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of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â UNITED STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549_____FormÂ 10-K_____(MARK ONE)Â â˜’ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)Â OF THE SECURITIES EXCHANGE ACT OF 1934.Â For the fiscal year ended October 31, 2024Â orÂ â˜ TRANSITION REPORT PURSUANT TO SECTIONÂ 13 OR 15(d)Â OF THE SECURITIES EXCHANGE ACT OF 1934.Â For transition period from to Commission File Number: 001-15405_____Agilent Technologies,Â Inc. (Exact name of registrant as specified in its charter)Delaware77-0518772(State or other jurisdiction of incorporation or organization)(IRS Employer Identification No.)Address of principal executive offices: 5301 Stevens Creek Blvd., Santa Clara, California 95051 Registrant's telephone number, including area code: (800)Â 227-9770 Securities registered pursuant to SectionÂ 12(b) of the Act:Title of each ClassTrading SymbolName of each Exchange on which registeredCommon Stock, $0.01 par valueANew York Stock ExchangeSecurities registered pursuant to SectionÂ 12(g) of the Act: None _____Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in RuleÂ 405 of the Securities Act. Yes â˜’ No â˜Indicate by check mark if the registrant is not required to file reports pursuant to SectionÂ 13 or SectionÂ 15(d) of the Act. Yes â˜ No â˜’Indicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12Â months (or for such shorter period that the registrant was required to file such reports), and (2)Â has been subject to such filing requirements for the past 90Â days. Yes â˜’ No â˜Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to RuleÂ 405 of RegulationÂ S-T (Â§232.405 of this chapter) during the preceding 12Â months (or for such shorter period that the registrant was required to submit such files). Yes â˜’ No â˜Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer", "smaller reporting company" and "emerging growth company" in RuleÂ 12b-2 of the Exchange Act.Large accelerated filerâ˜’Accelerated filerâ˜Non-accelerated filerâ˜Smaller reporting companyâ˜Emerging growth companyâ˜If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. â˜ Indicate by check mark whether the registrant has filed a report on and attestation to its managementâ€™s assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. â˜’If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. â˜Indicate by checkmark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to Â§240.10D-1(b). â˜Indicate by check mark whether the registrant is a shell company (as defined in RuleÂ 12b-2 of the Exchange Act). Yes â˜ No â˜’The aggregate market value of the registrant's common equity held by non-affiliates as of AprilÂ 30, 2024, was approximately $30.0Â billion. Shares of stock held by officers, directors and 5Â percent or more stockholders have been excluded in that such persons may be deemed to be affiliates. This determination of affiliate status is not necessarily a conclusive determination for other purposes.As of DecemberÂ 9, 2024 there were 285,595,302 outstanding shares of common stock, par value $0.01 per share._____DOCUMENTS INCORPORATED BY REFERENCEDocument Description10-K PartÂ Portions of the Proxy Statement for the Annual Meeting of Stockholders (the "Proxy Statement") to be held on MarchÂ 13, 2025, and to be filed pursuant to RegulationÂ 14A within 120Â days after registrant's fiscal year ended OctoberÂ 31, 2024 are incorporated by reference into PartÂ III of this ReportIII1TABLE OF CONTENTSÂ Â PageForward-Looking Statements3PART IItemÂ 1Business3ItemÂ 1ARisk Factors17ItemÂ 1BUnresolved Staff Comments29Item 1CCybersecurity29ItemÂ 2Properties30ItemÂ 3Legal Proceedings30Item 4Mine Safety Disclosures30PART IIItemÂ 5Market for the Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities31ItemÂ 6[Reserved]32ItemÂ 7Management's Discussion and Analysis of Financial Condition and Results of Operations32ItemÂ 7AQuantitative and Qualitative Disclosures About Market Risk56ItemÂ 8Financial Statements and Supplementary Data57ItemÂ 9Changes in and Disagreements with Accountants on Accounting and Financial Disclosure120ItemÂ 9AControls and Procedures120ItemÂ 9BOther Information120Item 9CDisclosure Regarding Foreign Jurisdictions that Prevent Inspections120PART IIIItemÂ 10Directors, Executive Officers and Corporate Governance121ItemÂ 11Executive Compensation121ItemÂ 12Security Ownership of Certain Beneficial Owners and Management and Related Stockholder

Matters121ItemÂ 13Certain Relationships and Related Transactions, and Director Independence122ItemÂ 14Principal Accounting Fees and Services122PART IVItemÂ 15Exhibits and Financial Statement Schedules123Item 16Form 10-K Summary128Signatures1292Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Forward-Looking Statements This report contains forward-looking statements including, without limitation, statements regarding growth opportunities, including for and in our end markets, new product and service introductions, the position and strength of our businesses, products and services, market demand for and adoption of our products and solutions, the ability of our products and solutions to address customer needs and meet industry requirements, our focus on enhancing our customersâ€™ experience, delivering differentiated product solutions and driving productivity improvements, our investments, including in manufacturing infrastructure, research and development and expanding and improving our applications and solutions portfolios, expanding our position in developing countries and emerging markets, our contributions to our defined benefit plans, our hedging programs and other actions to offset the effects of foreign currency and interest rate movements, our future effective tax rate, unrecognized tax benefits, reimbursement incentives, our ability to satisfy our liquidity requirements, including through cash generated from operations, the potential impact of adopting new accounting pronouncements, indemnification obligations, our sales, our purchase commitments, our capital expenditures, the integration, effects and timing of our acquisitions and other transactions, expense reduction and other results from our restructuring programs and other cost saving initiatives, our stock repurchase program and dividends, macroeconomic and market conditions, the recovery and health of our end markets, seasonality, mix, future financial results, our operating margin, our geographical diversification, interest rates, inflationary pressures and local regulations and restrictions, that involve risks and uncertainties. Our actual results could differ materially from the results contemplated by these forward-looking statements due to various factors, including those discussed in Part I ItemÂ 1A and elsewhere in this FormÂ 10-K.PART IItemÂ 1.Â Â Â Â Business OverviewAgilent Technologies Inc. ("we", "Agilent" or the "company"), incorporated in Delaware in May 1999, is a global leader in life sciences, diagnostics and applied chemical markets, providing application focused solutions that include instruments, software, services and consumables for the entire laboratory workflow.In the first quarter of fiscal year 2024, we announced a change in our operating segments to move our cell analysis business from our life sciences and applied markets segment to our diagnostics and genomics operating segment in order to further strengthen growth opportunities for both organizations. Following this reorganization, we continued to have three business segments comprised of life sciences and applied markets, diagnostics and genomics and Agilent CrossLab, each of which continues to comprise a reportable segment. All historical financial segment information has been recast to conform to this new presentation in our consolidated financial statements and accompanying notes. There was no change to our Agilent CrossLab business segment. See also Note 23, "Subsequent Event" for additional information on recent changes to our organizational structure.Our life sciences and applied markets business provides application-focused solutions that include instruments, consumables and software that enable customers to identify, quantify and analyze the physical and biological properties of substances and products, as well as enable customers in the clinical and life sciences research areas to interrogate samples at the molecular and cellular level. Our consumables portfolio is designed to improve customer outcomes. Our diagnostics and genomics business is comprised of seven areas of activity providing active pharmaceutical ingredients ("APIs") for oligo-based therapeutics as well as solutions that include reagents, instruments, software and consumables which enable customers in the clinical and life sciences research areas to interrogate samples at the cellular and molecular level. The Agilent CrossLab business spans the entire lab with its extensive services portfolio, which is designed to improve customer outcomes. In addition, we conduct centralized order fulfillment and supply chain operations for our businesses through the order fulfillment and supply chain organization ("OFS"). OFSÂ provides resources for manufacturing, engineering and strategic sourcing to our respective businesses. Each of our businesses, together with OFS, is supported by our global infrastructure organization, which provides shared services in the areas of finance, information technology, legal, certain procurement services, workplace services and human resources. We sell our products primarily through direct sales, but we also utilize distributors, resellers, manufacturers' representatives and electronic commerce. As of OctoberÂ 31, 2024, we employed approximately 17,900 people worldwide. Our primary research and development and manufacturing sites are in California, Colorado, Delaware, Massachusetts, Texas and Vermont in the U.S. and in Australia, Canada, China, Denmark, Germany, Italy, Japan, Malaysia, Singapore and the United Kingdom.3Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Life Sciences and Applied Markets Business Our life sciences and applied markets business provides application-focused solutions that include instruments, consumables and software that enable customers to identify, quantify and analyze the physical and biological properties of substances and products, as well as enable customers in the clinical and life sciences research areas to interrogate samples at the molecular and cellular level. Key product categories include: liquid chromatography ("LC") systems and components; liquid chromatography mass spectrometry ("LCMS") systems; gas chromatography ("GC") systems and components; gas chromatography mass spectrometry ("GCMS") systems; inductively coupled plasma mass spectrometry ("ICP-MS") instruments; atomic absorption ("AA") instruments; microwave plasma-atomic emission spectrometry ("MP-AES") instruments; inductively coupled plasma optical emission spectrometry ("ICP-OES") instruments; raman spectroscopy; laboratory software for sample tracking; information management and analytics; laboratory automation and robotic systems; dissolution testing; vacuum pumps and measurement technologies. Our consumables portfolio is designed to improve customer outcomes. Most of the portfolio is vendor neutral, meaning Agilent can serve and supply customers regardless of their instrument purchase choices. Solutions range from chemistries to supplies. Key product categories in consumables include GC and LC columns, sample preparation products, custom chemistries, and a large selection of laboratory instrument supplies.We employed approximately 6,000 people as of OctoberÂ 31, 2024 in our life sciences and applied markets business. Life Sciences and Applied MarketsThe Pharmaceutical, Biopharmaceutical, CROÂ & CMO Market. This market consists of â€œfor-profitâ€ companies which participate across the pharmaceutical value chain in the areas of therapeutic research, discoveryÂ & development, clinical trials, manufacturing and quality assurance and quality control. One sub-segment of this market is core and emerging pharmaceutical companies ("pharma"). A second sub-segment includes biopharmaceutical companies ("biopharma"), contract research organizations ("CROs") and contract manufacturing organizations ("CMOs"). Biopharma companies and, to a somewhat lesser extent, CROs and CMOs typically participate in specific points in the pharmaceutical industry value chain. Additionally, due to the relatively low drug efficacy within oncology, pharma companies are partnering with diagnostic companies to bring validated tests to the market with their new drugs.The Academic and Government Market. This market consists primarily of â€œnot-for-profitâ€ organizations and includes academic institutions, large government institutes and privately funded organizations. The academic and government market plays an influential role in technology adoption and therapeutic developments for pharmaceutical and molecular diagnostics companies. After decades of investment in basic biomedical research by government funding bodies, the focus has widened to include translational researchÂ - multidisciplinary scientific efforts directed at accelerating therapy development.The Chemicals & Advanced Materials Market.Â OurÂ products and solutions are used throughout the chemicals sector in the development, manufacturing, and quality control of commodity chemicals, specialty and agrochemicals, and fine chemicals. Chemical market customers use our products to determine chemical composition, perform impurity analysis, qualify raw materials, conduct materials characterization, and verify and ensure the environmental safety of operations and employees. Our products are used to test for safety, quality, and compliance across the value chains of advanced materials â€“ including semiconductors/electronics, batteries, specially engineered polymers and polymeric materials, minerals & metals, thin film & optics, consumer products and packing materials â€“ from the upstream raw materials, materials production, and final products to the end markets and recycling. The upstream petroleum exploration and refining markets use our products to analyze natural gas, crude oil composition, perform intermediate material analysis, verify and improve refining processes and ensure the overall quality of gasoline, fuels, lubricants and other products.The EnvironmentalÂ & Forensics Market. Our instruments, software and workflow solutions are used by the environmental market for applications such as laboratory and field analysis of regulated and unregulated chemical pollutants in air, water, soil and solid waste. Environmental industry customers include all levels of government, the industrial and manufacturing sectors, engineering and consulting companies, commercial testing laboratories, public and private utilities and colleges and universities. Drug testing and forensics laboratories use our instruments, software and workflow solutions for applications such as analyzing evidence associated with crime, screening athletes for performance enhancing drugs, analyzing samples for recreational drugs, or detecting and identifying biological and chemical warfare agents. Some of our instruments are used in mobile laboratories as well. Customers include local, state, federal, and international law enforcement agencies and health laboratories.4Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â The Food Market.Â Â Our instruments, software, and workflow solutions are used throughout the food production chain, including incoming inspection, new product development, quality control and assurance, and packaging. For example, our mass spectrometer portfolio is used to analyze contaminants and residual pesticides in food. There is also a significant food safety market involved in analyzing food for pathogen contamination, accurate verification of species type and evidence of genetically modified content.The Diagnostics and Clinical Market. The diagnostics and clinical market focus within our life sciences and applied markets business is to provide instruments, software, reagents, and consumables that enable customers performing life sciences, pharmaceutical and clinical research to interrogate biologically relevant metabolites, lipids, protein, and cellular systems to understand fundamental biological processes, as well as the underlying mechanisms of cancer and other disease initiation and progression. The goal is to use this information to develop new therapeutic strategies and drugs as well as new diagnostic tests. Our mass spectrometry technologies are employed by researchers to identify and quantify individual or whole classes of metabolites, lipids, or proteins involved in basic cellular processes and elucidate those which are quantitatively or qualitatively altered in disease states, as well as to identify those which may be useful as biomarkers for a disease. Life Sciences and Applied Markets Products and ApplicationsOur products fall into the following main areas of work: liquid chromatography, gas chromatography, mass spectrometry, spectroscopy, software and informatics, lab automation and robotics, vacuum technology, remarketed instruments and chemistries and supplies.Our key products and applications include the following technologies:Liquid ChromatographyA liquid chromatograph, high-performance liquid chromatograph ("HPLC") or ultra-high performance liquid chromatograph (â€œUHPLCâ€) is used to separate molecules of a liquid mixture to determine the quantity and identity of the molecules present. The Agilent LC portfolio is largely modular in construction and can be configured as analytical and preparative systems. These systems can be stepwise upgraded to highly sophisticated, automated workflow solutions such as method development, multiâ€‘method/walk-up, high-capacity/high-throughput or multiâ€‘dimensional LC and can be extended to applicationâ€‘based analyzers (e.g.,Â for bio-molecular separations, chiral analysis or size exclusion chromatography). As a leader in liquid chromatography, we continue to expand our application space with new HPLC columns, new services and ongoing instrument and software product enhancements.Gas ChromatographyAgilent is the world's leading provider of gas chromatographs, both laboratory and portable models. Gas chromatographs are used to separate any gas, liquid or solid that can be vaporized and then detect the molecules present to determine their identity and quantity. Agilent provides custom or standard analyzers configured for specific chemical analysis applications, such as detailed speciation of a complex hydrocarbon stream, calculation of gas calorific values in the field, or analysis of a new bio-fuel formulation. We also offer related software, accessories and consumable products for these and other similar instruments.Mass SpectrometryA mass spectrometer (â€œMSâ€) identifies and quantifies compounds based on their molecular mass and characteristic patterns of fragment ion masses that result when a molecule is broken apart. MS is an important tool in analyzing a broad spectrum of analytes, from small molecules, such as pesticides, to large molecules, such as intact proteins and other biological entities. Liquid chromatography ("LC") and gas chromatography ("GC") are commonly used to separate compounds and introduce them to the MS system. Agilent's LCMS portfolio includes instruments built around four main analyzer types - single quadrupole, triple quadrupole, time-of-flight ("TOF") and quadrupole time-of-flight ("QTOF"). Agilent's GC/MS portfolio includes instruments built around three main analyzer types - single quadrupole, triple quadrupole, and quadrupole time-of-flight ("QTOF"). We significantly expanded our mass spectrometry portfolio in recent years with a focus on improving performance, sensitivity, precision, robustness, ease of use and onboard intelligence.5Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â SpectroscopySpectroscopy is a technique for analyzing the individual chemical components of substances based on the absorption or emission of electromagnetic radiation of specific wavelengths of light. Our spectroscopy instruments include AA spectrometers, microwave plasma-atomic emission spectrometers ("MP-AES"), ICP-OES, ICP-MS, fluorescence spectrophotometers, ultraviolet-visible ("UV-Vis") spectrophotometers, Fourier Transform infrared ("FT-IR") spectrometers, near-infrared ("NIR") spectrometers, raman spectrometers and sample automation products. We also offer related software, accessories and consumable products for these and other similar instruments.Software and InformaticsWe provide informatics and scientific software for instrument control, data acquisition, data analysis, secure storage of results, and laboratory information/workflow management. Our software facilitates the compliant use of instruments in pharmaceutical quality assurance/quality control environments. With our OpenLab Laboratory Software Suite, Agilent has a scalable, open software platform that enables customers to capture, analyze, and share scientific data throughout the lab and across the enterprise.Laboratory Automation and RoboticsWe offer a portfolio of unique sample preparation automated solutions that are key to a comprehensive suite of workflow solutions to our life science and genomics customers. This includes liquid handling, plate management, unique consumables and scheduling software with solutions that range from standalone instrumentation to bench-top automation solutions. These solutions strengthen our offering of automated sample preparation across a broad range of applications which are integrated with several of our analytical and NGS platforms across the company. Vacuum TechnologyOur vacuum technologies products are used to create, control, measure and test vacuum environments in life science, industrial and scientific applications where ultra-clean, high-vacuum environments are needed. Vacuum technologies' customers are typically OEMs that manufacture equipment for these applications, or government and research organizations that require vacuum solutions in their facilities. Products include a wide range of high and ultra-high vacuum pumps (diffusion, turbo molecular and ion getter), primary vacuum pumps (rotary vane and dry scroll), vacuum instrumentation (vacuum control instruments, sensor gauges and meters) and vacuum components (valves, flanges and other mechanical hardware). These products also include helium mass spectrometry and helium-sensing leak detection instruments used to identify and measure leaks in hermetic or vacuum environments. In addition to product sales, we also offer a wide range of services including an exchange and rebuild program, assistance with the design and integration of vacuum systems, applications support and training in basic and advanced vacuum technologies.Chemistries and SuppliesWe offer a broad range of market specific consumables and supplies to complete customers' analytical workflows from sample preparation through separation and analysis to storage, with the support of our technology platforms. This includes sample preparation consumables such as solid phase extraction ("SPE") and filtration products, self-manufactured GC and LC columns, chemical standards, and instrument replacement parts. Consumable products also include scientific instrument parts and supplies such as filters and fittings for GC systems; xenon lamps and cuvettes for UV-Vis-NIR, fluorescence, FT-IR and raman spectroscopy instruments; and graphite furnace tubes, hollow cathode lamps and specialized sample introduction glassware for our AA, ICP-OES and ICP-MS products.Remarketed InstrumentsWe refurbish and resell certified pre-owned instruments to value-oriented customers who demand Agilent quality and performance at a budget conscious price.6Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Â Life Sciences and Applied Markets CustomersWe had approximately 52,000 customers for our life sciences and applied markets business in fiscal year 2024. A significant number of our life sciences and applied markets customers are also customers of our Agilent CrossLab business.The life sciences and applied markets business is susceptible to seasonality in its orders and revenues primarily related to U.S. and foreign government budgets, chemicals and advanced materials and environmental customers and large pharmaceutical company budgets. Historically, the result is that our first and fourth fiscal quarters tend to deliver the strongest profits for the life sciences and applied markets business. However, general economic trends, new product introductions and competition might overshadow this trend in any given year.Life Sciences and Applied Markets Sales, Marketing and SupportThe life sciences and applied markets channels focus on the therapeutics and human disease research customer base (pharma, biopharma, CRO, CMO and generics), clinical customer base (high complexity clinical testing labs), emerging life sciences opportunities in life science research institutes and applied markets (chemicals and advanced materials, food, environmental and forensics). We deploy a multi-channel approach, marketing products to our customers through direct sales, electronic commerce, resellers, manufacturers' representatives and distributors. We primarily use direct sales to market our solutions to our pharmaceutical, biopharmaceutical, clinical, life science research and applied market accounts. Sales agents supplement direct sales by providing broader geographic coverage and coverage of smaller accounts. Our active reseller program augments our ability to provide more complete solutions to our customers. We sell our consumable products through distributors, electronic commerce and direct sales. Our products typically come with standard warranties, and extended warranties are available for additional cost. Life Sciences and Applied Markets ManufacturingOur manufacturing supports our diverse product range and customer-centric focus. We assemble highly configurable products to individual customer orders and make standard products to stock. We employ advanced manufacturing techniques and supply chain management systems to reduce costs and manufacturing cycle times. Our manufacturing process then converts these designs into standard as well as custom products for shipment to customers. We selectively use third parties to provide some supply chain processes for manufacturing, warehousing and logistics. Inside the U.S., we have manufacturing facilities in California, Delaware and Rhode Island. Outside of the U.S., we have manufacturing facilities in Australia, China,

Germany, Italy, Malaysia, Netherlands, Singapore and the United Kingdom. We have FDA registered sites in California, Germany and Singapore. Life Sciences and Applied Markets CompetitionThe markets for analytical instruments in which we compete are characterized by evolving industry standards and intense competition. Our principal competitors in the life sciences and applied markets arena include: Danaher Corporation, PerkinElmer Inc., Shimadzu Corporation, Thermo Fisher ScientificÂ Inc. and Waters Corporation. We compete on the basis of product performance, reliability, support quality, applications expertise, global channel coverage and price.Diagnostics and Genomics BusinessOur diagnostics and genomics business includes the cell analysis, advanced manufacturing partnerships and research and development, pathology, companion diagnostics, reagent partnership, genomics and biomolecular analysis businesses.Our diagnostics and genomics business is comprised of seven areas of activity providing active pharmaceutical ingredients ("APIs") for oligo-based therapeutics as well as solutions that include reagents, instruments, software and consumables, which enable customers in the clinical and life sciences research areas to interrogate samples at the cellular and molecular level.Â First, our cell analysis business includes instruments, reagents, software, and labware associated with unique live-cell analysis platforms in addition to mainstream flow cytometers, plate-readers, and plate washers/dispensers which are used across a broad range of applications. Second, our advanced manufacturing partnerships business is a contract and development manufacturing organization that provides services related to and the production of synthesized oligonucleotides under pharmaceutical good manufacturing practices ("GMP") conditions for use as API in a class of drugs that utilize nucleic acid molecules for disease therapy. Together, our BIOVECTRA and nucleic acid solutions businesses offer a broader range of contract and development manufacturing services to our customers. They also provide clinical-to-commercial scale production capabilities focused mainly on mRNA manufacturing. Third, our pathology solutions business is focused on product offerings for cancer diagnostics and anatomic pathology workflows. The broad portfolio of offerings includes immunohistochemistry 7Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â ("IHC"), in situ hybridization ("ISH"), hematoxylin and eosin ("H&E") staining and special staining. Fourth, we also collaborate with a number of major pharmaceutical companies to develop new potential tissue pharmacodiagnostics, also known as companion diagnostics, which may be used to identify patients most likely to benefit from a specific targeted therapy. Fifth, the reagent partnership business provides clinical flow cytometry reagents for routine cancer diagnostics. This business also provides bulk antibodies as raw materials and associated assay development services to in vitro diagnostics ("IVD") manufacturers, biotechnology and pharmaceutical companies. Sixth, our genomics business includes arrays and next generation sequencing ("NGS"). This business also includes solutions that enable clinical labs to identify DNA variants associated with genetic disease and help direct cancer therapy. Finally, our biomolecular analysis business provides complete workflow solutions, including instruments, consumables and software, for quality control analysis of nucleic acid samples. Samples are analyzed using quantitative and qualitative techniques to ensure accuracy in further genomics analysis techniques including NGS, utilized in clinical and life science research applications.We employed approximately 4,600 people as of OctoberÂ 31, 2024 in our diagnostics and genomics business. Diagnostics and Genomics MarketThe Diagnostics and Clinical Market. The diagnostics and clinical market focus within the diagnostics and genomics business is to provide instruments, software, reagents, and consumables that enable customers to perform clinical research and routine testing. Our high-quality, automated pathology tissue staining platforms and solutions are used most heavily by the large labs located in hospitals, medical centers, and reference labs. The market focus is on mature economies primarily in North America, Western Europe and Japan. The mix is changing, however, as emerging markets increase spending on human health. The clinical market for genomics consists of high complexity clinical labs performing patient testing, including â€œfor-profitâ€ reference laboratories, hospital labs, and molecular diagnostic companies. While some labs purchase IVD labeled testing kits, others often develop and validate their own molecular based tests. Analyte Specific Reagents ("ASRs") are often used by these labs. Additionally, our Seahorse, xCELLigence, Novocyte, and BioTek platform technologies are used both stand-alone and in conjunction with mass spectrometry to understand underlying cellular physiology and interactions in normal and diseased states, as well to help understand how new drugs and therapies alter the composition, function, or interaction of cells. In addition, our XCELLigence and Novocyte technologies can be used to characterize and quantify immune cell response (for example cytotoxicity).The Pharmaceutical, Biopharmaceutical, CRO & CMO Market. This market consists of â€œfor-profitâ€ companies which participate across the pharmaceutical value chain in the areas of therapeutic research, discovery & development, clinical trials, manufacturing and quality assurance and quality control. One sub-segment of this market is core and emerging pharmaceutical companies ("pharma"). A second sub-segment includes biopharmaceutical companies ("biopharma"), contract research organizations ("CROs") and contract manufacturing organizations ("CMOs"). Our primary focus is on biopharma working with advanced therapeutic modalities (e.g., cell and gene therapies) where we provide a suite of research tools and companion diagnostic development services. Additionally, we provide active pharmaceutical ingredient ("API") contract development and manufacturing services for oligonucleotide-based therapeutic modalities. With the acquisition of BIOVECTRA, we will offer our pharmaceutical customers even more specialized manufacturing capabilities for targeted therapeutics, from sterile-fill finish to a single source for gene editing solutions.Diagnostics and Genomics ProductsOur products fall into these main areas of work: pathology products, cell analysis, specific proteins and flow cytometry reagents, companion diagnostics, target enrichment, cytogenetic research solutions and microarrays, qPCR instrumentation and molecular biology reagents, advanced manufacturing partnerships and automated electrophoresis and microfluidics solutions.PathologyThis area consists of routine clinical solutions for tissue-based cancer diagnostics with solutions that comprise antibodies, reagents, instruments and software targeting both primary and advanced cancer diagnostics. Our CoverStainer and Artisan based product families target primary cancer diagnostics through hematoxylin and eosin staining as well as special stains for additional insights and detection of potentially carcinogenic tissue. Dako Omnis and Autostainer based IHC solution and Instant Quality Fluorescence In Situ Hybridization ("IQFISH") technologies provide advanced tumor typing through investigation of protein and gene expression. These products also include companion diagnostic tests that are used to help identify patients most likely to benefit from a specific targeted therapy.8Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Cell AnalysisOur cell analysis tools are used to study cell signaling pathways, general cell function and behavior through metabolic profile analysis, real-time cellular impedance measurements, and traditional cytometry techniques. Characterizing cellular behavior and function is an increasingly critical step in understanding normal behavior versus diseased states, advancements of those diseases, and response to therapies, providing researchers with a more targeted approach for drug discovery and ultimately more effective therapeutics.Â Our cell analysis portfolio includes cell analysis plate-based assays, flow cytometer, real-time cell analyzer, microplate reader, cell imaging system and related consumables.Bulk Antibodies and Flow Cytometry ReagentsIn our Bulk Antibodies business we partner with IVD manufacturers, biotechnology and pharmaceutical companies by offering antibodies as raw materials and a range of associated assay development services and solutions. We operate in several areas of clinical relevance for the customers and address multiple technologies such as turbidimetry, gel techniques and chemiluminescence immunoassays. In the area of Flow Cytometry Reagents we provide reagents and kits directly to clinical laboratories working in routine cancer diagnostics, with particular focus on blood cancers.Companion DiagnosticsIn our companion diagnostics business, we partner with a number of major pharmaceutical companies to develop new potential pharmacodiagnostics, which may be used to identify patients most likely to benefit from a specific targeted therapy. We support pharmaceutical companies during each phase of their drug development process, from early pre-clinical through commercial launch activities. Companion diagnostics has a history of developing clinically relevant and validated tests, with accurate and effective scoring and interpretation guidelines, that enable successful regulatory approvals in our worldwide markets.Target EnrichmentWe provide a target enrichment portfolio via our SureSelect products, which enables customers to select specific target regions of the genome for sequencing. Customers can customize our products for their regions of interest using the SureDesign software, or they can choose from a range of catalog products, including gene panels for specific applications and Exome designs, which allow analysis of the entire coding sequences of the genome. SureSelect provides a sample prep workflow that can be automated with the Agilent Bravo platform for scalability or leverages the Magnis NGS sample prep ecosystem of instruments and consumables for maximum ease-of-use. These products are used for mutation detection and genotyping. Our solutions also enable clinical labs to identify DNA variants associated with genetic diseases and help direct cancer therapy.Cytogenetic Research Solutions and MicroarraysWe provide microarrays for comparative genomic hybridization (â€œCGHâ€), mostly used by customers in cytogenetic laboratories. The arrays allow customers to detect genome-wide copy number alterations, with high levels of resolution (from entire chromosomal copy number changes to specific microdeletions or duplications). The arrays are offered in many formats allowing the customers to choose from different levels of resolution and number of samples per arrays. Arrays can also be customized using the SureDesign software. In addition to the microarrays, our solution includes reagents for sample processing, hardware for reading the microarrays, and software to help users view the data in a meaningful way. In addition to the CGH portfolio, the cytogenetics solution comprises a line of oligonucleotide probes for fluorescent in situ hybridization ("FISH") called SureFISH. Additionally, we provide a wide range of microarrays to the research market for different types of applications: gene expression, microRNA, methylation, splice variants, and chromatin immunoprecipitation applications. Arrays are offered as catalog designs or customizable designs, with no minimum order size and short delivery time, which differentiates us from other vendors and enables researchers the maximum flexibility in their studies. qPCR Instrumentation and Molecular Biology ReagentsQuantitative PCR ("qPCR") or real time PCR is also a standard method used in genomic research facilities to measure the amount of a specific nucleic acid sequence within a sample.Â There are several applications for qPCR; among the most common are identifying the expression level of a specific gene or calculating the amount of a specific pathogen present in a sample. We offer a complete portfolio of qPCR instruments, as well as specialty enzymes for amplifying difficult sample types. In addition to qPCR enzymes, we offer a wide range of molecular biology reagents including tools for cloning and mutagenesis applications.9Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Advanced Manufacturing Partnerships Our advanced manufacturing partnerships business is a contract manufacturing and development services business with equipment and expertise focused on mid to large scale production of synthesized oligonucleotide APIs under pharmaceutical GMP conditions for a class of drugs that utilize oligonucleotide molecules for disease therapy.Â These drugs have advanced from single strand DNA molecules to complex, highly modified molecules including antisense, aptamers, double-stranded RNA, and guide RNA. These advancements in the technology have greatly improved the efficacy of delivery and stability of the oligos in-vivo. Our nucleic acid solutions business offers industry leading experience to efficiently advance our customers' oligo drug candidates from clinical trials to commercial scale volumes with a common goal of patient health and safety.Â With the acquisition of BIOVECTRA, we will offer our pharmaceutical customers even more specialized manufacturing capabilities for targeted therapeutics, from sterile-fill finish to a single source for gene editing solutions.Automated Electrophoresis and MicrofluidicsAutomated electrophoresis is a separation technique for biomolecules such as proteins, peptides and nucleic acids (RNA and DNA) and is used to determine the identity of a molecule by either size or charge. It is widely used as a QC tool to check sample integrity prior to subsequent analysis. Prominent examples are nucleic acid preparation products in front of polymerase chain reaction, NGS and microarrays. More recently, quality control based on automated electrophoresis products has become essential throughout in-vitro transcription ("IVT") mRNA workflows, including vaccine development and therapeutics.Diagnostics and Genomics CustomersWe had approximately 14,000 customers for our diagnostics and genomics business in fiscal year 2024. Diagnostics and Genomics Sales, Marketing and SupportThe diagnostics and genomics channels focus on the therapeutics and human disease research customer base (pharma, biopharma, CRO, CMO and generics), clinical customer base (pathology labs and high complexity clinical testing labs) and on emerging life sciences opportunities in life science research institutes. We deploy a multi-channel approach, marketing products to our customers through direct sales, electronic commerce, resellers, manufacturers' representatives and distributors. We primarily use direct sales to market our solutions to our pharmaceutical, biopharmaceutical and clinical accounts. Sales agents supplement direct sales by providing broader geographic coverage and coverage of smaller accounts. Our active reseller program augments our ability to provide more complete solutions to our customers. We sell our consumable products through distributors, telesales, electronic commerce and direct sales. We utilize telesales for more mature product lines, as well as for reorders of reagent products.Diagnostics and Genomics ManufacturingOur manufacturing supports our diverse product range and customer-centric focus. We assemble highly configurable products to individual customer orders and make standard products to stock. We employ advanced manufacturing techniques and supply chain management systems to reduce costs and manufacturing cycle times. We selectively use third parties to provide some supply chain processes for manufacturing, warehousing and logistics. In the U.S., we have manufacturing facilities in California, Colorado, Iowa, Massachusetts, Texas and Vermont. Outside of the U.S., we have manufacturing facilities in Canada, China, Denmark, Germany, Malaysia and Singapore. Our FDA registered sites include California, Colorado, Texas, Vermont and Denmark. Diagnostics and Genomics CompetitionThe markets for diagnostics and genomics analytical products in which we compete are characterized by evolving industry standards and intense competition. Our principal competitors in the diagnostics and genomics arena include: Abbott Laboratories, Affymetrix, Inc., a division of Thermo Fisher Scientific Inc., Avecia, a division of Nitto Denko, Illumina, Inc., Leica Biosystems, Inc., a division of Danaher Corporation, Revvity, Inc., Roche Ventana Medical Systems, Inc., a member of the Roche Group, Sartorius and Twist Bioscience Corporation. We compete on the basis of product performance, reliability, support quality, applications expertise, whole solution offering, global channel coverage and price.10Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Diagnostics and Genomics Government RegulationSome of the products the diagnostics and genomics business sells are subject to regulatory approval by the FDA and other regulatory bodies throughout the world.Â These regulations govern a wide variety of product related activities, from quality management, design and development to labeling, manufacturing, promotion, sales and distribution.Â We continually invest in our manufacturing infrastructure to gain and maintain certifications necessary for the level of clearance. Agilent CrossLab Business The Agilent CrossLab business spans the entire lab with its extensive services portfolio, which is designed to improve customer outcomes and represents a broad range of offerings designed to serve customer needs across end-markets regardless of instrument manufacturer. The services portfolio includes repairs, parts, maintenance, installations, training, compliance support, software as a service, asset management, consulting and various other custom services to support the customers' laboratory operations. Custom services are tailored to meet the specific application needs of various industries and to keep instruments fully operational and compliant with the respective industry requirements.Our Agilent CrossLab business employed approximately 5,400 people as of OctoberÂ 31, 2024. Agilent CrossLab MarketsThe Pharmaceutical, Biopharmaceutical, CRO, CDMO & CMO Market. Our services support customers in this market consisting of â€œfor-profitâ€ companies which participate across the pharmaceutical value chain in the areas of therapeutic research, discovery and development, clinical trials, manufacturing and quality assurance and quality control. One sub-segment of this market is core and emerging pharmaceutical companies ("pharma"). A second sub-segment includes biopharmaceutical companies ("biopharma"), contract research organizations ("CROs"), contract development and manufacturing organizations ("CDMOs") and contract manufacturing organizations ("CMOs"). Biopharma companies and, to a somewhat lesser extent, CROs, CDMOs and CMOs typically participate in specific points in the pharmaceutical industry value chain. Additionally, due to the relatively low drug efficacy within oncology, pharma companies are partnering with diagnostic companies to bring validated tests to the market with their new drugs.The Academic and Government Market. Our services support customers in this market that consist primarily of â€œnot-for-profitâ€ organizations and include academic institutions, large government institutes and privately funded organizations. The academic and government market plays an influential role in technology adoption and therapeutic developments for pharmaceutical and molecular diagnostics companies. After decades of investment in basic biomedical research by government funding bodies, the focus has widened to include translational research - multidisciplinary scientific efforts directed at accelerating therapy development.The Chemicals & Advanced Materials Market. Our services, software and technical support are used throughout the chemicals sector in the development, manufacturing, and quality control of commodity chemicals, specialty and agrochemicals, and fine chemicals. Chemical market customers use our services, software and technical support to maintain, optimize, and enable higher productivity and profitability for labs, and support quality control and compliance with environmental and safety regulations. Additionally, our services, software and technical support are used to support the testing for safety, quality, and compliance across the value chains of advanced materials â€“ including semiconductors, batteries, and specially engineered polymers and polymeric materials. The natural gas and petroleum exploration and refining markets use our services, software and technical support to support quality control, environmental safety reviews, analysis of crude oil composition, and improve their refining processes and quality of products.The Environmental & Forensics Market. Our services support the environmental industry customers that perform laboratory and field analysis of chemical pollutants in air, water, soil and solid waste. Environmental industry customers include all levels of government, the industrial and manufacturing sectors, engineering and consulting companies, commercial testing laboratories and colleges and universities. Our services also support drug testing and forensics laboratories that are involved with analyzing evidence associated with crime, screening athletes for performance enhancing drugs, analyzing samples for recreational drugs, or detecting and identifying biological and chemical warfare agents. Customers include local, state, federal, and international law enforcement agencies and commercial testing laboratories.The Food Market. Our services support the food production chain, including incoming inspection, new product development, quality control and assurance, and packaging. Our services also support the food safety market in their work to analyze food for

concerns ranging from pathogen contamination and genetic modification to species verification and others.11Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â The Diagnostics and Clinical Market. Our services support clinical diagnostic customers in pathology labs throughout the world. Agilent CrossLab Services and ApplicationsServices and SupportWe offer a wide range of startup, operational, educational and compliance support services for our measurement and data handling systems. Our support services include maintenance, troubleshooting, repair and training for all of our chemical and bioanalytical instrumentation hardware and software products. With advances in digital and virtual support technologies, many of those services can be offered remotely. Special service bundles have also been designed to meet the specific application needs of various industries. As customers continue to outsource laboratory operations and consolidate suppliers, our enterprise services consist of a broad portfolio of integrated laboratory management services including instrument services, lab supply management, asset management, procurement, informatics and scientific services. Advancements in our offering of software and service solutions will help our customers more efficiently operate a digitally connected smart lab that can derive value out of data analytics, artificial intelligence and robotics.Agilent CrossLab CustomersWe had approximately 50,000 Agilent CrossLab customers in fiscal year 2024. A significant number of our Agilent CrossLab customers are also customers of our life sciences and applied markets business.The service business is mostly recurring in nature and is less susceptible to market seasonality and industry cycles in comparison to our instrument businesses. The vendor neutral portion of the portfolio allows the business to perform relatively independent from our instrument business.Agilent CrossLab Sales, Marketing and SupportWe deploy a multi-channel approach, marketing services to our customers through direct sales, electronic commerce, resellers, manufacturers' representatives and distributors. We primarily use direct sales to market our solutions to our large accounts. Sales agents supplement direct sales by providing broader geographic coverage and coverage of smaller accounts. Our active reseller program augments our ability to provide more complete solutions to our customers. Some of our service contract sales are processed by our digital commerce infrastructure. All channels are supported by technical product and application specialists to meet our customers' specific requirements.We deliver our support services to customers in a variety of ways, including on-site assistance with repair or exchange of returned products, as well as a growing number of remote service delivery options. In addition to the traditional telephone support and on-site service, our teams remotely engage customers through various digital tools and omni-channel platforms. We also offer special industry-focused service bundles that are designed to meet the specific needs of pharmaceutical and biopharmaceutical, advanced materials, environmental and hydrocarbon processing customers to keep instruments fully operational and compliant with the respective industry requirements. Our products typically come with standard warranties, and extended warranties are available for additional cost.Agilent CrossLab ManufacturingOur direct service delivery organization is regionally based and operating in 28 countries.Agilent CrossLab CompetitionOur principal competitors in the services arena include many of our competitors from the instrument business such as: Danaher Corporation, PerkinElmer Inc., Shimadzu Corporation, Thermo Fisher Scientific Inc. and Waters Corporation, as well as numerous niche service providers. We compete on the basis of reliability, support quality, applications expertise, global channel coverage and price.12Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Global Infrastructure OrganizationWe provide support to our businesses through our global infrastructure organization. This support includes services in the areas of finance, tax, treasury, legal, real estate, insurance services, workplace services, human resources, information technology services, quality and regulatory services, corporate development and other corporate infrastructure expenses. Generally, these organizations are managed from Santa Clara, California, with operations and services provided worldwide. As of OctoberÂ 31, 2024, our global infrastructure organization employed approximately 1,900 people worldwide.Agilent Order Fulfillment OrganizationsOur order fulfillment and supply chain organization (â€œOFSâ€) focuses on order fulfillment and supply chain operations in our businesses. OFS provides resources for manufacturing, engineering, logistics, and strategic sourcing to our respective businesses. In general, OFS employees are dedicated to specific businesses and the associated costs are directly allocated to those businesses.Â Â Â Â Â Â Â The following discussions of Research and Development, Backlog, Intellectual Property, Materials, Environmental, Regulatory Affairs and Human Capital Management include information common to each of our businesses.Research and DevelopmentWe anticipate that we will continue to have significant research and development expenditures in order to maintain our competitive position with a continuing flow of innovative, high-quality products and services. Our research and development efforts focus on potential new products and product improvements covering a wide variety of technologies, none of which is individually significant to our operations. Our research seeks to improve on various technical competencies in software, systems and solutions. In each of these research fields, we conduct research that is focused on specific product development for release in the short-term as well as other research that is intended to be the foundation for future products over a longer time-horizon. Most of our product development research is designed to improve products already in production, focus on major new product releases, and develop new product segments for the future. We remain committed to invest significantly in research and development and have focused our development efforts on key strategic opportunities to align our business with available markets and position ourselves to capture market share.BacklogWe believe that backlog is not a meaningful indicator of future business prospects for our business segments since a significant portion of our revenue for a given quarter is derived from the current quarter's orders.Â Therefore, we believe that backlog information is not material to an understanding of our business.Intellectual Property We generate patent and other intellectual property rights covering significant inventions and other innovations in order to create a competitive advantage. While we believe that our licenses, patents and other intellectual property rights have value, in general no single license, patent or other intellectual property right is in itself material. In addition, our intellectual property rights may be challenged, invalidated or circumvented or may otherwise not provide significant competitive advantage.Materials Our life sciences and applied markets, diagnostics and genomics and Agilent CrossLab businesses all purchase materials from thousands of suppliers on a global basis. Some of the parts that require custom design work are not readily available from alternate suppliers due to their unique design or the length of time necessary for design work. Our long-term relationships with suppliers allow us to proactively manage technology road maps and product discontinuance plans and monitor their financial health. To address any potential disruption in our supply chain, we use a number of techniques, including qualifying multiple sources of supply and redesign of products for alternative components. In addition, while we generally attempt to keep our inventory at minimal levels, we do purchase incremental inventory as circumstances warrant to protect the supply chain.13Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â EnvironmentalOur research and development, manufacturing and distribution operations involve the use of hazardous substances and are regulated under international, federal, state and local laws governing health and safety and the environment. We apply strict standards for protection of the environment and occupational health and safety to sites inside and outside the U.S., even if not subject to regulation imposed by foreign governments. We believe that our properties and operations at our facilities comply in all material respects with applicable environmental laws and occupational health and safety laws. We are also regulated under a number of international, federal, state, and local laws regarding recycling, product packaging and product content requirements. We believe we are substantially in compliance with such environmental, product content/disposal and recycling laws. We also maintain a comprehensive Environmental Site Liability insurance policy which may cover certain clean-up costs or legal claims related to environmental contamination. This policy covers specified active, inactive and divested locations.Climate change may impact our business by increasing operating costs due to impairments of our facilities and distribution systems, disruptions to our manufacturing processes and additional regulatory requirements. Although we address these potential risks in our business continuity planning, such events could make it difficult for us to deliver products and services to our customers and cause us to incur substantial expense.In addition to monitoring and managing compliance with environmental regulations, we strive to advance our sustainability practices. In 2021, we announced our goal to achieve net-zero greenhouse gas emissions by 2050. In 2023, we announced near and long term greenhouse gas emission reduction targets which were validated by the Science Based Targets initiative ("SBTi"). We also aim to provide transparency on our approach to sustainability management through our annual ESG report.Regulatory AffairsA number of our products and services are subject to regulation by the FDA, the U.S. Department of Health and Human Services, the Centers for Medicare and Medicaid Services and certain similar foreign regulatory agencies. These regulations govern a wide variety of product and service related activities, from quality management, design and development to manufacturing, labeling, promotion, sales and distribution. If we fail to comply with FDA regulations and other applicable regulatory requirements or are perceived to potentially have failed to comply, we may face, among other things, warning letters; adverse publicity; investigations or notices of non-compliance, fines, injunctions, and civil or criminal penalties; import or export restrictions; partial suspensions or total shutdown of production facilities or the imposition of operating restrictions; suspension or revocation of our license to operate; increased difficulty in obtaining required FDA clearances or approvals or foreign equivalents; seizures or recalls of our products or those of our customers; or the inability to sell our products. In Europe, the European Union has started to enforce new requirements, known as the EU In Vitro Diagnostic Regulation (â€œEU IVDRâ€), which imposes stricter requirements for the marketing and sale of in vitro diagnostics in the European Union. These regulations are more stringent in a variety of areas, including clinical evidence requirements, quality management systems and post-market surveillance activities. The EU IVDR requirements became effective starting in May 2022. We are subject to laws and regulations governing government contracts, and failure to address these laws and regulations or comply with government contracts could harm our business by leading to a reduction in revenue associated with these customers. We have agreements relating to the sale of our products to government entities and, as a result, we are subject to various statutes and regulations that apply to companies doing business with the government. We are also subject to investigation for compliance with the regulations governing government contracts. A failure to comply with these regulations could result in suspension of these contracts, criminal, civil and administrative penalties or debarment.We are also subject to various significant international, federal, state and local regulations in the areas of health and safety, packaging, product content, employment, labor and immigration, import/export controls, trade restrictions and anti-competition. Violations of these laws and regulations could result in fines and penalties, criminal sanctions, restrictions on our business conduct and on our ability to offer our products in one or more countries, and could also materially affect our brand, our ability to attract and retain employees, our international operations, our business and our operating results.In addition, as a global organization, we are subject to data privacy and security laws, regulations, and customer-imposed controls in numerous jurisdictions as a result of having access to and processing confidential, personal, sensitive and/or patient health data in the course of our business. Global privacy laws, including the EU's General Data Protection Regulation ("GDPRâ€), Brazilâ€™s Lei Geral de Protecao de Dados, China's Personal Information Protection Law and Data Security Law, and the California Consumer Privacy Act, apply to our activities involving the processing of personal data, both in relation to our product and service offerings and the management of our workforce. The global proliferation of privacy laws, with governmental authorities around the world passing or considering passing legislative and regulatory proposals concerning 14Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â privacy and data protection, continues to result in new requirements regarding the handling of personal data, with many such laws imposing significant penalties for non-compliance (including possible fines of up to four percent of total company revenue under the GDPR). Each of these privacy, security and data protection laws and regulations could impose significant limitations and increase our cost of providing our products and services where we process end user personal data and could harm our results of operations and expose us to significant fines, penalties and other damages.While we believe we are in compliance in all material respects with such laws and regulations, any noncompliance could result in substantial fines or otherwise restrict our ability to operate and thereby have an adverse effect on our financial condition. To date, none has had a material impact on our operations.Human Capital ManagementAs of OctoberÂ 31, 2024, we employed approximately 17,900 persons, of whom approximately 7,000 were based in the Americas, 4,400 in Europe and 6,500 in Asia Pacific. We also leverage temporary workers to provide flexibility for our business and manufacturing needs. Mission. Our instruments, software, services, solutions and people provide trusted answers to customersâ€™ most challenging questions. Whether we are working with our customers to keep food supplies safe, improve the quality of air, water and soil, or fight cancer with more precise diagnoses and targeted treatments, our employees share a passion and commitment to advancing the quality of life. We believe that our future success largely depends upon our continued ability to attract and retain highly skilled employees in order to fulfill that commitment.Engagement. We engage with our employees through consultation, surveys, ad-hoc feedback and reviews. Our executive officers hold all-managers meetings on a quarterly basis to provide business updates and answer questions. We conduct an annual leadership survey that allows employees to provide feedback on leadership effectiveness, culture and job satisfaction. We have an open-door policy where employees are encouraged and empowered to bring issues to managementâ€™s attention. Employees have regular performance reviews with immediate supervisors. Employee sessions are held regularly to share business and market updates and answer employee questions. Diversity and Inclusion. As a global company, much of our success is rooted in the diversity of our teams and our commitment to inclusion. We value diversity at all levels and continue to focus on extending our diversity and inclusion initiatives across our entire workforce, from providing managers transparency of their workforce pay equity to working with managers to develop strategies for building diverse teams to promoting the advancement of leaders from different backgrounds. Agilent is committed to creating a diverse work environment and is proud to be an equal opportunity employer. We believe in an inclusive workforce, where employees from a number of cultures and countries are engaged and encouraged to leverage their collective talents. As of OctoberÂ 31, 2024, approximately 38 percent of our full-time employees were female. Approximately 50 percent of our board is comprised of directors representing underrepresented groups as of the date of this report. We have launched a number of company-wide initiatives including employee-network groups aimed at promoting engagement of traditionally historically underrepresented groups of employees. Retention. We provide our employees with competitive salaries and bonuses, opportunities for equity ownership, development programs that enable continued learning and growth and a robust employment package that promotes well-being across all aspects of their lives, including health care, retirement planning and paid time off. Our benefits are offered to eligible employees and comply with local legal requirements. We have a number of programs and policies designed to help employees in our diverse workforce manage their work and personal lives while meeting company objectives for business success, including flexible work arrangements, health and welfare benefits, employee and family assistance plans and parental leave.Development. As part of our promotion and retention efforts, we also invest in ongoing leadership development for current and rising managers. Training at Agilent takes several forms: face-to-face classroom experiences, on-the-job learning, virtual classroom events and self-paced e-learning. We are committed to providing an environment in which employees can expand their knowledge, develop new skills, and contribute their best work. Our culture of continuous development instills in our employees the behaviors that bring our values to life every day. We encourage our people to stay up-to-date on current research and technology while enhancing their current skills and growing new skills to meet future needs; we also put special emphasis on training managers at all levels to effectively communicate, role model and reinforce our values and culture.Health and Safety. The health and safety of our employees is a top priority for us. Our environmental, health and safety ("EHS") management system provides a framework for assessing and managing risks relating to health and safety. We ensure managers and employees receive periodic workplace safety training and provide wellness programs that contribute to the productivity, health, and well-being of employees. In addition, our crisis management program includes a global tool that 15Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â enables us to reach, locate and support employees in travel or in crisis areas. We regularly evaluate and review with senior management the performance of our programs and processes.Community. Each year our employees throughout the world devote thousands of volunteer hours to community service activities. Our employees may take up to six days of paid time off each year for volunteer activities with charities and organizations. We also support a giving program, which provides employees the opportunity to support a broad range of eligible non-profit organizations in their communities in the areas of health and human services, arts and culture, education and literacy, environment and conservation, and family and civic betterment.Information about our Executive Officers The names of our current executive officers and their ages, titles and biographies appear below:Henrik Ancher-Jensen, 59, has served as our Senior Vice President, Agilent and President, Order Fulfillment and Supply chain since September 2013. From September 2012 to September 2013, Mr. Ancher-Jensen served as our Vice President, Global Product Supply, Diagnostics and Genomics Group.Â From September 2010 to September 2012 he served as Corporate Vice President, Global Operations of Dako A/S, a Danish diagnostics company, and as Dakoâ€™s Vice President, Supply Chain and Chief Information Officer from 2006 to September 2010.Â Prior to joining Dako, he spent more than 15 years in senior management roles and management consulting with Chr. Hansen, Deloitte Consulting and NVE.Bret DiMarco, 56, has served as our Senior Vice President, Agilent and Chief Legal Officer and Secretary since July 2024. Prior to joining Agilent, he served as the Chief Legal Officer at Pendo.io Incorporated, a privately held company, from September 2022 to June 2024. From June 2006 to July 2022, he held several positions at Coherent, Inc., including Executive Vice President, General Counsel, Chief Legal Officer and Corporate Secretary until its acquisition by II-VI Incorporated after which he served as a Special Advisor to the President until September 2022. Since September 2004, Mr. DiMarco has been an Adjunct Associate Professor of Law at the University of California College of the Law, San Francisco. From October 2023 to present, Mr. DiMarco has been the Chair of the Nasdaq Exchange Nominating Committee and a member of the Nasdaq Exchange Review Council. Mr. DiMarco was previously a member and associate at Wilson Sonsini Goodrich & Rosati, P.C., a multinational law firm.Rodney Gonsalves, 59, has served as our Vice President, Corporate Controllership and Chief Accounting Officer since May 2015.Â From September 2009Â to May

2015, Mr. Gonsalves served as Vice President and operational CFO for various business groups within the company, most recently for the Life Sciences and Applied Markets Group.Â Prior to that,Â Mr. Gonsalves served in various capacities for Agilent, including as vice president of Investor Relations, controller, corporate governance and customer financing in Agilentâ€™s Global Infrastructure Organization, and controller for the Photonics Systems Business Unit.Â Before joining Agilent,Â Mr. Gonsalves held a variety of positions in finance with Hewlett-Packard Company.Â Â Jonah Kirkwood, 44, has served as our Senior Vice President, Agilent and Chief Commercial Officer, Commercial Organization since November 2024. From June 2023 to October 2024, Mr. Kirkwood led Agilent's Global Sales organization for Laboratory Solution Sales as well as the Greater China Sales organization. Mr. Kirkwood led our Commercial Marketing and Operations teams from November 2021 to May 2023. Prior to that, he held various positions in Agilent. Mr. Kirkwood first joined Agilent in 2010 after Agilent acquired Varian.Simon May, 53, has served as our Senior Vice President, Agilent and President, Diagnostics and Genomics Group since May 2024. Prior to joining Agilent, he served as Executive Vice President and President of the Life Science Group at Bio-Rad Laboratories (â€œBio-Radâ€) from January 2022 to May 2024. During his 10-year tenure at Bio-Rad, Mr. May held various leadership roles including that of Senior Vice President, General Manager of the Digital Biology Group from January 2020 to December 2021 and as Senior Vice President of Global Commercial Operations from October 2015 to January 2020. Before joining Bio-Rad in 2014, Mr. May held positions at Thermo Fisher Scientific for 10 years. Padraig McDonnell, 53, has served as our President and Chief Executive Officer since May 2024. From February 2024 to May 2024, he served as Senior Vice President, Chief Operating Officer and CEO-elect. Mr McDonnell served as Chief Commercial Officer and President, Agilent CrossLab Group from November 2021 to February 2024. From May 2020 to November 2021, he served as Senior Vice President, Agilent and President, Agilent CrossLab Group. From November 2016 to April 2020, he served as our Vice President and General Manager of the Chemistries and Supplies Division. Prior to that, he served as our Vice President and General Manager of EMEAI Laboratory Solutions Sales. Mr. McDonnell has previously held a variety of positions with Agilent and Hewlett-Packard Company.16Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Robert W. McMahon, 56, has served as our Senior Vice President, Agilent since August 2018 and as our Chief Financial Officer since September 2018. He previously served as the Chief Financial Officer of Hologic, Inc., a medical technology company from May 2014 to August 2018.Â Prior to Hologic, Mr. McMahon spent 20 years with Johnson & Johnson most recently as Worldwide Vice President of Finance and Business Development for Ortho Clinical Diagnostics a division of Johnson & Johnson's Medical Device and Diagnostics Group. Since July 2023, Mr. McMahon has served as a member of the Board of Directors of Orasure Technologies, Inc.Angelica A. Reimann, 54, has served as our Senior Vice President, Agilent and President, Agilent CrossLab Group since February 2024. From August 2021 to February 2024, she served as Vice President and General Manager of Agilent CrossLab Services Division. Ms. Riemann served as Vice President and General Manager of the Chemistries and Supplies Division from May 2020 to August 2021. From March 2019 to May 2020, she was Vice president and General Manager of the Chemistries Division. Prior to March 2019, she held leadership roles in the Chemistries Division, Mass Spectrometry Division and the Americas Field Organization sales organization.Mike Zhang, 49, has served as our Senior Vice President, Agilent and President, Applied Markets Group since November 2024. From August to November 2024, he served as Vice President and General Manager of the Gas Phase Division within the former Life Sciences and Applied Markets Group. Prior to that, Mr. Zhang was Vice President and General Manager for the Gas Phase Separations Division from January 2020 to August 2024. He previously held various leadership roles in manufacturing over the span of his 22 years at Agilent. He was a manufacturing engineer at Agilentâ€™s Shanghai site from March 2002 to December 2019. He also held various leadership roles in Agilentâ€™s Order Fulfillment and Supply Chain organization and was named global manufacturing manager for GC operations and general manager of Agilentâ€™s Shanghai site in April 2016.Investor InformationWe are subject to the informational requirements of the Securities Exchange Act of 1934 (â€œExchange Actâ€). Therefore, we file periodic reports, proxy statements and other information with the Securities and Exchange Commission (â€œSECâ€). The SEC maintains an Internet site (https://www.sec.gov) that contains reports, proxy and information statements and other information regarding issuers that file electronically.Our financial and other information can be accessed at our Investor Relations website. The address is www.investor.agilent.com. We make available, free of charge on our website, electronic copies of our annual report on FormÂ 10-K, quarterly reports on FormÂ 10-Q, current reports on FormÂ 8-K and amendments to those reports filed or furnished pursuant to SectionÂ 13(a) or 15(d) of the Exchange Act as soon as reasonably practicable after filing such material electronically or otherwise furnishing it to the SEC.Our Amended and Restated Bylaws, Corporate Governance Standards, the charters of our Audit and Finance Committee, our Compensation Committee, our Executive Committee and our Nominating/Corporate Governance Committee, as well as our Standards of Business Conduct (including code of ethics provisions that apply to our principal executive officer, principal financial officer, principal accounting officer and senior financial officers) are available on our website at www.investor.agilent.com under â€œGovernanceâ€.Item 1A. Â Risk FactorsBusiness and Strategic RisksGeneral economic conditions may adversely affect our operating results and financial condition.Our business is sensitive to negative changes in general economic conditions, both inside and outside the United States. Slower global economic growth, increasing interest rates, inflationary pressures, instability and uncertainty in the markets in which we operate may adversely impact our business resulting in:â€¢reduced demand and longer sales cycle for our products, delays in the shipment of orders, or increases in order cancellations;â€¢increased risk of excess and obsolete inventories;â€¢increased price pressure for our products and services; andâ€¢greater risk of impairment to the value, and a detriment to the liquidity, of our investment portfolio.17Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Our operating results and financial condition could be harmed if the markets into which we sell our products decline or do not grow as anticipated.Visibility into our markets is limited. Our quarterly sales and operating results are highly dependent on the volume and timing of orders received during the fiscal quarter, which are difficult to forecast and may be cancelled by our customers. In addition, our revenue and earnings forecasts for future fiscal quarters are often based on the expected seasonality of our markets. However, the markets we serve do not always experience the seasonality that we expect as customer spending policies and budget allocations, particularly for capital items, may change. Any decline in our customers' markets or in general economic conditions has in the past and may in the future result in a reduction in demand for our products and services. Also, if our customers' markets decline, we may not be able to collect on outstanding amounts due to us. Such declines could harm our consolidated financial position, results of operations, cash flows and stock price, and could limit our profitability. Also, in such an environment, pricing pressures could intensify. Since a significant portion of our operating expenses is relatively fixed in nature due to sales, research and development and manufacturing costs, if we were unable to respond quickly enough, these pricing pressures could further reduce our operating margins.If we do not introduce successful new products and services in a timely manner to address increased competition through frequent new product and service introductions, rapid technological changes and changing industry standards, our products and services may become obsolete, and our operating results may suffer.We generally sell our products in industries that are characterized by increased competition through frequent new product and service introductions, rapid technological changes and changing industry standards. Without the timely introduction of new products, services and enhancements, our products and services may become technologically obsolete over time, in which case our revenue and operating results could suffer. The success of our new products and services will depend on several factors, including our ability to:â€¢properly identify customer needs and predict future needs;â€¢innovate and develop new technologies, services and applications;â€¢appropriately allocate our research and development spending to products and services with higher growth prospects;â€¢successfully commercialize new technologies in a timely manner;â€¢manufacture and deliver new products in sufficient volumes and on time;â€¢differentiate our offerings from our competitors' offerings;â€¢price our products competitively;â€¢anticipate our competitors' development of new products, services or technological innovations; andâ€¢control product quality in our manufacturing process.In addition, if we fail to accurately predict future customer needs and preferences or fail to produce viable technologies, we may invest in research and development of products and services that do not lead to significant revenue, which would adversely affect our profitability. Even if we successfully innovate and develop new and enhanced products and services, we may incur substantial costs in doing so, and our operating results may suffer. In addition, promising new products may fail to reach the market or realize only limited commercial success because of real or perceived concerns of our customers. Furthermore, as we collaborate with pharmaceutical customers to develop drugs such as companion diagnostics assays or provide drug components like active pharmaceutical ingredients, we face risks that those drug programs may be cancelled upon clinical trial failures.18Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Economic, political, foreign currency and other risks associated with international sales and operations could adversely affect our results of operations.Because we sell our products worldwide, our business is subject to risks associated with doing business internationally. We anticipate that revenue from international operations will continue to represent a majority of our total revenue. International revenue and costs are subject to the risk that fluctuations in foreign currency exchange rates could adversely affect our financial results when translated into U.S. dollars for financial reporting purposes. Overall, foreign currency movements for the year ended OctoberÂ 31, 2024, had no overall impact on revenue growth when compared to the same period last year. Typically, when movements in foreign currency exchange rates have a negative impact on revenue, they will also have a positive impact by reducing our costs and expenses. In addition, many of our employees, contract manufacturers, suppliers, job functions, outsourcing activities and manufacturing facilities are located outside the United States. Accordingly, our future results could be harmed by a variety of factors, including:â€¢interruption to transportation flows for delivery of parts to us and finished goods to our customers;â€¢ongoing instability or changes in a specific country's or region's political, economic or other conditions, including inflation, recession, interest rate fluctuations and actual or anticipated military or political conflicts, including uncertainties and instability in economic and market conditions caused by pandemics like COVID-19, the current conflicts in Ukraine/Russia and the Middle East, and political and trade uncertainties in the greater China region;â€¢changes in diplomatic and trade relationships, as well as new tariffs, trade protection measures, import or export licensing requirements, new or different customs duties, trade embargoes and sanctions and other trade barriers;â€¢tariffs imposed by the U.S. on goods from other countries and tariffs imposed by other countries on U.S. goods, including the tariffs enacted by the U.S. government on various imports from China and by the Chinese government on certain U.S. goods;â€¢negative consequences from changes in or differing interpretations of laws and regulations, including those related to tax and import/export;â€¢difficulty in staffing and managing widespread operations;â€¢differing labor regulations;â€¢differing protection of intellectual property;â€¢unexpected changes in regulatory requirements; â€¢geopolitical uncertainty or turmoil, terrorism and war; andâ€¢impact of public health crises, including pandemics and epidemics, such as COVID-19, on the global economy.We sell our products into many countries and we also source many components and materials for our products from and manufacture our products in various countries. Future tariffs and tariffs already implemented could have negative impact on our business, results of operations and financial condition. It may be time-consuming and expensive for us to alter our business operations in order to adapt to any such change. Further, additional tariffs, the scope and duration of which, if implemented, remains uncertain, which have been proposed or threatened and the potential escalation of a trade war and retaliatory measures could have a material adverse effect on our business, results of operations and financial condition.Most of our accounting and tax processes including general accounting, cost accounting, accounts payable, accounts receivable and tax functions are centralized at locations in India and Malaysia. If economical, political, health or other conditions change in those countries, it may adversely affect operations, including impairing our ability to pay our suppliers and collect our receivables. Our results of operations, as well as our liquidity, may be adversely affected and possible delays may occur in reporting financial results.In addition, a significant amount of certain types of expenses, such as payroll, utilities, tax, and marketing expenses, are paid in local currencies. Our hedging programs reduce, but do not always entirely eliminate, within any given twelve-month period, the impact of currency exchange rate movements, and therefore fluctuations in exchange rates, including those caused by currency controls, could impact our business, operating results and financial condition by resulting in lower revenue or increased expenses. For expenses beyond that twelve-month period, our hedging strategy does not mitigate our exposure. In addition, our currency hedging programs involve third-party financial institutions as counterparties. The weakening or failure of financial institution counterparties may adversely affect our hedging programs and our financial condition through, among other things, a reduction in available counterparties, increasingly unfavorable terms, and the failure of the counterparties to perform under hedging contracts.19Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Demand for some of our products and services depends on the capital spending policies of our customers, research and development budgets and on government funding policies.Our customers include pharmaceutical companies, laboratories, universities, healthcare providers, government agencies and public and private research institutions. Many factors, including public policy spending priorities, available resources, mergers and consolidations, institutional and governmental budgetary policies and spending priorities, and product and economic cycles, have a significant effect on the capital spending policies of these entities. Fluctuations in the research and development budgets at these organizations could have a significant effect on the demand for our products and services. Research and development budgets fluctuate due to changes in available resources, consolidation, spending priorities, general economic conditions, medical reimbursement policies and institutional and governmental budgetary policies. The timing and amount of revenue from customers that rely on government or research funding may vary significantly due to factors that can be difficult to forecast, including changes in spending authorizations and budgetary priorities for our products and services. If demand for our products and services is adversely affected, our revenue and operating results would suffer.Failure to adjust our purchases due to changing market conditions or failure to accurately estimate our customers' demand could adversely affect our income.Our income could be harmed if we are unable to adjust our purchases to reflect market fluctuations, including those caused by the seasonal nature of the markets in which we operate. The sales of our products and services are dependent, to a large degree, on customers whose industries are subject to seasonal trends in the demand for their products. During a market upturn, we may not be able to purchase sufficient supplies or components to meet increasing product demand, which could materially affect our results. In the past, we have experienced a shortage of parts for some of our products. In addition, some of the parts that require custom design are not readily available from alternate suppliers due to their unique design or the length of time necessary for design work. Should a supplier cease manufacturing such a component, we would be forced to reengineer our product. In addition to discontinuing parts, suppliers may also extend lead times, limit supplies or increase prices due to capacity constraints or other factors. In order to secure components for the production of products, we may enter into non-cancelable purchase commitments with vendors, or at times make advance payments to suppliers, which could impact our ability to adjust our inventory to declining market demands. If demand for our products is less than we expect, we may experience additional excess and obsolete inventories and be forced to incur additional expenses.Our business will suffer if we are not able to retain and hire key personnel.Our future success depends partly on the continued service of our key research, engineering, sales, marketing, manufacturing, executive and administrative personnel. If we fail to retain and hire a sufficient number of these personnel, we will not be able to maintain or expand our business. We believe our pay levels are very competitive within the regions that we operate. However, there is intense competition for certain highly technical specialties in geographic areas where we continue to recruit, and it may become more difficult to hire and retain our key employees. Our strategic initiatives to adjust our cost structure could have long-term adverse effects on our business, and we may not realize the operational or financial benefits from such actions.We have implemented multiple strategic initiatives across our businesses to adjust our cost structure, and we may engage in similar activities in the future. These strategic initiatives and our regular ongoing cost reduction activities may distract management, could slow improvements in our products and services and limit our ability to increase production quickly if demand for our products increases. In addition, delays in implementing our strategic initiatives, unexpected costs or failure to meet targeted improvements may diminish the operational and financial benefits we realize from such actions. Any of the above circumstances could have an adverse effect on our business and operating results and financial condition.Our acquisitions, strategic investments and alliances, joint ventures, exiting of businesses and divestitures may result in financial results that are different than expected.In the normal course of business, we frequently engage in discussions with third parties relating to possible acquisitions, strategic investments and alliances, joint ventures and divestitures, and generally expect to complete several transactions per year. In addition, we may decide to exit a particular business within our product portfolio. As a result of such transactions, our financial results may differ from our own or the investment community's expectations in a given fiscal quarter or over the long term. We may have difficulty developing, manufacturing and marketing the products of a newly acquired company in a way that enhances the performance of our combined businesses or product lines. Acquired businesses may also expose us to new risks and new markets, and we may have difficulty addressing these risks in a cost effective and timely manner. Transactions such as acquisitions have resulted, and may in the future result in, unexpected significant costs and expenses. In the future, we 20Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â may be required to record charges to earnings during the period if we determine there is an impairment of goodwill or intangible assets, up to the full amount of the value of the assets, or, in the case of strategic investments and alliances, consolidate results, including losses, of third parties or write down investment values or loans and convertible notes related to the strategic investment. Integrating the operations of acquired businesses within Agilent could be a difficult, costly and time-consuming process that involves a number of risks. Acquisitions and strategic investments and alliances may require us to integrate and collaborate with a different company culture, management team, business model, business infrastructure

