0TFZ;PZFM2V MDV@RZ1$+5IB'MWN@0&4G[N\ #:#SG=CFO3**/Z_/_/\ 5OZ^[_(\2M[U;7P
M!;B[.I6NBQZO>+J+Q68D9(V>0H666-U>/D9X/..XKT7P#'I:^&P^BZA?7VG2 MR%X9;N 0@ @<1H(XPJ<<
+CDXKJ**=_Z^[_(;U?]>?\ F><2ZYH3?%368;C6 M;*-#HJ02$7BQLK*\A==P8%64ST41TM_75_YC;O?^NB7Z'DVDKHQU?
QXWAA='.O* M6-A]G$7FC]PF[9CG'F9SVW=>:N6AT:;4=$O/#LD$$F'773'(8W6'RFR;GH1(M'VX+8;.>V:]-HI=+?UU_#4&
[M_UV_P CQ6RCT*3X+ZIJ;WJ"ZACO88[H7S*^ M3,S(I8-EB2%(!SG/?)SLQ7'AE_&NBQ"ZTQX=0T20W:&9"MSCR]GF#/SX DQG
M/ ;TKU&BG?\ KY6_X(OZ_&YY!HVJZ)J/AC1M-N+BRNX#?W<$:7$RM:*%=_+2 M08(8[2IC3C. 0>*=#;Z9>>!_#?\ :\-I=0V6M-
;S/<09CB3S9$VX?.U>$&"> M/E'I7KM%%_T_ 5OU_&YY9U=:**=_Z^2_R%;7^N[_S"BBBD,**** "BBB@ HHHH **** "BBB@ JMJ
M-]#IFG7%]<+*T,"&1Q%&TC8'HJ@DU9JCK4%U=:)>V]DD+W,T+1H)I"B988Y8 M*Q'7T-3*]G;<<;75S.L/%EG?WFGP"UO(4U&V-
Q:33(H24 LO#%@P!!Y ![$ MTU?&-BUQ:[K6\2PNY!#;:BRIY$KDX"C#%ADC@LH!XP>16+:^&_$"2>%%GMM+
M\G2K9[>Y*WLA+!D$>4'DC/ !Y(Y..V3):^$-3_L.R\-WKVCZ/8SQ20W*2/Y\ MB1.'1&3;@'@ L&.0.@SQHTN;RO\ A?\ R(5[:
[_\#_,MV7C%CJ/B$:G836&G MZ3)L-W+)%Y>-BMSARP)W9'&,8R0>*L^'/&VC^)[RYL[&5?M%NH=D$\,NY"OL
.>O9+]/Z_$N6^A=U/68].E MBMH[6XO;V96>.TMMGF,JXW-EV50!N'4CKQ6:_C?24L+2Z,=[BXNQ9>4+9B\4 MV<%7
X4@^_/;/%/UC1]0.OV>O:0;:2[@@>VDMKJ1HXY8V96^^JL58%N.< 7G_6O^0GY?UI M_F=/I6MPZK
M0>6NT;E,:@9'/!..G/6IM4TJ_E\3Z7J]D;9EMH)X)8YG93B380RX!RGO[5HG1/%^G>([B71=0TG^Q[Z;[1

U5NU?^M%_P0EN[?UJ_^ =9=WEO8V,][<2!+>&, MRR/V"@9)_*L_^WXHM)?4;JSN[6-0I"2!&9]S;5P49EY.._&1G%:5Q$9;26+9
M'(70KME&5;(Z,/2N*A\(ZOI]CJD.C2V^EQ3F/[/8Q7DKQ *^7($-773?$]M86^DQ?VS B+& M9Y%$;F/8Y9O+);'7.,MWQ5V/1_$(\2Z-
J;6NEB*RTZ2UE47TA8N^PY7]SR!Y M8ZX^\>..6O/^M'^MOO%_7Y?\'[B[-XXT6W\.P:U/-Y$,[M%'%/)'$YE4L&CR M[!
P*L.6QQUJ[X<\2:=XHTUKW390Z)(8I%WHY1Q@D;D+*>HY4D>]$?%- MMX?M1:W.F6>M6%
[/.T#]&0V5[>/%I4%S.+94/DQ;,;SO9FR636>MHS2-.[+);R^4(\J I#J0HZ[<<_>Z51;P9KDN MDPZ3>W.GWUDNE"R"L9(TBE
($GEX829&T98C;M) Y(J=5%V\OU*LN97V_P"& M_P""=&?$\7]NZ?IBZ=?,E_"9H+P",0D!6YD0HJW$S1)SP2 M6"L>!

[<^U<78>&/$]MIW@^TDMM(/]A2-RLM_)^\41&/*CR>OS$X/H!GG(4>J-M?E^O_ &]OO\ T.OT76X=:AN&C@GMIK:=K>>WG"
[XW !P=K,IX(.03UK,N]:N M9_%\GAQM*NVLWLC(]U%,B ;CC.0X< 8(RHSD],#-.\,:5JVFZCKLVHQ6217]
M[]JA^SW#R,!L5,,&C7'W >">N.V3)>Z9JB>*#J]@MG*C6!MFCGE9"'#[EP0K M<')!/;K@]*F73T_3_,%U_KK_
)&+X,UZ"P\/^'M.N+>\ O \,-TX!C:0%FV$ MEM^2%)SC!QUS6C:>(="MY-?O((+F*6"\2&[\U#&99BJJ@4.1U&P \ YSTYK'
MMO#/B:'2_"]L]OI!DTF\,\Y%])AUVNHV_N>OSD_W1USD:-EX>U)K[Q+_:EA MI4]CJLZ2)";AY RJBIM<&, 9"YR"<$XYQFJ?]?A_P?
N'I_7K+_@'46=R]U) M)+6:V?C,4VW"=PD3R[X+1;E[A+9< ;%DCB\B:62; M[.)%N(2/-W;=A0/Y@.1C)3;
[U9NO&>GV6/S8I#=QAF+>6"#LP,X#')QVKEKN M77Y-8N)K;PE+J/AY-0-T&M=8MT@E97!\SRV7?N!7.W>%+9X..,=Z%_7]?
@#\C$\7:M'JLWAV:VM[Y;9=:MUBN]^V"<;R" H;)Y M48+*!W4FO1:\^;P=XB.AZ/HJ76F1P:/>0S6UT=[M-"G:'CP,$<#ASGKQT/7
MZ=/J4FH:C'>K:&VCD7[*]NS%BN.1(#P&!!Z<8(IZ6LN[_03WO_6[,74M1GU7 MQLGAB"ZEM;>&R^V7;P';)
(&;8B*W51P22,'I@CFHUO=.T#Q39Z3'J.LLTD3_ M .AS0W5VLF=IWB9E;[O0_/@;N<5;UKPY=3>
(;3Q'HUQ%!J<$+6\DM7OB.TUK4H;"U>RMYH8[>VN7G$ADV')=HTVXV= IZT MET^=_P ?^ 4^OX?A_P $KMXWTC4M#NKIM-
U>33/+G2>06;\;#L=2H^=3R>PZ M'.,52\1ZSY.G>%[2PT:\N]-U&6-#"IAQ)%Y3,(6\R0'=
M>LO!.L:5+#IIO;V6YDBV7I7\/ZQ:7.L1:>UB]CK#-+*;B5P]K(R!&*@*1(IP#@E,<\^C;3PUJ& MF>*-(FLXK,Z1I^F-IX:2Y?
SB"4(;9Y>#C8!]]OGM@BWO_6S_ %M;N)[-+^M5 M_P $W=(UJ/685G@M;A+:0%H9WV%)EX^8;6) .>C '@\4FI:V-,U+3K-["[F6
M^E,*W$7E^7&V"F,-S!=V- MO"U[-+&RJR?/L"Y.&_BY P<]3V?;>')[;Q+'J*W"&V>W7[3'SF2=2VUP.G(= ML_1?
2J\>AZJWBS7+VYM-,ETW4+6*W5'G=V8)N^^AC PP<_Q'&.^>#_)_U\P_ MK^O0K^,Y_P"T?!4MQ-:WMF\4L$JHT@!YD P?*)[)
[S4;6Z MBN+*2PA%Q*;D* T)SB0%2>/E;@X(QR*Y:?P;K5OH>H6&DQV$$%S/"T5C+?S/ M#;JC[BR,8R1NPHV !5QP3WOW?
AG5M6\0:O-?1V4&GZCI:6!:"[=Y8V&X[@IC M4=7(^]_"#WP%W_KH/32_]:DVG?$GPYJ5U=P1W:*;>![G<)X95>),;F'E.VWJ
M.&VM[=:Z+3K]M0@$K6=Q:Y 8+-L.0"0//QC,NX[1D=0H_'UE\+^')=!O+YHTBL]/EVB'3X+EYHHR",\C / M.'-
XQL4FB9K6\&GRS>0FI;4\@R;MFW[V\988#%=I]:DU+2;V?Q3I6JVK6YBM MX9[>=)68';(4.Y< Y(*8P<=7]:/\ 4[&]N([2QGN)4E>.-
"S+%&SN0!T"J"2? M85S6E>*-#M--\/V>FV=\(-0@)L(EA8X15)PS$X!P.A.>YP,FNEO!.;&<6L<< MDY0B-)7**6QP"P!
('O@_2N%TGPOXEL(O",,MOI++HH=)V6^DRX9"F5'D]<'. M"1Z9[TEO]WZ_\ 3VT_K;_@EGQ)XOD;P)?ZAIUC?K<)*UI-
'F)9+9PP5MWSX[MX!4MU!]Q=LI].T!2NF^&[R"_O5-S+IEL80X"D*7(\SRE)R.C9;W(XQKCPOXI MG\-
ZWIHMM'$NHZ@;M6^WR[44L&(/[CDC:!^)Z8P=RYTK6EUFV\06<5A_:!M/ MLMU92W3B)EW;E*RB,G(.>J?'.DD:9Y:7DKZC,]
MO"B6YRLJ9W(Y. K#!&">Q[,[>>[>RBTC5S?+:"[-J]L(VVD@;7D##8@"-P W4D?=Z<\:EQIFN_
M\)M/J\%KISVG]GFTC$EXZR,V=X) B(SQU/'//2A[??^7^8_^!^?^1/:>,K" M\;26CM[L6VJC%MZE@C) M5%91C_:.XC@=?
6N6M/"WB:UT;PK9_9](:31[HS2G[=(Z[64;?W/7YR>?[HZ MYXZ[Q-I4VM^&=0TR"1(YKF%D1Y,[0W;..<4W;\?\O^"'7^O/_@'-
O=RP^/+7 M4?[-U$W,^C2EK'S59\K)'@ >88E.,\A@#QDYK:'BRSFTG3[^RM;N\;4,_9[: M)465B 2P.]E4$8.Q5O^>1&T%0N>
MN"3C^&J&E>&O$=GH6CZ=YHZ6_K= M_P#)5]_ZV1;OO&[^1H-QI>D7MW%J=TT#J#$CQE%>F>@UO M49-
)T&]U&*T>YDMH6E$*LJEL#/4D#_/&:Y:Q\(:KI^D:+;1-IPDTO4Y;E(U+ M)&T+F48'R\$+(.,8^7&>S7NI^"]7N+*^@NI&E5K=I
=^8&.=J.4Y/()Y ZXYK: M;QOI$.AR:I=L]D([AK5X+IXXW69.N['O5(Z-XC-UX7=H-**:9G[3 MB[D!.8S'\G[HYX.
[G'I[UFCPEXG:SNYH9]-L=5CU5]2L729YXFWJ5:.4&-" M0<9&>O;%5*VJ6VOY_P"1$;Z-^7Y/]3J?#7BC3?%5E+^)Y73T=8E'H-
Y+$^_'TKFF;4U^)NM?V9#:2N=-M XN96C"C?- M\PVJV2/[O&?44GO9=OT*6U_ZW-+4?'V@Z=I-EJ#74;I?1^;;1M/% TB\9.9G
M101D9!.?:BU\=Z/J#Z>E@EW=OJ$,DUOY,.58(<,N\D+D$8Z]P>AS67<^#]>T M:UTJ;PGJ-D+^RMVMIDU%',-
RK,').SE2&R1CUQ5V;2?$DOB30M2F&ESBR@E2 MY=9I(=S28SL38W VCJV3GMBC3^OF!?
A\6V=QHT6H0VMV\DMPUHMGM03>>I8- M'RVP$%6YW;>.M<]XNU*WU[P;%?11WEM+;:K;Q/#(YC:.03HC*X1BK#!/=AW%
M/L/#GBBVTQ*9GB5(Q(LF.(VYRN,8[YSVH5KI^GZ?\'[AOLO/]?^ ;(\47 M_P#PE&KZ:N@7\\%C;Q2(\+P9D+;CP&D!YQ@#V.
<<5/:^+4O=*TJ_@TC46&I3 M>5'#F$21XR2SCS, *<@$D=QGBG06%Y8>)M0UFXELX[&YM(1,6D.Z)H]^>2
M"OS9W$C&.G/&=X5M+2XUW4]2TV_BN]'\TFT$+!HUED ,Q5AP1D#IT+.*%_7X M_GH2^K_K;]#+K2": M_AO;*_M)K.
W)C>$.TT(.-\8C+9&>W##N!53XC[O^$*N=A ;[1;8R.,^>E-O M-#U?4)[W4YX;!;\V$EC:0)
<'!]>^9XPT>Z3PQXEUW4%@BO[JRBM_)MY&ECC1')'S%5+$ MEC_".P]ZMIUW_6YUL'B6U?5)=/NK>YL9EA:XC-
R%"S1+CYUM;>%%LIK&&.UF9]R2[=SL2JX.%&%&<<\FHK7PYJURFCV>L/9M;:/ M,DT-Q!(YDN61"J[D*@)U!.&;..U+^OS_ .
'3^NQMZ;KD.IH\T-O.EJ"WEW+ ME#'*!U8;6) _W@#QTK'TOXC>'=7UI-+M;R)I)5+02+<0NLH W'A'+I@9^^J]
M*9;>#VBUZXNHH+?3[.XAD2[CL[B0K=LXP6:(J%0@\[@2QZ&HM!T/Q?;0R:/K M6IZ5=:)'
8(9889!=RKMVC>2=@P/0'/M2_R&9WB+5DU;7?"-S;VU_';'55$- MRS[8;E#&YR%#Y/*J074>J\9KT6N!/A/Q))9^';)[K2T30[N.2.
<"1S<1I&R# MQ[ZJ=K67=_H+=W\O\PHHHJ1A1110 4444 %%%% !1110 444 M4 %%%4=:21]#OEAN);:3R'VS18WH<'D9!&?