and sales and distribution methodology and assimilate and retain geographically dispersed, decentralized operations and personnel. Depending on the size and complexity of an acquisition, our successful integration of the entity depends on a variety of factors, including introducing new products and meeting revenue targets as expected, the retention of key employees and key customers, increased exposure to certain governmental regulations and compliance requirements and increased costs and use of resources. Further, the integration of acquired businesses is likely to result in our systems and internal controls becoming increasingly complex and more difficult to manage. Any difficulties in the assimilation of acquired businesses into our control system could harm our operating results or cause us to fail to meet our financial reporting obligations.Even if we are able to successfully integrate acquired businesses within Agilent, we may not be able to realize the revenue and other synergies and growth that we anticipated from the acquisition in the time frame that we expected, and the costs of achieving these benefits may be higher than what we expected. As a result, the acquisition and integration of acquired businesses may not contribute to our earnings as expected, we may not achieve our operating margin targets when expected, or at all, and we may not achieve the other anticipated strategic and financial benefits of such transactions.A successful divestiture depends on various factors, including our ability to effectively transfer liabilities, contracts, facilities and employees to the purchaser, identify and separate the intellectual property to be divested from the intellectual property that we wish to keep and reduce fixed costs previously associated with the divested assets or business. In addition, if customers of the divested business do not receive the same level of service from the new owners, this may adversely affect our other businesses to the extent that these customers also purchase other Agilent products. In exiting a business, we may still retain liabilities associated with the support and warranty of those businesses and other indemnification obligations. All of these efforts require varying levels of management resources, which may divert our attention from other business operations. If we do not realize the expected benefits or synergies of such transactions, our consolidated financial position, results of operations, cash flows and stock price could be negatively impacted.The impact of consolidation and acquisitions of competitors is difficult to predict and may harm our business.The life sciences industry is intensely competitive and has been subject to increasing consolidation. Consolidation in our industries could result in existing competitors increasing their market share through business combinations and result in stronger competitors, which could adversely affect our business, financial condition and results of operations. We may not be able to compete successfully in increasingly consolidated industries and cannot predict with certainty how industry consolidation will affect our competitors or us.Public health crises such as the COVID-19 pandemic may adversely impact, and pose risks to, certain elements of our business, results of operations and financial condition, the nature and extent of which are highly uncertain and unpredictable.Our global operations expose us to risks associated with public health crises, including epidemics and pandemics such as COVID-19. Public health crises, and any related remediation measures such as quarantine, curfew and other travel and activity restrictions, may impact our operations and sales and delivery of products and services. Our supply chain has in the past and may in the future be impacted, and we could experience disruptions or delays in shipments of certain materials or components of our products. We may be unable to accurately predict the full extent and duration of the impact of a public health crisis on our business and operations due to numerous uncertainties, including the duration and severity of the crisis, the efficacy and distribution of vaccines, containment measures and additional waves of infection. 21Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Regulatory, Legal and Compliance RisksIf we fail to maintain an effective system of internal controls, we may not be able to accurately report our financial results, which could lead to a loss of investor confidence in our financial statements and have an adverse effect on our stock price.Effective internal controls are necessary for us to provide reliable and accurate financial statements and to effectively prevent fraud. We devote significant resources and time to comply with the internal control over financial reporting requirements of the Sarbanes Oxley Act of 2002 and continue to enhance our controls. However, we cannot be certain that we will be able to prevent future significant deficiencies or material weaknesses. Inadequate internal controls could cause investors to lose confidence in our reported financial information, which could have a negative effect on investor confidence in our financial statements, the trading price of our stock and our access to capital.Our customers and we are subject to various governmental regulations. Compliance with or changes in such regulations may cause us to incur significant expenses, and if we fail to maintain satisfactory compliance with certain regulations, we may be forced to recall products and cease their manufacture and distribution, and we could be subject to civil or criminal penalties.Our customers and we are subject to various significant international, federal, state and local regulations, including but not limited to regulations in the areas of health and safety, packaging, product content, employment, labor and immigration, import/export controls, trade restrictions and anti-competition. In addition, as a global organization, we are subject to data privacy and security laws, regulations, and customer-imposed controls in numerous jurisdictions as a result of having access to and processing confidential, personal, sensitive and/or patient health data in the course of our business. Global privacy laws, including the EU's General Data Protection Regulation ("GDPRâ€), Brazilâ€™s Lei Geral de Protecao de Dados, the California Consumer Privacy Act and Chinaâ€™s Personal Information Protection Law and Data Security Law, apply to our activities involving the processing of personal data, both in relation to our product and service offerings and the management of our workforce. The global proliferation of privacy laws, with governmental authorities around the world passing or considering passing legislative and regulatory proposals concerning privacy and data protection, continues to result in new requirements regarding the handling of personal data and when personal data may be transferred outside the country where it was collected. Many such laws impose significant penalties for non-compliance (including possible fines of up to four percent of total company revenue under the GDPR or orders to stop processing personal data in a particular jurisdiction). Each of these privacy, security and data protection laws and regulations could impose significant limitations and increase our cost of providing our products and services where we process personal data and could harm our results of operations and expose us to significant fines, penalties and other damages.We must also comply with complex foreign and U.S. laws and regulations, such as the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act, and other local laws prohibiting corrupt payments to governmental officials, anti-competition regulations and sanctions imposed by the U.S. Office of Foreign Assets Control and other similar laws and regulations. Such laws demand that we implement, test, and monitor an effective compliance program in order to detect and prevent instances of non-compliance. Violations of these laws and regulations could result in fines and penalties, criminal sanctions, suspension of government contracts or debarment, restrictions on our business conduct and on our ability to offer our products in one or more countries, and could also materially affect our brand, our ability to attract and retain employees, our international operations, our business and our operating results. Although we have implemented policies and procedures designed to ensure compliance with these laws and regulations, there can be no assurance that our employees, contractors, or agents will not violate our policies.These regulations are complex, change frequently and have tended to become more stringent over time. We may be required to incur significant expenses to comply with these regulations or to remedy any violations of these regulations. Any failure by us to comply with applicable government regulations could also result in the cessation of our operations or portions of our operations, product recalls or impositions of fines, suspension of government contracts or debarment, and restrictions on our ability to carry on or expand our operations. In addition, because many of our products are regulated or sold into regulated industries, we must comply with additional regulations in marketing our products. We develop, configure and market our products to meet customer needs created by these regulations. Any significant change in these regulations could reduce demand for our products, force us to modify our products to comply with new regulations or increase our costs of producing these products. If demand for our products is adversely affected or our costs increase, our operating results and business would suffer.Our products and operations are also often subject to the rules of industrial standards bodies, like the International Standards Organization, as well as regulation by other agencies such as the FDA. We also must comply with work safety rules. If we fail to adequately address any of these regulations, our businesses could be harmed.22Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â We are subject to extensive regulation by the FDA and certain similar foreign regulatory agencies, and failure to comply with such regulations could harm our reputation, business, financial condition and results of operations.A number of our products and services are subject to regulation by the FDA, the U.S. Department of Health and Human Services, the Centers for Medicare & Medicaid Services and certain similar foreign regulatory agencies. In addition, a number of our products and services may in the future be subject to regulation by the FDA and certain similar foreign regulatory agencies. These regulations govern a wide variety of product and service-related activities, from quality management, design and development to manufacturing, labeling, promotion, sales and distribution. In addition, we are subject to inspections by these and other regulatory authorities. If we or any of our suppliers, distributors or customers fail to comply with FDA regulations and other applicable regulatory requirements or are perceived to potentially have failed to comply, we may face, among other things, warning letters; adverse publicity affecting both us and our customers; investigations or notices of non-compliance, fines, injunctions, and civil or criminal penalties; import or export restrictions; partial suspensions or total shutdown of production facilities or the imposition of operating restrictions; suspension or revocation of our license to operate, increased difficulty in obtaining required FDA clearances or approvals or foreign equivalents; seizures or recalls of our products or those of our customers; or the inability to sell our products. Any such FDA or other regulatory agency actions could disrupt our business and operations, lead to significant remedial costs and have a material adverse impact on our financial position and results of operations. In addition, the global regulatory environment has become increasingly stringent for our products and services. For example, the EU has started to enforce new requirements, known as the EU In Vitro Diagnostic Regulation (the â€œEU IVDRâ€), which imposes stricter requirements for the marketing and sale of in vitro diagnostics in the European Union. These new regulations are more stringent in a variety of areas, including clinical evidence requirements, quality management systems and post-market surveillance activities. The new EU IVDR requirements became effective starting in May 2022. Failure to meet these requirements could adversely impact our business in the EU and other regions that tie their product registrations to the EU requirements.Some of our products are subject to particularly complex regulations such as regulations of toxic substances, and failure to comply with such regulations could harm our business.Some of our products and related consumables are used in conjunction with chemicals whose manufacture, processing, distribution and notification requirements are regulated by the U.S. Environmental Protection Agency (â€œEPAâ€) under the Toxic Substances Control Act ("TSCA") and by regulatory bodies in other countries under similar laws, to prevent unreasonable risks to human health or the environment. Under the TSCA, the EPA has authority to require reporting, record-keeping and testing, and to implement restrictions relating to chemical substances and/or mixtures. The TSCA prohibits persons from manufacturing (domestic production or importation of) any chemical in the United States that has not been reviewed by the EPA for its effect on health and safety or which is not listed on the EPA TSCA chemical substance inventory. We must ensure conformance of the manufacturing, storing, processing, distribution of and notification about these chemicals to these laws and adapt to regulatory requirements in all applicable countries as these requirements change. If we fail to comply with the notification, record-keeping and other requirements in the manufacture or distribution of our products, then we could be subject to civil penalties, criminal prosecution and, in some cases, prohibition from distributing or marketing our products until the products or component substances are brought into compliance.Our business may suffer if we fail to comply with government contracting laws and regulations.We derive a portion of our revenue from direct and indirect sales to U.S. federal, state, local, and foreign governments and their respective agencies. Such contracts are subject to various procurement laws and regulations and contract provisions relating to their formation, administration and performance. Failure to comply with these laws, regulations or provisions in our government contracts could result in the imposition of various civil and criminal penalties, suspension of government contracts or debarment, termination of contracts, forfeiture of profits, suspension of payments, increased pricing pressure or suspension from future government contracting. If our government contracts are terminated, if we are suspended from government work, or if our ability to compete for new contracts is adversely affected, our business could suffer.23Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â Our reputation, ability to do business and financial statements may be harmed by improper conduct by any of our employees, agents or business partners.Our internal controls and compliance systems may not always protect us from acts committed by employees, agents or business partners of ours (or of businesses we acquire or partner with) that would violate U.S. and/or non-U.S. laws, including the laws governing payments to government officials, bribery, fraud, kickbacks and false claims, pricing, sales and marketing practices, conflicts of interest, competition, employment practices and workplace behavior, export and import compliance, money laundering and data privacy. In particular, the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act and similar anti-bribery laws in other jurisdictions generally prohibit companies and their intermediaries from making improper payments to government officials for the purpose of obtaining or retaining business, and we operate in many parts of the world that have experienced governmental corruption to some degree. Any such improper actions or allegations of such acts could damage our reputation and subject us to civil or criminal investigations in the United States and in other jurisdictions, and related shareholder lawsuits could lead to substantial civil and criminal, monetary and non-monetary penalties and could cause us to incur significant legal and investigatory fees. In addition, the government may seek to hold us liable as a successor for violations committed by companies in which we invest or that we acquire. We also rely on our suppliers to adhere to our supplier standards of conduct, and material violations of such standards of conduct could occur that could have a material effect on our business, reputation and financial statements.We are subject to evolving corporate governance and public disclosure expectations and regulations that impact compliance costs and risks of noncompliance.We are subject to changing rules and regulations promulgated by a number of governmental and self-regulatory organizations, including the SEC and NYSE, as well as evolving investor expectations around corporate governance and environmental and social practices and disclosures. These rules and regulations continue to evolve in scope and complexity, and many new requirements have been created in response to laws enacted by the U.S., local and foreign governments, making compliance more difficult and uncertain. The increase in costs to comply with such evolving expectations, rules and regulations, as well as any risk of noncompliance, could adversely impact us.In addition, we face increasing scrutiny from stakeholders with respect to environmental, social and governance (â€œESGâ€) practices and disclosures. Also, various legal and regulatory requirements specific to ESG matters in the U.S., EU, local or other jurisdictions in which we operate are complex, change frequently and have tended to become more stringent. For instance, we are subject to various laws against forced labor which have been promulgated by many regulatory authorities in the jurisdictions where we operate. Any failure to adequately address stakeholder expectations with respect to ESG matters may result in an adverse impact on our business, financial results, stock price or reputation. Our ability to achieve our current and future ESG goals is uncertain and remains subject to numerous risks, including evolving regulatory requirements and stakeholder expectations, our ability to recruit and retain a diverse workforce, the availability of suppliers and other business partners that can meet our ESG expectations and standards, cost considerations and the development and availability of cost-effective technologies or resources that support our ESG goals. Environmental contamination from past and ongoing operations could subject us to substantial liabilities.Certain properties we have previously owned or leased are undergoing remediation for subsurface contamination.Â Although we are indemnified for liability relating to the required remediation at some of those properties, we may be subject to liability if these indemnification obligations are not fulfilled.Â In other cases, we have agreed to indemnify the current owners of certain properties for liabilities related to contamination, including companies with which we have previously been affiliated such as HP, Inc., Hewlett-Packard Enterprise (formerly Hewlett-Packard Company) and Siemens Healthineers (formerly Varian Medical Systems, Inc.).Â Further, other properties we have previously owned or leased at which we have operated in the past, or for which we have otherwise contractually assumed or provided indemnities, certain actual or contingent environmental liabilities, may or do require remediation. While we are not aware of any material liabilities associated with any potential environmental contamination at any of those properties or facilities, we may be exposed to material liability if environmental contamination at material levels is found to exist. In addition, in connection with the acquisition of certain companies, we have assumed other costs and potential or contingent liabilities for environmental matters.Â Any significant costs or liabilities could have an adverse effect on results of operations.24Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Â We are subject to environmental laws and regulations that expose us to a number of risks and could result in significant liabilities and costs.Our current and historical manufacturing and research and development processes and facilities are subject to various foreign, federal, state and local environment protection and health and safety laws and regulations. As a result, we may become subject to liabilities for environmental contamination, and these liabilities may be substantial. Although our policy is to apply strict standards for environmental protection and health and safety at our sites inside and outside the United States, we may not be aware of all conditions that could subject us to liability. Further, in the event that any future climate change legislation would require that stricter standards be imposed by domestic or international environmental regulatory authorities, we may be required to make certain changes and adaptations to our manufacturing processes and facilities. We cannot predict how changes will affect our business operations or the cost of compliance to us, our customers or our suppliers. Failure to comply with these environmental protection and health and safety laws and regulations could result in civil, criminal, regulatory, administrative or contractual sanction, including fines, penalties or suspensions, restrictions on our operations and reputational damage. If we have any violations of, or incur liabilities pursuant to these laws or regulations, our financial condition and operating results could be adversely affected.Issues in the development, deployment, and use of artificial intelligence technologies in our business operations, services and products may result in reputational harm, regulatory action, or legal liability, and any failure to adapt to such technological developments or industry trends could adversely affect the competitiveness of our business. We are integrating artificial

intelligence and machine learning technologies (â€œAIâ€) into our business operations, products and services, while continuing to explore the opportunities that AI could bring to the company. The use of AI, particularly generative AI, presents opportunities as well as risks that could negatively impact the business. The development, deployment, and use of AI, including within the life sciences industry, is still in its early stages, where the use of insufficiently developed AI technologies and premature deployment practices could result in unintended outcomes that harm the business. AI technologies may be developed using inaccurate, incomplete, flawed or biased algorithms, training methodologies or data, which could result in competitive harm, regulatory penalties, legal liability, or brand or reputational harm. Further, a failure to timely and effectively use or deploy AI and integrate it into new product offerings and services could negatively impact our competitiveness, particularly ahead of evolving industry trends and evolving consumer demands. We may be unable to devote adequate financial resources to develop or acquire new AI technologies and systems in the future.Use of AI to improve internal business operations, or in the development or provision of products or services, poses risks and challenges. AI can pose risks from an intellectual property, confidential data leakage, data protection, privacy perspective, as well as raise ethical concerns, compliance issues, and security risks. The input of confidential information or trade secrets into AI systems may result in the loss of intellectual property, proprietary rights, or attorney-client privilege in such information or trade secrets. The use of AI technologies for developing products or services may adversely affect or preclude the companyâ€™s intellectual property rights in such products or services, or may expose the company to liability related to the infringement, misappropriation or other violation of third-party intellectual property. The use of AI technologies with personally identifiable information may also result in legal liability. Further, particularly given the nascent stage of the technology, the use of AI can lead to unintended consequences, including the generation of outputs that appear correct but are factually inaccurate, misleading, or that result in unintended biases and discriminatory outcomes, or are otherwise flawed, which could harm our reputation and business and expose us to risks related to such inaccuracies or errors in these outputs.Moreover, AI is subject to a dynamic and rapidly evolving legal and regulatory environment, which, without appropriate review, governance and risk management, could expose the company to unforeseen legal or regulatory scrutiny and liabilities. As such, it remains uncertain how AI laws and regulations will impact our business or the associated cost or risks related to compliance therewith or with respect to embedding compliance mechanisms appropriately and effectively into our operations. The use of AI may be subject to new legal or regulatory requirements, the impact of which may be prohibitive or pose further risks from a legal or regulatory action perspective. Third parties may claim that we are infringing their intellectual property, and we could suffer significant litigation or licensing expenses or be prevented from selling products or services.From time to time, third parties may claim that one or more of our products or services infringe their intellectual property rights. We analyze and take action in response to such claims on a case by case basis. Any dispute or litigation regarding patents or other intellectual property could be costly and time-consuming due to the complexity of our technology and the uncertainty of intellectual property litigation and could divert our management and key personnel from our business operations. A claim of intellectual property infringement could force us to enter into a costly or restrictive license agreement, which might not be available under acceptable terms or at all, could require us to redesign our products, which would be costly and time-25Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â consuming, and/or could subject us to significant damages or to an injunction against the development and sale of certain of our products or services. Our intellectual property portfolio may not be useful in asserting a counterclaim, or negotiating a license, in response to a claim of intellectual property infringement. In certain of our businesses, we rely on third-party intellectual property licenses, and we cannot ensure that these licenses will continue to be available to us in the future or can be expanded to cover new products on favorable terms or at all.Third parties may infringe our intellectual property, and we may suffer competitive injury or expend significant resources enforcing our rights.Our success depends in large part on our proprietary technology, including technology we obtained through acquisitions. We rely on various intellectual property rights, including patents, copyrights, trademarks and trade secrets, as well as confidentiality provisions and licensing arrangements, to establish, maintain and enforce our proprietary rights. If we do not enforce our intellectual property rights successfully, our competitive position may suffer, which could harm our operating results.Our pending patent, copyright and trademark registration applications may not be allowed, or competitors may challenge the validity or scope of our patents, copyrights or trademarks. In addition, our patents, copyrights, trademarks and other intellectual property rights may not provide us with a significant competitive advantage.We may need to spend significant resources monitoring and enforcing our intellectual property rights, and we may not be aware of or able to detect or prove infringement by third parties. Our competitive position may be harmed if we cannot detect infringement and enforce our intellectual property rights quickly or at all. In some circumstances, we may choose to not pursue enforcement because an infringer has a dominant intellectual property position or for other business reasons. In addition, competitors might avoid infringement by designing around our intellectual property rights or by developing non-infringing competing technologies. Intellectual property rights and our ability to enforce them may be unavailable or limited in some countries, which could make it easier for competitors to capture market share and could result in lost revenues. Furthermore, some of our intellectual property is licensed to others which may allow them to compete with us using that intellectual property.Operational RisksOur operating results may suffer if our manufacturing capacity does not match the demand for our products.Because we cannot immediately adapt our production capacity and related cost structures to rapidly changing market conditions, when demand does not meet our expectations, our manufacturing capacity may exceed our production requirements. If during an economic downturn we had excess manufacturing capacity which could occur due to our plans to expand certain manufacturing capacities, then our fixed costs associated with excess manufacturing capacity would adversely affect our gross margins and operating results. If, during a general market upturn or an upturn in one of our segments, we cannot increase our manufacturing capacity to meet product demand, we may not be able to fulfill orders in a timely manner which could lead to order cancellations, contract breaches or indemnification obligations. This inability could materially and adversely limit our ability to improve our results. If we are unable to successfully manage the consolidation and streamlining of our manufacturing operations, we may not achieve desired efficiencies, and our ability to deliver products to our customers could be disrupted.Although we utilize manufacturing facilities throughout the world, we have consolidated, and may further consolidate, our manufacturing operations to certain of our facilities to achieve efficiencies and gross margin improvements. Additionally, we typically consolidate the production of products from our acquisitions into our supply chain and manufacturing processes, which are technically complex and require expertise to operate. If we are unable to establish processes to efficiently and effectively produce high quality products in the consolidated locations, we may not achieve the anticipated synergies and production may be disrupted, which could adversely affect our business and operating results.26Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Dependence on contract manufacturing and outsourcing other portions of our supply chain, including logistics and third-party package delivery services, may adversely affect our ability to bring products to market and damage our reputation. Dependence on outsourced information technology and other administrative functions may impair our ability to operate effectively.As part of our efforts to streamline operations and to manage costs, we outsource aspects of our manufacturing processes and other functions and continue to evaluate additional outsourcing. If our contract manufacturers or other outsourcers fail to perform their obligations in a timely manner or at satisfactory quality levels, our ability to bring products to market and our reputation could suffer. For example, during a market upturn, our contract manufacturers may be unable to meet our demand requirements, which may preclude us from fulfilling our customers' orders on a timely basis. The ability of these manufacturers to perform is largely outside of our control. If one or more of the third-party package delivery or other logistics providers we use experiences a significant disruption in services or institutes a significant price increase, we may have to seek alternative providers, which could result in increased costs, and/or delay the delivery of our products. Additionally, changing or replacing our contract manufacturers, logistics providers or other outsourcers could cause disruptions or delays. In addition, we outsource significant portions of our information technology ("IT") and other administrative functions. Since IT is critical to our operations, any failure to perform on the part of our IT providers could impair our ability to operate effectively. In addition to the risks outlined above, problems with manufacturing or IT outsourcing could result in lower revenue and unexecuted efficiencies and impact our results of operations and our stock price. If we suffer a loss to our factories, facilities or distribution system due to catastrophe, our operations could be seriously harmed.Our factories, facilities and distribution system are subject to catastrophic loss due to fire, flood, terrorism, public health crises, increasing severity or frequency of extreme weather events, or other climate-change related risks, including resource scarcity, rationing or unexpected costs from increases in fuel and raw material prices that may be caused by extreme weather conditions. In addition, several of our facilities could be subject to a catastrophic loss caused by earthquake due to their locations. Our production facilities, headquarters and laboratories in California, and our production facilities in Japan, are all located in areas with above-average seismic activity. In addition, our facilities in California are susceptible to extreme weather conditions such as drought, flooding and wildfires. If any of our facilities were to experience a catastrophic loss, it could disrupt our operations, delay production, shipments and revenue and result in large expenses to repair or replace the facility. If such a disruption were to occur, we could breach agreements, our reputation could be harmed, and our business and operating results could be adversely affected. In addition, because we have consolidated our manufacturing facilities and we may not have redundant manufacturing capability readily available, we are more likely to experience an interruption to our operations in the event of a catastrophe in any one location. Although we carry insurance for property damage and business interruption, these coverages are subject to deductibles as well as caps and may not be sufficient to cover the entirety of potential losses in certain catastrophic events. We do not carry insurance or financial reserves for interruptions or potential losses arising from earthquakes or terrorism. Also, our third-party insurance coverage will vary from time to time in both type and amount depending on availability, cost and our decisions with respect to risk retention. Economic conditions and uncertainties in global markets may adversely affect the cost and other terms upon which we are able to obtain third-party insurance. If our third-party insurance coverage is adversely affected or to the extent we have elected to self-insure, we may be at a greater risk that our financial condition will be harmed by a catastrophic loss.If we experience a significant disruption in, or breach in security of, our information technology systems, or if we fail to implement new systems and software successfully, our business could be adversely affected.We rely on several centralized information technology systems throughout our company to provide products and services, keep financial records, process orders, manage inventory, process shipments to customers and operate other critical functions. Our information technology systems may be susceptible to damage, disruptions or shutdowns due to power outages, hardware failures, computer viruses, attacks by computer hackers, telecommunication failures, user errors, catastrophes or other unforeseen events. For example, in December 2020, it was widely reported that SolarWinds, an information technology company, was the subject of a cyberattack that created security vulnerabilities for thousands of its clients. We identified an impacted SolarWinds server and promptly took steps to contain and remediate the incidents. While we believe that there were no disruptions to our operations as a result of this attack, other similar attacks could have a significant negative impact on our systems and operations. Our information technology systems also may experience interruptions, delays or cessations of service or produce errors in connection with system integration, software upgrades or system migration work that takes place from time to time. If we were to experience a prolonged system disruption in the information technology systems that involve our interactions with customers or suppliers, it could result in the loss of sales and customers and significant incremental costs, which could adversely affect our business. In addition, security breaches of our information technology systems or products could result in the misappropriation or unauthorized disclosure of confidential information belonging to us or to our employees, 27Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â partners, customers or suppliers, which could result in our suffering significant financial or reputational damage. Concern over increasingly prevalent cyberattacks or other forms of security breaches of information technology systems can result in additional legal and regulatory requirements in the markets we operate our business and may lead to increased compliance burdens and costs to meet the regulatory obligations. For example, as a U.S. publicly traded company, we are subject to the U.S. Securities and Exchange Commission Final Rule on Cybersecurity Risk Management, Strategy, Governance and Incident Disclosure which requires enhanced disclosure requirements for cybersecurity, with similar applicable requirements under the EUâ€™s NIS2 Directive and Chinaâ€™s Data Security Law.Financial and Tax RisksOur retirement and post retirement pension plans are subject to financial market risks that could adversely affect our future results of operations and cash flows.We have significant retirement and post retirement pension plan assets and obligations. The performance of the financial markets and interest rates impact our plan expenses and funding obligations. Significant decreases in market interest rates, decreases in the fair value of plan assets and investment losses on plan assets will increase our funding obligations and adversely impact our results of operations and cash flows.Changes in tax laws, unfavorable resolution of tax examinations, or exposure to additional tax liabilities could have a material adverse effect on our results of operations, financial condition and liquidity.We are subject to taxes in the U.S., Singapore and various foreign jurisdictions. Governments in the jurisdictions in which we operate implement changes to tax laws and regulations periodically. Any implementation of tax laws that fundamentally change the taxation of corporations in the U.S. or Singapore could materially impact our effective tax rate and could have a significant adverse impact on our financial results.The Organization for Economic Co-operation and Development ("OECD") has introduced rules to establish a global minimum tax rate of 15 percent, commonly referred to as the Pillar Two rules. Many countries have enacted legislation to implement the Pillar Two rules. We are currently evaluating the potential impacts that Pillar Two may have on future periods and will continue to monitor the implementation of the Pillar Two rules in the jurisdictions in which we operate.We are also subject to examinations of our tax returns by tax authorities in various jurisdictions around the world. We regularly assess the likelihood of adverse outcomes resulting from ongoing tax examinations to determine the adequacy of our provision for taxes. These assessments can require a high degree of judgment and estimation. Intercompany transactions associated with the sale of inventory, services, intellectual property and cost share arrangements are complex and affect our tax liabilities. The calculation of our tax liabilities involves dealing with uncertainties in the application of complex tax laws and regulations in multiple jurisdictions. There can be no assurance that the outcomes from ongoing tax examinations will not have an adverse effect on our operating results and financial condition. A difference in the ultimate resolution of tax uncertainties from what is currently estimated could have an adverse effect on our financial results and condition.If tax incentives change or cease to be in effect, our income taxes could increase significantly.We benefit from tax incentives extended to our foreign subsidiaries to encourage investment or employment. Singapore has granted us tax incentives which require renewal at various times in the future. The incentives are conditioned on achieving various thresholds of investments and employment or specific types of income. Our taxes could increase if the incentives are not renewed upon expiration. If we cannot or do not wish to satisfy all or parts of the tax incentive conditions, we may lose the related tax incentive and could be required to refund tax incentives previously realized. As a result, our effective tax rate could be higher than it would have been had we maintained the benefits of the tax incentives.We have outstanding debt and may incur other debt in the future, which could adversely affect our financial condition, liquidity and results of operations.We are party to a $1.5 billion five-year unsecured credit facility that will expire on JuneÂ 7, 2028. Furthermore, we are permitted pursuant to the credit agreement to establish an incremental revolving credit facility of up to $750Â million.Â We also entered into an Uncommitted Money Market Line Credit agreement which provides for an aggregate borrowing capacity of $300Â million. Under our U.S. commercial paper program, the company may issue and sell unsecured, short-term promissory notes in the aggregate principal amount not to exceed $1.5Â billion with up to 397-day maturities. As of OctoberÂ 31, 2024, we had approximately $3.4 billion in outstanding indebtedness which included an aggregate outstanding principal amount of $3.3 billion in unsecured senior notes. We may borrow additional amounts in the future and use the proceeds from any future 28Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â borrowing for general corporate purposes, future acquisitions, expansion of our business or repurchases of our outstanding shares of common stock.Our incurrence of this debt, and increases in our aggregate levels of debt, may adversely affect our operating results and financial condition by, among other things:â€¢increasing our vulnerability to downturns in our business, to competitive pressures and to adverse economic and industry conditions;Â â€¢requiring the dedication of an increased portion of our expected cash flows from operations to service our indebtedness, thereby reducing the amount of expected cash flows available for other purposes, including capital expenditures, acquisitions, stock repurchases and dividends; andÂ â€¢limiting our flexibility in planning for or reacting to changes in our business and our industry.Our credit facility imposes restrictions on us, including restrictions on our ability to create liens on our assets and engage in certain types of sale and leaseback transactions and the ability of our subsidiaries to incur indebtedness, and requires us to maintain compliance with specified financial ratios. Our ability to comply with these ratios may be affected by events beyond our control. In addition, the indentures governing our senior notes contain covenants that may adversely affect our ability to incur certain liens or engage in certain types of sale and leaseback transactions. If we breach any of the covenants and do not obtain a waiver from the lenders or noteholders, then, subject to applicable cure periods, our outstanding indebtedness could be declared immediately due and payable.We cannot assure that we will continue to pay dividends on our common stock.Since the first quarter of fiscal year 2012, we have paid a quarterly dividend on our common stock. The timing, declaration, amount and payment of any future dividends fall within the discretion of our Board of Directors and will depend on many factors, including our available cash, estimated cash needs, earnings, financial condition, operating results, capital requirements, as well as limitations in our contractual agreements, applicable law, regulatory constraints, industry practice and other business considerations that our Board of

Directors considers relevant. A change in our dividend program could have an adverse effect on the market price of our common stock.Adverse conditions in the global banking industry and credit markets may adversely impact the value of our cash investments or impair our liquidity.As of OctoberÂ 31, 2024, we had cash and cash equivalents of approximately $1,329 million invested or held in a mix of money market funds, time deposit accounts and bank demand deposit accounts. Disruptions and volatility in the financial markets may, in some cases, result in an inability to access assets such as money market funds that traditionally have been viewed as highly liquid or hinder our ability to borrow money in the amounts, at interest rates or upon the more favorable terms and conditions that might be available under different economic circumstances. Any failure of our counterparty financial institutions or funds in which we have invested may adversely impact our cash and cash equivalent positions and, in turn, our operating results and financial condition.ItemÂ 1B.Â Â Â Â Unresolved Staff CommentsNone.Item 1C. CybersecurityAgilent is committed to maintaining a secure environment for our data, complying with applicable legal requirements, and effectively supporting our business objectives and customer needs. Our cybersecurity strategy emphasizes the cultivation of a security-minded culture through education and training, and a programmatic and layered approach to prevention, detection of, and response to cybersecurity threats.Key Elements of Our Cybersecurity Program. We maintain cybersecurity policies that articulate Agilent's expectations and requirements regarding technology use, data privacy, risk management, and incident management. Regular exercises and assessments against recognized cybersecurity frameworks are conducted to improve the effectiveness of our processes. These are conducted by third party organizations in addition to internal audit teams. Cybersecurity is considered the responsibility of every Agilent employee, with regular education and best practice sharing to raise awareness of threats. Layered controls are 29Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â implemented to prevent and detect cybersecurity threats, with policies and processes designed to provide timely notifications and compliance with legal requirements. These include controls to assess third party suppliers and their services. Governance and Oversight. Our cybersecurity program under the Chief Information Officer ("CIO") is led by our Chief Information Security Officer ("CISO"). The Board of Directors delegates oversight of cybersecurity risks to the Audit Committee, which receives updates from the CISO and CIO at least annually. Cybersecurity is integrated into the risk management process for the company through various mechanisms, including quarterly business reviews, annual budget planning, and linkage to the Enterprise Risk Management ("ERM") process.As of the date of this report, we do not believe any risks from cybersecurity threats have materially affected Agilent, including our business strategy, results of operations, or financial condition. However, we can provide no assurance that there will not be any incidents in the future or that they will not materially affect us as outlined in Item 1A. Risk Factors. ItemÂ 2. PropertiesAs of OctoberÂ 31, 2024, we owned or leased a total of approximately 6.8Â million square feet of space worldwide. Of that, we owned approximately 5.3Â million square feet and leased the remaining 1.5Â million square feet. Our sales and support facilities occupied a total of approximately 0.5Â million square feet. Our manufacturing plants, R&D facilities and warehouse and administrative facilities occupied approximately 6.3Â million square feet. All of our businesses share sales offices throughout the world.Information about each of our businesses appears below:Life Sciences & Applied Markets Business. Our life sciences and applied markets business has manufacturing and R&D facilities in Australia, China, Germany, Italy, Japan, Malaysia, Netherlands, Singapore, United Kingdom and the United States.Diagnostics and Genomics Business. Our diagnostics and genomics business has manufacturing and R&D facilities in Belgium, Canada, China, Denmark, Germany, Malaysia and the United States.Agilent CrossLab Business. Our direct service delivery organization is regionally based and operating in 28 countries.ItemÂ 3. Legal ProceedingsWe are involved in lawsuits, claims, investigations and proceedings, including, but not limited to, intellectual property, commercial, real estate, environmental and employment matters, which arise in the ordinary course of business. There are no matters pending that we currently believe are probable and reasonably possible of having a material impact to our business, consolidated financial condition, results of operations or cash flows.ItemÂ 4. Mine Safety DisclosuresNot applicable.30Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â PART IIItemÂ 5. Market for the Registrant's Common Equity, Related Stockholder Matters and Issuer Purchases of Equity SecuritiesOur common stock is listed on the New York Stock Exchange with the ticker symbol â€œAâ€. As of DecemberÂ 2, 2024, there were 16,806 common stockholders of record. The information required by this item with respect to equity compensation plans is included under the captionÂ "Equity Compensation Plans"Â in our Proxy Statement for the Annual Meeting of Stockholders to be heldÂ MarchÂ 13, 2025, to be filed with the Securities and Exchange Commission pursuant to RegulationÂ 14A, and is incorporated herein by reference.STOCK PRICE PERFORMANCE GRAPHThe graph below shows the cumulative total stockholder return on our common stock with the cumulative total return of the S&P 500 Index and our peer group, consisting of all companies in the Health Care and Materials Indexes of the S&P 500, assuming an initial investment of $100 on October 31, 2019 and the reinvestment of all dividends. Agilentâ€™s stock price performance shown in the following graph is not indicative of future stock price performance. The data for this performance graph was compiled for us by Standard and Poorâ€™s.Â Â Â Â Â Â Â Â INDEXED RETURNS BaseÂ Â Â Â Â Â Â Â Â Â Â Â Â Years EndingPeriodCompany Name / Index10/31/201910/31/202010/31/202110/31/202210/31/202310/31/2024Agilent Technologies100135.93Â 210.90Â 186.45Â 140.29Â 178.06Â S&P 500100109.71Â 156.79Â 133.88Â 147.46Â 203.52Â Peer Group100112.04Â 153.60Â 153.06Â 149.45Â 181.18Â 31Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â ISSUER PURCHASES OF EQUITY SECURITIESThe table below summarizes information about the companyâ€™s purchases, based on trade date, of its equity securities registered pursuant to SectionÂ 12 of the Exchange Act during the quarterly period ended OctoberÂ 31, 2024. The total number of shares of common stock purchased by the company during the fiscal year ended OctoberÂ 31, 2024 was 8,402,882 shares.PeriodTotal Number ofShares of CommonStock Purchased(1)Weighted AveragePrice Paid per Share ofCommon Stock(2)TotalNumber ofShares of CommonStock Purchased asPart of PubliclyAnnounced Plans orPrograms(1)MaximumApproximate DollarValue of Shares ofCommon Stock thatMay Yet BePurchased Under thePlans or Programs(in millions)(1)Â AugustÂ 1, 2024 throughAugustÂ 31, 2024804,464Â $140.19Â 804,464Â $596Â September 1, 2024 throughSeptember 30, 20241,240,953Â $137.98Â 1,240,953Â $425Â October 1, 2024 throughOctoberÂ 31, 2024366,113Â $139.28Â 366,113Â $374Â Total2,411,530Â $138.91Â 2,411,530Â Â (1)On January 9, 2023, we announced that our board of directors had approved a share repurchase program (the "2023 repurchase program") designed, among other things, to reduce or eliminate dilution resulting from issuance of stock under the company's employee equity incentive programs. The 2023 repurchase program authorizes the purchase of up to $2.0Â billion, excluding excise taxes, of our common stock at the company's discretion and has no fixed termination date. The 2023 repurchase program does not require the company to acquire a specific number of shares and may be suspended, amended or discontinued at any time. The 2023 repurchase program commenced on March 1, 2023, and also terminated and replaced the 2021 repurchase program. As of OctoberÂ 31, 2024, all repurchased shares to date have been retired. (2)The weighted average price paid per share of common stock does not include the cost of commissions or excise taxes.ItemÂ 6.Â Â Â Â [Reserved]ItemÂ 7.Â Â Â Â Management's Discussion and Analysis of Financial Condition and Results of OperationsThe following discussion should be read in conjunction with the consolidated financial statements and notes thereto included elsewhere in this Annual Report on FormÂ 10-K. This report contains forward-looking statements including, without limitation, statements regarding growth opportunities, including for and in our end markets, new product and service introductions, the position and strength of our businesses, products and services, market demand for and adoption of our products and solutions, the ability of our products and solutions to address customer needs and meet industry requirements, our focus on enhancing our customers' experience, delivering differentiated product solutions and driving productivity improvements, our investments, including in manufacturing infrastructure, research and development and expanding and improving our applications and solutions portfolios, expanding our position in developing countries and emerging markets, our contributions to our defined benefit plans, our hedging programs and other actions to offset the effects of foreign currency and interest rate movements, our future effective tax rate, unrecognized tax benefits, reimbursement incentives, our ability to satisfy our liquidity requirements, including through cash generated from operations, the potential impact of adopting new accounting pronouncements, indemnification obligations, our sales, our purchase commitments, our capital expenditures, the integration, effects and timing of our acquisitions and other transactions, expense reduction and other results from our restructuring programs and other cost saving initiatives, our stock repurchase program and dividends, macroeconomic and market conditions, the recovery and health of our end markets, seasonality, mix, future financial results, our operating margin, our geographical diversification, interest rates, inflationary pressures and local regulations and restrictions, that involve risks and uncertainties. Our actual results could differ materially from the results contemplated by these forward-looking statements due to various factors, including those discussed in Part I ItemÂ 1A and elsewhere in this FormÂ 10-K. 32Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Overview and Executive SummaryAgilent Technologies Inc. ("we", "Agilent" or the "company"), incorporated in Delaware in May 1999, is a global leader in life sciences, diagnostics and applied chemical markets, providing application focused solutions that include instruments, software, services and consumables for the entire laboratory workflow.New Segment StructureIn the first quarter of fiscal year 2024, we announced a change in our operating segments to move our cell analysis business from our life sciences and applied markets segment to our diagnostics and genomics operating segment in order to further strengthen growth opportunities for both organizations. Following this reorganization, we continue to have three business segments comprised of life sciences and applied markets, diagnostics and genomics and Agilent CrossLab, each of which continues to comprise a reportable segment. We began reporting under this new structure with the Quarterly Report on Form 10-Q for the period ended January 31, 2024. All historical financial segment information has been recast to conform to this new presentation in our consolidated financial statements and accompanying notes. There was no change to our Agilent CrossLab business segment.Acquisition On September 20, 2024, we acquired 100 percent of the stock of BIOVECTRA for total consideration of $915 million in cash. The acquisition expands our contract development and manufacturing organization. As a result of the acquisition, BIOVECTRA became a wholly-owned subsidiary of Agilent. The acquisition has been accounted for in accordance with the authoritative accounting guidance, and the results of BIOVECTRA are included in Agilent's consolidated financial statements from the date of acquisition. Senior Notes2027 Senior Notes. On SeptemberÂ 9, 2024, we issued an aggregate principal amount of $600Â million in senior notes ("2027 senior notes"). The 2027 senior notes were issued at 99.866% of their principal amount. The notes will mature on SeptemberÂ 9, 2027, and bear interest at a fixed rate of 4.20% per annum. The interest is payable semi-annually on March 9th and September 9th of each year and payments will commence on MarchÂ 9, 2025. 2034 Senior Notes. On SeptemberÂ 9, 2024, we issued an aggregate principal amount of $600Â million in senior notes ("2034 senior notes"). The 2034 senior notes were issued at 99.638% of their principal amount. The 2034 senior notes will mature on SeptemberÂ 9, 2034, and bear interest at a fixed rate of 4.75% per annum. The interest is payable semi-annually on March 9th and September 9th of each year and payments will commence on MarchÂ 9, 2025. Actual ResultsAgilent's net revenue of $6,510 million in 2024 decreased 5 percent when compared to 2023. Foreign currency movements for 2024 had no overall impact on revenue growth when compared to 2023. Net revenue declined in our life sciences and applied markets and diagnostics and genomics segments, mostly in the pharmaceutical market, due primarily to the overall pressures on our customers' capital expenditure spending which continued in 2024. Revenue declines were partially offset by revenue growth in our Agilent CrossLab segment. Revenue in the life sciences and applied markets business decreased 8 percent in 2024 when compared to 2023. Foreign currency movements had no overall impact on revenue growth in 2024 when compared to 2023. Revenue in the diagnostics and genomics business decreased 6 percent in 2024 when compared to 2023. Foreign currency movements had no overall impact on revenue growth in 2024 when compared to 2023. Revenue in the Agilent CrossLab business increased 5 percent in 2024 when compared to 2023. Foreign currency movements had no overall impact on revenue growth in 2024 when compared to 2023. Agilent's net revenue of $6,833 million was slightly down in 2023 when compared to 2022. Foreign currency movements for 2023 had an overall unfavorable impact on revenue growth of 2 percentage points when compared to 2022. Net revenue declined in our life sciences and applied markets segment, in the pharmaceutical market and in the Asia Pacific region primarily related to weaker demand in China and an overall pressure on our customers' capital expenditures compared to 2022. The net revenue decline was partially offset by revenue growth from our other segments primarily in Agilent CrossLab. Revenue in the life sciences and applied markets business decreased 3 percent in 2023 when compared to 2022. Foreign currency movements had an overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. Revenue in the diagnostics and genomics business decreased 1 percent in 2023 when compared to 2022. Foreign currency movements had an 33Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. Revenue in the Agilent CrossLab business increased 8 percent in 2023 when compared to 2022. Foreign currency movements had an overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. Net income was $1,289 million in 2024 compared to net income of $1,240 million and $1,254 million in 2023 and 2022, respectively. Net income in 2024 was impacted by cost-saving initiatives and higher interest income. Net income in 2023 was impacted by the asset impairment charges primarily related to the exit of our Resolution Bioscience business and lower tax expense. Net income in 2022 was impacted by higher sales volume partially offset by supply chain, logistics and inflationary pressures increasing our costs. As of OctoberÂ 31, 2024 and 2023, we had cash and cash equivalents balances of $1,329 million and $1,590 million, respectively. 2021 Repurchase Program. During the year ended OctoberÂ 31, 2022, we repurchased and retired 8.4 million shares for $1,139 million under this authorization. During the year ended OctoberÂ 31, 2023, we repurchased and retired 661,739 shares for $99 million, excluding excise taxes, under this authorization. On March 1, 2023, the 2021 repurchase program was terminated and the remaining authorization of $339Â million expired.2023 Repurchase Program. On January 9, 2023, we announced that our board of directors had approved a share repurchase program (the "2023 repurchase program") designed, among other things, to reduce or eliminate dilution resulting from issuance of stock under the company's employee equity incentive programs. The 2023 repurchase program authorizes the purchase of up to $2.0Â billion, excluding excise taxes, of our common stock at the company's discretion and has no fixed termination date. The 2023 repurchase program does not require the company to acquire a specific number of shares and may be suspended, amended or discontinued at any time. The 2023 repurchase program commenced on March 1, 2023, and also terminated and replaced the 2021 repurchase program. During the year ended OctoberÂ 31, 2023, we repurchased and retired 3.9Â million shares for $476Â million, excluding excise taxes, under this authorization. During the year ended OctoberÂ 31, 2024, we repurchased and retired 8.4Â million shares for $1,150Â million, excluding excise taxes, under this authorization. As of OctoberÂ 31, 2024, we had remaining authorization to repurchase up to approximately $374 million of our common stock under the 2023 repurchase program.On May 29, 2024, we announced that our board of directors had approved a new share repurchase program (the "2024 repurchase program") designed, among other things, to reduce or eliminate dilution resulting from issuance of stock under the company's employee equity incentive programs. The 2024 repurchase program authorizes the purchase of up to $2.0Â billion, excluding excise taxes, of our common stock at the company's discretion and has no fixed termination date. The 2024 repurchase program does not require the company to acquire a specific number of shares and may be suspended, amended or discontinued at any time. The 2024 repurchase program became effective on August 1, 2024 and will commence upon the termination of our 2023 repurchase program.The Inflation Reduction Act of 2022, which was enacted into law on August 16, 2022, imposed a nondeductible 1% excise tax on the net value of certain stock repurchases made after December 31, 2022. During the year ended OctoberÂ 31, 2024, we recorded the applicable excise taxes payable of approximately $10 million as an incremental cost of the shares repurchased and a corresponding liability for the excise tax payable in other accrued liabilities on our consolidated balance sheet. In fiscal year 2023, we recorded excise taxes payable of approximately $3 million related to shares repurchased in 2023 and paid the tax in 2024. Dividends. During the year ended OctoberÂ 31, 2024, cash dividends of $0.944 per share, or $274 million were declared and paid on the company's outstanding common stock. During the year ended OctoberÂ 31, 2023, cash dividends of $0.900 per share, or $265 million were declared and paid on the company's outstanding common stock. During the year ended OctoberÂ 31, 2022, cash dividends of $0.840 per share, or $250 million were declared and paid on the company's outstanding common stock. On NovemberÂ 20, 2024, we declared a quarterly dividend of $0.248 per share of common stock, or approximately $71 million which will be paid on JanuaryÂ 22, 2025, to shareholders of record as of the close of business on DecemberÂ 31, 2024. The timing and amounts of any future dividends are subject to determination and approval by our board of directors.Looking forward, our primary focus remains on enhancing our customersâ€™ experience, delivering differentiated product solutions and driving productivity improvements. While customer capital budgets continue to be constrained, we anticipate a gradual and steady recovery in the short-term. We also remain optimistic about the long-term health of our key end markets. Although inflationary pressures are uncertain, we will continue to mitigate their impact through targeted pricing strategies and various other cost-saving initiatives.34Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Critical Accounting Policies and EstimatesThe preparation of financial statements in accordance with accounting principles generally accepted in the U.S. requires management to make estimates and assumptions that affect the amounts reported in our consolidated financial statements and accompanying notes. Management bases its estimates on historical experience and various other assumptions believed to be reasonable. Although these estimates are based on management's best knowledge of current events and actions that may impact the company in the future, actual results may be different from the estimates. An accounting policy is deemed to be critical if it requires an accounting estimate to be made based on assumptions about matters that are highly uncertain at the time the estimate is made and if different estimates that reasonably could have been used or changes in the accounting estimate that

are reasonably likely to occur could materially change the financial statements. Our critical accounting policies are those that affect our financial statements materially and involve difficult, subjective or complex judgments by management. Those policies are revenue recognition, inventory valuation, retirement and post-retirement plan assumptions, valuation of goodwill and purchased intangible assets, restructuring and accounting for income taxes.Revenue Recognition. We enter into contracts to sell products, services or combinations of products and services. Products may include hardware or software and services may include one-time service events or services performed over time.We derive revenue primarily from the sale of analytical and diagnostics products and services. A performance obligation is a promise in a contract to transfer a distinct product or service to a customer and is the unit of account under Accounting Standard Codification Topic 606, Revenue from Contracts with Customers, (â€œASC 606â€™â€™). Revenue is recognized when control of the promised products or services is transferred to our customers and the performance obligation is fulfilled in an amount that reflects the consideration that we expect to be entitled in exchange for those products or services, the transaction price. For equipment, consumables, and most software licenses, control transfers to the customer at a point in time. We use present right to payment, legal title, physical possession of the asset, and risks and rewards of ownership as indicators to determine the transfer of control to the customer.Â For products that transfer control over time, revenue is recognized as the performance obligation is satisfied. Product over time revenue is assessed against the following criteria: the performance creates an asset that the customer controls as the asset is created; the asset has no alternative use; and we have an enforceable right to payment. Where acceptance is not a formality, the customer must have documented their acceptance of the product or service. For products that include installation, if the installation meets the criteria to be considered a separate performance obligation, product revenue is recognized when control has passed to the customer, and recognition of installation revenue occurs once completed. Product revenue, including sales to resellers and distributors is reduced for provisions for warranties, returns, and other adjustments in the period the related sales are recorded.Service revenue includes extended warranty, customer and software support including: Software as a Service, post contract support, consulting including companion diagnostics, and training and education. Instrument service contracts and software maintenance contracts are typically annual contracts, which are billed at the beginning of the contract or maintenance period. Revenue for these contracts is recognized on a straight-line basis to revenue over the service period, as a time-based measure of progress best reflects our performance in satisfying this obligation. There are no deferred costs associated with the service contract, as the cost of the service is recorded when the service is performed. Service calls not included in a support contract are recognized to revenue at the time a service is performed. We have sales from standalone software. These arrangements typically include software licenses and maintenance contracts, both of which we have determined are distinct performance obligations. We determine the amount of the transaction price to allocate to the license and maintenance contract based on the relative standalone selling price of each performance obligation. Software license revenue is recognized at the point in time when control has been transferred to the customer. The revenue allocated to the software maintenance contract is recognized on a straight-line basis over the maintenance period, which is the contractual term of the contract, as a time-based measure of progress best reflects our performance in satisfying this obligation. Unspecified rights to software upgrades are typically sold as part of the maintenance contract on a when-and-if-available basis. Our multiple-element arrangements are generally comprised of a combination of instruments, installation or other start-up services, and/or software, and/or support or services. Hardware and software elements are typically delivered at the same time and revenue is recognized when control passes to the customer. Service revenue is deferred and recognized over the contractual period or as services are rendered and accepted by the customer. Our arrangements generally do not include any provisions for cancellation, termination, or refunds that would significantly impact recognized revenue.For contracts with multiple performance obligations, we allocate the consideration to which we expect to be entitled to each performance obligation based on relative standalone selling prices and recognize the related revenue when or as control of each individual performance obligation is transferred to customers. We estimate the standalone selling price by calculating the 35Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â average historical selling price of our products and services per geographic region for each performance obligation. Stand-alone selling prices are determined for each distinct good or service in the contract, and then we allocate the transaction price in proportion to those standalone selling prices by performance obligations.A portion of our revenue relates to lease arrangements. Standalone lease arrangements are outside the scope of ASC 606 and are therefore accounted for in accordance with ASC 842, Leases ("ASC 842"). Each of these contracts is evaluated as a lease arrangement, either as an operating lease or a sales-type finance lease using the current lease classification guidance. In a lease arrangement that is a multiple-element arrangement, the revenue associated with the lease component is treated under the lease accounting standard ASC 842, whereas the revenue associated with the non-lease component is recognized in accordance with the ASC 606 revenue standard.Inventory Valuation.Â Â Inventory is valued at standard cost, which approximates actual cost computed on a first-in, first-out basis, not in excess of market value. We assess the valuation of our inventory on a periodic basis and make adjustments to the value for estimated excess and obsolete inventory based upon estimates and assumptions about future demand, economic conditions and actual usage, which require management judgment. Such estimates are difficult to make under most economic conditions. The excess balance determined by this analysis becomes the basis for our excess inventory charge. Our excess inventory review process includes analysis of inventory levels, sales trends and forecasts, managing product rollovers and working with manufacturing to maximize recovery of excess inventory and to estimate and record reserves for excess, slow-moving and obsolete inventory. If actual market conditions are less favorable than those projected by management, additional write-downs may be required. If actual market conditions are more favorable than anticipated, inventory previously written down may be sold to customers, resulting in lower cost of sales and higher income from operations than expected in that period. Retirement and Post-Retirement Benefit Plan Assumptions.Â Retirement and post-retirement benefit plan costs are a significant cost of doing business. They represent obligations that will ultimately be settled sometime in the future and therefore are subject to estimation. Pension accounting is intended to reflect the recognition of future benefit costs over the employees' average expected future service to Agilent based on the terms of the plans and investment and funding decisions. To estimate the impact of these future payments and our decisions concerning funding of these obligations, we are required to make assumptions using actuarial concepts within the framework of accounting principles generally accepted in the U.S. Two critical assumptions are the discount rate and the expected long-term return on plan assets. Other important assumptions include expected future salary increases, expected future increases to benefit payments, expected retirement dates, employee turnover, retiree mortality rates, and portfolio composition. We evaluate these assumptions at least annually.The discount rate is used to determine the present value of future benefit payments at the measurement dateÂ - OctoberÂ 31 for both U.S. and non-U.S. plans. For 2024 and 2023, the U.S. discount rates were based on the results of matching expected plan benefit payments with cash flows from a hypothetically constructed bond portfolio. In 2024, discount rates for the U.S. defined benefit plans and post-retirement benefit plans decreased compared to the previous year due to the decrease in the corporate bond rates. For 2024 and 2023, the discount rates for non-U.S. defined benefit plans were generally based on published rates for high quality corporate bonds and in 2024, mostly decreased compared to the previous year. If we had changed our discount rate by 1 percent, the impact would have been approximately $1 million on U.S. defined benefit plans and post-retirement benefit plans expense and $11 million on non-U.S. defined benefit plans expense for the year ended OctoberÂ 31, 2024. Lower discount rates usually increase present values of the pension benefit obligation and subsequent year pension expense; higher discount rates usually decrease present values of the pension benefit obligation and subsequent year pension expense.The company uses alternate methods of amortization as allowed by the authoritative guidance which amortizes the actuarial gains and losses on a consistent basis for the years presented. For U.S. defined benefit plans, gains and losses are amortized over the average future lifetime of participants using the corridor method. For most non-U.S. defined benefit plans and U.S. post-retirement benefit plans, gains and losses are amortized over the average remaining future service period or remaining lifetime of participants depending upon the plan, using a separate layer for each year's gains and losses. In the U.S., target asset allocations for our retirement and post-retirement benefit plans were approximately 50 percent to equities and approximately 50 percent to fixed income investments as of OctoberÂ 31, 2024. Our Deferred Profit-Sharing Plan target asset allocation is approximately 60 percent to equities and approximately 40 percent to fixed income investments. Approximately 1 percent of the retirement and post-retirement plans consists of limited partnerships. Outside the U.S., our target asset allocation (excluding annuity contracts in the U.K.) ranges from zero percent to 60 percent to equities, from 38 percent to 100 percent to fixed income investments, and from zero to 25 percent to real estate, depending on the plan. All plans' assets are broadly diversified. Due to fluctuations in equity and bond markets, our actual allocations of plan assets at OctoberÂ 31, 2024, may differ from the target allocation. Our policy is to bring the actual allocation in line with the target allocation.36Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Equity securities include exchange-traded common stock and preferred stock of companies from broadly diversified industries. Fixed income securities include a global portfolio of corporate bonds of companies from diversified industries, government securities, mortgage-backed securities, asset-backed securities, derivative instruments and other. The annuity contracts are insurance buy-in contracts issued by a third-party insurance company to cover the benefit obligations of all participants under the U.K. defined benefit plan and are funded with existing pension plan assets with no adjustment made to the benefit obligations. Real estate securities include holdings of managed investment funds which invest primarily in the equity instruments of real estate investment trusts and other similar real estate investments. Other investments include a group trust consisting primarily of private equity partnerships. The expected long-term return on plan assets is estimated using current and expected asset allocations as well as historical and expected returns. Plan assets are valued at fair value. If we had changed our estimated return on assets by 1 percent, the impact would have been $4Â million on U.S. defined benefit plans and post-retirement benefit plans expense and $8 million on non-U.S. defined benefit plans expense for the year ended OctoberÂ 31, 2024. The total net periodic pension and post-retirement benefit costs recorded were a $9 million benefit in 2024, $6Â million expense in 2023 and $2Â million benefit in 2022. These costs included a loss on settlement of $2 million, $4 million and $4 million, for the years ended OctoberÂ 31, 2024, 2023 and 2022, respectively. Goodwill and Purchased Intangible Assets. We assess our goodwill and purchased intangible assets for impairment annually or whenever events or changes in circumstances indicate that the carrying value may not be recoverable. Under the authoritative guidance, we have the option to perform a qualitative assessment to determine whether further impairment testing is necessary. The accounting standard gives an entity the option to first assess qualitative factors to determine whether performing the quantitative test is necessary. If an entity believes, as a result of its qualitative assessment, that it is more-likely-than-not (i.e.,Â greater than 50% chance) that the fair value of a reporting unit is less than its carrying amount, the quantitative impairment test will be required. Otherwise, no further testing will be required.The guidance includes examples of events and circumstances that might indicate that a reporting unit's fair value is less than its carrying amount. These include macro-economic conditions such as deterioration in the entity's operating environment or industry or market considerations; entity-specific events such as increasing costs, declining financial performance, or loss of key personnel; or other events such as an expectation that a reporting unit will be sold or a sustained decrease in the stock price on either an absolute basis or relative to peers.If it is determined, as a result of the qualitative assessment, that it is more-likely-than-not that the fair value of a reporting unit is less than its carrying amount, then we are required to perform a quantitative impairment test on goodwill to identify and measure the amount of a goodwill impairment loss to be recognized. A goodwill impairment loss, if any, is measured as the amount by which a reporting unit's carrying value, including goodwill, exceeds its fair value, not to exceed the carrying amount of goodwill. As defined in the authoritative guidance, a reporting unit is an operating segment, or one level below an operating segment. We aggregate components of an operating segment that have similar economic characteristics into our reporting units. At the beginning of fiscal year 2024, in connection with the change in our segment reporting, we assessed goodwill impairment for our three reporting units which consisted of our three segments: life sciences and applied markets, diagnostics and genomics and Agilent CrossLab. We performed a quantitative test for goodwill impairment of the three reporting units as of November 1, 2023, due to the change in our segment structure. As of November 1, 2023, there was no impairment of goodwill. In fiscal year 2024, we again assessed goodwill impairment for our three reporting units which consisted of our three segments: life sciences and applied markets, diagnostics and genomics and Agilent CrossLab. We performed a qualitative test for goodwill impairment of the three reporting units as of September 30, 2024, our annual impairment test date. Based on the results of our qualitative testing, there was no impairment of goodwill as of September 30, 2024. Each quarter we review the events and circumstances to determine if goodwill impairment is indicated. There was no impairment of goodwill during the years ended OctoberÂ 31, 2024, 2023 and 2022. Purchased intangible assets consist primarily of acquired developed technologies, proprietary know-how, trademarks, and customer relationships and are amortized using the best estimate of the asset's useful life that reflects the pattern in which the economic benefits are consumed or used up or a straight-line method ranging from 6 months to 15 years. Our determination of the fair value of the intangible assets acquired involves the use of significant estimates and assumptions. Specifically, our determination of the fair value of the developed product technology and in-process research and development ("IPR&D") acquired involves significant estimates and assumptions related to revenue growth rates and discount rates. Our determination of the fair value of customer relationships acquired involves significant estimates and assumptions related to revenue growth rates, discount rates, and customer attrition rates. Our determination of the fair value of the trade name acquired involves the 37Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â use of significant estimates and assumptions related to revenue growth rates, royalty rates and discount rates. We value backlog using the discounted cash flows based on the estimated revenue from pending orders. We value license agreements based on the expected future cash receipts from license agreements, discounted to present value over the term of the agreement. We believe that the fair value assigned to the assets acquired and liabilities assumed are based on reasonable assumptions and estimates that marketplace participants would use. Actual results could differ materially from these estimates. IPR&D is initially capitalized at fair value as an intangible asset with an indefinite life and assessed for impairment thereafter. When the IPR&D project is complete, it is reclassified as an amortizable purchased intangible asset and is amortized over its estimated useful life. If an IPR&D project is abandoned, we will record a charge for the value of the related intangible asset to our consolidated statement of operations in the period it is abandoned.We continually monitor events and changes in circumstances that could indicate carrying amounts of finite-lived intangible assets may not be recoverable. When such events or changes in circumstances occur, we assess the recoverability of finite-lived intangible assets by determining whether the carrying value of such assets will be recovered through undiscounted expected future cash flows. If the total of the undiscounted future cash flows is less than the carrying amount of those assets, we recognize an impairment loss based on the excess of the carrying amount over the fair value of the assets. Our indefinite-lived intangible assets are IPR&D intangible assets. The accounting guidance allows a qualitative approach for testing indefinite-lived intangible assets for impairment, similar to the issued impairment testing guidance for goodwill and allows the option to first assess qualitative factors (events and circumstances) that could have affected the significant inputs used in determining the fair value of the indefinite-lived intangible asset to determine whether it is more-likely-than-not (i.e., greater than 50% chance) that the indefinite-lived intangible asset is impaired. An organization may choose to bypass the qualitative assessment for any indefinite-lived intangible asset in any period and proceed directly to calculating its fair value. As of OctoberÂ 31, 2024, we do not have any indefinite-lived intangible assets.During fiscal year 2024, we recorded an impairment of in-process research and development of $6Â million in research and development in the consolidated statement of operations related to a project in our life sciences and applied markets segment. There were no impairments of indefinite-lived intangible assets during fiscal years 2023 and 2022. Restructuring. The main components of our restructuring plan are related to workforce reductions, consolidation of excess leased facilities and site closures. Workforce reduction charges are accrued when payment of benefits becomes probable that the employees are entitled to the severance and the amounts can be estimated. Consolidation of facilities costs primarily consists of accelerated depreciation of right-of-use assets classified as held and used. In accordance with the accounting guidance, it was determined that certain assets had been abandoned, and an assessment was made of the remaining useful lives and potential alternative uses. If the amounts and timing of cash flows from restructuring activities are significantly different from what we have estimated, the actual amounts of restructuring and other related charges could be materially different, either higher or lower, than those we have recorded. See Note 16. "Restructuring and Other Related Costs" to the consolidated financial statements for additional information.Accounting for Income Taxes. We must make certain estimates and judgments in determining income tax expense for financial statement purposes. These estimates and judgments occur in the calculation of tax credits, benefits and deductions, and in the calculation of certain tax assets and liabilities which arise from differences in the timing of recognition of revenue and expense for tax and financial statement purposes, as well as interest and penalties related to uncertain tax positions. Significant changes to these estimates may result in an increase or decrease to our tax provision in a subsequent period. On a quarterly basis, we provide for income taxes based upon an estimated annual effective tax rate. The effective tax rate is highly dependent upon the geographic composition of worldwide earnings, tax regulations governing each region, availability of tax credits and the effectiveness of our tax planning strategies. We monitor the changes in many factors and adjust our effective income tax rate on a timely basis. If actual results differ from these estimates, this could have a material effect on our financial condition and results of operations.Significant management judgment is also required in determining whether deferred tax assets will be realized in full or in part. When it is more-likely-than-