PI2=DV-*[L75974,I!4\@@]:6 MO/=!N[^/2O"F@KJMXKZAIQN6OFCB,B!3:?)M_CSEE8X!ZDY'0>%=3OKM]6
MT_4)//GTR[^S"Z$83SU**X) X#8;!Q@<9 &<5;C9M=OT=B$[I/O^I=@\06=S MXCNM"1;@7EK"L\A>
(JA5C@;6/WN_3(X/.:U:X2XM;F\^*FIPVNH36$AT6#$\ M*(S#]])V=67'X?E50>*]>U.PT;3[8VUOJ5\MR&N'F%N',,@3,9:*5@%+
[>*_ME%A80W M5GNMHQ>8NNMID\LELK/-&)B@/&%4X'.%Y M[8JN5WM_6]OS)3]WF^?X7/1J*X#4?
$NJ^'+S5]/EN6OQ$MH\%U/$@,/GRF,A M]@52%QN' ..#ZUHB]UK2?$_]C&\?55O+&:ZMGN8T1HI(RHV$QJH*'>,<9&.I
MSQ/2_P#7?IXSN-/\/:A)=F]35[6-7DMM4A6(1[W"[P\:[6B M7/WEW$ Y6"(>7R.Q(]3FG81TT M_B"SM_$=IH3KP2 [)+Z]BM/.*
[A$&)RV/7 P,\ M9(HMHOZZV#K\OTN;E%>=:[KOB#P]!XAL(M2^US66F#4;:]NK9"P&Y@T;A BD
M_+P<#OD".U9:CJ4/C2UTZXOFN;>]TQKO8T:*(71D7Y-H!P=YR&++)K/ M4Y;>>UTRVE$PBC9I&192-P*[<''('7@BE=)-OS_
L_U#JDO+\6T=RUE:/> MI>M:PF[1#&LYC&]5/)4-U]JGK@K[Q!KNJW&F:9I$EM:W=UIL=\SOJ-@': M1V.".*Y/X>M(]QXH-
ZV[4QK,HG!^\(P%\H?[NS&/QK5\1:B-&2W^QA(KC4K^ M&VDGVY\LL,;B/7:H SW*YS2[>=OQ&^OE^AT-
%>>:UK7B#0HO$&G1:G]JFLM+ M&I6U]=6J%@-S!HW";%)^7@X'?(..;ZWNL-XGT_33K$WDZGIU,-]/"OF%9F(:,+&F MUI %.W"\
[ER#R26_K[O\T+U_K?\ R.YHKS6;Q'XAM?"?BB1+V3[5I-VL<,]] M;1F5HRB-\RQX3/SG!QTQE
MM<[H.H:IJR:59/J]VE_9/)_:W[N#+LAV[&'EX4,3E2H!V]\\UH_$&.5_ &N& M&ZEMV2RE(;6$V8O8C-9:];Z=-=-;#-S%)L8'&0JL
^#@8/;;GBG'6 MR_K6Q*>EW_6E_P!#TFLS6M=M-"L?M=TL\D?FK$1!$9"&8X&['"CDT$5W>&[F#,?.,:H2"20"!QP,#/?
&:\WEMKN/P?XFDGU:\N\ZN8U6X$9 M"[9T (VHIZ8&,XX& *GK;^MTOU'T_KL_\CU*BN%U'Q'J7A_4O$<4US]MBM-.
MBOH?.14$3,SJ5)1<^6-H/.6 SR:T?#7_ D_VYY=6N["XTZ>/?"8KL3.&R,; M2L$0V8]=QZ1_H]Q-YTJQ?N4W;,_Q-Z*.YJS7.
M>*M0U+3KG0C97,44%QJ,=MA56DO/+U&"S^S7# M>:6&"+DRQ[,D.3RIW<# Z$MZ;/IL6G MVEZ]M/;S7>,(DA5B\?
VSWO_E_F)_U^/\ D=]2;EW;\00:9XOO3JJJ^AWF;=(;9%61!&C['W;B1\^"00>,@CI6G:Q7TG MQ+U.9-4NS&FF6\J6;>7Y1+-*-OW-
P&5!R#G)Y)& "VE_ZVN5;I_6]OU.TJM= M7GV66UC^S7$WVB7RMT*;A'\I.YSV7C&?4BN=*:Y<7=P^GZL]_!JZH99;2]@
M1!C(!,+H KQCIU8C(RHHMJEW%W.DJO?7D6G6$]Y,LK10(9&$4;2,0!GA5!)/TK@-0U[Q!!IGB^] M.JJKZ'>9MTAMD59$$:/L?
=N)'SX)!!XR".E:U]J%YK%UKEK#?26,&F6Z%E2- M&\]GC+G<6!^3! ^7:<@\U,KJ+:[?I<:7O6?]:V-NPU^WU*QTF]M;:[DM]34/
M&XBXB4J6!DY^4'&._) K6KS7PSJ.I66B?#FWM[F-;&]MA%<0^3EV(MV<'>3P M,J. ,^_:MO1=0U+7EAUFSUB-;=;N2"XT^2-
/+1%=EZA=XEX4\MM]N]:3C:32 M[O\ .Q">EV=?2!E)(!!(X(!Z5PEQKNJQ^(K)X=0DN+6;5#8RQ10I]E1,-CYR MH(E#LRQ[E
#8[@ M#CJ3"U_KT_S13T=OZZ_Y'I593>(+-/$\?A\IQ2 ?F/!.2.! MG'?
%'=#U*]UF:RND"Q_8RMP)G#.X4ERL,*E!N4\#/!Y.:8EMFW$4+"]MXY=\.\NCR*A Y MPI^;.<'I^-9&HZGKK:CXM@35A;QZ9:Q7-
KY%LF1E';:Q?=N!VX/]MO>;V3; M_JR7^8[;+O\ YV.[K,UK7;30K'[7=+/)'YJQ$01&0AF.!NQPHY')P.1ZU/I-
MV^H:+8WD@"O<6\@+*"HWFFSZ3=1%X_*NQ,PG]>G^9UM07MY!H]I)=7+[(DQD^I)P /4DD ?6LKQ+=W%O
M'90VU\;1KB:;H]]8?:=),<4K7$XA\]C&K%WB\ASL))QL=.A%79K[7+KQ/K&F#5UMK> M/3(;NW:UMT+1LQ<'YG#!AE.N!P>@/-
)Z:^OW#2OH=K17 Z7XAU:?_A#=0GO" MZ:W"5N+41((U;R6DWH<;\Y7'+$8/04:!]OBK7KJTUF&XTU=(EE*36S7>XQKD
MC&P0!EE!P"#*1G/'(Q3BT[?UV)OI<[ZFEU&X9RRC)4=?\\5YS_PD'B"/09]4 MGU1'FL]<^Q-%%;(D4T9G6(A@=S#@DC#
YZY'%:6GVVI?\)7XMEAUJYW((EAB MGCCDA0F+<#@*K$*2< ,,Y.U_P"MD_U*MK;^M['5VDZ:II<LZ=X6L MI+Q[6ZU:PDNIKV&)-
P*;?E0,I4$[\\@\+[YJO-XD\0P*;(7L)FL]=@TZ6Z>U M!-S%(%8' ("L V&P,'MMSQ;CK;^M[?J2]%=_UO\ Y' V\MR%CV"4#[Y10-
BDYSMSCKFFMJOBGP_I.HZCJLUA=6[(AL]MR)G5V<+D ME8808QN4]">.ISQ*UV&SJ&\06:>)X_#Y2X^VR6S7*L8B(]BD
,>"E6NE2Z;VGWP[RR.X!).!^1#K3 MM=+S_P [!?5_UTN=)!!#:V\=O;Q1PPQ*$CCC4*J*. !P!4E<+]M]XC35H?# M>GZE
]Z;=KK[5-*EM)(ID("J/(E5MHP&^4'D'C-*EYXGD\3:5H]]JMK;_:=, MGDG.GPABDT;HNY7D!!^]T*<8/7L*
[#8[FBN"M/$NJ31V.DSW.RZN-4N=.;44 MB4KK,'52"N\X Z$9#<=JI:[XC\1:+I^NV<6H++<:9+:M'>S6JEI8IFVE2%

MVH'!YR%QC'R]Z/Z_+_-!M_7K_DSTDLH(!(!8X)ZTMXI+:X=0HHHH ****"BBB@ HHHH ****M"BBB@ IKHLD;(ZAD8$,#T(IU%
&(?"6B'2[?3OLCK;VS;KY))-0VVLZ7>SW$%IJ5G/-; M?Z^.*=6:+_> .5_&N;T;Q%'XJUNX;2OUJLKDH;&!H9EN(0%RYQ\XRQ.&!V
M^QI[L3T1OZAX?TW5+J.ZN89!<(-OFP3R0LR]=K%&!9>3\IR.>E0:UX1T#Q#I M,6EZH<$]E#@Q1#*>7C@;2I!7CC@U?
O]4T[2HTDU&_M;-)&"(UQ,L89CV!8C M)]J2_P!6TW2K=9]1U"TLX6.%DN)EC4GT!8@4NEBNHNF:99:-IT.GZ=;1VUI MNV.*,
<**R[KP9HMY>7]W-'>^=J$8BN2FHW"!T'1<*X '7@ =2.YSL27EK$L; M27,*++_JRS@;^,\>O'-1V^J:?=Z?]OMK^UFL@"?M$IY-
:GBKQ!*O@R76?#FJ6Q-J9H+D8G%U(T[2C&,.SEF;CCDG':EL/#^FZ;%(EO%*WF M)Y;-/<23/L_NAG8D+[XJ4ZUI2V]K<'4[,079
MI#.NV8GD!#G#?A22NS:O: M;-3B2,Q.39[5+3?=PX.<@+@].#N]J.HR-?#^F#[7YENUQ]K0QS?:I7GW(>]# M>3A?]D8'M5'1/
WAGP[:WEMI>CP00WH(N%):3S!_=.XGY>3QTYK435],DU)] M-CU&T>_1=S6JSJ95'J4SD#*)=9TN&9(9=2LXY9)?(1&G4,TF,[
,\M@@XZ\ MT@,^U\':!:75G>5YC#NQD)O8[1QP!P.V,UJ7^GVFJ64EG?0)/ M;R8W(X]#D'V(/((Y%$NHV,%
['9RWMO'=2*72!Y5#LHX)"YR15@D*I9B !R2> MU#VU#8Q)?"&C3Z3<:9-#]F:651G"M*7WE>3P6Q@XIT/A72H-5M=
M31;PW=K#Y$3O?SN!'_=*ER&S@$Y!R0#U K*L/$DNH_$,V%GJ=G>:0VFM.@M@ MK;9!($.7!.2.>!C&>HVES<6YQ-%#.KM&?]H
Y'XT]=_Z[M"\OZ[BZEI=GJ]G]EOHC)%O608=D964@JP92""" <@UEOX+T.2:_E,5X&U",1 M7.W4+A0Z#HH ?"@=.,
<$CH36HNK::^I-IJZA:-?JN]K43*90OJ4SG'OBGV^H MV-U<36]O>V\TT#;)8XY59HVZX8 Y!^M(9AZE\/\ POK&DV>F:EI?
VJULABW\ MZ>1I(QZ"0MOQTXSC@>E;]I:6]A9PVEI"D-O"@2.-!A54= !2S75O;%!//%$7 M)"[W"
[B!DXSUXJ&VU33[RP^WVM],3V>"?M$4RM'QU^8'"%%]PML4]1\,Z5J= MX+V>&:.["A#<6ES+;2,HSA2\3*2.3P3BK-
QH^GW>G/I]Q:I+:ORR/DY.<[L] M=V>YAF5T&.V0<9[8]?2-6L]Y 6=GO9S+*HSA6E+[RO)&" MV,'%(OA#1TOK2]"WWVBT@-
O"YU&X.V,]1]_!SQR@K036-,DOYK"/4;1K MR!=TMNLZF2,>K+G('UJI'XL\.311RQ>(-*>.67R(W6\C(>3CY <\MR..O-&_ M]?+_ (
'+ZYX233XM%L-#T;4;JRCU,7ESB_W>6,,&(,TP8,2^[Y>^3UZ]0WA M;1Y-,;3WMI&A:19F=KB0S&1<8?S=V_<,##;L\53_=4G)_"A?
U_7R#^OZ^\S M+KP7H-[!>0SVDQ2]96N=EW,AE*@ 9*N#T SZX!.323^';33KF36]/M+N[U:" MU,,,Y7D]R#SR>>:U+C5M-
L[V"RN=0M(+JX_U,$LRJ\G^ZI.3^ M%9_BK6DTC1+HPZE96FHF"1[5;D@F1E4M@)N!;@=J4G97&E=V%\.V%S&+O4]1
MLH+/4M0=9)X89!((PJA54O@;B ,DXZFKNKZ19Z[HLNGZ@LKVLHQ(D<[Q%AZ$ MH0<'N,X-5-&U8-X-L-
7U.YC3=8QW%Q.^$490,S'H .M<]I'C[9.O+"0;6V\E?+.,$9[U#CANG'2F7GA'1;ZTMK6>WG,5M,+B,)=S(3*#D.S*X+M
MD9RQ)S3+C6K^W\;6.C-;VWV*ZMHEE#L9,Q[.", #E_?I6GJVI0:-I%YJ5R3 MY%K"TKXZD 9P/>IOU*MK;^M2VH"J ,X
QRRQ:7JERMJNDZK(L=NBJRRP[P3&SL6PV[& HP6'+=:=M?Z_K M="OI_7];&C'X4TB/5)M1,-Q)W4D]2:C\/>"_#
MOA26YET32XK.2Y.965F8GV!8G]A@50?Q3=_9I];C^R_V';W36TBE6\U@LGE MM*'W;0 V?EVG(&']UTVIOUN&^RR>;#Y-
W+#M<=&_=LN2.V>G/K5*;P3H4_\ :?FQ7K#5 M/^/P?VC<8E]L>9P,<8&...G%-MM:O[/4+2#6C9JE_$\L!@5E\HHH9HVW,=YP
M2=P"_=/ JO9>)KV6+2]4N5M5TG59%CMT5666'>"8V=BV&W8 P%&"PY;K3MT_ MK^M OU_KN2ZG\/O"VM16,>IZ4MY]A
6!YH&<*.BLQ;[6#4-7@^R'1M-G>&X5E8RR M!"!(ZONPNT[OE*G=MZBNK5@ZAE(*D9!'>C6U_P"M?^ 'D<^_@;PW(&233$DA
M,PN!;O([0K)SRL9.Q:27P)X7G\2IXBDT:W;55(83_,/F'1BN=I; MW(S7144M@>ISDO@70)H-2ADAO&CU)Q)=J=1N,2M[_O..,# P,
#H!5^/P[ID M5W%=K!(UQ';BV$CSR.6C'0-ECO(R<%LD9//)K4HH H6NCV5G>R7D22M<.NWS
M)IWE*KQ\J[B=@X'"X&146J^'M.UJYL[B^2X:6RD\V Q7M'J3B2[4ZC<8E;W_><<8&!@8 '0"K,OA/1IHH MI+:5I8X?LYD^TR[I8\
<+(=V91R?O[O6MJBCR Y]/!/A^+^S1!9/;)IC%[1+: MYEA2-CU.U& 8G)R2#D$@\&D7P+X87Q,?$:Z/;C5B<_:.?O?
WMN=N[_:QGWKH M:*=W>X>1AGPAH99C]C;#7/VL)]HDV++G.Y5W87))) !RCNVH&2QC MD741BZC&= TR[TW3='@BM+L8N
M(V+2>:/1BQ)(Y/%36GA'0K*\M+R.Q\RZM%9+>>XE>9XE/4*SL2!V]AP*VZ*= M^H&;K6@Z?XALTM-
22=X$D64+%A:A'31!I!CGY'&.0"0."0">1FM^BAZNX+3 M1&/#X7TJ#5Y=46.Y>[EA%O(TMY-
(KQ@8"E&Y_UCJ6)QG.!DG:/88%=!10!1U'1[56MGNXG,EM)YD,DTG2W:X-RT<-Y-$#(6W9^1Q_%R!T!Y %=#10!CW/
MAC2KLVKRQW/G6R>7'.EY,DI3^ZT@8,X]0Q(/>DN/"VCW-WIUR]O*DFFC%HL- MS+$D7&.$5@O3CD=..E;-
%%P.>UGP+X8\0ZM;ZI]NCP7-[;X"2L6&0.@8 @,! MZ,#4TOA/2)=3N]19;P75W#Y$SI?SJ#'V4*' 4#)QM QDD=36W11TL!SL7@?0
M88],CCAO533#FS U&XQ%]/WG(QD8.>#CIQ1;^ _"]KXC?Q!!H\$>JODF=2PY
M/5@N=H8\\@9YZUT5%._4#FCX!\/G3Y;$PWQMI;@73H=3N?FE!SNSYF5,LUS"L$LB7,BLR@$ Y#<-@D;Q\WO6K12 P8_!NAQ:/;:
M4EK,+6U;?;'[7-YD!_V)=V]>..&''%.O/".C7UG;VL\%P(K>7ST\]\FC8R==-M[,K@NV>^&+E&W2>8/0[B>.3QTKHZ* ,2T\
(Z%97EI>1V/F M75HK);SW$KS/$IZA6=B0.WL.!5C6?#^G:^ENFHQSR+;RB:(1W,L6'!R&.QAD M@CC.<5IT4 8?B'P=X?\
%=O!#KFFQWBP',3,[*Z^N&4AN<#//-8.H^'7F\9Z M/#!HMW%HMG82VOVBTN4@$18H5V[)%D 0@X'?N,UW5%"T
S+CP_I5SI2:9+9 M[]D0[D56*LC9SN5@0P;))W YR#]$O=+.G7%O.]LTJRR?Z9,'E=<8+N M'W/C ^\3T'H*W:* ,^XT/3[MK%
[B%Y'L3F!VF?<,C:03G+ CJ&R#WS6A110 M4444 %%%% !1110 4444 %%%% !1110 5F>(K2\O_#>IV>GS>3>3VTD<,F<;
M7*D#GMSWK3HI-75AIV=S@[>*35M0\,SVFF7>G3Z06%[YUH\>R/RBIB5B,2 M MM/R%A\N<]*M^!+KS'UR-
K34(&EU*:YC^U6,T :-B-I!D4].G7VKL:*J^M_7 M\73^'M0UK2K^R2T4:?$)9('#,6#*2,(P89;.
M/E&>U+&CZ'XAM[NXTJ]_L>72X[2"&*!KEK-E8DHZIN/S*5R1D93!/3/WU2YF7RK%YOLELXDV(S(I"@%H^,\8]% MR',VJ9URZL-
'O]E;?7TOFLY;22$W4 C528S(H#$,I8 =U'J,^J44[O\ KY?Y M!OO_%O_
)GFNN7:,IX$U:\M/#&M6$^H7$1:":R9IYG5ERYCCWE1M3&3C./I MG8F:6+QS_: LKU[:^TA8872V/ M/#MW+I$UK>OI4L-U-
!92/'"L;"B-*JI< A\9.![9&?0**;=W?^M4U^H?U^-S MS.VT^^N_#>C:"]A=P:[IMY#++=/;-Y?RR9DE6;&UMZ[N 2QW8('-9L\21>%/
M%MO9Z+J4D3J73_P#6Z_R!J_\ 7K_F MJ:+)>R27IB673KG3W:&8 [M^ 8& /\9QD'Y

-+6°/#,T5 MA$TT@EB>2!,9FB613(@SQRH(QWZ5T%%+T#K<\SU2#4]=\475UHVFW]K'=^'Y M;2*\FMS;^5,6) 8/M8=,<
GH>F#6A;P2ZQJ/AF6STV[TVXTHLMYY]]T02/RB MIB5B-L@+;3\I8?+G/2N\HIIV_KU_S8?U^7^1Y9X9L2NN6NFZQX:\2-
J=E]=I)HK&2811F-U^9U4A1 MO*<$]L]LC#6+4+F76I+;3]0:*'Q#%?O;RV :IZI8D>+-1T_6O#?B3 M4X-
1N5DMKG3KR9;79M4!956540J1U(Y '6O4J*2TMY?\#_)];GEFI6)7Q5J M&GZUX:\2:G#J%PLEMS"VV;5
651*J(5(ZDVUQXMM+G3+RZ MEU*W)L)8K=I49!#CRBX!V$/N.&QG=QD\5Z#12:O'E&G9W.V.EW] MM<6MM-
$[[9$(3:>4;CUX.?I6-X/TV'1X;&PEMM?_ +6M(A#()KJ[>U8 M;=X+,8<$B7]=R[ZW]#D)K63Q7JNFM):7EK#80SK<_:
M(6C/FR1^7L4D8< ,QW+E>!@FJMK87=[IGA[P]++:W4Z9X>\/2VMU'-I$\#W<[PLL96$':4 M%)(!.
<&N\HIW%96_KT//[K2;B'P]K?A*.UNFDU&>=K><0LT0BF?H0:3I5WJ-TVVWM8FFD/^RHR:3=E=C2N[M(MT5R-
K/J=SHD'B+5/$0TB&2(3_9U2$6T2-RHD=U+,<$9(903TQ5C3O&6C&P MTY+K7=-
N;ZYS&/L4HE6611EM@0D^AQVR*IJVC)O?5'345SEEXAT/4=6>XLM7 MGN)DL!*UE$'8+&3D.8@NX.<@
=2.U8WAG6K37%E\17-_JMJ]K//&Z2+/#:O% MYCHB[)%V,V ,[?G#
<'TH2_K\!G>45S\VMV>MZ/JD6FW]S:W<$#%@8&@GAX)# M;)4R <'!*X/:H/#6MQQ^#?
#LNH3W$UU=V<)RL;S22,47!GDT6_ M3\;_ .0?U]QT]%-CD2:))(VW(X#*?4&LJ/Q/I$FJHJW3?:)&:.,F"012.N=
MR+*5V,PPBN/T#49;/5O%G]I:C<7%O:7T:Q&;YBBM$C!%50. M[8
R>.IKH3K5BMA]M>22.+*KB2%TDW'&%V$;MQR/EQGGI1TN#5G8OT50TK6 MK#6HY7L9F8POLECDB>*2-NN&1P&4XYY
JMJU]IL.JZ3:76JO:W/QH W:*PH/&.@7/V-H;\/'>[A;3")_+D*Y MRH?;MW<$A^GN;B%)IT9O,997 MPK2!=@;:.%R..@Q6Y-
XGTB#5$TZ2Y=9WD$(;R)#$)#T0R[=@?_9+9Y"'-.PK MFO16#H_BBVUC7-
5TR*WO(WL)1&SRVDB(QVJ2=Y7;_$,#.2.0",&I]:OM-MKG M3+>]U1[.>>Z7[-%')M:X8?P$
$E>1G\.:7;S&]+^1KT5@Z/XHMM8US5=,BM[MR-["41L\MI(B,=JDG>5V_P 0P,Y(Y (P:T]0U.UTN$2W3L QVHD<;22.<9PJ
M*"S')P >E'F'6Q;HK*'B326TN/44NC);RL4C$<3M(SC.4$8&\N-IRN,C!XX MJ)O%V@1Z6-2EU.**U,OD9E!1A)_<*,
P;_9(S0!M45EP^(M+GDO8UN2CV2AY MQ+$\>U#G#C&[NZO-1GTRT,6U[B1'MI8MV0" ZA@V M>G'6@:WL;M%9%
[J]A9V4,3WEP'N(OW30PM++MP!YFT*V ,@EF&!GFL+P3KQ3 MP!87VJW=U=SNTV7$3SS2XE89"
(I8X&.@P!Z"COY$WV\SM**Q6\6Z"@LLZG#N MOF9;:, EY"OW@%QNR",$$<'CK4EMXDTN\,'V>>603Q"576WDVA3TW-
MPA.> MV"?2@9K45#=7*6=I-PE=V';2YZ#163!XETFXTR744NF%O%+Y, M@DA=)%DR!L,; /N)
(PN,G(QUK.U'QQI=KX=NM6MA=7 @E%N\(M)1)'(2 \9 M4.O4'D#@C'44".GHJ*VN$NK6.XC654D7ZL P/L0#7!ZSXL_MCPY]
MD^G3ZEISZ=?)&7-L\/F*)%1@6=,8.3PI#@C.*.MOZW2_4.E_ZZ_Y'H-%9*>) M-(E&H*;T0_8$WW)F1HO+0@X<%P,J<'##
(.#S4&G:OI=KHFE^3?W=_#<1@6\Y MCDGEF7@;VVKG'(RQ R,T ;M%-CD2:))(VW(X#*?4&J<.KV5Q>R6L3R-)&VP
MMY+B,L,Y4.1M8C!R 3C'- %ZBL:V\5:+=7K6D=X1((VD5I(7CCD1?O,DC*%< M#N5)Q3;3Q?
H5\UF+6_$R7KM';RI$YB=QG*^9C:&X. 3DCD9H VZ*RKKQ)I-G M?I9SW3+*T@B+"%S&CG&$>0#8C'(P&()R,=:S8?

&>F7=UKMK<-=6,.F$I-W5Y!+ IMY/*DGGN M%VCY}B*78X().WOSBGOXLT&.RL[Q]4MU@O)?)@8M@O)G!7'4$'J"..^*;6MB
M>ALT51T[6+'5C)T;&1E7 ."."0<8(Z55U*^TV/7M)LKC5) M+>^D=WM[2.3'V@!&SO4#E0,GG R!2&;%%48-7LKB]DM(GD:2-
MA;R7$989RH M*-(O;MK6"XD,_EF5%>WD3SD'5HBR M@2CIRF>H]: -BBL/POXEM_$^G27<$%U"$E>/;/;21)=
(L]2DTV6\#7\00OY;-UVE]NU6Z_*2&XZ4Z;Q/I$&J)ITERZSO((0WD2&(2'HAEV[_M^R6SR..:!7->BN?TSQ;9:EJ^KV BNH/[-?
9)+/:R1QG"AB=[*%'WN!G)'(XP M:E;Q=H<45W)8HW+D@;ER"3UH\RK:V-NBN8O?%'AZ M\2UB;6Y;5GN;?R?+WQ-
,S$,B#*_,K#KCC&217!1;)BMR)XVA M,6!G+!P"!CD'H1R* -*BN&@UQ[_XH6,-I?WQL9-,G=K6:%H4#JZ .%959LAC
MAN0>U=S3MHF'6P45RESXECU2YU_1;4ZC9W-C!Q=+:.H#;2O*NR%/3&>O)&1S M4GA3Q%:7FE:-8SWI1
M3(ZR,LJ*WED1D!_GQMXR. _>@9MT5AOXKTS['?31FZ,EFF^2!K*=9<= PC*;V M4D?> (X//%8?A75K2?1;;Q/=7^K+-=6Z+
<6\R3^5)*RALPQ.N3W \H8(SU/- M" [BBL)_&7AZ+3&U&;4XX+=)1 _GJT;K(>0AC8!PV.=I&:F;Q+I:VTDZRW$@
MCD:)HX;2623*6VH6D=U:3+-!(,HZ]#4&LW=E M8Z/=7&H7PL;58R)+G?L,8/&0>QYX]Z3T!:EZBN8'BNQL]5T71HQ?
W(O;7SH[MK[++(&4;0I9@O4[@23@#OC(KIZ]PDPHHHH#"BBB@ HHHH ****"BBB@ HH MHH *IZMIL&LZ/>:9%\=<,,
<536*Z8;=9TD@ =PV_ !D#<_=R0.?;FL33M"UVX M\%?8)-,FL+^SU/\ M")+F:(I<#
[0TH3,;OC@@<@8..N*Z]_%>@QIJ4CZK;+'MIC!;QR_RPL> I/3.1TZUHQ7EO-8)?)*OV9XA*)&^4;",Y.>G'K23LOZ[W!ZO
M^NUCE)K'4]0U*[U]M)N[:4:6]E'8-+"99F9LY)#E !@8RW<].]&#P_>/X*T! M+C3-6M=8TVU6%'L,J!9HF 53U?RV0XS@D\
<9KM=,U2RUG3X[_3KA+BUD)V2 MI]UL$@X]1D'TK=/;3^NO^8>?]?UH4])6_32+1=4>.2_$2B=XQA2^.2*XA=%U MZ;5-
)O)M+D22RU:661([B-+?RG60!T13SRREBXWY+8X->AT47UN'2QPMKHMU M?
WWBR'5="O%LM0NXI8'^T1*SA$1=RE)"RL"FX9QVZ'BH5T3Q*UA973M@44D[?A^ V[G.:+IMT_B34?$%S;
M2V7VRWAMUM)61G'EER6;8S+D[\#!/]\"#Q,;:C<:KX > ?8'[JBN+B*TMI;B=MD42%W;!.% R3@47M9]A*^OG_ M
,,>;7FF:_/X<\46B>'+[S[_%,7%NIGMOFCRG)/FX&/+/'^T/?&Y,NK2_$' M3]1&@7XLDT][:2;S;?Y&D:-LD>;G"
[2#@'GID]_K6YYZGAW6)/#">$9[.01PW*2)]RRQE&C682 XSO$F./ MNXSSNK1T6WU6R\5>*]0GT6[%O=F)[8B6 F;RX]F
/,X+'D;L<=<5V-%+^OP2 M_0?]?C?]3S*RTS7X/#OA6T?PY?>=I^I&XN%$]M\]#?R#YO.?,'_NGVSI6NC M75_?^*X-
4T&\6RU"ZCF@?[1$I8(B)N4I(65@4W#..W(/%=W11_7Y?Y(+_P!? M-O\ 5F!X3MM7M;&>/5);IX_-
_P!%%ZT;W"1X'$C1DJ3G.""3C&3FH]1M=0A\ M9V>]V]B]U;+836[^7(BLC%T8<,1G(4@8[XS@31B>V.V/S'?.?-
P>'QCU4^V;6J:/KM]=O(=+EW6^LP740 MAN(HX)80ZY; 8,SA1SY@ZCYA56N-0M;2YM;:>7;+=N8X5VD[F"EB,@<< M
GFA.S_KR_R!I6_KS_S,;0[*_LO$>OO/:,;:]N([B*<2*5/[I$*X^]D%#U & M",'L(?&=O]-RVB?8-+N+[[/],=S-
Y,D2[$3.?]8ZY)SQC/0]*ZBBEV\K?@-Z MW\SGM$LKZQ\2>('FM2+6]N([B&X\Q2"/*1"N,[@04/48P1@FJ_BVVU^*\TS6 M?