not that all or some portion of deferred tax assets may not be realized, a valuation allowance must be established against such deferred tax assets. We consider all available positive and negative evidence on a jurisdiction-by-jurisdiction basis when assessing whether it is more likely than not that deferred tax assets are recoverable. We consider evidence such as our past operating results, the existence of losses in recent years and our forecast of future taxable income.The calculation of our tax liabilities involves dealing with uncertainties in the application of complex tax law and regulations in a multitude of jurisdictions. Although the guidance on the accounting for uncertainty in income taxes prescribes the use of a recognition and measurement model, the determination of whether an uncertain tax position has met those thresholds will continue to require significant judgment by management. In accordance with the guidance on the accounting for 38Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â uncertainty in income taxes, for all U.S. and other tax jurisdictions, we recognize potential liabilities for anticipated tax audit issues based on our estimate of whether, and the extent to which, additional taxes and interest will be due. The ultimate resolution of tax uncertainties may differ from what is currently estimated, which could result in a material impact on income tax expense. If our estimate of income tax liabilities proves to be less than the ultimate assessment, a further charge to expense would be required. If events occur and the payment of these amounts ultimately proves to be unnecessary, the reversal of the liabilities would result in tax benefits being recognized in the period when we determine the liabilities are no longer necessary. We include interest and penalties related to unrecognized tax benefits within the provision for income taxes on the consolidated statements of operations.Adoption of New PronouncementsSee NoteÂ 2, "New Accounting Pronouncements," to the consolidated financial statements for a description of new accounting pronouncements.Restructuring and Other Related CostsSummary of Restructuring Plans. In fiscal years 2024 and 2023, we announced restructuring plans that were both designed to reduce costs and expenses in response to macroeconomic conditions. These actions impact all three of our business segments. The costs associated with these restructuring plans were not allocated to our business segments' results; however, each business segment will benefit from the future cost savings from these actions. When completed, the restructuring programs are expected to result in the reduction in annual cost of sales and operating expenses over the three business segments.A summary of our aggregate liability related to both restructuring plans and the total restructuring expense since inception of those plans are shown in the table below:Workforce ReductionConsolidation of Excess FacilitiesTotal(in millions)Balance at October 31, 2022$â€”Â $â€”Â $â€”Â Income statement expense33Â 13Â 46Â Non-cash settlements(1)(8)(9)Cash payments(1)â€”Â (1)Balance at October 31, 2023$31Â $5Â $36Â Income statement expense75Â 1Â 76Â Non-cash settlements(7)(1)(8)Cash payments(86)(5)(91)Balance at October 31, 2024$13Â $â€”Â $13Â Total restructuring expense since inception of all plans$122Â Non-cash settlements include accelerated share-based compensation expense related to workforce reductions and accelerated depreciation expense of right-of-use and machinery and equipment assets related to the consolidation of excess facilities. The aggregate restructuring liability of $13 million at OctoberÂ 31, 2024, was recorded in other accrued liabilities on the consolidated balance sheet and reflects estimated future cash outlays.A summary of the charges in the consolidated statement of operations resulting from the restructuring plans are shown below:Years EndedOctober 31,20242023(in millions)Cost of products and services$13Â $11Â Research and development21Â 6Â Selling, general and administrative42Â 29Â Total restructuring costs$76Â $46Â 39Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Fiscal Year 2024 Plan ("FY24 Plan") In the third quarter of fiscal year 2024, we initiated a new restructuring plan designed to further reduce costs and expenses in response to current macroeconomic conditions. The plan includes a reduction of our total headcount by approximately 500 regular employees, representing approximately 3 percent of our global workforce.In connection with the FY24 Plan, we have recorded restructuring expenses of $72 million in fiscal year 2024. The costs associated with this workforce reduction include severance, accelerated share-based compensation expense and other personnel-related costs. The timing and scope of the workforce reductions will vary based on local legal requirements. While the majority of the workforce reduction was completed in fiscal year 2024, we expect to substantially complete the remaining restructuring activities by the end of the second quarter of fiscal year 2025. When completed, the restructuring program is expected to result in the reduction of approximately $100 million in annual cost of sales and operating expenses over our three business segments.A summary of the FY24 Plan activity is shown in the table below:Workforce Reduction(in millions)Balance at October 31, 2023$â€”Â Income statement expense72Â Non-cash settlements(7)Cash payments(54)Balance at October 31, 2024$11Â Total restructuring expense since inception of FY24 Plan$72Â Non-cash settlements include accelerated share-based compensation expense related to workforce reductions.Fiscal Year 2023 Plan ("FY23 Plan")In the fourth quarter of fiscal year 2023, we initiated the restructuring plan designed to reduce costs and expenses in response to the macroeconomic conditions. The plan included a reduction of our total headcount by approximately 400 regular employees, representing approximately 2 percent of our global workforce, and the consolidation of our excess facilities, including some site closures.In connection with the FY23 Plan, we recorded restructuring expenses of $4 million in 2024 and $46 million, in 2023. The restructuring plan expenses include severance, accelerated share-based compensation expense and other personnel costs associated with the workforce reduction. The consolidation of excess facilities includes accelerated depreciation expenses of right-of-use and machinery and equipment assets, and other facilities-related costs. The timing and scope of the workforce reductions will vary based on local legal requirements. While the majority of the workforce reduction was completed in 2024, we expect to substantially complete the remaining restructuring activities by the end of the first quarter of fiscal year 2025. When completed, the restructuring program is expected to result in the reduction of approximately $80 million in annual cost of sales and operating expenses over our three business segments.40Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â A summary of the FY23 Plan activity is shown in the table below:Workforce ReductionConsolidation of Excess FacilitiesTotal(in millions)Balance at October 31, 2022$â€”Â $â€”Â $â€”Â Income statement expense33Â 13Â 46Â Non-cash settlements (1)(8)(9)Cash payments(1)â€”Â (1)Balance at October 31, 2023$31Â $5Â $36Â Income statement expense3Â 1Â 4Â Non-cash settlementsâ€”Â (1)(1)Cash payments(32)(5)(37)Balance at October 31, 2024$2Â $â€”Â $2Â Total restructuring expense since inception of the FY23 Plan$50Â Non-cash settlements include accelerated share-based compensation expense related to workforce reductions and accelerated depreciation expense of right-of-use and machinery and equipment assets related to the consolidation of excess facilities.Foreign CurrencyOur revenues, costs and expenses, and monetary assets and liabilities and equity are exposed to changes in foreign currency exchange rates as a result of our global operating and financing activities. Foreign currency movements had no overall impact on revenue growth in the year ended OctoberÂ 31, 2024 when compared to the same period last year. Foreign currency movements for the year ended OctoberÂ 31, 2023, had an overall unfavorable impact on revenue of 2 percentage points when compared to 2022. When movements in foreign currency exchange rates have a negative impact on revenue, they will also have a positive impact by reducing our costs and expenses. We calculate the impact of movements in foreign currency exchange rates by applying the actual foreign currency exchange rates in effect during the last month of each quarter of the current year to both the applicable current and prior year periods. We hedge revenues, expenses and balance sheet exposures that are not denominated in the functional currencies of our subsidiaries on a short term and anticipated basis. We do experience some fluctuations within individual lines of the consolidated statement of operations and balance sheet because our hedging program is not designed to offset the currency movements in each category of revenues, expenses, monetary assets and liabilities. Our hedging program is designed to hedge currency movements on a relatively short-term basis (up to a rolling twelve-month period). We may also hedge equity balances denominated in foreign currency on a long-term basis. To the extent that we are required to pay for all, or portions, of an acquisition price in foreign currencies, we may enter into foreign exchange contracts to reduce the risk that currency movements will impact the U.S. dollar cost of the transaction.Â 41Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Results from OperationsNet RevenueÂ Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022Â (in millions)Â Â Net revenue:Â Â Â Â Â Products$4,672Â $5,051Â $5,187Â (7)%(3)%Services and other$1,838Â $1,782Â $1,661Â 3%7%Total net revenue$6,510Â $6,833Â $6,848Â (5)%â€”Â Â Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022% of total net revenue:Â Â Â Â Â Products72Â %74Â %76Â %(2) ppts.(2) ppts.Services and other28Â %26Â %24Â %2 ppts.2 ppts.Total100Â %100Â %100Â %Â Â Agilent's net revenue of $6,510 million for the year ended OctoberÂ 31, 2024, decreased 5 percent when compared to 2023. Foreign currency movements had no overall impact on revenue growth in 2024 when compared to 2023. For the year ended OctoberÂ 31, 2024, net revenue declined in our life sciences and applied markets and diagnostics and genomics segments, mostly in the pharmaceutical market, due primarily to the overall pressures on our customers' capital expenditure spending which continued in 2024. Revenue declines were partially offset by revenue growth in our Agilent CrossLab segment. Agilent's net revenue of $6,833 million was slightly down in 2023 when compared to 2022. Foreign currency movements had an overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. For the year ended OctoberÂ 31, 2023, net revenue declined in our life sciences and applied markets segment in the pharmaceutical market and in the Asia Pacific region primarily related to weaker demand in China and an overall pressure on our customers' capital expenditures compared to the same period last year. The net revenue decline was partially offset by revenue growth from our other segments primarily in Agilent CrossLab.Product revenue includes revenue generated from the sales of our analytical instrumentation, software and consumables. Revenue from products decreased 7 percent for the year ended OctoberÂ 31, 2024, when compared to 2023. The product revenue decline was primarily driven by decreases in our liquid chromatography, mass spectrometry, cell analysis and nucleic acid solutions businesses partially offset by increases in our consumables and pathology businesses when compared to 2023. Overall, product revenue declined due to our customers' continued capital expenditure pressures and mostly impacted the pharmaceutical market within our life sciences and applied markets and diagnostics and genomics segments.Revenue from products decreased 3 percent for the year ended OctoberÂ 31, 2023, when compared to 2022. The decrease in product revenue in the year ended OctoberÂ 31, 2023, was primarily due to significant declines in our mass spectrometry, genomics, gas chromatography and cell analysis businesses partially offset by strong growth in our nucleic acid solutions and pathology businesses, and modest growth in our spectroscopy business. Overall, product revenue declined due to our customers' capital expenditure pressures and mostly impacted the pharmaceutical market within our life sciences and applied markets segment.Services and other revenue consist of contract repair, preventative maintenance, compliance services, relocation services, installation services, and consulting services related to the companion diagnostics and nucleic acid solutions businesses. Services and other revenue increased 3 percent in 2024 as compared to 2023. Services and other revenue reflected strong growth from contract repair and preventative maintenance services partly offset by declines in installation services related to the decline of the product revenues. Services and other revenue increased 7 percent in 2023 as compared to 2022. Service revenue increases reflected strong growth from contract repair services, consultative services, per incident repair and maintenance services, and relocation services in all key end markets.42Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Net Revenue By SegmentÂ Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022Â (in millions)Â Â Net revenue by segment:Â Â Â Â Â Life sciences and applied markets$3,215Â $3,510Â $3,630Â (8)%(3)%Diagnostics and genomics$1,651Â $1,755Â $1,766Â (6)%(1)%Agilent CrossLab$1,644Â $1,568Â $1,452Â 5%8%Total net revenue$6,510Â $6,833Â $6,848Â (5)%â€”Revenue in the life sciences and applied markets business decreased 8 percent in 2024 when compared to 2023. Foreign currency movements had no overall impact on revenue growth in 2024 when compared to 2023. For the year ended OctoberÂ 31, 2024, revenue declined in all of our end markets. We saw a significant decline in revenue in the pharmaceutical, chemical and advanced materials, food and academia and government markets when compared to 2023. Revenue in the life sciences and applied markets business decreased 3 percent in 2023 when compared to 2022. Foreign currency movements had an overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. For the year ended OctoberÂ 31, 2023, we saw a significant decline in revenue in the pharmaceutical and the diagnostics and clinical markets partially offset by strong growth in the academia and government market when compared to 2022.Revenue in the diagnostics and genomics business decreased 6 percent in 2024 when compared to 2023. Foreign currency movements had no overall impact on revenue growth in 2024 when compared to 2023. In 2024, we saw a significant decline in revenue in the pharmaceutical market due to lower sales in our nucleic acid solutions, cell analysis and genomics businesses when compared to 2023. Revenue in the diagnostics and genomics business decreased 1 percent in 2023 when compared to 2022. Foreign currency movements had an overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. Revenue declined in the academia and government and pharmaceutical markets partially offset by revenue growth in the diagnostics and clinical market when compared to 2022. Revenue in the Agilent CrossLab business increased 5 percent in 2024 when compared to 2023. Foreign currency movements had no overall impact on revenue growth in 2024 when compared to 2023. For the year ended OctoberÂ 31, 2024, we saw revenue growth across all of our end markets led by strong revenue growth in the pharmaceutical, diagnostics and clinical and environmental and forensics markets when compared to 2023. Revenue generated by Agilent CrossLab increased 8 percent in 2023 when compared to 2022. Foreign currency movements had an overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. For the year ended OctoberÂ 31, 2023, we saw revenue growth across all of our end markets led by strong revenue growth in the pharmaceutical, academia and government, diagnostics and clinical and chemical and advanced materials markets when compared to 2022.Costs and ExpensesÂ Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022(in millions, except margin data)Gross margin on products56.7Â %51.9Â %56.8Â %5 ppts.(5) ppts.Gross margin on services and other48.3Â %47.3Â %46.8Â %1 ppt.1 ppt.Total gross margin54.3Â %50.7Â %54.4Â %4 ppts.(4) ppts.Research and development$479Â $481Â $467Â â€”3%Selling, general and administrative$1,568Â $1,634Â $1,637Â (4)%â€”Operating margin22.9Â %19.8Â %23.6Â %3 ppts.(4) ppts.Total gross margin for the year ended OctoberÂ 31, 2024 increased 4 percentage points when compared to 2023. Total gross margin as well as gross margin on products for 2024 improved from the prior year as 2023 had asset impairment charges of $253 million primarily related to the exit of our Resolution Bioscience business. In addition, total gross margin was favorably impacted by targeted price increases, lower shipping costs and intangible amortization expense partially offset by lower sales volume, higher share-based compensation expense, higher wages and restructuring charges. Total gross margin for the year ended OctoberÂ 31, 2023 decreased 4 percentage points when compared to 2022. Total gross margin as well as gross 43Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â margin on products for the year ended OctoberÂ 31, 2023 was significantly impacted by asset impairment charges of $253 million primarily related to the exit of our Resolution Bioscience business. Excluding these asset impairment charges, total gross margin for the year ended OctoberÂ 31, 2023 was relatively flat when compared to 2022. Total gross margin was also impacted by targeted price increases, lower shipping and logistics costs, variable pay expenses and intangible amortization expense offset by the unfavorable impact of currency movements, higher wages, restructuring and other related costs and inventory charges.Gross inventory charges were $45Â million in 2024, $40Â million in 2023 and $24Â million in 2022. Sales of previously written down inventory were $16Â million in 2024, $9Â million in 2023 and $11Â million in 2022. Â Research and development expenses for the year ended OctoberÂ 31, 2024 were flat when compared to 2023. Research and development expenses slightly decreased due to lower salary expense related to workforce reduction activities mostly offset by restructuring charges and an impairment of in-process research and development when compared to 2023. Research and development expenses for the year ended OctoberÂ 31, 2023 increased 3 percent when compared to 2022. Research and development expenses increased due to higher wages, program costs in our life sciences and applied markets and diagnostics and genomics businesses and restructuring and other related costs partially offset by the lower variable pay expenses and favorable impact of currency movements. Selling, general and administrative expenses decreased 4 percent in 2024 when compared to 2023. Selling, general and administrative expenses decreased due to lower intangible amortization expenses, transformational initiatives, advertising expenses, variable pay and salary expense related to workforce reduction activities partially offset by higher restructuring charges and share-based compensation expense. Selling, general and administrative expenses were flat in 2023 compared to 2022. Selling, general and administrative expenses in 2022 included a decrease in expenses of $25 million related to the change in the fair value of contingent consideration. Excluding this amount, selling, general and administrative expenses decreased 2 percent when compared to 2022. The decrease was due to lower variable pay, intangible amortization expense, sales commissions and the favorable impact of currency movements partially offset by higher wages, restructuring and other related costs and asset impairment charges primarily related to the exit of our Resolution Bioscience business.Total operating margin for the year ended OctoberÂ 31, 2024 increased 3 percentage points when compared to 2023. Total operating margin for the year ended OctoberÂ 31, 2024 increased mostly due to lower impairment charges in 2024 compared to 2023 partially offset by restructuring charges. Total operating margin for the year ended OctoberÂ 31, 2023, decreased 4 percentage points when compared to 2022. Total operating margin for the year ended OctoberÂ 31, 2023 decreased mainly due to asset impairment charges primarily related to the exit of our Resolution Bioscience business and restructuring and other related costs.Interest income for the years ended OctoberÂ 31, 2024, 2023 and 2022 was $80 million, $51 million and $9 million, respectively. The increase in interest income in 2024 and 2023 was primarily due to higher cash balances and increases in interest rates related to our cash and cash equivalents.Interest expense for the years ended OctoberÂ 31, 2024, 2023 and 2022 was $96 million, $95 million and $84 million, respectively, and primarily relates to the interest charged on our senior notes, term loan, credit facilities, commercial paper and the amortization of the deferred loss recorded upon termination of the forward starting interest rate swap contracts partially offset by the amortization of deferred gains recorded upon termination of interest rate swap contracts. The increase in interest expense from 2022 is primarily related to

higher interest rates on short-term commercial paper and the variable rate on the term loan facility.Our headcount was approximately 17,900 at OctoberÂ 31, 2024 and 18,100 at OctoberÂ 31, 2023. Other income (expense), netFor the year ended OctoberÂ 31, 2024, other income (expense), net of $49 million income includes $8 million of income related to foreign currency translation reclassified out of accumulated comprehensive income (loss) and $12 million income related to the provision of site service costs to, and lease income from, Keysight Technologies, Inc. ("Keysight"). The costs associated with these services are reported within income from operations. Other income (expense), net also includes $25 million income related to the defined benefit retirement and post-retirement benefit plans (interest cost, expected return on assets, amortization of net actuarial (gain) loss, prior service credits and settlement loss). 44Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â For the year ended OctoberÂ 31, 2023, other income (expense), net of $33 million income includes $43 million income related to the net gain on the divestiture of our Resolution Bioscience business and $12 million income related to the provision of site service costs to, and lease income from, Keysight. The costs associated with these services are reported within income from operations. Other income (expense), net also includes $10 million income related to the defined benefit retirement and post-retirement benefit plans (interest cost, expected return on assets, amortization of net actuarial (gain) loss, prior service credits and settlement loss) partially offset by the net loss on the fair value of equity securities of approximately $41 million. For the year ended OctoberÂ 31, 2022, other income (expense), net of $39 million expense includes the net loss on the fair value of equity securities of approximately $67 million and a $9 million loss on extinguishment of debt partially offset by income of $25 million income related to the defined benefit retirement and post-retirement benefit plans and $11 million related to the provision of site service costs to, and lease income from, Keysight. The costs associated with these services are reported within income from operations. Income Taxes Â Years Ended OctoberÂ 31,Â 202420232022Â (in millions)Provision (benefit) for income taxes$232Â $99Â $250Â For 2024, our income tax expense was $232 million with an effective tax rate of 15.3 percent. For the year ended October 31, 2024, our effective tax rate and the resulting provision for income taxes were impacted by the tax benefit of $47Â million related to foreign-derived intangible income.For 2023, our income tax expense was $99Â million with an effective tax rate of 7.4 percent. For the year ended October 31, 2023, our effective tax rate and the resulting provision for income taxes were impacted by the federal tax benefit of $104Â million related to the realized loss on the divestiture of a business. The income taxes for the year ended October 31, 2023, also include the tax benefit of $41Â million related to foreign-derived intangible income along with the tax benefit of $30Â million related to the release of tax reserves in the U.S. due to the settlement of the audit with the Internal Revenue Service ("IRS") for tax years 2018 and 2019.For 2022, our income tax expense was $250Â million with an effective tax rate of 16.6 percent. For the year ended OctoberÂ 31, 2022, our effective tax rate and the resulting provision for income taxes were impacted by the tax benefit of $46Â million related to foreign-derived intangible income.We have negotiated a tax holiday in Singapore. The tax holiday provides a lower rate of taxation on certain classes of income and requires various thresholds of investments and employment or specific types of income. The tax holiday in Singapore was renegotiated and extended through 2030. As a result of the incentive, the impact of the tax holiday decreased income taxes by $84 million, $54 million, and $53 million in 2024, 2023, and 2022, respectively. The benefit of the tax holiday on net income per share (diluted) was approximately $0.29, $0.18, and $0.18 in 2024, 2023 and 2022, respectively. With these jurisdictions and the U.S., it is reasonably possible that some tax audits may be completed over the next twelve months. However, management is not able to provide a reasonably reliable estimate of the timing of any other future tax payments or change in unrecognized tax benefits, if any.The calculation of our tax liabilities involves dealing with uncertainties in the application of complex tax law and regulations in a multitude of jurisdictions. Although the guidance on the accounting for uncertainty in income taxes prescribes the use of a recognition and measurement model, the determination of whether an uncertain tax position has met those thresholds will continue to require significant judgment by management. In accordance with the guidance on the accounting for uncertainty in income taxes, for all U.S. and other tax jurisdictions, we recognize potential liabilities for anticipated tax audit issues based on our estimate of whether, and the extent to which, additional taxes and interest will be due. The ultimate resolution of tax uncertainties may differ from what is currently estimated, which could result in a material impact on income tax expense. If our estimate of income tax liabilities proves to be less than the ultimate assessment, a further charge to expense would be required. If events occur and the payment of these amounts ultimately proves to be unnecessary, the reversal of the liabilities would result in tax benefits being recognized in the period when we determine the liabilities are no longer necessary. We include interest and penalties related to unrecognized tax benefits within the provision for income taxes on the consolidated statements of operations.45Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Segment OverviewIn the first quarter of fiscal year 2024, we announced a change in our operating segments to move our cell analysis business from our life sciences and applied markets segment to our diagnostics and genomics operating segment in order to further strengthen growth opportunities for both organizations. Following this reorganization, we continued to have three business segments comprised of life sciences and applied markets, diagnostics and genomics and Agilent CrossLab, each of which continued to comprise a reportable segment. All historical financial segment information has been recast to conform to this new presentation in our consolidated financial statements and accompanying notes. There was no change to our Agilent CrossLab business segment.Life Sciences and Applied MarketsOur life sciences and applied markets business provides application-focused solutions that include instruments, consumables and software that enable customers to identify, quantify and analyze the physical and biological properties of substances and products, as well as enable customers in the clinical and life sciences research areas to interrogate samples at the molecular and cellular level. Key product categories include: liquid chromatography ("LC") systems and components; liquid chromatography mass spectrometry ("LCMS") systems; gas chromatography ("GC") systems and components; gas chromatography mass spectrometry ("GCMS") systems; inductively coupled plasma mass spectrometry ("ICP-MS") instruments; atomic absorption ("AA") instruments; microwave plasma-atomic emission spectrometry ("MP-AES") instruments; inductively coupled plasma optical emission spectrometry ("ICP-OES") instruments; raman spectroscopy; laboratory software for sample tracking; information management and analytics; laboratory automation and robotic systems; dissolution testing; vacuum pumps and measurement technologies. Our consumables portfolio is designed to improve customer outcomes. Most of the portfolio is vendor neutral, meaning Agilent can serve and supply customers regardless of their instrument purchase choices. Solutions range from chemistries to supplies. Key product categories in consumables include GC and LC columns, sample preparation products, custom chemistries, and a large selection of laboratory instrument supplies. Net RevenueÂ Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022Â (in millions)Â Â Net revenue$3,215Â $3,510Â $3,630Â (8)%(3)%Life sciences and applied markets business revenue in 2024 decreased 8 percent compared to 2023. Foreign currency movements had no overall impact on revenue growth in 2024 when compared to the same period last year. Geographically, revenue decreased 9 percent in the Americas with no currency impact, decreased 5 percent in Europe with a 1 percentage point favorable currency impact and decreased 10 percent in Asia Pacific with a 1 percentage point unfavorable currency impact. The revenue decline in the Americas was driven by weakness in our liquid chromatography, liquid chromatography mass spectrometry, gas chromatography mass spectrometry and gas chromatography businesses partially offset by strength in the consumables business when compared to 2023. The revenue decline in Europe was driven by weakness in our liquid chromatography, gas chromatography, automation and gas chromatography mass spectrometry businesses partially offset by strength in the consumables business when compared to 2023. The revenue decline in Asia Pacific was driven by lower demand in China within our liquid chromatography, liquid chromatography mass spectrometry, gas chromatography mass spectrometry and spectroscopy businesses when compared to 2023. All end market revenue declined in 2024. Revenue in the pharmaceutical market declined significantly due to weakness in our liquid chromatography, liquid chromatography mass spectrometry and gas chromatography businesses when compared to 2023. Revenue in the chemicals and advanced materials market declined significantly due to weakness in our liquid chromatography, gas chromatography and liquid chromatography mass spectrometry businesses partially offset by strength in our consumables business when compared to 2023. Revenue in the food market declined significantly due to weakness in our liquid chromatography, gas chromatography mass spectrometry and spectroscopy businesses partially offset by strength in our consumables business when compared to 2023. Revenue in the academia and government market declined significantly due to weakness in our liquid chromatography and liquid chromatography mass spectrometry businesses when compared to 2023. 46Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Life sciences and applied markets business revenue in 2023 decreased 3 percent compared to 2022. Foreign currency movements for 2023 had an overall unfavorable impact on revenue growth of 2 percentage points when compared to 2022. Geographically, revenue decreased 1 percent in the Americas with no currency impact, increased 1 percent in Europe with a 1 percentage point unfavorable currency impact and decreased 7 percent in Asia Pacific with a 3 percentage point unfavorable currency impact. The revenue decline in the Americas was driven by weakness in our liquid chromatography mass spectrometry and liquid chromatography businesses partially offset by strength in the consumables business when compared to 2022. The revenue growth in Europe was driven by strength in our liquid chromatography business partially offset by weakness in the liquid chromatography mass spectrometry business when compared to 2022. The revenue decline in Asia Pacific was driven by China with weakness in our liquid chromatography, gas chromatography and gas chromatography mass spectrometry businesses partially offset by strength in the spectroscopy business when compared to 2022.End market revenue performance in 2023 was mixed as the pharmaceutical and diagnostics and clinical markets declined significantly, environmental and forensics market declined modestly, chemicals and advance materials and food markets remained relatively flat while the academia and government market delivered strong growth when compared to 2022. Revenue decline in the pharmaceutical market was driven by weakness in our liquid chromatography, liquid chromatography mass spectrometry and gas chromatography businesses when compared to 2022. Revenue decline in the diagnostics and clinical market was driven by weakness in our liquid chromatography mass spectrometry business partially offset by strength in our consumables business when compared to 2022. Revenue decline in the environmental and forensics market was driven by weakness in our gas chromatography and spectroscopy businesses partially offset by strength in our liquid chromatography business when compared to 2022. Revenue growth in the academia and government end market was mainly driven by strength in the liquid chromatography, spectroscopy, gas chromatography and liquid chromatography mass spectrometry businesses when compared to 2022. Looking forward, we anticipate continued and steady market recovery and are optimistic about our long-term growth opportunities in the life sciences and applied markets as our broad portfolio of products and solutions are well suited to address customer needs. We will continue to invest in expanding and improving our applications and solutions portfolio. Gross Margin and Operating MarginThe following table shows the life sciences and applied markets business' margins, expenses and income from operations for 2024 versus 2023, and 2023 versus 2022.Â Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022(in millions, except margin data)Total gross margin59.7Â %60.3Â %60.1Â %(1) ppt.â€“Research and development$255Â $262Â $257Â (3)%2%Selling, general and administrative$788Â $805Â $829Â (2)%(3)%Operating margin27.3Â %29.9Â %30.2Â %(3) ppts.â€“ Income from operations$877Â $1,049Â $1,097Â (16)%(4)%Gross margin decreased 1 percentage point in 2024 compared to 2023. Gross margin was impacted by lower sales volume, unfavorable impact of currency movements and higher warranty costs which were partially offset by lower salary expense related to workforce reduction activities and shipping costs when compared to 2023. Gross margin was flat in 2023 compared to 2022. Gross margin was impacted by lower revenue, the unfavorable impact of currency movements, higher wages and warranty costs which were fully offset by targeted price increases, lower variable pay, logistics and materials cost.Research and development expenses decreased 3 percent in 2024 when compared to 2023. Research and development expenses decreased due to lower salary expense related to workforce reduction activities, lower consumables costs and depreciation expenses partially offset by the unfavorable impact of currency movements when compared to 2023. Research and development expenses increased 2 percent in 2023 when compared to 2022. Research and development expenses increased due to higher wages and program investments in our software and informatics business partially offset by lower variable pay.Selling, general and administrative expenses decreased 2 percent in 2024 compared to 2023. Selling, general and administrative expenses decreased due to lower salary expense related to workforce reduction activities, variable pay and 47Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â marketing costs when compared to 2023. Selling, general and administrative expenses decreased 3 percent in 2023 compared to 2022. Selling, general and administrative expenses decreased due to lower variable pay, sales commissions, and marketing expenses, and the favorable impact of currency movements when compared to 2022.Operating margin decreased 3 percentage points in 2024 compared to 2023. Operating margin was impacted by lower sales volume and the unfavorable impact of currency movements partially offset by lower salary expense related to workforce reduction activities, and shipping costs when compared to 2023. Operating margin was flat in 2023 compared to 2022. Operating margin was impacted by lower sales volume and the unfavorable impact of currency movements offset by lower variable pay and logistics costs.Income from OperationsÂ Â Â Â Â Â Â Â Income from operations in 2024 decreased by $172 million or 16 percent when compared to 2023 on a revenue decrease of $295 million. Income from operations in 2023 decreased by $48 million or 4 percent when compared to 2022 on a revenue decrease of $120 million. Diagnostics and GenomicsOur diagnostics and genomics business includes the cell analysis, advanced manufacturing partnerships contract manufacturing and research and development, pathology, companion diagnostics, reagent partnership, genomics and biomolecular analysis businesses.Our diagnostics and genomics business is comprised of seven areas of activity providing active pharmaceutical ingredients ("APIs") for oligo-based therapeutics as well as solutions that include reagents, instruments, software and consumables, which enable customers in the clinical and life sciences research areas to interrogate samples at the cellular and molecular level.Â First, our cell analysis business includes instruments, reagents, software, and labware associated with unique live-cell analysis platforms in addition to mainstream flow cytometers, plate-readers, and plate washers/dispensers which are used across a broad range of applications. Second, our advanced manufacturing partnerships business is a contract and development manufacturing organization that provides services related to and the production of synthesized oligonucleotides under pharmaceutical good manufacturing practices ("GMP") conditions for use as API in a class of drugs that utilize nucleic acid molecules for disease therapy. Together, our BIOVECTRA and nucleic acid solutions businesses offer a broad range of contract and development manufacturing services to our customers. They provide clinical-to-commercial scale production capabilities focused mainly on mRNA manufacturing. Third, our pathology solutions business is focused on product offerings for cancer diagnostics and anatomic pathology workflows. The broad portfolio of offerings includes immunohistochemistry ("IHC"), in situ hybridization ("ISH"), hematoxylin and eosin ("H&E") staining and special staining. Fourth, we also collaborate with a number of major pharmaceutical companies to develop new potential tissue pharmacodiagnostics, also known as companion diagnostics, which may be used to identify patients most likely to benefit from a specific targeted therapy. Fifth, the reagent partnership business provides clinical flow cytometry reagents for routine cancer diagnostics. This business also provides bulk antibodies as raw materials and associated assay development services to in vitro diagnostics ("IVD") manufacturers, biotechnology and pharmaceutical companies. Sixth, our genomics business includes arrays and next generation sequencing ("NGS"). This business also includes solutions that enable clinical labs to identify DNA variants associated with genetic disease and help direct cancer therapy. Finally, our biomolecular analysis business provides complete workflow solutions, including instruments, consumables and software, for quality control analysis of nucleic acid samples. Samples are analyzed using quantitative and qualitative techniques to ensure accuracy in further genomics analysis techniques including NGS, utilized in clinical and life science research applications.Net RevenueÂ Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022Â (in millions)Â Â Net revenue$1,651Â $1,755Â $1,766Â (6)%(1)%Diagnostics and genomics business revenue decreased 6 percent in 2024 compared to 2023. Foreign currency movements for 2024 had no overall impact on revenue growth when compared to the same period last year. Geographically, revenue decreased 10 percent in the Americas with no currency impact, increased 4 percent in Europe with a 1 percentage point favorable currency impact and decreased 11 percent in Asia Pacific with a 2 percentage point unfavorable currency impact. The 48Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â revenue decline in the Americas was primarily driven by our cell analysis, genomics and nucleic acid solutions businesses. Revenue increased in Europe due to strong performance in our pathology, genomics and biomolecular analysis businesses partially offset by a decline in our cell analysis business. The revenue decline in Asia Pacific was driven by our cell analysis business partially offset by increased revenue in our pathology business.In 2024, revenue performance in the pharmaceutical market declined significantly due to our cell analysis business which was impacted by the continuing slow availability of the customer capital budgets and by unfavorable mix in our nucleic acid solutions business when compared to the same period last year. We also saw a modest revenue increase in the diagnostics and clinical markets primarily from our pathology business which was partially offset by a decline in our genomics business. Revenue in the academia and government markets declined due to our cell analysis business.Diagnostics and genomics business revenue in 2023 decreased 1 percent compared to 2022. Foreign currency movements had an overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. Geographically, revenue decreased 1 percent in the Americas with no currency impact, increased 3 percent in Europe with a 1 percentage point unfavorable currency impact and decreased 6 percent in Asia Pacific with a 5 percentage point unfavorable currency impact. The decrease in the Americas was driven by a decline in our genomics and cell analysis businesses which was partially offset by strong growth in our nucleic acid solutions, reagent partnership and pathology businesses. The increase in Europe was driven by growth in our pathology, reagent partnership and cell analysis businesses. The revenue decline in Asia Pacific was driven by our

biomolecular analysis and genomics businesses and an overall weakness in China.In 2023, the decline in revenue in the pharmaceutical market was led by our cell analysis, biomolecular analysis and genomics businesses which was partially offset by strong revenue growth in our nucleic acid solutions business. We saw moderate revenue growth in the diagnostics and clinical markets led by our pathology, reagent partnership and cell analysis businesses when compared to 2022. Revenue in the academia and government markets declined due to softness in our cell analysis and genomics businesses. Looking forward, despite the challenging market conditions, we are optimistic about our long-term growth opportunities in our end markets and continue to invest in expanding and improving our applications and solutions portfolio. We remain positive about our growth in our end markets as our product portfolio around OMNIS and PD-L1 assays continues to gain strength with our customers in clinical oncology applications, and our next generation sequencing related solutions continue to be adopted. Market demand in the advanced manufacturing partnerships business related to therapeutic oligo programs continues, and we are well positioned to serve more of the market demand. We will also continue to invest in research and development and seek to expand our position in developing countries and emerging markets.Gross Margin and Operating MarginThe following table shows the diagnostics and genomics business' margins, expenses and income from operations for 2024 versus 2023, and 2023 versus 2022.Â Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022(in millions, except margin data)Total gross margin52.4Â %53.4Â %55.0Â %(1) ppt.(2) ppts.Research and development$161Â $177Â $174Â (9)%2%Selling, general and administrative$385Â $397Â $407Â (3)%(3)%Operating margin19.4Â %20.7Â %22.1Â %(1) ppt.(1) ppt.Income from operations$320Â $363Â $390Â (12)%(7)%Gross margin decreased 1 percentage point in 2024 when compared to 2023. Gross margin was impacted by lower sales volume and higher infrastructure costs which were partially offset by lower salary expense related to workforce reduction activities and expenses attributed to business exit activities. Gross margin decreased 2 percentage points in 2023 when compared to 2022. Gross margin decreased due to volume decline in our cell analysis and genomics businesses resulting in unfavorable business mix. Gross margin was also impacted by the unfavorable impact of currency movements, higher wages and infrastructure costs partially offset by lower variable pay. 49Table of ContentsÂ Â Â Â Â Â Â Â Â Â Â Â Â Research and development expenses decreased 9 percent in 2024 when compared to 2023. Research and development expenses decreased primarily due to lower expenses attributed to business exit activities and salary expenses related to workforce reduction activities. Research and development expenses increased 2 percent in 2023 when compared to 2022. Research and development expenses increased due to higher wages, additional expenses related to a recent acquisition and higher infrastructure costs. Selling, general and administrative expenses decreased 3 percent in 2024 when compared to 2023. Selling, general and administrative expenses decreased due to lower expenses attributed to business exit activities and lower salary expense related to workforce reduction activities partially offset by higher infrastructure costs. Selling, general and administrative expenses decreased 3 percent in 2023 when compared to 2022. Selling, general and administrative expenses decreased due to lower variable pay, the favorable impact of currency movements and lower infrastructure costs. Operating margin decreased 1 percentage point in 2024 when compared to 2023. Operating margin decreased due to lower revenue, higher infrastructure costs and higher wages partially offset by lower salary expense related to workforce reduction activities and expenses attributed to business exit activities. Operating margin decreased 1 percentage point in 2023 when compared to 2022. The decrease in operating margin resulted from lower gross margins, the unfavorable impact of currency movements and additional costs related to a recent acquisition partially offset by lower variable pay.Income from OperationsIncome from operations in 2024 decreased by $43 million or 12 percent when compared to 2023 on a revenue decrease of $104 million. Income from operations in 2023 decreased by $27 million or 7 percent when compared to 2022 on a revenue decrease of $11 million. Agilent CrossLabThe Agilent CrossLab business spans the entire lab with its extensive services portfolio, which is designed to improve customer outcomes and represents a broad range of offerings designed to serve customer needs across end-markets and regardless of instrument manufacturer. The services portfolio includes repairs, parts, maintenance, installations, training, compliance support, software as a service, asset management, consulting and various other custom services to support the customers' laboratory operations. Custom services are tailored to meet the specific application needs of various industries and to keep instruments fully operational and compliant with the respective industry requirements.Net RevenueÂ Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022Â (in millions)Â Â Total net revenue$1,644Â $1,568Â $1,452Â 5%8%Agilent CrossLab business revenue increased 5 percent in 2024 when compared to 2023. Foreign currency movements for 2024 had no overall impact on revenue growth when compared to 2023. Geographically, revenue increased 6 percent in the Americas with no currency impact, increased 8 percent in Europe with a 2 percentage point favorable currency impact and was flat in Asia Pacific with a 2 percentage point unfavorable currency impact. During the year ended OctoberÂ 31, 2024, revenue in all three regions reflected consistent high demand for repair and maintenance services across the entire portfolio. In Americas and Europe, revenue growth was partially offset by weakness in installation revenue. In the Asia Pacific region the weakness in installation revenue offset the revenue growth seen from repair and maintenance services.Agilent CrossLab business revenue increased 8 percent in 2023 when compared to 2022. Foreign currency movements had an overall unfavorable impact on revenue growth of 2 percentage points in 2023 when compared to 2022. Geographically, revenue increased 12 percent in the Americas with a 1 percentage point favorable currency impact, increased 10 percent in Europe with no currency impact and increased 3 percent in Asia Pacific with a 5 percentage point unfavorable currency impact. During the year ended OctoberÂ 31, 2023, revenue growth in all three regions was driven by contract repair services, per-incident repair services and consultative services, with installation related service in China partially offsetting the overall growth in Asia Pacific.50In 2024, we saw strong revenue growth in the environmental and forensics, diagnostics and clinical and pharmaceutical markets, mainly driven by our spectroscopy, gas chromatography and liquid chromatography businesses, when compared to the same period last year. In 2023, we saw strong revenue growth in the pharmaceutical, academia and government, diagnostics and clinical and chemical and advanced materials markets, mainly driven by our spectroscopy, liquid and gas chromatography mass spectrometry and liquid chromatography businesses when compared to the same period the previous year. Looking forward, Agilent CrossLab services are well positioned to continue their success in our key end markets by supporting a growing installed base of instruments. Digital and remote capabilities will continue to be a key factor in improving the service quality and the customers' experience. Geographically, the business is well diversified across all regions to take advantage of local market opportunities and to hedge against weakness in any one region.Gross Margin and Operating MarginThe following table shows the Agilent CrossLab business' margins, expenses and income from operations for 2024 versus 2023 and 2023 versus 2022.Â Years Ended OctoberÂ 31,2024 over 2023 Change2023 over 2022 ChangeÂ 202420232022(in millions, except margin data)Total gross margin50.9Â %49.3Â %47.6Â %2 ppts.2 ppts.Research and development$33Â $33Â $32Â (1)%2%Selling, general and administrative$281Â $276Â $288Â 2%(4)%Operating margin31.9Â %29.5Â %25.5Â %2 ppts.4 ppts.Income from operations$524Â $463Â $370Â 13%25%Gross margin increased 2 percentage points in 2024 when compared to 2023. Gross margin was impacted by targeted price increases and well-controlled variable service delivery costs, offset by higher wages. Gross margin increased 2 percentage points in 2023 when compared to 2022. Gross margin was impacted by higher sales volume, targeted price increases and lower variable pay that improved margins, which were partially offset by higher wages, service delivery costs for logistics and parts and the unfavorable impact of currency movements.Research and development expenses decreased 1 percent in 2024 when compared to 2023. Research and development expenses decreased due to lower salary expense related to workforce reduction activities. Research and development expenses increased 2 percent in 2023 when compared to 2022. Research and development expenses increased due to higher wages, partially offset by lower variable pay and the favorable impact of currency movements. Selling, general and administrative expenses increased 2 percent in 2024 when compared to 2023. Selling, general and administrative expenses increased due to higher commissions partially offset by lower travel expenses and other discretionary spending and salary expense related to workforce reduction activities. Selling, general and administrative expenses decreased 4 percent in 2023 when compared to 2022. The decrease was primarily due to lower variable pay and a favorable impact of currency movements partially offset by higher wages.Operating margin increased 2 percentage points in 2024 when compared to 2023. Operating margin increased mostly driven by targeted price increases, lower service delivery costs and salary expense related to workforce reduction activities. Operating margin increased 4 percentage points in 2023 when compared to 2022. Operating margin increased mostly due to higher sales volume, targeted price increases and lower variable pay that improved margins in addition to a reduction in expenses.Income from OperationsIncome from operations in 2024 increased by $61 million or 13 percent when compared to 2023 on a revenue increase of $76 million. Income from operations in 2023 increased by $93 million or 25 percent when compared to 2022 on a revenue increase of $116 million. 51Financial ConditionLiquidity and Capital ResourcesWe believe our cash and cash equivalents, cash generated from operations, and ability to access capital markets and credit lines will satisfy, for at least the next twelve months and beyond, our liquidity requirements, both globally and domestically, including the following: working capital needs, capital expenditures, business acquisitions, stock repurchases, cash dividends, contractual obligations, commitments, principal and interest payments on debt, and other liquidity requirements associated with our operations. Our financial position as of OctoberÂ 31, 2024 consisted of cash and cash equivalents of $1,329 million as compared to $1,590 million as of OctoberÂ 31, 2023.We may, from time to time, retire certain outstanding debt of ours through open market cash purchases, privately-negotiated transactions or otherwise. Such transactions, if any, will depend on prevailing market conditions, our liquidity requirements, contractual restrictions and other factors.Net Cash Provided by Operating ActivitiesNet cash provided by operating activities was $1,751 million in 2024 compared to net cash provided of $1,772 million in 2023 and net cash provided of $1,312 million in 2022. Net cash paid for income taxes was approximately $314 million in 2024 compared to income taxes paid of $199 million in 2023 and $279 million, in 2022. For the years ended OctoberÂ 31, 2024, 2023 and 2022, other assets and liabilities used cash of $49 million, provided cash of $47 million and used cash of $8 million, respectively. In 2024, accounts receivable provided cash of $7 million, compared to cash provided of $132 million in 2023, and cash used of $321 million in 2022. Days' sales outstanding as of October 31, were 70Â days in 2024, 69Â days in 2023 and 68 days in 2022. In 2024, the decrease in cash provided by accounts receivable was primarily due to lower collectible sales compared to 2023. In 2023 cash provided in accounts receivable was driven by stronger collections compared to 2022. The change in accounts payable provided cash of $103 million in 2024, used cash of $171 million in 2023 and provided cash of $121 million in 2022. In 2024 the change was mainly due to less expenditures for direct materials as we continued optimizing our inventory levels and to timing of payments. Cash provided by inventory was $34 million in 2024 compared to cash used of $33 million in 2023 and cash used of $248 million in 2022. Inventory days on-hand decreased to 111 days in 2024 compared to 120 days in 2023 and 112Â days in 2022. The employee compensation and benefits liability used cash of $12 million in 2024 compared to cash used of $91 million in 2023 and cash used of $22 million in 2022. In 2024, the change was largely due to a decrease in variable and incentive pay compared to 2023. In 2023, the change was largely due to a lower accrual for variable pay compared to 2022. We paid approximately $105Â million in 2024 under our variable and incentive pay programs compared to $185Â million in 2023 and $201Â million in 2022. We made no contributions to our U.S defined benefit plans in 2024, 2023 and 2022. We contributed $20 million in 2024 and $21 million in 2023 and $17 million in 2022 to our non-U.S. defined benefit plans, respectively. We did not contribute to our U.S. post-retirement benefit plans in 2024, 2023 and 2022. Our non-U.S. defined benefit plans are generally funded ratably throughout the year. Our annual contributions are highly dependent on the relative performance of our assets versus our projected liabilities, among other factors. We do not expect to contribute to our U.S. plans and U.S. post-retirement benefit plans during 2025. We expect to contribute $19 million to our non-U.S. defined benefit plans during 2025.Â Â Â Â Â Â Â Â Net Cash Used in Investing ActivitiesNet cash used in investing activities was $1,258 million in 2024 compared to net cash used of $310 million in 2023 and net cash used of $338 million in 2022. Investments in property, plant and equipment were $378 million in 2024, $298 million in 2023 and $291 million in 2022. Our anticipated capital expenditures for fiscal year 2025 will be approximately $450Â million. These continued investments in property plant and equipment are primarily due to the planned expansion of our manufacturing capacity for production of nucleic acid based therapeutics in Frederick, Colorado. Some of our investment may be eligible to qualify for reimbursement incentives, which will not fully be known until the expansion is substantially complete. 52 In 2024, we invested $862 million primarily for our acquisition of BIOVECTRA and one other acquisition compared to $51 million for two acquisitions in 2023 and $52 million for our acquisition of Polymer Standards Service and advanced artificial intelligence technology in 2022. In 2023, proceeds from the divestiture of our Resolution Bioscience business were $50 million.Net Cash Used in Financing ActivitiesNet cash used in financing activities was $752 million in 2024 compared to net cash used of $930 million in 2023 and net cash used of $1,372 million in 2022. Net cash from financing activities consisted primarily of cash flows associated with the issuances and repurchases of common stock, payments of cash dividends, borrowings and repayments under credit facilities and commercial paper, issuances and repayments of long term debt and payments of contingent consideration.Treasury Stock Repurchases. In 2024, we repurchased and retired 8.4 million shares for $1,150 million, excluding excise tax liability of approximately $10 million compared to repurchases in 2023 of 4.6 million shares for $575 million, excluding excise tax liability of approximately $3 million which was paid in 2024 and 8.4 million shares for $1,139 million, in 2022. The activity of our repurchases and remaining authorization by repurchase program follows: 202420232022RemainingSharesCostSharesCostSharesCostAuthorizationRepurchase Program(in millions)2021 Repurchase programâ€”Â â€”Â 0.7Â $99Â 8.4Â $1,139Â $â€”Â 2023 Repurchase program8.4Â 1,150Â 3.9Â 476Â â€”Â â€”Â $374Â 2024 Repurchase programâ€”Â â€”Â â€”Â â€”Â â€”Â â€”Â $2,000Â Total8.4Â $1,150Â 4.6Â $575Â 8.4Â $1,139Â The 2024 repurchase program authorizes the purchase of up to $2.0Â billion, excluding excise taxes, of our common stock at the company's discretion and has no fixed termination date. The 2024 repurchase program does not require the company to acquire a specific number of shares and may be suspended, amended or discontinued at any time. The 2024 repurchase program became effective on August 1, 2024 and will commence upon the termination of our 2023 repurchase program.Dividends. For the years ended OctoberÂ 31, 2024, 2023 and 2022, cash dividends of $274 million, $265 million and $250 million were paid on the company's outstanding common stock, respectively. On NovemberÂ 20, 2024, we declared a quarterly dividend of $0.248 per share of common stock, or approximately $71 million which will be paid on JanuaryÂ 22, 2025 to shareholders of record as of the close of business on DecemberÂ 31, 2024. The timing and amounts of any future dividends are subject to determination and approval by our board of directors.Short-term DebtCredit Facilities. On JuneÂ 7, 2023, we entered into a new credit agreement with a group of financial institutions which provides for a $1.5 billion five-year unsecured credit facility that will expire on JuneÂ 7, 2028, and an incremental revolving credit facility in an aggregate amount of up to $750Â million. During 2024, we made no borrowings or repayments under these credit facilities compared to $360Â million borrowed and repaid in 2023 and no borrowings or repayments in 2022. On JuneÂ 2, 2023, we entered into an Uncommitted Money Market Line Credit agreement with Societe Generale which provides for an aggregate borrowing capacity of $300Â million. The credit facility is an uncommitted short-term cash advance facility where each request must be at least $1Â million. The interest rate is set by the lender at the time of the borrowing and is fixed for the duration of the advance. During 2024, we borrowed and repaid $215 million under this credit facility compared to $61Â million borrowed and repaid in 2023. As of OctoberÂ 31, 2024, we had no borrowings outstanding under the credit facility.We were in compliance with the covenants for the credit facilities during the year ended OctoberÂ 31, 2024.53Commercial Paper. Under our U.S. commercial paper program, we may issue and sell unsecured, short-term promissory notes in the aggregate principal amount not to exceed $1.5Â billion with up to 397-day maturities. At any point in time, the company intends to maintain available commitments under its revolving credit facility in an amount at least equal to the amount of the commercial paper notes outstanding. Amounts available under the program may be borrowed, repaid and re-borrowed from time to time. The proceeds from issuances under the program may be used for general corporate purposes. During 2024, we borrowed $1.19 billion and repaid $1.15 billion compared to $1.67Â billion borrowed and $1.70Â billion repaid in 2023, and $1.29Â billion borrowed and $1.26Â billion repaid in 2022. As of OctoberÂ 31, 2024, we had $40Â million borrowings outstanding under our U.S. commercial paper program and had a weighted average annual interest rate of 4.92 percent.Other Loans. In September 2024, we completed the BIOVECTRA acquisition and assumed two interest-free loans from the Strategic Innovation Fund ("SIF") in the amount of $20Â million with $2Â million recorded at fair value in short-term debt. The loans are repayable in quarterly and yearly installments at a weighted average imputed interest rate of 4.7 percent. In addition, we assumed two interest-free loans with the Atlantic Canada Opportunities Agency (â€œACOAâ€) in the amount of $4Â million with $3Â million recorded at fair value in short-term debt. The loans are repayable in monthly installments at a weighted average imputed interest rate of 4.5 percent.Long-term Debt In 2024, proceeds from the issuance of long-term debt of $1,197 million related to the issuance of our 2027 and 2034 senior notes. Repayments of long-term debt of $600 million related to the full payment of the outstanding principal amount of our term loan. In 2022, we used the proceeds of $600Â million from the term loan facility and repaid the $600Â million outstanding aggregate principal amount of our 3.875% 2023 senior notes. The total redemption price of approximately $609Â million was computed in accordance with the terms of the 2023 senior notes as the present value of the remaining scheduled payments of principal and unpaid interest on the notes being redeemed. In addition, $7Â million of accrued interest, up to but not including the applicable redemption date, was paid.Term Loan Facility. On April 15, 2022, we entered into a term loan agreement with a group of financial institutions, which provided for a $600Â million delayed draw term loan that will mature on April 15, 2025. Loans under the term loan agreement bear interest, at our option,

either at: (i) the alternate base rate, as defined in the term loan agreement, plus the applicable margin for such loans or (ii) adjusted term SOFR, as defined in the term loan agreement, plus the applicable margin for such loans. As of OctoberÂ 31, 2024, the term loan facility was terminated. Other Loans. In September 2024, we completed the BIOVECTRA acquisition and assumed two interest-free loans from the Strategic Innovation Fund ("SIF") in the amount of $20Â million with $18Â million recorded at fair value in long-term debt. The loans are repayable in quarterly and yearly installments through 2040 at a weighted average imputed interest rate of 4.7 percent. In addition, we assumed two interest-free loans with the Atlantic Canada Opportunities Agency (â€œACOAâ€) in the amount of $4Â million with $1Â million recorded at fair value in long-term debt. The loans are repayable in monthly installments through 2029 at a weighted average imputed interest rate of 4.5 percent.Senior Notes. All outstanding senior notes listed below are unsecured and rank equally in right of payment with all of our other senior unsecured indebtedness. Senior NotesYear IssuedPrincipal Amount ($M)Interest RateInterest payableMaturity Date2026 Senior Notes2016$3003.05%semi-annuallySeptember, 20262027 Senior Notes2024$6004.20%semi-annuallySeptember, 20272029 Senior Notes2019$5002.75%semi-annuallySeptember, 20292030 Senior Notes2020$5002.10%semi-annuallyJune, 20302031 Senior Notes2021$8502.30%semi-annuallyMarch, 20312034 Senior Notes2024$6004.75%semi-annuallySeptember, 2034Contingent Consideration Payment. During the year ended October 31, 2023, we paid a total of $72 million in contingent consideration payments, of which $4 million is included as an outflow in cash from operations. We paid $65 million related to the achievement of a certain technical milestone associated with our acquisition of Resolution Bioscience and $7 million related to other acquisitions.54Off Balance Sheet Arrangements and OtherOur liquidity is affected by many factors, some of which are based on normal ongoing operations of our business and some of which arise from fluctuations related to global economics and markets. Our cash balances are generated and held in many locations throughout the world. Local government regulations may restrict our ability to move cash balances to meet cash needs under certain circumstances. We do not currently expect such regulations and restrictions to impact our ability to pay vendors and conduct operations throughout our global organization.Contractual CommitmentsOur cash flows from operations are dependent on a number of factors, including fluctuations in our operating results, accounts receivable collections, inventory management, and the timing of tax and other payments. As a result, the impact of contractual obligations on our liquidity and capital resources in future periods should be analyzed in conjunction with such factors.The following table summarizes our total contractual obligations at OctoberÂ 31, 2024, for Agilent operations and excludes amounts recorded in our consolidated balance sheet (in millions):Less than oneyearOne to three yearsThree to five yearsMore than five yearsCommitments to contract manufacturers and suppliers$601Â $40Â $â€”Â $â€”Â Other purchase commitments128Â 8Â â€”Â â€”Â Total$729Â $48Â $â€”Â $â€”Â Commitments to Contract Manufacturers and Suppliers.Â Â We purchase components from a variety of suppliers and use several contract manufacturers to provide manufacturing services for our products. During the normal course of business, we issue purchase orders with estimates of our requirements several months ahead of the delivery dates. The above amounts represent the commitments under the open purchase orders with our suppliers that have not yet been received. However, our agreements with these suppliers usually provide us the option to cancel, reschedule, and adjust our requirements based on our business needs prior to firm orders being placed. We expect to fulfill most of our purchase commitments for inventory within one year.Other Purchase Commitments. We have categorized "other purchase commitments" related to contracts with professional services suppliers. Typically, we can cancel contracts with professional services suppliersÂ without penalties. For those contracts that are not cancelable without penalties, there are termination fees and costs or commitments for continued spending that we are obligated to pay to a supplier under each contact's termination period before such contract can be cancelled. Our contractual obligations with these suppliers under "other purchase commitments" were approximately $136Â million. We had no material off-balance sheet arrangements as of OctoberÂ 31, 2024, or OctoberÂ 31, 2023.On Balance Sheet ArrangementsThe following table summarizes our total contractual obligations on our OctoberÂ 31, 2024 balance sheet (in millions):Less than oneyearOne to three yearsThree to five yearsMore than five yearsSenior notes$â€”Â $900Â $500Â $1,950Â Other loans - BIOVECTRA5Â 8Â 4Â 7Â Commercial paper40Â â€”Â â€”Â â€”Â Interest expense107Â 276Â 131Â 124Â Transition tax41Â 51Â â€”Â â€”Â Operating leases48Â 66Â 34Â 65Â Total$241Â $1,301Â $669Â $2,146Â Other long-term liabilities as of OctoberÂ 31, 2024 and OctoberÂ 31, 2023 include $115 million and $162 million, respectively, related to long-term income tax liabilities. Of these amounts, $64Â million and $68Â million related to uncertain tax positions as of OctoberÂ 31, 2024 and OctoberÂ 31, 2023, respectively. We are unable to accurately predict when these amounts 55will be realized or released. However, it is reasonably possible that there could be significant changes to our unrecognized tax benefits in the next twelve months due to either the expiration of a statute of limitations or a tax audit settlement. As of OctoberÂ 31, 2024, the remaining $51Â million included in other long-term liabilities relates to the U.S. transition tax payment which is due within the next two years.ItemÂ 7A. Â Â Â Quantitative and Qualitative Disclosures About Market RiskWe are exposed to foreign currency exchange rate risks inherent in our sales commitments, anticipated sales, and assets and liabilities and equity denominated in currencies other than the functional currency of our subsidiaries. We hedge future cash flows denominated in currencies other than the functional currency using sales forecasts up to twelve months in advance. Our exposure to exchange rate risks is mainly managed on an enterprise-wide basis. This strategy utilizes derivative financial instruments, including option and forward contracts, to hedge certain foreign currency exposures with the intent of offsetting gains and losses that occur on the underlying exposures with gains and losses on the derivative contracts hedging them. We may also hedge equity balances denominated in foreign currency on a long-term basis. We do not currently and do not intend to utilize derivative financial instruments for speculative trading purposes. To the extent that we are required to pay for all, or portions, of an acquisition price in foreign currencies, we may enter into foreign exchange contracts to reduce the risk that currency movements will impact the cost of the transaction.Our operations generate non-functional currency cash flows such as revenues, third party vendor payments and inter-company payments. In anticipation of these foreign currency cash flows and in view of volatility of the currency market, we enter into such foreign exchange contracts as are described above to manage our currency risk. Approximately 48 percent of our revenue in 2024, 52Â percent of our revenue in 2023 and 56Â percent of our revenue in 2022 was generated in U.S. dollars. Foreign currency movements had no overall impact on revenue growth in the year ended OctoberÂ 31, 2024. We calculate the impact of movements in foreign currency exchange rates by applying the actual foreign currency exchange rates in effect during the last month of each quarter of the current year to both the applicable current and prior year periods. We performed a sensitivity analysis assuming a hypothetical 10Â percent adverse movement in foreign exchange rates to the hedging contracts and the underlying exposures described above. As of OctoberÂ 31, 2024 and 2023, the analysis indicated that these hypothetical market movements would not have a material effect on our consolidated financial position, results of operations, statement of comprehensive income or cash flows.We are also exposed to interest rate risk due to the mismatch between the interest expense we pay on our loans at fixed rates and the variable rates of interest we receive from cash, cash equivalents and other short-term investments. We have issued long-term debt in U.S. dollars or foreign currencies at fixed interest rates based on the market conditions at the time of financing. We believe that the fair value of our fixed rate debt changes when the underlying market rates of interest change, and we may use interest rate swaps to modify such market risk. We performed a sensitivity analysis assuming a hypothetical 10Â percent adverse movement in interest rates relating to the underlying fair value of our fixed rate debt. As of OctoberÂ 31, 2024 and 2023, the sensitivity analyses indicated that a hypothetical 10Â percent adverse movement in interest rates would result in an immaterial impact to the fair value of our fixed interest rate debt.56ItemÂ 8.Â Â Â Â Financial Statements and Supplementary DataIndex to Consolidated Financial StatementsPageConsolidated Financial Statements:Â Report of Independent Registered Public Accounting Firm - (PCAOB ID: 238)58Consolidated Statement of Operations for each of the three years in the period ended OctoberÂ 31, 202460Consolidated Statement of Comprehensive Income for each of the three years in the period ended October 31, 202461Consolidated Balance Sheet at OctoberÂ 31, 2024 and 202362Consolidated Statement of Cash Flows for each of the three years in the period ended OctoberÂ 31, 202463Consolidated Statement of Equity for each of the three years in the period ended OctoberÂ 31, 202464Notes to Consolidated Financial Statements6557REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRMTo the Board of Directors and Stockholders of Agilent Technologies, Inc.Opinions on the Financial Statements and Internal Control over Financial ReportingWe have audited the accompanying consolidated balance sheets of Agilent Technologies, Inc. and its subsidiaries (the "Company") as of October 31, 2024 and 2023, and the related consolidated statements of operations, of comprehensive income, of equity and of cash flows for each of the three years in the period ended October 31, 2024, including the related notes and schedule of valuation and qualifying accounts for each of the three years in the period ended October 31, 2024 appearing under Item 15(a)(2) (collectively referred to as the "consolidated financial statements"). We also have audited the Company's internal control over financial reporting as of October 31, 2024, based on criteria established in Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of October 31, 2024 and 2023, and the results of its operations and its cash flows for each of the three years in the period ended October 31, 2024 in conformity with accounting principles generally accepted in the United States of America. Also in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of October 31, 2024, based on criteria established in Internal Control - Integrated Framework (2013) issued by the COSO.Basis for OpinionsThe Company's management is responsible for these consolidated financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in Managementâ€™s Report on Internal Control over Financial Reporting appearing under Item 9A. Our responsibility is to express opinions on the Companyâ€™s consolidated financial statements and on the Company's internal control over financial reporting based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud, and whether effective internal control over financial reporting was maintained in all material respects.Our audits of the consolidated financial statements included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.As described in Managementâ€™s Report on Internal Control Over Financial Reporting, management has excluded BIOVECTRA from its assessment of internal control over financial reporting as of October 31, 2024 because it was acquired by the Company in a purchase business combination during 2024. We have also excluded BIOVECTRA from our audit of internal control over financial reporting. BIOVECTRA is a wholly-owned subsidiary whose total assets and total revenues excluded from managementâ€™s assessment and our audit of internal control over financial reporting represent 3% and less than 1%, respectively, of the related consolidated financial statement amounts as of and for the year ended October 31, 2024. Definition and Limitations of Internal Control over Financial ReportingA companyâ€™s internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A companyâ€™s internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit 58preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the companyâ€™s assets that could have a material effect on the financial statements.Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.Critical Audit MattersThe critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the audit committee and that (i) relates to accounts or disclosures that are material to the consolidated financial statements and (ii) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.Acquisition of BIOVECTRA â€“ Valuation of Certain Customer RelationshipsAs described in Notes 1, 3 and 11 to the consolidated financial statements, on September 20, 2024, the Company acquired 100 percent of the stock of BIOVECTRA for total consideration paid of $915 million in cash. As of October 31, 2024, gross carrying amount of customer relationships includes approximately $165 million related to BIOVECTRA which was valued by management using the multi-period excess earnings method under the income approach which values the customer relationships by discounting the direct cash flow expected to be generated by the customers. Of the customer relationships related to BIOVECTRA, the majority relates to certain customer relationships. Managementâ€™s determination of the fair value of customer relationships acquired involved significant estimates and assumptions related to revenue growth rates, discount rates, and customer attrition rates. The principal considerations for our determination that performing procedures relating to the valuation of certain customer relationships acquired in the acquisition of BIOVECTRA is a critical audit matter are (i) the significant judgment by management when estimating the fair value of certain customer relationships acquired; (ii) a high degree of auditor judgment, subjectivity, and effort in performing procedures and evaluating managementâ€™s significant assumption related to revenue growth rates; and (iii) the audit effort involved the use of professionals with specialized skill and knowledge. Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. These procedures included testing the effectiveness of controls relating to the acquisition accounting, including controls over managementâ€™s valuation of certain customer relationships acquired. These procedures also included, among others (i) reading the purchase agreement; (ii) testing managementâ€™s process for estimating the fair value of certain customer relationships acquired; (iii) evaluating the appropriateness of the multi-period excess earnings method used by management; (iv) testing the completeness and accuracy of the underlying data used in the multi-period excess earnings method; and (v) evaluating the reasonableness of the significant assumption used by management related to revenue growth rates. Evaluating managementâ€™s assumption related to the revenue growth rates involved considering (i) the current performance of the BIOVECTRA business and (ii) whether the assumption was consistent with evidence obtained in other areas of the audit. Professionals with specialized skill and knowledge were used to assist in evaluating the appropriateness of the multi-period excess earnings method./s/ PricewaterhouseCoopers LLP San Jose, CaliforniaDecemberÂ 19, 2024We have served as the Companyâ€™s auditor since 1999.59AGILENT TECHNOLOGIES,Â INC.CONSOLIDATED STATEMENT OF OPERATIONSÂ Years Ended October 31,Â 202420232022Â (in millions, except pershare data)Net revenue:Â Â Â Â Products$4,672Â $5,051Â $5,187Â Services and other1,838Â 1,782Â 1,661Â Total net revenue6,510Â 6,833Â 6,848Â Costs and expenses:Â Â Â Â Cost of products2,024Â 2,428Â 2,242Â Cost of services and other951Â 940Â 884Â Total costs2,975Â 3,368Â 3,126Â Research and development479Â 481Â 467Â Selling, general and administrative1,568Â 1,634Â 1,637Â Total costs and expenses5,022Â 5,483Â 5,230Â Income from operations1,488Â 1,350Â 1,618Â Interest income80Â 51Â 9Â Interest expense(96)(95)(84)Other income (expense), net49Â 33Â (39)Income before taxes1,521Â 1,339Â 1,504Â Provision for income taxes232Â 99Â 250Â Net income$1,289Â $1,240Â $1,254Â Net income per share:Â Â Â Â Basic$4.44Â $4.22Â $4.19Â Diluted$4.43Â $4.19Â $4.18Â Weighted average shares used in computing net income per share:Â Â Â Â Basic290Â 294Â 299Â Diluted291Â 296Â 300Â Â Â Â The accompanying notes are an integral part of these consolidated financial statements.60 AGILENT TECHNOLOGIES,Â INC.CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (in millions)Years Ended October 31,Â 202420232022Net income$1,289Â $1,240Â $1,254Â Other comprehensive income (loss):Unrealized gain (loss) on derivative instruments, net of tax expense (benefit) of $(2), $(1) and $13(7)(3)43Â Amounts reclassified into earnings related to derivative instruments, net of tax expense (benefit) of $(1), $0 and $(8)(1)â€”Â (26)Foreign currency translation, net of tax expense (benefit) of $3, $(1) and $(12)(22)34Â (150)Net defined benefit pension cost and post retirement plan costs:Change in actuarial net gain (loss), net of tax expense (benefit) of $0, $(5) and $953Â (10)69Â Change in net prior service benefit, net of tax expense (benefit)

of $0, $0 and $0(1)(1)(1)Other comprehensive income (loss)22Â 20Â (65)Total comprehensive income$1,311Â $1,260Â $1,189Â The accompanying notes are an integral part of these consolidated financial statements.61AGILENT TECHNOLOGIES,Â INC.CONSOLIDATED BALANCE SHEETÂ October 31,Â 20242023Â (in millions, exceptpar value and share data)ASSETSÂ Â Current assets:Â Â Cash and cash equivalents$1,329Â $1,590Â Accounts receivable, net1,324Â 1,291Â Inventory972Â 1,031Â Other current assets334Â 274Â Total current assets3,959Â 4,186Â Property, plant and equipment, net1,778Â 1,270Â Goodwill4,477Â 3,960Â Other intangible assets, net547Â 475Â Long-term investments175Â 164Â Other assets910Â 708Â Total assets$11,846Â $10,763Â LIABILITIES AND EQUITYÂ Â Current liabilities:Â Â Accounts payable$540Â $418Â Employee compensation and benefits368Â 371Â Deferred revenue544Â 505Â Short-term debt45Â â€”Â Other accrued liabilities398Â 309Â Total current liabilities1,895Â 1,603Â Long-term debt3,345Â 2,735Â Retirement and post-retirement benefits130Â 103Â Other long-term liabilities578Â 477Â Total liabilities5,948Â 4,918Â Commitments and contingencies (Note 18)Total equity:Â Â Stockholders' equity:Â Â Preferred stock; $0.01 par value; 125,000,000 shares authorized; none issued and outstandingâ€”Â â€”Â Common stock; $0.01 par value; 2,000,000,000 shares authorized; 285,193,011 shares at OctoberÂ 31, 2024 and 292,123,241 shares at OctoberÂ 31, 2023 issued and outstanding3Â 3Â Additional paid-in-capital5,450Â 5,387Â Retained earnings 750Â 782Â Accumulated other comprehensive loss(305)(327)Total stockholders' equity5,898Â 5,845Â Total liabilities and stockholders' equity$11,846Â $10,763Â Â Â Â The accompanying notes are an integral part of these consolidated financial statements.62AGILENT TECHNOLOGIES,Â INC.CONSOLIDATED STATEMENT OF CASH FLOWSÂ Years Ended October 31,Â 202420232022Â (in millions)Cash flows from operating activities:Â Â Â Net income$1,289Â $1,240Â $1,254Â Adjustments to reconcile net income to net cash provided by operating activities:Â Â Â Depreciation and amortization257Â 271Â 317Â Share-based compensation129Â 111Â 125Â Deferred taxes expense (benefit)(64)(56)8Â Excess and obsolete inventory related charges45Â 40Â 24Â Net (gain) loss on equity securities(6)41Â 67Â Asset impairment charges19Â 277Â â€”Â Change in fair value of contingent considerationâ€”Â 1Â (25)Loss on extinguishment of debtâ€”Â â€”Â 9Â Net gain on divestiture of businessâ€”Â (43)â€”Â Other non-cash (income) expense, net(1)6Â 11Â Changes in assets and liabilities:Accounts receivable, net7Â 132Â (321)Inventory34Â (33)(248)Accounts payable103Â (171)121Â Employee compensation and benefits(12)(91)(22)Other assets and liabilities(49)47Â (8)Net cash provided by operating activities1,751Â 1,772Â 1,312Â Cash flows from investing activities:Â Â Â Payments to acquire property, plant and equipment(378)(298)(291)Proceeds from the sale of equity securitiesâ€”Â 5Â 22Â Payments to acquire equity securities(5)(8)(13)Proceeds from convertible noteâ€”Â 4Â â€”Â Payment in exchange for convertible note(13)(12)(4)Proceeds from divestiture of businessâ€”Â 50Â â€”Â Payments to acquire businesses and intangible assets, net of cash acquired(862)(51)(52)Net cash used in investing activities(1,258)(310)(338)Cash flows from financing activities:Â Â Â Proceeds from the issuance of common stock under employee stock plans77Â 67Â 58Â Payment of taxes related to net share settlement of equity awards(30)(54)(67)Payments for repurchase of common stock(1,150)(575)(1,139)Payment of excise taxes related to repurchases of common stock(3)â€”Â â€”Â Payment of dividends(274)(265)(250)Proceeds from issuance of long-term debt1,197Â â€”Â 600Â Repayment of long-term debt(600)â€”Â (609)Payments of debt issuance costs(9)â€”Â â€”Â Net proceeds from (repayments of) short term debt40Â (35)35Â Payment for contingent considerationâ€”Â (68)â€”Â Net cash used in financing activities(752)(930)(1,372)Effect of exchange rate movements(2)5Â (36)Net increase (decrease) in cash, cash equivalents and restricted cash(261)537Â (434)Cash, cash equivalents and restricted cash at beginning of year1,593Â 1,056Â 1,490Â Cash, cash equivalents and restricted cash at end of year$1,332Â $1,593Â $1,056Â Supplemental cash flow information:Income tax payments, net of refunds received$314Â $199Â $279Â Interest payments, net of capitalized interest$80Â $89Â $85Â Net change in property, plant and equipment included in accounts payable and accrued liabilities-increase (decrease)$9Â $4Â $26Â Excise tax on share repurchases, accrued but not paid$10Â $3Â $â€”Â The accompanying notes are an integral part of these consolidated financial statements.63AGILENT TECHNOLOGIES,Â INC.CONSOLIDATED STATEMENT OF EQUITYÂ Common StockÂ AccumulatedOtherComprehensiveLossÂ Â NumberofSharesParValueAdditionalPaid-inCapitalRetainedEarningsTotal Stockholders' EquityÂ (in millions, except number of shares in thousands)Balance as of October 31, 2021302,208Â $3Â $5,320Â $348Â (282)5,389Â Components of comprehensive income, net of tax:Â Â Â Â Â Â Net incomeâ€”Â â€”Â Â â€”Â 1,254Â â€”Â 1,254Â Other comprehensive income (loss)â€”Â â€”Â Â â€”Â Â â€”Â (65)(65)Total comprehensive incomeÂ Â Â Â Â 1,189Â Cash dividends declared ($0.840 per common share)â€”Â â€”Â Â â€”Â (250)â€”Â (250)Share-based awards issued, net of tax of $671,419Â â€”Â (9)â€”Â â€”Â (9)Repurchase of common stock(8,368)â€”Â (111)(1,028)â€”Â (1,139)Share-based compensationâ€”Â â€”Â 125Â â€”Â â€”Â 125Â Balance as of October 31, 2022295,259Â $3Â $5,325Â $324Â (347)5,305Â Components of comprehensive income, net of tax:Â Â Â Â Â Â Net incomeâ€”Â â€”Â Â â€”Â 1,240Â â€”Â 1,240Â Other comprehensive income (loss)â€”Â â€”Â Â â€”Â Â â€”Â 20Â 20Â Total comprehensive incomeÂ Â Â Â Â 1,260Â Cash dividends declared ($0.900 per common share)â€”Â â€”Â Â â€”Â (265)â€”Â (265)Share-based awards issued, net of tax of $541,473Â â€”Â 13Â â€”Â Â â€”Â 13Â Repurchase of common stock, including excise taxes(4,609)â€”Â (62)(517)â€”Â (579)Share-based compensationâ€”Â â€”Â 111Â â€”Â â€”Â 111Â Balance as of October 31, 2023292,123Â $3Â $5,387Â $782Â (327)5,845Â Components of comprehensive income, net of tax:Net incomeâ€”Â â€”Â â€”Â 1,289Â â€”Â 1,289Â Other comprehensive income (loss)â€”Â â€”Â â€”Â Â â€”Â 22Â 22Â Total comprehensive incomeÂ Â Â Â Â 1,311Â Cash dividends declared ($0.944 per common shareÂ Â Â Â Â Â Â Â Â Â Â Â Â Â â€”Â â€”Â Â â€”Â (274)â€”Â (274)Share-based awards issued, net of tax of $30 Â Â Â Â Â Â Â Â Â Â Â Â 1,473Â â€”Â 47Â â€”Â â€”Â 47Â Repurchase of common stock, including excise taxes(8,403)â€”Â (113)(1,047)â€”Â (1,160)Share-based compensationâ€”Â â€”Â 129Â â€”Â â€”Â 129Â Balance as of October 31, 2024285,193Â $3Â $5,450Â $750Â (305)5,898Â The accompanying notes are an integral part of these consolidated financial statements.64AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS1.Â Â Â Â Â OVERVIEW AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIESOverview.Â Â Agilent Technologies, Inc. ("we", "Agilent" or the "company"), incorporated in Delaware in May 1999, is a global leader in life sciences, diagnostics and applied chemical markets, providing application focused solutions that include instruments, software, services and consumables for the entire laboratory workflow.New Segment Structure. In the first quarter of fiscal year 2024, we announced a change in our operating segments to move our cell analysis business from our life sciences and applied markets segment to our diagnostics and genomics operating segment in order to further strengthen growth opportunities for both organizations. Following this reorganization, we continue to have three business segments comprised of life sciences and applied markets, diagnostics and genomics and Agilent CrossLab, each of which continues to comprise a reportable segment. We began reporting under this new structure with the Quarterly Report on Form 10-Q for the period ended January 31, 2024. All historical financial segment information has been recast to conform to this new presentation in our consolidated financial statements and accompanying notes. There was no change to our Agilent CrossLab business segment.Acquisition of BIOVECTRA. On September 20, 2024, we acquired 100 percent of the stock of BIOVECTRA for total consideration of $915 million in cash. The acquisition expands our contract development and manufacturing organization. As a result of the acquisition, BIOVECTRA became a wholly-owned subsidiary of Agilent. The acquisition has been accounted for in accordance with the authoritative accounting guidance, and the results of BIOVECTRA are included in Agilent's consolidated financial statements from the date of acquisition. Announced Exit and Subsequent Divestiture of Resolution Bioscience Business. During the third quarter of fiscal year 2023, we made the decision to exit the Resolution Bioscience business within our diagnostics and genomics segment and recorded a long-lived asset impairment charge of $270Â million. In the fourth quarter of fiscal year 2023, we received an unsolicited offer and entered into an agreement to divest the Resolution Bioscience business for $50 million. As a result, we recorded a gain on the divestiture of $43Â million in other income (expense), net in the consolidated statement of operations, which included an adjustment to goodwill of $13 million. Basis of Presentation.Â Â The accompanying consolidated financial statements have been prepared by us pursuant to the rules and regulations of the U.S. Securities and Exchange Commission ("SEC") and are in conformity with U.S. generally accepted accounting principles ("GAAP"). Our fiscal year end is OctoberÂ 31. Unless otherwise stated, all years and dates refer to our fiscal year.Principles of Consolidation.Â Â The consolidated financial statements include the accounts of the company and our wholly- and majority-owned subsidiaries. All intercompany accounts and transactions have been eliminated.Use of Estimates.Â Â The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported in our consolidated financial statements and accompanying notes. Management bases its estimates on historical experience and various other assumptions believed to be reasonable. Although these estimates are based on management's best knowledge of current events and actions that may impact the company in the future, actual results may be different from the estimates. Our critical accounting policies are those that affect our financial statements materially and involve difficult, subjective or complex judgments by management. Those policies are revenue recognition, valuation of goodwill and purchased intangible assets, inventory valuation, retirement and post-retirement plan assumptions, restructuring and accounting for income taxes.65AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Restructuring. The main components of our restructuring plan are related to workforce reductions, consolidation of excess leased facilities and site closures. Workforce reduction charges are accrued when payment of benefits becomes probable that the employees are entitled to the severance and the amounts can be estimated. Consolidation of facilities costs primarily consists of accelerated depreciation of right-of-use assets classified as held and used. In accordance with the accounting guidance, it was determined that certain assets had been abandoned, and an assessment was made of the remaining useful lives and potential alternative uses. If the amounts and timing of cash flows from restructuring activities are significantly different from what we have estimated, the actual amounts of restructuring and other related charges could be materially different, either higher or lower, than those we have recorded.Risks and Uncertainties. We are subject to risks common to companies in the analytical instrument industry, such as global economic and financial market conditions, fluctuations in foreign currency exchange rates and fluctuations in customer demand, among others. Revenue Recognition.Â We enter into contracts to sell products, services or combinations of products and services. Products may include hardware or software and services may include one-time service events or services performed over time.We derive revenue primarily from the sale of analytical and diagnostics products and services. A performance obligation is a promise in a contract to transfer a distinct product or service to a customer and is the unit of account under Accounting Standard Codification Topic 606, Revenue from Contracts with Customers, (â€œASC 606â€™â€™). See also Note 4, "Revenue" for additional information on revenue recognition.Revenue is recognized when control of the promised products or services is transferred to our customers and the performance obligation is fulfilled in an amount that reflects the consideration that we expect to be entitled in exchange for those products or services, the transaction price. For equipment, consumables, and most software licenses, control transfers to the customer at a point in time. We use present right to payment, legal title, physical possession of the asset, and risks and rewards of ownership as indicators to determine the transfer of control to the customer.Â For products that transfer control over time, revenue is recognized as the performance obligation is satisfied. Product over time revenue is assessed against the following criteria: the performance creates an asset that the customer controls as the asset is created; the asset has no alternative use; and we have an enforceable right to payment. Where acceptance is not a formality, the customer must have documented their acceptance of the product or service. For products that include installation, if the installation meets the criteria to be considered a separate performance obligation, product revenue is recognized when control has passed to the customer, and recognition of installation revenue occurs once completed. Product revenue, including sales to resellers and distributors is reduced for provisions for warranties, returns, and other adjustments in the period the related sales are recorded.Service revenue includes extended warranty, customer and software support including: Software as a Service, post contract support, consulting including companion diagnostics, and training and education. Instrument service contracts and software maintenance contracts are typically annual contracts, which are billed at the beginning of the contract or maintenance period. Revenue for these contracts is recognized on a straight-line basis to revenue over the service period, as a time-based measure of progress best reflects our performance in satisfying this obligation. There are no deferred costs associated with the service contract, as the cost of the service is recorded when the service is performed. Service calls not included in a support contract are recognized to revenue at the time a service is performed. We have sales from standalone software. These arrangements typically include software licenses and maintenance contracts, both of which we have determined are distinct performance obligations. We determine the amount of the transaction price to allocate to the license and maintenance contract based on the relative standalone selling price of each performance obligation. Software license revenue is recognized at the point in time when control has been transferred to the customer. The revenue allocated to the software maintenance contract is recognized on a straight-line basis over the maintenance period, which is the contractual term of the contract, as a time-based measure of progress best reflects our performance in satisfying this obligation. Unspecified rights to software upgrades are typically sold as part of the maintenance contract on a when-and-if-available basis.Our multiple-element arrangements are generally comprised of a combination of instruments, installation or other start-up services, and/or software, and/or support or services. Hardware and software elements are typically delivered at the same time and revenue is recognized when control passes to the customer. Service revenue is deferred and recognized over the contractual period or as services are rendered and accepted by the customer. Our arrangements generally do not include any provisions for cancellation, termination, or refunds that would significantly impact recognized revenue.66AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)For contracts with multiple performance obligations, we allocate the consideration to which we expect to be entitled to each performance obligation based on relative standalone selling prices and recognize the related revenue when or as control of each individual performance obligation is transferred to customers. We estimate the standalone selling price by calculating the average historical selling price of our products and services per geographic region for each performance obligation. Standalone selling prices are determined for each distinct good or service in the contract, and then we allocate the transaction price in proportion to those standalone selling prices by performance obligations.A portion of our revenue relates to lease arrangements. Standalone lease arrangements are outside the scope of ASC 606 and are therefore accounted for in accordance with ASC 842, Leases. Each of these contracts is evaluated as a lease arrangement, either as an operating lease or a sales-type finance lease using the current lease classification guidance.Deferred Revenue.Â Â Contract liabilities (deferred revenue) primarily relate to multiple element arrangements for which billing has occurred but transfer of control of all elements (performance obligations) to the customer has either partially or not occurred at the balance sheet date. This includes cash received from customers for products and related installation and services in advance of the transfer of control. Contract liabilities are classified as either in current liabilities in deferred revenue or long-term in other long-term liabilities in the consolidated balance sheet based on the timing of when we expect to complete our performance obligation. Sales Taxes.Â Â Sales taxes collected from customers and remitted to governmental authorities are not included in our revenue.Shipping and Handling Costs.Â Â Our shipping and handling costs charged to customers are included in net revenue, and the associated expense is recorded in cost of products for all periods presented.Research and Development.Â Â Costs related to research, design and development of our products are charged to research and development expense as they are incurred.Advertising.Â Â Advertising costs are generally expensed as incurred and amounted to $49 million in 2024, $54 million in 2023 and $66 million in 2022.Taxes on Income.Â Â Income tax expense or benefit is based on income or loss before taxes. Deferred tax assets and liabilities are recognized principally for the expected tax consequences of temporary differences between the tax bases of assets and liabilities and their reported amounts. See Note 6, "Income Taxes" for more information.Net Income Per Share.Â Â Basic net income per share is computed by dividing net incomeÂ - the numeratorÂ - by the weighted average number of common shares outstandingÂ - the denominatorÂ - during the period excluding the dilutive effect of stock options and other employee stock plans. Diluted net income per share gives effect to all potential common shares outstanding during the period unless the effect is anti-dilutive. The dilutive effect of share-based awards is reflected in diluted net income per share by application of the treasury stock method, which includes consideration of unamortized share-based compensation expense and the dilutive effect of in-the-money options and non-vested restricted stock units. Under the treasury stock method, the amount the employee must pay for exercising stock options and unamortized share-based compensation expense are assumed proceeds to be used to repurchase hypothetical shares. See NoteÂ 7, "Net Income Per Share".Cash, Cash Equivalents and Short-Term Investments.Â Â We classify investments as cash equivalents if their original or remaining maturity is three months or less at the date of purchase. Cash equivalents are stated at cost, which approximates fair value.As of OctoberÂ 31, 2024, approximately $1,313 million of our cash and cash equivalents is held outside of the U.S. by our foreign subsidiaries. Our cash and cash equivalents mainly consist of short-term deposits held at major global financial institutions, institutional money market funds, and similar short duration instruments with original maturities of 90Â days or less. We continuously monitor the creditworthiness of the financial institutions and institutional money market funds in which we invest our funds.We classify equity investments as short-term investments based on their nature and our intent and ability to exit within a year or less. As of OctoberÂ 31, 2024, we had no short-term investments.67AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Restricted Cash and Restricted Cash Equivalents. Restricted cash and restricted cash equivalents are included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. A reconciliation of cash, cash equivalents and restricted cash to the consolidated balance sheet follows:October