#]K%?SV)D26PEF$7GHX'W7/ 8%1U[$UKZMK^FZ(BOJ$[QJ>2R0O($']YRH. MQ?\ :;]ZL:?J-
KJEH+JRE\V$NR!]I"*L5/7W!HWL^P[ZZ]3E9K'7)T77AH ML$%W:23-<:3;7*,665<$AR%4R C/.!R1GN]M9EL
M5FA#0)%LR7)<+N.P_=9OX?G0VDL!GB M$EI(A8[C\VTJ=W.TD\#@]N47P=XBL_#NBR7'AG2M;GT]KB.72KF9&61)7#B1
M6=2J.",=^,\UZK87]MJ=E'>6(C' MH$RM=:O'=Q"5[9V>("-28P7*B0>7D;\ 9!Z\!'\..R-+\5016,S&\NX;NV\^
M[5WEVK%E3G)KLJ*]JBZ6//-,TK7H=1T+4KG2+CSK2.X MBN84N(5B3P!F&&!4GG
MP1@GI7745+7N\OE8]JO<\]T;2==TFU\-:F=(N)9K'2SIUWIXFA\T*/$MMJ,_B?PS/:;7<75O9W+RW$T > >_%=3
M14K2WE_P?\RN_G_P/\CC[?1;_3_%B3Z5'?6EC/*\M]%+/&]K)G=S&N2Z2%MI MX"KR>'VU
M#37TU]&E,DLGG1NDY\IH\1]26VG=D[@IP,8].RHIV_KU_S%;^ON_P CG_!] ME?:;H\EC?
6ODM%8K"16E9PPP>!AAUP86VF^((/"^@VC>&K M\W%G]YNYHQ/;<1^8[Y:\
[!)#@8SU!]B;NJ:/KM]=/(=*EW6^L0740AN(HX98 M0ZY; 8%G"CYMXZCYA44T[_]=/\ (35U;^NO^9Q%UX=U2]3QA8>0D2:J
M5EMKEG5HR?)1-C+U/S)SD8(/?D5C6NBZJ?#6N1?*YTG1[^6SDM(VTV6WWW) M<8R.$")GG#-GCIFO4**EJZ:\K%\SNI?
UT_R.$U>QUB7P5X>LX-$NYKNUN+1Y MX5E@!00LI;EI ISMXP3U&<5%XDT?7=5?68TTV4]TEO-:&">*))@A0D2'<&:3
M((PWR8"XYS7H%%6Y7=_._P"7^1"5E9=K'*6-OJ?_ L:^OYM)N(K*;3X;=;D MRQ%"Z,[\@/OQ\X&=O4'M@F[XHBU*6&P_L^T-
PJ72M<>7Y8F1,$;HC(0H;)) MSG:6QSBMZBI[>0[ZW_K:QYG-HFNV>G):0Z'=W(3Q +\,MW$[&$.'R3)("3V^ MH[#%6;_1-
;U6^\6QHL]HM]]G>TGGFB\N4PXRIV.S -C'*]"<^E>AT4+3^O3 M_)"M_7W_ .;.(^S^(+WQMI>O'0_LUO!I\]O-#/=1^8KLRL-
NPL&!* #D<')Q MTKJM(O;C4-*M]]LFLKAU_>VS2+(8V!P1N7AN1U%7" RE6 (/!![T*H50]@! M0, #M3OI8?
6YR=Q::K9ZIXGFAT]6[BOH8VMVBFC4NPCV%,,PP@:$2W&!@$)MW!R."2P&23S4VG>&
M]8O/A[K.D7%@;&]N+R>YACNVCDCD#3&15?8S J> P]">M>BT4V[_->=PZW_ M
*_K4_T&PU"UTC5)F^'FFZ+=M"8$CTR6W,ET3QG("*JCKAFS^7*6&D:Y'X: M*3?V5-
'?:#M6:PEFBS<+Y)C8HRN5SSE=Q'0@XSFO0:*+_I^%_\-BM^OX_\ M,>:^)/#VLZEIVN7MKI-R;G5I+-4LO.A#1+"P8NY+[--
%U*^O MM-UFU\+V&OK' T,VE:BT2LFXJ0R,P9 PP0>>1TS7?44OZ_"P_P"OZ^XYZPDN MM'M-
'LXO#EM:03LRSQ64J".R)Y&!A=^3U*@=S5SQ+'&=2@M+62ZN)K9XH MX8V12Q8$=791WSR:TRBEPY4%ER
V.1FG4I+F33ZCB^5IHXK3M.U:*^*7CZ7 M*@M=.ELKJ-YH]T+'R\,<,05_=G[I)Y"'7':T45J]:'$VOB?5GG\-33S6
L]13R[Q1:.'BGP< -YI"@L"N"#RO4YXLWFO:WI\ M.BRR)]Q'J.H+ \BH\1CB<_)A-S;FP#DEACC@U>F\'Z7-I]]9,9Q%=W0NF(D
MP8W#A_D./E&[)QZL?6I==\.)K@L =1O+);*=;B,6HBP77[N=Z-TYX&.M5?5> MO]?Y>@FOZ_(YJY_Y"'Q$_P"O.+_TG:NK\-?
\BKI'_7E#_P"@"LV7P:DMQK"<\'UP:U].TPZ,HD.F1WMS((8O*2XD$?F 8 M!X4+D#'\/;G-
2M(_=^O^8WO]_P"G^1Q/A_5M1TC1]&91:O87>K3VMI>D:T^_UG3=6G1S=:<'$#!N"& !W>O0$> M_-9NO^![#7]5@U/[?
JNFWL:B-YM-NS TT8)(1R.HR3TP>>M+M_7]>97]?U^A ML/=7PT$W8LTBO_L_F?9H?E63;G:74'@'C(!KF-)\6:K=_\
"*W5U%9BVUV(MYAB1M\+^69-V\M@KA<;=H(]375SV(DTM[&*>:W5HO+66,AG48QD%PP)^H-<] M;>!(;6'08H];U79HAS;
^1\PP5P_[KD;25XQP<]>:I6O_7G_ , 7V;=?^&*= MSXPU)-$F\40+9MHEO,\>8TD,;2"0-M!X)V;/\ @5=+KU_=:=X>O=0L
M889IX(&F1)W**P R, MGDJ&"GG(Y-:FK:<-6TFYT]KF>V2XC,;2P;=X4\'&Y6'(R.G>HE?ELM_^!_F4 MKY210A(V>G>K;^+]
M8;1].U.>.Q\LZG_9EU$D;YD;SC#YB,6^09&=I#<<9K3MO!:VU_I=X->U5WTV MV:U@5A;[2C8SNQ$"3]J^GW1[YK#X?
0C1TTP>(-8\I+[[>'Q;_-W^9_SQQC? M\V,>W3BM+QO_P!?\B%?EMUM^G^8UM?\27-WXBAMHM*A;2)5*+()?M"%-^" MP*
[&((YPP!SP>M5-:\LV"V<5L=.CU!(9XVFEN002R (P,>T8RY5E^ M;V-,TO36U?Q9XGCDGUNTMH(@Q-JT,=VBQ!&&]X\=
<\H5)Z@XK>OO!FGWCWP M6YN[:"^LQ93V\#($9%!"D94E2 QQ@@>H-0ME_7]7+TYO+_AO^")=:SJ-[J,N
MFZ,UG%=06D=W(;N-I P:A()#E@23E0U"Y8@$%N!T!&<]17. M:CXRUC2M,UZ*6VL)]5T<12,ZEXX98I.CA?
F((P1MW=OO+Y7G3!1 M@ YCV@<=%4=_4YE?U^'_2G_7X_\DL=7U#_A+9]'OA:O&UFMY"T",I0;MI M1B6.[GD,
OTI=8UJ^T[Q+H-A%!;-9ZC+)%+*[MYBE8V=+46IBD$(C=!SSMC!SN^;@CGVX]35O#]ZMJVF:@VI7ML^G2& M6**
1;&8@J=VY&/*DC@CKZ\TU:ZO_6_ !:V?\ 7;_@G,6.LZ_IVC:_J-U< M0WWE:E)"GDZ?
(S0@,%+E5D)=57!VK@\=>^M+Z)C@3VN0C M8Z\$G:'XK&6]>VOKR,7<[7!4.I6-V^]M!7H2,X;/MBIM(T>#1XI
MUCEEGFN)?.N)Y=N^5\ ;B% 4<*.@ XI+;7R&]]/,Y?3QK9^)^OXO+!X8[.V_
M=&U=2RDS%%W^8=I!ZMM.>RBF6GC/6KC2=#N6L=/$M_J/FX MC/)Q].>-VW\+FV\17NM)K>I&:\01R0E8/+"KNV ?
NMWR[B1SSWS6;#\/H8+2 MQMD\0:QY=E>M?19%MGS&))S^YY&6?C_:/H,-;)/R_-W_ !]?ZZ:?B2VWB/4 MQ;>
((KA+*2[TFY6+S@?(B9&1'WL'8[=H3+&5*,F(MQTV*,-N!QR#S1]/@6VU*#4HI-7U1#J*QKBZG]D6]+;26]MIAU*,VZ,K*
2IC8DG<<@88!?I6C:3^)!/(9XM M-N8),8RP20[HA')QB-R2Q8'/WP!T^[4+>#X)]7:_O=3OKP267V&:WG6#RI8B
M.0P6,')//!'/MQ46@^!{7PZDZ6>L:W*KH8X%NKTS):+V$2,"HQV)!_&CI_7G M_P 7]?E_P $]6GBC5;_
,)Z7](L^RN+QW66656ECBVEL!8]RM(3MQP0>^. MU9NIZS-
K_@70M1N(ECFDUFU1U56492Y"YVM\RYVYP>1G%;EAX&M].MM-BAU? M5"^G22-!,QAW;'^_&0(]I4^N-
P[$4D_@2UDT>#3(M6U2W@AO3>HR/$S;_,_@ M'SQL,!CD<9]2:I-)W\U^:):=OO\ U_X!MZW?
3:9HUU>V[L]Q+"FX1HA*]3N8IQX>"Z;=0&6&25X4$1 MV93(]4N6M)($5\HWS[7#YZ#9@C; MSUR.E7]'^']CH-
Q<2:=J^M11.C+!:M>;X+3/>*-@5R.VX-BDA\ PP:=I=DFO M:N(M-N3<_>_<\@9;_ +Z/MAZ7_KO_)"U_/\ + ,B'C"\L;36TOH(
MKJ]T^^BLXOLJ^4LYE"%.'HZAH,*/8P>?\ M[)"LH&=RE(Y9B" !@[ANS_#6F? UC-_;:7U]?7MOK#![B"8Q]JL I0HBL"
MJ@+YL#7#I#+@C&SICWK%TOQ-JNE>!? M#]]JM[;E;U5>;4#82/' A4'$@63]3G]YE5'<=CTL?A-4UNSU636-2FEM;4V@
MC<0!)$.-V[;&#DE5/!'3C R#+8^&ETW1(M+LM5U&&.%#'%)F-F1.R@,A4X P
M"5)QU)ZU3MT_K5_I82VL_P"M/\S5LKA;NRAN$EAF25 ZR0MN1@>A4]Q4]9EG MH5MI\=A%:37,,%F'"PK)\DF[J7'\0+HVE/?
PVCWJI.L$@B=5\LE@N22>@) .,GV MH VJ*** "BBB@ HHHH **** "BCI6+=>(5@UC1K**T>:#4]^R[5U"+M0N!C.

MXD@>F/?M1Y!TN;5%%% !1574=1M-)L);V^F$5O$,LQ!/4X ')). .236:O MB380UYH^IV<#RI%%--
&A60NVT<([,@R1]\+UHW W**** "BBB@ HHHH **** M "BBB@
HJM#-7,4MIY4$>WR9O,#>;D<_+U7!XYZU1\0ZXV@VEM6/04:PN1') M%KD1-R2Z%00P&#M&X'UKH*JUA)W"BBBD,**9--
';Q&25PB#&2?CR UJ**8\T<Z\UGXGTS1C82LE\DC M+=;U"*4&2N,[B>G8#GKVH\@\S9HHHH **** "BBF131S;_+<-
L8HV.Q'44 / MHHJM=S7,/D?9K3[1OE5)/W@3RT/5^>N/04 6:*** "BJMY>BVAG,437-Q%"9 M1;QLH=P.@!8@#)XY(]'0M577-
!L-56$PK=P+,(V;)4,,X)H T**** "BBB@ MHHHH **** "BBB@ HHHH **** "FR?ZMOH:=4-U:6U]:R6MY;Q7%O*-LD4R!
MT<>A!X-)JZL-'!?#+2;L^$M#OCK5Z]NHD;[$ZPB)C0O#I>FV=C$[M;F2U@6)6/J0H&31-H^F7%W)=3:=:27,D?
E/,\"EV3.=I)&2/;JOK_7E_E^(O MZ_/_ #.-L6EUSQSJ-J->OI-.,3K.\M_LMR%527;.UD'*L$&X ML-7N=/\ 'UKJ(>QDE\FQWM)
_42?OHBG<;< <] 17=V_A_1;2_-_;:180WA M38;B.V19-N ,;@,XP ,>@IJ>'-#CM;FUCT;3DM[IMUQ$MJ@28^KC&&/UJ6KI
MKR_S_KY#OJG_ %T_KYG N-13P5X7UF/?]66XO)--2X3SPR2;F4,>02,[N<$9
MP,YYS=O(YTNO&=DNHZD(+*UCO+8"]EW1R,CLJ:/I>I7-S;VUWHZW:M;7#6[M3SY7< Z$,-
HYP#@[CG.*R(]1UJ.;PY%/JEZ(&URYL"R.J_:X%63:[$#.?DQD M$ X)Z]. ^?PYHRV\EWI-C<2 M6PQ TMNCF(>BDCY?