31,202420232022Â (in millions)Cash and cash equivalents$1,329Â $1,590Â $1,053Â Restricted cash included in other assets3Â 3Â 3Â Total cash, cash equivalents and restricted cash$1,332Â $1,593Â $1,056Â Accounts Receivable, net.Â Â Trade accounts receivable are recorded at the invoiced amount and do not bear interest. Such accounts receivable have been reduced by an allowance for doubtful accounts, which is our best estimate of the amount of probable credit losses in our existing accounts receivable. We determine the allowance based on customer specific experience and the aging of such receivables, among other factors. The allowance for doubtful accounts as of OctoberÂ 31, 2024 and 2023 was not material. We do not have any off-balance-sheet credit exposure related to our customers. Accounts receivable are also recorded net of estimated product returns which are not material.Concentration of Credit Risk.Â Â Financial instruments that potentially subject Agilent to significant concentration of credit risk include money market fund investments, equity investments with readily determinable fair value securities, time deposits and demand deposit balances. These investments are categorized as cash and cash equivalents or short-term investments. In addition, Agilent has credit risk from derivative financial instruments used in hedging activities and accounts receivable. We invest in a variety of financial instruments and limit the amount of credit exposure with any one financial institution. We have a comprehensive credit policy in place and credit exposure is monitored on an ongoing basis. Credit risk with respect to our accounts receivable is diversified due to the large number of entities comprising our customer base and their dispersion across many different industries and geographies. Credit evaluations are performed on customers requiring credit over a certain amount, and we sell the majority of our products through our direct sales force. Credit risk is mitigated through collateral such as letter of credit, bank guarantees or payment terms like cash in advance. No single customer accounted for more than 10 percent of accounts receivable as of OctoberÂ 31, 2024, or 2023.Inventory.Â Â Inventory is valued at standard cost, which approximates actual cost computed on a first-in, first-out basis, not in excess of market value. We assess the valuation of our inventory on a periodic basis and make adjustments to the value for estimated excess and obsolete inventory based on estimates and assumptions about future demand, economic conditions and actual usage, which require management judgment. The excess balance determined by this analysis becomes the basis for our excess inventory charge. Our excess inventory review process includes analysis of inventory levels, sales trends and forecasts, managing product rollovers and working with manufacturing to maximize recovery of excess inventory and to estimate and record reserves for excess, slow-moving and obsolete inventory.Property, Plant and Equipment.Â Â Property, plant and equipment are stated at cost less accumulated depreciation. Additions, improvements and major renewals are capitalized; maintenance, repairs and minor renewals are expensed as incurred. When assets are retired or disposed of, the assets and related accumulated depreciation and amortization are removed from our general ledger, and the resulting gain or loss is reflected in the consolidated statement of operations. Buildings and improvements are depreciated over the lesser of their useful lives or the remaining term of the lease and machinery and equipment over 3 years to 10 years. We use the straight-line method to depreciate assets.Capitalized Software.Â Â We capitalize certain internal and external costs incurred to acquire or create internal use software. Capitalized software is included in property, plant and equipment and is depreciated over 3 years to 5 years once development is complete.Leases.Â We determine whether an arrangement is, or contains, a lease at inception. We record the present value of operating lease payments as right-of-use ("ROU") assets and lease liabilities on the consolidated balance sheet. Where we are the lessee, ROU assets represent the companyâ€™s right to use an underlying asset for the lease term, and lease liabilities represent an obligation to make lease payments based on the present value of lease payments over the lease term. Classification of operating lease liabilities as either current or non-current is based on the expected timing of payments due under our obligations. As most of our leases do not provide an implicit interest rate, we use our incremental borrowing rate based on the 68AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)information available at commencement date in determining the present value of lease payments. The incremental borrowing rate is the rate of interest that a lessee would have to pay to borrow on a collateralized basis over a similar term and at an amount equal to the lease payments in a similar economic environment. In order to determine the appropriate incremental borrowing rates, we have used a number of factors including the company's credit rating, the lease term and the currency swap rate. The ROU asset also consists of any lease incentives received. The lease terms used to calculate the ROU asset and related lease liability include options to extend or terminate the lease when it is reasonably certain that we will exercise that option. Leases with an initial term of twelve months or less are not recorded on the consolidated balance sheet and lease expense for these leases is recognized on a straight-line basis over the lease term. Lease expense for operating leases with an initial term of more than twelve months is recognized on a straight-line basis over the lease term as an operating expense. We have lease agreements which require payments for lease and non-lease components. We have elected to account for these payments as a single lease component.A portion of our revenue relates to lease arrangements where Agilent is the lessor. Standalone lease arrangements are outside the scope of Accounting Standard Codification ("ASC") Topic 606, Revenue Contracts with Customers, and are therefore accounted for in accordance with ASC Topic 842, Leases. Each of these contracts is evaluated as a lease arrangement, either as an operating lease or a sales-type finance lease using the current lease classification guidance. In a lease arrangement that is a multiple-element arrangement, the revenue associated with the lease component is treated under the lease accounting standard ASC 842, whereas the revenue associated with the non-lease component is recognized in accordance with the ASC 606 revenue standard.Â Â Â See also Note 10, "Leases" for additional information about our leases. Acquisitions. Agilent accounts for the acquisition of a business using the acquisition method of accounting, and we allocate the fair value of the purchase price to the tangible assets acquired, liabilities assumed, and intangible assets acquired, including in-process research and development (â€œIPR&Dâ€), based on their estimated fair values. The excess value of the cost of an acquired business over the fair value of the assets acquired and liabilities assumed is recognized as goodwill. The fair value of IPR&D is initially capitalized as an intangible asset with an indefinite life. When an IPR&D project is completed, the IPR&D is reclassified as an amortizable purchased intangible asset and amortized to costs of revenues over the assetâ€™s estimated useful life.Our determination of the fair value of the intangible assets acquired involves the use of significant estimates and assumptions. Specifically, our determination of the fair value of the developed product technology and IPR&D acquired involve significant estimates and assumptions related to revenue growth rates and discount rates. Our determination of the fair value of customer relationships acquired involved significant estimates and assumptions related to revenue growth rates, discount rates, and customer attrition rates. Our determination of the fair value of the trade name acquired involved the use of significant estimates and assumptions related to revenue growth rates, royalty rates and discount rates. We value backlog using the discounted cash flows based on the estimated revenue from pending orders. We value license agreements based on the expected future cash receipts from license agreements, discounted to present value over the term of the agreement. We believe that the fair value assigned to the assets acquired and liabilities assumed are based on reasonable assumptions and estimates that marketplace participants would use. Actual results could differ materially from these estimates. Goodwill and Purchased Intangible Assets. We assess our goodwill and purchased intangible assets for impairment annually or whenever events or changes in circumstances indicate that the carrying value may not be recoverable. Under the authoritative guidance, we have the option to perform a qualitative assessment to determine whether further impairment testing is necessary. The accounting standard gives an entity the option to first assess qualitative factors to determine whether performing the quantitative test is necessary. If an entity believes, as a result of its qualitative assessment, that it is more-likely-than-not (i.e.,Â greater than 50% chance) that the fair value of a reporting unit is less than its carrying amount, the quantitative impairment test will be required. Otherwise, no further testing will be required.The guidance includes examples of events and circumstances that might indicate that a reporting unit's fair value is less than its carrying amount. These include macro-economic conditions such as deterioration in the entity's operating environment or industry or market considerations; entity-specific events such as increasing costs, declining financial performance, or loss of key personnel; or other events such as an expectation that a reporting unit will be sold or a sustained decrease in the stock price on either an absolute basis or relative to peers.If it is determined, as a result of the qualitative assessment, that it is more-likely-than-not that the fair value of a reporting unit is less than its carrying amount, then we are required to perform a quantitative impairment test on goodwill to identify and measure the amount of a goodwill impairment loss to be recognized. A goodwill impairment loss, if any, is measured as the 69AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)amount by which a reporting unit's carrying value, including goodwill, exceeds its fair value, not to exceed the carrying amount of goodwill. As defined in the authoritative guidance, a reporting unit is an operating segment, or one level below an operating segment. We aggregate components of an operating segment that have similar economic characteristics into our reporting units. In fiscal year 2024, in connection with the change in our segment reporting, we assessed goodwill impairment for our three reporting units which consisted of our three segments: life sciences and applied markets, diagnostics and genomics and Agilent CrossLab. We performed a quantitative test for goodwill impairment of the three reporting units as of November 1, 2023, due to the change in our segment structure. As of November 1, 2023, there was no impairment of goodwill. In fiscal year 2024, we assessed goodwill impairment for our three reporting units which consisted of three segments: life sciences and applied markets, diagnostics and genomics and Agilent CrossLab. We performed a qualitative test for goodwill impairment of the three reporting units as of September 30, 2024, our annual impairment test date. Based on the results of our qualitative testing, there was no impairment of goodwill as of September 30, 2024. Each quarter we review the events and circumstances to determine if goodwill impairment is indicated. There was no impairment of goodwill during the years ended OctoberÂ 31, 2024, 2023 and 2022. Purchased intangible assets consist primarily of acquired developed technologies, proprietary know-how, trademarks, and customer relationships and are amortized using the best estimate of the asset's useful life that reflect the pattern in which the economic benefits are consumed or used up or a straight-line method ranging from 2 years to 15 years. IPR&D is initially capitalized at fair value as an intangible asset with an indefinite life and assessed for impairment thereafter. When the IPR&D project is complete, it is reclassified as an amortizable purchased intangible asset and is amortized over its estimated useful life. If an IPR&D project is abandoned, Agilent will record a charge for the value of the related intangible asset to Agilent's consolidated statement of operations in the period it is abandoned.Our indefinite-lived intangible assets are IPR&D intangible assets. The accounting guidance allows a qualitative approach for testing indefinite-lived intangible assets for impairment, similar to the issued impairment testing guidance for goodwill and allows the option to first assess qualitative factors (events and circumstances) that could have affected the significant inputs used in determining the fair value of the indefinite-lived intangible asset to determine whether it is more-likely-than-not (i.e., greater than 50% chance) that the indefinite-lived intangible asset is impaired. An organization may choose to bypass the qualitative assessment for any indefinite-lived intangible asset in any period and proceed directly to calculating its fair value. As of OctoberÂ 31, 2024, we do not have any indefinite-lived intangible assets.During fiscal year 2024, we recorded an impairment of in-process research and development of $6Â million in research and development in the consolidated statement of operations related to a project in our life sciences and applied markets segment. There were no impairments of indefinite-lived intangible assets during fiscal years 2023 and 2022. Impairment of Long-Lived Assets.Â We continually monitor events and changes in circumstances that could indicate carrying amounts of long-lived assets, including intangible assets, may not be recoverable. When such events or changes in circumstances occur, we assess the recoverability of long-lived assets by determining whether the carrying value of such assets will be recovered through undiscounted expected future cash flows. If the total of the undiscounted future cash flows is less than the carrying amount of those assets, we recognize an impairment loss based on the excess of the carrying amount over the fair value of the assets. During the year ended OctoberÂ 31, 2024, we recorded an impairment charge of long-lived assets including indefinite-lived intangible assets of $19 million. During the year ended OctoberÂ 31, 2023, we recorded an impairment charge of long-lived assets including intangible assets of $277 primarily related to the exit of our Resolution Bioscience business. During the year ended OctoberÂ 31, 2022, there were no impairments of long-lived assets. Variable Interest Entities. We make a determination upon entering into an arrangement whether an entity in which we have made an investment is considered a Variable Interest Entity (â€œVIEâ€).Â We evaluate our investments in privately held companies on an ongoing basis. We have determined that as of OctoberÂ 31, 2024 and 2023, there were no VIEs required to be consolidated in our consolidated financial statements because we do not have a controlling financial interest in any of the VIEs in which we have invested nor are we the primary beneficiary. We account for these investments under either the equity method or as equity investments without readily determinable fair value, depending on the circumstances. We periodically reassess whether we are the primary beneficiary of a VIE. The reassessment process considers whether we have acquired the power to direct the most significant activities of the VIE through changes in governing documents or other circumstances. We also reconsider whether entities previously determined not to be VIEs have become VIEs and vice-versa, based on changes in facts and circumstances including changes in contractual arrangements and capital structure. 70AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued) As of OctoberÂ 31, 2024 and 2023, the total carrying value of investments and loans in privately held companies considered as VIEs was $79Â million and $82Â million respectively. The maximum exposure is equal to the carrying value because we do not have future funding commitments. The investments are classified as long-term investments and the loans are classified within other current assets and other assets (depending upon tenure of loan) on the consolidated balance sheet.Investments.Â Equity investments without readily determinable fair value consist of non-marketable equity securities (typically investments in privately-held companies). These investments are accounted for using the measurement alternative at cost, and we adjust for impairments and observable price changes (orderly transactions for the identical or a similar security from the same issuer) included in net income as and when it occurs. Equity investments with readily determinable fair value consist of marketable equity securities which were reclassified from non-marketable equity securities following the commencement of public market trading of the issuers and are reported at fair value, with gains or losses resulting from changes in fair value included in net income. There are no equity investments with readily determinable fair value at OctoberÂ 31, 2024 and 2023. Other investments with readily determinable fair value consist of shares we own in a special fund and are reported at fair value, with gains or losses resulting from changes in fair value included in net income. Trading securities, which are comprised of mutual funds, bonds and other similar instruments and deferred compensation liabilities are reported at fair value, with gains or losses resulting from changes in fair value recognized currently in net income. Equity method investments are reported at the amount of the companyâ€™s initial investment and adjusted each period for the companyâ€™s share of the investeeâ€™s income or loss and dividend paid. There are no equity method investments as of OctoberÂ 31, 2024 and 2023. The company assesses investments for impairment whenever events or changes in circumstances indicate that the carrying value of an investment may not be recoverable.Fair Value of Financial Instruments. The carrying values of certain of our financial instruments including cash and cash equivalents, accounts receivable, accounts payable, accrued compensation and other accrued liabilities approximate fair value because of their short maturities. The fair value of short-term and long-term equity investments which are readily determinable, and which are not accounted under the equity method are reported at fair value using quoted market prices for those securities when available with gains and losses included in net income. The fair value of long-term equity investments which are not readily determinable, and which are not accounted under the equity method are reported at cost with adjustments for observable changes in prices or impairments included in net income. As of OctoberÂ 31, 2024, the fair value of the commercial paper approximates its carrying value. As of OctoberÂ 31, 2023, the fair value of the term loan approximates its carrying value. As of OctoberÂ 31, 2024, the fair value of our senior notes was $3,083Â million with a carrying value of $3,326Â million. This compares to the fair value of our senior notes of $1,747Â million with a carrying value of $2,135Â million as of OctoberÂ 31, 2023. The change in the fair value compared to carrying value in the year ended OctoberÂ 31, 2024, is primarily due to decreased market interest rates. The fair value was calculated from quoted prices which are primarily Level 1 inputs under the accounting guidance. The fair value of foreign currency contracts used for hedging purposes is estimated internally by using inputs tied to active markets. These inputs, for example, interest rate yield curves, foreign exchange rates, and forward and spot prices for currencies are observable in the market orÂ can be corroborated by observable market data for substantially the full term of the assets or liabilities. See also NoteÂ 13, "Fair Value Measurements" for additional information on the fair value of financial instruments and contingent consideration.Warranty.Â Â Our standard warranty terms typically extend for one year from the date of delivery. We accrue for standard warranty costs based on historical trends in warranty charges. The accrual is reviewed regularly and periodically adjusted to reflect changes in warranty cost over the period. Estimated warranty charges are recorded within cost of products at the time products are sold. See NoteÂ 17, "Guarantees".Employee Compensation and Benefits.Â Â Amounts owed to employees, such as accrued salary, bonuses and vacation benefits are accounted for within employee compensation and benefits. The total amount of accrued vacation benefit was $116 million and $120 million as of OctoberÂ 31, 2024, and 2023, respectively.Retirement and Post-Retirement Plans. We have various defined benefit and defined contribution retirement plans. Additionally, we sponsor post-retirement health care benefits for our eligible U.S. employees. Assumptions used to determine the benefit obligations and the expense for these plans are derived annually. See Note 15, â€œRetirement plans and post-retirement pension plansâ€ for additional information.Retirement of Treasury Shares. Upon the formal retirement of treasury shares, we deduct the par value of the retired treasury shares from common stock and allocate the excess of cost over par as a deduction to additional paid-in capital, based on the pro-rata portion of additional paid-in-capital, and the remaining excess as a deduction to retained earnings. All retired treasury shares revert to the status of authorized but unissued shares.71AGILENT

TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Share-Based Compensation.Â Â For the years ended 2024, 2023 and 2022, we accounted for share-based awards made to our employees and directors including employee stock option awards, restricted stock units, employee stock purchases made under our Employee Stock Purchase Plan ("ESPP") and performance share awards under the Agilent Technologies,Â Inc. Long-Term Performance Program ("LTPP") using the estimated grant date fair value method of accounting. Under the fair value method, we recorded compensation expense for all share-based awards of $130 million in 2024, $112 million in 2023 and $126 million in 2022. See Note 5, "Share-based Compensation" for additional information.Derivative Instruments.Â Â Agilent is exposed to global foreign currency exchange rate and interest rate risks in the normal course of business. We enter into foreign exchange hedging contracts, primarily forward contracts, interest rate swaps and interest rate locks to manage financial exposures resulting from changes in foreign currency exchange rates and interest rates. In the vast majority of cases, these contracts are designated at inception as hedges of the related foreign currency or interest exposures. Foreign currency exposures include committed and anticipated revenue and expense transactions and assets and liabilities that are denominated in currencies other than the functional currency of the subsidiary. Interest rate exposures are associated with the company's fixed-rate debt. To qualify for hedge accounting, contracts must reduce the foreign currency exchange rate and interest rate risk otherwise inherent in the amount and duration of the hedged exposures and comply with established risk management policies. Foreign exchange hedging contracts generally mature within twelve months, interest rate swaps mature at the same time as the maturity of the debt and interest rate locks mature at the same time as the issuance of debt. In order to manage foreign currency exposures in a few limited jurisdictions, we may enter into foreign exchange contracts that do not qualify for hedge accounting. In such circumstances, the local foreign currency exposure is offset by contracts owned by the parent company. We do not use derivative financial instruments for trading or speculative purposes.All derivatives are recognized on the balance sheet at their fair values. For derivative instruments that are designated and qualify as a cash flow hedge, changes in the value of the effective portion of the derivative instrument are recognized in accumulated comprehensive income (loss), a component of stockholders' equity. For derivative instruments that are designated and qualify as a net investment hedge, changes in the value of the effective portion of the derivative instrument are recognized in accumulated other comprehensive income (loss) - translation adjustment. Amounts associated with cash flow hedges are reclassified and recognized in income when either the forecasted transaction occurs or it becomes probable the forecasted transaction will not occur. Derivatives not designated as hedging instruments are recorded on the balance sheet at their fair value and changes in the fair values are recorded in the income statement in the current period. Derivative instruments are subject to master netting arrangements and are disclosed gross in the balance sheet. Changes in the fair value of the ineffective portion of derivative instruments are recognized in earnings in the current period. The impact of the ineffectiveness measurement in 2024, 2023 and 2022 was not material. Cash flows from derivative instruments are classified in the statement of cash flows in the same category as the cash flows from the hedged or economically hedged item, primarily in operating activities.Foreign Currency Translation.Â Â We translate and remeasure balance sheet and income statement items into U.S. dollars. For those subsidiaries that operate in a local currency functional environment, all assets and liabilities are translated into U.S. dollars using current exchange rates at the balance sheet date; revenue and expenses are translated using monthly exchange rates which approximate to average exchange rates in effect during each period. Resulting translation adjustments are reported as a separate component of accumulated other comprehensive income (loss) in stockholders' equity.For those subsidiaries that operate in a U.S. dollar functional environment, foreign currency assets and liabilities are remeasured into U.S. dollars at current exchange rates except for non-monetary assets and capital accounts which are remeasured at historical exchange rates. Revenue and expenses are generally remeasured at monthly exchange rates which approximate average exchange rates in effect during each period. Gains or losses from foreign currency remeasurement are included in consolidated net income. Net gains or losses resulting from foreign currency transactions, including hedging gains and losses, are reported in other income (expense), net and were $4 million gain for 2024, $2 million gain for 2023 and $6 million loss for 2022. 72AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)2.Â Â Â Â Â NEW ACCOUNTING PRONOUNCEMENTSNew Accounting Pronouncements Not Yet AdoptedIn November 2023, the FASB issued guidance to improve segment reporting through enhanced disclosure requirements of significant segment expenses. These amendments are effective for our fiscal year 2025, and interim periods within fiscal year 2026, with early adoption permitted. These amendments apply on a retrospective basis. We are currently evaluating the impact of these amendments on our consolidated financial statements.In December 2023, the FASB issued guidance to expand the disclosure requirements for income taxes, specifically related to the rate reconciliation and income taxes paid. These amendments are effective for our fiscal year 2026, with early adoption permitted. These amendments apply on a prospective basis with a retrospective option. We do not expect that the adoption of this guidance will have a material impact on our consolidated financial statements.In November 2024, the FASB issued guidance requiring new income statement disclosures to provide disaggregated information for certain types of costs and expenses included in each income statement line. The amendments are effective for our fiscal year 2028, and interim periods within fiscal year 2029, with early adoption permitted. We are currently evaluating the impact of these amendments on our consolidated financial statements.Other amendments to GAAP in the U.S. that have been issued by the FASB or other standards-setting bodies that do not require adoption until a future date are not expected to have a material impact on our consolidated financial statements upon adoption.3. ACQUISITIONAcquisition of BIOVECTRAOn September 20, 2024, we acquired 100 percent of the stock of BIOVECTRA for total consideration paid of $915Â million in cash. The acquisition expands our contract development and manufacturing organization. As a result of the acquisition, BIOVECTRA became a wholly-owned subsidiary of Agilent. Accordingly, the results of BIOVECTRA are included in Agilent's consolidated financial statements from the acquisition date.The BIOVECTRA acquisition was accounted for in accordance with the authoritative accounting guidance. The acquired assets and assumed liabilities were recorded at their estimated fair values. We determined the estimated fair values with the assistance of appraisals or valuations performed by third party specialists, discounted cash flow analyses, and estimates made by management. We expect to realize revenue synergies, leverage and expand the existing sales channels and product development resources, and utilize the assembled workforce. These factors, among others, contributed to a purchase price in excess of the estimated fair value of BIOVECTRAâ€™s net identifiable assets acquired (see summary of net assets below), and, as a result, we have recorded goodwill in connection with this transaction.Â Goodwill acquired was allocated to our operating segments and reporting units as a part of the purchase price allocation. All goodwill was allocated to the diagnostics and genomics reporting unit. Our acquisition of BIOVECTRA is treated as a stock acquisition and therefore is not deductible for United States federal tax purposes. 73AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The following table summarizes the allocation of the purchase price to the estimated fair values of the assets acquired and liabilities assumed on the closing date of September 20, 2024 (in millions):Cash and cash equivalents$56Â Accounts receivable36Â Inventories25Â Other current assets2Â Property, plant and equipment276Â Intangible assets183Â Goodwill526Â Total assets acquired$1,104Â Accounts payable(10)Other accrued liabilities(20)Deferred revenue(70)Deferred tax liability(45)Other liabilities(19)Debt(25)Net assets acquired$915Â Pro forma results of operations and the revenue and net income subsequent to the acquisition date for BIOVECTRA have not been presented because the effects of the acquisition were not material to our financial results.4.Â Â Â Â Â REVENUEThe following table presents the companyâ€™s total revenue and segment revenue disaggregated by geographical region: Life Sciences and Applied MarketsAgilent CrossLabDiagnostics and GenomicsTotal(in millions)Year Ended October 31, 2024:Americas$995Â $674Â $904Â $2,573Â Europe811Â 452Â 507Â 1,770Â Asia Pacific1,409Â 518Â 240Â 2,167Â Total$3,215Â $1,644Â $1,651Â $6,510Â Year Ended October 31, 2023:Americas$1,099Â $634Â $999Â $2,732Â Europe851Â 417Â 486Â 1,754Â Asia Pacific1,560Â 517Â 270Â 2,347Â Total$3,510Â $1,568Â $1,755Â $6,833Â Year Ended October 31, 2022:Americas$1,109Â $567Â $1,006Â $2,682Â Europe844Â 382Â 473Â 1,699Â Asia Pacific1,677Â 503Â 287Â 2,467Â Total$3,630Â $1,452Â $1,766Â $6,848Â 74AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The following table presents the companyâ€™s total revenue disaggregated by end markets and by revenue type: Years Ended October 31,202420232022(in millions)Revenue by End MarketsPharmaceutical and Biopharmaceutical$2,242Â 2,433Â $2,515Â Chemicals and Advanced Materials1,495Â 1,543Â 1,521Â Diagnostics and Clinical964Â 966Â 963Â Food592Â 628Â 617Â Academia and Government567Â 601Â 576Â Environmental and Forensics650Â 662Â 656Â Total$6,510Â $6,833Â $6,848Â Revenue by TypeInstrumentation$2,354Â 2,742Â $2,907Â Non-instrumentation and other4,156Â 4,091Â 3,941Â Total$6,510Â $6,833Â $6,848Â Revenue by region is based on the ship to location of the customer. Revenue by end market is determined by the market indicator of the customer and by customer type. Instrumentation revenue includes sales from instruments, remarketed instruments and third-party products. Non-instrumentation and other revenue include sales from contract and per incident services, our companion diagnostics and our nucleic acid solutions businesses as well as sales from spare parts, consumables, reagents, vacuum pumps, subscriptions, software licenses and associated services.Contract BalancesContract Assets Contract assets (unbilled accounts receivable) primarily relate to the company's right to consideration for work completed but not billed at the reporting date. The unbilled receivables are reclassified to trade receivables when billed to customers. Contract assets are generally classified as current assets and are included in "Accounts receivable, net" in the consolidated balance sheet. The balances of contract assets as of OctoberÂ 31, 2024 and 2023, were $247 million and $252 million, respectively. 75AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Contract LiabilitiesThe following table provides information about contract liabilities (deferred revenue) and the significant changes in the balances during the years ended OctoberÂ 31, 2023 and 2024: Contract Liabilities(in millions)Ending balance as of October 31, 2022$557Â Net revenue deferred in the period488Â Revenue recognized that was included in the contract liability balance at the beginning of the period(409)Change in deferrals from customer cash advances, net of revenue recognized(28)Currency translation and other adjustments8Â Ending balance as of October 31, 2023$616Â Net revenue deferred in the period469Â Revenue recognized that was included in the contract liability balance at the beginning of the period(448)Change in deferrals from customer cash advances, net of revenue recognized(9)Contract liabilities acquired in business combinations70Â Currency translation and other adjustments3Â Ending balance as of October 31, 2024$701Â Contract liabilities primarily relate to multiple element arrangements for which billing has occurred but transfer of control of all elements to the customer has either partially or not occurred at the balance sheet date. This includes cash received from customers for products and related installation and services in advance of the transfer of control. Contract liabilities are classified as either current in deferred revenue or long-term in other long-term liabilities in the consolidated balance sheet based on the timing of when we expect to complete our performance obligation.Contract CostsIncremental costs of obtaining a contract with a customer are recognized as an asset if we expect the benefit of those costs to be longer than one year. We have determined that certain sales incentive programs meet the requirements to be capitalized. The changes in total capitalized costs to obtain a contract were immaterial during the years ended OctoberÂ 31, 2024 and 2023 and are included in other current and long-term assets on the consolidated balance sheet. We have applied the practical expedient to expense costs as incurred for costs to obtain a contract with a customer when the amortization period would have been one year or less. These costs include the company's internal sales force compensation program, as we have determined that annual compensation is commensurate with annual sales activities.Transaction Price Allocated to the Remaining Performance Obligations We have applied the practical expedient in ASC 606-10-50-14 and have not disclosed information about transaction price allocated to remaining performance obligations that have original expected durations of one year or less. The estimated revenue expected to be recognized for remaining performance obligations that have an original term of more than one year, as of OctoberÂ 31, 2024, was $409 million, the majority of which is expected to be recognized over the next 12 months. Remaining performance obligations primarily include extended warranty, customer manufacturing contracts, and software maintenance contracts and revenue associated with lease arrangements. 76AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)5.Â Â Â Â Â SHARE-BASED COMPENSATIONAgilent accounts for share-based awards in accordance with the provisions of the accounting guidance which requires the measurement and recognition of compensation expense for all share-based payment awards made to our employees and directors including restricted stock units, employee stock options, employee stock purchases made under our employee stock purchase plan and performance share awards granted to selected members of our senior management under the long-term performance plan ("LTPP") based on estimated fair values. Description of Share-Based PlansEmployee Stock Purchase Plan.Â Â Â Â Effective MayÂ 1, 2020, we adopted the 2020 Employee Stock Purchase Plan ("ESPP") which replaced our previous Employee Stock Purchase Plan. The ESPP allows eligible employees to contribute up to 10 percent of their base compensation to purchase shares of our common stock at 85 percent of the closing market price at purchase date. There are 31 million shares authorized for issuance in connection with the ESPP.Under our ESPP, employees purchased 576,467 shares for $58 million in 2024, 487,735 shares for $57 million in 2023 and 469,701 shares for $54 million in 2022. As of OctoberÂ 31, 2024, the number of shares of common stock authorized and available for issuance under our ESPP was 23,775,073. This includes 249,755 shares for $28 million of common stock to be settled in November 2024 to participants in consideration of the aggregate participant contributions as of OctoberÂ 31, 2024.Incentive Compensation Plans.Â On NovemberÂ 15, 2017 and MarchÂ 21, 2018, the Board of Directors and the stockholders, respectively, approved the Agilent Technologies,Â Inc. 2018 Stock Plan (the "2018 Plan") which amends, including renaming and extending the term of, the Agilent Technologies,Â Inc. 2009 Stock Plan (the "2009 Plan"). The 2018 Plan provides for the grant of awards in the form of stock options, stock appreciation rights ("SARs"), restricted stock, restricted stock units ("RSUs"), performance shares and performance units with performance-based conditions on vesting or exercisability, and cash awards. The 2018 Plan has a term of ten years. As of OctoberÂ 31, 2024, 17,135,988 shares were available for future awards under the 2018 Plan.Stock Options. In fiscal year 2021, we resumed granting stock options. Stock options granted under the 2018 Plan may be either "incentive stock options", as defined in SectionÂ 422 of the Internal Revenue Code, or non-statutory. Options generally vest at a rate of 25 percent per year over a period of four years from the date of grant with a maximum contractual term of ten years. The exercise price for stock options is generally not less than 100 percent of the fair market value of our common stock on the date the stock award is granted. We issue new shares of common stock when employee stock options are exercised. Performance Shares. We have two LTPP performance stock award programs, which are administered under the 2018 Stock Plan, for our executive officers and other key employees. Participants in our LTPP Total Stockholdersâ€™ Return (â€œTSRâ€) and LTPP Earnings Per Share (â€œEPSâ€) programs are entitled to receive shares of the company's stock after the end of a three-year period, if specified performance targets for the programs are met. The LTPP-TSR awards are generally designed to meet the criteria of a performance award with the performance metrics and peer group comparison based on the TSR set at the beginning of the performance period. The LTPP-EPS awards are based on the companyâ€™s EPS performance over a three-year period. The performance targets for the LTPP-EPS for year 2 and year 3 of the performance period are set in the first quarter of year 2 and year 3, respectively. All LTPP awards are subject to a one-year post-vest holding period. The final LTPP award may vary from zero to 200 percent of the target award. The maximum contractual term for awards under the LTPP program is three years. We consider the dilutive impact of these programs in our diluted net income per share calculation only to the extent that the performance conditions are expected to be met.Restricted Stock Units. We also issue restricted stock units under our share-based plans. The estimated fair value of the restricted stock unit awards granted under the Stock Plans is determined based on the market price of Agilent's common stock on the date of grant adjusted for expected dividend yield. Restricted stock units generally vest, with some exceptions, at a rate of 25 percent per year over a period of four years from the date of grant. All restricted stock units granted to our executives after November 1, 2015, are subject to a one-year post-vest holding period.77AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Impact of Share-based Compensation AwardsWe have recognized compensation expense based on the estimated grant date fair value method under the authoritative guidance. For all share-based awards, we have recognized compensation expense using a straight-line amortization method. As the guidance requires that share-based compensation expense should be based on awards that are ultimately expected to vest, estimated share-based compensation has been reduced for estimated forfeitures.The impact on our results for share-based compensation was as follows:Years Ended OctoberÂ 31,202420232022(in millions)Cost of products and services$41Â $34Â $30Â Research and development16Â 13Â 14Â Selling, general and administrative73Â 65Â 82Â Total share-based compensation expense$130Â $112Â $126Â At OctoberÂ 31, 2024 and 2023, no share-based compensation was capitalized within inventory. Valuation AssumptionsThe fair value of share-based awards for our employee stock option awards was estimated using the Black-Scholes option pricing model. Shares granted under the LTPP (TSR) were valued using a Monte Carlo simulation model. The Monte Carlo simulation fair value model requires the use of highly subjective and complex assumptions, including the price volatility of the underlying stock. For the volatility of our LTPP (TSR) grants, we used our own historical stock price volatility. The ESPP allows eligible employees to purchase shares of our common stock at 85 percent of the price at purchase and uses the purchase date to establish the fair market value. We use historical volatility to estimate the expected stock price volatility assumption for employee stock option awards. In reaching the conclusion, we have considered many factors including the extent to which our options are currently traded and our ability to find traded options in the current market with similar terms and prices to the options we are valuing. In estimating the expected life of our options granted, we considered the historical option

exercise behavior of our executives, which we believe is representative of future behavior.The estimated fair value of restricted stock units and LTPP (EPS) awards is determined based on the market price of our common stock on the date of grant adjusted for expected dividend yield. The compensation cost for LTPP (EPS) reflects the cost of awards that are probable to vest at the end of the performance period. All LTPP awards granted to our senior management employees have a one-year post-vest holding restriction. The estimated discount associated with post-vest holding restrictions is calculated using the Finnerty model. The model calculates the potential lost value if the employees were able to sell the shares during the lack of marketability period, instead of being required to hold the shares. The model used the same historical stock price volatility and dividend yield assumption used for the Monte Carlo simulation model and an expected dividend yield to compute the discount. 78AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The following assumptions were used to estimate the fair value of awards granted.Â Years Ended OctoberÂ 31,Â 202420232022Stock Option Plan:Weighted average risk-free interest rate4.4%3.9%1.5%Dividend yield0.8%0.6%0.5%Weighted average volatility29%28%26%Expected life5.5 years5.5 years5.5 yearsLTPP:Â Â Â Volatility of Agilent shares28%31%29%Volatility of selected peer-company shares16%-70%22%-84%23%-81%Pair-wise correlation with selected peers30%42%41%Post-vest restriction discount for all executive awards6.4%7.1%6.5% Share-Based Payment Award ActivityEmployee Stock OptionsThe following table summarizes employee stock option award activity of our employees and directors for 2024. OptionsOutstanding WeightedAverageExercise PriceÂ (in thousands)Â Outstanding at October 31, 20231,080Â $118Â Granted335Â $126Â Exercised(300)$64Â Cancelled(110)$140Â Outstanding at October 31, 20241,005Â $134Â The options outstanding and exercisable for equity share-based payment awards at OctoberÂ 31, 2024 were as follow:Â Options OutstandingOptions ExercisableRange ofExercise PricesNumberOutstandingWeightedAverageRemainingContractualLifeWeightedAverageExercisePriceAggregateIntrinsicValueNumberExercisableWeightedAverageRemainingContractualLifeWeighted thousands)(in years)Â (in thousands)(in thousands)(in years)Â (in thousands)$100.00- $110.00242Â 6.0$110Â 4,951Â 187Â 6.0$110Â 3,832Â $110.01 - $150.00559Â 8.6$134Â 1,930Â 95Â 8.0$143Â 139Â $150.01 & Over204Â 7.0$161Â â€”Â 120Â 7.0$161Â â€”Â 1,005Â 7.7$134Â $6,881Â 402Â 6.8$133Â $3,971Â The aggregate intrinsic value in the table above represents the total pre-tax intrinsic value, based on the company's closing stock price of $130.31 at OctoberÂ 31, 2024, which would have been received by award holders had all award holders exercised their awards that were in-the-money as of that date. The total number of in-the-money awards exercisable at OctoberÂ 31, 2024 was approximately 0.2 million.79AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The following table summarizes the aggregate intrinsic value of options exercised and the fair value of options granted in 2024, 2023 and 2022:AggregateIntrinsic ValueWeightedAverageExercisePricePer Share Value Using Black-Scholes ModelÂ (in thousands)Â Options exercised in fiscal 2022$10,765Â $38Â Black Scholes per share value of options granted during fiscal 2022$39Â Options exercised in fiscal 2023$25,303Â $41Â Black Scholes per share value of options granted during fiscal 2023$47Â Options exercised in fiscal 2024$22,762Â $64Â Black Scholes per share value of options granted during fiscal 2024$41Â As of OctoberÂ 31, 2024, the unrecognized share-based compensation cost for outstanding stock option awards, net of expected forfeitures, was $10Â million. The amount of cash received from the exercise of share-based awards granted was $77 million in 2024, $67 million in 2023 and $58 million in 2022. Non-Vested AwardsThe following table summarizes non-vested award activity in 2024 primarily for our LTPP and restricted stock unit awards. SharesWeightedAverageGrant PriceÂ (in thousands)Â Non-vested at October 31, 20231,889Â $136Â Granted1,200Â $126Â Vested(855)$121Â Forfeited(129)$139Â Change in LTPP shares in the year due to exceeding performance targets31Â $111Â Non-vested at October 31, 20242,136Â $136Â As of OctoberÂ 31, 2024, the unrecognized share-based compensation cost for non-vested restricted stock awards net of expected forfeitures was approximately $129 million which is expected to be amortized over a weighted average period of 2.1 years. The total fair value of restricted stock awards vested was $103 million for 2024, $99 million for 2023 and $89 million for 2022.6.Â Â Â Â Â INCOME TAXES The domestic and foreign components of income before taxes are:Â Years Ended October 31,Â 202420232022Â (in millions)U.S. operations$391Â $614Â $858Â Non-U.S. operations1,130Â 725Â 646Â Total income before taxes$1,521Â $1,339Â $1,504Â 80AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The provision for income taxes is comprised of:Â Years Ended October 31,Â 202420232022Â (in millions)U.S. federal taxes:Â Â Â Current$182Â $117Â $173Â Deferred(104)(84)(28)Non-U.S. taxes:Â Â Â Current87Â 26Â 47Â Deferred60Â 38Â 35Â State taxes, net of federal benefit:Â Â Â Current27Â 12Â 22Â Deferred(20)(10)1Â Total provision for income taxes$232Â $99Â $250Â The differences between the U.S. federal statutory income tax rate and our effective tax rate are:Â Years Ended October 31,Â 202420232022Â (in millions)Profit before tax times statutory rate$319Â $281Â $316Â State income taxes, net of federal benefit7Â 2Â 23Â Non-U.S. income taxed at different rates(14)20Â (18)Change in unrecognized tax benefits(8)(35)(6)Foreign-derived intangible income deduction(47)(41)(46)Realized loss on divestiture of businessâ€”Â (104)â€”Â Excess tax benefits from stock-based compensation(4)(14)(19)Other, net(21)(10)â€”Â Provision (benefit) for income taxes$232Â $99Â $250Â Effective tax rate15.3Â %7.4Â %16.6Â %For 2024, our income tax expense was $232 million with an effective tax rate of 15.3 percent. For the year ended October 31, 2024, our effective tax rate and the resulting provision for income taxes were impacted by the tax benefit of $47Â million related to foreign-derived intangible income.For 2023, our income tax expense was $99Â million with an effective tax rate of 7.4 percent. For the year ended October 31, 2023, our effective tax rate and the resulting provision for income taxes were impacted by the federal tax benefit of $104Â million related to the realized loss on the divestiture of a business. The income taxes for the year ended October 31, 2023, also include the tax benefit of $41Â million related to foreign-derived intangible income along with the tax benefit of $30Â million related to the release of tax reserves in the U.S. due to the settlement of the audit with the Internal Revenue Service ("IRS") for tax years 2018 and 2019.For 2022, our income tax expense was $250Â million with an effective tax rate of 16.6 percent. For the year ended OctoberÂ 31, 2022, our effective tax rate and the resulting provision for income taxes were impacted by the tax benefit of $46Â million related to foreign-derived intangible income.We have negotiated a tax holiday in Singapore. The tax holiday provides a lower rate of taxation on certain classes of income and requires various thresholds of investments and employment or specific types of income. The tax holiday in Singapore was renegotiated and extended through 2030. As a result of the incentive, the impact of the tax holiday decreased income taxes by $84 million, $54 million, and $53 million in 2024, 2023, and 2022, respectively. The benefit of the tax holiday on net income per share (diluted) was approximately $0.29, $0.18, and $0.18 in 2024, 2023 and 2022, respectively. 81AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The significant components of deferred tax assets and deferred tax liabilities included on the consolidated balance sheet are:Â Years Ended October 31,Â 20242023Â (in millions)Deferred Tax AssetsIntangibles$20Â $102Â Employee benefits, other than retirement31Â 36Â Net operating loss, capital loss, and credit carryforwards184Â 152Â Deferred revenue98Â 16Â Share-based compensation25Â 24Â Capitalized R&D93Â 41Â Lease obligations39Â 37Â Other35Â 42Â Deferred tax assets$525Â $450Â Tax valuation allowance(113)(112)Deferred tax assets, net of valuation allowance$412Â $338Â Deferred Tax LiabilitiesProperty, plant and equipment(62)(26)Pension benefits and retiree medical benefits(41)(25)Right-of-use asset(39)(37)Other(4)(4)Deferred tax liabilities(146)(92)Net deferred tax assets (liabilities)$266Â $246Â Valuation allowances require an assessment of both positive and negative evidence when determining whether it is more likely than not that deferred tax assets are recoverable. Such assessment is required on a jurisdiction by jurisdiction basis. As of OctoberÂ 31, 2024, we continued to maintain a valuation allowance of $113 million until sufficient positive evidence exists to support reversal. The valuation allowance is primarily related to deferred tax assets for the state of California, along with the net operating losses in the Netherlands and capital losses in Australia.At OctoberÂ 31, 2024, we had federal, state and foreign net operating loss carryforwards of approximately $12 million, $39 million and $280 million, respectively. The federal and state net operating loss carryforwards are subject to various limitations under Section 382 of the Internal Revenue Code and applicable state tax laws. If not utilized, the federal and state net operating loss carryforwards will begin to expire in 2025. If not utilized, $82 million of the foreign net operating loss carryforwards will begin to expire in 2029. The remaining $198 million of the foreign net operating losses carry forward indefinitely. At OctoberÂ 31, 2024, we had foreign capital loss carryforwards of $110 million. The foreign capital losses carry forward indefinitely. At OctoberÂ 31, 2024, we had state tax credit carryforwards of approximately $92 million. The state tax credits carry forward indefinitely. At October 31, 2024, we had foreign tax credit carryforwards of approximately $17 million. If not utilized, the foreign tax credit carryforwards will begin to expire in 2039.The breakdown between long-term deferred tax assets and deferred tax liabilities was as follows:Â October 31,Â 20242023Â (in millions)Long-term deferred tax assets (included within other assets)$351Â $284Â Long-term deferred tax liabilities (included within other long-term liabilities)(85)(38)Total$266Â $246Â 82AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The breakdown between current and long-term income tax assets and liabilities, excluding deferred tax assets and liabilities, was as follows:October 31,20242023(in millions)Current income tax assets (included within other current assets)$147Â $100Â Long-term income tax assets (included within other assets)3Â 3Â Current income tax liabilities (included within other accrued liabilities)(152)(73)Long-term income tax liabilities (included within other long-term liabilities)(115)(162)Total(117)(132)Uncertain Tax PositionsThe aggregate changes in the balances of our gross unrecognized tax benefits including all federal, state and foreign tax jurisdictions are as follows:202420232022Â (in millions)Balance, beginning of year$98Â $123Â $133Â Additions for tax positions related to the current year6Â 5Â 5Â Additions for tax positions from prior years3Â 3Â â€”Â Reductions for tax positions from prior years(1)(27)(9)Statute of limitations expirations(9)(6)(6)Balance, end of year$97Â $98Â $123Â As of OctoberÂ 31, 2024, we hadÂ $114 millionÂ of unrecognized tax benefits, including interest and penalties of which $91 million, if recognized, would affect our effective tax rate.Interest and penalties accrued as of OctoberÂ 31, 2024 and 2023 were $17 million and $16 million, respectively. We recognized tax expense of $1 million in 2024, tax benefit of $5 million in 2023, and tax benefit of $2 million in 2022, for interest and penalties related to unrecognized tax benefits.In the U.S., tax years remain open back to the year 2021 for federal income tax purposes and 2020 for significant states. In other major jurisdictions where we conduct business, the tax years generally remain open back to the year 2014. With these jurisdictions and the U.S., it is reasonably possible that some tax audits may be completed over the next twelve months. However, management is not able to provide a reasonably reliable estimate of the timing of any other future tax payments or change in unrecognized tax benefits, if any.83AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)7.Â Â Â Â Â NET INCOME PER SHAREThe following is a reconciliation of the numerators and denominators of the basic and diluted net income per share computations for the periods presented below. Â Years Ended October 31,Â 202420232022Â (in millions)Numerator:Â Â Â Net income$1,289Â $1,240Â $1,254Â Denominators:Â Â Â Basic weighted average shares290Â 294Â 299Â Potential common sharesÂ â€” stock options and other employee stock plans1Â 2Â 1Â Diluted weighted average shares291Â 296Â 300Â The dilutive effect of share-based awards is reflected in diluted net income per share by application of the treasury stock method, which includes consideration of unamortized share-based compensation expense and the dilutive effect of in-the-money options and non-vested restricted stock units. Under the treasury stock method, the amount the employee must pay for exercising stock options and unamortized share-based compensation expense collectively are assumed proceeds to be used to repurchase hypothetical shares. An increase in the fair market value of the company's common stock can result in a greater dilutive effect from potentially dilutive awards. We exclude stock options with exercise prices greater than the average market price of our common stock from the calculation of diluted earnings per share because their effect would be anti-dilutive. In addition, we exclude from the calculation of diluted earnings per share, stock options, ESPP, LTPP and restricted stock awards whose combined exercise price and unamortized fair value collectively were greater than the average market price of our common stock because their effect would also be anti-dilutive.In 2024, 2023 and 2022, we issued share-based awards of approximately 1.5 million, 1.5 million and 1.4Â million, respectively. Â For the years ended 2024, 2023 and 2022, the impacts of the anti-dilutive potential common shares that were excluded from the calculation of diluted earnings per share were not material.8.Â Â Â Â Â INVENTORYInventory as of OctoberÂ 31, 2024 and 2023 consisted of the following:Â October 31,Â 20242023Â (in millions)Finished goods$523Â $570Â Purchased parts and fabricated assemblies449Â 461Â Inventory$972Â $1,031Â Inventory-related excess and obsolescence charges of $45 million were recorded in cost of products in 2024, $40 million in 2023 and $24 million in 2022. We record excess and obsolete inventory charges for both inventory on our site as well as inventory at our contract manufacturers and suppliers where we have non-cancelable purchase commitments.84AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)9.Â Â Â Â Â PROPERTY, PLANT AND EQUIPMENT, NETProperty, plant and equipment as of OctoberÂ 31, 2024 and 2023, consisted of the following:Â October 31,Â 20242023Â (in millions)Land$69Â $60Â Buildings and leasehold improvements1,786Â 1,409Â Machinery and equipment960Â 749Â Software267Â 275Â Total property, plant and equipment3,082Â 2,493Â Accumulated depreciation and amortization(1,304) (1,223)Property, plant and equipment, net$1,778Â $1,270Â The additions in 2024 are primarily related to assets acquired from BIOVECTRA and our on-going expansion of our Frederick, CO. facility.During 2024, we recorded asset impairments of $2Â million. During 2023, we recorded asset impairments of $11Â million. During 2022, there were no asset impairments. Depreciation expenses were $149 million in 2024, $128 million in 2023 and $120 million in 2022. In 2024 and 2023 we retired approximately $78Â million and $68 million, respectively, of assets, the majority of which were fully depreciated and no longer in use.10.Â Â Â Â Â LEASESAs a lessee, we have various non-cancelable operating lease agreements for office space, warehouses, distribution centers, research and development facilities, manufacturing and production locations as well as vehicles, personal computers and other equipment. Our real estate leases have remaining lease terms of one to thirty years, which represent the non-cancelable periods of the leases and include extension options that we determined are reasonably certain to be exercised. We exclude options that are not reasonably certain to be exercised from our lease terms, ranging from six months to twenty years. Our lease payments consist primarily of fixed rental payments for the right to use the underlying leased assets over the lease terms. We often receive incentives from our landlords, such as rent abatement periods, which effectively reduce the total lease payments owed for these leases. Vehicle, personal computer and other equipment operating leases have terms between three and five years. The components of lease cost for operating leases were as follows:Year Ended October 31, 202420232022(in millions)Operating lease cost$58Â $68Â $59Â Short-term lease costâ€”Â 2Â 2Â Variable lease cost (a)15Â 16Â 15Â Sublease income(17)(16)(14)Total lease cost$56Â 70Â 62Â (a) Variable lease cost includes cancelable leases, non-fixed maintenance costs and non-recoverable transaction taxes.In the fourth quarter of fiscal year 2023, we initiated a new restructuring plan ("FY23 Plan") designed to reduce costs and expenses in response to the current macroeconomic conditions. In 2024 and 2023, the consolidation of excess facilities under the FY23 Plan resulted in $1Â million and $8Â million, respectively, of accelerated depreciation of our ROU assets.During fiscal year 2024 and 2022, there were no ROU asset impairments. During fiscal year 2023, we recorded ROU asset impairments of $8Â million primarily related to the exit of our Resolution Bioscience business. 85AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Supplemental cash flow information related to leases was as follows:Year Ended October 31,202420232022(in millions)Cash paid for amounts included in the measurement of lease liabilities:Operating cash flow from operating leases$49Â $56Â $53Â Non-cash right of use assets obtained in exchange for operating lease obligations$60Â $70Â $38Â Supplemental balance sheet information related to leases was as follows:October 31,Financial Statement Line Item20242023(in millions, except lease term and discount rate)Assets:Operating lease:Right of use assetOther assets$177Â $154Â Liabilities:CurrentOperating lease liabilitiesOther accrued liabilities$42Â $46Â Long-termOperating lease liabilitiesOther long-term liabilities$142Â $118Â Weighted average remaining lease term (in years)Operating leases8.2 years8.3 yearsWeighted average discount rateOperating leases3.7Â %3.3Â %Future minimum rents payable as of OctoberÂ 31, 2024 under non-cancelable leases with initial terms exceeding one year reconcile to lease liabilities included in the consolidated balance sheet as follows:Operating Leases(in millions)2025$48Â 202638Â 202728Â 202820Â 202914Â Thereafter65Â Total undiscounted future minimum lease payments$213Â Less: amount of lease payments representing interest(29)Present value of future minimum lease payments$184Â Less: current liabilities(42)Long-term lease liabilities$142Â As of OctoberÂ 31, 2024, we had no additional significant operating or finance leases that had not yet commenced.As a lessor, we have contracts for equipment leased to customers primarily in connection with our diagnostics and advanced manufacturing partnerships business which include both operating-type lease and sales-type finance lease arrangements.Â We account for the non-lease component under the revenue recognition ASC 606 guidance and the lease component under the leasing ASC 842 guidance. Diagnostics equipment lease revenue for operating lease agreements is recognized as visualization kits and reagents are shipped over the life of the lease. The cost of customer leased equipment is recorded within property, plant and equipment, and is netted in the consolidated balance sheet with depreciation over the 86AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)equipmentâ€™s estimated useful life. For an arrangement that has been classified as a sales-type lease, revenue is recognized when the transfer of control of the underlying leased asset has occurred and the net investment lease has been recorded which is calculated at the present value of the remaining lease payments due from the lessee. Revenue allocated to the lease income for both sales-type finance lease and operating lease rental arrangements represents less than one percent of total net revenue in the years ended OctoberÂ 31, 2024, 2023 and 2022, respectively.As of OctoberÂ 31, 2024, the original cost and net book value of operating leased assets were $75 million and $50 million, respectively. As of