PIMKFOT_X+_SL))]-O+]+?\ !//O$%X]KKH\/W7C&+18 M;2TBDM;C4I)=]P?F#.95GB#D$ %7##@''->A:9=Q-;6UK)J,%Y>K;I)
(R81I M >/;V9.%8@X[4^^TC3=4,)U#3[2[,+;XOM$*R>6WJN0<'W%)_9EK_:XU/[/ M+I8?($HB
DV9SM+=2,]!TZTD]+,,WN,UR!+G0=0AD,@1[=P3'(R-]T]&4@C\ M#7!:39VRZ=\/K>"YN")%9W)NGD<$VI)
9B2HYZ#&,\8KTT@$8/(K*/A?P^9; M>4Z%IADMCF!OLD>8CG=\IQ\O//'>DM'_ %Y_YBDKK^O+_(X&YUZ]TOP_-;2:
MLUM9IKLVGO]%X9)C!#@E0[B17^]A=^\$9'-=;X))_LN<+XFM=?A$W[N:V+,L M0P/DWM+
(S'//S,3SZ8K2M_#>A6=MBL5)],9[5UIN;66WCD\V*2&8CRR"&#^F/6IR RE6 (/!!]U0L-!T?2 M[B6XT_2;&TFF.99+>W2-G_WB
">IZTEM;^OZT!]SBK^\N;[3O%&I-J-Y9ZKH MT\PMH8KEE1%5 8]T8.V0/U^8'[Q QBI(_P"T-2\2ZM:W^H:C%')HMO=?9HK@
MQ?9I6+A@C1[6'*#]3WSQQ7:3Z/IEU?PW]QIUI->0<17$D"M)'_NL1D?A5>7P MSH$]W<7XU:$QWFZ9C'(/(9P?+^X&W*#N
SZDU366_7PEK&HKK>I7&K: M;JD\-H6NB/-(D"K&\:X1MW3!7C/&*[K_ (1+PX]0>7X>TG-]2UN/L<8$1SGY M?
E^7GG(K+*>&)K":\N]:TS2?M[WDUQ;W%NYF>-9&W%=S1J1CVZ^U6Y)RO\ MUNG_)_>3:R_KL_^!]QA^*M1N1/J-
[97UWYNG7-M&Q6Z:"&W+;"T>P$B8D-G MYEP-V >#B74&N[C4O&B-K&H&&TLH;FT$5P8A"Q1V&TI@D94<'.>^>*[:?1-)
MNKB:XN-,LIHHQ%+));HS2(.BL2,D>QJL_A7P[)+<2R:!I;R7(VSNUG&3*,@ MX8X^;D |^@J+:67]?UN5U3]#E[BY?2FT'Q?
>7=\]I/;)'?Q"ZE\E'=!LE$0; M;]!Y2,8^<'J,UU/AW3Y-/TE!/+]49M"OO MMUMIUG'I-GX7B57:VAMV69I%?=M&"$5,
[2>"3R.]=)5MIW:_I7_KY$)-63.8 M\4H+&]TK7'N[J*WMKA8KINIB,7W8#*5(SCYAG-=W/!#1#]H M^T>4GG;-
GF;1NVYSC/7&>U2M/Z_KJ4]?Z_KHSBHVUB35O&5E:ZI)),AM_L@N MI-J1;U)**5
V@YP#@GIUQ6;JE^UQX4DT^XMKVPO;/4K".6&YN?M.TF;,ADE) M8N#U^;GU KNH=_T:WO+B\@TBPBNKG/GS);
(KRY.3N8#+<\|U%+X7\/SV264V MA:9):HYD2!['2,HKGJP4C)SUIQTM\OP#K]_XHY.\U+4-"O?&<5E<7,R6EC!> M0K.
[7!B=_,WLH8YP H.P$#C QFH- EN+V'4I-'\>:9J(RGR921M= MC)/*T8[;0 .>G%=S;Z#H]I?R7]MI-C#>R+M>XCMT61AQP6
R1P/RIUGHNE:> MDZ66F6=LL[;YA#]"1O5L#D_6E_D!C^$K^20W6F7=E>V5_9K'YL-Q=FZ4AMV M'24DE@<-]![XZ"HOB-
;17/@NY$SRJJ2PMF.9X_\ EJHY*D>O]>U=%9:?9:=$ MT5C9V]K&[%V2")4!8]20!U/K4EQ;07=O);W,,"*'K^ + M0X[9']'B>
[\/SW]_;6EG912V1BOY4DE.7#N9 VZ3:0H(8D>H.:V/!E]?:EX3 MLKK426N6#*9" /-4,0LG''S*
W'K6A=Z)I5_#;PWFF65Q%;D&!)K=76(CH5! M'&/:KH 4 < #M3OH+ ^OZ_,X[Q5K5A:>(K'2];U*33-+N;621;A;IK57F5
MEPIE4J5P,G&X9SSFJRW?VS4M#T2;6IKO3+JRF=-0MK@PM=RHR[5$D; *2?E M/S8)[$5V.H:98:M;?
9M2L;:\@R&\]YB61:5IVH6(LKW3[6YM!C$ M$T*O'QT^4C'%)>8V>?2WVLC3;>+^U;U8K;Q(EC%<*ZEK] N!AVP2=I)7/?;S
MGFK5W$[VWCK2GN[Y[6UA6:#=>2[XV:$L0'W;MN1]W..2,8XKLKWP_HNHP007 MVD6%U#;_ .ICGMD=8_\
=!&!^%02>$_#']*=[G_7LUE&3+SGYN/FY M//<4I*Z:]?R7^5_F-:-/T_-_\,;2/#G@MK#4=0BCFN[59XFN6E$H= 2" M7)8*-
O"J0O)X]72K6_U35_%4,VOZLAL-0Q;/%,J[%: ';MV[2H+\ ]>@/7KU M#>$O#;6T-LWA[23;P,7AB-
E'MC8]2HQ@$X'3TJ2/PUH,*721:)IJ+=@BY5;5 M)@>3OX^,/O52=VWWO\ C;\B8KE27:WX7.$TFZOY--\!7TFJ7[W&IDP79:Y8
MK*AAD?[N=H;*CY@ WO73^#9IO-U^QDN)YH;'4FA@,\K2NJ&-'P78EFY8]2:T M%\)>&T6W5?#VD@6S%X +*/\
=,3DE>/E.0#QZ59L-#TG2IYI].TNRLYISF:2 MWMTC:3G/S%0,\D]:;:U^?YK_ (/W@_Z_'_-?<<_\2+2&[\,P"9YE5=1M.8IW
MB/,Z*>5([$_0X(Y -5[BP@N?&4]FEU=+$FA]H:*[<2$"5L$R [\\==V3WS78 MW5I;7UK):W=O%
<6\@VO%,@=&'H0>#5"3PSH$UU+=2Z'IKW$L?E22M:1EW3&W M:3C)&.,>E0]K>OY6+OM_76YQ%IJ5UKGAGP_'/?WDM[-
I+W,L4-RUIN(V@3/_MA# Y&T!L[LD<4S3O+UNX\!:EJ5[21 N(T;D(P'UXY'7(KO(? M#>A6R6Z0:+IT2VSEX%CM441,>I7
^4GN14RZ/IB16T2Z=:".U?S+=! N(6_O M(,?*>3R/6K;5[^=_S_S)Z6+M>4-8VEEX0\3F*XN/-?6&3$MY)* !<)@A78@'
MD,YKU>LR\\.:%J'F_;=%TZY\Z02R>=:H^]P,!CD7^HZ+KOBF*PFNKGR='COH89I6FQ,3*"5#'@':/E&!QP!FLK1[Q
MKVSU&\T_X@6M\TMA)*;:R#F6-\9$F)9I?*Q@C 55^;IG%>@V_A_1;2_^WVVD M6$-[MV?:([9%DVX QN SC Q[4U?
#FA+#=0KHNG"*\,;E!:IMG.5OS_ *^0[ZW_ *Z?Y?B>?S:E>:;X%\/:G-KEQ;I]L5M%?7EX\DL4 ,3' M=A71D+,5!8,.Q]:ZWP23_9?
F8GGTQ6S M'H ^F1:8=,CTZT2P*E3:K HB(/4;,8Q^%36=C;:=:I:V-K!:VZ?I2S$S2>8'S M(V@61EU2/5'\L9OHT"K/Z,
"1SZ@G/6IK_2=-U2V6VU#3[2[@0@K%<0K(H(Z M$ @BK;J[($10JJ, 8 %"VL#W.0OX[BZ^(@T^34KY;";27D-O#,8@K"15RK)
MA@>>N[/I@9!Q='UB\U*Q*:?J=YA1:8^F1Z+IR6$ MC;WM5M4$3-ZE,8)X':A:+7^M7_G^ /?^NR_R,WPA/>
[M9L;B::YMK&^,%I-Y;R"#1GM+^YM-^JV\,@A*CS$9L$'()Q],>^1 M72V]O!:6Z6]M#'##&-J1QJ%51Z
#@55U+1=*UE8UU33+*^6(EHQ=0++L/J-P M.*=]4_071_,XB]U:_P!!B\9I:75P\5@;>6)
[AWN#;K(H,C#C67]NV&]VUEX\BU(3P;XTTRXG5[:7DJYSWEK MI5C!=7-(FGBMT5Y 3D[F
R0[Z_/^OZ\S@XM7"7VCZ^LU\,.>W-A<6YO971+HID?*6QN!0H3C)9QW%=Y MI=C_ &;ID%IYLTIC7YGGG>5F/4DLY+'GU-
2"PLQ"(1:0>4)?.">6-HDW;MV, M?>W5CS[QOJ]Q^(K;2+KQ!::#9RVIFCN+DRHLT@
M;!421S1%2HVG!8@[NG%2H9&U[P.9=4CU1_*N\WT:!%G_ '8PP)'/]"<].[' M4-*T[5H!!J5A:WL(;<([F%9%!]
<,#S44^@Z/=7MO>W&DV,MW; """>2W1GB . M1M8C*X]J2T^__/\ S'+7[O\ +_(\\TC5Y]7\1K/-XTL;'4(KUX)=(=)!*55R
M/*\LW&QLKC#B+/>B:?4H/#&KWS:UJ4MYI^N^3!,\^/D\V-"K(H",,,>"N.X M->C'1],.I'4CIMF;\IL-UY"^:5]-
^,X]LU1'@WPN+=[<>&]"\AW$C1_88MK, M 0&(VX)&3S]FA:6_KJO\OQ!ZO^NS_P _P.=O;_4-%USQ1#82W-SY.CI?0PS2 MM-
B8F4$]&/ .U?E&!QP!FJ/AJZ_M$W=S8^/[2_\ M%D[M;68S M3ZK"8KSS+ABD@\AGSLSM#!@/F S[U'H.EW,7A+4(]$FEDNY-
6N5>WGU29#+& ML\@*H^XF-B.=RX)QR>]=LOA/PXGV;9X?TI?LK;K?%G&/).MC&6X^8XXR;J4D[V_K6XE_7X_YE/PUJ2:GI;.
(+NWD MAE>&:"[<.\3J>5W D,/<$_G6=XQEN[>Z\/2VU]<0(^]Q0S11$!9E;/#<9[= M0.3G-
=':VMO8VT=M:6\5O;QC:D42!%4>@ X%5]1T32=8,1U/3+*],))B^TVZ M2["">I7<#CH.GI2>Z8K:-
>IYYJ=SJ,6D>.;MM8U%YM)O?,LF\\H(\11N%(3:& M7+$;6!!'7)YKT^-
BT2,>I4$UD'PCX:9+A#X>TDKRV]W=$7UN;>>)IF,3H(&=
M<)G:""H^8#/J37H=YI&F:A(9+W3K2Y']*7[*VZWQ9QCR3G.4X^4YYX[T)V27]=?_P !R=_Z\DOT.$\,ZQ-K.N6E MY-
XTL(-0\]HKG1ML@E."08O+:&]2TV";R)KJVDA23)^4LI /%)[#2N]3F+WQ +[Q]X9
MCT[4;S[',;A98#$T<,V(BRNI91Y@YZ@E>/6NC3Q1H[ZE'8"Z832L4B=H76*1 MQG*I*5V,PP?
F#$\'CBN8FT_Q%]NL^&+IM%6R3JO.BNO,NTZ-&$WQE-Q(ZD A M2<<[>[+7P]K$WAS3/"UW9/"NG7,#C4UEC,'(!!4 $GD]
[26WG M^O\ EJ3KOY?H_P!=#K+KQ)I-G?I9SW3+*T@B+"%S&CG&$:0#8C'(P&()R,=: MK2^,M#AL-
0O9+BX6#3YO(NR;*;=$^ >5V9Q@@[L8PM=1WTUV$-N&(8J\94ERIZ8QT'([5]8\/ZW+:>--.MM/\X:P1-:W'G(ML>?
1"C9.X,"A/3&#USQ26UW_6W_ ?N>_]>?\ P#J[CQ3HMO>W%DU[YEY; MPB>6W@B>614.,'8@)[@XQG'-+;^*-
&NI[**"\\S[*P(DUQ/&7]HS^'KDQ+I'V9G@N('0R@[]JEG5B/X02]\^@YK'L=,U^VT'
MP9:OXG&1+77^M6O\F3T_KLG^=T=U/XA MTRVOX[.:=TD=Q&LA@D\G>3@(9=NP-GC:6S[56'C/P^P9H]166-+G[*\L4;O'
M')P,.Z@JHR0,D@9XSFN0L?"^H6'BJ:&X\$Z'J=K+>/=1Z[,T0FB#.7PZE"[. MI. 00, '+
[S[_4Q<6ZF>V^:/*":&!)3+]DD\LEMW\>W:!A>I(!/ M)((JJ].O:7I5W:VE[>QQ7-V2+>$Y+RD#)VJ.367:6FH)XWFU-
K!UM+S3H(B MS2)F%T=R58 G)PXQMR.#STS!XML]2N]=\,RV6F3W4-E?&YN)(Y(E"+Y;IC#N M"3EAT!X!IVV7]=?^
#MJ_P"MD:WG02*T5K+(50YPSA5)1> M#RP X-/O_$VD:;%'+<71,;H)=T$+S!8STD;8#M3@_,V![UR/BKP]J)\6-J<'
M@_2/%%K=Q1Q-'?/$DEHRY^8,ZM\A!Y YS4]Y9^)]!UHSZ-X?L-4TZ^MH;>6R M6Z6V6T* CCCML4[5X/S-
@<=;JS:OI#^(+1%U>1KM;.2=+*W(?#>I)XACU"/P7HGB.VN;>*%X+EXD-DR9'R,Z',>". ,Y'2MF6PU""QKX>

MF@T1ET^SL9H)9+9XEAA+[,*JE@VT;".%[C'?#7]?C_P/O#_+_+_@^9]V_B[2-M+O2O[3MVO9+7S_L^5TZXW>9G&-FS=C/&
<8!XSFK%WXATRRO$MKB>1&=@GF>1-M(8E8XPK2!=B$Y&-Q!.169I^CZG9^+K[F/^P9"+R)>-
PN6R'4#^[QO_WF^M3:50D$<$ACGBNL2YCM]+-M2YN9ECBCA$DDDC8"@#)))KA-8T+Q_A_Q3H%OIWVG^TY)I[:]-
P@3$F/D<$A-M@PZ#-(P!R.E=O"UU#H<;36FZ[2W&ZWMY-V7"_=5FV@\|9.!]*5_<;Z_\#_,?-MVDO7\T4[+Q9H>HH)+2_66-
HO.5Q&^UUW;,]<88[N,#)Y']*EM_$FE7-G"2//3W';-<7:>%]9G^%%EHTVF0I]5E*LOV.,A&?>C[-]MX&U2XNO-EKH4[&-
ELM(:*6>5D<%6^155B#R$R<]-M.^*;LK_UV_X/W"73^N__/O.QM/%6B7CO$FH1Q7$<9E>VN0T$R(.KM%(%<+
M[D8ID/B[0YH]MVO3-MI&)9C=0R0;8SP"F*-RG'##(/K7&:!K%]K4VO2'1M6-MBUN[L=D*:OI36EI(J;MJX+ODY?YLMSG@
5:72=;BNKN^72-0F-UHIM62:Z@\-MQ90Q^4*'$:CYL_*0,#UXI2NE==O_P#AAJS?S_R_KY'5VWBK1+NV>XAO@84B
MCF+M&Z@I)]PC(&[."-!DYXZUREIXB@?Q3XI>-^UN\M]'33[>13=-VYM"YD4[5-M9593P,;AG..O%68=%UD>_-#4*6+)]J.D-
;R2V4DR#SO+7:RAE)7OD9.,@9Q5>-M[TWQ#/J_B74UT-_(U/28[:&#[3%YXD&\8(W;/XR2=_;C-.:2)-)DT==52Z
M+6K,8UQ$YD+@D%!'C?OR"-N,Y'2N6M+36DU;PA,_A^]6+3["2"Z8S6_[MV55-M'27)^YGC/!'?