OctoberÂ 31, 2024, lease receivables related to sales-type leases were $46 million. As of OctoberÂ 31, 2023, the original cost and net book value of operating leased assets were $30 million and $7 million, respectively. As of OctoberÂ 31, 2023, lease receivables related to sales-type leases were $42 million.11.Â Â Â GOODWILL AND OTHER INTANGIBLE ASSETSThe following table presents goodwill balances and the movements for each of our reportable segments during the years ended OctoberÂ 31, 2023 and 2024:Life Sciences and Applied MarketsDiagnostics and GenomicsAgilent CrossLabTotalÂ (in millions)Goodwill as of October 31, 2022$1,575Â $2,121Â $256Â $3,952Â Foreign currency translation impact4Â 1Â 1Â 6Â Goodwill arising from acquisitions and adjustmentsâ€”Â 15Â â€”Â 15Â Goodwill adjustment related to divestiture of businessâ€”Â (13)$â€”Â (13)Goodwill as of October 31, 2023$1,579Â $2,124Â $257Â $3,960Â Foreign currency translation impact4Â (15)2Â (9)Goodwill arising from acquisitions and adjustmentsâ€”Â 526Â â€”Â 526Â Goodwill as of October 31, 2024$1,583Â $2,635Â $259Â $4,477Â In the first quarter of fiscal year 2024, we reorganized our operating segments and moved our cell analysis business from our life sciences and applied markets business segment to our diagnostics and genomics business segment. As a result, we reassigned approximately $168Â million of goodwill from our life sciences and applied markets business segment to our diagnostics and genomics business segment using the relative fair value allocation approach. Goodwill balances as of October 31, 2022 and 2023, have been recast to conform to this new presentation. As a result of the reorganization, there was no change to our reporting units. In addition, we performed a goodwill impairment test, and the results of the analysis indicated that the fair values for all three of our reporting units were in excess of their carrying values by substantial amounts; therefore, no impairment was indicated. In connection with the divestiture of our Resolution Bioscience business in the fourth quarter of fiscal year 2023, we received $50 million in cash and recorded a gain on the divestiture of $43Â million in other income (expense), net in the consolidated statement of operations which included an adjustment to goodwill of $13 million in our diagnostics and genomics segment. We used the relative fair value approach in determining the adjustment to goodwill.As of September 30, 2024, our annual impairment test date, we assessed goodwill for our reporting units, and no impairment of goodwill was indicated. There was no impairment of goodwill in fiscal years 2023 and 2022.87AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The component parts of other intangible assets at OctoberÂ 31, 2023 and 2024 are shown in the table below:Â Other Intangible AssetsÂ GrossCarryingAmountAccumulatedAmortizationNet BookValueÂ (in millions)As of October 31, 2023:Â Â Â Purchased technology$1,467Â $1,093Â $374Â Trademark/Trade name196Â 163Â 33Â Customer relationships149Â 112Â 37Â Third-party technology and licenses34Â 13Â 21Â Total amortizable intangible assets$1,846Â $1,381Â $465Â In-Process R&D10Â â€”Â 10Â Total$1,856Â $1,381Â $475Â As of October 31, 2024:Â Â Â Purchased technology$1,484Â $1,169Â $315Â Backlog9Â â€”Â 9Â Trademark/Trade name199Â 174Â 25Â Customer relationships291Â 107Â 184Â Third-party technology and licenses33Â 19Â 14Â Total amortizable intangible assets$2,016Â $1,469Â $547Â In-Process R&Dâ€”Â â€”Â â€”Â Total$2,016Â $1,469Â $547Â In fiscal year 2024, we recorded additions of $526Â million to goodwill in our diagnostics and genomics segment related to the BIOVECTRA acquisition. In addition, we recorded $188 million to other intangible assets related to BIOVECTRA and another acquisition. As of OctoberÂ 31, 2024, gross carrying amount of customer relationships includes approximately $165 million related to BIOVECTRA which was valued using the multi-period excess earnings method under the income approach which values the customer relationships by discounting the direct cash flow expected to be generated by the customers.During fiscal year 2024, we reclassified $4Â million of in-process research and development intangible assets to purchased technology upon the completion of a project. During fiscal year 2024, other intangible assets in total decreased $5 million due to the impact of foreign currency translation. During 2024, we also wrote-off the gross carrying amounts of $18Â million and the related accumulated amortization of fully amortized intangible assets which were no longer being used.In fiscal year 2023, we acquired two businesses for a total purchase price of $51 million. As a result, we recorded additions of $15 million to goodwill and $50 million to other intangible assets in our diagnostics and genomics and life sciences and applied markets segments primarily related to these two acquisitions. During fiscal year 2023, other intangible assets in total increased $2 million due to the impact of foreign currency translation. During 2023, we also wrote-off the gross carrying amounts of $7Â million and the related accumulated amortization of fully amortized intangible assets which were no longer being used. In general, for United States federal tax purposes, goodwill from asset purchases is amortizable; however, any goodwill created as part of a stock acquisition is not deductible.During fiscal year 2024, we recorded an impairment of in-process research and development of $6Â million in research and development in the consolidated statement of operations related to a project in our life sciences and applied markets segment. There were no impairments of indefinite-lived intangible assets during fiscal years 2023 and 2022. During fiscal years 2024 and 2022, there were no impairments of finite-lived intangible assets recorded. During the third quarter of fiscal year 2023, we recorded an impairment of finite-lived intangible assets of $258Â million related to the exit of our Resolution Bioscience business in our diagnostics and genomics segment. Of the $258Â million, $249Â million was recorded in cost of sales and $9Â million was recorded in selling, general and administrative expenses on our consolidated statement of operations. Amortization expense of intangible assets was $105 million in 2024, $140 million in 2023, and $192 million in 2022. 88AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Future amortization expense related to existing finite-lived purchased intangible assets associated with business combinations for the next five fiscal years and thereafter is estimated below:Estimated future amortization expense:(in millions)2025$104Â 2026$75Â 2027$72Â 2028$65Â 2029$61Â Thereafter$170Â 12.Â Â Â INVESTMENTSThe following table summarizes the company's equity investments as of OctoberÂ 31, 2024 and 2023 (net book value):Â OctoberÂ 31,Â 20242023Â (in millions)Long-TermÂ Equity investments - without readily determinable fair value$101Â $102Â Other investments - with readily determinable fair value31Â 26Â Trading securities43Â 36Â Total long-term investments$175Â $164Â Equity investments without readily determinable fair value (RDFV) consist of non-marketable equity securities issued by private companies and include VIEs. These investments are accounted for using the measurement alternative at cost adjusting for impairments and observable price changes (orderly transactions for the identical or a similar security from the same issuer). The adjustments are included in net income in the period in which they occur. Other investments with RDFV consist of shares we own in a special fund and are reported at fair value, with gains or losses resulting from changes in fair value included in net income. Trading securities, which are comprised of mutual funds, bonds and other similar instruments, other investments and deferred compensation liability are reported at fair value, with gains or losses resulting from changes in fair value recognized currently in net income. Our investments without RDFV and marketable equity securities with RDFV are subject to periodic impairment review. The impairment analysis requires significant judgment to identify events or circumstances that would likely have a significant adverse effect on the future value of the investment.Gains and losses reflected in other income (expense), net for our equity investments with RDFV and equity investments without RDFV are summarized below:Years Ended October 31,202420232022(in millions)Net gain (loss) recognized during the period on equity securities$6Â (41)(67)Less: Net gain (loss) on equity securities sold during the periodâ€”Â (15)11Â Unrealized gain (loss) on equity securities held as of the end of the period$6Â (26)(78)In 2024, unrealized gains on our equity securities without RDFV were $1 million. In 2023, unrealized losses on our equity securities without RDFV were $26 million. In 2022, unrealized gains on our equity securities without RDFV were $6 million. 89AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)In 2024, net unrealized gains on our trading securities were $10 million. In 2023, net unrealized gains were $2 million on our trading securities. In 2022, net unrealized losses were $7 million on our trading securities. In 2024, we recorded $11 million impairment of investments. There were no impairments of investments in 2023 and 2022.13.Â Â Â FAIR VALUE MEASUREMENTSThe authoritative guidance defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities required or permitted to be recorded at fair value, we consider the principal or most advantageous market and assumptions that market participants would use when pricing the asset or liability.Fair Value HierarchyThe guidance establishes a fair value hierarchy that prioritizes the use of inputs used in valuation techniques into three levels. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. There are three levels of inputs that may be used to measure fair value:LevelÂ 1 â€” applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.LevelÂ 2 â€” applies to assets or liabilities for which there are inputs other than quoted prices included within levelÂ 1 that are observable, either directly or indirectly, for the asset or liability such as: quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in less active markets; or other inputs that can be derived principally from, or corroborated by, observable market data.LevelÂ 3 â€” applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities. 90AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Financial Assets and Liabilities Measured at Fair Value on a Recurring BasisFinancial assets and liabilities measured at fair value on a recurring basis as of OctoberÂ 31, 2024 were as follows:Â Â Fair Value Measurement at October 31, 2024 UsingÂ October 31,2024Quoted Pricesin ActiveMarkets forIdentical Assets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(LevelÂ 3)Â (in millions)Assets:Â Â Â Â Short-termÂ Â Â Â Cash equivalents (money market funds)$800Â $800Â $â€”Â $â€”Â Derivative instruments (foreign exchange contracts)14Â â€”Â 14Â â€”Â Long-termÂ Â Â Â Trading securities43Â 43Â â€”Â â€”Â Other investments31Â â€”Â 31Â â€”Â Total assets measured at fair value$888Â $843Â $45Â $â€”Â Liabilities:Â Â Â Â Short-termÂ Â Â Â Derivative instruments (foreign exchange contracts)$12Â $â€”Â $12Â $â€”Â Long-termÂ Â Â Â Deferred compensation liability43Â â€”Â 43Â â€”Â Total liabilities measured at fair value$55Â $â€”Â $55Â $â€”Â Financial assets and liabilities measured at fair value on a recurring basis as of OctoberÂ 31, 2023 were as follows:Â Â Fair Value Measurement at October 31, 2023 UsingÂ October 31,2023Quoted Pricesin ActiveMarkets forIdentical Assets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(LevelÂ 3)Â (in millions)Assets:Â Â Â Â Short-termÂ Â Â Â Cash equivalents (money market funds)$994Â $994Â $â€”Â $â€”Â Derivative instruments (foreign exchange contracts)19Â â€”Â 19Â â€”Â Long-termÂ Â Â Â Trading securities36Â 36Â â€”Â â€”Â Other investments26Â â€”Â 26Â â€”Â Total assets measured at fair value$1,075Â $1,030Â $45Â $â€”Â Liabilities:Â Â Â Â Short-termÂ Â Â Â Derivative instruments (foreign exchange contracts)$2Â $â€”Â $2Â $â€”Â Contingent consideration1Â â€”Â â€”Â 1Â Long-termÂ Â Â Â Deferred compensation liability36Â â€”Â 36Â â€”Â Total liabilities measured at fair value$39Â $â€”Â $38Â $1Â Our money market funds and trading securities are generally valued using quoted market prices and therefore are classified within levelÂ 1 of the fair value hierarchy. Our derivative financial instruments are classified within levelÂ 2, as there is not an active market for each hedge contract, but the inputs used to calculate the value of the instruments are tied to active markets. Our deferred compensation liability is classified as levelÂ 2 because, although the values are not directly based on quoted market prices, the inputs used in the calculations are observable. 91AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Trading securities, which are comprised of mutual funds, bonds and other similar instruments, other investments and deferred compensation liability are reported at fair value, with gains or losses resulting from changes in fair value recognized currently in net income. Certain derivative instruments are reported at fair value, with unrealized gains and losses, net of tax, included in accumulated other comprehensive income (loss) within stockholders' equity. Realized gains and losses from the sale of these instruments are recorded in net income.Other investments represent shares we own in a special fund that targets underlying investments of approximately 40 percent in debt securities and 60 percent in equity securities. These shares have been classified as level 2 because, although the shares of the fund are not traded on any active stock exchange, each of the individual underlying securities are or can be derived from and hence we have a readily determinable value for the underlying securities, from which we are able to determine the fair market value for the special fund itself.Contingent Consideration. The contingent consideration liability was our only Level 3 asset or liability. A summary of the Level 3 activity follows:Contingent Consideration(in millions)Balance at October 31, 2022$67Â Additions to contingent consideration5Â Payments(72)Change in fair value (included within selling, general and administrative expenses)1Â Balance at October 31, 2023$1Â Change in fair value (included within selling, general and administrative expenses)(1)Balance at October 31, 2024$â€”Â During fiscal year 2023, we made contingent consideration payments totaling $72 million related to the achievement of certain technical milestones associated with our acquisition of Resolution Bioscience and another acquisition.Resolution Bioscience. In the third quarter of fiscal year 2023, we decided to exit the Resolution Bioscience business and subsequently divested our interest in the business in the fourth quarter of fiscal year 2023. We project that there are no potential future milestone payments related to the Resolution Bioscience business.Assets and Liabilities Measured at Fair Value on a Non-Recurring BasisLong-Lived AssetsFor assets measured at fair value on a non-recurring basis, the following table summarizes the impairments included in net income for the years ended OctoberÂ 31, 2024, 2023 and 2022:Â Years EndedOctoberÂ 31,Â 202420232022Â (in millions)Long-lived assets held and used$19Â $277Â $â€”Â For the year ended October 31, 2024, long-lived assets held and used with a carrying amount of $19Â million were written down to fair value of zero resulting in an impairment charge of $19 million. For the year ended October 31, 2023, long-lived assets held and used with a carrying amount of $277Â million were written down to fair value of zero, resulting in an impairment charge of $277Â million primarily related to the exit of our Resolution Bioscience business in our diagnostics and genomics segment. For the year ended October 31, 2022, there were no impairments of long-lived assets held and used.Fair values for the impaired long-lived assets during 2023 were measured using levelÂ 3 inputs. To determine the fair value of long-lived assets in 2023, we primarily used an estimate of undiscounted future cash flows expected over the life of the primary asset. Since the carrying value was greater than the undiscounted cash flow, the loss was measured by the excess of the carrying amount of the asset over its fair value of zero. 92AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Non-Marketable Equity SecuritiesFor the year ended OctoberÂ 31, 2024, the unrealized gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of $2 million of upward adjustments, $1 million of downward adjustments and an impairment of $11 million which were included in net income as adjustments to the carrying value. For the year ended OctoberÂ 31, 2023, the unrealized gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of only downward adjustments of $26 million which were included in net income as adjustments to the carrying value. For the year ended OctoberÂ 31, 2022, the unrealized gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of only upward adjustments of $6 million which were included in net income as adjustments to the carrying value.As of OctoberÂ 31, 2024, the cumulative net gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of $40 million upward adjustments, $11 million impairment loss and $30 million downward adjustments, and the carrying amount was $101 million.As of OctoberÂ 31, 2023, the cumulative net gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of a $38 million upward adjustments and $29 million downward adjustments, and the carrying amount was $102 million.Fair values for the non-marketable securities included in long-term investments on the consolidated balance sheet were measured using Level 3 inputs because they are primarily equity stock issued by private companies without quoted market prices. To estimate the fair value of our non-marketable securities, we use the measurement alternative to record these investments at cost and adjust for impairments and observable price changes (orderly transactions for the identical or a similar security from the same issuer) as and when they occur.14.Â Â Â DERIVATIVESWe are exposed to foreign currency exchange rate fluctuations and interest rate changes in the normal course of our business. As part of our risk management strategy, we use derivative instruments, primarily forward contracts and purchased options to hedge economic and/or accounting exposures resulting from changes in foreign currency exchange rates.Cash Flow HedgesWe enter into foreign exchange contracts to hedge our forecasted operational cash flow exposures resulting from changes in foreign currency exchange rates. These foreign exchange contracts, carried at fair value, have maturities between one and twelve months. These derivative instruments are designated and qualify as cash flow hedges under the criteria prescribed in the authoritative guidance and are assessed for effectiveness against the underlying exposure every reporting period. For open contracts as of OctoberÂ 31, 2024, changes in the time value of the foreign exchange contract are excluded from the assessment of hedge effectiveness and are recognized in cost of sales over the life of the foreign exchange contract. The changes in fair value of the effective portion of the derivative instrument are recognized in accumulated other comprehensive income (loss).Â Amounts associated with cash flow hedges are reclassified to cost of sales in the consolidated statement of operations when the forecasted transaction occurs. If it becomes probable that the forecasted transaction will not occur, the hedge relationship will be de-designated and amounts accumulated in other comprehensive income (loss) will be reclassified to other income (expense), net in the current period. Changes in the fair value of the ineffective portion of derivative instruments are recognized in other income (expense), net in the consolidated statement of operations in the current period. We record the premium paid (time value) of an option on the date of purchase as an asset. For options designated as cash flow hedges, changes in the time value are excluded from the assessment of hedge effectiveness and are recognized in cost of sales over the life of the option contract. For the years ended OctoberÂ 31, 2024, 2023 and 2022, ineffectiveness and gains and losses recognized in other income (expense), net due to de-designation of cash flow hedge contracts were not significant. In February 2016, we executed three forward-starting pay fixed/receive variable interest rate swaps for the notional amount of $300 million in connection with future interest payments to be made

on our 2026 senior notes issued on September 15, 2016. These derivative instruments were designated and qualified as cash flow hedges under the criteria prescribed in the authoritative guidance. The swap arrangements were terminated on September 15, 2016 with a payment of $10 million, and we recognized this as a deferred loss in accumulated other comprehensive income (loss) which is being amortized to interest 93AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)expense over the life of the 2026 senior notes. The remaining loss to be amortized related to the interest rate swap agreements at OctoberÂ 31, 2024 was $2 million. In August 2019, we executed treasury lock agreements for $250 million in connection with future interest payments to be made on our 2029 senior notes issued on September 16, 2019. We designated the treasury lock as a cash flow hedge. The treasury lock contracts were terminated on September 6, 2019 and we recognized a deferred loss of $6 million in accumulated other comprehensive income (loss) which is being amortized to interest expense over the life of the 2029 senior notes. The remaining loss to be amortized related to the treasury lock agreements at OctoberÂ 31, 2024 was $3 million. Net Investment HedgesWe enter into foreign exchange contracts to hedge net investments in foreign operations to mitigate the risk of adverse movements in exchange rates. These foreign exchange contracts are carried at fair value and are designated and qualify as net investment hedges under the criteria prescribed in the authoritative guidance. Changes in fair value of the effective portion of the derivative instrument are recognized in accumulated other comprehensive income (loss)- translation adjustment and are assessed for effectiveness against the underlying exposure every reporting period. If the companyâ€™s net investment changes during the year, the hedge relationship will be assessed and de-designated if the hedge notional amount is outside of prescribed tolerance with a gain/loss reclassified from other comprehensive income (loss) to other income (expense) in the current period. For the years ended OctoberÂ 31, 2024, 2023 and 2022, ineffectiveness and the resultant effect of any gains or losses recognized in other income (expense) due to de-designation of the hedge contracts were not significant.Other HedgesAdditionally, we enter into foreign exchange contracts to hedge monetary assets and liabilities that are denominated in currencies other than the functional currency of our subsidiaries. These foreign exchange contracts are carried at fair value and do not qualify for hedge accounting treatment and are not designated as hedging instruments. Changes in value of the derivative instruments are recognized in other income (expense), net in the consolidated statement of operations, in the current period, along with the offsetting foreign currency gain or loss on the underlying assets or liabilities.Our use of derivative instruments exposes us to credit risk to the extent that the counterparties may be unable to meet the terms of the agreement. We do, however, seek to mitigate such risks by limiting our counterparties to major financial institutions which are selected based on their credit ratings and other factors. We have established policies and procedures for mitigating credit risk that include establishing counterparty credit limits, monitoring credit exposures, and continually assessing the creditworthiness of counterparties.A number of our derivative agreements contain threshold limits to the net liability position with counterparties and are dependent on our corporate credit rating determined by the major credit rating agencies. The counterparties to the derivative instruments may request collateralization, in accordance with derivative agreements, on derivative instruments in net liability positions.The aggregate fair value of all derivative instruments with credit-risk-related contingent features that were in a net liability position as of OctoberÂ 31, 2024, was $7 million. The credit-risk-related contingent features underlying these agreements had not been triggered as of OctoberÂ 31, 2024.94AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The number of open foreign exchange forward contracts and aggregated notional amounts by designation as of OctoberÂ 31, 2024 were as follows:Â Number of Open ForwardContracts Aggregate Notional Amount USDBuy/(Sell)Â ($ in millions)Derivatives designated as hedging instruments:Cash Flow HedgesForeign exchange forward contracts321$(542)Net Investment HedgesForeign exchange forward contracts3$(33)Derivatives not designated as hedging instruments:Foreign exchange forward contracts201$(19) Derivative instruments are subject to master netting arrangements and are disclosed gross in the balance sheet in accordance with the authoritative guidance. The gross fair values and balance sheet location of derivative instruments held in the consolidated balance sheet as of OctoberÂ 31, 2024 and 2023 were as follows:Fair Values of Derivative InstrumentsAsset DerivativesLiability DerivativesÂ Fair ValueÂ Fair ValueBalance Sheet LocationOctober 31,2024October 31,2023Balance Sheet LocationOctober 31,2024October 31,2023(in millions)Derivatives designated as hedging instruments:Â Â Â Â Â Cash flow hedgesÂ Â Â Â Â Foreign exchange contractsÂ Â Â Â Â Other current assets$4Â $15Â Other accrued liabilities$2Â $1Â Net investment hedgesForeign exchange contractsOther current assets$â€”Â $1Â Other accrued liabilities$â€”Â $â€”Â Derivatives not designated as hedging instruments:Â Â Â Â Â Foreign exchange contractsÂ Â Â Â Â Other current assets$10Â $3Â Other accrued liabilities$10Â $1Â Total derivatives$14Â $19Â Â $12Â $2Â 95AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The effects of derivative instruments for foreign exchange contracts designated as hedging instruments and not designated as hedging instruments in our consolidated statement of operations were as follows:Years Ended October 31,202420232022Â (in millions)Derivatives designated as hedging instruments:Â Â Â Cash flow hedgesÂ Â Â Foreign exchange contracts:Gain (loss) recognized in accumulated other comprehensive income (loss)(9)(4)$56Â Gain (loss) reclassified from accumulated other comprehensive income (loss) into cost of sales$4Â $2Â $36Â Gain (loss) reclassified from accumulated other comprehensive income (loss) into interest expense(2)(2)$(2)Gain on time value of forward contracts recorded in cost of sales$7Â $7Â $â€”Â Net investment hedgesForeign exchange contracts:Gain (loss) recognized in accumulated other comprehensive income (loss) - translation adjustment$â€”Â (1)5Â Derivatives not designated as hedging instruments:Â Â Â Gain (loss) recognized in other income (expense), net $2Â $3Â $10Â At OctoberÂ 31, 2024 the total amount of existing net gain that is expected to be reclassified from accumulated other comprehensive income (loss) is $9 million. Within the next twelve months it is estimated that $1 million of loss included within the net amount of accumulated other comprehensive income (loss) will be reclassified to cost of sales in respect of cash flow hedges.15.Â Â Â RETIREMENT PLANS AND POST RETIREMENT PENSION PLANSGeneral. Â We have various defined benefit and defined contribution retirement plans. Additionally, we sponsor post-retirement health care benefits for our eligible U.S. employees.Agilent provides defined benefits to U.S. employees who meet eligibility criteria under the Agilent Technologies,Â Inc. Retirement Plan (the "RP"). Effective November 1, 2014, Agilentâ€™s U.S. RP was closed to new entrants including new employees, new transfers to the U.S. payroll and rehires. As of April 30, 2016, benefits under the RP were frozen. Any pension benefit earned in the U.S. Plans through April 30, 2016, remained fully vested and is payable on termination, retirement, death, or permanent disability, based on an eligible participantâ€™s years of credited service, age and other criteria. There are no additional benefit accruals after April 30, 2016.For eligible service through OctoberÂ 31, 1993, the benefit payable under the Agilent RP is reduced by any amounts due to the eligible employee under the Agilent Technologies, Inc. Deferred Profit-Sharing Plan (the "DPSP"), which is a defined contribution plan that was frozen and closed to new participants as of November 1993. As of OctoberÂ 31, 2024 and 2023, the fair value of plan assets of the DPSP was $74 million and $81 million, respectively. Note that the projected benefit obligation for the DPSP equals the fair value of plan assets.Agilent also maintains a Supplemental Benefit Retirement Plan ("SBRP") in the U.S., which is an unfunded non-qualified defined benefit plan to provide supplemental retirement benefits to certain employees that would be provided under the RP but for limitations imposed by the Internal Revenue Code. The RP and the SBRP comprise the "U.S. defined benefit plans" in the tables below.96AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Eligible employees outside the U.S. generally receive retirement benefits under various retirement plans based upon factors such as years of service and/or employee compensation levels. Eligibility is generally determined in accordance with local statutory requirements.Post-Retirement Medical Benefit Plans.Â In addition to receiving retirement benefits, Agilent U.S. employees who meet eligibility requirements as of their termination date may participate in the Agilent Technologies, Inc. Health Plan for Retirees. As of January 1, 2020, the Health Plan for Retirees is comprised solely of insured pre-65 HMOs as the self-funded Pre-Medicare Medical Plan was eliminated effective December 31, 2019. The Health Plan for Retirees was closed to new retiree entrants after December 31, 2020.If eligible, a retiree may receive a fixed amount (different fixed amounts for different groups) under the Agilent Technologies, Inc. Retiree Medical Account Plan (â€œRMAâ€) or a fixed monthly amount under the Agilent Technologies, Inc. Reimbursement Arrangement Plan (â€œARAâ€).Any new employee hired on or after November 1, 2014, will not be eligible to participate in the post-retirement medical benefit plans upon retiring.401(k) and Other Defined Contribution Plans.Â Â Eligible Agilent U.S. employees may participate in the Agilent Technologies,Â Inc. 401(k) Plan. We match an employee's contributions (both pre-tax and Roth) up to a maximum of 6 percent of an employee's annual eligible compensation, subject to the annual regulatory limit. All matching contributions vest immediately. Effective May 1, 2016 until April 30, 2022, we provided an additional transitional company contribution for certain eligible employees equal to 3 percent, 4 percent or 5 percent of an employee's annual eligible compensation due to the RP benefits being frozen. The maximum employee contribution to the 401(k) Plan is 50 percent of an employee's annual eligible compensation, subject to regulatory limitations. We also sponsor and make contributions to various other defined contribution plans that cover employees outside of the U.S.Our defined contribution plan expenses included in income from operations were as follows: Years Ended October 31,202420232022(in millions)Contributions to the 401(k) Plan$46Â $47Â $46Â Contributions to plans outside the U.S51Â 51Â 47Â Total defined contribution plan expense$97Â $98Â $93Â 97AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Components of net periodic benefit cost (income).Â The service cost component is recorded in cost of sales and operating expenses in the consolidated statement of operations. All other cost components are recorded in other income (expense), net in the consolidated statement of operations. The company uses alternate methods of amortization as allowed by the authoritative guidance which amortizes the actuarial gains and losses on a consistent basis for the years presented. For U.S. defined benefit plans, gains and losses are amortized over the average future lifetime of participants using the corridor method. For most Non-U.S. defined benefit plans and U.S. Post-Retirement Benefit Plans, gains and losses are amortized over the average remaining future service period or remaining lifetime of participants depending upon the plan, using a separate layer for each year's gains and losses. For the years ended OctoberÂ 31, 2024, 2023 and 2022, components of net periodic benefit cost and other amounts recognized in other comprehensive income were comprised of: Â PensionsU.S. Post-Retirement Benefit PlansÂ U.S. Defined Benefit PlansNon-U.S. Defined Benefit PlansÂ 2024202320222024202320222024202320222Â (in millions)Net periodic benefit cost (income)Â Â Â Â Â Â Â Â Â Service costÂ - benefits earned during the period$â€”Â $â€”Â $â€”Â $15Â $16Â $22Â $1Â $â€”Â $1Â Interest cost on benefit obligation21Â 21Â 14Â 26Â 24Â 9Â 4Â 4Â 2Â Expected return on plan assets(21)(19)(27)(37)(36)(43)(4)(4)(6)Amortization of net actuarial (gain) loss2Â Â€”Â Â€”Â (16)(2)25Â (1)(1)(2)Amortization of prior service benefitâ€”Â â€”Â â€”Â â€”Â â€”Â (1)(1)(1)Total net periodic benefit cost (income)$2Â $2Â (13)(12)$2Â $13Â (1)(2)$(6)Settlement loss$2Â $4Â $4Â $â€”Â $â€”Â $â€”Â $â€”Â $â€”Â $â€”Â Other changes in plan assets and benefit obligations recognized in other comprehensive (income) lossÂ Â Â Â Â Â Â Â Â Net actuarial (gain) loss(31)22Â $16Â (24)(13)(83)(11)$9Â $15Â Amortization of net actuarial (gain) loss(2)â€”Â â€”Â 16Â 2Â (25)1Â 1Â 2Â Amortization of prior service benefitâ€”Â â€”Â â€”Â â€”Â â€”Â 1Â 1Â 1Â Loss due to settlement(2)(4)â€”Â â€”Â â€”Â â€”Â â€”Â Foreign currencyâ€”Â â€”Â â€”Â 2Â 2Â 11Â â€”Â â€”Â â€”Â Total recognized in other comprehensive (income) loss(35)18Â $12Â (6)(9)(97)(9)$11Â $18Â Total recognized in net periodic benefit cost (benefit) and other comprehensive (income) loss(31)24Â $3Â (18)(7)(84)(10)$9Â $12Â 98AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Funded Status.Â Â Â Â As of OctoberÂ 31, 2024 and 2023, the funded status of the defined benefit and post-retirement benefit plans was:Â U.S. DefinedBenefit PlansNon-U.S. DefinedBenefit PlansU.S.Post-RetirementBenefit PlansÂ 20242023202420232024023Â (in millions)Change in fair value of plan assets:Â Â Â Â Â Â Â Fair valueÂ â€” beginning of year$359Â $396Â $791Â $748Â $76Â $85Â Actual return on plan assets88Â (8)119Â 14Â 16Â (2)Employer contributionsâ€”Â â€”Â 20Â 21Â â€”Â â€”Â Participants' contributionsâ€”Â â€”Â 2Â 1Â â€”Â â€”Â Benefits paid(10)(8)(36)(35)(6)(7)Settlements(23)(21)â€”Â â€”Â â€”Â â€”Â Currency impactâ€”Â â€”Â 21Â 42Â â€”Â â€”Â Fair valueÂ â€” end of year$414Â $359Â $917Â $791Â $86Â $76Â Change in benefit obligation:Â Â Â Â Â Â Â Benefit obligationÂ â€” beginning of year$343Â $357Â $682Â $665Â $65Â $65Â Service costâ€”Â â€”Â 15Â 16Â 1Â â€”Â Interest cost21Â 21Â 26Â 24Â 4Â 4Â Participants' contributionsâ€”Â â€”Â 2Â 1Â â€”Â â€”Â Actuarial (gain) loss36Â (5)60Â (33)1Â 3Â Benefits paid(11)(9)(36)(35)(6)(7)Settlements(23)(21)â€”Â â€”Â â€”Â â€”Â Currency impactâ€”Â â€”Â 23Â 44Â â€”Â â€”Â Benefit obligationÂ â€” end of year$366Â $343Â $772Â $682Â $65Â $65Â Overfunded (underfunded) status of PBO$48Â $16Â $145Â $109Â $21Â $11Â Amounts recognized in the consolidated balance sheet consist of:Â Â Â Â Â Â Â Other assets$51Â $19Â $236Â $174Â $21Â $11Â Employee compensation and benefitsâ€”Â (1)â€”Â â€”Â â€”Â â€”Â Retirement and post-retirement benefits(3)(2)(91)(65)â€”Â â€”Â Total net asset (liability)$48Â $16Â $145Â $109Â $21Â $11Â Amounts Recognized in Accumulated Other Comprehensive Income (Loss):Actuarial (gains) losses$31Â $66Â $37Â $43Â (6)4Â Prior service costs (benefits)â€”Â â€”Â â€”Â â€”Â (1)(2)Total$31Â $66Â $37Â $43Â (7)2Â The actuarial gains and losses related to the change in plan obligations were a total of $97 million net loss for 2024 and $35 million net gain for 2023. The actuarial net loss that arose in 2024 was primarily due to decreases in discount rates and changes in other financial and demographic assumptions partially offset by gains due to plan experience. The actuarial net gain that arose in 2023 was primarily due to increases in discount rates and changes in other financial and demographic assumptions partially offset by losses due to plan experience. In November 2024, we entered into a buy-out contract in the amount of approximately $54Â million with an unaffiliated insurance company, effective January 1, 2025, to transfer the assets and obligations of our Netherlands defined benefit pension plan. The final settlement is anticipated by the end of the first quarter of 2025, when we will be recognizing the financial impact.99AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Investment Policies and Strategies as of OctoberÂ 31, 2024.Â In the U.S., target asset allocations for our retirement and post-retirement benefit plans were approximately 50 percent to equities and approximately 50 percent to fixed income investments. Our DPSP target asset allocation is approximately 60 percent to equities and approximately 40 percent to fixed income investments. Approximately 1 percent of the retirement and post-retirement plans consists of limited partnerships. The general investment objective for all our plan assets is to obtain the optimum rate of investment return on the total investment portfolio consistent with the assumption of a reasonable level of risk. Specific investment objectives for the plans' portfolios are to: maintain and enhance the purchasing power of the plans' assets; achieve investment returns consistent with the level of risk being taken; and earn performance rates of return in accordance with the benchmarks adopted for each asset class. Outside the U.S., our target asset allocation (excluding annuity contracts in the U.K.) ranges from zero to 60 percent to equities, from 38 percent to 100 percent to fixed income investments, and from zero to 25 percent to real estate, depending on the plan. All plans' assets are broadly diversified. Due to fluctuations in equity and bond markets, our actual allocations of plan assets at OctoberÂ 31, 2024, may differ from the target allocation. Our policy is to bring the actual allocation in line with the target allocation.Equity securities include exchange-traded common stock and preferred stock of companies from broadly diversified industries. Fixed income securities include a global portfolio of corporate bonds of companies from diversified industries, government securities, mortgage-backed securities, asset-backed securities, derivative instruments and other. Real estate securities include holdings of managed investment funds which invest primarily in the equity instruments of real estate investment trusts and other similar real estate investments. Other investments include a group trust consisting primarily of private equity partnerships. Portions of the cash and cash equivalent, equity, and fixed income investments are held in commingled funds that are valued using Net Asset Value (â€œNAVâ€) as the practical expedient. In addition, some of the investments valued using NAV as the practical expedient may have limits on their redemption to weekly or monthly and/or may require prior written notice specified by each fund. In December 2021, we entered into an insurance buy-in contract for a portion of the benefit obligations under the U.K. defined benefit plan which was funded from existing pension plan assets without any adjustment to the benefit obligations. In December 2023, we entered into another insurance buy-in contract for the remaining portion of benefit obligations under the same plan which was also funded from existing pension plan assets with no adjustment made to the benefit obligations. These have been classified as â€œAnnuity Contractsâ€ since the insurance buy-in contract is similar to an annuity contract. They match cash flows with future benefit payments for participants as of the contract date with the obligation remaining with the plan. Both contracts are issued by the same third-party insurance company with no affiliation to us.Fair Value.Â The measurement of the fair value of pension and post-retirement plan assets uses the valuation methodologies and the inputs as described in NoteÂ 13, "Fair Value Measurements".Cash and Cash EquivalentsÂ - Cash and cash equivalents consist of short-term investment funds. The funds also invest in short-term domestic fixed income securities and other securities with debt-like characteristics emphasizing short-term maturities and quality. Some of our cash and cash equivalents are held in commingled funds. Other cash and cash equivalents are generally classified as LevelÂ 2 investments.EquityÂ - This consists of equity securities which have quoted prices in active markets and has been classified as Level 1 investments. Fixed IncomeÂ - Some of the fixed income securities are not actively traded and are valued at quoted prices based on the terms of the security and comparison to similar securities traded on an active market; these are classified as LevelÂ 2 investments. Securities which have quoted prices in active markets are classified as Level 1 investments.Real Estate - Real estate securities include holdings of managed investment funds which invest primarily in the equity instruments of real estate investment trust and other similar real estate investments. Since the existing securities have quoted prices in active markets, it has been classified as level 1 and grouped with equity.Annuity Contract â€” This consists of the U.K. insurance buy-in contracts. Since they are valued on an insurer pricing basis, which reflects the purchase price adjusted for changes in

discount rates and other actuarial assumptions which approximates fair value, they have been classified as level 3.Other InvestmentsÂ - Other investments also include partnership investments where, due to their private nature, pricing inputs are not readily observable. Asset valuations are developed by the general partners that manage the partnerships. These valuations are based on proprietary appraisals, application of public market multiples to private company cash flows, utilization 100AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)of market transactions that provide valuation information for comparable companies and other methods. Holdings of limited partnerships are classified as LevelÂ 3.Agilent has adopted the accounting guidance related to the presentation of certain investments using the NAV practical expedient. The accounting guidance exempts investments using this practical expedient from categorization within the fair value hierarchy. The following tables present the fair value of U.S. Defined Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of OctoberÂ 31, 2024 and 2023.Â Â Fair Value Measurement at October 31, 2024 UsingÂ October 31,2024Quoted Pricesin ActiveMarkets forIdentical Assets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(LevelÂ 3)Not Subject to Leveling (1)Â (in millions)Cash and Cash Equivalents$2Â $â€”Â $â€”Â $â€”Â $2Â Equity211Â 54Â â€”Â â€”Â 157Â Fixed Income200Â â€”Â â€”Â â€”Â 200Â Other Investments1Â â€”Â â€”Â 1Â â€”Â Total assets measured at fair value$414Â $54Â $â€”Â $1Â $359Â (1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.Â Â Fair Value Measurement at October 31, 2023 UsingÂ October 31,2023Quoted Pricesin ActiveMarkets forIdentical Assets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(LevelÂ 3)Not Subject to Leveling (1)Â (in millions)Cash and Cash Equivalents$2Â $â€”Â $â€”Â $â€”Â $2Â Equity182Â 44Â â€”Â â€”Â 138Â Fixed Income174Â â€”Â â€”Â â€”Â 174Â Other Investments1Â â€”Â â€”Â 1Â â€”Â Total assets measured at fair value$359Â $44Â $â€”Â $1Â $314Â (1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.For U.S. Defined Benefit Plans assets measured at fair value using significant unobservable inputs (levelÂ 3), the following table summarizes the change in balances during 2024 and 2023:Â Years EndedOctoberÂ 31,Â 20242023Balance, beginning of year$1Â $2Â Realized gains/(losses)â€”Â â€”Â Unrealized gains/(losses)â€”Â â€”Â Purchases, sales, issuances, and settlementsâ€”Â (1)Transfers in (out)â€”Â â€”Â Balance, end of year$1Â $1Â 101AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The following tables present the fair value of U.S. Post-Retirement Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of OctoberÂ 31, 2024 and 2023.Â Â Fair Value Measurement at October 31, 2024 UsingÂ October 31,2024Quoted Pricesin ActiveMarkets forIdentical Assets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(LevelÂ 3)Not Subject to Leveling (1)Â (in millions)Cash and Cash Equivalents$1Â $â€”Â $â€”Â $â€”Â $1Â Equity42Â 11Â â€”Â â€”Â 31Â Fixed Income42Â â€”Â â€”Â â€”Â 42Â Other Investments1Â â€”Â â€”Â 1Â â€”Â Total assets measured at fair value$86Â $11Â $â€”Â $1Â $74Â (1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.Â Â Fair Value Measurement at October 31, 2023 UsingÂ October 31,2023Quoted Pricesin ActiveMarkets forIdentical Assets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(LevelÂ 3)Not Subject to Leveling (1)Â (in millions)Cash and Cash Equivalents$â€”Â $â€”Â $â€”Â $â€”Â $â€”Â Equity39Â 10Â â€”Â â€”Â 29Â Fixed Income36Â â€”Â â€”Â â€”Â 36Â Other Investments1Â â€”Â â€”Â 1Â â€”Â Total assets measured at fair value$76Â $10Â $â€”Â $1Â $65Â (1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.For U.S. Post-Retirement Benefit Plans assets measured at fair value using significant unobservable inputs (levelÂ 3), the following table summarizes the change in balances during 2024 and 2023:Â Years EndedOctoberÂ 31,Â 20242023Balance, beginning of year$1Â $1Â Realized gains/(losses)â€”Â â€”Â Unrealized gains/(losses)â€”Â â€”Â Purchases, sales, issuances, and settlementsâ€”Â â€”Â Transfers in (out)â€”Â â€”Â Balance, end of year$1Â $1Â 102AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The following tables present the fair value of non-U.S. Defined Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of OctoberÂ 31, 2024 and 2023:Â Â Fair Value Measurement at October 31, 2024 UsingÂ October 31,2024Quoted Pricesin ActiveMarkets forIdentical Assets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(LevelÂ 3)Not Subject to Leveling (1)Â (in millions)Cash and Cash Equivalents$26Â $14Â $12Â $â€”Â $â€”Â Equity389Â 305Â â€”Â â€”Â 84Â Fixed Income352Â 60Â 159Â â€”Â 133Â Annuity Contract150Â â€”Â â€”Â 150Â â€”Â Total assets measured at fair value$917Â $379Â $171Â $150Â $217Â (1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.Â Â Fair Value Measurement at October 31, 2023 UsingÂ October 31,2023Quoted Pricesin ActiveMarkets forIdentical Assets(LevelÂ 1)SignificantOtherObservableInputs(LevelÂ 2)SignificantUnobservableInputs(LevelÂ 3)Not Subject to Leveling (1)Â (in millions)Cash and Cash Equivalents$17Â $1Â $16Â $â€”Â $â€”Â Equity367Â 266Â â€”Â â€”Â 101Â Fixed Income321Â 113Â 113Â â€”Â 95Â Annuity Contract86Â â€”Â â€”Â 86Â â€”Â Total assets measured at fair value$791Â $380Â $129Â $86Â $196Â (1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.For non-U.S. Defined Benefit Plans assets measured at fair value using significant unobservable inputs (levelÂ 3), the following table summarizes the change in balances during 2024 and 2023:Â Years EndedOctoberÂ 31,Â 20242023Balance, beginning of year$86Â $92Â Unrealized gains (losses)4Â (5)Purchases, sales, issuances, and settlements(7)(6)Transfers in (out)60Â â€”Â Currency impact7Â 5Â Balance, end of year$150Â $86Â 103AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The table below presents the combined projected benefit obligation ("PBO"), accumulated benefit obligation ("ABO") and fair value of plan assets, grouping plans using comparisons of the PBO and ABO relative to the plan assets as of OctoberÂ 31, 2024 or 2023.Â 20242023Â BenefitObligationÂ BenefitObligationÂ Â Fair Value ofPlan AssetsFair Value ofPlan AssetsÂ PBOPBOÂ (in millions)U.S. defined benefit plans where PBO exceeds the fair value of plan assets $3Â $â€”Â $3Â $â€”Â U.S. defined benefit plans where fair value of plan assets exceeds PBO 363Â 414Â 340Â 359Â Total$366Â $414Â $343Â $359Â Non-U.S. defined benefit plans where PBO exceeds the fair value of plan assets $249Â $157Â $197Â $132Â Non-U.S. defined benefit plans where fair value of plan assets exceeds PBO 523Â 760Â 485Â 659Â Total$772Â $917Â $682Â $791Â Â ABOÂ ABOÂ U.S. defined benefit plans where ABO exceeds the fair value of plan assets$3Â $â€”Â $3Â $â€”Â U.S. defined benefit plans where the fair value of plan assets exceeds ABO363Â 414Â 340Â 359Â Total$366Â $414Â $343Â $359Â Non-U.S. defined benefit plans where ABO exceeds the fair value of plan assets $241Â $157Â $192Â $132Â Non-U.S. defined benefit plans where fair value of plan assets exceeds ABO518Â 760Â 480Â 659Â Total$759Â $917Â $672Â $791Â Contributions and Estimated Future Benefit Payments.Â Â During fiscal year 2025, we expect to make no contributions to the U.S. defined benefit plans and the Post-Retirement Medical Plans. We expect to contribute $19 million to plans outside the U.S. The following table presents expected future benefit payments for the next 10Â years:U.S. DefinedBenefit PlansNon-U.S. DefinedBenefit PlansU.S. Post-RetirementBenefit PlansÂ (in millions)2025$30Â $37Â $7Â 2026$29Â $38Â $7Â 2027$29Â $39Â $8Â 2028$31Â $40Â $8Â 2029$27Â $40Â $7Â 2030 - 2034$126Â $208Â $29Â Assumptions.Â Â The assumptions used to determine the benefit obligations and net periodic cost (benefit) for our defined benefit and post-retirement benefit plans are presented in the tables below. The expected long-term return on assets below represents an estimate of long-term returns on investment portfolios consisting of a mixture of equities, fixed income and alternative investments in proportion to the asset allocations of each of our plans. We consider long-term rates of return, which are weighted based on the asset classes (both historical and forecasted) in which we expect our pension and post-retirement funds to be invested. Discount rates reflect the current rate at which pension and post-retirement obligations could be settled based on the measurement dates of the plansÂ - OctoberÂ 31. The U.S. discount rates at OctoberÂ 31, 2024 and 2023, were 104AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)determined based on the results of matching expected plan benefit payments with cash flows from a hypothetically constructed bond portfolio. The non-U.S. rates were generally based on published rates for high-quality corporate bonds. The range of assumptions that were used for the non-U.S. defined benefit plans reflects the different economic environments within various countries.Assumptions used to calculate the net periodic cost (benefit) in each year were as follows:Â For years ended OctoberÂ 31,Â 202420232022U.S. defined benefit plans:Â Â Â Discount rate6.50%6.00%2.75%Expected long-term return on assets6.00%5.00%5.00%Non-U.S. defined benefit plans:Â Â Â Discount rate1.78-5.63%1.50-4.77%0.29-1.76%Average increase in compensation levels2.00-3.25%2.00-3.25%2.00-3.50%Expected long-term return on assets4.00-5.00%3.25-5.50%2.75-5.50%Interest crediting rate for cash balance plans0.50-1.80%0.50-2.10%0.30-0.50%U.S. post-retirement benefits plans:Â Â Â Discount rate6.60%6.00%2.75%Expected long-term return on assets6.00%5.00%5.00%Current medical cost trend rate6.50%7.00%6.00%Ultimate medical cost trend rate4.75%4.75%4.50%Medical cost trend rate decreases to ultimate rate in year202920292027Assumptions used to calculate the benefit obligation were as follows:Â As of the Years Ending OctoberÂ 31,Â 20242023U.S. defined benefit plans:Â Â Discount rate5.50%6.50%Non-U.S. defined benefit plans:Â Â Discount rate0.95-5.31%1.78-5.63%Average increase in compensation levels2.00-3.25%2.00-3.25%Interest crediting rate for cash balance plans0.75-1.80%0.50-1.80%U.S. post-retirement benefits plans:Â Â Discount rate5.50%6.60%Current medical cost trend rate6.00%6.50%Ultimate medical cost trend rate4.75%4.75%Medical cost trend rate decreases to ultimate rate in year2029202916. RESTRUCTURING AND OTHER RELATED COSTSSummary of Restructuring Plans. In fiscal years 2024 and 2023, we announced restructuring plans that were both designed to reduce costs and expenses in response to macroeconomic conditions. These actions impact all three of our business segments. The costs associated with these restructuring plans were not allocated to our business segments' results; however, each business segment will benefit from the future cost savings from these actions. When completed, the restructuring programs are expected to result in the reduction in annual cost of sales and operating expenses over the three business segments.105AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)A summary of our aggregate liability related to both restructuring plans and the total restructuring expense since inception of those plans are shown in the table below:Workforce ReductionConsolidation of Excess FacilitiesTotal(in millions)Balance at October 31, 2022$â€”Â $â€”Â $â€”Â Income statement expense33Â 13Â 46Â Non-cash settlements(1)(8)(9)Cash payments(1)â€”Â (1)Balance at October 31, 2023$31Â $5Â $36Â Income statement expense75Â 1Â 76Â Non-cash settlements(7)(1)(8)Cash payments(86)(5)(91)Balance at October 31, 2024$13Â $â€”Â $13Â Total restructuring expense since inception of all plans$122Â Non-cash settlements include accelerated share-based compensation expense related to workforce reductions and accelerated depreciation expense of right-of-use and machinery and equipment assets related to the consolidation of excess facilities. The aggregate restructuring liability of $13 million at OctoberÂ 31, 2024, was recorded in other accrued liabilities on the consolidated balance sheet and reflects estimated future cash outlays.A summary of the charges in the consolidated statement of operations resulting from the restructuring plans is shown below:Years EndedOctober 31,20242023(in millions)Cost of products and services$13Â $11Â Research and development21Â 6Â Selling, general and administrative42Â 29Â Total restructuring costs$76Â $46Â Fiscal Year 2024 Plan ("FY24 Plan") In the third quarter of fiscal year 2024, we initiated a new restructuring plan designed to further reduce costs and expenses in response to current macroeconomic conditions. The plan includes a reduction of our total headcount by approximately 500 regular employees, representing approximately 3 percent of our global workforce.In connection with the FY24 Plan, we have recorded restructuring expenses of $72 million in fiscal year 2024. The costs associated with this workforce reduction include severance, accelerated share-based compensation expense and other personnel-related costs. The timing and scope of the workforce reductions will vary based on local legal requirements. While the majority of the workforce reduction was completed in fiscal year 2024, we expect to substantially complete the remaining restructuring activities by the end of the second quarter of fiscal year 2025.106AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)A summary of the FY24 Plan activity is shown in the table below:Workforce Reduction(in millions)Balance at October 31, 2023$â€”Â Income statement expense72Â Non-cash settlements(7)Cash payments(54)Balance at October 31, 2024$11Â Total restructuring expense since inception of FY24 Plan$72Â Non-cash settlements include accelerated share-based compensation expense related to workforce reductions.Fiscal Year 2023 Plan ("FY23 Plan") In the fourth quarter of fiscal year 2023, we initiated the restructuring plan designed to reduce costs and expenses in response to the macroeconomic conditions. The plan included a reduction of our total headcount by approximately 400 regular employees, representing approximately 2 percent of our global workforce, and the consolidation of our excess facilities, including some site closures.In connection with the FY23 Plan, we recorded restructuring expenses of $4 million in 2024 and $46 million, in 2023. The restructuring plan expenses include severance, accelerated share-based compensation expense and other personnel costs associated with the workforce reduction. The consolidation of excess facilities includes accelerated depreciation expenses of right-of-use and machinery and equipment assets, and other facilities-related costs. The timing and scope of the workforce reductions will vary based on local legal requirements. While the majority of the workforce reduction was completed in 2024, we expect to substantially complete the remaining restructuring activities by the end of the first quarter of fiscal year 2025.A summary of the FY23 Plan activity is shown in the table below:Workforce ReductionConsolidation of Excess FacilitiesTotal(in millions)Balance at October 31, 2022$â€”Â $â€”Â $â€”Â Income statement expense33Â 13Â 46Â Non-cash settlements (1)(8)(9)Cash payments(1)â€”Â (1)Balance at October 31, 2023$31Â $5Â $36Â Income statement expense3Â 1Â 4Â Non-cash settlementsâ€”Â (1)(1)Cash payments(32)(5)(37)Balance at October 31, 2024$2Â $â€”Â $2Â Total restructuring expense since inception of the FY23 Plan$50Â Non-cash settlements include accelerated share-based compensation expense related to workforce reductions and accelerated depreciation expense of right-of-use and machinery and equipment assets related to the consolidation of excess facilities.107AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)17.Â Â Â GUARANTEESStandard WarrantyWe accrue for standard warranty costs based on historical trends in actual warranty charges over the past 12 months. The accrual is reviewed regularly and periodically adjusted to reflect changes in warranty cost over the period. The standard warranty accrual balances are held in other accrued and other long-term liabilities on our consolidated balance sheet. Our standard warranty terms typically extend to one year from the date of delivery, depending on the product.A summary of the standard warranty accrual activity is shown in the table below. Â October 31,Â 20242023Â (in millions)Standard warranty accrual, beginning balance$29Â $30Â Accruals for warranties including change in estimates58Â 57Â Settlements made during the period(57)(58)Standard warranty accrual, ending balance$30Â $29Â Accruals for warranties due within one year$30Â $29Â Bank GuaranteesGuarantees consist primarily of outstanding standby letters of credit and bank guarantees and were approximately $37 million and $39Â million as of OctoberÂ 31, 2024 and 2023, respectively. A standby letter of credit is a guarantee of payment issued by a bank on behalf of us that is used as payment of last resort should we fail to fulfill a contractual commitment with a third party. A bank guarantee is a promise from a bank or other lending institution that if we default on a loan, the bank will cover the loss. Indemnifications in Connection with TransactionsIn connection with various divestitures, acquisitions, spin-offs and other transactions, we have agreed to indemnify certain parties, their affiliates and/or other related parties against certain damages and expenses that might occur in the future. These indemnifications may cover a variety of liabilities, including, but not limited to, employee, tax, environmental, intellectual property, litigation and other liabilities related to the business conducted prior to the date of the transaction. In our opinion, the fair value of these indemnification obligations was not material as of OctoberÂ 31, 2024. Indemnifications to Officers and DirectorsOur corporate bylaws require that we indemnify our officers and directors, as well as those who act as directors and officers of other entities at our request, against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any proceedings arising out of their services to Agilent and such other entities, including service with respect to employee benefit plans. In addition, we have entered into separate indemnification agreements with each director and each board-appointed officer of Agilent which provide for indemnification of these directors and officers under similar circumstances and under additional circumstances. The indemnification obligations are more fully described in the bylaws and the indemnification agreements. We purchase standard insurance to cover claims or a portion of the claims made against our directors and officers. Since a maximum obligation is not explicitly stated in our bylaws or in our indemnification agreements and will depend on the facts and circumstances that arise out of any future claims, the overall maximum amount of the obligations cannot be reasonably estimated. Historically, we have not made payments related to these obligations, and the fair value for these indemnification obligations was not material as of OctoberÂ 31, 2024.108AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Other IndemnificationsAs is customary in our industry and as provided for in local law in the U.S. and other jurisdictions, many of our standard contracts provide remedies to our customers and others with whom we enter into contracts, such as defense, settlement, or payment of judgment for intellectual property claims related to the use of our products. From time to time, we indemnify customers, as well as our suppliers, contractors, lessors, lessees, companies that purchase our businesses or assets and others with whom we enter into contracts, against combinations of loss, expense, or liability arising from various triggering events related to the sale and the use of our products and services, the use of their goods and services, the use of facilities and state of our

owned facilities, the state of the assets and businesses that we sell and other matters covered by such contracts, usually up to a specified maximum amount. In addition, from time to time we also provide protection to these parties against claims related to undiscovered liabilities, additional product liability or environmental obligations. In our experience, claims made under such indemnifications are rare and the associated estimated fair value of the liability was not material as of OctoberÂ 31, 2024.In connection with the sale of several of our businesses, we have agreed to indemnify the buyers of such businesses, their respective affiliates and other related parties against certain damages that they might incur in the future. The continuing indemnifications primarily cover damages relating to liabilities of the businesses that Agilent retained and did not transfer to the buyers, as well as other specified items. In our opinion, the fair value of these indemnification obligations was not material as of OctoberÂ 31, 2024.18.Â Â Â COMMITMENTS AND CONTINGENCIESOther Purchase Commitments. Â Typically, we can cancel contracts with professional services suppliersÂ without penalties. For those contracts that are not cancelable without penalties, there are termination fees and costs or commitments for continued spending that we are obligated to pay to a supplier under each contract's termination period before such contract can be cancelled. Our contractual obligations with these suppliers under "other purchase commitments" were approximately $136Â million. Contingencies: We are involved in lawsuits, claims, investigations and proceedings, including, but not limited to, intellectual property, commercial, real estate, environmental and employment matters, which arise in the ordinary course of business. There are no matters pending that we currently believe are reasonably possible of having a material impact to our business, consolidated financial condition, results of operations or cash flows.19.Â Â Â SHORT-TERM DEBTCredit FacilitiesOn June 7, 2023, we entered into a new credit agreement with a group of financial institutions which provides for a $1.5 billion five-year unsecured credit facility that will expire on June 7, 2028, and an incremental revolving credit facility in an aggregate amount of up to $750Â million. The credit facility replaced the existing credit facility which was terminated on the closing date of the new facility. During the year ended OctoberÂ 31, 2024, we made no borrowings or repayments under these credit facilities. During the year ended OctoberÂ 31, 2023, we borrowed and repaid $360Â million under the credit facility. As of both OctoberÂ 31, 2024 and 2023, we had no borrowings outstanding under either the credit facility or the incremental revolving credit facility. On June 2, 2023, we entered into an Uncommitted Money Market Line Credit agreement with Societe Generale which provides for an aggregate borrowing capacity of $300Â million. The credit facility is an uncommitted short-term cash advance facility where each request must be at least $1Â million. The interest rate is set by the lender at the time of the borrowing and is fixed for the duration of the advance. During the year ended OctoberÂ 31, 2024, we borrowed and repaid $215 million under this credit facility. During the year ended OctoberÂ 31, 2023, we borrowed and repaid $61Â million under this credit facility. As of OctoberÂ 31, 2024 and 2023, we had no borrowings outstanding under the credit facility.We were in compliance with the covenants for the credit facilities during the year ended OctoberÂ 31, 2024.109AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Commercial PaperUnder our U.S. commercial paper program, we may issue and sell unsecured, short-term promissory notes in the aggregate principal amount not to exceed $1.5Â billion with up to 397-day maturities. At any point in time, the company intends to maintain available commitments under its revolving credit facility in an amount at least equal to the amount of the commercial paper notes outstanding. Amounts available under the program may be borrowed, repaid and re-borrowed from time to time. The proceeds from issuances under the program may be used for general corporate purposes. During the year ended OctoberÂ 31, 2024, we borrowed $1.19 billion and repaid $1.15 billion under our U.S. commercial paper program. During the year ended OctoberÂ 31, 2023, we borrowed $1.67Â billion and repaid $1.70Â billion under our U.S. commercial paper program.As of OctoberÂ 31, 2024, we had borrowings of $40Â million outstanding under our U.S. commercial paper program and had a weighted average annual interest rate of 4.92 percent. As of OctoberÂ 31, 2023, we had no borrowings outstanding under our U.S. commercial paper program.Other LoansIn September 2024, we completed the BIOVECTRA acquisition and assumed two interest-free loans from the Strategic Innovation Fund ("SIF") in the amount of $20Â million with $2Â million recorded at fair value in short-term debt. The loans are repayable in quarterly and yearly installments at a weighted average imputed interest rate of 4.7 percent. In addition, we assumed two interest-free loans with the Atlantic Canada Opportunities Agency (â€œACOAâ€) in the amount of $4Â million with $3Â million recorded at fair value in short-term debt. The loans are repayable in monthly installments at a weighted average imputed interest rate of 4.5 percent.20.Â Â Â LONG-TERM DEBTTerm Loan FacilityOn April 15, 2022, we entered into a term loan agreement with a group of financial institutions, which provided for a $600Â million delayed draw term loan that will mature on April 15, 2025. Loans under the term loan agreement bear interest, at our option, either at: (i) the alternate base rate, as defined in the term loan agreement, plus the applicable margin for such loans or (ii) adjusted term SOFR, as defined in the term loan agreement, plus the applicable margin for such loans. The term loan agreement contains customary representations and warranties as well as customary affirmative and negative covenants. We were in compliance with the covenants for the term loan during the year ended OctoberÂ 31, 2024. On May 4, 2022, we used the proceeds from the term loan facility and repaid the $600Â million outstanding aggregate principal amount of our 3.875% 2023 senior notes. The total redemption price of approximately $609Â million was computed in accordance with the terms of the 2023 senior notes as the present value of the remaining scheduled payments of principal and unpaid interest on the notes being redeemed. In May 2022, we recorded a loss on extinguishment of debt of $9Â million in other income (expense), net in the consolidated statement of operations. In addition, $7Â million of accrued interest, up to but not including the applicable redemption date, was paid. As of OctoberÂ 31, 2023, we had $600Â million borrowings outstanding under the term loan facility and had a weighted average interest rate of 6.22 percent. During the year ended OctoberÂ 31, 2024, we repaid in full the outstanding $600Â million principal amount of our term loan facility. As of OctoberÂ 31, 2024, the term loan facility was terminated.Other LoansIn September 2024, we completed the BIOVECTRA acquisition and assumed two interest-free loans from the Strategic Innovation Fund ("SIF") in the amount of $20Â million with $18Â million recorded at fair value in long-term debt. The loans are repayable in quarterly and yearly installments through 2040 at a weighted average imputed interest rate of 4.7 percent. In addition, we assumed two interest-free loans with the Atlantic Canada Opportunities Agency (â€œACOAâ€) in the amount of $4Â million with $1Â million recorded at fair value in long-term debt. The loans are repayable in monthly installments through 2029 at a weighted average imputed interest rate of 4.5 percent.110AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Senior NotesThe following table summarizes the company's long-term senior notes:Â October 31, 2024October 31, 2023Â AmortizedPrincipalAmortizedPrincipalÂ (in millions)2026 Senior Notes$299Â $299Â 2027 Senior Notes596Â â€”Â 2029 Senior Notes496Â 496Â 2030 Senior Notes497Â 496Â 2031 Senior Notes845Â 844Â 2034 Senior Notes593Â â€”Â Total Senior Notes$3,326Â $2,135Â 2026 Senior NotesOn September 22, 2016, we issued aggregate principal amount of $300 million in senior notes ("2026 senior notes"). The 2026 senior notes were issued at 99.624% of their principal amount. The notes will mature on September 22, 2026 and bear interest at a fixed rate of 3.05% per annum. The interest is payable semi-annually on March 22nd and September 22nd of each year and payments commenced March 22, 2017. In February 2016, we executed three forward-starting pay fixed/receive variable interest rate swaps for the notional amount of $300 million in connection with future interest payments to be made on our 2026 senior notes issued on September 15, 2016. The swap arrangements were terminated on September 15, 2016 with a payment of $10 million, and we recognized this as a deferred loss in accumulated other comprehensive income (loss) which is being amortized to interest expense over the life of the 2026 senior notes. The remaining loss to be amortized related to the interest rate swap agreements at OctoberÂ 31, 2024 was $2 million. 2027 Senior NotesOn September 9, 2024, we issued an aggregate principal amount of $600Â million in senior notes ("2027 senior notes"). The 2027 senior notes were issued at 99.866% of their principal amount. The notes will mature on September 9, 2027, and bear interest at a fixed rate of 4.20% per annum. The interest is payable semi-annually on March 9th and September 9th of each year and payments will commence on March 9, 2025. 2029 Senior NotesOn September 16, 2019, we issued an aggregate principal amount of $500 million in senior notes ("2029 senior notes"). The 2029 senior notes were issued at 99.316% of their principal amount. The notes will mature on September 15, 2029, and bear interest at a fixed rate of 2.75% per annum. The interest is payable semi-annually on March 15th and September 15th of each year and payments commenced on March 15, 2020.In August 2019, we executed treasury lock agreements for $250 million in connection with future interest payments to be made on our 2029 senior notes issued on September 16, 2019. We designated the treasury lock as a cash flow hedge. The treasury lock contracts were terminated on September 6, 2019 and we recognized a deferred loss of $6 million in accumulated other comprehensive income which is being amortized to interest expense over the life of the 2029 senior notes. The remaining loss to be amortized related to the treasury lock agreements at OctoberÂ 31, 2024 was $3 million. 111AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)2030 Senior NotesOn June 4, 2020, we issued an aggregate principal amount of $500Â million in senior notes ("2030 senior notes"). The 2030 senior notes were issued at 99.812% of their principal amount. The 2030 senior notes will mature on June 4, 2030, and bear interest at a fixed rate of 2.10% per annum. The interest is payable semi-annually on June 4th and December 4th of each year and payments commenced on December 4, 2020.2031 Senior NotesOn March 12, 2021, we issued an aggregate principal amount of $850Â million in senior notes ("2031 senior notes"). The 2031 senior notes were issued at 99.822% of their principal amount. The 2031 senior notes will mature on March 12, 2031, and bear interest at a fixed rate of 2.30% per annum. The interest is payable semi-annually on March 12th and September 12th of each year and payments commenced on September 12, 2021.2034 Senior NotesOn September 9, 2024, we issued an aggregate principal amount of $600Â million in senior notes ("2034 senior notes"). The 2034 senior notes were issued at 99.638% of their principal amount. The 2034 senior notes will mature on September 9, 2034, and bear interest at a fixed rate of 4.75% per annum. The interest is payable semi-annually on March 9th and September 9th of each year and payments will commence on March 9, 2025. All outstanding senior notes listed above are unsecured and rank equally in right of payment with all of our other senior unsecured indebtedness.21.Â Â Â STOCKHOLDERS' EQUITYStock Repurchase Program On February 16, 2021 we announced that our board of directors had approved a share repurchase program (the "2021 repurchase program") designed, among other things, to reduce or eliminate dilution resulting from issuance of stock under the company's employee equity incentive programs. The 2021 repurchase program which commenced on February 18, 2021, authorized the purchase of up to $2.0Â billion, excluding excise taxes, of our common stock at the company's discretion and had no fixed termination date. The 2021 repurchase program did not require the company to acquire a specific number of shares and could be suspended, amended or discontinued at any time. During the year ended OctoberÂ 31, 2022, we repurchased and retired 8.4 million shares for $1,139 million under this authorization. During the year ended OctoberÂ 31, 2023, we repurchased and retired 661,739 shares for $99 million, excluding excise taxes, under this authorization. On March 1, 2023, the 2021 repurchase program was terminated and the remaining authorization of $339Â million expired. On January 9, 2023, we announced that our board of directors had approved a share repurchase program (the "2023 repurchase program") designed, among other things, to reduce or eliminate dilution resulting from issuance of stock under the company's employee equity incentive programs. The 2023 repurchase program authorizes the purchase of up to $2.0Â billion, excluding excise taxes, of our common stock at the company's discretion and has no fixed termination date. The 2023 repurchase program does not require the company to acquire a specific number of shares and may be suspended, amended or discontinued at any time. The 2023 repurchase program commenced on March 1, 2023, and also terminated and replaced the 2021 repurchase program. During the year ended OctoberÂ 31, 2023, we repurchased and retired 3.9Â million shares for $476Â million, excluding excise taxes, under this authorization. During the year ended OctoberÂ 31, 2024 we repurchased and retired 8.4Â million shares for $1,150Â million, excluding excise taxes, under this authorization. As of OctoberÂ 31, 2024, we had remaining authorization to repurchase up to approximately $374 million of our common stock under the 2023 repurchase program.On May 29, 2024, we announced that our board of directors had approved a new share repurchase program (the "2024 repurchase program") designed, among other things, to reduce or eliminate dilution resulting from issuance of stock under the company's employee equity incentive programs. The 2024 repurchase program authorizes the purchase of up to $2.0Â billion, excluding excise taxes, of our common stock at the company's discretion and has no fixed termination date. The 2024 repurchase program does not require the company to acquire a specific number of shares and may be suspended, amended or discontinued at any time. The 2024 repurchase program became effective on August 1, 2024 and will commence upon the termination of our 2023 repurchase program.112AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)The Inflation Reduction Act of 2022, which was enacted into law on August 16, 2022, imposed a nondeductible 1% excise tax on the net value of certain stock repurchases made after December 31, 2022. During the year ended OctoberÂ 31, 2024, we recorded the applicable excise taxes payable of approximately $10 million as an incremental cost of the shares repurchased and a corresponding liability for the excise tax payable in other accrued liabilities on our consolidated balance sheet. In fiscal year 2023, we recorded excise taxes payable of approximately $3 million related to shares repurchased in 2023 and paid the tax in 2024.Cash Dividends on Shares of Common Stock During the year ended OctoberÂ 31, 2024, cash dividends of $0.944 per share, or $274 million were declared and paid on the company's outstanding common stock. During the year ended OctoberÂ 31, 2023, cash dividends of $0.900 per share, or $265 million were declared and paid on the company's outstanding common stock. During the year ended OctoberÂ 31, 2022, cash dividends of $0.840 per share, or $250 million were declared and paid on the company's outstanding common stock. On November 20, 2024, we declared a quarterly dividend of $0.248 per share of common stock, or approximately $71 million which will be paid on January 22, 2025, to shareholders of record as of the close of business on December 31, 2024. The timing and amounts of any future dividends are subject to determination and approval by our board of directors. Accumulated Other Comprehensive Income (Loss)Changes in accumulated other comprehensive income (loss) by component and related tax effects for the years ended OctoberÂ 31, 2024 and 2023 were as follows: Net defined benefit pension cost and post retirement plan costsForeign currency translationPrior service creditsActuarial LossesUnrealized gains (losses) on derivativesTotal(in millions)As of October 31, 2022(335)123Â (155)20Â $(347)Other comprehensive income (loss) before reclassifications33Â â€”Â (17)(4)12Â Amounts reclassified out of accumulated other comprehensive income (loss)â€”Â (1)2Â â€”Â 1Â Tax (expense) benefit1Â â€”Â 5Â 1Â 7Â Other comprehensive income (loss)34Â (1)(10)(3)20Â As of October 31, 2023(301)122Â (165)17Â $(327)Other comprehensive income (loss) before reclassifications(11)â€”Â 65Â (9)45Â Amounts reclassified out of accumulated other comprehensive income (loss)(8)(1)(12)(2)(23)Tax (expense) benefit(3)â€”Â â€”Â 3Â â€”Â Other comprehensive income (loss)(22)(1)53Â (8)22Â As of October 31, 2024(323)121Â (112)9Â $(305)113AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Reclassifications out of accumulated other comprehensive income (loss) for the years ended OctoberÂ 31, 2024 and 2023 were as follows (in millions): Details about Accumulated OtherComprehensive Income (Loss) componentsAmounts Reclassifiedfrom Other Comprehensive Income (Loss)Affected line item instatement of operations20242023Foreign currency translation$8Â $â€”Â Other income (expense), net8Â â€”Â Total before income taxâ€”Â â€”Â (Provision) benefit for income tax8Â â€”Â Total net of income taxUnrealized gain (loss) on derivatives$4Â $2Â Cost of productsUnrealized gain (loss) on derivatives(2)(2)Interest expense2Â â€”Â Total before income tax(1)â€”Â (Provision) benefit for income tax1Â â€”Â Total net of income taxNet defined benefit pension cost and post retirement plan costs:Actuarial net gain (loss)12Â (2)Other income (expense)Prior service benefit1Â 1Â Other income (expense)13Â (1)Total before income tax(4)â€”Â (Provision) benefit for income tax9Â (1)Total net of income taxTotal reclassifications for the period$18Â $(1)Amounts in parentheses indicate reductions to income and increases to other comprehensive income.Reclassifications out of accumulated other comprehensive income (loss) of actuarial net gain (loss) and prior service benefit in respect of retirement plans and post retirement pension plans are included in the computation of net periodic benefit cost (income) (see Note 15, "Retirement Plans and Post Retirement Pension Plans").22.Â Â Â SEGMENT INFORMATIONDescription of Segments. We are a global leader in life sciences, diagnostics and applied chemical markets, providing application focused solutions that include instruments, software, services and consumables for the entire laboratory workflow. In the first quarter of fiscal year 2024, we announced a change in our operating segments to move our cell analysis business from our life sciences and applied markets segment to our diagnostics and genomics operating segment in order to further strengthen growth opportunities for both organizations. All historical financial segment information has been recast to conform to this new presentation. There was no change to our Agilent CrossLab business segment.Following this reorganization, we continue to have three business segments comprised of life sciences and applied markets, diagnostics and genomics and Agilent CrossLab, each of which comprises a reportable segment. The three operating segments were determined based primarily on how the chief operating decision maker views and evaluates our operations. Operating results are regularly reviewed by the chief operating decision maker to make decisions about resources to be allocated to the segment and to assess its performance. Other factors, including market separation and customer specific applications, go-to-market channels, products and services and manufacturing are considered in determining the formation of these operating segments.114AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)A description of our three reportable segments is as follows:Our life sciences and applied markets business provides application-focused solutions that include instruments, consumables and software that enable customers to identify, quantify and analyze the physical and biological properties of substances and products, as well as enable customers in the clinical and life sciences research areas to interrogate samples at the molecular and cellular level. Key product categories include: liquid chromatography ("LC") systems and components; liquid chromatography mass spectrometry ("LCMS") systems; gas chromatography ("GC") systems and components; gas chromatography mass spectrometry ("GCMS") systems; inductively coupled plasma mass spectrometry ("ICP-MS")

instruments; atomic absorption ("AA") instruments; microwave plasma-atomic emission spectrometry ("MP-AES") instruments; inductively coupled plasma optical emission spectrometry ("ICP-OES") instruments; raman spectroscopy; laboratory software for sample tracking; information management and analytics; laboratory automation and robotic systems; dissolution testing; vacuum pumps and measurement technologies. Our consumables portfolio is designed to improve customer outcomes. Most of the portfolio is vendor neutral, meaning Agilent can serve and supply customers regardless of their instrument purchase choices. Solutions range from chemistries to supplies. Key product categories in consumables include GC and LC columns, sample preparation products, custom chemistries, and a large selection of laboratory instrument supplies.Our diagnostics and genomics business is comprised of seven areas of activity providing active pharmaceutical ingredients ("APIs") for oligo-based therapeutics as well as solutions that include reagents, instruments, software and consumables, which enable customers in the clinical and life sciences research areas to interrogate samples at the cellular and molecular level.Â First, our cell analysis business includes instruments, reagents, software, and labware associated with unique live-cell analysis platforms in addition to mainstream flow cytometers, plate-readers, and plate washers/dispensers which are used across a broad range of applications. Second, our advanced manufacturing partnerships business is a contract and development manufacturing organization that provides services related to and the production of synthesized oligonucleotides under pharmaceutical good manufacturing practices ("GMP") conditions for use as API in a class of drugs that utilize nucleic acid molecules for disease therapy. Together, our BIOVECTRA and nucleic acid solutions businesses offer a broad range of contract and development manufacturing services to our customers. They also provide clinical-to-commercial scale production capabilities focused mainly on mRNA manufacturing. Third, our pathology solutions business is focused on product offerings for cancer diagnostics and anatomic pathology workflows. The broad portfolio of offerings includes immunohistochemistry ("IHC"), in situ hybridization ("ISH"), hematoxylin and eosin ("H&E") staining and special staining. Fourth, we also collaborate with a number of major pharmaceutical companies to develop new potential tissue pharmacodiagnostics, also known as companion diagnostics, which may be used to identify patients most likely to benefit from a specific targeted therapy. Fifth, the reagent partnership business provides clinical flow cytometry reagents for routine cancer diagnostics. This business also provides bulk antibodies as raw materials and associated assay development services to in vitro diagnostics ("IVD") manufacturers, biotechnology and pharmaceutical companies. Sixth, our genomics business includes arrays and next generation sequencing ("NGS"). This business also includes solutions that enable clinical labs to identify DNA variants associated with genetic disease and help direct cancer therapy. Finally, our biomolecular analysis business provides complete workflow solutions, including instruments, consumables and software, for quality control analysis of nucleic acid samples. Samples are analyzed using quantitative and qualitative techniques to ensure accuracy in further genomics analysis techniques including NGS, utilized in clinical and life science research applications. The Agilent CrossLab business spans the entire lab with its extensive services portfolio, which is designed to improve customer outcomes. The majority of the portfolio is vendor neutral, meaning we can serve and supply customers regardless of their instrument purchase choices. The services portfolio includes repairs, parts, maintenance, installations, training, compliance support, software as a service, asset management, consulting and various other custom services to support the customers' laboratory operations. Custom services are tailored to meet the specific application needs of various industries and to keep instruments fully operational and compliant with the respective industry requirements.A significant portion of the segments' expenses arises from shared services and infrastructure that we have historically provided to the segments in order to realize economies of scale and to efficiently use resources. These expenses, collectively called corporate charges, include finance, tax, treasury, legal, real estate, insurance services, workplace services, human resources, information technology services, corporate development and other corporate infrastructure expenses, costs of centralized research and development and joint sales and marketing costs. Charges are allocated to the segments, and the allocations have been determined on a basis that we consider to be a reasonable reflection of the utilization of services provided to or benefits received by the segments. In addition, we do not allocate certain costs to the operating margin for each segment because management does not include this information in its measurement of the performance of the operating segments. Unallocated costs consist of asset impairments, amortization of acquisition-related intangible assets, acquisition and integration costs, changes in the fair value of acquisition-related contingent consideration, transformational initiatives expenses, 115AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)restructuring and other related costs, business exit and divestiture costs and certain other charges. Transformational initiatives include expenses associated with targeted cost reduction activities such as manufacturing transfers, site consolidations, legal entity and other business reorganizations, in-sourcing or outsourcing of activities.The performance of each segment is measured based on several metrics, including segment income from operations. These results are used, in part, by the chief operating decision maker in evaluating the performance of, and in allocating resources to, each of the segments.The following tables reflect segment results under our management reporting system after excluding certain unallocated costs as noted in the reconciliations below:Years Ended October 31,202420232022(in millions)Net Revenue:Life Sciences and Applied Markets$3,215Â $3,510Â $3,630Â Diagnostics and Genomics1,651Â 1,755Â 1,766Â Agilent CrossLab1,644Â 1,568Â 1,452Â Total net revenue$6,510Â $6,833Â $6,848Â Segment Income from Operations:Life Sciences and Applied Markets$877Â $1,049Â $1,097Â Diagnostics and Genomics320Â 363Â 390Â Agilent CrossLab524Â 463Â 370Â Total reportable segment income from operations 1,721Â 1,875Â 1,857Â Share-Based Compensation Expense:Life Sciences and Applied Markets$59Â $60Â $62Â Diagnostics and Genomics30Â 28Â 32Â Agilent CrossLab29Â 24Â 26Â Unallocated share-based compensation expenses (1)12Â â€”Â 6Â Total share-based compensation expense$130Â $112Â $126Â Depreciation Expense:Life Sciences and Applied Markets$64Â $58Â $55Â Diagnostics and Genomics56Â 45Â 43Â Agilent CrossLab29Â 25Â 22Â Total depreciation expense$149Â $128Â $120Â (1) Share-based compensation expense amounts not allocated to the segments relate to accelerated share-based compensation expense from workforce reduction and from acquisition of businesses.Segment assets include allocations of corporate assets, goodwill, net other intangibles and other assets. Unallocated assets primarily consist of cash, cash equivalents, prepaid expenses, long-term investments, deferred tax assets, right-of use assets and other assets. 116AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued) Â Â Â Â The following table reflects segment assets and capital expenditures under our management reporting system.October 31,20242023(in millions)Assets:Life Sciences and Applied Markets$3,139Â $3,161Â Diagnostics and Genomics5,044Â 3,966Â Agilent CrossLab915Â 897Â Total reportable segment assets$9,098Â $8,024Â Capital Expenditures:Life Sciences and Applied Markets$60Â $64Â Diagnostics and Genomics299Â 212Â Agilent CrossLab19Â 22Â Total capital expenditures$378Â $298Â Major Customers.Â Â Â Â No customer represented 10 percent or more of our total net revenue in 2024, 2023 or 2022.Â Â Â Â Â Â Â Â Â Â The following table reconciles reportable segments' income from operations to Agilent's total enterprise income before taxes:Â Years Ended OctoberÂ 31,Â 202420232022Â (in millions)Total reportable segments' income from operations$1,721Â $1,875Â $1,857Â Unallocated CostsAmortization of intangible assets related to business combinations(102)(139)(191)Acquisition and integration costs(12)(16)(25)Transformational initiatives(11)(25)(30)Asset impairments(8)(277)â€”Â Business exit and divestiture costs â€”Â â€”Â (7)Change in fair value of contingent considerationâ€”Â (1)25Â Restructuring and other related costs(76)(46)â€”Â Other (24)(21)(11)Total unallocated costs(233)(525)(239)Income from operations1,488Â 1,350Â 1,618Â Interest income80Â 51Â 9Â Interest expense(96)(95)(84)Other income (expense), net49Â 33Â (39)Income before taxes$1,521Â $1,339Â $1,504Â 117AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)Â Â Â Â The following table reconciles segment assets to Agilent's total assets:October 31,20242023(in millions)Total reportable segments' assets$9,098Â $8,024Â Cash and cash equivalents1,329Â 1,590Â Prepaid expenses188Â 139Â Long-term investments175Â 164Â Long-term and other receivables143Â 127Â Deferred tax assets351Â 284Â Right of use assets177Â 154Â Others385Â 281Â Total assets$11,846Â $10,763Â The other category primarily includes over funded pension plans which are not allocated to the segments. The following table presents summarized information for net revenue by geographic region. Revenues from external customers are generally attributed to countries based upon the customers' location. Years Ended October 31,202420232022Â (in millions)Net revenue:Â Â Â United States$2,246Â $2,410Â $2,385Â China including Hong Kong1,217Â 1,383Â 1,499Â Rest of the world3,047Â 3,040Â 2,964Â Total net revenue6,510Â 6,833Â 6,848Â The following table presents summarized information for long-lived assets by geographic region. Long lived assets consist of property, plant, and equipment, right-of-use assets, long-term receivables and other long-term assets excluding intangible assets. The rest of the world primarily consists of Asia and the rest of Europe.October 31,20242023Â (in millions)Long-lived Assets:United States$1,453Â $1,188Â Canada279Â 2Â Germany244Â 192Â Rest of World529Â 469Â Total Long-lived Assets$2,505Â $1,851Â 118AGILENT TECHNOLOGIES,Â INC.NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Continued)23.Â Â Â SUBSEQUENT EVENT New Segment Structure. In November 2024, we announced a change in our organizational structure to support our market-focused, customer-centric strategy. Our diagnostics and genomics segment combined with our liquid chromatography and mass spectrometry instrument platforms will form our new life sciences and diagnostics markets segment. Our chemistries and supplies, laboratory automation and robotics, and software and informatics divisions moved from our life sciences and applied markets segment to our Agilent CrossLab segment. The remaining divisions in our life sciences and applied markets segment which includes our gas chromatography, gas chromatography mass spectrometry, remarketed instruments, spectroscopy and vacuum divisions will form our new applied markets segment. Following this re-organization, we will have three businesses - life sciences and diagnostics markets, applied markets and Agilent CrossLab - each of which will comprise a reportable segment. All historical segment financial information will be recast to conform to this new reporting structure in our financial statements and accompanying notes, beginning with our Form 10-Q filing for the first quarter of fiscal year 2025. 119ItemÂ 9.Â Â Â Â Changes in and Disagreements with Accountants on Accounting and Financial DisclosureNone.ItemÂ 9A.Â Â Â Â Controls and ProceduresEvaluation of Disclosure Controls and ProceduresOur management has evaluated, under the supervision and with the participation of our Chief Executive Officer and Chief Financial Officer, the effectiveness of our disclosure controls and procedures as of OctoberÂ 31, 2024, pursuant to and as required by RuleÂ 13a-15(b) under the Securities Exchange Act of 1934 (â€œExchange Actâ€). Based on that evaluation, our Chief Executive Officer and Chief Financial Officer have concluded that, as of OctoberÂ 31, 2024, the company's disclosure controls and procedures, as defined by RuleÂ 13a-15(e) under the Exchange Act, were effective and designed to ensure that (i)Â information required to be disclosed in the company's reports filed under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and (ii)Â information is accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosures.Management's Report on Internal Control Over Financial ReportingOur management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Exchange Act RuleÂ 13a-15(f). Under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer, we assessed the effectiveness of our internal control over financial reporting based on the framework in Internal ControlÂ - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO"). As a result of that assessment, management concluded that our internal control over financial reporting was effective as of OctoberÂ 31, 2024, based on criteria in Internal Control - Integrated Framework (2013) issued by the COSO.SEC staff guidance discusses the exclusion of an acquired businessâ€™s internal controls from managementâ€™s annual assessment of the internal controls over financial reporting when it is not possible to conduct assessments for the acquired business in the period between the acquisition date and the date of managementâ€™s assessment. The company completed the acquisition of BIOVECTRA on September 20, 2024. Management excluded BIOVECTRA from its assessment of the effectiveness of the companyâ€™s internal control over financial reporting as of OctoberÂ 31, 2024. BIOVECTRA constituted less than 1 percent of total revenue for the period ending OctoberÂ 31, 2024 and 3 percent of total assets, excluding acquired goodwill and other intangible assets, as of OctoberÂ 31, 2024.The effectiveness of our internal control over financial reporting as of OctoberÂ 31, 2024 has been audited by PricewaterhouseCoopersÂ LLP, an independent registered public accounting firm, as stated in their report which appears in ItemÂ 8 of this Annual Report on FormÂ 10-K.Changes in Internal Control Over Financial ReportingThere were no changes in our internal control over financial reporting that occurred during Agilent's last fiscal quarter that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.ItemÂ 9B.Â Â Â Â Other InformationRule 10b5-1 Trading ArrangementsDuring the three months ended OctoberÂ 31, 2024, none of our officers or directors adopted, modified or terminated a "Rule 10b5-1 trading arrangement" or "non-Rule 10b5-1 trading arrangement" as each term is defined in Item 408 of Regulation S-K.ItemÂ 9C. Disclosure Regarding Foreign Jurisdictions that Prevent InspectionsNot applicable.120PART IIIItemÂ 10. Directors, Executive Officers and Corporate GovernanceInformation regarding our directors appears under â€œProposal No.Â 1Â - Election of Directorsâ€ in our Proxy Statement for the Annual Meeting of Stockholders (â€œProxy Statementâ€), to be held MarchÂ 13, 2025. That portion of the Proxy Statement is incorporated by reference into this report. Information regarding our executive officers appears in ItemÂ 1 of this report under â€œInformation about our Executive Officers.â€ Information regarding our Audit and Finance Committee and our Audit and Finance Committee's financial expert appears under â€œAudit and Finance Committee Reportâ€ and â€œCorporate Governanceâ€ in our Proxy Statement. That portion of the Proxy Statement is incorporated by reference into this report.There were no material changes to the procedures by which security holders may recommend nominees to our Board of Directors in fiscal year 2024. Information regarding our code of ethics (the company's Standards of Business Conduct) applicable to our principal executive officer, our principal financial officer, our controller and other senior financial officers appears in ItemÂ 1 of this report under â€œInvestor Information.â€ We will post amendments to or waivers from a provision of the Standards of Business Conduct with respect to those persons on our website at www.investor.agilent.com.Compliance with SectionÂ 16(a) of the Exchange ActInformation about compliance with SectionÂ 16(a) of the Exchange Act appears under â€œSectionÂ 16(a) Beneficial Ownership Reporting Complianceâ€ in the Proxy Statement. That portion of the Proxy Statement is incorporated by reference into this report.Insider Trading PolicyWe have adopted an Insider Trading policy and procedures governing the purchase, sale and/or other disposition of our securities by directors, officers and employees, or Agilent itself, that we believe are reasonably designed to promote compliance with insider trading laws, rules and regulations and applicable NYSE listing standards. A copy of our Insider Trading policy is filed with this Annual Report on Form 10-K as Exhibit 19.1.ItemÂ 11.Â Â Â Â Executive CompensationInformation about compensation of our named executive officers appears under â€œExecutive Compensationâ€ in the Proxy Statement. Information about compensation of our directors appears under â€œCompensation of Non-Employee Directorsâ€ and â€œCompensation Committee Reportâ€ in the Proxy Statement. Those portions of the Proxy Statement are incorporated by reference into this report.ItemÂ 12.Â Â Â Â Security Ownership of Certain Beneficial Owners and Management and Related Stockholder MattersInformation about security ownership of certain beneficial owners and management appears under "Beneficial Ownership" in the Proxy Statement. That portion of the Proxy Statement is incorporated by reference into this report.121EQUITY COMPENSATION PLAN INFORMATIONThe following table summarizes information about our equity compensation plans as of OctoberÂ 31, 2024. All outstanding awards relate to our common stock.Plan CategoryNumber of Securitiesto be Issued uponExercise ofOutstanding Options,Warrants and RightsWeighted-averageExercise Price ofOutstandingOptions,Warrants andRightsNumber of SecuritiesRemaining Available forFuture Issuance underEquity Compensation Plans(Excluding SecuritiesReflected in Column(a))Â (a)(b)(c)Equity compensation plans approved by security holders (1)(2)(3)3,140,791Â $134Â 40,911,061Â Equity compensation plans not approved by security holdersâ€”Â â€”Â â€”Â Total3,140,791Â $134Â 40,911,061Â (1)The number of securities remaining available for future issuance in column (c)Â includes 23,775,073 shares of common stock authorized and available for issuance under our current Employee Stock Purchase Plan ("ESPP"). The number of shares authorized for issuance under the ESPP is subject to an automatic annual increase of the lesser of one percent of the outstanding common stock of Agilent or an amount determined by the Compensation Committee of our Board of Directors. Under the terms of the ESPP, in no event shall the aggregate number of shares issued under the ESPP exceed 31 millionÂ shares. (2)We issue securities under our equity compensation plans in forms other than options, warrants or rights. On November 15, 2017 and March 21, 2018, the Board of Directors and the stockholders, respectively, approved the Agilent Technologies, Inc. 2018 Stock Plan (the â€œ2018 Planâ€), which amends, including renaming and extending the term of, the Agilent Technologies,Â Inc. 2009 Stock Plan (the "2009 Plan"). The 2018 Plan provides for awards of stock-based incentive compensation to our employees (including officers) and directors. The 2018 Plan provides for the grant of awards in the form of stock options, stock appreciation rights, restricted stock, restricted stock units, performance shares and performance units with performance-based conditions on vesting or exercisability, and cash awards. The 2018 Plan has a term of ten years.(3)We issue securities under our equity compensation plans in forms which do not require a payment by the recipient to us at the time of exercise or vesting, including restricted stock, restricted stock units and performance units. Accordingly, the weighted-average exercise price in column (b)Â does not take these awards into account.ItemÂ 13.Â Â Â Â Certain Relationships and Related Transactions, and Director IndependenceInformation about certain relationships and related transactions appears under "Related Person Transactions Policy and Procedures" in the Proxy Statement. Information about director independence appears under the heading "Corporate GovernanceÂ â€” Director Independence" in the Proxy Statement. Each of those portions of the Proxy Statement is incorporated by reference into this report.ItemÂ 14.Â Â Â Â Principal Accounting Fees and ServicesInformation about principal accountant fees and services as well as

related pre-approval policies appear under "Fees Paid to PricewaterhouseCoopers LLP" and "Policy on Preapproval of Audit and Permissible Non-Audit Services of Independent Registered Public Accounting Firm" in the Proxy Statement. Those portions of the Proxy Statement are incorporated by reference into this report.122PART IVItemÂ 15.Â Â Â Â Exhibits and Financial Statement Schedules(a)Â Â Â Â The following documents are filed as part of this report:1.Â Â Â Â Financial Statements.See Index to Consolidated Financial Statements under Item 8 on Page 57 of this report.2.Â Â Â Â Financial Statement Schedule.The following additional financial statement schedule should be considered in conjunction with our consolidated financial statements. All other schedules have been omitted because the required information is either not applicable or not sufficiently material to require submission of the schedule:SCHEDULE IISCHEDULE IIVALUATION AND QUALIFYING ACCOUNTSColumn AColumn BColumn CColumn DColumn EDescriptionBalance atBeginningof PeriodAdditions Charged toExpenses orOther Accounts*Deductions Credited to Expenses or Other Accounts**Balance atEnd ofPeriodÂ (in millions)2024Â Â Â Â Tax valuation allowance$112Â $4Â (3)113Â 2023Â Â Â Â Tax valuation allowance$115Â $1Â (4)112Â 2022Â Â Â Â Tax valuation allowance$120Â $7Â (12)115Â * Additions include current year additions charged to expenses and current year build due to increases in net deferred tax assets, return to provision true-ups, other adjustments and other comprehensive income impact to deferred taxes. ** Deductions include current year releases credited to expenses and current year reductions due to decreases in net deferred tax assets, return to provision true-ups, other adjustments and other comprehensive income impact to deferred taxes. 1233.Â Â Â Â Exhibits.Exhibits are incorporated herein by reference or are filed with this report as indicated below (numbered in accordance with ItemÂ 601 of RegulationÂ S-K):Incorporation by ReferenceExhibitNumberDescriptionFormDateExhibitNumberFiledHerewith2.1Separation and Distribution Agreement, dated AugustÂ 1, 2014, by and between Agilent Technologies,Â Inc. and Keysight Technologies,Â Inc. (pursuant to Item 601(b)(2) of Regulation S-K, schedules to the Separation and Distribution Agreement have been omitted; they will be supplementally provided to the SEC upon request)8-K8/5/20142.13.1Second Amended and Restated Certificate of Incorporation.8-K3/17/20233.13.2Second Amended and Restated Bylaws.8-K5/22/20233.24.1Registration Rights Agreement between Agilent Technologies,Â Inc. and Credit Suisse First Boston Corporation, J.P. Morgan Securities,Â Inc. and Salomon Smith Barney, Inc. dated NovemberÂ 27, 2001.8-K11/27/200199.34.2Indenture, dated OctoberÂ 24, 2007, between Agilent Technologies,Â Inc. and the trustee for the debt securities.S-3ASR10/24/20074.014.3Eighth Supplemental Indenture, dated as of September 22, 2016, between the Company and U.S. Bank National Association and Form of Global Note for the Companyâ€™s 3.050% Senior Note due 20268-K9/22/20164.014.4Indenture, dated as of September 16, 2019, between the Company and U.S. Bank National Association8-K9/16/20194.14.5First Supplemental Indenture, dated as of September 16, 2019, between the Company and U.S. Bank National Association and Form of 2.750% Senior Note due 20298-K9/16/20194.24.6Second Supplemental Indenture, dated as of June 4, 2020, between the Company and U.S. Bank National Association and Form of 2.100% Senior Note due 20308-K6/4/20204.14.7Indenture dated as of March 12, 2021, between the Company and Citibank, N.A.8-K3/12/20214.14.8First Supplemental Indenture, dated as of March 12, 2021, between the Company and Citibank, N.A. and Form of Global Note for the Companyâ€™s 2.300% Senior Notes due 2031.8-K3/12/20214.24.9Description of Securities10-K12/19/20194.84.10Second Supplemental Indenture, dated as of September 9, 2024 between the Company and Citibank, N.A. and Form of Global Note for the Company's 4.200% Senior Notes due 2027 8-K9/09/20244.24.11Third Supplemental Indenture, dated as of September 9, 2024 between the Company and Citibank, N.A. and Form of Global Note for the Company's 4.750% Senior Notes due 20348-K9/09/20244.410.1Agilent Technologies,Â Inc. 1999 Stock Plan (Amendment and Restatement Effective NovemberÂ 14, 2006).*10-K12/22/200610.810.2Form of Award Agreement (U.S.) for grants under the Agilent Technologies,Â Inc. 1999 Stock Plan.*8-K11/12/200410.110.3Form of Award Agreement (Non-U.S.) for grants under the Agilent Technologies,Â Inc. 1999 Stock Plan.*8-K11/12/200410.2124Incorporation by ReferenceExhibitNumberDescriptionFormDateExhibitNumberFiledHerewith10.4Agilent Technologies,Â Inc. 2020 Employee Stock Purchase Plan effective MayÂ 1, 2020).*10-Q6/1/202010.110.5Agilent Technologies,Â Inc. 2009 Stock Plan.*DEF14A1/27/2009AppendixÂ A10.6Form of Stock Option Award Agreement under the 2009 Stock Plan for U.S. Employees (for awards made after OctoberÂ 31, 2010).*10â€‘K12/20/201010.1710.7Form of Stock Option Award Agreement under the 2009 Stock Plan for U.S. Employees.*10-K12/21/200910.3110.8Form of Stock Option Award Agreement under the 2009 Stock Plan for non-U.S. Employees (for awards made after OctoberÂ 31, 2010).*10â€‘K12/20/201010.1910.9Form of Stock Option Award Agreement under the 2009 Stock Plan for non-U.S. Employees.*10-K12/21/200910.3210.10Form of Stock Award Agreement for Standard Awards granted to Employees (for awards made after OctoberÂ 31, 2010).*10â€‘K12/20/201010.2110.11Form of Stock Award Agreement under the 2009 Stock Plan for Standard Awards granted to Employees (for awards made after November 17, 2015).*10-K12/21/201510.2610.12Form of Stock Award Agreement under the 2009 Stock Plan for Long-Term Performance Program Awards (for awards made after November 17, 2015). *10-K12/21/201510.2810.13Form of Stock Award Agreement under the 2009 Stock Plan for New Executives (for awards made after November 17, 2015). *10-K12/21/201510.2910.14Agilent Technologies,Â Inc. 2018 Stock Plan.*DEF14A2/7/2019AppendixÂ B10.15Form of Stock Award Agreement under the 2018 Stock Plan for Standard Awards granted to Employees. *10-Q5/31/201810.110.16Form of Stock Award Agreement under the 2018 Stock Plan for Long-Term Performance Program Awards. *10-Q5/31/201810.210.17Form of Stock Award Agreement under the 2018 Plan for Standard Awards granted to Employees (for awards made after November 13, 2018). *10-K12/20/201810.1710.18Form of Stock Award Agreement under the 2018 Stock Plan for Long-Term Performance Program Awards (for awards made after November 13, 2018). *10-K12/20/201810.1810.19Form of Stock Award Agreement under the 2018 Stock Plan for Standard Awards granted to Employees (for awards made after November 14, 2023)*10-K12/20/202310.1910.20Form of Stock Option Award Agreement under the 2018 Stock Plan for non-U.S. Employees (for awards made after November 14, 2023)*10-K12/20/202310.2010.21Form of Stock Award Agreement under the 2018 Stock Plan for Long-Term Performance Program Awards (for awards made after November 14, 2023)*10-K12/20/202310.2110.22Form of Stock Award Agreement under the 2018 Stock Plan for Retention Awards granted to Employees (for awards made on or after November 14, 2023)*10-K12/20/202310.22125Incorporation by ReferenceExhibitNumberDescriptionFormDateExhibitNumberFiledHerewith10.23Agilent Technologies,Â Inc. Supplemental Benefit Retirement Plan (Amended and Restated Effective MayÂ 20, 2014).*10-K12/21/201710.1710.24Agilent Technologies,Â Inc. Long-Term Performance Program (Amended and Restated through NovemberÂ 1, 2005).*10-Q3/9/200610.6310.25Agilent Technologies,Â Inc. 2005 Deferred Compensation Plan for Non-Employee Directors (Amended and Restated Effective NovemberÂ 18, 2009).*10-K12/21/200910.3910.26Agilent Technologies,Â Inc. 2005 Deferred Compensation Plan (Amended and Restated Effective MayÂ 20, 2014).*10-K12/21/201710.2010.27Agilent Technologies,Â Inc. 2010 Performanceâ€‘Based Compensation Plan for Covered Employees. (as adopted on November 19. 2014)DEF14A2/6/2015Annex A10.28Form of Amended and Restated Indemnification Agreement between Agilent Technologies,Â Inc. and Directors of the Company, SectionÂ 16 Officers and Boardâ€‘elected Officers of the Company.*8-K4/10/200810.110.29Form of Tier I Change of Control Severance Agreement between Agilent Technologies, Inc. and the Chief Executive Officer*10-K12/22/201410.3510.30Form of Amended and Restated Change of Control Severance Agreement between Agilent Technologies,Â Inc. and SectionÂ 16 Officers (other than the Company's Chief Executive Officer).*8-K4/10/200810.310.31Form of Tier II Change of Control Severance Agreement between Agilent Technologies, Inc. and Section 16 Officers (other than the Companyâ€™s Chief Executive Officer)*10-K12/22/201410.3710.32Form of New Executive Officer Change of Control Severance Agreement between Agilent Technologies,Â Inc. and specified executives of the Company (for executives hired, elected or promoted after JulyÂ 14, 2009).*10-K12/21/200910.510.33Form of Tier III Change of Control Severance Agreement between Agilent Technologies, Inc. and specified executives of the Company*10-K12/22/201410.3910.34Tax Matters Agreement, dated AugustÂ 1, 2014, by and between Agilent Technologies,Â Inc. and Keysight Technologies,Â Inc.8-K8/5/201410.110.35Employee Matters Agreement, dated AugustÂ 1, 2014, by and between Agilent Technologies,Â Inc. and Keysight Technologies,Â Inc.8-K8/5/201410.210.36Intellectual Property Matters Agreement, dated AugustÂ 1, 2014, by and between Agilent Technologies,Â Inc. and Keysight Technologies,Â Inc.8-K8/5/201410.310.37Trademark License Agreement, dated AugustÂ 1, 2014, by and between Agilent Technologies,Â Inc. and Keysight Technologies,Â Inc.8-K8/5/201410.410.38Real Estate Matters Agreement, dated AugustÂ 1, 2014, by and between Agilent Technologies,Â Inc. and Keysight Technologies,Â Inc.8-K8/5/201410.510.39Credit Agreement, dated June 7, 2023, by and among the Company, the Lenders party thereto and BNP Paribas, as Administrative Agent.8-K6/13/202310.1126Incorporation by ReferenceExhibitNumberDescriptionFormDateExhibitNumberFiledHerewith10.40Incremental Assumption Agreement dated as of April 21, 2021, by and among the Company, the Lenders party thereto and BNP Paribas, as Administrative Agent8-K4/22/202110.110.41Term Loan Agreement, dated as of April 15, 2022, among the Company, the lenders party thereto, Wells Fargo Bank, National Association, as administrative agent. 8-K4/19/202210.110.42Letter of Terms and Conditions of U.S. Indefinite Relocation and U.S. Domestic Relocation Agreement, each by and among Michael R. McMullen and the Company*10-Q3/8/201610.110.43Letter of Terms and Conditions of U.S. Indefinite Relocation and U.S. Domestic Relocation Agreement, each by and among Robert McMahon and the Company*10-K12/20/201810.4110.44Letter of Terms and Conditions Localization Program by and among Padraig McDonnell and the Company*10-Q6/1/202010.210.45Agilent Technologies, Inc. Excess Benefit Retirement Plan (Amended and Restated Effective May 20, 2014)*10-K12/21/201710.419.1Insider Trading PolicyX21.1Significant subsidiaries of Agilent Technologies,Â Inc. as of OctoberÂ 31, 2024.X23.1Consent of Independent Registered Public Accounting Firm.X24.1Powers of Attorney. Contained in the signature page of this Annual Report on FormÂ 10-K.X31.1Certification of Chief Executive Officer pursuant to SectionÂ 302 of the Sarbanesâ€‘Oxley Act of 2002.X31.2Certification of Chief Financial Officer pursuant to SectionÂ 302 of the Sarbanesâ€‘Oxley Act of 2002.X32.1Certification of Chief Executive Officer pursuant to SectionÂ 906 of the Sarbanesâ€‘Oxley Act of 2002.X32.2Certification of Chief Financial Officer pursuant to SectionÂ 906 of the Sarbanesâ€‘Oxley Act of 2002.X97.1Agilent Technologies, Inc. Executive Compensation Clawback PolicyX101.INSXBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document.X101.SCHXBRL Taxonomy Extension Schema Document.X101.CALXBRL Taxonomy Extension Calculation Linkbase Document.X101.LABXBRL Taxonomy Extension Label Linkbase Document.X101.PREXBRL Taxonomy Extension Presentation Linkbase Document.X101.DEFXBRL Taxonomy Extension Definition Linkbase Document.X*Â Â Â Â Indicates management contract or compensatory plan, contract or arrangement.127ItemÂ 16.Â Â Â Â Form 10-K SummaryNone.128SIGNATURESPursuant to the requirements of SectionÂ 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.Â Â AGILENT TECHNOLOGIES,Â INC.Â Â BYÂ /s/Â PADRAIG MCDONNELLPadraig McDonnellPresident and Chief Executive OfficerDate: DecemberÂ 19, 2024 129POWER OF ATTORNEYKNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Bret DiMarco and P. Diana Chiu, or either of them, his or her attorneys-in-fact, for such person in any and all capacities, to sign any amendments to this report and to file the same, with exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, hereby ratifying and confirming all that any of said attorneys-in-fact, or substitute or substitutes, may do or cause to be done by virtue hereof. Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.SignatureTitleDate/s/ PADRAIG MCDONNELLDirector, President and Chief Executive OfficerDecember 19, 2024Padraig McDonnell(Principal Executive Officer)/s/ ROBERT W. MCMAHONSenior Vice President and Chief Financial OfficerDecember 19, 2024Robert W. McMahon(Principal Financial Officer)/s/ RODNEY GONSALVESVice President, Corporate ControllershipDecember 19, 2024Rodney Gonsalves(Principal Accounting Officer)/s/ KOH BOON HWEEChairman of the Board of DirectorsDecember 19, 2024Koh Boon Hwee/s/ MALA ANANDDirectorDecember 19, 2024Mala Anand/s/ OTIS W. BRAWLEY, M.D.DirectorDecember 19, 2024Otis W. Brawley, M.D./s/ G. MIKAEL DOLSTEN, M.D., PH.D.DirectorDecember 19, 2024G. Mikael Dolsten, M.D., PH.D./s/ HEIDI KUNZDirectorDecember 19, 2024Heidi Kunz/s/ DANIEL K. PODOLSKY, M.D.DirectorDecember 19, 2024Daniel K. Podolsky, M.D./s/ SUE H. RATAJDirectorDecember 19, 2024Sue H. Rataj/s/ GEORGE A. SCANGOS, Ph.D.DirectorDecember 19, 2024George A. Scangos, Ph.D./s/ DOW R. WILSONDirectorDecember 19, 2024Dow R. Wilson130 EX-19.1 2 a-10312024xexx191.htm EX-19.1 DocumentExhibit 19.1Insider Trading PolicyGeneral Prohibition on Trading While in Possession of Material Non-Public InformationIf you possess information about Agilent that is both material and non-public, you are subject to trading restrictions. You and your immediate family1 cannot legally trade in Agilent securities (including options, put or call options, forward contracts, warrants, swaps and other derivative securities tied to any of the foregoing), disclose such information to anyone, including your family, friends and colleagues, who may buy or sell securities because of the information, or make recommendations to anyone about trading in Agilent securities while in possession of material and non-public information about Agilent. Information is â€œmaterialâ€ if it would influence a reasonable person to buy or sell securities, would be likely to be used as part an investment decision regarding securities or is reasonably likely to affect the market price of securities to which the information relates, as applicable. Examples include undisclosed data reflecting orders, sales, earnings or profitability, or trends in these figures; impending announcements of major new products; major Agilent acquisitions, equity investments or divestitures; pending public offerings or private sales of debt/equity securities; senior management changes; major physical or digital security breaches and important developments in projects, alliances or litigation.Information is â€œnon-publicâ€ if it has not been the subject of an Agilent press release or SEC filing disclosing such information or has otherwise not been widely disseminated to the public.Trading Window RestrictionsIn addition to the general restriction described above, directors, officers and other Agilent employees who have access to certain financial information are prohibited from trading when the earnings trading window is closed. The earnings trading window generally opens at the market open on the second trading day after the public announcement of earnings and ends at market close on the last trading day of the second month of Agilentâ€™s fiscal quarter (e.g., if Agilent releases earnings for the quarter ended October 31 on November 25, then the earnings trading window would open at the market open on November 27 and close on the last trading day in December).2 However, please note that the dates for earnings releases may change on very short notice. In addition, the trading window may be shortened or eliminated under certain circumstances, of which any affected persons would be notified. What Constitutes Trading in Agilent SecuritiesTrading in Agilent securities includes buying or selling Agilent shares in the open market; selling shares that were purchased under the Agilent employee stock purchase plan or issued upon exercise of an Agilent employee stock option, gifts of Agilent shares and net settlement of equity awards to fund tax or exercise price obligations. Prohibited trading does not include purchases of Agilent stock through the Agilent employee stock purchase plan or purchases, without sale, of shares through exercise of an Agilent employee stock option.1 The term â€œimmediate familyâ€ means your spouse, parents, natural and adopted children (or other minor dependents), siblings, mothers- and fathers- in-law, sons- and daughters-in-law and brothers- and sisters-in-law, no matter where they reside, as well as any individuals residing in your household. These individuals are included because securities laws will generally presume that they obtained material non-public information from the insider, unless the insider is able to successfully prove that the person obtained the information from another source. 1(Revised in December 2024)Written Trading Plans and Limit OrdersThe foregoing restrictions on trading, including the earnings trading window restrictions, do not apply to transactions which are executed pursuant to the terms of a pre-approved Rule 10b5-1 trading plan. All Rule 10b5-1 plans must be pre-approved by the Corporate Secretary or Assistant Secretary and entered into when the earnings trading window is open and when the employee is not aware of any material nonpublic information. All Rule 10b5-1 trading plans must comply with Rule 10b5-1(c) under the Securities Exchange Act of 1934, as amended. It is the Companyâ€™s general policy to approve the use of Rule 10b5-1 trading plans by those employees who are subject to the earnings trading window restrictions, or who otherwise as a result of their position with the Company, are regularly in possession of material inside information. There is no exception from the restrictions on insider trading and trading window restrictions for trades made under outstanding limit orders. Therefore, you must cancel any automatic orders that do not constitute Rule 10b5-1 trading plans during periods when you are subject to any insider trading restrictions. Restrictions on Hedging and Other TransactionsAgilent policy restricts directors, officers and other employees from engaging in hedging transactions, such as purchasing or writing derivative securities including puts and calls, prepaid variable forward contracts and entering into short sales or short positions, with respect to Agilent securities. Also, Agilent policy restricts directors and executive officers from buying Agilent stock on margin or pledging owned Agilent shares as collateral for loans or other indebtedness.Penalties for Insider Trading ViolationsIf you violate insider trading laws, both you and Agilent may be subject to severe penalties, including criminal penalties. You may also be liable for trading by your spouse, family members or others who trade on material non-public information disclosed by you. U.S. insider trading laws apply to all Agilent employees at any level, not merely to directors, officers or managers. U.S. insider trading laws apply to Agilent employees outside the U.S. who trade Agilent securities in the U.S. They apply to all transactions in Agilent securities.Similar laws in other countries may apply to trading by Agilent employees who are located in those countries, or to trades in exchanges that are located there. Most of Europe is covered by insider trading restrictions under an EU directive and parallel national legislation.Separate and apart from any criminal penalties, employees who violate Agilentâ€™s insider trading policies are subject to disciplinary action, which may include termination of employment.Additional InformationIn addition, Agilent is also prohibited from trading in Agilent securities based upon material non-public information about itself, consistent with applicable law.If you have any questions regarding Agilentâ€™s insider trading policies or procedures, please contact the Corporate Secretary or Assistant Secretary.2(Revised in December 2024) EX-21.1 3 a-10312024xexx211.htm EX-21.1

DocumentExhibitÂ 21.1SIGNIFICANT SUBSIDIARIESOrganized Under the Laws ofAgilent Technologies Luxco LLCLuxembourgAgilent Technologies Singapore (Global) Pte Ltd.SingaporeAgilent Technologies Singapore (International) Pte. Ltd.SingaporeAgilent Technologies World Trade, Inc.United StatesDako Denmark ApSDenmark EX-23.1 4 a-10312024xexx231.htm EX-23.1 DocumentExhibitÂ 23.1Â CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRMÂ Â Â Â Â Â Â Â We hereby consent to the incorporation by reference in the Registration Statements on Forms S-8 (Noâ€™s. 333-249212, 333-230454, 333-189051, 333-158096, 333-157002, 333-150873, 333-116400, 333-88864, 333-47024, 333-38194, 333-38080, 333-35016, and 333-91121) and Form S-3 (No. 333-281896) of Agilent Technologies, Inc. of our report dated DecemberÂ 19, 2024 relating to the financial statements, financial statement schedule and the effectiveness of internal control over financial reporting, which appears in this Form 10-K./s/ PricewaterhouseCoopersÂ LLPSan Jose, CaliforniaDecemberÂ 19, 2024 EX-31.1 5 a-10312024xexx311.htm EX-31.1 DocumentExhibitÂ 31.1Â CERTIFICATION PURSUANT TORULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED SECTIONÂ 302 OF THE SARBANES-OXLEY ACT OF 2002Â I, Padraig McDonnell, certify that:1.I have reviewed this FormÂ 10-K of Agilent Technologies,Â Inc.Â 2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;Â 3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;Â 4.The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act RulesÂ 13a-15(f) and 15d-15(f)) for the registrant and have:Â (a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;Â (b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;Â (c)Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andÂ (d)Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; andÂ 5.The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):Â (a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; andÂ (b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.Date:December 19, 2024/s/ Padraig McDonnellPadraig McDonnellDirector, President and Chief Executive Officer EX-31.2 6 a-10312024xexx312.htm EX-31.2 DocumentExhibitÂ 31.2CERTIFICATION PURSUANT TORULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED SECTIONÂ 302 OF THE SARBANES-OXLEY ACT OF 2002Â I, Robert W. McMahon, certify that:1.I have reviewed this FormÂ 10-K of Agilent Technologies,Â Inc.Â 2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;Â 3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;Â 4.The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act RulesÂ 13a-15(f) and 15d-15(f)) for the registrant and have:Â (a)Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;Â (b)Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;Â (c)Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andÂ (d)Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; andÂ 5.The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):Â (a)All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; andÂ (b)Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.Date:December 19, 2024/s/ Robert W. McMahonRobert W. McMahonSenior Vice President and Chief Financial Officer EX-32.1 7 a-10312024xexx321.htm EX-32.1 DocumentExhibitÂ 32.1Â CERTIFICATION PURSUANT TO18 U.S.C. SECTIONÂ 1350,AS ADOPTED PURSUANT TO SECTIONÂ 906 OF THE SARBANES-OXLEY ACT OF 2002Â Â Â Â Â Â Â Â In connection with the Annual Report of Agilent Technologies,Â Inc. (the "Company"), on FormÂ 10-K for the period ended OctoberÂ 31, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Padraig McDonnell, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, that:(1)The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934; andÂ (2)The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Â Â Â Â Â Â Â Â A signed original of this written statement required by SectionÂ 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.Date:December 19, 2024/s/ Padraig McDonnellPadraig McDonnellDirector, President and Chief Executive Officer EX-32.2 8 a-10312024xexx322.htm EX-32.2 DocumentExhibitÂ 32.2Â CERTIFICATION PURSUANT TO18 U.S.C. SECTIONÂ 1350,AS ADOPTED PURSUANT TO SECTIONÂ 906 OF THE SARBANES-OXLEY ACT OF 2002Â Â Â Â Â Â Â Â In connection with the Annual Report of Agilent Technologies,Â Inc. (the "Company"), on FormÂ 10-K for the period ended OctoberÂ 31, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Robert W. McMahon, Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. SectionÂ 1350, as adopted pursuant to SectionÂ 906 of the Sarbanes-Oxley Act of 2002, that:(1)The Report fully complies with the requirements of SectionÂ 13(a) or 15(d) of the Securities Exchange Act of 1934; andÂ (2)The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Â Â Â Â Â Â Â Â A signed original of this written statement required by SectionÂ 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.Date:December 19, 2024/s/ Robert W. McMahonRobert W. McMahonSenior Vice President and Chief Financial Officer EX-97.1 9 a-10312024xexx971.htm EX-97.1 DocumentExhibit 97.1AGILENT TECHNOLOGIES, INC.EXECUTIVE COMPENSATION CLAWBACK POLICY1.Purpose. The purpose of this Policy is to set forth the circumstances under which Executive Officers of the Company will be required to repay or return certain Excess Awarded Compensation to members of the Company Group. The Compensation Committee of the Board of Directors has adopted this Policy in accordance with the Clawback Rule and the Listing Rule and it is intended to comply with, and shall be interpreted to be consistent with, each of the foregoing. 2.Definitions. As used in this Policy, the following words and phrases have the meanings specified below:(a)â€œAccounting Restatementâ€ means an accounting restatement due to the material noncompliance of the Company with any financial reporting requirement under applicable securities laws, including (i)Â any required accounting restatement to correct an error in previously issued financial statements of the Company that is material to the previously issued financial statements of the Company, or (ii)Â that corrects an error that is not material to previously issued financial statements of the Company, but would result in a material misstatement if the error were corrected in the current period or left uncorrected in the current period. (b)â€œBoardâ€ means the Board of Directors of the Company.(c)â€œClawback Ruleâ€ means SectionÂ 10D of the Exchange Act and the rules and regulations promulgated thereunder, each as may be amended from time to time.(d)â€œCommissionâ€ means the U.S. Securities and Exchange Commission.(e)â€œCommitteeâ€ means the Compensation Committee of the Board, or if so designated by the Board, any other committee of the Board (or group of Board members) consisting entirely of independent directors, in which case references herein to the Committee shall be deemed to be references to such committee of the Board.(f)â€œCompanyâ€ means Agilent Technologies, Inc., a Delaware corporation.(g)â€œCompany Groupâ€ means the Company, together with each of its direct and indirect parents and subsidiaries.(h)â€œCovered Executive Officerâ€ means, with respect to any Performance-Based Compensation, each current and former Executive Officer who serves, or served, as an Executive Oï¬ƒcer at any time during the performance period in respect of which such Performance-Based Compensation is Received by such Executive Officer.(i)â€œCovered Periodâ€ means, with respect to any Accounting Restatement, the threeÂ (3) completed Fiscal Years of the Company immediately preceding the Restatement Date and any Transition Period of less than nineÂ (9) months within or immediately following those threeÂ (3) completed Fiscal Years.(j)â€œEffective Dateâ€ means October 2, 2023. (k)â€œExcess Awarded Compensationâ€ means, with respect to a Covered Executive Officer, the amount of Performance-Based Compensation Received by the Covered Executive Officer (after the Covered Executive Officer became an Executive Officer) during a Covered Period that exceeds the amount of Performance-Based Compensation that the Covered Executive Officer would have Received had it been determined based on the Accounting Restatement, and computed without regard to any taxes paid by the Covered Executive; provided that, for Performance-Based Compensation that is based on or otherwise derived from the Companyâ€™s stock price or total shareholder return where the amount of Excess Awarded Compensation is not subject to mathematical recalculation directly from information in the applicable Accounting Restatement, the amount that would have been Received shall be determined by the Committee based on a reasonable estimate of the effect of the Accounting Restatement on the stock price or total shareholder return, as applicable, upon which the Performance-Based Compensation was Received (in which case, the Company shall maintain documentation of such determination of that reasonable estimate and provide such documentation to the Exchange). Notwithstanding the foregoing, compensation amounts shall only be considered â€œExcess Awarded Compensationâ€ for purposes of the Policy if such compensation is Received (i) while the Company has a class of securities listed on a national securities exchange or a national securities association and (ii) on or after October 2, 2023.(l)â€œExchangeâ€ means the New York Stock Exchange.(m)â€œExchange Actâ€ means the U.S. Securities Exchange Act of 1934, as amended.(n)â€œExecutive Officerâ€ means the Companyâ€™s president, principal financial officer, principal accounting officer (or if there is no such accounting officer, the controller), any vice-president of the Company in charge of a principal business unit, division, or function (such as sales, administration, or finance), any other officer who performs a policy-making function, or any other person who performs similar policymaking functions for the Company, including any employee or service provider of the Company who is subject to Section 16 of the Exchange Act. Individuals who serve in such roles or perform such functions for the Companyâ€™s parent(s) or subsidiaries shall be deemed executive officers of the Company if they perform such policy making functions for the Company.(o)â€œFinancial Reporting Measureâ€ means (i)Â any measure that is determined and presented in accordance with the accounting principles used in preparing the Companyâ€™s financial statements, and any other measure that is derived wholly or in part from such measure, (ii) the Companyâ€™s stock price and (iii) the Companyâ€™s total shareholder return (in each case, regardless of whether such measure is presented within the Companyâ€™s financial statements or included in a filing with the Commission).(p)â€œFiscal Yearâ€ means the Companyâ€™s fiscal year; provided that a Transition Period between the last day of the Companyâ€™s previous fiscal year end and the first day of its new fiscal year that comprises a period of nineÂ (9) to twelveÂ (12) months will be deemed a completed fiscal year.(q)â€œListing Ruleâ€ means SectionÂ 303A.14 of the New York Stock Exchange Listed Company Manual, as such section may be amended from time to time.(r)â€œPerformance-Based Compensationâ€ means any compensation (whether cash or equity-based) that is granted, earned, or vested based wholly or in part upon the attainment of a Financial Reporting Measure, and may include, but shall not be limited to, performance bonuses, commissions, or long-term incentive awards such as stock options, stock appreciation rights, restricted stock, restricted stock units, performance shares, performance stock units or other equity-based awards, whether or not granted under the Companyâ€™s equity incentive plans. For the avoidance of doubt, Performance-Based Compensation does not include any compensation to the extent that it is (i)Â granted, earned, or vested exclusively upon completion of a specified employment period, without any performance condition (even if such compensation is in the form of equity-based awards), (ii)Â discretionary, or (iii)Â based on subjective goals or goals that do not constitute Financial Reporting Measures. (s)â€œPolicyâ€ means this Agilent Technologies, Inc. Executive Compensation Clawback Policy, as may be amended from time to time.(t)â€œReceivedâ€ means, with respect to Performance-Based Compensation, the date of deemed receipt, and for purposes of the foregoing, Performance-Based Compensation shall be deemed Received in the Fiscal Year during which the applicable Financial Reporting Measure is attained, even if payment or grant of the Performance-Based Compensation occurs after the end of that period.(u)â€œRestatement Dateâ€ means the earlier to occur of (i)Â the date that the Board, a committee of the Board, or an officer or officers of the Company authorized to take such action if Board action is not required, concludes, or reasonably should have concluded, that the Company is required to prepare an Accounting Restatement or (ii)Â the date a court, regulator, or other legally authorized body directs the Company to prepare an Accounting Restatement.(v)â€œTransition Periodâ€ means any transition period that results from a change in the Companyâ€™s Fiscal Year within or immediately following the threeÂ (3) completed Fiscal Years immediately preceding the Restatement Date.3.Administration. This Policy shall be administered by the Committee. The Committee has full authority to interpret, construe and enforce this Policy and to make all determinations necessary, appropriate, or advisable for the administration of this Policy. Any determinations made by the Committee shall be final, conclusive and binding on all interested parties and need not be uniform with respect to each individual covered by this Policy. Any members of the Committee, and any other members of the Board who assist in the administration of this Policy, shall not be personally liable for any action, determination or interpretation made with respect to this Policy and shall be fully indemnified by the Company to the fullest extent under applicable law and Company policy with respect to any such action, determination or interpretation. The foregoing sentence shall not limit any other rights to indemnification of the members of the Board under applicable law or Company policy.4.Recovery of Excess Awarded Compensation.(a)Recovery of Excess Awarded Compensation. In the event of an Accounting Restatement, the Committee shall reasonably promptly determine the amount of any Excess Awarded Compensation for each Covered Executive Officer in connection with such Accounting Restatement and shall promptly thereafter provide each Covered Executive Officer with a written notice identifying the amount of Excess Awarded Compensation and a demand for repayment or return, as applicable.(b)Forms of Recovery. The Committee shall determine, in its sole discretion, and in a manner that effectuates the purpose of the Clawback Rule and the Listing Rule, the method(s) for recovering any Excess Awarded Compensation hereunder in accordance with SectionÂ 4(a) above, which may include: (i)Â requiring cash reimbursement; (ii)Â seeking recovery or forfeiture of any gain realized on the vesting, exercise, settlement, sale, transfer or other disposition of any equity-based awards; (iii)Â offsetting the amount to be recouped from any compensation otherwise owed by the Company to the applicable Covered Executive Officer; (iv)Â cancelling outstanding vested or unvested equity awards; or (v)Â taking any other remedial and recovery action permitted by law, as determined by the Committee. Any reduction, cancellation or forfeiture of any compensation shall be done in compliance with SectionÂ 409A of the Internal Revenue Code of 1986, as amended. For the avoidance of doubt, except as set forth in SectionÂ 4(e) below, in no event may the Company Group accept an amount that is less than the amount of Excess Awarded Compensation in satisfaction of a Covered Executive Officerâ€™s obligations hereunder.(c)Covered Executive Officerâ€™s Failure to Repay. If a Covered Executive Officer fails to repay all Excess Awarded Compensation to the Company Group when due (as determined in accordance with SectionÂ 4(b) above), the Company shall, or shall cause one or more other members of the Company Group to, take all actions reasonable and appropriate to recover such Excess Awarded Compensation from the applicable Covered Executive Officer (including suing for repayment and/or enforcing such Covered Executive Officerâ€™s obligation to make payment through the reduction or cancellation of

outstanding and future compensation). The applicable Covered Executive Officer shall be required to reimburse the Company Group for any and all expenses reasonably incurred (including legal fees) by the Company Group in recovering such Excess Awarded Compensation in accordance with the immediately preceding sentence.(d)No Indemnification. No member of the Company Group shall be permitted to indemnify any Covered Executive Officer against (i)Â the loss of any Excess Awarded Compensation that is repaid, returned or recovered pursuant to the terms of this Policy, or (ii)Â any claims relating to the Companyâ€™s enforcement of its rights under this Policy (including, for the avoidance of doubt, any advancement of costs related to such enforcement). Further, no member of the Company Group shall enter into any agreement that exempts any Performance-Based Compensation from the application of this Policy or that waives the Companyâ€™s right to recovery of any Excess Awarded Compensation and this Policy shall supersede any such agreement (whether entered into before, on or after the Effective Date).(e)Exceptions to Recovery. Notwithstanding anything herein to the contrary, the Company shall not be required to take the actions contemplated by SectionÂ 4(b) above if the following conditions are met and the Committee determines that recovery would be impracticable:(i)The direct expenses paid to a third party to assist in enforcing the Policy against a Covered Executive Officer would exceed the amount to be recovered, after the Company has made a reasonable attempt to recover the applicable Excess Awarded Compensation, and the Committee has documented such attempt(s) and provided such documentation to the Exchange;(ii)Recovery would violate the home country law of the Company, where that law was adopted prior to November 28, 2022, provided that, before determining that it would be impracticable to recover any amount of Excess Awarded Compensation based on violation of home country law, the Company has obtained an opinion of home country counsel, acceptable to the Exchange, that recovery would result in such a violation and a copy of the opinion is provided to the Exchange; or(iii)Recovery would likely cause an otherwise tax-qualified retirement plan, under which benefits are broadly available to employees of the Company Group, to fail to meet the requirements of 26 U.S.C. 401(a)(13), and the regulations thereunder, or 26 U.S.C. 411(a), and the regulations thereunder.5.Amendment; Termination. The Committee shall amend this Policy as it deems necessary, including as and when it determines that it is legally required by any federal securities laws (including the Clawback Rule), Commission rule or the Listing Rule. The Committee may terminate this Policy at any time in its discretion. Notwithstanding anything in this SectionÂ 5 to the contrary, no amendment or termination of this Policy shall be effective if such amendment or termination would (after taking into account any actions taken by the Company contemporaneously with such amendment or termination) cause the Company to violate any United States securities laws (including the Clawback Rule), Commission rule or the Listing Rule. [This Policy automatically shall terminate upon a â€œChange in Controlâ€ (as defined in the Companyâ€™s 2018 Stock Plan, as amended) (or any successor thereto), which results in the Companyâ€™s securities no longer being traded on an established securities exchange.6.Inducement of Executive Officers. The Committee may require that any employment agreement, equity award agreement, or any other agreement entered into on or after the Effective Date shall, as a condition to the grant of any benefit thereunder, require an Executive Officer to agree to abide by the terms of this Policy.7.Filing Requirements. The Company shall file all disclosures with respect to this Policy in accordance with the requirements of the U.S. federal securities laws, including disclosures required by Commission filings.8.Non-Exclusivity. Any right of recoupment under this Policy is in addition to, and not in lieu of, any other remedies or rights of recoupment that may be available to the Company Group under applicable law, regulation or rule or pursuant to the terms of any similar policy, in any employment agreement, equity award agreement, or similar agreement and any other legal remedies available to the Company Group; provided, however, that any amounts recouped under any other policy that are subject to clawback under this Policy shall be considered recovered by the Company Group for purposes of this Policy and vice versa.9.Effective Date. This Policy shall be effective as of the Effective Date.10.Successors. This Policy shall be binding and enforceable against all Covered Executive Officers and their beneficiaries, heirs, executors, administrators or other legal representatives.11.Governing Law; Venue. This Policy and all rights and obligations hereunder are governed by and construed in accordance with the internal laws of the State of Delaware, excluding any choice of law rules or principles that may direct the application of the laws of another jurisdiction. All actions arising out of or relating to this Policy shall be heard and determined exclusively in the Court of Chancery of the State of Delaware or, if such court declines to exercise jurisdiction or if subject matter jurisdiction over the matter that is the subject of any such legal action or proceeding is vested exclusively in the U.S. federal courts, the U.S. District Court for the District of Delaware.**** EX-101.SCH 10 a-20241031.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 0000002 - Document - Audit Information link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - CONSOLIDATED STATEMENT OF OPERATIONS link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952154 - 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TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 12 a-20241031_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 13 a-20241031_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Future Minimum Lease Payment Due Lessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] 2026 Defined Benefit Plan, Expected Future Benefit Payment, Year Two Compensation percentage maximum eligible contribution to purchase shares of common stock Share-Based Compensation Arrangement by Share-Based Payment Award, Maximum Employee Subscription Rate Adjustments to reconcile net income to net cash provided by operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Repayments of Long-Term Debt Repayments of Long-Term Debt Remaining authorized repurchase amount Share Repurchase Program, Remaining Authorized, Amount Profit before tax times statutory rate Effective Income Tax Rate Reconciliation at Federal Statutory Income Tax Rate, Amount Cover [Abstract] Thereafter Lessee, Operating Lease, Liability, to be Paid, after Year Five Net increase (decrease) in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Schedule of Future Minimum Rent Payments Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Foreign Plan Foreign Plan [Member] Income Tax Jurisdiction [Domain] Income Tax Jurisdiction [Domain] Trading Symbol Trading Symbol Accruals for warranties due within one year Standard Product Warranty Accrual, Current Fair value of plan assets [Abstract] Fair value of plan assets [Abstract] Fair value of plan assets [Abstract] Net gain (loss) on equity securities sold during the period Equity Securities, FV-NI, Realized Gain (Loss) Debt Instrument, Redemption, Period [Axis] Debt Instrument, Redemption, Period [Axis] Derivative Asset, Fair Value Derivative Asset, Subject to Master Netting Arrangement, before Offset Non-NEOs Non-NEOs [Member] Cash Dividends Declared (per common share) Common Stock, Dividends, Per Share, Declared 2027 Defined Benefit Plan, Expected Future Benefit Payment, Year Three Risk and Uncertainties Risk and Uncertainties [Policy Text Block] Risk and Uncertainties Position [Axis] Position [Axis] Line of Credit Facility [Table] Line of Credit Facility [Table] Debt Instrument, Redemption, Period [Domain] Debt Instrument, Redemption, Period [Domain] Payments to acquire equity securities Payments to Acquire Equity Securities, FV-NI Amounts reclassified into earnings related to derivative instruments, tax expense (benefit) Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification, Tax Accounts receivable, net Increase (Decrease) in Accounts Receivable Net gain (loss) on equity securities Equity Securities, FV-NI, Gain (Loss) Net Income (Loss) Per Share Earnings Per Share, Policy [Policy Text Block] Inventory Inventory, Policy [Policy Text Block] Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Hedging Relationship [Domain] Hedging Relationship [Domain] FAIR VALUE MEASUREMENTS Fair Value Disclosures [Text Block] Award Timing Disclosures [Line Items] Net Investment Hedging Net Investment Hedging [Member] Numerator: Numerator [Abstract] Numerator [Abstract] Gain (loss) recognized in other income (expense), net within continuing operations Derivative, Gain (Loss) on Derivative, Net Retirement Plan Tax Status [Axis] Retirement Plan Tax Status [Axis] Operating cash flow from operating leases Operating Lease, Payments, Use Services and Other Service, Other [Member] Share-based Payment Arrangement, Option, Exercise Price Range [Table] Share-Based Payment Arrangement, Option, Exercise Price Range [Table] Operating Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration] Operating Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration] Restructuring and Related Cost, Number of Positions Eliminated Restructuring and Related Cost, Number of Positions Eliminated Significant Change in Unrecognized Tax Benefits is Reasonably Possible, Nature of Uncertainty [Domain] Significant Change in Unrecognized Tax Benefits is Reasonably Possible, Nature of Uncertainty [Domain] Revenue from Contract with Customer [Abstract] Revenue from Contract with Customer [Abstract] SEC Schedule, 12-09, Valuation Allowances and Reserves Type [Axis] SEC Schedule, 12-09, Valuation Allowances and Reserves Type [Axis] UNITED STATES UNITED STATES UNITED STATES Senior Notes 2027 Senior Notes 2027 [Member] Senior Notes 2027 Other assets Other Assets, Noncurrent Leases [Abstract] Leases [Abstract] Gross Carrying Amount Finite-Lived Intangible Assets, Gross Operating Segments Operating Segments [Member] Foreign-derived intangible income deduction Effective Income Tax Rate Reconciliation, FDII, Amount Net cash provided by operating activities Net Cash Provided by (Used in) Operating Activities Cash flows from operating activities: Net Cash Provided by (Used in) Operating Activities [Abstract] FY24 Restructuring Plan FY24 Restructuring Plan [Member] FY24 Restructuring Plan Accumulated other comprehensive income Schedule of Accumulated Other Comprehensive Income (Loss) [Table Text Block] Unrecognized Tax Benefits Rollforward Unrecognized Tax Benefits, Income Tax Penalties and Interest Accrued [Abstract] State net operating loss carryforwards Deferred Tax Assets, Operating Loss Carryforwards, State and Local Prepaid Expense, Current Prepaid Expense, Current Share-based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Award Timing Method Award Timing Method [Text Block] Total periodic benefit cost (benefit) Defined Benefit Plan, Net Periodic Benefit Cost (Credit) Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Measurement Frequency [Axis] Measurement Frequency [Axis] Share Repurchase Program [Table] Share Repurchase Program [Table] Denominator: Denominators [Abstract] Denominators [Abstract] Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Agilent CrossLab Agilent CrossLab [Member] Agilent CrossLab [Member] Insider Trading Policies and Procedures [Line Items] Accumulated benefit obligation in excess of accumulated benefit obligation - aggregate fair value of plan assets Defined Benefit Plan, Plan with Accumulated Benefit Obligation in Excess of Plan Assets, Plan Assets Proceeds from Divestiture of Businesses Proceeds from Divestiture of Businesses Use of Estimates Use of Estimates, Policy [Policy Text Block] Deferred Profit Sharing Deferred Profit Sharing [Member] Amounts reclassified out of accumulated other comprehensive income (loss) Reclassification from AOCI, Current Period, before Tax, Attributable to Parent Adjustment to Compensation, Amount Adjustment to Compensation Amount Compensation Amount Outstanding Recovery Compensation Amount Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Interest Rate Cash Flow Hedge Gain (Loss) Reclassified to Earnings, Net Interest Rate Cash Flow Hedge Gain (Loss) Reclassified to Earnings, Net Capital loss carryforwards Deferred Tax Assets, Capital Loss Carryforwards Employee compensation and benefits [Member] Employee compensation and benefits [Member] Employee compensation and benefits [Member] Payments of debt issuance costs Payments of Debt Issuance Costs Tabular List, Table Tabular List [Table Text Block] Significant Unobservable Inputs (Level 3) Fair Value, Inputs, Level 3 [Member] Deductions Credited to Expenses or Other Accounts SEC Schedule, 12-09, Valuation Allowances and Reserves, Deduction Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Expected long-term return on assets (in hundredths) Defined Benefit Plan, Assumptions Used Calculating Net Periodic Benefit Cost, Expected Long-Term Rate of Return on Plan Assets Currency translation and other adjustments Translation Adjustment Functional to Reporting Currency, Net of Tax, Period Increase (Decrease) Credit Faciity [Domain] Credit Facility [Domain] Goodwill Beginning Balance Ending Balance Goodwill Payment of taxes related to net share settlement of equity awards Payment, Tax Withholding, Share-based Payment Arrangement Payment, Tax Withholding, Share-Based Payment Arrangement Change in net prior service expense (benefit), net of tax benefit of $0, $0 and $0 Other Comprehensive (Income) Loss, Defined Benefit Plan, Prior Service Cost (Credit), after Tax Other comprehensive income (loss): Other Comprehensive Income (Loss), Net of Tax [Abstract] Share Repurchase Program, Authorized, Amount Share Repurchase Program, Authorized, Amount Fair Value of plan assets where fair value exceeds pension benefit obligation Fair Value of plan assets where fair value exceeds pension benefit obligation Fair value of plan assets for defined benefit plan where fair value of plan assets exceeds projected benefit obligation. INVENTORY Inventory Disclosure [Text Block] Fixed Income Securities Fixed Income Securities [Member] Entity Information [Line Items] Entity Information [Line Items] Share-based Payment Arrangement, Option Stock Options Share-Based Payment Arrangement, Option [Member] Depreciation expense Depreciation 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Total comprehensive income Total comprehensive income Comprehensive Income (Loss), Net of Tax, Attributable to Parent 401(k) Additional company contribution Pension Plan Pension Plan [Member] Current income tax liabilities (included within other accrued liabilities) Accrued Income Taxes, Current Repayments of Line of Credit Repayments of Lines of Credit Real Estate Employee Benefit Plan, Real Estate [Member] Award Type [Axis] Award Type [Axis] Long-term deferred tax liabilities (included within other long-term liabilities) Deferred Tax Liabilities, Net Revenue and assets by geographic areas Schedule of Revenue from External Customers and Long-Lived Assets, by Geographical Areas [Table Text Block] Schedule of share-based compensation, shares authorized under stock option plans, by exercise price range Share-Based Payment Arrangement, Option, Exercise Price Range [Table Text Block] Foreign currency translation impact Goodwill, Foreign Currency Translation Gain (Loss) End Markets [Axis] End Markets [Axis] End Markets [Axis] Cash, Cash Equivalents and Short-Term Investments and Restricted Cash and Restricted Cash Equivalents Cash and Cash Equivalents, Restricted Cash and Cash Equivalents, Policy [Policy Text Block] Property, plant and equipment, net Property, plant and equipment, net Property, Plant and Equipment, Net Repayments of Debt Repayments of Debt ICFR Auditor Attestation Flag ICFR Auditor Attestation Flag Total liabilities Liabilities Long-Lived Assets Long-Lived Assets Interest payment frequency Debt Instrument, Frequency of Periodic Payment Common stock par value (in dollars per share) Common Stock, Par or Stated Value Per Share Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Foreign Currency Translation Foreign Currency Transactions and Translations Policy [Policy Text Block] Expiration Date Trading Arrangement Expiration Date Cash flows from investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Gain (Loss) on Disposition of Assets [Abstract] Gain (Loss) on Disposition of Assets [Abstract] Actuarial (gains) losses Defined Benefit Plan Amounts Recognized In Other Comprehensive Income Net Actuarial Gain Loss Before Tax The net increase or decrease of changes in the value of either the benefit obligation or the plan assets resulting from experience different from that assumed or from a change in an actuarial assumption, or the consequence of a decision to temporarily deviate from the substantive plan, recognized in other comprehensive income. Intangible Assets, Including Goodwill) Intangible Assets, Net (Including Goodwill) [Abstract] Tax Interest and Penalties Tax Interest and Penalties [Member] Tax Interest and Penalties [Member] Operating lease liabilities - Current Operating lease liabilities - Current Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Net operating loss, capital loss and credit carryforwards Deferred Tax Assets, Operating Loss Carryforwards Other Assets, Fair Value Disclosure Other Assets, Fair Value Disclosure Total property, plant and equipment Property, Plant and Equipment, Gross Entity Wide Disclosure Entity Wide Disclosure On Geographic Areas Attributed To Individual Foreign Countries [Line Items] Entity Wide Disclosure On Geographic Areas Attributed To Individual Foreign Countries [Line Items] Retirement Plan Name [Axis] Retirement Plan Name [Axis] Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Long-term debt Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Noncurrent Liabilities, Long-Term Debt Defined Benefit Plan, Benefit Obligation, (Increase) Decrease for Settlement Defined Benefit Plan, Benefit Obligation, (Increase) Decrease for Settlement Other comprehensive income (loss) before reclassifications Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification and Tax Debt Instrument [Line Items] Debt Instrument [Line Items] Defined Benefit Plan, Plan Assets, Contributions by Plan Participant Defined Benefit Plan, Plan Assets, Contributions by Plan Participant Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and Development Research and Development Expense [Member] Goodwill and Purchased Intangible Assets Goodwill and Intangible Assets, Policy [Policy Text Block] Statute of limitations expirations Unrecognized Tax Benefits, Reduction Resulting from Lapse of Applicable Statute of Limitations Diluted (in shares) Diluted weighted average shares Weighted Average Number of Shares Outstanding, Diluted Accrued Liabilities [Member] Accrued Liabilities [Member] MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Total stockholders' equity Beginning balance Ending balance Equity, Attributable to Parent Subtotal Deferred Tax Assets, Gross Collective-Bargaining Arrangement [Domain] Collective-Bargaining Arrangement [Domain] Business Combinations [Abstract] Business Combinations [Abstract] Accounting Standards Update [Domain] Accounting Standards Update [Domain] Goodwill balances and movements for each reportable segments during the period Schedule of Goodwill [Table Text Block] Purchased parts and fabricated assemblies Inventory, Work in Process and Raw Materials Bank Guarantees Letters of Credit Outstanding, Amount Selling, general and administrative Selling, General and Administrative Expense Defined contribution plan expense Defined Contribution Plan, Cost Equity Securities without Readily Determinable Fair Value, Downward Price Adjustment, Annual Amount Equity Securities without Readily Determinable Fair Value, Downward Price Adjustment, Annual Amount Trading, Unrealized Gain (Loss) Debt Securities, Trading, Unrealized Gain (Loss) Cost of Product and Services Cost of Sales Cost of Sales [Member] Products Product [Member] Debt Instrument, Increase, Accrued Interest Debt Instrument, Increase, Accrued Interest Maximum number of shares authorized for issuance under the ESPP (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Authorized Foreign currency translation, net of tax expense (benefit) of $3, $(1) and $(12) Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Gain (Loss) Arising During Period, Net of Tax Document Fiscal Period Focus Document Fiscal Period Focus Acquisition and integration costs Business Combination, Acquisition Related Costs Dividends [Abstract] Dividends [Abstract] All Executive Categories All Executive Categories [Member] Potential common shares - stock options and other employeee stock plans Incremental Common Shares Attributable to Dilutive Effect of Share-Based Payment Arrangements Statement of Financial Position Location, Balance [Domain] Statement of Financial Position Location, Balance [Domain] Retirement Plan Tax Status [Domain] Retirement Plan Tax Status [Domain] Equity Securities Equity Securities [Member] Schedule of Restructuring Reserve by Type of Cost Schedule of Restructuring Reserve by Type of Cost [Table Text Block] 2026 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] ASSETS Assets [Abstract] Retirement Plan Type [Domain] Retirement Plan Type [Domain] Other Comprehensive Income (Loss) Other comprehensive income (loss) Other Comprehensive Income (Loss) Other Comprehensive Income (Loss), Net of Tax Dividend Yield Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate Segment Reporting, Reconciling Item for Operating Profit (Loss) from Segment to Consolidated [Line Items] Segment Reporting, Reconciling Item for Operating Profit (Loss) from Segment to Consolidated [Line Items] Document Type Document Type Derivative Contract Type [Domain] Derivative Contract [Domain] Derivative Contract [Domain] Actuarial gain (loss) Defined Benefit Plan, Benefit Obligation, Actuarial Gain (Loss) Maximum employee contribution to 401(k) Defined Contribution Plan, Maximum Annual Contributions Per Employee, Percent Capitalized Software Internal Use Software, Policy [Policy Text Block] Segment profitability Schedule of Segment Reporting Information, by Segment [Table Text Block] Derivative Liability, Statement of Financial Position [Extensible Enumeration] Derivative Liability, Statement of Financial Position [Extensible Enumeration] 2024 Repurchase Program 2024 Repurchase Program [Member] 2024 Repurchase Program Defined Benefit Plan [Table] Defined Benefit Plan [Table] Contract with Customer, Asset and Liability Contract with Customer, Contract Asset, Contract Liability, and Receivable [Table Text Block] Future Amortization expense for the next five years and thereafter Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Inventory, Current [Table] Inventory, Current [Table] Maximum 5 Percent Maximum [Member] Incentive compensation plans [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Additional General Disclosures [Abstract] Number Outstanding (in shares) Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Outstanding Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Total amortizable intangible assets Finite-Lived Intangible Assets, Net Change in unrecognized tax benefits Effective Income Tax Rate Reconciliation, Tax Contingency, Amount Accounts payable Accounts Payable, Current Employee stock purchase plan [Abstract] Employee stock purchase plan [Abstract] Employee stock purchase plan [Abstract] Collective-Bargaining Arrangement [Axis] Collective-Bargaining Arrangement [Axis] Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Deferred compensation liability Fair Value Liabilities Measured On Recurring Basis Deferred Compensation Liability This element represents a certain statement of financial position liability which deferred compensation liability, measured at fair value on a recurring basis. Total Lease, Cost Lease, Cost Assets, Long-term [Abstract] Assets, Noncurrent [Abstract] Statistical Measurement [Axis] Statistical Measurement [Axis] Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Income before taxes, as reported Income before taxes Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Non-PEO

NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Property, plant and equipment Deferred Tax Liabilities, Property, Plant and Equipment Name Outstanding Recovery, Individual Name Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Variable Lease, Cost Variable Lease, Cost Goodwill impairment Goodwill, Impairment Loss Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type [Domain] Subsequent Event Type [Domain] Payment of dividends Aggregate cash dividends paid Payments of Ordinary Dividends, Common Stock Foreign currency Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Gain (Loss), before Reclassification and Tax Debt Instrument, Redemption Price, Percentage Debt Instrument, Redemption Price, Percentage Customer Relationships Customer Relationships [Member] Amortization of prior service benefit Defined Benefit Plan, Amortization of Prior Service Cost (Credit) LONG-TERM DEBT Long-Term Debt [Text Block] Net income per share - diluted Earnings Per Share, Diluted Future benefit payments [Abstract] Defined Benefit Plan, Expected Future Benefit Payment [Abstract] U.S. operations Income (Loss) from Continuing Operations before Income Taxes, Domestic Net revenue deferred in the period Increase (Decrease) in Contract with Customer, Liability Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Cash and Cash Equivalents Cash, Cash Equivalents, and Short-Term Investments Percentage which rate options generally vest per year (in hundredths) Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Percentage Restructuring and Related Cost, Number of Positions Eliminated, Period Percent Restructuring and Related Cost, Number of Positions Eliminated, Period Percent Accumulated benefit obligation and fair value of plan assets Retirement Benefits [Abstract] Preferred Stock, Shares Issued (in shares) Preferred Stock, Shares Issued Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] Senior Notes 2023 [Member] Senior Notes 2023 [Member] Senior Notes 2023 [Member] Other Deferred Tax Liabilities, Other Total fair value of restricted stock awards vested Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Fair Value Inventories Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Inventory Provision for income taxes Provision for income taxes Provision (benefit) for income taxes Income Tax Expense (Benefit) Interest cost on benefit obligation Interest cost Defined Benefit Plan, Interest Cost Repayments of senior debt Repayments of Senior Debt Derivative, Notional Amount Derivative, Notional Amount Net periodic benefit cost (benefit) [Abstract] Defined Benefit Plan, Net Periodic Benefit Cost (Credit) [Abstract] Cancelled (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period Weighted-average period non-vested restricted stock awards are expected to be amortized over (in years) Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Net revenue Revenue from Contract with Customer, Excluding Assessed Tax Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Senior Notes 2031 Senior Notes 2031 [Member] Senior Notes 2031 Net defined benefit pension cost and post retirement plan costs: Other Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, after Tax [Abstract] Excess and obsolete inventory related charges Inventory-related excess and obsolescence charges Inventory Write-down Senior Notes 2026 Senior Notes 2026 [Member] Senior Notes 2026 Net cash used in investing activities Net Cash Provided by (Used in) Investing Activities Interest expense Interest Expense, Operating and Nonoperating Income Tax Jurisdiction [Axis] Income Tax Jurisdiction [Axis] Business Acquisition [Line Items] Business Acquisition [Line Items] Restructuring and Related Cost, Cost Incurred to Date Restructuring and Related Cost, Cost Incurred to Date All Adjustments to Compensation All Adjustments to Compensation [Member] Employee compensation and benefits Employee-related Liabilities, Current Additional paid-in-capital Additional Paid in Capital Short-term Debt, Type [Domain] Short-Term Debt, Type [Domain] 2021 Repurchase Program 2021 Repurchase Program [Member] 2021 Repurchase Program Restructuring Charges Restructuring and other related costs Restructuring Charges Accumulated Other Comprehensive Income (Loss) [Line Items] Accumulated Other Comprehensive Income (Loss) [Line Items] Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Legal Entity [Axis] Legal Entity [Axis] Subsegments Consolidation Items [Domain] Subsegments Consolidation Items [Domain] Senior Notes 2030 [Member] Senior Notes 2030 [Member] Senior Notes 2030 Other liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Noncurrent Liabilities Defined Contribution Plan Disclosure [Line Items] Defined Contribution Plan Disclosure [Line Items] Scenario [Domain] Scenario [Domain] Capital Loss Carryforward Deferred Tax Assets, Operating Loss Carryforwards, Alternative [Abstract] Trading securities Debt Securities, Trading, and Equity Securities, FV-NI Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period Restricted Cash Restricted Cash BIOVECTRA BIOVECTRA [Member] BIOVECTRA Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Entity Address, State or Province Entity Address, State or Province Derivative Instruments and Hedging Activities Disclosure [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Defined Benefit Plan, Plan Assets, Category [Domain] Defined Benefit Plan, Plan Assets, Category [Domain] Inventory [Domain] Inventory [Domain] Revisions [Abstract] Revisions [Abstract] Revisions [Abstract] Defined Benefit Plan Disclosure [Line Items] Defined Benefit Plan Disclosure [Line Items] Amortization of prior service benefit Amortization of prior service benefit Other Comprehensive (Income) Loss, Defined Benefit Plan, Prior Service Cost (Credit), Reclassification Adjustment from AOCI, before Tax Retirement of Treasury Shares Retirement of Treasury Shares accounting policy [Policy Text Block] Disclosure of the accounting policy for the retirement of the company's treasury shares. [Policy Text Block] Non-vested at beginning of period -Weighted Average Grant Price (in dollars per share) Non-vested at end of period -Weighted Average Grant Price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value SHORT-TERM DEBT Short-Term Debt [Text Block] LIABILITIES AND EQUITY Liabilities and Equity [Abstract] Share Repurchases Authorization Program Date [Domain] Share Repurchases Authorization Program Date [Domain] Date upon which the share repurchase authorization agreement was approved. Schedule of Net Benefit Costs Schedule of Net Benefit Costs [Table Text Block] Other investments Alternative Investment Investment Objective [Domain] Investment Objective [Domain] Carrying value of long-lived asset Impaired Assets to be Disposed of by Method Other than Sale, Carrying Value of Asset Restatement Determination Date Restatement Determination Date Additions Charged to Expenses or Other Accounts SEC Schedule, 12-09, Valuation Allowances and Reserves, Additions, Charge to Cost and Expense Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Equity Securities without Readily Determinable Fair Value, Impairment Loss, Cumulative Amount Equity Securities without Readily Determinable Fair Value, Impairment Loss, Cumulative Amount Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, Tax Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, Tax Property, Plant and Equipment [Table] Property, Plant and Equipment [Table] Defined Benefit Plan, Assumptions Used Calculating Net Periodic Benefit Cost, Weighted-Average Interest Crediting Rate Defined Benefit Plan, Assumptions Used Calculating Net Periodic Benefit Cost, Weighted-Average Interest Crediting Rate Outstanding, Weighted Average option Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Right-of-use asset Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Outstanding, beginning balance (in shares) Outstanding, ending balance (in shares) Options Outstanding Number Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Exercise Price Range [Domain] Exercise Price Range [Domain] Short-term Debt, Type [Axis] Short-Term Debt, Type [Axis] Tax Credit Carryforwards Deferred Tax Assets, Tax Credit Carryforwards [Abstract] Property, Plant and Equipment [Abstract] Property, Plant and Equipment [Abstract] Defined Benefit Plan Us Portfolio Equity Securities Percentage Of Alternative Investments Defined Benefit Plan Us Portfolio Equity Securities Percentage Of Alternative Investments Actual percentage of alternative investments that the US equity portfolio consist. Other expenses Other Nonrecurring Expense Prior Service Credits Accumulated Defined Benefit Plans Adjustment, Net Prior Service Attributable to Parent [Member] NET INCOME (LOSS) PER SHARE Earnings Per Share [Text Block] Aggregate Value stock issued under Employee Stock Purchase Plan Stock Issued During Period, Value, Employee Stock Purchase Plan Subsequent Event Subsequent Event [Member] Inventory [Axis] Inventory [Axis] Unrealized gain (loss) on derivative instruments, net of tax expense (benefit) of $(2), ($1) and $13 Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification, after Tax Granted - Weighted Average Grant Price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Subsegments [Domain] Subsegments [Domain] Taxes on Income Income Tax, Policy [Policy Text Block] Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Segments [Domain] Segments [Domain] Restructuring Plan [Axis] Restructuring Plan [Axis] Other Comprehensive Income (Loss), Tax Other Comprehensive Income (Loss), Tax Select income statement components Segment Reporting Information, Profit (Loss) [Abstract] Weighted Average Exercise Price (in dollars per share) Share-Based Payment Arrangement, Option, Exercise Price Range, Exercisable, Weighted Average Exercise Price Proceeds from Line of Credit Proceeds from Lines of Credit PEO PEO [Member] Diagnostics and Genomics Diagnostics and Genomics [Member] Diagnostics and Genomics segment includes; DNA mutation detection; genotyping; gene copy number determination; identification of gene rearrangements; DNA methylation profiling; gene expression profiling; and automated gel electrophoresis-based sample analysis systems. Name Trading Arrangement, Individual Name Funded status of plan Defined Benefit Plan, Funded (Unfunded) Status of Plan Long-Lived Tangible Asset [Axis] Long-Lived Tangible Asset [Axis] Entity Public Float Entity Public Float Benefit of income tax holidays on net income per share Income Tax Holiday, Income Tax Benefits Per Share Benefit Obligation Balance, Beginning of year Benefit Obligation Balance, end of year Benefit Obligation Defined Benefit Plan, Benefit Obligation Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] SEC Schedule, 12-09, Valuation and Qualifying Accounts [Abstract] SEC Schedule, 12-09, Valuation and Qualifying Accounts [Abstract] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Cash equivalents (money market funds) Cash and Cash Equivalents, Fair Value Disclosure Retirement Plan Sponsor Location [Domain] Retirement Plan Sponsor Location [Domain] Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Revenue by geography Geographic Areas, Revenues from External Customers [Abstract] Local Phone Number Local Phone Number Gross Book Value Intangible Assets, Gross (Excluding Goodwill) GUARANTEES Product Warranty Disclosure [Text Block] Change in net prior service benefit, tax expense(benefit) Other Comprehensive (Income) Loss, Defined Benefit Plan, Prior Service Cost (Credit), Tax Tax valuation allowance Deferred Tax Assets, Valuation Allowance Debt - Current & Non-Current Debt, Long-Term and Short-Term, Combined Amount Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Operating Expenses Operating Expenses Americas Americas [Member] Deferred Bonus and Profit Sharing Arrangement, Individual Contract, Type of Deferred Compensation [Domain] Deferred Bonus and Profit Sharing Arrangement, Individual Contract, Type of Deferred Compensation [Domain] Aggregate fair value , net liability position Derivative, Net Liability Position, Aggregate Fair Value Pension benefits and retiree medical benefits Deferred Tax Liabilities, Deferred Expense, Reserves and Accruals Stock Options, Additional Disclosures [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Additional Disclosures [Abstract] Changes in assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Liabilities, Long-term [Abstract] Liabilities, Noncurrent [Abstract] PEO Total Compensation Amount PEO Total Compensation Amount Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward] Goodwill, Transfers Goodwill, Transfers Percent of market price Share-Based Compensation Arrangement by Share-Based Payment Award, Purchase Price of Common Stock, Percent Derivative Liability, Fair Value Derivative Liability, Subject to Master Netting Arrangement, before Offset Long-Lived Tangible Asset [Domain] Long-Lived Tangible Asset [Domain] Statement of Income Location, Balance [Axis] Statement of Income Location, Balance [Axis] Defined Benefit Plan, Plan Assets, Category [Axis] Defined Benefit Plan, Plan Assets, Category [Axis] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Share-based awards issued, Net of tax (Value) Restricted Stock, Value, Shares Issued Net of Tax Withholdings Common Stock Common Stock [Member] Line of Credit Facility [Abstract] Line of Credit Facility [Abstract] Long -Lived Assets Long -Lived Assets [Abstract] Long -Lived Assets [Abstract] Impairment of Long-Lived Assets Impairment or Disposal of Long-Lived Assets, Including Intangible Assets, Policy [Policy Text Block] Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Other current assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Other Schedule of Business Acquisitions, by Acquisition [Table] Schedule of Business Acquisitions, by Acquisition [Table] Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation [Table Text Block] Transformational initiatives Transformational Programs The charge against earnings in the period, comprised of costs associated with restructuring activities not otherwise specified in the taxonomy that are not part of a specific plan as required by GAAP. Line of Credit Line of Credit [Member] Change in LTPP shares vested in the year- Weighted Average Grant Date Fair Value Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options LTPP Incremental Issuance Nonvested Weighted Average Grant Date Fair Value The weighted average fair value of incremental issuance associated with LTPP nonvested awards on share-based plans excluding option plans (for example, phantom stock plan, stock appreciation rights plan, revenue or profit achievement stock award plan) for which the employer is contingently obligated to issue equity instruments or transfer assets to an employee. Weighted average interest rate, at point in time Long-Term Debt, Weighted Average Interest Rate, at Point in Time Segment Reporting [Abstract] Segment Reporting [Abstract] Entity Central Index Key Entity Central Index Key Statement, Scenario [Axis] Scenario [Axis] Inventory Schedule of Inventory, Current [Table Text Block] Interest and penalties accrued related to unrecognized tax benefits accrued and reported Unrecognized Tax Benefits, Income Tax Penalties and Interest Accrued Foreign Currency Translation Accumulated Foreign Currency Adjustment Attributable to Parent [Member] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount STOCKHOLDERS EQUITY Equity [Text Block] Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] SEGMENT INFORMATION Segment Reporting Disclosure [Text Block] Actuarial Losses Accumulated Defined Benefit Plans Adjustment, Net Gain (Loss) Attributable to Parent [Member] Subsegments Consolidation Items [Axis] Subsegments Consolidation Items [Axis] Chemical and Advanced Materials Market Chemical and Advanced Materials Market [Member] Chemical and Advanced Materials Market [Member] NEW ACCOUNTING PRONOUNCEMENTS Accounting Standards Update and Change in Accounting Principle [Text Block] Share-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Derivative, Gain (Loss), Statement of Income or Comprehensive Income [Extensible Enumeration] Derivative, Gain (Loss), Statement of Income or Comprehensive Income [Extensible Enumeration] Title Trading Arrangement, Individual Title Consolidated Entities [Axis] Consolidated Entities [Axis] Defined Contribution Plan [Table] Defined Contribution Plan [Table] Domestic and Foreign Components of Income before Taxes Schedule of Income before Income Tax, Domestic and Foreign [Table Text Block] Balance, beginning of year Balance, end of year Unrecognized Tax Benefits Position [Domain] Position [Domain] Variable Interest Entity Consolidation, Variable Interest Entity, Policy [Policy Text Block] City Area Code City Area Code Current liabilities: Liabilities, Short-term [Abstract] Liabilities, Current [Abstract] Auditor Location Auditor Location Revenue Recognition Revenue [Policy Text Block] Strategic Innovation Fund Strategic Innovation Fund [Member] Strategic Innovation Fund (SIF) Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Stockholders' Equity Note [Abstract] Stockholders' Equity Note [Abstract] 5 yr unsecured credit facility 5 yr Unsecured Credit Facility [Member] 5 yr Unsecured Credit Facility Payments for repurchase of common stock Payments for Repurchase of Common Stock SEC Schedule, 12-09, Valuation Allowance, Deferred Tax Asset [Member] SEC Schedule, 12-09, Valuation Allowance, Deferred Tax Asset [Member] Retirement and Post-Retirement Plans Pension and Other Postretirement Plans, Policy [Policy Text Block] Accounts Receivable, net Receivable [Policy Text Block] SEC Schedule, 12-09, Valuation and Qualifying Accounts Disclosure [Table] SEC Schedule, 12-09, Valuation and Qualifying Accounts Disclosure [Table] Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment [Table] Subsequent Event Type [Axis] Subsequent Event Type [Axis] Share-based Payment Arrangement, Expensed and Capitalized, Amount Share-Based Payment Arrangement, Recognized Amount [Abstract] Net income per share: Earnings Per Share [Abstract] Earnings Per Share [Abstract] Equity [Abstract] Equity [Abstract] Retained earnings Retained Earnings (Accumulated Deficit) Reclassification out of Accumulated Other Comprehensive Income [Table Text Block] Reclassification out of Accumulated Other Comprehensive Income [Table Text Block] Stock Repurchased and Retired During Period, Shares Stock Repurchased and Retired During Period, Shares Stock Repurchased and Retired During Period, Shares Cash Flow Hedge Gain (Loss) to be Reclassified within Twelve Months Cash Flow Hedge Gain (Loss) to be Reclassified within 12 Months Weighted-average exercise price per share, cancelled, expired and forfeited (in dollars per shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period, Weighted Average Exercise Price Inventory Increase (Decrease) in Inventories Foreign Currency Translation Foreign Currency Translation [Abstract] Unrealized gain (loss) on equity securities Equity Securities, FV-NI, Unrealized Gain (Loss) Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Pair-wise correlation with selected peers (in hundredths) Share Based Compensation Arrangement By

Share Based Payment Award Fair Value Assumptions Peer Company Shares Price Wise Correlationy Rate The measure of the percentage amount of share price correlation during the period with a selected group of peer companies. Pair-wise correlations with selected peers is calculated as the correlation between each pair and the sum of correlations divided by the number of pairs to produce the average correlation between each pair. Equity Awards Adjustments Equity Awards Adjustments [Member] Present value of future minimum lease payments Operating Lease, Liability Purchases, sales, issuances, and settlements Defined Benefit Plan, Plan Assets Level 3 Reconciliation, Increase (Decrease) for Purchase, Sale, and Settlement Underlying Securities Award Underlying Securities Amount Long-Term Performance Plan Performance Shares [Member] Deferred revenue Deferred Revenue, Current Assumptions used to calculate the net periodic cost Defined Benefit Plan, Weighted Average Assumptions Used in Calculating Net Periodic Benefit Cost [Abstract] Cash dividends declared Cash dividends declared Dividends, Common Stock, Cash Product Warranties Disclosures [Abstract] Product Warranties Disclosures [Abstract] Amendment Flag Amendment Flag Defined Contribution Plan Disclosures Defined Contribution Plan Disclosures [Table Text Block] Participant's contributions Defined Benefit Plan, Benefit Obligation, Contributions by Plan Participant Accounts receivables Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Assets, Receivables Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Restricted Cash and Cash Equivalents Restrictions on Cash and Cash Equivalents [Table Text Block] Machinery and Equipment Machinery and Equipment [Member] Subsequent Events [Abstract] Proceeds from the sale of equity securities Proceeds from Sale of Equity Securities, FV-NI Actual return on plan assets Defined Benefit Plan, Plan Assets, Increase (Decrease) for Actual Return (Loss) Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Aggregate face amount of debt Debt Instrument, Face Amount Share-based awards issued Shares Granted or Issued, Share-Based Payment Arrangement [Abstract] Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Settlements Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Settlements Entity Address, Postal Zip Code Entity Address, Postal Zip Code Advertising costs expensed as incurred Advertising Expense Interest Rate Swap [Member] Interest Rate Swap [Member] Non-Instrumentation and Other Non-Instrumentation and Other [Member] Non-Instrumentation and Other[Member] Retirement and post-retirement benefits Retirement and post-retirement benefits [Member] Retirement and post-retirement benefits [Member] Land Land Total Total income tax payable, net of income tax receivable Total amounts payable to taxing authorities for taxes that are based on the reporting entity's earnings, net of amounts receivable from taxing authorities for refunds of overpayments or recoveries of income taxes. Cash and cash equivalents Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Finite-Lived Intangible Assets, Period Increase (Decrease) Finite-Lived Intangible Assets, Period Increase (Decrease) Amounts recognized in the consolidated balance sheet Schedule of Amounts Recognized in Balance Sheet [Table Text Block] Impairment of indefinite-lived intangible assets Impairment of Intangible Assets, Indefinite-Lived (Excluding Goodwill) Share Repurchase Program, Excise Tax, Payable Share Repurchase Program, Excise Tax, Payable Other Noncurrent Assets [Member] Other Noncurrent Assets [Member] Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Auditor Name Auditor Name Foreited- Weighted Average Grant Price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Third-Party Technology and Licenses [Member] Third-Party Technology and Licenses [Member] Third-Party Technology and Licenses [Member] Investment Investment [Table Text Block] Other Current Liabilities Other Current Liabilities [Member] Loss on extinguishment of debt Gain (Loss) on Extinguishment of Debt Gain (Loss) on Extinguishment of Debt Payment in exchange for convertible note Payments to Acquire Notes Receivable Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Property, Plant and Equipment, Useful Life Property, Plant and Equipment, Useful Life Variable Interest Entity, Not Primary Beneficiary Variable Interest Entity, Not Primary Beneficiary [Member] Stock Options Outstanding [Roll Forward] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Employee Stock Purchase Plan Employee Stock [Member] Schedule of Short-term Debt [Table] Short-Term Debt [Table] Accounts payable Increase (Decrease) in Accounts Payable Excess tax benefits from stock-based compensation Effective Income Tax Rate Reconciliation, Tax Expense (Benefit), Share-Based Payment Arrangement, Amount Fair value of plan assets for defined benefit pension plan where the fair value of plan assets exceeds ABO. Fair value of plan assets for defined benefit pension plan where the fair value of plan assets exceeds ABO. Fair value of plan assets for defined benefit pension plan where the fair value of plan assets exceeds accumulated benefit obligation. Income Tax Holiday [Line Items] Income Tax Holiday [Line Items] Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Deferred Tax Assets, Deferred Income Deferred Tax Assets, Deferred Income Foreign currency translation net gain (loss) Realized Gain (Loss), Foreign Currency Transaction, before Tax Amortization Amortization Derivatives Designated as Hedging Instrument Designated as Hedging Instrument Designated as Hedging Instrument [Member] Term Loan Maturing 2025 Term Loan Maturing 2025 [Member] Term Loan Maturing 2025 Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Stock, Class of Stock [Table] Stock, Class of Stock [Table] Currency impact Defined Benefit Plan, Benefit Obligation, Foreign Currency Translation Gain (Loss) Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Machinery and equipment Machinery and Equipment, Gross Projected Benefit Obligation Defined Benefit Plan, Pension Plan with Accumulated Benefit Obligation in Excess of Plan Assets, Projected Benefit Obligation Total assets Assets Total assets Assets Cost of revenue Cost of Goods and Services Sold Projected benefit obligation and fair value of plan assets [Abstract] Defined Benefit Plan Analysis Of Benefit Obligations In Relation To Fair Value Of Plan Assets [Abstract] Defined Benefit Plan Analysis Of Benefit Obligations In Relation To Fair Value Of Plan Assets [Abstract] Advertising Advertising Cost [Policy Text Block] Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Abstract] Current income tax assets (included within other current assets) Income Taxes Receivable, Current Cash and Cash Equivalents Cash and Cash Equivalents [Abstract] Payments to acquire property, plant and equipment Payments to Acquire Property, Plant, and Equipment Other long-term liabilities Other Liabilities, Noncurrent Summary of standard warranty accrual activity Movement in Standard Product Warranty Accrual [Roll Forward] Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Commitments and contingencies (Note 18) Commitments and Contingencies Share-Based Compensation Share-Based Payment Arrangement [Policy Text Block] Investment Objective [Axis] Investment Objective [Axis] Tax rate reconciliation, U.S. federal statutory rate to effective tax rate from operations Schedule of Effective Income Tax Rate Reconciliation [Table Text Block] Termination Date Trading Arrangement Termination Date Derivative Instrument, Gain Reclassified from AOCI into Income, Effective Portion, Statement of Income or Comprehensive Income [Extensible Enumeration] Derivative Instrument, Gain Reclassified from AOCI into Income, Effective Portion, Statement of Income or Comprehensive Income [Extensible Enumeration] Business Description and Basis of Presentation Business Description and Basis of Presentation [Text Block] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Interest Rate Swap On Senior Notes [Axis] Interest Rate Swap On Senior Notes [Axis] Pertinent information about each long-term debt arrangement including the carrying amount as of the balance sheet date, by type of long-term debt. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer. Long-Term [Abstract] Marketable Securities [Abstract] Derivatives Not Designated as Hedging Instruments Not Designated as Hedging Instrument [Member] Schedule of the fair value of assets and liabilities assumed Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block] Debt Instrument [Axis] Debt Instrument [Axis] Funded status of plan [Abstract] Defined Benefit Plan, Funded (Unfunded) Status of Plan [Abstract] Uncommitted Money Market Line Credit Agreement Uncommitted Money Market Line Credit Agreement [Member] Uncommitted Money Market Line Credit Agreement Net Income Net Income Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] 2030 - 2034 Defined Benefit Plan, Expected Future Benefit Payment, after Year Five for Next Five Years Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Schedule of Investments [Abstract] Schedule of Investments [Abstract] Schedule of Allocation of Plan Assets Schedule of Allocation of Plan Assets [Table Text Block] Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Long Term Deferred Tax Assets And Liabilities [Abstract] Current And Long Term Deferred Tax Assets And Liabilities [Abstract] Current And Long Term Deferred Tax Assets And Liabilities [Abstract] Entity File Number Entity File Number Assumptions used to calculate the net periodic cost and benefit obligation Defined Benefit Plan, Assumptions [Table Text Block] Defined Benefit Plan, Pension Plan with Projected Benefit Obligation in Excess of Plan Assets, Plan Assets Defined Benefit Plan, Pension Plan with Projected Benefit Obligation in Excess of Plan Assets, Plan Assets Consolidated Entities [Domain] Consolidated Entities [Domain] Segment Reporting, Revenue from External Customer, Product and Service [Table] Segment Reporting, Revenue from External Customer, Product and Service [Table] Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Provision (benefit) for income taxes Components of Income Tax Expense (Benefit), Continuing Operations [Abstract] U.S. federal taxes - current Current Federal Tax Expense (Benefit) Effect of exchange rate movements Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Number of Foreign Currency Derivatives Held Number of Foreign Currency Derivatives Held Weighted Averge Shares Used In Computing Net Income Per Share Weighted Average Number of Shares Outstanding, Basic [Abstract] Restructuring Plan [Domain] Restructuring Plan [Domain] Name Forgone Recovery, Individual Name Operating Lease, Weighted Average Remaining Lease Term Operating Lease, Weighted Average Remaining Lease Term Short-term debt terms (years) Short-Term Debt, Terms Loss Contingency, Nature [Domain] Loss Contingency, Nature [Domain] Atlantic Canada Opportunities Agency (ACOA) Atlantic Canada Opportunities Agency (ACOA) [Member] Atlantic Canada Opportunities Agency (ACOA) Investments Investment, Policy [Policy Text Block] Other non-cash expense, net Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Environmental and Forensics Market Environmental and Forensics Market [Member] Environmental and Forensics Market [Member] Components of Deferred Tax Liabilities Components of Deferred Tax Liabilities [Abstract] Schedule of expected benefit payments Schedule of Expected Benefit Payments [Table Text Block] Change in deferrals from customer cash advances, net of revenue recognized Increase (Decrease) in Deferred Revenue Line of Credit Facility [Line Items] Line of Credit Facility [Line Items] Buildings and leasehold improvements Buildings and Improvements, Gross Reductions for tax positions from prior years Unrecognized Tax Benefits, Decrease Resulting from Prior Period Tax Positions Contract Assets Contract with Customer, Asset, after Allowance for Credit Loss Inventory Disclosure [Abstract] Inventory Disclosure [Abstract] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, before Tax Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, before Tax Adjustment to Compensation: Adjustment to Compensation [Axis] Accounts Receivable Accounts Receivable [Member] Goodwill adjustment related to divestiture of business Goodwill, Written off Related to Sale of Business Unit Business Acquisition Business Acquisition, Date of Acquisition [Abstract] Amounts reclassified into earnings related to derivative instruments, net of tax expense (benefit) of $$(1), $0 and $(8) Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, after Tax Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, after Tax Total projected benefit obligation - aggregate benefit obligation Defined Benefit Plan Projected Benefit Obligation Total Aggregate Benefit Obligation If aggregate disclosures are presented for the projected benefit obligation, the aggregate benefit obligation value. Accumulated other comprehensive loss Beginning Balance Ending Balance Accumulated Other Comprehensive Income (Loss), Net of Tax Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Related and Nonrelated Parties [Axis] Related and Nonrelated Parties [Axis] Basic (in shares) Basic weighted average shares Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Property, plant, and equipment Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property, Plant, and Equipment Target Allocation Percentage of Plan Assets Defined Benefit Plan, Plan Assets, Target Allocation, Percentage Name Awards Close in Time to MNPI Disclosures, Individual Name Medical cost trend rate decreases to ultimate rate in year Defined Benefit Plan, Year Health Care Cost Trend Rate Reaches Ultimate Trend Rate Defined Benefit Plan, Funding Status [Domain] Defined Benefit Plan, Funding Status [Domain] Treasury Lock Treasury Lock [Member] Entity Filer Category Entity Filer Category Balance (in shares) Balance (in shares) Shares, Issued Revenue, Remaining Performance Obligation, Amount Revenue, Remaining Performance Obligation, Amount Entity Wide Disclosure On Geographic Areas Attributed To Individual Foreign Countries [Table] Entity Wide Disclosure On Geographic Areas Attributed To Individual Foreign Countries [Table] Entity Wide Disclosure On Geographic Areas Attributed To Individual Foreign Countries [Table] Loss Contingencies [Line Items] Loss Contingencies [Line Items] State California Franchise Tax Board [Member] Number Exercisable (in shares) Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Exercisable Goodwill Additions Goodwill arising from acquisitions Goodwill, Acquired During Period Statistical Measurement [Domain] Statistical Measurement [Domain] Capital Expenditures Segment, Expenditure, Addition to Long-Lived Assets Lease, Cost Lease, Cost [Table Text Block] Aggregate instrinsic value of options [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Additional Disclosures [Abstract] 2023 Repurchase Program 2023 Repurchase Program [Member] 2023 Repurchase Program Other accrued liabilities Other Liabilities, Current Unrecognized Tax Benefits that Would Impact Effective Tax Rate Unrecognized Tax Benefits that Would Impact Effective Tax Rate Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] Change in LTPP shares vested in the year due to performance conditions Share Based Compensation Arrangement By Share Based Payment Award Equity Instruments Other Than Options Incremental Issuance In Period The issuance in the number of non-vested shares under a share-based award plan made during the period on other than stock option plans (for example, phantom stock plan, stock appreciation rights plan, performance target plan). All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Reconciliation of the numerators and denominators of the basic and diluted net income per share Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Acquisition of businesses Acquisition of businesses [Member] Acquisition of businesses Number of years from the date of grant generally vest (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Tax credit carryforwards Tax Credit Carryforward, Amount Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Derivative [Line Items] Derivative [Line Items] SEC Schedule, 12-09, Valuation and Qualifying Accounts Disclosure [Line Items] SEC Schedule, 12-09, Valuation and Qualifying Accounts Disclosure [Line Items] Income Taxes Payments, Net of refunds received Income Taxes Paid, Net Interest Rate Swap On Senior Notes [Domain] Interest Rate Swap On Senior Notes [Domain] Type of long-term debt arrangement, such as notes, line of credit, commercial paper, asset-based financing, project financing, letter of credit financing. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer. Equity Method Investments Equity Method Investments Pay vs Performance Disclosure [Line Items] Realized loss on divestiture Effective Income Tax Rate Reconciliation, Disposition of Business, Amount Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Derivative [Table] Derivative [Table] Long-term Debt, Unclassified [Abstract] Long-Term Debt, Unclassified [Abstract] Gross fair values and balance sheet location of derivative instruments held in the consolidated balance sheet Schedule of Derivative Instruments in Statement of Financial Position, Fair Value [Table Text Block] Restructuring and Related Activities [Abstract] Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Weighted-Average Interest Crediting Rate Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Weighted-Average Interest Crediting Rate Other assets and liabilities Increase (Decrease) in Other Operating Assets and Liabilities, Net Other Performance Measure, Amount Other Performance Measure, Amount Average increase in compensation levels (in hundredths) Defined Benefit Plan, Assumptions Used Calculating Net Periodic Benefit Cost, Rate of Compensation Increase 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Three Goodwill [Line Items] Goodwill [Line Items] Lessee, Operating Leases Lessee, Operating Leases [Text Block] Common stock outstanding Common Stock, Shares, Outstanding Documents Incorporated by Reference [Text Block] Documents Incorporated by Reference [Text Block] Short-term Debt, Weighted Average Interest Rate, at Point in Time Short-Term Debt, Weighted Average Interest Rate, at Point in Time Operating Lease, Cost Operating Lease, Cost Effective Income Tax Rate Reconciliation, Tax Settlement, Amount Effective Income Tax Rate Reconciliation, Tax Settlement, Amount Operating lease liabilities - Long-term Long-term lease liabilities Operating Lease, Liability, Noncurrent Common stock available for future awards under the 2018 Stock Plan (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Benefits paid Defined Benefit Plan, Benefit Obligation, Benefits Paid Cash Flow Hedges Cash Flow Hedging [Member] Advertising Expense Marketing and

Advertising Expense [Abstract] Research and Development Research, Development, and Computer Software, Policy [Policy Text Block] Service cost - benefits earned during the period Service cost Defined Benefit Plan, Service Cost Entity Tax Identification Number Entity Tax Identification Number Defined Benefit Plan, Equity Securities Defined Benefit Plan, Equity Securities [Member] Intangible Asset, Finite-Lived [Table] Intangible Asset, Finite-Lived [Table] Long-term debt - Senior Notes Schedule of Long-Term Debt Instruments [Table Text Block] Accounting Standards Update and Change in Accounting Principle [Abstract] Accounting Standards Update and Change in Accounting Principle [Abstract] Additions for tax positions from prior years Unrecognized Tax Benefits, Increase Resulting from Prior Period Tax Positions Retirement Plan Type [Axis] Retirement Plan Type [Axis] Non-U.S. taxes - deferred Deferred Foreign Income Tax Expense (Benefit) Defined Benefit Plan, Ultimate Health Care Cost Trend Rate Defined Benefit Plan, Ultimate Health Care Cost Trend Rate Payment of excise taxes related to repurchases of common stock Payment of excise taxes related to repurchases of common stock Payment of excise taxes related to repurchases of common stock Payment of excise taxes related to repurchases of common stock Selling, General and Administrative Selling, General and Administrative Expenses [Member] Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Rate of Compensation Increase Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Rate of Compensation Increase Investment Holdings, Schedule of Investments Schedule of Investments [Text Block] Minimum amount per advance request Minimum amount per advance request Minimum amount per advance request. Change in actuarial net loss, tax expense (benefit) Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss) Arising During Period, Tax Aggregated notional amounts by designation Schedule of Derivative Instruments [Table Text Block] Equity Components [Axis] Equity Components [Axis] Other current assets Other Assets, Current Facility Closing Facility Closing [Member] Weighted Average Exercise Price (in dollars per share) Share-Based Payment Arrangement, Option, Exercise Price Range, Outstanding, Weighted Average Exercise Price Share-based compensation expense Share-Based Payment Arrangement, Amount Capitalized Impairment of Long-lived assets included in net income Impairment of Long-lived assets included in net income [Text Block] For long-lived assets of an entity, disclosures may include a description of the impaired long-lived asset and facts and circumstances leading to the impairment, amount of the impairment loss and where the loss is located in the income statement, method(s) for determining fair value, and the segment in which the impaired long-lived asset is reported. Total costs and expenses Costs and Expenses Business Acquisition, Acquiree [Domain] Business Acquisition, Acquiree [Domain] Impaired Long-Lived Assets Held and Used by Type [Axis] Impaired Long-Lived Assets Held and Used by Type [Axis] Senior Notes 2029 Senior Notes 2029 [Member] Senior Notes 2029 [Member] Standard Product Warranty Accrual, Balance Sheet Classification [Abstract] Standard Product Warranty Accrual, Balance Sheet Classification [Abstract] Purchased technology Developed Technology Rights [Member] Geographical [Axis] Geographical [Axis] Deferred tax Assets, net Deferred Tax Assets, Net 2029 Lessee, Operating Lease, Liability, to be Paid, Year Five Net gain on Divestiture of Business Gain (Loss) on Disposition of Business Other changes in plan assets and benefit obligations recognized in other comprehensive (income) loss [Abstract] Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss), after Reclassification Adjustment, before Tax [Abstract] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Derivative instruments (foreign exchange contracts) Foreign Currency Contract, Asset, Fair Value Disclosure Lessee, Lease, Description [Line Items] Lessee, Lease, Description [Line Items] Long-term income tax liabilities (included within other long-term liabilities) Accrued Income Taxes, Noncurrent Number of shares purchased under ESPP (in shares) Stock Issued During Period, Shares, Employee Stock Purchase Plans Long lived assets held for sale Impairment Impairment of Long-Lived Assets to be Disposed of Payments for Restructuring Payments for Restructuring Share Repurchases Program Authorization Date [Axis] Share Repurchases Program Authorization Date [Axis] Share repurchases programs by authorization date. Backlog Order or Production Backlog [Member] Cash, cash equivalents and restricted cash at beginning of year Cash, cash equivalents and restricted cash at end of year Cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Debt, Weighted Average Interest Rate Debt, Weighted Average Interest Rate Short-term Investments Equity Securities, FV-NI, Current Net actuarial gain (loss) Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss) Arising During Period, before Tax Non-U.S. taxes - current Current Foreign Tax Expense (Benefit) Sharebased Compensation Arrangement By Exercise Price Range [Abstract] Sharebased Compensation Arrangement By Sharebased Payment Award Stock Option Plan By Exercise Price Range [Abstract] Sharebased Compensation Arrangement By Sharebased Payment Award Stock Option Plan By Exercise Price Range [Abstract] Current assets: Assets, Short-term [Abstract] Assets, Current [Abstract] Consolidation Items [Axis] Consolidation Items [Axis] Fair Value of Financial Instruments Fair Value of Financial Instruments, Policy [Policy Text Block] Share-based Payment Arrangement, Noncash Expense [Abstract] Share-Based Payment Arrangement, Noncash Expense [Abstract] Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Long-term income tax assets (included within other assets) Income Taxes Receivable, Noncurrent Product and Service [Domain] Product and Service [Domain] Short-term Lease, Cost Short-Term Lease, Cost Goodwill - Rollforward Goodwill [Roll Forward] Vested- Weighted Average Grant Price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Fair Value Disclosures Fair Value Disclosures [Abstract] Defined Benefit Plan, Plan Assets Level 3 Reconciliation, Increase (Decrease) for Actual Return (Loss) on Plan Assets Still Held Defined Benefit Plan, Plan Assets Level 3 Reconciliation, Increase (Decrease) for Actual Return (Loss) on Plan Assets Still Held Settlements made during the period Standard Product Warranty Accrual, Decrease for Payments Preferred Stock, Shares Outstanding (in shares) Preferred Stock, Shares Outstanding Security Exchange Name Security Exchange Name Unrecognized Tax Benefits, including interest and penalties Unrecognized Tax Benefits, including interest and penalties Amount of unrecognized tax benefits including amounts accrued for interest on an underpayment of income taxes and penalties related to a tax position claimed or expected to be claimed in the tax return. Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Period Increase (Decrease) Change in fair value of contingent consideration Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Period Increase (Decrease) Income Tax, Holiday [Table] Income Tax, Holiday [Table] Weighted-average exercise price per share, exercised (in dollars per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward] State taxes, net of federal benefit - current Current State and Local Tax Expense (Benefit) Lease obligations Deferred tax assets - lease obligations Amount before allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences from lease arrangements. Short-term debt Short-Term Debt Lessor Asset under Operating Lease, original cost Property, Plant, and Equipment, Lessor Asset under Operating Lease, before Accumulated Depreciation Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Other Purchase Commitments Other Commitment Research and development Research and Development Expense Subsegments [Axis] Subsegments [Axis] Goodwill and Intangible Assets Goodwill and Intangible Assets Disclosure [Abstract] Common stock issued (in shares) Common Stock, Shares, Issued Other Assets Other Assets [Member] Percent of Accounts receivable from a single customer Concentration Risk, Customer Retirement Plan Name [Domain] Retirement Plan Name [Domain] Amortization of net actuarial gain (loss) Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss), Reclassification Adjustment from AOCI, before Tax Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss), Reclassification Adjustment from AOCI, before Tax Entity [Domain] Entity [Domain] Maximum borrowing capacity Line of Credit Facility, Maximum Borrowing Capacity Derivative instruments (foreign exchange contracts) Derivative Liability Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Accumulated depreciation and amortization Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Transitional company contribution to employee 401(k) Transitional company contribution to employee 401(k) Additional transitional company contribution to employee 401(k) plans for certain employees. Combined projected benefit obligation, accumulated benefit obligations and fair value of plan assets Defined Benefit Plan, Plan with Projected Benefit Obligation in Excess of Plan Assets [Table Text Block] Realized gains/(losses) Defined Benefit Plan, Plan Assets Level 3 Reconciliation, Increase (Decrease) for Actual Return (Loss) on Plan Assets Sold Employee Compensation and Benefits Compensation Related Costs, Policy [Policy Text Block] Europe Europe [Member] Common stock shares authorized (in shares) Common Stock, Shares Authorized Acquisitions of businesses and intangible assets, net of cash acquired Payments to Acquire Businesses, Net of Cash Acquired Intangibles Deferred Tax Assets, Goodwill and Intangible Assets Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent [Abstract] Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent [Abstract] Settlements Defined Benefit Plan, Plan Assets, Payment for Settlement Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Entity Voluntary Filers Entity Voluntary Filers Amortization of net actuarial (gain) loss Defined Benefit Plan, Amortization of Gain (Loss) Hedging Designation [Domain] Hedging Designation [Domain] Statement of Financial Position Location, Balance [Axis] Statement of Financial Position Location, Balance [Axis] Deferred taxes expense (benefit) Deferred Income Tax Expense (Benefit) Unrealized gains (losses) on derivatives Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, before Tax PROPERTY, PLANT AND EQUIPMENT, NET Property, Plant and Equipment Disclosure [Text Block] Payment for Contingent Consideration Payment for Contingent Consideration Liability, Financing Activities Discount rate (in hundredths) Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Discount Rate Fair Value, Recurring Fair Value, Recurring [Member] Accounts receivable, net Accounts Receivable, after Allowance for Credit Loss, Current Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Asset Impairment Charges Asset Impairment Charges Long-Term Debt Carrying Value of Senior Notes Long-Term Debt Unrealized gain (loss) on derivatives, tax expense (benefit) Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification, Tax Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Fair Value of Plan Assets Fair Value Balance, beginning of year Fair Value Balance, end of year Defined Benefit Plan, Plan Assets, Amount Maximum employer matching contribution in the 401(k) plan (in hundredths) Defined Contribution Plan, Employer Matching Contribution, Percent of Match Operating Lease, Liability, Statement of Financial Position [Extensible Enumeration] Operating Lease, Liability, Statement of Financial Position [Extensible Enumeration] Commercial Paper Commercial Paper [Member] Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Document Annual Report Document Annual Report Minimum price of options outstanding in the period (in dollars per share) Share-Based Payment Arrangement, Option, Exercise Price Range, Lower Range Limit Prior service costs (benefits) Other Comprehensive (Income) Loss, Defined Benefit Plan, Prior Service Cost (Credit), after Reclassification Adjustment, before Tax Vested (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Diagnostics and Clinical Market Diagnostics and Clinical Market [Member] Diagnostics and Clinical Market [Member] Total Stockholders Equity Parent [Member] Weighted average risk-free interest rate Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate In-Process R&D Indefinite-Lived Intangible Assets (Excluding Goodwill) Transfers in (out) Defined Benefit Plan, Plan Assets Level 3 Reconciliation, Increase (Decrease) for Assets Transferred into (out of) Level 3 Amortization of intangible assets during the period Amortization of Intangible Assets Contract Liability beginning balance Contract Liability ending balance Contract with Customer, Liability Movement in valuation and qualifying accounts [Roll Forward] SEC Schedule, 12-09, Movement in Valuation Allowances and Reserves [Roll Forward] Non-US Non-US [Member] Accounting Policies [Abstract] Accounting Policies [Abstract] Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, after Tax Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, after Tax Net revenue: Revenues [Abstract] Food Market Food Market [Member] Food Market [Member] Acquisition Disclosure Business Combination Disclosure [Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Balance at Beginning of Period Balance at End of Period SEC Schedule, 12-09, Valuation Allowances and Reserves, Amount Lessee, Operating Lease, Liability, Undiscounted Excess Amount Lessee, Operating Lease, Liability, Undiscounted Excess Amount Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Reclassification Adjustment from AOCI, Realized upon Sale or Liquidation, Tax Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Reclassification Adjustment from AOCI, Realized upon Sale or Liquidation, Tax PEO Name PEO Name Total number of share-based awards issued (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Shares Issued in Period Guarantees [Abstract] Guarantees [Abstract] Award Type [Domain] Award Type [Domain] Cash and cash equivalents Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents Share-based compensation Deferred Tax Assets, Tax Deferred Expense, Compensation and Benefits, Share-Based Compensation Cost Issuance date of debt Debt Instrument, Issuance Date Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Retirement and post-retirement benefits Liability, Defined Benefit Plan, Noncurrent Non-PEO NEO Non-PEO NEO [Member] Finite Lived Intangible Assets Useful Life Finite-Lived Intangible Asset, Useful Life Total assets acquired Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets Line of credit facility expiration date Line of Credit Facility, Expiration Date Other Investments Other Plan Assets [Member] Assets held in a defined plan not otherwise previously defined. Additional Paid-in Capital Additional Paid-in Capital [Member] Hedging Relationship [Axis] Hedging Relationship [Axis] RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS Retirement Benefits [Text Block] Class of Stock [Line Items] Class of Stock [Line Items] Deferred tax liability Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Deferred Tax Liabilities Short-term Debt [Line Items] Short-Term Debt [Line Items] Other, net Effective Income Tax Rate Reconciliation, Other Adjustments, Amount Post-vest restriction discount for all executive awards Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Discount for Postvesting Restrictions Warranty Standard Product Warranty, Policy [Policy Text Block] Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring [Domain] Type of Restructuring [Domain] LTPP & RSU LTPP & RSU [Member] LTPP & RSU [Member] Operating Activities [Axis] Operating Activities [Axis] Asset impairment charges Tangible Asset Impairment Charges CANADA CANADA Number of operating segments Number of Operating Segments Components of Deferred Tax Assets Components of Deferred Tax Assets [Abstract] Fair Value Assets And Liabilities Measured On Recurring Basis Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Net change in property, plant and equipment included in accounts payable and accrued liabilities-increase (decrease) Increase (Decrease) in Other Accounts Payable and Accrued Liabilities Employee Severance Employee Severance [Member] Pharmaceutical and Biopharmaceutical Market Pharmaceutical and Biopharmaceutical Market [Member] Pharmaceutical and Biopharmaceutical Market [Member] CHINA Including Hong Kong CHINA Schedule of Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Grant Date Intrinsic Value Schedule of Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Grant Date Intrinsic Value [Table Text Block] Restructuring and Other Related Costs Disclosure Restructuring and Related Activities Disclosure [Text Block] Share-based compensation Share-Based Payment Arrangement, Noncash Expense Share-Based Payment Arrangement, Activity Share-Based Payment Arrangement, Activity [Table Text Block] Fair Value Measured at Net Asset Value Per Share Fair Value Measured at Net Asset Value Per Share [Member] Deferred tax assets Long-term deferred tax assets (included within other assets) Deferred Tax Assets, Net of Valuation Allowance Post-Retirement Benefit Plan Postretirement Health Coverage [Member] Fair Value, Measurement with Unobservable Inputs Reconciliation, Liability, Transfers Into Level 3 Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Purchases Fixed interest rate per annum (in hundredths) Debt Instrument, Interest Rate, Stated Percentage Segment Reporting, Reconciling Item, Corporate Nonsegment Segment Reporting, Reconciling Item, Corporate Nonsegment [Member] Supplemental Cash Flow Information [Abstract] Supplemental Cash Flow Information [Abstract] Indefinite-Lived Intangible Assets, Period Increase (Decrease) Indefinite-Lived Intangible Assets, Period Increase (Decrease) Effect of derivative instruments for foreign exchange contracts in the consolidated statement of operations Derivative Instruments, Gain (Loss) [Table Text Block] Concentration Risk Benchmark [Domain] Concentration Risk Benchmark [Domain] Schedule II - Valuation and Qualifying Accounts SEC Schedule, 12-09, Schedule of Valuation and Qualifying Accounts Disclosure [Text Block] Auditor Firm ID Auditor Firm ID Effective tax rate (in hundredths) Effective Income Tax Rate Reconciliation, Percent Income from operations Income from operations Operating Income (Loss) Operating Income (Loss) Variable Rate [Domain] Variable Rate [Domain] Total liabilities and stockholders' equity Liabilities and Equity Audit Information [Abstract] Auditor Information Early Repayment of Senior Debt Early Repayment of Senior Debt Subsequent Events Subsequent Events [Text Block] Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] Weighted Average Remaining Contractual Life (in years) Share-Based Payment Arrangement, Option, Exercise Price Range, Exercisable, Weighted Average Remaining Contractual Term Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Foreign net operating loss carryforwards Deferred Tax Assets, Operating Loss Carryforwards, Foreign Hedging Designation [Axis] Hedging

Designation [Axis] Operating Lease, Impairment Loss Operating Lease, Impairment Loss DERIVATIVES Derivative Instruments and Hedging Activities Disclosure [Text Block] Interest income Interest income Investment Income, Interest Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Non-cash right of use assets obtained in exchange for operating lease obligations Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Underlying Security Market Price Change Underlying Security Market Price Change, Percent Expected return on plan assets Defined Benefit Plan, Expected Return (Loss) on Plan Assets Measurement Input Type [Axis] Measurement Input Type [Axis] Individual: Individual [Axis] Property, Plant and Equipment, Disposals Property, Plant and Equipment, Disposals Accumulated Other Comprehensive Loss Accumulated Other Comprehensive Income (Loss) AOCI Attributable to Parent [Member] Date payments commenced Debt Instrument, Date of First Required Payment Other than Temporary Impairment Losses, Investments Other than Temporary Impairment Losses, Investments Expected life Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term Inventory Inventory, Net Product and Service [Axis] Product and Service [Axis] Property, Plant and Equipment [Line Items] Property, Plant and Equipment [Line Items] Statement [Line Items] Statement [Line Items] Gain(loss) reclassified from accumulated other comprehensive income (loss) into cost of sales Derivative Instruments, Gain (Loss) Reclassified from Accumulated OCI into Income, Effective Portion, Net Measurement Input Type [Domain] Measurement Input Type [Domain] Reconciliation of Reportable Segment Income from Operations to Consolidated Income before taxes. Reconciliation of Operating Profit (Loss) from Segments to Consolidated [Table Text Block] Costs and expenses: Operating Expenses [Abstract] Benefits paid Defined Benefit Plan, Plan Assets, Benefits Paid Property, Plant and Equipment Property, Plant and Equipment [Table Text Block] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Sublease Income Sublease Income Purchase price for acquisition Business Combination, Consideration Transferred Contingent Consideration Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value, Beginning Balance Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value, Ending Balance Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value Derivative Instruments Derivatives, Policy [Policy Text Block] Software Development Software Development [Member] Asia Pacific Asia Pacific [Member] Share Repurchase Program [Line Items] Share Repurchase Program [Line Items] Minimum 3 Percent Minimum [Member] Adoption Date Trading Arrangement Adoption Date Amortization Expense Other Expenses [Abstract] Other Operating Income (Expense) Other Operating Income (Expense) [Member] Foreign currency translation, tax expense (benefit) Other Comprehensive Income (Loss), Foreign Currency Translation Adjustment, Tax Segments [Axis] Business Segments [Axis] Segments [Axis] Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Tax Period [Axis] Tax Period [Axis] Summary of stock option award activity Disclosure of Share-Based Compensation Arrangements by Share-Based Payment Award [Table Text Block] Derivative Instrument Risk [Axis] Derivative Instrument [Axis] Derivative Instrument [Axis] Inventory [Line Items] Inventory [Line Items] Exercise Price Award Exercise Price Significant components of deferred tax assets and deferred tax liabilities Schedule of Deferred Tax Assets and Liabilities [Table Text Block] Defined Benefit Plan, Health Care Cost Trend Rate Assumed, Next Fiscal Year Defined Benefit Plan, Health Care Cost Trend Rate Assumed, Next Fiscal Year Employee compensation and benefits Increase (Decrease) in Employee Related Liabilities Arrangement Duration Trading Arrangement Duration Reconciliation of Operating Profit (Loss) from Segments to Consolidated [Table] Reconciliation of Operating Profit (Loss) from Segments to Consolidated [Table] Total Other Comprehensive (Income) Loss, Defined Benefit Plan, after Reclassification Adjustment, before Tax GOODWILL AND OTHER INTANGIBLE ASSETS Goodwill and Intangible Assets Disclosure [Text Block] Stockholders' equity: Equity, Attributable to Parent [Abstract] Accruals for warranties including change in estimates Standard Product Warranty Accrual, Increase for Warranties Issued Domestic Domestic Tax Jurisdiction [Member] Long-term investments Long-term investments Long-term investments Long-Term Investments Impaired Long-Lived Assets Held and Used, Asset Name [Domain] Impaired Long-Lived Assets Held and Used, Asset Name [Domain] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Fair value of plan assets for defined benefit plan with benefit obligation in excess of plan assets. Fair value of plan assets for defined benefit plan with benefit obligation in excess of plan assets. Fair value of plan assets for defined benefit plan with benefit obligation in excess of plan assets. 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Four All Individuals All Individuals [Member] OVERVIEW AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Basis of Presentation and Significant Accounting Policies [Text Block] Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract] Sharebased Compensation Arrangement By Sharebased Payment Award Equity Instruments Other Than Options Nonvested Additional Disclosures [Abstract] Sharebased Compensation Arrangement By Sharebased Payment Award Equity Instruments Other Than Options Nonvested Additional Disclosures [Abstract] Variable Rate [Axis] Variable Rate [Axis] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Entities [Table] Entities [Table] Currency impact Defined Benefit Plan, Plan Assets, Foreign Currency Translation Gain (Loss) Defined Benefit Plan, Plan Assets, Foreign Currency Translation Gain (Loss) Other income (expense), net Other Nonoperating Income (Expense) 2034 Senior Notes Senior Notes 2034 [Member] Senior Notes 2034 Other Postretirement Benefits Plan Other Postretirement Benefits Plan [Member] Range of Exercise Prices - $150.01 & over Range of Exercise Price - 05 [Member] Supplementary information on outstanding and exercisable share awards as of the balance sheet date which stratifies outstanding options by ranges of exercise prices. End Markets [Domain] End Markets [Domain] [Domain] for End Markets [Axis] Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Other intangible assets, net Other intangible assets, net Intangible Assets, Net (Excluding Goodwill) Other Comprehensive Income (Loss), Net Investment Hedge, Gain (Loss), before Reclassification and Tax Other Comprehensive Income (Loss), Net Investment Hedge, Gain (Loss), before Reclassification and Tax Proceeds from the issuance of common stock under employee stock plans Issuance of common stock under employee stock plans Proceeds, Issuance of Shares, Share-Based Payment Arrangement, Including Option Exercised Non-cash settlement Restructuring Reserve, Settled without Cash Amounts recognized in accumulated other comprehensive income (loss) Schedule of Amounts Recognized in Other Comprehensive Income (Loss) [Table Text Block] Unrecognized share-based compensation costs for non-vested restricted stock awards, net of expected forfeitures Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Change in fair value of plan assets: [Roll Forward] Defined Benefit plan, change in fair value of plan assets, significant unobservable inputs (Level 3) (Roll Forward) Defined Benefit Plan, Change in Fair Value of Plan Assets [Roll Forward] Lender Name [Axis] Lender Name [Axis] Share-based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Related and Nonrelated Parties [Domain] Related and Nonrelated Parties [Domain] Net operating loss carryforwards, not subject to expiration Deferred Tax Assets, Operating Loss Carryforwards, Not Subject to Expiration Restructuring Cost and Reserve [Line Items] Restructuring Cost and Reserve [Line Items] GERMANY GERMANY Share-based Payment Arrangement, Option, Exercise Price Range [Line Items] Share-Based Payment Arrangement, Option, Exercise Price Range [Line Items] Volatility of Agilent shares (in hundreths) Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate Interest Expense Interest Expense [Member] Retirement Plan Sponsor Location [Axis] Retirement Plan Sponsor Location [Axis] Business exit and divestiture costs Business Exit Costs U.S. federal taxes - deferred Deferred Federal Income Tax Expense (Benefit) Share Repurchase Program [Domain] Share Repurchase Program [Domain] Impairment of finite-lived intangible assets Impairment of Intangible Assets, Finite-Lived COMMITMENTS AND CONTINGENCIES Commitments and Contingencies Disclosure [Text Block] Thereafter Finite-Lived Intangible Asset, Expected Amortization, after Year Five Change in benefit obligation: [Roll Forward] Defined Benefit Plan, Change in Benefit Obligation [Roll Forward] Impairment of Long-Lived Assets Long-lived assets held for use impairment Impairment, Long-Lived Asset, Held-for-Use Measure: Measure [Axis] Additions for tax positions related to the current year Unrecognized Tax Benefits, Increase Resulting from Current Period Tax Positions Operating Loss Carryforwards [Table] Operating Loss Carryforwards [Table] Share Price Share Price Preferred stock shares authorized (in shares) Preferred Stock, Shares Authorized 2025 Defined Benefit Plan, Expected Future Benefit Payment, Year One Software Capitalized Computer Software, Gross Entity Emerging Growth Company Entity Emerging Growth Company Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Operating Lease, Right-of-Use Asset, Statement of Financial Position [Extensible Enumeration] Total liabilities measured at fair value Liabilities, Fair Value Disclosure Maturity date Debt Instrument, Maturity Date Sell Short [Member] Lessee, Lease, Description [Table] Lessee, Lease, Description [Table] Derivative, Fair Value, Net [Abstract] Derivative, Fair Value, Net [Abstract] Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Accumulated benefit obligation in excess of fair value of plan assets - aggregate benefit obligation Defined Benefit Plan, Plan with Accumulated Benefit Obligation in Excess of Plan Assets, Accumulated Benefit Obligation Impact of the income tax holidays Income Tax Holiday, Aggregate Dollar Amount Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum Beginning balance Ending balance Standard Product Warranty Accrual Current and Long Term Tax Assets and Liabilities Current and Long Term Tax Assets and Liabilities [Table Text Block] Tabular disclosure of the breakdown between current and long term income tax payable and receivable and their location in the consolidated balance sheet. Equity Component [Domain] Equity Component [Domain] Preferred stock par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share Accumulated Benefit Obligation where Fair Value of plan Assets exceeds ABO Accumulated Benefit Obligation where Fair Value of plan Assets exceeds ABO Amount of accumulated benefit obligation for defined benefit pension plan where the fair value of plan assets exceeds accumulated benefit obligation. Amounts included in other income (expense), net [Abstract] Gain (Loss) on Investments, Marketable Securities [Abstract] Gain (Loss) on Investments, Marketable Securities [Abstract] Resolution Bioscience, Inc. Resolution Bioscience, Inc. [Member] Resolution Bioscience, Inc. Weighted Average Remaining Contractual Life (in years) Share-Based Payment Arrangement, Option, Exercise Price Range, Outstanding, Weighted Average Remaining Contractual Term Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Reclassification from Accumulated Other Comprehensive Income, Current Period, Net of Tax Reclassification from Accumulated Other Comprehensive Income, Current Period, Net of Tax Change in fair value of contingent consideration Business Combination, Contingent Consideration Arrangements, Change in Amount of Contingent Consideration, Liability Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Defined Benefit obligation where Fair Value exceeds Pension benefit obligation Defined Benefit obligation where Fair Value exceeds Pension benefit obligation Amount of benefit obligation for defined benefit plan where fair value of plan assets exceeds pension benefit obligation 2028 Defined Benefit Plan, Expected Future Benefit Payment, Year Four SEC Schedule, 12-09, Valuation Allowances and Reserves [Domain] SEC Schedule, 12-09, Valuation Allowances and Reserves [Domain] Statement [Table] Statement [Table] Measurement Frequency [Domain] Measurement Frequency [Domain] Consolidation Items [Domain] Consolidation Items [Domain] Future Amortization Expense Schedule Finite-Lived Intangible Assets, Amortization Expense, Maturity Schedule [Abstract] Instrumentation Instrumentation [Member] Instrumentation [Member] Interest payments, net of capitalized interest Interest Paid, Excluding Capitalized Interest, Operating Activities Equity Securities without Readily Determinable Fair Value, Upward Price Adjustment, Cumulative Amount Equity Securities without Readily Determinable Fair Value, Upward Price Adjustment, Cumulative Amount Concentration Risk Benchmark [Axis] Concentration Risk Benchmark [Axis] Quoted Prices in Active Markets for Identical Assets (Level 1) Fair Value, Inputs, Level 1 [Member] Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Senior Notes Senior Notes [Member] Tax Period [Domain] Tax Period [Domain] Number of Options, Exercisable Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Employer contributions Defined Benefit Plan, Plan Assets, Contributions by Employer Accounting Standards Update [Axis] Accounting Standards Update [Axis] Intangible assets Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Intangible Assets, Other than Goodwill Black Scholes per share value of options granted during fiscal year Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Weighted Average Grant Date Fair Value Equity investments - without readily determinable fair value Equity Securities without Readily Determinable Fair Value, Amount Accumulated Other Comprehensive Income (Loss) [Table] Accumulated Other Comprehensive Income (Loss) [Table] Entity Well-known Seasoned Issuer Entity Well-known Seasoned Issuer INCOME TAXES Income Tax Disclosure [Text Block] Stock Repurchased and Retired During Period, Value Stock Repurchased and Retired During Period, Value Stock Repurchased and Retired During Period, Value 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Settlement Defined Benefit Plan, Benefit Obligation, Payment for Settlement Income before income tax Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest [Abstract] Proceeds from convertible note Proceeds from Sale of Notes Receivable Equity Securities without Readily Determinable Fair Value, Downward Price Adjustment, Cumulative Amount Equity Securities without Readily Determinable Fair Value, Downward Price Adjustment, Cumulative Amount Domestic Plan Domestic Plan [Member] Other Noncurrent Liabilities Other Noncurrent Liabilities [Member] Operating Lease, Weighted Average Discount Rate, Percent Operating Lease, Weighted Average Discount Rate, Percent Exercise Price Range [Axis] Exercise Price Range [Axis] Net proceeds from (Repayments of) Short-Term Debt Proceeds from (Repayments of) Short-Term Debt Net cash used in financing activities Net Cash Provided by (Used in) Financing Activities Credit Facility [Axis] Credit Facility [Axis] Operating Loss Carryforwards [Line Items] Operating Loss Carryforwards [Line Items] Accelerated Depreciation Restructuring and Related Cost, Accelerated Depreciation Loss Contingencies by Nature of Contingency [Axis] Loss Contingency Nature [Axis] Long-term Debt, Fair Value Long-Term Debt, Fair Value Entity Registrant Name Entity Registrant Name Sales-type Lease, Lease Receivable Sales-type Lease, Lease Receivable Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Long term and other receivables Segment Reporting Reconciliation Item Long Term And Other Receivables Amount of long-term and other receivables held by an entity, and used in a reconciliation of assets by segment to the entity consolidated balance sheet. Goodwill and Intangible Asset Impairment [Abstract] Goodwill and Intangible Asset Impairment [Abstract] Depreciation and amortization Depreciation, Depletion and Amortization Range of Exercise Prices $100.00 - $110.00 Range of Exercise Price -03 [Member] Supplementary information on outstanding and exercisable share awards as of the balance sheet date which stratifies outstanding options by ranges of exercise prices. Other Comprehensive Income (Loss) Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent Loss due to settlement Other Comprehensive Income (Loss), Defined Benefit Plan, Settlement and Curtailment Gain (Loss), before Tax State taxes, net of federal benefit - deferred Deferred State and Local Income Tax Expense (Benefit) Standard Warranty Schedule of Product Warranty Liability [Table Text Block] Fair Value as of Grant Date Award Grant Date Fair Value Non-U.S. income taxed at different rates Effective Income Tax Rate Reconciliation, Foreign Income Tax Rate Differential, Amount Assets for Plan Benefits, Defined Benefit Plan Assets for Plan Benefits, Defined Benefit Plan Reconciliation of Assets from Segment to Consolidated Reconciliation of Assets from Segment to Consolidated [Table Text Block] Rest Of World Rest Of World [Member] A specified country or group of countries about which segment information is provided by the entity. This element is used for a group of countries not specifically disclosed. Significant Other Observable Inputs (Level 2) Fair Value, Inputs, Level 2 [Member] Aggregate Intrinsic Value - Options outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Aggregate Intrinsic Value Total equity: Equity, Including Portion Attributable to Noncontrolling Interest [Abstract] Geographical [Domain] Geographical [Domain] Disaggregation of Revenue Disaggregation of Revenue [Table Text Block] Intangible assets written-off Disposal Group, Including Discontinued Operation, Intangible Assets Allocated Share-based compensation expense disclosure Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Principles of Consolidation Consolidation, Policy [Policy Text Block] Restructuring Cost [Table] Restructuring Cost [Table] Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security Common stock; $0.01 par value; 2,000,000,000 shares authorized; 285,193,011 shares at OctoberÂ 31, 2024 and 292,123,241 shares at OctoberÂ 31, 2023 issued and outstanding Common Stock, Value, Issued Restructuring, Incurred Cost, Statement of Income or Comprehensive Income [Extensible Enumeration] Restructuring Charges, Statement of Income or Comprehensive Income [Extensible Enumeration] Document Financial Statement Error Correction Document Financial Statement Error Correction [Flag] Defined Benefit Plan, Expected Future Employer Contributions, Next Fiscal Year Defined Benefit Plan, Expected Future Employer Contributions, Next Fiscal Year Derivative Instruments, Gain (Loss) Reclassification from Accumulated OCI to Income, Estimated Net Amount to be Transferred Derivative Instruments, Gain (Loss) Reclassification from Accumulated OCI to Income, Estimated Net Amount to be Transferred Contract liabilities acquired in business combination Contract with Customer, Liability, Increase (Decrease) for Contract Acquired in Business Combination Employee Compensation and Benefits Employee-related Liabilities [Abstract] Share-based compensation disclosures Share-Based Payment Arrangement [Abstract] Income Tax Authority, Name [Domain] Income Tax Authority, Name [Domain] Accounts Receivable Accounts Receivable Additional Disclosures [Abstract] Capitalized Research and Development Costs Deferred tax asset, Capitalized Research and Development Amount of deferred tax asset attributable to taxable temporary differences from research and development. Other comprehensive income (loss) before reclassifications Other Comprehensive Income (Loss), before Reclassifications, before Tax Short-term Debt [Abstract] Short-Term Debt [Abstract] Other

investments - with readily determinable fair value Equity Securities, FV-NI, Noncurrent Lessor Asset under Operating Lease, Net book Value Property, Plant, and Equipment, Lessor Asset under Operating Lease, after Accumulated Depreciation Options Exercisable, Aggregate Intrinsic Value Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Aggregate Intrinsic Value Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Other Deferred Tax Assets, Other Life Sciences and Applied Markets Life Sciences and Applied Markets [Member] Life Sciences and Applied Markets [Member] Asset impairment charges Impairment of Intangible Assets (Excluding Goodwill) Cash flows from financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] 2029 Defined Benefit Plan, Expected Future Benefit Payment, Year Five Unrealized gain on non-marketable equity securities Equity Securities, FV-NI, Unrealized Gain Preferred stock; $0.01 par value; 125,000,000 shares authorized; none issued and outstanding Preferred Stock, Value, Issued Total recognized in other comprehensive (income) loss Other Comprehensive Income Defined Benefit Plans Period Increase Decrease Amounts recognized in other comprehensive income (but not yet recognized in net periodic benefit cost), including the net gain (loss) and net prior service cost (credit) arising during the period. State income taxes, net of federal benefit Effective Income Tax Rate Reconciliation, State and Local Income Taxes, Amount Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration] Finished goods Inventory, Finished Goods, Gross Forward Contracts Buy/(Sell) Forward Contracts [Member] Deferred tax liability Deferred Tax Liabilities, Gross Outstanding balance Line of Credit Facility, Fair Value of Amount Outstanding Net income per share - basic Earnings Per Share, Basic FY23 Restructuring Plan FY23 Restructuring Plan [Member] FY23 Restructuring Plan Repayments of Commercial Paper Repayments of Commercial Paper Cash and Cash Equivalents Cash and Cash Equivalents [Member] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Share-based Compensation Arrangement by Share-based Payment Award, Expiration Period Share-Based Compensation Arrangement by Share-Based Payment Award, Expiration Period Federal net operating loss carryforwards Deferred Tax Assets, Operating Loss Carryforwards, Domestic Trademark/Tradename Trademarks [Member] Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Goodwill [Table] Goodwill [Table] Property, Plant and Equipment Property, Plant and Equipment, Policy [Policy Text Block] Schedule of Other Intangible Assets By Major Class [Abstract] Finite-Lived Intangible Assets, Net [Abstract] Total current liabilities Liabilities, Current Share Repurchase Program [Axis] Share Repurchase Program [Axis] Proceeds from commercial paper Proceeds from Issuance of Commercial Paper Unrecognized share-based compensation expense - Stock Options Share-Based Payment Arrangement, Nonvested Award, Option, Cost Not yet Recognized, Amount Concentration of Credit Risk Concentration Risk, Credit Risk, Policy [Policy Text Block] Weighted Average Volatility Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Weighted Average Volatility Rate 2025 Finite-Lived Intangible Asset, Expected Amortization, Year One Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Schedule of Acquired Finite-Lived Intangible Assets by Major Class Schedule of Acquired Finite-Lived Intangible Assets by Major Class [Table Text Block] Deferred revenue Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Deferred Revenue Change in actuarial net gain (loss), net of tax expense (benefit) of $0, $(5) and $9 Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss) Arising During Period, after Tax Acquisitions Business Combinations Policy [Policy Text Block] Unrealized Gains (Losses) on Derivatives AOCI, Derivative Qualifying as Hedge, Excluded Component, Parent [Member] Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Maximum Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Maximum Discount rate (in hundredths) Defined Benefit Plan, Assumptions Used Calculating Net Periodic Benefit Cost, Discount Rate Operating Activities [Domain] Operating Activities [Domain] Foreign Currency Gain (Loss) Foreign Currency Gain (Loss) [Member] SHARE-BASED COMPENSATION Share-Based Payment Arrangement [Text Block] Unrecognized Tax Benefits, Income Tax Penalties and Interest Expense [Abstract] Unrecognized Tax Benefits, Income Tax Penalties and Interest Expense [Abstract] Entity Address, City or Town Entity Address, City or Town Proceeds from Issuance of Long-Term Debt Proceeds from Issuance of Long-Term Debt Defined benefit plans assets measured at fair value using significant unobservable inputs (level 3) Schedule of Effect of Significant Unobservable Inputs, Changes in Plan Assets [Table Text Block] Leases Lessee, Leases [Policy Text Block] Settlement loss Defined Benefit Plan, Net Periodic Benefit Cost (Credit), Gain (Loss) Due to Settlement and Curtailment Options exercised in the period Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period, Intrinsic Value Net Operating loss carryforwards Deferred Tax Assets, Operating Loss Carryforwards, Components [Abstract] Share-based compensation expense Share-Based Payment Arrangement, Expense Restructuring and Related Cost, Positions Eliminated [Abstract] Restructuring and Related Cost, Positions Eliminated [Abstract] Options, Grants in Period, Weighted Average Exercise Price Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Grants in Period, Weighted Average Exercise Price Loss Contingencies [Table] Loss Contingencies [Table] Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Assumptions used to calculate the benefit obligation Defined Benefit Plan, Weighted Average Assumptions Used in Calculating Benefit Obligation [Abstract] Business Acquisition [Axis] Business Acquisition [Axis] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Range of Exercise Prices - $110.01 - $150.00 Range of Exercise Price - 04 [Member] Supplementary information on outstanding and exercisable share awards as of the balance sheet date which stratifies outstanding options by ranges of exercise prices. Foreign Foreign Tax Jurisdiction [Member] Right-of-use asset Deferred Tax Liabilities, Leasing Arrangements Revenue from Contract with Customer Revenue from Contract with Customer [Text Block] Shares-based awards issued, Net of tax (Shares) Restricted Stock, Shares Issued Net of Shares for Tax Withholdings Document Fiscal Year Focus Document Fiscal Year Focus Employee benefits, other than retirement Deferred Tax Assets, Tax Deferred Expense, Compensation and Benefits, Employee Benefits Revenue from External Customer [Line Items] Revenue from External Customer [Line Items] Nature of Uncertainty [Axis] Nature of Uncertainty [Axis] Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Fair value of assets, nonrecurring Assets, Fair Value Disclosure Non-U.S. operations Income (Loss) from Continuing Operations before Income Taxes, Foreign 2029 Finite-Lived Intangible Asset, Expected Amortization, Year Five Document Period End Date Document Period End Date Impairments in non-marketable securities without readily determinable fair value Equity Securities without Readily Determinable Fair Value, Impairment Loss, Annual Amount Total undiscounted future minimum lease payments Lessee, Operating Lease, Liability, to be Paid Non-vested beginning (in shares) Non-vested ending (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Line of Credit Facility, Lender [Domain] Line of Credit Facility, Lender [Domain] Insider Trading Arrangements [Line Items] Academia and Government Market Academia and Government Market [Member] Academia and Government Market [Member] Other Current Assets [Member] Other Current Assets [Member] 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three Defined Benefit Plan, Accumulated Benefit Obligation Defined Benefit Plan, Accumulated Benefit Obligation Other Contract Other Contract [Member] Accounts payable Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Accounts Payable Defined Benefit Plan, Funding Status [Axis] Defined Benefit Plan, Funding Status [Axis] Revenue recognized that was included in the contract liability balance at the beginning of the period Contract with Customer, Liability, Revenue Recognized Foreign Exchange Contracts Foreign Exchange Contract [Member] Variable Interest Entity Variable Interest Entity, Not Primary Beneficiary, Disclosures [Abstract] Document Transition Report Document Transition Report Equity Securities without Readily Determinable Fair Value, Upward Price Adjustment, Annual Amount Equity Securities without Readily Determinable Fair Value, Upward Price Adjustment, Annual Amount Aggregate Changes in Gross Unrecognized Tax Benefits Schedule of Unrecognized Tax Benefits Roll Forward [Table Text Block] Total recognized in net periodic benefit cost (benefit) and other comprehensive (income) loss Other Comprehensive Income (Loss), Defined Benefit Plan, Transition Asset (Obligation), Reclassification Adjustment from AOCI, before Tax Deferred Bonus and Profit Sharing Arrangements, Individual Contracts, Type of Deferred Compensation [Axis] Deferred Bonus and Profit Sharing Arrangements, Individual Contracts, Type of Deferred Compensation [Axis] Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Entity Current Reporting Status Entity Current Reporting Status Credit facility initiation date Line of Credit Facility, Initiation Date Gain (Loss) on Securities Gain (Loss) on Securities [Table Text Block] Retained Earnings (Accumulated Deficit) Retained Earnings Retained Earnings [Member] Income Tax Authority, Name [Axis] Income Tax Authority, Name [Axis] Maximum price of options outstanding, end of the period (in dollars per share) Share-Based Payment Arrangement, Option, Exercise Price Range, Upper Range Limit Long lived assets, held for use, location not disclosed Impairment Long Lived Asset Held For Use Statement Of Income Or Comprehensive Income Extensible Enumeration Not Disclosed Flag Impairment Long Lived Asset Held For Use Statement Of Income Or Comprehensive Income Extensible Enumeration Not Disclosed Flag Incremental Revolving Credit Facility Incremental Revolving Credit Facility [Member] Incremental Revolving Credit Facility Schedule of Revenues from External Customers and Long-Lived Assets [Table] Schedule of Revenues from External Customers and Long-Lived Assets [Table] Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] Executive Category: Executive Category [Axis] Other accrued liabilities Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Current Liabilities, Other Employee compensation and benefits accrued Accrued Employee Benefits Provision for income taxes Schedule of Components of Income Tax Expense (Benefit) [Table Text Block] Foreign exchange translation impact to other intangible assets Finite-Lived Intangible Assets, Foreign Currency Translation Gain (Loss) Schedule of Funded status of Defined Benefit and Post-Retirement Benefit plans Changes in Projected Benefit Obligations, Fair Value of Plan Assets, and Funded Status of Plan [Table Text Block] Restructuring Reserve, Beginning Balance Restructuring Reserve, Ending Balance Restructuring Reserve Impairment, Intangible Asset, Finite-Lived, Statement of Income or Comprehensive Income [Extensible Enumeration] Impairment, Intangible Asset, Finite-Lived, Statement of Income or Comprehensive Income [Extensible Enumeration] Net operating loss carryforwards, subject to expiration Deferred Tax Assets, Operating Loss Carryforwards, Subject to Expiration Statement of Income Location, Balance [Domain] Statement of Income Location, Balance [Domain] Company Selected Measure Name Company Selected Measure Name EX-101.PRE 14 a-20241031_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT GRAPHIC 15 a-20241031_g1.jpg begin 644 a-20241031_g1.jpg M_]C_X 02D9)1@ ! @$ 8 !@ # _[@ .061O8F4 90 !]L 0P " 0$! 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M_'J_?ZB@#\ ? ^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?\ 27;_ J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(3;_@J9_TEV_\J&N?_'J_? ZB@ M#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?\ 27;_ J&N?\ QZC_ (A-O^"IG_27;_RH:Y_\>K]_J* /P!_X MA-O^"IG_ $EV_P#*AKG_,>H_P" (3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3; M_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O_*AKG_QZOW^HH_ _'B$V_X* MF?\ 27;_ J&N?\ QZC_ (A-O^"IG_27;_RH:Y_\>K]_J* /P!_XA-O^"IG_ M $EV_P#*AKG_,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!) M=O\ RH:Y_P#'JA B$V_X*F?])=O_*AKG_QZOW^HH_ _'B$V_X*F?\ 27;_ M_J&N?\ QZC_ (A-O^"IG_27;_RH:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#* MAKG_,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O_*AKG_QZOW^HH_ _'B$V_X*F?\ 27;_ J&N?\ MQZC_ (A-O^"IG_27;_RH:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_,>H M_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA MB$V_X*F?])=O_*AKG_QZOW^HH_ _'B$V_X*F?\ 27;_ J&N?\ QZC_ (A- MO^"IG_27;_RH:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(3;_@ MJ9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F? M])=O_*AKG_QZOW^HH_ _'B$V_X*F?\ 27;_ J&N?\ QZC_ (A-O^"IG_27 M;_RH:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(3;_@J9_TEV_\ MJ&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O_*AK MG_QZOW^HH_ _'B$V_X*F?\ 27;_ J&N?\ QZC_ (A-O^"IG_27;_RH:Y_\ M>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(3;_@J9_TEV_\J&N?_'J_ M?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O_*AKG_QZOW^H MH_ _'B$V_X*F?\ 27;_ J&N?\ QZC_ (A-O^"IG_27;_RH:Y_\>K]_J* / MP!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ? M^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O_*AKG_QZOW^HH_ _'B$ MV_X*F?\ 27;_ J&N?\ QZC_ (A-O^"IG_27;_RH:Y_\>K]_J* /P!_XA-O^ M"IG_ $EV_P#*AKG_,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9 M_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O_*AKG_QZOW^HH_ _'B$V_X*F?\ M27;_ J&N?\ QZC_ (A-O^"IG_27;_RH:Y_\>K]_J* /P!_XA-O^"IG_ $EV M_P#*AKG_,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@#\ ? ^(3;_@J9_P!)=O\ MRH:Y_P#'JA B$V_X*F?])=O_*AKG_QZOW^HH_ _'B$V_X*F?\ 27;_ J& MN?\ QZC_ (A-O^"IG_27;_RH:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_M ,>H_P"(3;_@J9_TEV_\J&N? _'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#' MJ/\ B$V_X*F?])=O_*AKG_QZOW^HH_ _'B$V_X*F?\ 27;_ J&N?\ QZC_M (A-O^"IG_27;_RH:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(M3;_@J9_TEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_ MX*F?])=O_*AKG_QZOW^HH_ _'B$V_X*F?\ 27;_ J&N?\ QZC_ (A-O^"I MG_27;_RH:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(3;_@J9_T MEV_\J&N?_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O M_*AKG_QZOW^HH_ _'B$V_X*F?\ 27;_ J&N?\ QZC_ (A-O^"IG_27;_RH M:Y_\>K]_J* /P!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(3;_@J9_TEV_\J&N? M_'J_?ZB@#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O_*AKG_QZ MOW^HH_ _'B$V_X*F?\ 27;_ J&N?\ QZC_ (A-O^"IG_27;_RH:Y_\>K]_ MJ* /P!_XA-O^"IG_ $EV_P#*AKG_,>H_P"(3;_@J9_TEV_\J&N?_'J_?ZB@ M#\ ?^(3;_@J9_P!)=O\ RH:Y_P#'JA B$V_X*F?])=O_*AK MG_QZOW^HH_ A>^)OQY :P^&7Q)\0_#>_ :C\>74_A[7+O39KF'QA?A)7@F>(MNH,N0"4R ?6BL/\ :P_Y.F^)? 90-9_]+IJ* /V_P"#3; E*9^UW_V\?^GR M>OW^K\ ?^#3; E*9^UW_-O'_I\GK]_J "BBB@ HHHH **** "BBB@ HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH _A" :P_Y M.F^)? 90-9_]+IJ*/VL/^3IOB7_V4#6? 2Z:B@#]O_\ @TV_Y2F?M=_]O'_I M\GK]_J _'@TV_Y2F?M=_P#;Q_Z?)Z_?Z@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH _A" :P_Y M.F^)? 90-9_]+IJ*/VL/^3IOB7_V4#6? 2Z:B@#]O_\ @TV_Y2F?M=_]O'_I M\GK]_J _'@TV_Y2F?M=_P#;Q_Z?)Z_?Z@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH ****