(&5(-3T7PL,B\\.ZLM[%KDMY;16Z17,F)&=@PC20[QM8JPR"-M,D@\9IRM=_UUM^6I,=E\OR_S/0M,U[2M8>2.POH99X@#-
;YVS0YZ!XSAD/LP-M!JC>^)8(?%,'AWRKU9KBV:43Q6DCJAR%'S!2HZDDG@<9ZUD_#[4A]":I)/8Z
MS::A/.+BX&I.>UHK$J%!B4LP"X3&-Q.>O6M+4;74(?&=G]MO8O=6RV$UN_ER-M(K(Q=&'#$9R%
(&.^,X'(36JO_6@7=G;^M49_@_Q%-FCV%EJ6HW$]]/8RROA6D"[-VT<+D<=!BM^[\0Z98WB6UQ/(C.X3S/(D,2L<85I
NQ"VDN9FA94AC*AG)&,L0/S(KAM%T_7;6Y-M\&"?P]>HNF:?);73^=;$(Y5%&,2Y(^0G@=".^0$OZ_'_('WC>W]>1T=[XAT
M&]T[3IVU]2UBNKQ([3G&<5R7]F>(?^$:%M_P-(U?\-V@>(/[0\OS[7-M/D_;/-
SGSL9OQC/7VYKJ3;,E:>)]9OTTR6XM[NQA$9CEC#;T\S*89A\QW#!S-MMZY([CV^_P#)?\%-]]+^M7^A8M-=TC3?#NGS+]-
W?6\L68)O*DN9[A1U?:BE-MF[9.*BU/QKIMA'HTL2W-W!JLNR&6UM9)AMVEB?D4G/'3KU.,XP-$TOQ!;:%-MX8L;C1YX$M;=
[>[,4T-GC;"A2'#G$9YSL._(7C&:DL="UJS\/^%8FTUFGTF^-M+30BX1F,961-X8G!^^#USC/?BJLN;YA_P3I+'5M'DO\
69H=9,WV4]+R-Y'"2,_7%2VWBC1[I[E!=-"]M&995NH7MR(QU<"15RG^T,CWKE+W0=-M9UB]\70_V?-9+?
BW:TN998C'(T.."%-M;V&EZ_;Z%X,M9/#M[YNF7ADN@)[;Y%".N1^]YSO!X[-^V>Q\6Z3=:UX?EM;*
M15NDEBGB#G"NT;JX5C@\';C\:II?U\O\W]P=?Z_\E]Y);>)]*NQ=B&2X,MH-MF^6W>SF28+V81%0[-XX*@Y[5B>"
[V/Q*B:]]JU9+G,BRPR+-';.I=@@5)%"'-M-Y3G/WC4R6VHWWB"'Q'/I%W:-96,UN+(RPM+<,[*>"KE-HV<;F')Y-Q4W@&
MWU"P*V]AJ6F7%C<6Y8$2R1.'RQ;*F-VXY[XH7Z?K_D)_P!?=_F+=^)(;KQ!-M?
^&8O[0MKE+02"ZBM'(4MNP0Y0H,!>K<$\#)!%5_!GB6VN]-T"TO+V674[JQ-M27?+&^)F"Y,$F-I8=2H.1Z5+=VNIV?
B[4=2@TR2\M[G3(X4,4L:D21M(=N'8-MW(C_'319_UO(RP/&>/?BG&U-MON_]N_X!4K6T_K1?\$[4>
(=,.HIYGD$TA*QLT$@BD89RJRE=C-P?E#$\'CB-MKE[?6VG6K7-W*(XE(&<$DDG-Y))-(-Y)->>>%_#&HZ3KD5G>^"-
"DCMI&=-M/$0:+SG7)*DILWF3'4Y-SDY]>Q\4Q:A-HVW3;1;J83Q,T>(RX0."3'YGR;QC-M*[N-14]$+JR6S\2:3?:?
<7T5T4@MG*3^?$\+Q,,<,C@,IY&-1SD8ZUR]CXFB
M'CW5Y[C5;J/1X=+BN#'>QM;K;MO96.QU5AD*#E@3SP<$56/AC6PNL&"T?+:K-M;:E;K-<8XJQ+9^()O%&I:V-
!D%M!CU/%#TU79_E_GH/3;T_-?H='!XNT2YDMDBNW8W4'VBW/V>0+,G-M7Y#MPS<_=&6'I5?
4O$>A7/AMKR;6);"TDE$(F7=!,L@;[FUEW!N,;<9QFN'SK?]:R,_-QGCWXJOV^9&=6R3YN!@)R/<8SSBI)*5EM?\-5?
IK\B$VU_79_JOQ.TNO-M%FB6EQ>6SWWF7%DJOA*H"?<\<#DTV35M(N==TF%-8(NIHGFM[6-M&7Y;B,K]]E-Y-R"<*-
>U#_A';\07>E0P0YFMLM(N\E<>;Q_K,G-MC@\],U-(T_7+>3P.DWA^]0:7:O!=N9K&Y@DC>0YX"AE^?C&2N0#WJ'3]%U#3?
%-?3$OK73)6>2\@N-M)XY+=F8$YA&2Z-NP2.%P3QFL1](U^+1/"]@-!N)'TS4Q/.T=Q!@HA?D;G'W@
MP('7KG'&4NGR_/4;ZV_RT.NG\8Z';V<5V]U*89$,F4M97*("06<*I,:Y!&6-M-'!ID_BVRA\3VFB^7+&5
^=5*@=+I^MV&J3S06SRB>'!>*-M>WDA<-\!@KJ"5.#AAP<=:?]6]V>EQ(UU)(&D.V..&%YI'/?:B-L<=3@<=ZYO-MP/IUS;-
<37?@?2/#4N!'NLI(G:X]_D4;5]-23],&];MY/#^W6O$=V))-=DM[6-M9I=LMQLE-2/"KRI-(-P3TKN&U>R74#8EY#,N-
Q6%RBDXP&<#:&.1P3GG.*-M\\.A>);7P^]J^AM<2MXB_M%5M;J(GR1.)"3O90#@8-!/OBN@U/1M03Q"J6B
M17UI=3RQFZ<3QFTE1=H/FQEBV[;D-H,Y-R<4UJE_71?\$;W=O/\-_H;DOB3-M2H-22PDN6$SR"(-
Y+F+S#T0RXV!_]DG/M6>?$WAW3Y]:OIM?4QVKQQW:R2[H-M[9\$!5&.&..0,G-
9&F6OBK2]6FT:;0K+4='>]DNXM4ENPIB#R&3#1%2S.I)P-M1@<#D5F^)K?48M.^(=S2(J_EQE3PKEAG.1D#CK@\5*Z?UV
M_P"#]P[7=O-?]=M'KNG:K//IEK>S0W9A+H?):-BA'^LC+KM<#(Y&X9QFN;T'
M5[8^!]!;6]=N8;JZN@D!W(J;5/$^D:.P6]NF7Y1([1P22K$AX#R%%(13@_,V!P-M>>*X_4=/UVYM_'4Q27GD:>VVZ+V$ZL
MAZD;2@+$#DX!P#S61IEGJX^(*ZC<:-<06?\-9,=F9S-"RAPQ<\!]V.<=.OMS-M4VHZ5,?&L26TB"SU&(3:A$2D_:X_-
MY'AD2.9-M<9.UV4*Q-!)4'(QR*U+W_CPN?^N3?R->>>%K2_UGPAX/B_L^:"WTY(+PW)DC-M(FVQG"Q@-NR20#N"C&
<$T=_Z[CZ'7V/B[0=3*?8M2BF1UD=955O+(C(#G?C;-MQD=ZFL/$FE:E>M9V]Q(+A5+B.:"2$N@_C3>HWKR/F7(Y'-
H!'OWJ]-I>]^)+[3)[VPFTAM/CG1W,T;^-M:SQ[/DV,3LY+?-M/-X]$_P"ONO\-GH']?C_EJ;UIXDT]^U#[#;W+-.REX]T+
MHDRC]8W("R-9&=I.*6/Q#IDNI+8+/()Y,^47@D6.4@9(20J$<@-G"DG@USGA-M>/Q2!!I&N^'[*&'3X/)BU:.[5S*-
NT&.;/;N0D8SDC\:RO"/A?4-,U".PO_!.-MA0_9%*)XA@:(2S#&-P0)O#D=22.OZ;?7\EC;SL;A(A-M>-M)T#H?XD9@-XY
)4G'>N(US3=>NU\<10>'KU_[5MTAM'$]N%0#-MCMGBM+[/]DOC'3+Z;0;R.RCTB2VGD>:#Y'8HV"!*3_-02->2.V2$OAO_
%LW-M^:_$;W_KNO\-_<;D/B_0)KF.#^THHGF8)-9U:%;@G_GDS@"7M]PGK6W7D?A-M77)'UK1+2_T3Q-
:VE@OV>R:72"D,99=G[R<2,)!C-#!5'0GUKURFUH+K8***-M*0PHHHH-****-"BBB@-HHHH-****
"D8A5+'H!DTM07LEQ%8SR6D<4EPL9,:-M2N41FQP"0"0/P-)NRN-*[$L+ZVU.P@OK.3S+:=-\;[2-RGH<'D58KA[#Q?K&
MH0>$W2TL4&MPNTKL[GRF"%L*O<<=VYZ<9R-SPOJUWJME>"^$/VJSO);21X%*-M)(4/#!225R".,GZU36O]>A-_Z^__"-
RHKFY@L[66YN94A@B0O)([855-R23-MV%V#6A>:M?7NK7FE-MZ6UM$;*".:Y>YC9]^_=A%-9<'"D[CG&1\IJ7\-
T4K7LS9T_4K/5=.BU"RG6:-MTF7='*,@,/7GM5*#Q1HEUI9U.WU".:Q$XM_/B!93(6"@#-Y^9@,CBN.\#:K=-M_P#"
(>&=$TQK>*\ETYKEIKF)I$CC5POW0REB2W]X8P3ST-;1-:U'0?"-]>6U-MO:S.WB.:&?S'8!1)<;"5-'S'+#@D^]H^KWT_B/5]'O\
],[6B0SQ2P1L@*2;L*P+-DC8>00#GH*:5P>F-MYOT5RNO2ZP/&?A^WL;^V@M91.\D4MLTA8JH[AU],0/0\G/2J=[XMU,:/J'B*
MQ2S?2=.GFCFMI(V)Z5(FVNRN&PIR&(4J@'>I+B66;2I)K*5(Y7A+PR21EU4D9!*Y&?ID5YU-M]\^K76@^
;J^NK>ZNKB]$JN(6CP&MI3\WS-N.C'.> #2_K\+_D+^OT.OHKC8O&R-MX<%];7%M[UTT\=JL5K'Y#"9SC:\M)J&
MG6FJ6IMKR(O'D,-KE&5AT964@J1Z@@UE:EK.H6?BW2-+CM[9K.^CF)E:1O,# MHN<8Q@#DV:9:.UIM_J5YI
MUI>1S7=EM^TQH<^46S@$],\'CK60FL:SJ4\MSI"6,ME;7K6DMO(K"60*P5W#-M[@J8Y(4]V0!R,\8FI7MYIGB;QI?V#0+?
&9$.WSB00&4\@8SGCWZ4-M7ZOM_E_F.VMEO=?G8]!]A].M:;I,MI%?7D4$MY*(;=&/S2N3C-Y/4?2L-/$-M6H+XAT6VF-K]AO\
3)+N0+$PD1T"$X;<05._IMR,=37/Z[J5_K>G>%]6=K5=-M.O-8M);>%8V$J*6.TLY;!R,'-48]35*?$6HZH)-)T)
[G25NFMI')A&0LA-M1Y-YG##&"=IBR<=>:S?'&]WVL>!O%4MHUJFFVD<]]Z21L9964_,P;<-H!R,%
M6SCJ*G>W]=O\REO;^OZT.^T^TM[2TC2V,K(5&'FE>5V';+N2Q_$TMC?VNIVW-MVFTE\R+>\>
[:1\RL588([$$46Y<:;$8U5I!"-H8X!..,G!Q^5<9:>,]:N-)T
M.Y:QT\2W^IRVXK[8MKN!MX^;B,\G'TYXIK5K^M[$KX4_ZVN=Y2,P52S$!0-M,DGM6%X=U>]O[S6;"_\
L[3Z;="'S;>,HLBM&K@[2S$$;L'DYQGCI5*\FU@_M$]QMH+^V33_[/DE:!]9F8XD0'Y@XY.1@X('/!SQ-MEW_
,KC>E[]#>TO5K#6-M[%;W3+]J.ZM69E66,Y5BIP<'OR*NUYOI&KZCHNDQW,0M7LI?$-Q:S1,C&1O,N-MF4,K9
7!/0@Y'<5IR^*/$5YJLG]B:$]WI]O=-;2L?)&\]VUR':=63'/!B;.!-MSSFG;M_6W^8/1O\-KO\-Y':T5GZYJL>B:)=ZE*NY;>,OM)QD]
,]N<R<-M1W*QG/EL<_*3TSP>.U9":QK.I3RW.D)8RV5M>M:2V\BL)9-K!7:9JOCV_L&@6YM8+>=//C,B';"200&4\@8SGCWZ5-
[:OM_E_F5-M9MV6]TOT._ILDBQ1/(YPB*68^@%+KG5-'OYH)K";5+6)I)-/ECDMI+=NR2!MS8Z_,>,-9I
MRT3\K_AH*.MO.WXG56=Y!J%E!>6K^9;SQK)&^"-RD9!P>14]<=8^*-0UFUT.-MULS:6^IZCI@U"22:)I(HU^0$!
ZELEO[W&.]5G\:ZH+*$+8V1O(M872KW,KA-M-21ATXY!#-X)XS_%BJ<;2M_6]OS%?2_];7.ZHKCI/$^]VWBNKG2Y(B
MCVEN^#'(-=QCW%F*#)(!^;'&*W/#VK0ZUI:W<-_9WRYVF:U4HNX-9!0DE#G/-MRDDCBI6NHS5HKE+K7-C8QGL?:JEEX
MH\1ZIJ4,^GZ"\VC23-"9&,*X4.5,H?S]V./N>4#[T+4'H=M17-#Q=XA3P]?Z-M[/!ID<.F7DT-
W:QB1VDCC8*2DA(P1R>4.>GRUJW&O:K?W.K)H1L57265)4NX-MW8W#%!(54]P\L88#<0W.>..3I?\
KN.VMOZWL=517#1^,M4U>_T>#1[:RCAU-M;2I+V"6Z9V*2+M^5E7'&6'()SST[V_"L^N3^)?$:ZC?VDUO;W21)%%;,A7]U
M&PPQ<_*-QXVY)YR.E5ROKY_AH+I?T_$Z>[NX+&V:XN&*QK_=4LQ/8!0"6)[-M

DU%IFJ6>L62W=C*9(2Q7YD9&5@<%65@"I!Z@@&N7|=?VJ=6|+I87EI LFI! M<3VK2X?RI""<2+E< |>N#GC!=:>(]M3?
2[_PM_F-K;^M[_Y'945QJ>&X=+O[>V2XOS'*)K8RAL1.PSAUX^7IZX.>,%)7 MMY_U^@UK?
^O,WM/UC3M6>Z6PNXKDVLQ@G\LY"2#JI/J,U>KSF?5=2T*3QKJM
MG]D9+. ^CFFCF1F,JBWBW*N&&PXZ,=WTK6UKQ+K?IJ2Z?X>TEKR6VCCEG8K$P M.\$A/GGB*\#
[P#CVXI]%_72XVK.QV%4;[6I)TR>&"_U.RM)9CMBCGN$C:0^B M@GG*D@GN9-
+CN)K4P730AWMRP;8^,E5_:FJ65CYI(C^U7"1;R.N-Q&>HK"\0^%M-N=%M-(C1K:!KX2 MQ-_=K0.2S[D(^[AN?
TZ53LM);TVPE/]W<&4G/IGFN7U<'1/&L_BB/B&*>*SU#W@D1=KG_7_&]+G4Z9K
M/AX3IHFGZU93W5N#'|F%\)IQMZALL7)'?/-6H];TF757TI/5+)}109>T6X0R MJ,9Y3.1P1VK!UI8]!\9:;KP15@OP--
O7QC!)S"Y/^]E/^!CTK8TF-+FZO-5\ MM0\[^3&^W!\1"0.?0MN8>Q%&^K%MH:M4--UK3=8:Z&G7D5S]EF,$QC.0D@&?
MN>A(SV]KK.K3VU_8:58&%;^_\PQR3H7CB5%RS%006Y*C&1UZ\5R.@7NH:=)X MPE#68NO[:1))Y/EAC!AB!?:6!('78&R>@-
):W_KJE^H/3^O7_(]'K+TKPYI& MAW%[<:;816\U[*9KF1V2>.@S7&W_B/6M3\#:O+!6=^MFUP
MMI(JRH63D1LP9,A_4\#@\@C2U3Q#XCBOGTO2-.74;VSBC>[EBAC$;LP.%"R7 M*-'G'WLR?0XH_K\+AO\
UYV.JU*&VGTVYCO)&CM3&?-=9FB*KCD]U(*\=P15 M#PHNBIXQ6< M5W>+=*9A'O) C78P!/RM\V2!@<'-5?
AAG_A7^GYZ[Y_]_GH;_UU:$WM_72 MYTFR:C:)?R#=1_P 4_P".9];7"V6I7QT^^YP%?:IAD/XY3_@8H6KL#T1V]]K&F:;/;P7V
MHVEK-\6#VA4)M/\ P(DM M]"/2KESXIU*U\2VEJ_V$VT]_]B:V2-WEC!!*R-*K%%R #L90<'K0N@/2YV=5 M=2>RCTRZ?
4FA6Q$3?:#,1LV8^;=GMBN5L/%6L3C6[N\@T^"RT:\FBN4C+N[1 M)$'!5N!NR1G(Z'VYT[*ZUZ=EFNTL)=.NK4RJUN&5K=L
A22Q\P$$_,N,=.: M3^&_E^EQKSS1A>Q19&(0<]@.*VZ\\(ZO]. MG:/X)M)!:O8:E:" *J-
YL;K$7#;LX((4C;M&/4UZ'6DU9V_K0GR"BBBH&%%% M% !1110 4444 %%%% !1110 5#=P-'ET#
[;LU*]O/MD[7#_:1%\KM]XC8B]>.N>G%1VNNWBZ_'I.J:='-R7$4D MUK+!<&9'5"H8-
E%*M\P..1[U%;^*&FEM[@V2KI%S/]G@O/.RS/N*@LFWA&(P M#N).1D"JU?_7G_FA/S_*_J[$U/P=9ZI+JK/?7\,6J0B.YAB=_I(&
X)4L& M QQG;Z@U-/X6MI=16_BOKZWN&A$%P8I%Q#BF:IX@O=(F MCN+C2E_LEID@:X6X_?(SN$#&+;C9DCG?
GG[M2^*?$_P#7]="A9^ M-TRSTZ'3KS4;273U:.&Y2.V*CD^'FG'2)]-MM1U2UAGOOMTC),CDR;]XP)%8*-P!X SCDGG
M/6J!5.V\$V=KH6G:8FH:AOTULV5YNC$\/&,#"!2,$C#*<]\UTU%(#F-0\$VVH M:?\
97U348I7NH[N>ZC\GS9Y8]NPMNC*@#:O"J!QZ9JY8^'%L?$=YK7]J7T\
MUW$D4D,HB\O"9VXVQALC+=^_/;&W13N!FZCHL.HW]A>M/<0SV3.4,+ ;E889 M6R#P>.F#QP15"7P?927-
V5NKR.QO7,EUIZLGD3.>I.5+#..0K 'N#DUT-%): M -**4*$?*1C'M7+Q^!8(8M'BAUG58XM(E,EM&&A(Z%0K9C)
("L5'0X.22>:Z MJBA:.ATL>;4+V\O6C$/VNX*"14!R%&Q54<]>,GC.<5KT4_"],U"UU&'4I+F\DO MP@EGD94D 0EHPIC50-
D]P<9]2:L^'/#D7ARS:W74]4U%V.3/]5T9Y,=@"< # MV %;5% &+]?AP:GKEAJO]J7UM+8AA%% (MAW##$[HV/(P.O;BL@?
#Z$:.FF# M7]8\I+[[>'Q;_-W^9_SQQC?!\V,>W3BNQHH6FW]=0W.4?P!IA\1/K,-_JU]\ MKB2YM;6]:*WN7 W2(O4\<] >XJW_P
(E;/K&JZA/?WLZZG;BVGM9/*$7E@$ M #:@88W-_$>O.>,=!11TL'6YSEMX,LX;O2[J:_U*ZGTR)X8&EG"Y1L?*X15# M
!0.1SWR:K/\/M,DMH+-[[4S8VMRMS:VHN JVS+G 1E <#GH6..@P.*ZRBG= MWO\
UW#R.57P#IL7B636K>_U:V$TGG3V,%ZR6LTG=GC'4GN,X/<4_4/_^GZB
MNIPO>7\5EJ>3=6<4JB)W.,N,J65C@9P0#U(S73T4O(/,KV]FMKI\=G#+,%CC M$:2.YD< #)9LY/NW+ZC*)98YQ%L5@
HV[44* .2>GKS4MYH M<-WK-MJHN;F"Y@A> >4P"NC$'# @]"H/&.F#D$BM2BD!Q_| PK^+^R$TW_A(M-8\M+
[[>)#]GW^;O\S_GCC&_YL8]NG%2R^ --?Q(VM1:AJ]J\KB2YM;:].W MNG W2(.O &0" >XKJZ*=W_7]>0;E:_L+75-
/N+"]A6:UN(S'+&W1E(P16%H M?@>PT2VNK9M0U;4K>X0Q>5J5XTZ11D8V(IP ,<>OO7344@.?LO"<%EY(.I:A
M<+:JRV0N&C?I)E2N4.S+$ X!?>?S-4(_ $,6EV-@FOZP(K*[-Y$V+;=YA);G M]S@@$L>G\1]L=?13OU_KN%CE9? &F-XC?6H+
[5K1IG$MS:6MZT5O^34_AB.XN+FYE MU*]:ZEMVMHY\1;K>-L%E3Y,')4'+AC6[10]=_P"K@M#F8?!5K;;IEM!J>HQ
M7.F1F&UOU,7G+&<#81Y>QEP .5/0'KS3K_P9:WME;6T>HW]KY-W]M:6$Q%YI M@+)/$/\ :-
Z9W@%M]G/E>4(PU=711ML&^YY[X2TA=7AU7[8VKP6KZI/.UCWN-4FO[>^OK&2Y0)=I,.@2Y &!N#*V#C
MCI'4;VZDU(@SQW M BV?*-JX"HIX''7ZY/-;E%+ ^OO YZP\(6=@T$:W=Y+8VL@EM+&5T,5NPSC;A M0Q R]SB>Y.+<'=@#Y?
W/ (51_P$=.<]?1 M1_7]?<@_K^OO9@V_A@P^(XM;;6=1FG2V%]T4@@$;H.>=L8.2WS<$<^W%7-7T M6#6#9-)//!+9W
N(9(& 8_5(Y!&"K,#QWXP>:TJ*+@ H;FSUNUEUW5S M%K$@>YY@R,_+A3Y7 VJHYR>/7)*ZKX LM6NK.]?
5M9M;^WB6&2[L;O[/)@'7C%=910 R&)(($A3.Q%"C))/'J3R:PD*16E_+H:8D\I
MFGMK8QM#*YQD[9$;;G'.S;G)/7FN@HHZW#I8Q]2T%K];18=6U"Q%M)Y@^S^4 MQD;U8R(Y/?
ICK]*GU#0[#4[W3[VZA#76GR^;;RCAD)!!&?0@\CZ>E:-% &$O MA>)VU9;W4KV^M]34I-;7"P[%!&WY=L:MPO')/Y\U!?\ @Z"
[DT@V^J7]A%I. M/LL%J(=BD*4R=\;$_*Q&,X]L\UTE%"TV S];T:U\0:+=:5>[_(N4V,R$!E[A ME.."" 0?
45;M;;*SM(;6!=L4*+&@] !@5+10!EZSH4&LFUE-Q[O;* MYBB%N[V\@_?Q Y"2;PV>2?F&&&3@C-3>'?#UEX8TE=-
T]IS;JS./.E+D$G)Q MG@#/88%:M% '%:I\.EU76)]1D\7>*K=YB-T-I?K#$%'10JIT&3[\]l:V-<\,)
MK:V"#5+^Q2QE6:);4ØD%U^Z3YD;=.>.G/.:W:*%HK]=1 "% +$G&,GJ:YX> M#[:.;3=3T[4]0O=4M=1;?
EV(1M/'^7&OH.N>@Q7144 8%[X76[U^PU9-6U" MV:Q0I#;PK!Y04XW [HRW(4#[W';%0CP59J-BZAJ*PK?
F_BB$B8BD+%F .W<0 M2S9W$XSP172T4?U^H&#H_A6WTG^U%:]N[Y-3E::X2[$14LP"G&Q%X(&#GI6 M?I'P^LM#2YCL-
9UQ8I(S%!%)>F6.S4_\\D<%0?0L&Q7744?\,!REMX%AM8M"
MBCUS52FBDFV#>0=PP5P_[KGY25XP<'/7FNKHHIMM[@%%%%(HHHH **** "B MBB@ HHHH ****
"H;N[M["SFN[N9(+>%"\DLC855'4DU-10!Y]H7C[PGXO\ M$?DZ?
J3W.HR0R0V*VTB^3'U=RS*!DX7OV4>M5H(%N/".A>$8Y5_M:QNK9;B M"S1I#
(&,C#LK!.&/!R,5Z5133M;^MG<'=_UY6/.];^)G@LZZ-&O-85FM9U+ M016\DOG3 Y5 54CAL'KU
'8TSX@QZ\OA[7KEM.TV2U>$)',U_()8XLJ<>7Y) M7)/)^?GCG@5Z/1273^NW^0,S[34AYMK87OE0ZE+
9C!$[2*%4@$ARJYY8=0# MSTK0HHHL25@HHHH#"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M*** "BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@
HHHH **** "BBB M@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M"BBB@ HHHH **** "BBB@
HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M*** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@
HH MHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB M@ HHHH **** "BBB@ HHHH ****
"BBB@ HHHH **** "BBB@ HHHH **** M"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH * M***
"BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ HHHH **** "BBB M@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M"BBB@ HHHH ****
"BBB@ HHHH **** "BBB@ HHJ&[MDO+26WE:54D7!,,K M1./HR$,/J"*3=D!-17G7@S7;?1?!6EW>I3ZK>3ZE>-
;B222:Z._S61>6)"# M'IG'0FNQTK6X=5N;ZU^S7%K=64@2:&X"[@&&58%68$$=.<^H%5;^ON_S0K_U M]_|
D:E%>>>*OLMO\0=,2[N=?%I=6,[RP:=PVK.WI^)Z!1 M7/1>+
[4KJ0N]/U&SET^%;B6&2)9':)L[741,X(.UN,Y&.0*2U\86EY90745A MJ.RYCB>T5HE!N3(I8*AW8W *XU&_\S3Q;3?9Y
MH;QDC9)>"%+;MG.1R&V\]:Y7Q)XETGQAX U.>PFD$EE/")(TN5.QBZXRT+LC MJ03QN8>O(X.OW?C;_,.G]>?
^1Z516+]/B.*PN);>&PO=0EMT62Y6T5"8$;." MVYEST/RKN;VY]$^,=,>ZTZVM$NKN34;=KFU,$)V2(!G[[84'IP3QD9Q0']?U
M]YT%%<!%XOLY]+M[R"TO)9[BXDM8[(*@F\Y-V]"2P0$;&YW8XX)R*T=%UBWU MS35O;>.:
(;WC>*90'C=&*LIP2,@@C@D>AIV8&A15;4-0MM+L9+R[?9#'C) R M22< =R20 /4UC?\)A:0O>17]AJ%C:= MI>0KJ-
L;BTFF10DH !9>&+!@"#R #V)K4O[$;A#Y$D M\\4)SO$$K1.W_U(9?P(/O0TT":9:HKE=(DU>ST+6A;B;4S;3RII@FE!DE4*
M,*SL1G#[EW,:G'?WOB7^V%"&YL=:NA*D0.2'AV@*4)R,CTQQ M36K^5P>B/0J*XKQOJ,NFWMA/J*ZBOAH1R?;)M.>1)
(I,J49S$0XCQNSM[XSQ M6G;:[I6G>')-8EUV.[TMI T-T\RD!3A53=P/O<9/XGJ:72X=;'145Q<'Q/\ M#\^FSWB?:'\B:.&6*_)Z?3?
BEJT]O:7U_OTB"7[/!(&.3(P)42.%7A1P",XZ$TOZ_"X_Z_&QWU M%+&.]O M7U""6:W%O!D.(\[EW$A=V1C
/<=CF@#JJ*KY:]L59#-;&5%;YEPZ \D8["' MM7+AY?#6IZQ+%=7ESI-KIWVF2*YN'G:.8%CA77,UQK$J0WD)G!1"<)M8 ?
+C(SG)Y]]>6%UI_B/ M2);"_O9);F=A>Q37#R1O"(VRPC)VQX;9]P#[V#G-5:SM\A7NKKU.IHKC/%NJ
M7XN=,6PN'@M4U6V@G=.#,6<90'^Z!U]2<=B*[.ETN/K8**** "BBB@ HHHH M**** "BBB@ HHHH **** "BBB@ HHHH
**** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@

HHHH **** "BBB@ HHHH *ANVN5M)39Q12W-7]VDTIC1C[L%8C\C4U%)] MX'F]IX4\56WA32=(-
MHS2V&HK>%_[0E"NHD,F/\ 4<'G'X9]JZ31M,U>T\6: MYJ%Y#9+9W_E>48;EWD'EKM&Y3&H&1SP3CISUKI**J_|
7W+]$*W]?-O]6NT8]#7;44AO7^NQPL7A75[:ZU6\M;;2 MXY-0TR.V>(W4K'S5+@LTI3ED\)ZY_P (7H%I:W=G:;[H@C:!
M\M+;R,J&,AOE5MK*3T&1[UW-%.[_ *\K_P";#^OT_0X^]T/Q3J_AV WNI.9; M^(+6X6YMI+2%_LZ,H(VD,2S
AF!/'7@<5!J>D>,M9\%W%A]+Z')JEQ(G%N\L M,$:*P;.XJ[,QQZ <^W/;T4OZ_K[@_K^OO.6&D:W8ZW=ZGIZ6#_VG'%]LMY[A
MU$,B+MWQL$.\8P-I"YQU&:HV?A+4M'U/PTNGI936&DVTL,DDURZ2NTF-Q"B- MA@$9^]WQQCGMZ*/Z_/\ S8?
U^7^1P.G>&_$]MIZV\PTX1MJ<]W/;Q7TH6:*5 MF;:7$0(*EAQC#8Y(J]H^E:UX7TN&QM$TEHFU.1S$"ZXMY'9L(.'&X<=,|^
MG8T4T[?U_78'K_7K_F9'B;1#K^B26*3^1,'CFAE*[@DB.'4D9&1E1D>E8U]H
M.M:K))J=Y!IT>I16$UE;0Q74AB;S=NYVW:"X*WLA+90)E!Y(SP >2.3CMD[GBF/Q)-I@
MA_V:MT[8>2_DD557O@(I))Z=1BMRBJD^;?U^\F*4=CF="B\86VC7(U9-!: M^3:MI;V)ECMP@_O,RE@3TX! P..M:=E8SO?_
-J7\5O'>F 0".!RZQKG<1O(M4MDX_A'2M.BB_4+&9?QZPEV;C3VM)HA#M-K=>)$\3C
MX>W9\23:4UZ;FV"+IT<@C4>>G)+G)/Y5T*:'?:AJL^J:F+:"?[%)96\=M*TJ MJKG+.S%5Y.%XQQ@\G-
:^I:/IFLP)#JFG6E]$C;U2Z@655;ID!@>>:M111PQ) M%$BQQHH5$08"@= !V%&Z=^O^5@[?
UUN<++X7\56NDZ'<:1>Z7#K6EVWV,QS^ M8]M<1$*#N(8'*!A@<=.>M7-2TCQ1?OXR81=BH=W[MGKA >,]
<=LG6.C:W;^($UZVBT]]F>QCL[FVEN7"1;69MZ.(R7^]T*KG'45UE M%*_]?*WY#>O]?,X.Y\'Z]H\5A=>%-0L5U&!)8[A-
01_(N1))YC'Y264AB2,> MN*N3Z+XCN?$_A[5+@Z9,NGQ2BY=)9(BS2 [$V-PH'&6R?:NPHHN!4U0ZB--
MG_LE+9[!;B$73LD>?5BH)Q!!S[5RWAW3/&C//:^*F\/-ITL3B0:<)C+,[<$N
M9.,8ST]ATXKM**5MP.5M/#VHEM+M[]K62TT8[[1D=M]PP0HAD&T!, GH6R<' MCI6?86GQ(_M_S[YO"T=A+*/-:
SR7"0@YV*6-7\2!U)KNJ*=W>[%;2QQ6N_# MVTOX[06-Q?Q&._CN95DU>[V; ^Y]B[R%;K@@#'8BNS1!'&J*6(4
#FZ;K3_:O#VI1(MI3_8/12?\ =/:KFCW5KX5_LBQT_1+&*VU; M4KBWDE@(A9&5I"I*!,,-J8^\,
<5=M0>FC.^J.2X@BFBADFC268D1HS %R!DX M'? YKB[[Q_4$,+ M=,TO4?#30O<22_9+YIXI%"K'N)7'S*Q'RD8
]S4K7^O*X/0ZVBN1_P"$SGA\ M0:=I]]ID=M!J4\D%L6NO](!0$[GA*#:AVG!#'JO'-2>/]"T_Q!X<6TO[>.0-
M'_$5W_PC,UE=D2:]I_]FR*?^6D MO 23_=92'/MN]*R/ MO%H>E>(+VWT\W^I'69[9I@@\Z;]X "[@$[026)Y &3
MBGU?]=O\Q:V_KS_R/2J*X.;XCM:Z3K-Q+I"SW.DSQPW$=E>K+%AP"K"1@IQS
M@C;D'L:FU+Q!XFC\4:/80Z/9Q07$TQ'FWY!F1(P0?EC;;]X\<\KUQS2_K]1- MV.VHKSR'QC#IFFZOK4?
ARZ%P=7%E=AIX]^[Y$5F(.-HW!0%W>O6:6]Q;P)\5YBJX^2575!&YW#N1P>>*J/\1;U/#UCKP\,3OIMXL> MV5;R/,;/)L
=3@]P05W=3G&,EV_K\/S#^OU_(IVBN4N?&L6EWVJVNL6T=H;& MWCN4=;@,LDM9.B^-M'.IZX4CL;B_%N;]Y=,OEO!-&O
MRA2P52K+Q\N,65@D:*69CT '4TG.VH(QM.T!U\,?V'K4MKJ,'E>0=EL8E:/& " MI=^?<$?05OD\%"+1M(LK#4&CGTFZ-
S:SW,9FSG>"'&Y2WRN1G(.>:N6?BN"[MB@N/[-U&&RN6C6VNI(EV3;SA2 K%D'(Y=5K?JG>]_P"M_K[SA-6^'U[]"ZZ M(?
$'E#69(GG22R#HFQ5'RX96S\HY)(QV)YK5U+PY]FH:]H>IKJMG%_9@;=&; M%F\TNNUR#YHVC'08.#U)Z5TU%):?U\@>O]?
UV.+@\"3Q-IS/JZ.UAJ#7DM7%Y?&_S'I[(OF%PS(ZF8[X MSC!7@X[UW5%']?C?\P_K\+'":K\/KR_AUF*#6K>W75O(\\&PW!/+&,
(!(, X M&,YQSUSQO:AH-U?7^BWZZA'%=Z<7WD6^4E#IM;"EL]>A!R<=P:W:CAGBN(R\ M3AU#,N1Z@D$?F#0']?
U]QP4_P_UJ?3-2L3XAT\)?ZBNH.PTI\]X96VC]_P!, MHOZ^O&[:>'M2A\:3:_/]=K)'+9I:-;I9,API+9#F4_Q,?X>F![GI*]WM\+6&
M;RXFN+B.%I5MXV4,X'8%B .>.2*+V7]=K?D%K_UYW_,P==\.ZQJ?B+3=5LM7-ML;5=.WF&*;3WF)+KM;.W M5Q\S*"
[L7]RV/:MCPWK2^(O#MEJZ0- MW'Y@B9MQ49/4UJT-6T?]7"]]?ZT. M*@\#WUM+IMS#J]HEW8VDUJK+IY$<@?;\
[+YF2WR(D\+Z4VI3Z?>7=O&1YIM?+S M&"0 2'=<\D#C-5D\71PWMI;:KI&I:4;R00V\ET(G22O@D+NBD<*3C^+&:;;? M]?,-
OZ^1GWO@J\U/7[S4;W5X/*NK..U,=O9M')&8VWK(KF1AD.<\J1@ >YU] M/TS788)4U'Q MTY&V*2&R6$I[D%F#-
^0YZ5MT4@,+1?#S:9JM_J!5 M=;6V\B,A2<,R[FW/@X+9Z <"MVBL3Q3XA/AG2X[[!+=HT\<+;'51'O8*&;) MSC) X!/-
'9!YFW1110 45A6FO7>HZ@?L&G1SZ8EQ);2W7VG,(DB$ACY97!7(MQG=G/;'-5KOQ>]MXB?
0X_#FKW5T(3.IA:V"/'G;N!>93U.,$_^U '345BZ3X MGL=5OYM-,=Q9ZG
@DDLKN/9(%/1@02K#/&5)&:T;":YN+19+RT^R3%F!A\P2 M8) .1QR,'VS0!9HHHH **C\Z/[0(-X\TKOV]]N<9J2@ HHHH ****
"BBB@ M HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** " MBBB@ HHHH **** "BBB@ HHHH
**** "BBB@ HHHH **** "BBB@ HHHH ** M** "BBB@ HHHH **** "BBB@ HHHH **** "JVH&W&FW1NTWVPA?
S5QGGW6))8E M=*8)1]X#((5LX"]:;J%[X@U;5-5%C=V-G?6%X8X#<:U+#Y:#&W?;+$4=6'.
M6)/)P5Q@>@IHNE1ZFVIIEFM^PVM=+ HE(]"^,_K16!6DC_ -UB,C*J^J?]?\ !_X(CC[:X/B&ZU7[3KT^F:OI]Z8XXX[EECBC
M 4J3%D+(KKDY8']<$8XALSJ+W_M34[N32KE)K*$2A0V8-_EE5 #*2V,' MT'.1FNVN=%TJ]OH;ZZTRSGNX?]5/+
K21_[K$9'X4EEHFDZ;:]M#?2JTVU#G$ID!A4'!PA&<8P> M:]&MM%TJSOIKZUTRS@NY_P#6SQ0*LDG^\P&3^-
,/A_16MT@.D6!A2;SUC-LF MU9,YW@8P&SWZT[_U]XNG]=CS/3-5U>XT[PR)-:O%)UZ>PFCCG#^9$K2;=SE=_M[8V
!B1D9R":W[JS7P-J]KJ,FHZS>Z;<1O;2+=ZA-/YTC9@S'+,"1U)ZGO5:XL-:OO$&+J;3QH$126* M*-'-Q)(O/SDG:%#8(P,G_$[?
UT7_!^8/K_75_UZ$^BZ0=/T%;.XN+N:612T MSRWV>M>> ^&YH]+\)^&K9+N[BM-4O9(;V=KV1O+&9=BJ6
M8^5N90N5QDYYRJZ0ES<76E0P0S1/]B688"M\Q)&?0BLQK"V/Q7U6X>:Y M61-)@D51>2JA8O*O*!MI' X(QGG&37:6-
A9Z9:K:V%I!:6Z_=B@C$:#Z #%1 M7FC:7J,GF7VFV=T_EM%NG@5SL/59>&Y;C3?#'P\
MN[:ZN0UU.+2:+SF\IXV20X\O.W(*@AL9]\5:TJ^\0ZO=V>J0WFGV\Z7?EW<< MNM2M\@W]>?^?X'/?% $
M_#G5P"5)1.1U'[Q:P/&=M=:#-X>U*YUJZULQZC$L6FWJ0J9';Y=\?E(A+*"2 M-VX>W>O0-
2T72M:C2/5=,L[Y(SN1;J!90I]0&!Q4&G^&/#^DW/VC3="TRRGQ MM\VVM(XVQZ94 U,='?SN.6J^3_$Y:2=M:3Q+/Z=?Z3<2I
L5TT2P1A 4 M=HP=CANOSAASCBL/Q!J^J77AK4-2:YO8-7T_2X+B2*&Z>VBLYBF\Y"G]\6_N MLI48QD9->FW.C:7>WL-
[=:;9SW<'^JGE@5GC_P!UB,C*)]'TNZNFNKC3;.: MX:(PM+) K.8SU0DC.T^G2A:+ ^OZUZCZW.+/VW5O'*6,FM:BEI=:
(+CRK:81B M*7S%4E"HSGCOGN.A(KG]=OH]2^'+Z]?ZA<+>-J,44\,ERPB@"W0_=F/.U2H& M2V-W')Q7I\/A[1+?4!]$&CZ?
%>@!1<);(L@ & -P&<8X^E.DT+1YKN6[ET]Q M>YEV^9,UNA=]I!7+8R<$ CT(IWUNOZUO^6A*7?\
K2WYZF;XOUF73?",VI6$ MF5S%FXC(81Q,ZAI1U! 4EL\CC-9WV62R\4Z?9:?J%[=:;J=M.]W'+?22F, + MMEC-@
(&.W3'IT6F:?!IYT^&QMH[(H4-ND2B,J1@C:!C&.,5FQ^#/"L M10Q^&M&0H2R%;"(;2>I'R\'@?E0M-
/ZW;!Z_UY6..U+^UCJUYH%M?[38PQM9 MS7NO2VLQR"?-(2-O. 8[3O)'R@$W>PNVA2 M1F0IUQM\P;\C:V5X'R\\]M?
Z/I>]F(ZCIMG>&%MT1N(%DV'U7<#@_2DOM%T MK5/)_M#3+.]\@[HOM$"R>6?5<@X_"DMM0?
D<)Y'V;QYJE^EQ.YADNF>*=7'[T M",G;&4&YOD"XVG.>:[MM/LFO(KQK2W-U"ACCG,8WHIZJ&QD#VJ*#1=*M;V:]
MM],LX;N?B:>.!5>3_>8#)_&G?^OF_P [@]?Z\DOPL_'"