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M>3>+O$OBSPKH,.M^-]/\"^"-0UO_ (1C3I<&*>^^QQ.8]ZG>(D#RE/GV;2&/ MY4_\%U],TS1/^#C_ /8,T;1M/@M+.TOO",-I:6L2QQPQ+XHD5415 "J , M # J'_@L-^R/^W9^R-^WK\3O^"U7_!)?
XUR:Q-H$]O:_';P5; R3Z,]OI=E- M*EQ:R#;?6#V9M+EU&7A\SS$P%WQ 'ZX>)?\ @HO^QQX(_8ST_P#;_P#'?QFL M]$^%6JZ/;ZEIOB/4[6:-KF&?_4+';[#/)+)_#"J&0_+P<8_P2_X*??LJ?&S MXW:?
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!,B[UG0=.\=_%J/1O%?@0ZI-=+9:)=&N_#GB/2;:_T^_MGM[ZQO8%%EAN(74J\;H MP*NK*2"I!!!(-?S=_M]^!]<_X((?\%W/
/Q\\30:OXF_9X\8:R^L:5H.MW:;KOA34$P)+2Z>^@LY!G&2CP7,JLG0G8W5%P >K?\%"/!OP MK_X*"2_#K]BKPP+75AXQ-IXQUWQEI%QBX\.^$+>>&5[FTNXCNAFU&18K&$JP
MWQ27.-3MO#.F:CJEMX=\!^$M!TN6ZO MM8OY6"PV5C9VZO+<2LS#)"G!;<[#):OB/_@TGL!KG_!*RP^+7B*_N]3\1ZMX MAN-'NM6U&Z::9-,TP"VT^QC+$^7;P1F3RXEPJM-
*P&78GYL_X.&/BMXM^$G_M 7_8Y\9>,?B$GA3P/IFDV;:7XFU.Q6YL=(U"?5KF"]NVCD94/EQG3W)/AUJ8T_Q_X0\2Z;)IVJ>'YR MI=/M,$P'[MT5F29"\3A3M<[3CQGXE?\ !=C_ ()W_"OPAI?
Q=\1>./%5Q\-= M6\2R:!:?%G2_ >HW/AAM01Y(WC6^2';,H>*5?-B#QDQ. QVMCSW1_P#@G/\ M 7]E[]L#XY_\%!/VH/VR[SQ%=?%7X(:I'\3/# T:+3K&3P]8VMA%=:C'';.T
MJ^5!;QH74YS(]4,7F3WUU*'6'3X$B,2I9PQR.V&D>4#_6@']#G[7O_!1O]D7] MAGX+:+^T7^T5\1[J]P\#>)X8M+\4:+X?O=6LY#-'YD!+V,4H19$Y1VPKXX)K MSSPM_P %Q/\
@FEXZ_:)^&_[+/@G]H$:MXR^*FAV6K>&+"RT2[*1P7MF+RS6 MZ>'K:74=.NM2L(MY[R2"Y9#+"96F<,48;E.#D<4 ;>H_P#!:7]A:QMO$7B6U\0>,=2\)>&/%;>% M]2^(.C?#
[4[SP^=;$D<1L%OH86CW>;+'&)FVVY=U E)89^L*_F7^(?@G]LW_ M (-\-7E^-7P2UJT^.G[#7QJU%9I]*O9'DL;^RO%RL%U&V)=.U(0KL2Z0!9&A M3>-R>0G]+OA_6;;Q'H-
EXALH9HX;^TCN(8[B/9(JNH8!E_A;!Y'8T ?GU\8/ MVMM;_;O_ ."Q\?\ P29^'GB2\T_X;?"GP<_BWX[76E7CP3>([D_9EM-\Z,A MDM0;RWEN%4@S@20-A%(?C3^S;^U7XK^'%GX=N](T
MUO#/@N"ULHKVVN+I+5D:Z2/[5#M61=JP2Q)M0JROD%? _P#@AW:ZSIO_ ^Q-KBO"1G^'R7M\>VVOH[_@[!('_ 1+^(P)Z^(/ M#N/_ ;6U 'H/_!%WXHV'PU_X(2_";XU>.KV>XM=
^%=YK>L7$DA>62.![J> M5BS>:_2S_@E1\+]2^./_ ;A M^!O@MH>+_@-J^B6C,V);J*\MU)/;YI!7Y=_\$KTNO"W_!K3^VYX1\0V MDECJ>F>-M3@U"QNT,+8ZMRK!T=<'G((H _6__@DC_P
%*W_:7_X(MV^&OV\?VB-;3^T?"_A+57^(VHI&J>9+I!G6XNBHPH:6&!9R H:4@ 5P?[M$?[!/Q2_:1_X)D^$='^*OQL\5?#Y_CIK&K?%#XTR^!+[[#K>KW6MS?;+;3DN
MV5C:6ZVTL$4X11(PM8X@R(TBGXW_ &&OA1XY\/\ _!O%\ /V$[E;JQU_]KSX MPKIK6R$K<6OAB>_DO=2NU'>-M)T]VS_=O$Z9R/V@\>^-?V;M)OM*_9<^(?C_ M ,)Z9J'C/2+BRT#P/?:
[!:7FKV<<6R:.TM_,6654C.#Y0.T>E 'XO_\ !&[] MDGXM_L4_\'#_,7OV6?V/?CQXA\5_ +P/H3/\0_[:UA9XX[FZLDEMK24)B.6 M^AO'*&5$#B.*=7VDNI]G_P"#N7QA^U1\"_V&\]+^,7P9_;"\:>$])U?
Q]9>&] M4\&^&C!8V]W:SV-W*[R742"\9M]M@IYPA9)"IB)&X^&^+O\ @E?_ ,.S?^#E M+]G6[_X)\WVL:;X4^*2:AJ?B'PR-0FN5TK3[=6&JQ222,S/9O&\3Q^MY$A!_O2.%C4=RX%=!_P2E^_ LF?
\$W? M&D?%_4XK3Q%=Z!-XO^)&J:E(L6W5]3DDU/49)W; 'ERW$B%F(6(= * /P[_ M ."QG_!/#X__ /!#']J++X,_M@?L4_MJ?$[QEXQ^(/B6:TG/C##5?M6JZAJD3P M/YVUSYYC>"13Z%G\SY?NG_
(.3OVV_B=X8^,O[,7_!-_P-XJO]!L?C M/XZL'^*#Z-?O!/=:0VHVEHNGB:,AQ#,TMSYFTJ6$"*259U./;_\ !13_ ()3 M?MI_M_V/_!0']KK]M;X>Z7X(^!K7NG_ #X?:CJWF75S>^8/M?BB[MU5F5Y'A
MC6TM\%PD$4S*LA51Y/\ \'#^AWGCO_@HI_P3]_;PTK1-2M/"'B[6O#ULK:E; MB.73W&KV>HQ17 5F6.5H;Q_EW'F"3!(7- 'J.C?M%I_P3>_X.==)_85^"]C; M>&O@O\9O!6GB]^'VD0+;Z1I6M-
:7'D7UG:(!';222VB1R>6%$GVAV<,RJ1R' M_!XMXS_:L^"'P4\!Z_X"_;%\:Z9X4\<>(KW2-9\ :,T&GV$D*6ZR(7EMT6YN M,X8/'/+)$Q(*HF#FG^V7\'_$WQS_ .#QOX-Z9X8M))8O"O@_2?$7M7$8RMI:
MV4%[<;I"/NAI##$,]6F0=ZT_^#W@C_AE'X(KGD_$._P/^W&@#[>_X*O _ +7W MQ-_85X(C^*?VVVD/@Q/\ 9_%>F>!Q/!-#T_0=0\H/]@GOIK.Q%T P(W1"X:1=P(+ MH@(()%?E'^TYIVO_!_X(!/LQ?
\%;/VIZ%\>K7QPDWBWXHVU^[ZMXD2 M\GU+[1#J5PQ+:@BSV\"".X,B+&KQA0KL#^ZOBS]F_P"$G[8'!\7[-/QS\VG M5?"?C+P#96&KVL(]#^%NJZ%%IJIX3TP&7EW#";A(FGN)) M@Q:.$"*Z#M-
T&VNW3:UR+6VCA,S#LSE"Y]V-?C;_P6;!3_@ZT M_8QD884^'O"X#'H3_P)#K'ZC\Z /U6^,O_ 4K_9*^*\ 'P<\'?&+XM>+=#2M2B\0Y7?R2"-+2@L/@VO$H7S$S$W%0ZDW_V:?
M@H%^S3^U/\2/%7P.\!^(]2TGXA^!A&WB_P"'?B[1IM+UK2XI%1HYFMYU'FPL MLD1$T1>/]ZF6!8 _E+_P67N/&>I?\'//[%$OB6Z>7P2#HJ^&G#[K7^TTUN[% MVJGIYX=;(.!R (0>:=XOF\=R?
\'KFBI\,EG,*>!$7QI]G!\O[!_PC$I/GX_A M\PV>W/\ RT\KVH _<&=9G@=+>54D*$([)N"G'!(R,_3(K\&OVU?&O[4W@3_@ MZ-_9X_9Q^(_[8'C?QSX/FU31O$$&G^']6D@L["PFF^UQLB6EE'%
^TP961T:7 M# ,[D;C^\]?@W_P4R=1_P> ?LUY8<:+X=!Y[^=J= 'TU_P '8?\ P4,^+?[$ M7[!6A?#SX!^*-W+WPYXJ^*_B6329-=TRX:&ZL])MX#++>&"12&BD=GMHMZX(263 M!#8(\0_;,^**C?\ !%W_
(+ ?LBZ'^S)IL/A/X?_!/*:?X:^*WA;2U\JPU ML/?+:#5;F)<++?QFX$INS^^?RMK.RLP,G_![7\%?%7BK]D_X-_'?2+"6?3/! MWC?4-,U=XD+"W_M&VB:*1\?=7?8[-QW2(,Y8 \K_P
'#'PLUW]IS_@L1^PG M\(_,#W=SKT%C-FW&XPV8U6&:>X..=D<$4LI/]V-CVH _0W_ (*^'_A>>O? M/_@G59_O4^-7Q;M;SQA:=I/"OA_;K&I*Q["22&Q@YX/VC'.<'PO_ (+N_P#! M*;P3^TK^S$#\7?
VO_ -JG]M'QSI.H>!/#FHZQ\/=$T[6H[3POH<=K&S6ENUDR M%KFYN75%EG,GFM+,J1;52.,^Y_L]G_AIS_@LM\:?C^_[_P_ /_ ;P1IGPN\+2 MCYX7UB^*:QK4J9^[+&ATRV8CG"L/7/3_ +:'['
3_P""U?P(UKX0>+O' MNC^+X_#>HW>GV_B'P-XN2XN/"VLJ KAQ;2F/SXR%W03JPP,%1G- 'D__ ;; M67[9%]_P1[\'W'[4OC/4)=:U62^G\ :EKXM5,6HO:;C_ *AI1$WR_+YAE/WB]>&3LO\ Q')0C<,_
MV*1U[_\ "OFH _7G_@H[^TZ_[&W["_Q1_:2L@7U/PUX2N&\.P!-QN-6FQ;:? M"!W\R[FMTQ@GYNAZ5\E^(O\ @AKX\^.'[$7PC_8)\>?M9^+A[\-? WPZM1X MHTOXA!]) X*;_\ M!1+X5?\ !-[]G.7XJ^
]>T1/$>N7BZ/X T37-52S@U/5I>(_.E8CR;6+/FSS M'B.)#C+LB, ?E9_P;&Q?M6_LI_\ !4[]H[_@F'K?Q9U+QE\+?AKIU_FXN9)& MM;34K?4[>WM9H$=F%J]Q!)
<&2%3@F'DMY0)M_L%OAIX1N=#^#&CZB/,MO"]OYFH11ZE91GBVOW^Q13&[3$RLY"N% ^J_^ M",7Q9_X)H_F]A_9_P#@9WUX=^?QZ^-7B@'4@?/Q7%PU_Q%>#3K:GNI'Q@H;@R%Z;$-M[.E:A[UM[8J7@>.%;
M>/LUC$[&"%.6+W(;9F25E^+/^#>WX5[J^S)P\TQ+P)Z-G3]S@PIGNH'.D$7%H8FG9@6WJ.D#=8[8S&S3H8&CTG7SE5XQ[5?[@H;R@&H9P8&H>T%PJRYIG[6?/GXF;^CTY&R%K:+SG[MF!%8R86RQ6'>TV2H;P>%82*SA2J?:J39@2Z4)4?>Z
_!./3/BOX[N'X.[#6I7LB+7A[2PF<U[@X'N6S=DXLKQ&GY39H<^%J,M9]D3.>?5L>O>KZT;H?J9,[C!Y6!O&+T9/LPG%&[Q&=6G!BPWS\NB>@RJ^FVKJ@9%Q?QJ/JP]X:8%;/^=^%74T%5=A%!B=?P7Q\7!&QWM7]J6Y\=J3RR$RU^5H36?T)W_R
V'6K[_ (+Y?\$_;/P6'\K)XRTR6;R?O"U'B"T:0MC^#REG+?&(:OVJ[GG=BK](DHCHXE@\?Y@!9+6%K7V/P[U<+9N[W$_/WEH7DDJK/HR^(D4;+FPN!7&@0M[$=,)K?R=ES8O^!T@D?,1<_E;C<0I@\HJ@#U`"JM$,P=<.8?6RK7!.G^?5?/Q:HWQLK@2:,`'KSK9OQR8L:Z2^I81+8OQSHR

C3X<_:/^,GPXU6T^(/A:-8=*\:^#O%=_H> MIBW4MB%[BQFB=U&]P&)WJ'8*RAB#]*T4 ?+G[/O_ 1B_P"":^HZ** /FG]GK M_@D)_P $]?V5?CMX@_:-^ /P C\.>)O$EW)=WQL]?
OS907$BRJ\UO9M.;>VD MVS3*KQ1JT:S2)&45V4T_@U_P1G_X)W?L^?%#QE\:O@W\'_$6A>+/B%8W]IXT MUZV^*WB5[G5X[V0RW+2M)J+9D>0F02C$BO\ ,K*W-?45% 'S]^Q/_P $M_V&
M/^"==KX@T[]CKX,W7A&S\5",:_IS^,=7U*UO"@(5S!?W<\:N Q7>JABIVDD< M5Y-X)_X-WO\ @DE\._CW/^T'X-_9B^PW]Q>B\F\.Q>);_P#L-Y@_F MI_G>0 M\8?YA RF!>T8 'VU10 5\K?
M&_\$4_^";W[6_QML_VCOVB?@IK_ (F\;::(M5TGQ!<_%7Q-#+IRQ3//$ELL.HHELJ2R/(JQ*H5F) !KZIHH H^&O#UAX3T*V M\.Z7<7TMO:ILBDU/5)[V=ADGYY[AWED//5V)[=!7S-^W3_P1A_X)Y?\
!17Q M]I'Q;_:8^"LMSXOT6&."R\5>'] MB@#RCPI^PW^R=X-_9AN_V-='^".D/\-=1L9[35?#.H"2[34%F.Z62XEF9I9Y MG;YC/([2[@&W9 (\;_8V_P""&'_!-;]@WXF_\+<_9W^"-]::Q!/XE>
(4G1OLYMO+6);\0K#Y!,/DB,1>62FW:<5])T44 4? M$_A?PSXV\.7W@_QGX=L=7TC5+22UU+2]3M$N+:[@=2KQ2QN"LB,I(*L""#@B MOF7X?_\ !'W]E+X'_P!I:;^S-
XL^*7PKT+5[N2ZOO"7P]^*>J6.D>?)]^6&T M,SQVC,<9-N(_N@=!BOJBB@#P3]CS_@F)^PW^P;KFL^,?V8O@19Z)XC\1I(OB M+Q9?ZE=ZGJ^I"2432":\O999F#R@2,H8*S*&(R!C&^$7_!
(K]@/X$?M3:K^V MM*_A%KFF?%#79KF37/%C_$KQ#<2ZCY\BR3)/%/?O#-&SHC>6Z%,HN%&T8^E M** //OVG_P!E?]GW]L[X-ZG^S_\ M._"_3_%WA+5]C7>E:AO7;(ARDL4L;+)
M!*ISMDC977)P>37 ?!3_ ()E_LH_!+XX6?[3-MH?B'Q7\1-+\.QZ!H?C/X@> M++W7+[2=+0,!:VC7WU/5M(\8:O#:26DA1I M(7LC=_9!#F*-_+\K8K1(P *@CZ;HH _G;_X)1?%'Q)J
MVE:9XH\0>*;SX:^,O#7BV\T&\N9Y/$2E9-+U&SEBD_L1?\$_?V3O^"=OPQNOA1^R=\+8O#NGZE?F^UJ\FO9KN]U2Z(QYUQ)7N]3COG\RY\QI-18% MFD"R!P R2(CH59%8:_[$7_!*K]A'_@G)?>(+
[]C/X,7G@W_A*888_$%M_P) MKK.H6]Z(BQC9H+Z\FB#KO<"0*' =AG#$'Z&HH ^*E_X-\?\ @EA:ZSX[O=&^ M ^I:9I?Q&MKB/Q-X2TSQEJ4&AR32QR)]ICT]9_LZ31B61H6V8MV;="(V52/7 MOV9?
^"9W[$'['_P,U_\ 9H^ GP+MM-\!^*HI8_$GA?4]8O=4M-1$L1BE\R.^ MFF!,D9VOC&\!0HW^GZ;=*,@%"I&:]GUK]@W]FOQ%|8_$/Q|UO M1?%=SXJ|4^%[CPYK%_)|3-?
|HZ5,Y>2TAMOMWD6L9Q44 ? M.O[$G_!*']@W_@G-K&LZU^QE|'-2|%OXABCCUNUC|>ZY?6EYY>[RW>VO;V:$ MR+N8+)LWJ'8 @$@_15%% !1110 4444 %%%% !1110 4444 %%%% !1110 4
M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 ?PA?M8?|G3?$O_LH&L_^
METU%'[6'_)TWQ+_[*!K/_I=-10!^W_| P:;?|I3/VN_^WC_T^3U^_P!7X_| M&FW_ "E,_:[_ .WC_P!/D]?O]0 4444 %%%% !1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444
%%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !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
%%%% !1110 4444 %%%% '|(7[6'_)TWQ+_[M*!K/_I=-11^UA_R=-|2_^R@:S_Z7344 ?M__ ,&FW_*4S]KO_MX_]/D]?O| M5^ /_!IM_P I3/VN_P#MX_| 3Y/7[_4 %%%% !1110 4444 %%%% !1110 4
M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !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 %%%% !1110 4444 %%%% !1110!_"%^UA_R= M-|2_^R@:S_Z7344?M8?|G3?$O_LH&L_^ETU% '[?_P#!IM_RE,_:[_[>/_3Y M/7[_ %?@#_P:;?| *4S]KO| [>/_
$^3U^_U !1110 4444 %%%% !1110 4 M444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444
%%%% M !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 M%%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4 M444 %%%% !1110 4444
%%%% !1110 4444 %%%% !1110 4444 %%%% !11 M10 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 ?PA? MM8?|G3?$O_LH&L_^ETU%'[6'_)TWQ+_[*!K/_I=-10!^W_| P:;?
|I3/VN_^ MWC_T^3U^_P!7X_|&FW_ "E,_:[_ .WC_P!/D]?O]0 4444 %%%% !7'_M ? M'KX5?LN_!7Q+^T)|$_".E2:CKFIRHS^5"@Z*B@L[LQ5%1069F50"2 M!785XU_P4)_8X|,?|%
OV,/B!^Q[XM|27&C6GC?11;1:O;1"1K*YBFCN+:>+_B!|6_V#/B)H_P ./#&D:+JE M]JUG=:7=ZOHMC?I*ZWFH6$=X66)516=8&FDA7<9$&UMOKG[:G[=VG_LDOHO@ MOP7^S_X|^+?Q
|2P7%SH?@#X1517 M(;;^;O[&/_!03X@_L0_M1^,/^"='_!=K1K"TU'QIX=T7PKHGQ;L@9/#7B6RA MMKFW@2^GR#;S7$,Q#.ZQ_=)E2+.]OV,M_"WARV|477C>VT>W75K[3[>QN]05 M/WLMM
|TD,1;^ZKW$[>LK4 ?+__ 3L_P""M_P=_;_|=^-/@)=?"?QG|+/B MU|.]DGB_X8?$/3EM]1MK=RH6ZB*L1-"2|8+84CS(SMVR1L^Q^W;_ ,%,?#?[M$/BO0/A[I'[*7QG^,WB77-
/FU&X|._!/P0VN7>CV*2")+J|19$|B*63S(XV. M=[02@?<->8?LO?!:Q^/7_!9SXO| _!2CPM9+#X2|-?#BV^$?A_5(4Q'XEU*W MOOM>K7B'CS([:6.&P$G*M)!.H/[K-<)^VE^P5_P6)^&G[37Q _X*%?|
!.G] MNS0]6U?Q!#8FZ^!OB_P/"FG:CI^GQ.MOIT5ZTKON_>3L,?9|RW,K>;'O. #Z M^_9P_;'TOXW?LP77[5?Q3^"'CSX*Z+81W]SJ6D?&/1X](U*PLK0,9;RX@|QS M!#A)&!<@E$WXVLI/EVA_|%:/
[>!/!?[17Q#^ GB[PC|%OB+K-IIOA'XI:[/ M:+$?MC[+"]OK-93/865VVP0SR X|Z(S) 'R/BG_@JS_P4QU']MG_ (-B?&/[M3?@WPI>^#]<|2ZEI_A7QUX=E=O.T2]BUF"#4+0L0"4?RRHW ,8K@!@&R!]'_
M /!:#X=>%=(_X-YOB5|//LD7]FZ'|(M(CL(MHVH;.2R:WQV&'BC(^@H ^_** M|;_X)T^/O$_Q6_X)]? KXH>-KJ6?6?$?P<|,ZIJ||Y)>6ZN-*MI978GDDN[' MGGFO9* "BLGQUXAU3PIX1O|
Q'HGA6[UR[M(#)!I-BRB:Z;(^1"W&?KZ5Y#_ M ,-8?&S_ *,?|=_^!5M_|50![I17G'P2_:!F^-?@H^,M.^'6H6(2_GM)K66[MBE:.2)MK LA(SGMVKK_^$EU?_H4+W_OI: -BBL?_ (275_| H4+W_OI:/^$E
MU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (27 M5_| H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+ MW_OI: -BBL?_ (275_|
H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4 M+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_| H4+W_OI:/^$EU?| Z%"]_P"^ MEH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_|
H4+W_OI: M/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ M (275_| H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU? M_H4+W_OI: -BBL?_ (275_|
H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU M?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_| H4+W_OI:/^$EU?| Z%"] M_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_|
H4+W M_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -B MBL?_ (275_| H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^ M$EU?_H4+W_OI: -BBL?_ (275_|
H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_ M^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_| H4+W_OI:/^$EU?| MZ%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_|
MH4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI M: -BBL?_ (275_| H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_O MI:/^$EU?_H4+W_OI: -BBL?_ (275_|
H4+W_OI:/^$EU?| Z%"]_P"^EH V M**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_| H4+W_OI:/^$E MU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (27 M5_|
H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+ MW_OI: -BBL?_ (275_| H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4 M+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_|
H4+W_OI:/^$EU?| Z%"]_P"^ MEH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_| H4+W_OI: M/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ M (275_|
H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU? M_H4+W_OI: -BBL?_ (275_| H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU M?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_|
H4+W_OI:/^$EU?| Z%"] M_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_| H4+W M_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -B MBL?_ (275_|
H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^ M$EU?_H4+W_OI: -BBL?_ (275_| H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_ M^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_|
H4+W_OI:/^$EU?| MZ%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI: -BBL?_ (275_| MH4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_OI:/^$EU?_H4+W_OI M: -BBL?_ (275_|
H4+W_OI:/^$EU?| Z%"]_P"^EH V**Q_^$EU?_H4+W_O MI:/^$EU?_H4+W_OI: -BBJ.E:K>ZA(Z76B3VH5H **** "BBB@ M HHHH _A" :P_P"3IOB7_P!E UG_ -+IJ*/VL/| DZ;XE_| 90-9_P#2Z:B@
M#]O_ /@TV_Y2F?M=_P#;Q_Z?)Z_?ZOP!_P"#3;_E*9^UW_V|?^GR>OW^H ** M** "BBB@ KR_]LKQG^T'|._V?-4|=?LO?#2X|9>,-(U?1[J'PI9W-K#/JNGI MJMHVI6|3W3+$LKZ>+L(68'>5V_-
M%>H44 ?D_P#MW6VL_P#!3+PO^T%^R1|(MOV1O'>H>+?B/I7@NUTS_ (6!X)N-&L_!L|+7+R:I>75VJQIY";R@M6FDG.4C M#JSD>T_M]?'/]LC]F[P#|/?V-_V9?V//C#|4=(@|-65E|0_B-X'-
O:W1L88! M";6SN)I08KRX,?[RX)MXY"8B9F62'[PATW3K:]GU.WL(([FY5!| M9:A:+:V=G;P>7;6%E;VIYE:5X>6.U8HY?E8D%>C|(_| !1O]HK6/B5XQ^#?B M7_@E3|;=/U[0M>NK+PQJ=LNGS>'_ !!:
(Y6"]&JRSPQ6RNH$CH0[1JV%|UP4 MKZRHH ^(_%O_ 2$TOXG?|$H?B9^P3X||1Z;%XI^+&H:UXK|1:YI|3FQM/%- M_J;:LCPJ0'-K;W0@B7A7>& $A6<@>8?M(>#?VP_V]?| @F5X<_X)?:I^S_XN
M|'_$GQ%9:#X<^+_B[6-**:%H%A87%L]_J=M?$^1J0N5M2+>"W:23_21YPAV. M1^E=% &-|.? /AGX5?#W0?A?X*L?LNC>&]&M=*TBVW9|FUMXEAB3/?"(H_ "M MFBB@ HHHH |+_P"">_|
R1/5O^Q[UG_TI->Z5X7_ ,$]_P#DB>K?]CWK/_I2 M:]TH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "B MBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@
HHHH *** M* "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ MHHHH **** "BBB@ HHHH
**** "BBB@ HHHH **** "BBB@ HHHH **** "B MBB@ HHHH **** "BBB@ HHHH **** "BBB@#^$+]K#_DZ;XE_P#90-9_]+IJ M*/VL/^3IOB7_ -E UG_TNFHH _;_ /X--O| E*9^UW_V|?| I|GK]_J_ '_@
MTV_Y2F?M=_| ;Q_Z?)Z_?Z@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH M **** /"_P#@GO| |D3U;_L>]9_]*37NE>%_|$]_^2)ZM_V/>L_^E)KW2@ H MHHH **** "BBB@ HHHH **** "BBB@
HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH
M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH ****
/X0OVL/^3IOB7_V4#6?_2Z:BC]K#_DZ M;XE_]E UG_TNFHH _;__ (--O^4IG[7?_;Q_Z?)Z_?ZOP!_X--O^4IG[7?| MV|?^GR>OW^H **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@#PO_@G
MO_R1/5O^Q[UG_P!*37NE>%_|$]_^2)ZM_P!CWK/_ *4FO=* "BBB@ HHHH * M*** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HH MHH **** "BBB@ HHHH **** "BBB@
HHHH **** "BBB@ HKG_BK|5?AQ|#O MAQK7Q>^+WC33_#OAGP[I|E]K>MZI<"*"T@099V8_D ,DD@ $D"OPA_XC-1_P M|<_Y)3_QC+_R"/| CR_XGO| K/| D.=?_)/_)Y=_,H _?ZBN(^!_P"TK^SY
M^TOX2M/'7[/OQJ|,>,M*OK5+B"[|.ZU#=#RV (WJC%HV&<%6 93D$ @BNWH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "BBB@ HHHH ****
"BBB@ HHHH **** "BBB@ HHHH **** "BB MB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@#^$+]K#_DZ;XE_]E
UG_TNFHH_:P_Y.F^)?_90 M-9_]+IJ* /V__P"#3;_E*9^UW_V|?^GR>OW^K| ?^#3;_E*9^UW_ -O'_I|G MK]_J "BBB@ HHHH *CNKJUL;62]O;F.&&&,O--*X544#)8D| PRVL-CJ-SKD$6G:K-. M)"D-
G=LXANI/W3#;&Q)/3/./2OVAOVG?V>?V2_AZ_P 5OVE_C-X=|#^'DG6! M=4|1ZG';1RS,"5ACW',LA"L0B L0I., U^:?_!-_]JC]F?| X*KZ9|:?V(?C M_P" (_AA|0=2^'7A_P ,Z_|
"/Q/8I;7NFWFFVEU#+=:?;R[2Z6TI@FC >+ M:A95 #']%_B/^R#|#/C/|;=,^-_QH|#:9XON_#V@MIOA72_$FG17EGHKRRL] MW=P12JRK<3J+>-I,;E2V55*AY P!=_9N_:R_9H_;!|$2?
$?]E[XY>&O'6BP7 M'V>ZOO#FJ1W MIL9|J95.Z%|$':X4D$'&"#4/QL_; _9B_9RUFU|.?&[XW:! MX=U&|L)+^+3KZ[S<+91MMDO'C0%HK9&.&N'"Q*>&85|.?L9_LH^#?@E_PK<6RI
@$:2BPA:=@@^4WC, M0//R9O| @WO|?7_[7&M?M6_MY>/P+S6O''[0FH>&M/EN!O-MX>TFTMQI]DN? MNQQI=R J,!FW,1EB: /T:T+7=#|4Z)9^)O#.LVFHZ;J-K'O&PY1G4+@*,?9/_!43]GC
M0O@1_P &ZH|*_#!!H&K_ 4|">%_$'@C6-. CN-*U;3)K.47D3@?+,_[|,_5 MO/D)R6- 'Z345YU^Q_| &FZ_:1_9+^%W[0]]:QP3^//AWHGB*>"(86)[VPAN M60#L 9",>U>BT %%%% 'A?| P3W_
.2)ZM_V/>L_^E)KW2O"_P#@GO| |D3U M;_L>]9_]*37NE !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%% M% !1110 4444 %%%% !1110 4444 %%%% !1110 4444 %%%% !1110 4444
M %%%?/7[>G_!4W]AO_@FQX/_ .$F_:N^..GZ/?36YETKPI8G[7K.ICD#R+., M[RI(V^:^R)3]YUH ^A:^5O| @HE_P6<_8!_X)C:+*O[1WQC@G|4FW|VP^'WA MD+>ZW=Y&5S &
MT8=)+AHHS@X8GBOPF_X*5?|'LFU+A MU/,<21 (SGF0X:OB72/V:/VA-<^/-K^RY8_!7Q,/B->:PFE0^"+G1IH-3%X^ M,0O;R*KQM@[CN "K|QP 37]B/_!.?_@B?_P3|_X)BZ3!=_L_?"&*_P#%X@|N
M]^(GBK9>ZU<9&&V3%0MJC#@QVZ1J0!N#'FO<_P#AE7]G'_AH[_AKS_A2_M__(6;_P (_P#V)_PFO]GK]O| L&[=Y/F?^.[OO;?DSM^6@#^5OQ[_ ,&N?_!_< M#X,"#Q7X7_9VM==DMXQ-
]I|&>.]/:XM6VYVA))XI6<9(_=JW(."1S7.?|+2_ MX.0_V ?^0MK_ .U-X,TZR^XNN0:Q=:2H7J4%RLMJPQU*Y''-?V#T4 ?R=_!_ M_@[?_P""R_PK>.W|9_$/P5X^2 A6B|8^!H(F('&&;3C:,3[DY]3FOJOX.?|
M!|%|1K+RK7]H']@71-2S@3W_ (.|:S6.SU*P7-O/N^AE'UK]UOB_^R+^RE^T M&DB?'G]F;X?^-?-&';Q7X.LM08|8SF>)B#[]17RG|8O^#:+_ ((L?&;S;F__ M &,-/|/7DGW;SP=K^H:9Y?|
NPPSB#|XS0!X%|'?^#RO_@EEX]|JT^)W@;XI M>!;@X|Z;4/#EO?6B?[KVEP|K?C"*^K?@[_P7V_X(Y?'/RE|%_P#!0+P%9/+P ML7BV[ET%L^A_M..#G^?:OB+XQ?| !E%^P;XG|VY^"/[3_P
4/",|F2D6LBQU MBVB/^RBPV|F/8RD^]?*?QC_X,C_VOM |V7X"_ME_#OQ2B9,:>*=(OM%DD'IB M$7B@_5L9[CK0!_11|/OBQ|+/BWI/]O?"KXE>'_$UC@'[;X>UF"]BYZ?/"[#] M:Z"OY%_B%_P;;;,?| !?
$&-,"4^*O!26[N._FR6H!]|$9['I M7U;|'/| @^$UN+RK+]H'_@G_ &L^<>?]J?@[QRT.WUVVUS;/G|9Q0!_0117Y1 M_!W_ (/&/^"3'Q#|JW^(NF_$WP#,<">77?"<=W;H?]EK">>1A[F,'VKZM^#O
M_!=#_@D+|=O*7P#_ ,%!?AO%)/| ZF#Q-K/]ARN>P$>I+ V?;&: /J^BLCP9 MX_| GQ'T=?$/P|:Z1KVGO]R^T74HKJ%N_#Q,RG|ZUZ "BBB@ HHHH **** M "BBB@ HHHH **** "BBB@ HHHH ****
"BBB@ HHHH **** "BBB@ HHHH M**** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ HHHH **** "BBB@ H MHHH **** "O@#_@N=_P7._X9]N_V-OE?Q;OE]9_;>_X+2?| !-C_ ()|QW6F_M$_M-
Z*GB*V!'_" M%^''_M/66<=$:VM]QMR><-.8DX^]7|X'_!PA_P %O? 7_!8_QO| #RT^%7P- MU?PCX;^&?]LC3;_Q!J<4E[JW]H&QW-)!""EML%BN%$LN?,/S# % 'W/_ ,1S MG_6+K_S-G_WEK[__ ."&/_!
<[_A]'_PM'_C%W_A6O_"M?[$_YG;^V?[1_M#[M?_TY6WD^7]A_V]WF_P .WYOY J_?[_@QC_YNB_[DG_W/T ?O]1110 4444 % M%%% '|(7[6'_ "=-|2_^R@:S_P"ETU%'[6'_ "=-|2_^R@:S_P"ETU% '[?_
M /!IM_RE,_:[_P"WC_T^3U^_U?@#_P &FW_*4S]KO_MX_P#3Y/7[_4 %%%% M!1110 5YI^UW^U'|/OV,O@3??M$?%>9(/#6D:WHMGK=]+/Y<=A;7^K6FGO>2 M-M/[N 77GL,-([7XW>%K;P++-
^SOXP|!ZMNU?5M7GDN M%BL+(6[%KT2|$*@8Q[?,!"J^?LS]LG_@JU|+?V"/A1|/A?^T5|:/!/A[XU^ M./#UHLEOX@O<:?H|_D*+S5;Q83O^R1RB41Q)AKF0+%&47S)H?=OA7^P[^R5|
M$/BYK7QQ^$O[/GA#P]XEUV""*[U'1_#=I;/&L2NO[HQ1*8RXD.|@_/A|5:MI5O)<7FI7IB:>^UK4Y_M+2*(.RQQ*HP$WV|$4:QHJIY?_P $6-#T'_@G5XY_:K_88^.GB/3_U_PC?Q
M@U'XC^%]0UR]2UAU#PAJEO"(+Z.20A7CA-F|<[@D12DJQ'&?O[P7|#_@M|-M M5?7OAW|(/"^@7TD!@DO=%|/VUK*T1*L4+Q(I*DJI(SC*@]A3OB'|%?@W|79=
M/G^+'PE|,^)WTBX|_27|1:#;WILI>/WD1F1O+;@ZAUWXC?'_0/#_A+PEX,M M9E-])K,EQ:C4K62+[T1LTBO#<,P"P^0V|J.:_3T 8 P!T KF-"^"GP:|+^/ MM0^*WAKX2>&-.|4:NFS5?$ECH-O#?
WJY!Q+<(@DD&0.&8]* ,[]F/X,V?[./ M[-OP]_9ZT^]%S;^_ ^D^'8+E5P)4LK.*V#X/3(BS^-=Q110!D^.O!VE_$'P MC?| @O6[B[AM-1@,,|ECK?| 8]ZS_P"E)KW2@#'_ .$'TC_GYO?_ +:C_A! M](_Y^;W_
,"VK8HH Q_^$'TC_GYO?_MJ/| A!](_P"?F]_|"VK8HH Q_P#A M!](_Y^;W_P "VH_X0?2/^?F]_P# MJV** ,?_A!](_Y^;W_P+:C_ (0?2/| MGYO?_MJV** ,?| X0?2/^?F]_| MJ/^$'TC_GYO?|
P+:MBB@#'_X0?2/^ M?F]_|"VH_P"$'TC_)^;W_P+:MBB@#'_ .$'TC_GYO?_ +:C_A!](_Y^;W_ M ,"VK8HH Q_^$'TC_GYO?_MJ/| A!](_P"?F]_|"VK8HH Q_P#A!](_Y^;W M_P "VH_X0?2/^?F]_P#
MJV** ,?_A!](_Y^;W_P+:C_ (0?2/| GYO?_MJ MV** ,?| X0?2/^?F]_| MJ/^$'TC_GYO?| P+:MBB@#'_X0?2/^?F]_|"VH M_P"$'TC_)^;W_P+:MBB@#'_ .$'TC_GYO?_ +:C_A!](_Y^;W_ ,"VK8HH M
Q_^$'TC_GYO?_MJ/| A!](_P"?F]_|"VK8HH Q_P#A!](_Y^;W_P "VH_X M0?2/^?F]_P# MJV** ,?_A!](_Y^;W_P+:C_ (0?2/| GYO?_MJV** ,?| MX0?2/^?F]_| MJ/^$'TC_GYO?| P+:MBB@#'_X0?2/^?
F]_|"VH_P"$'TC_ M)^;W_P+:MBB@#'_ .$'TC_GYO?_ +:C_A!](_Y^;W_ ,"VK8KS;]J/]L+]+] MF+]BGX:S?%S]JCXV:#X)T&+<([K6;O;)=.!DQ6|*@RW,N.?+B1WQVH ['_A! M](_Y^;W_
,"VKQK]L[]LW]B7_@GW|/C|2/VMOC]9>$K22-CIUA8HV%?%7['' 1J_P""MO| P6V^([?M!^-9 M-=30]&W+1-XV|0S)G_ (*C_P#!6+Q:/CW|89M5|%^%=?G%WJ7Q-^*3W$^H:LK8S-;6
MTK?:+TD8*R.8X6'27C%?N?| |$S_ /@VJ_X)X_| !.[^S_'FL^$Q|5?B/:;9 M/^$S|;V4;_@G9_P M3C@L?%/@CP'<>,/']LH:3XA>,"EQ>Q2]VM(PHBLAG.#$OF;3AI'ZU]H?|(/I M'_/S>_| @6U;%%
&/_P@^D?|_-[_ .!;4?| "#Z1_P _-[_X%M6Q10!C_P#" M#Z1_S|WO_@6U'| "#Z1_S|WO_ (%M6Q10!C_|(/I'_/S>_P#@6U'_ @^D?| M/S>_^!;5L44 8_| P@^D?|_-[_X%M1_P@^D?|_-[_P"!;5L44
8__"#Z1_S| MWO| X%M1_P (/I'_ #|WO_@6U;%% 'C'Q=_X)X?L1_'|RO| '']EWP-XNDFDR M7N/$?A:SO)<_WA)+$6#>X(-?,'Q;_P"#77_@BS|61+<+^RQ/X8O)/^7WPEXK MO[/9_NPF5H!_W[K]!J*
/Q3^,/| P9*?L8>(1++|"?VO_B3X5D?E$|2Z?8ZU M%&?98DLV*^Q/85P)Y-> M|.36L[CN5:PGMT5CZF,CVKZJ^#G_ >F^&7|JR_:!_8(U*/&//U/P=|12^?7 M;;7-LN/QG-?M=|8O^">/[!G[0?FR?&
[]C+X7^*)YL[[W6? UC-<@GNLYB|Q3 M[JP-?*?QB_X-8_| @BQ|6_-N=/| V9M0|'7DV=UYX.|8ZA;X_P!V&:66!?PC M% 'E7P=_X.R_^"-7Q)|J/QYK_P 4OA](V!*WBCPM)^#ILMTQ'OM!QV'2 MOJWX._|
!7#_ ()#?'CRD^'/_!0OX>O-/_J;/6_&*:3<2'T6&^,,A/L%S7Y] M?&+_ (,BOV5=<|V3X!?ML>/_ TS9,4?BW0;+6E4^G[C[$)?| @@)_ MP7Q_9!U>7Q/X&_9I|;021$F/6/A?XOM[N:0#NJV%R;@>P* ^U4X?
^"HO_!Q) M^P9,EK|0/CQ|>_"OV5PH@^*^@W-ZJXXVXUJWE&.V/RH_KM_X0?2/^?F]_| M MJ/^$'TC_GYO?| P+:OY@O@Y_P>3?| !57P!Y5K|3/"/PN|>6ZX$|VJ>&I[
M*Z<#KM>RN(HE)]XB/:OJWX.?|'P?@6[|JT_:!_8#U:PQ@3ZAX.|;17>_U*V] MS;P[?H9C]10!^Z'_ @^D?| /S>_^!;4?|(/I'_/S>_^!;5^,7[G_!YO^RA7 M_P"
,PZI=_L1_##QK)|4M20VNC6OCS0K>WL]'+*"] M MLB75_$_B2.R@W8SL#2LH9SV17"D$!EDE9/| 9&37ZI?L._| !F!^RY|-?L?BW]N_XWZO|2=33:|W MA7PKOTG1U/>.2<$W=POHR-
;'GE:_6K]G']DG]F/]D'P6OP]_9A^!'A?P-I.% M|ZV|.:/%;M17VY|_9X_:X|3>#=5TK[8WBWQ!XH|-)KTNOM*+?R D45U916:0F.? 579Q< , MY|L$_MG10!^ /_$#'_UE%_|,)__ 'ZK[_| ^"&/_!#'_ARY_P
+1_XRB_X6 M5_PLK^Q/^9)_L;^SO[/^W_| 3[<^=YGV[_8V^5_%N^7[?_X6K|./^%I_|*0_ MX333_P#A+O| A'_[<_X1W[0/M7]F^?| 9_M6SKY7G?N]W][BN@H **** "BB MB@ HHHH _A" :P_Y.F^)?
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12 Months Ended

Cover Page - USD ($) $ in Billions	Oct. 31, 2024	Dec. 09, 2024	Apr. 30, 2024
Entity Information [Line Items]			
Document Type	10-K		
Document Annual Report	true		
Document Period End Date	Oct. 31, 2024		
Document Fiscal Period Focus	FY		
Current Fiscal Year End Date	--10-31		
Document Fiscal Year Focus	2024		
Document Transition Report	false		
Entity File Number	001-15405		
Entity Registrant Name	Agilent Technologies, Inc.		
Entity Central Index Key	0001090872		
Entity Incorporation, State or Country Code	DE		
Entity Tax Identification Number	77-0518772		
Entity Address, Address Line One	5301 Stevens Creek Blvd.		
Entity Address, City or Town	Santa Clara,		
Entity Address, State or Province	CA		
Entity Address, Postal Zip Code	95051		
City Area Code	(800)		
Local Phone Number	227-9770		
Title of 12(b) Security	Common Stock, $0.01 par value		
Trading Symbol	A		
Security Exchange Name	NYSE		
Entity Well-known Seasoned Issuer	Yes		
Entity Voluntary Filers	No		
Entity Current Reporting Status	Yes		
Entity Interactive Data Current	Yes		
Entity Filer Category	Large Accelerated Filer		
Entity Small Business	false		
Entity Emerging Growth Company	false		
ICFR Auditor Attestation Flag	true		
Document Financial Statement Error Correction	false		
Entity Shell Company	false		
Entity Public Float			$ 30
Entity Common Stock, Shares Outstanding		285,595,302	
Amendment Flag	false		
Documents Incorporated by Reference [Text Block]	Portions of the Proxy Statement for the Annual Meeting of Stockholders (the "Proxy Statement") to be held on March 13, 2025, and to be filed pursuant to Regulation 14A within 120 days after registrant's fiscal year ended October 31, 2024 are incorporated by reference into Part III of this Report		

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Audit Information	12 Months Ended Oct. 31, 2024
Audit Information [Abstract]	
Auditor Name	PricewaterhouseCoopers LLP
Auditor Location	San Jose, California
Auditor Firm ID	238

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CONSOLIDATED STATEMENT OF	12 Months Ended

OPERATIONS - USD ($) shares in Millions, $ in Millions	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Net revenue:			
Net revenue	$ 6,510	$ 6,833	$ 6,848
Costs and expenses:			
Cost of revenue	2,975	3,368	3,126
Research and development	479	481	467
Selling, general and administrative	1,568	1,634	1,637
Total costs and expenses	5,022	5,483	5,230
Income from operations	1,488	1,350	1,618
Interest income	80	51	9
Interest expense	(96)	(95)	(84)
Other income (expense), net	49	33	(39)
Income before taxes, as reported	1,521	1,339	1,504
Provision for income taxes	232	99	250
Net Income	$ 1,289	$ 1,240	$ 1,254
Net income per share:			
Net income per share - basic	$ 4.44	$ 4.22	$ 4.19
Net income per share - diluted	$ 4.43	$ 4.19	$ 4.18
Weighted Averge Shares Used In Computing Net Income Per Share			
Basic (in shares)	290	294	299
Diluted (in shares)	291	296	300
Products			
Net revenue:			
Net revenue	$ 4,672	$ 5,051	$ 5,187
Costs and expenses:			
Cost of revenue	2,024	2,428	2,242
Services and Other			
Net revenue:			
Net revenue	1,838	1,782	1,661
Costs and expenses:			
Cost of revenue	$ 951	$ 940	$ 884

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CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Statement of Comprehensive Income [Abstract]			
Net Income	$ 1,289	$ 1,240	$ 1,254
Unrealized gain (loss) on derivative instruments, net of tax expense (benefit) of $(2), ($1) and $13	(7)	(3)	43
Amounts reclassified into earnings related to derivative instruments, net of tax expense (benefit) of $$(1), $0 and $(8)	(1)	0	(26)
Other comprehensive income (loss):			
Foreign currency translation, net of tax expense (benefit) of $3, $(1) and $(12)	(22)	34	(150)
Net defined benefit pension cost and post retirement plan costs:			
Change in actuarial net gain (loss), net of tax expense (benefit) of $0, $(5) and $9	53	(10)	69
Change in net prior service expense (benefit), net of tax benefit of $0, $0 and $0	(1)	(1)	(1)
Other Comprehensive Income (Loss)	22	20	(65)
Total comprehensive income	$ 1,311	$ 1,260	$ 1,189

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CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (Parenthetical) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent [Abstract]			
Unrealized gain (loss) on derivatives, tax expense (benefit)	$ (2)	$ (1)	$ 13
Amounts reclassified into earnings related to derivative instruments, tax expense (benefit)	(1)	0	(8)
Foreign currency translation, tax expense (benefit)	3	(1)	(12)
Change in actuarial net loss, tax expense (benefit)	0	(5)	9
Change in net prior service benefit, tax expense(benefit)	$ 0	$ 0	$ 0

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CONSOLIDATED BALANCE SHEET - USD ($) $ in Millions	Oct. 31, 2024	Oct. 31, 2023
Current assets:		
Cash and cash equivalents	$ 1,329	$ 1,590
Accounts receivable, net	1,324	1,291
Inventory	972	1,031
Other current assets	334	274
Total current assets	3,959	4,186
Property, plant and equipment, net	1,778	1,270
Goodwill	4,477	3,960
Other intangible assets, net	547	475
Long-term investments	175	164
Other assets	910	708
Total assets	11,846	10,763
Current liabilities:		
Accounts payable	540	418
Employee compensation and benefits	368	371
Deferred revenue	544	505
Short-term debt	45	0
Other accrued liabilities	398	309
Total current liabilities	1,895	1,603
Long-Term Debt	3,345	2,735
Retirement and post-retirement benefits	130	103
Other long-term liabilities	578	477
Total liabilities	5,948	4,918
Commitments and contingencies (Note 18)		
Stockholders' equity:		
Preferred stock; $0.01 par value; 125,000,000 shares authorized; none issued and outstanding	0	0
Common stock; $0.01 par value; 2,000,000,000 shares authorized; 285,193,011 shares at October 31, 2024 and 292,123,241 shares at October 31, 2023 issued and outstanding	3	3
Additional paid-in-capital	5,450	5,387
Retained earnings	750	782
Accumulated other comprehensive loss	(305)	(327)

Total stockholders' equity	5,898	5,845
Total liabilities and stockholders' equity	$ 11,846	$ 10,763

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CONSOLIDATED BALANCE SHEET (Parenthetical) - $ / shares	Oct. 31, 2024	Oct. 31, 2023
Stockholders' equity:		
Preferred stock par value (in dollars per share)	$ 0.01	$ 0.01
Preferred stock shares authorized (in shares)	125,000,000	125,000,000
Preferred Stock, Shares Issued (in shares)	0	0
Preferred Stock, Shares Outstanding (in shares)	0	0
Common stock par value (in dollars per share)	$ 0.01	$ 0.01
Common stock shares authorized (in shares)	2,000,000,000	2,000,000,000
Common stock issued (in shares)	285,193,011	292,123,241
Common stock outstanding	285,193,011	292,123,241

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CONSOLIDATED STATEMENT OF CASH FLOWS - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Cash flows from operating activities:			
Net Income	$ 1,289.0	$ 1,240.0	$ 1,254.0
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	257.0	271.0	317.0
Share-based compensation	129.0	111.0	125.0
Deferred taxes expense (benefit)	(64.0)	(56.0)	8.0
Excess and obsolete inventory related charges	45.0	40.0	24.0
Net gain (loss) on equity securities	6.0	(41.0)	(67.0)
Asset impairment charges	19.0	277.0	0.0
Change in fair value of contingent consideration	0.0	1.0	(25.0)
Loss on extinguishment of debt	0.0	0.0	9.0
Net gain on Divestiture of Business	0.0	43.0	0.0
Other non-cash expense, net	(1.0)	6.0	11.0
Changes in assets and liabilities:			
Accounts receivable, net	7.0	132.0	(321.0)
Inventory	34.0	(33.0)	(248.0)
Accounts payable	103.0	(171.0)	121.0
Employee compensation and benefits	(12.0)	(91.0)	(22.0)
Other assets and liabilities	(49.0)	47.0	(8.0)
Net cash provided by operating activities	1,751.0	1,772.0	1,312.0
Cash flows from investing activities:			
Payments to acquire property, plant and equipment	(378.0)	(298.0)	(291.0)
Proceeds from the sale of equity securities	0.0	5.0	22.0
Payments to acquire equity securities	(5.0)	(8.0)	(13.0)
Proceeds from convertible note	0.0	4.0	0.0
Payment in exchange for convertible note	(13.0)	(12.0)	(4.0)
Proceeds from Divestiture of Businesses	0.0	50.0	0.0
Acquisitions of businesses and intangible assets, net of cash acquired	(862.0)	(51.0)	(52.0)
Net cash used in investing activities	(1,258.0)	(310.0)	(338.0)
Cash flows from financing activities:			
Proceeds from the issuance of common stock under employee stock plans	77.0	67.0	58.0
Payment of taxes related to net share settlement of equity awards	(30.0)	(54.0)	(67.0)
Payments for repurchase of common stock	(1,150.0)	(575.0)	(1,139.0)
Payment of excise taxes related to repurchases of common stock	(3.0)	0.0	0.0
Payment of dividends	(274.0)	(265.0)	(250.0)
Proceeds from Issuance of Long-Term Debt	1,197.0	0.0	600.0
Repayments of Long-Term Debt	(600.0)	0.0	(609.0)
Payments of debt issuance costs	(9.0)	0.0	0.0
Net proceeds from (Repayments of) Short-Term Debt	40.0	(35.0)	35.0
Payment for Contingent Consideration	0.0	(68.0)	0.0
Net cash used in financing activities	(752.0)	(930.0)	(1,372.0)
Effect of exchange rate movements	(2.0)	5.0	(36.0)
Cash, cash equivalents and restricted cash at beginning of year	1,593.0	1,056.0	1,490.0
Net increase (decrease) in cash, cash equivalents and restricted cash	(261.0)	537.0	(434.0)
Cash, cash equivalents and restricted cash at end of year	1,332.0	1,593.0	1,056.0
Supplemental Cash Flow Information [Abstract]			
Income Taxes Payments, Net of refunds received	314.0	199.0	279.0
Interest payments, net of capitalized interest	80.0	89.0	85.0
Net change in property, plant and equipment included in accounts payable and accrued liabilities-increase (decrease)	9.0	4.0	26.0
Share Repurchase Program, Excise Tax, Payable	$ 10.0	3.0	$ 0.0
Resolution Bioscience, Inc.			
Adjustments to reconcile net income to net cash provided by operating activities:			
Net gain on Divestiture of Business		$ 43.0	

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CONSOLIDATED STATEMENT OF EQUITY - USD ($) shares in Thousands, $ in Millions	Total	Common Stock	Additional Paid-in Capital	Retained Earnings (Accumulated Deficit)	Accumulated Other Comprehensive Loss	Total Stockholders Equity
Balance (in shares) at Oct. 31, 2021		302,208				
Beginning balance at Oct. 31, 2021		$ 3	$ 5,320	$ 348	$ (282)	$ 5,389
Net Income	$ 1,254			1,254		1,254
Other comprehensive income (loss)	(65)				(65)	(65)
Total comprehensive income	1,189					1,189
Cash dividends declared	(250)			(250)		(250)
Shares-based awards issued, Net of tax (Shares)		1,419				
Share-based awards issued, Net of tax (Value)			(9)			(9)
Stock Repurchased and Retired During Period, Shares		(8,368)				
Stock Repurchased and Retired During Period, Value		$ 0	(111)	(1,028)		(1,139)
Share-based compensation			125			125
Balance (in shares) at Oct. 31, 2022		295,259				
Ending balance at Oct. 31, 2022		$ 3	5,325	324	(347)	5,305
Net Income	1,240			1,240		1,240
Other comprehensive income (loss)	20				20	20

Total comprehensive income	1,260					1,260
Cash dividends declared	(265)			(265)		(265)
Shares-based awards issued, Net of tax (Shares)		1,473				
Share-based awards issued, Net of tax (Value)			13			13
Stock Repurchased and Retired During Period, Shares		(4,609)				
Stock Repurchased and Retired During Period, Value		$ 0	(62)	(517)		(579)
Share-based compensation			111			111
Balance (in shares) at Oct. 31, 2023		292,123				
Ending balance at Oct. 31, 2023	5,845	$ 3	5,387	782	(327)	5,845
Net Income	1,289			1,289		1,289
Other comprehensive income (loss)	22				22	22
Total comprehensive income	1,311					1,311
Cash dividends declared	(274)			(274)		(274)
Shares-based awards issued, Net of tax (Shares)		1,473				
Share-based awards issued, Net of tax (Value)			47			47
Stock Repurchased and Retired During Period, Shares		(8,403)				
Stock Repurchased and Retired During Period, Value		$ 0	(113)	(1,047)		(1,160)
Share-based compensation			129			129
Balance (in shares) at Oct. 31, 2024		285,193				
Ending balance at Oct. 31, 2024	$ 5,898	$ 3	$ 5,450	$ 750	$ (305)	$ 5,898

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CONSOLIDATED STATEMENT OF EQUITY (Parenthetical) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Statement of Stockholders' Equity [Abstract]			
Payment, Tax Withholding, Share-based Payment Arrangement	$ 30	$ 54	$ 67
Cash Dividends Declared (per common share)	$ 0.944	$ 0.900	$ 0.840

~~*XML 27 R11.htm IDEA: XBRL DOCUMENT*~~

OVERVIEW AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES	12 Months Ended
	Oct. 31, 2024
Accounting Policies [Abstract]	

OVERVIEW AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

OVERVIEW AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Overview. Agilent Technologies, Inc. ("we", "Agilent" or the "company"), incorporated in Delaware in May 1999, is a global leader in life sciences, diagnostics and applied chemical markets, providing application focused solutions that include instruments, software, services and consumables for the entire laboratory workflow.

New Segment Structure. In the first quarter of fiscal year 2024, we announced a change in our operating segments to move our cell analysis business from our life sciences and applied markets segment to our diagnostics and genomics operating segment in order to further strengthen growth opportunities for both organizations. Following this reorganization, we continue to have three business segments comprised of life sciences and applied markets, diagnostics and genomics and Agilent CrossLab, each of which continues to comprise a reportable segment. We began reporting under this new structure with the Quarterly Report on Form 10-Q for the period ended January 31, 2024. All historical financial segment information has been recast to conform to this new presentation in our consolidated financial statements and accompanying notes. There was no change to our Agilent CrossLab business segment.

Acquisition of BIOVECTRA. On September 20, 2024, we acquired 100 percent of the stock of BIOVECTRA for total consideration of $915 million in cash. The acquisition expands our contract development and manufacturing organization. As a result of the acquisition, BIOVECTRA became a wholly-owned subsidiary of Agilent. The acquisition has been accounted for in accordance with the authoritative accounting guidance, and the results of BIOVECTRA are included in Agilent's consolidated financial statements from the date of acquisition.

Announced Exit and Subsequent Divestiture of Resolution Bioscience Business. During the third quarter of fiscal year 2023, we made the decision to exit the Resolution Bioscience business within our diagnostics and genomics segment and recorded a long-lived asset impairment charge of $270 million. In the fourth quarter of fiscal year 2023, we received an unsolicited offer and entered into an agreement to divest the Resolution Bioscience business for $50 million. As a result, we recorded a gain on the divestiture of $43 million in other income (expense), net in the consolidated statement of operations, which included an adjustment to goodwill of $13 million.

Basis of Presentation. The accompanying consolidated financial statements have been prepared by us pursuant to the rules and regulations of the U.S. Securities and Exchange Commission ("SEC") and are in conformity with U.S. generally accepted accounting principles ("GAAP"). Our fiscal year end is October 31. Unless otherwise stated, all years and dates refer to our fiscal year.

Principles of Consolidation. The consolidated financial statements include the accounts of the company and our wholly- and majority-owned subsidiaries. All intercompany accounts and transactions have been eliminated.

Use of Estimates. The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported in our consolidated financial statements and accompanying notes. Management bases its estimates on historical experience and various other assumptions believed to be reasonable. Although these estimates are based on management's best knowledge of current events and actions that may impact the company in the future, actual results may be different from the estimates. Our critical accounting policies are those that affect our financial statements materially and involve difficult, subjective or complex judgments by management. Those policies are revenue recognition, valuation of goodwill and purchased intangible assets, inventory valuation, retirement and post-retirement plan assumptions, restructuring and accounting for income taxes.

Restructuring. The main components of our restructuring plan are related to workforce reductions, consolidation of excess leased facilities and site closures. Workforce reduction charges are accrued when payment of benefits becomes probable that the employees are entitled to the severance and the amounts can be estimated. Consolidation of facilities costs primarily consists of accelerated depreciation of right-of-use assets classified as held and used. In accordance with the accounting guidance, it was determined that certain assets had been abandoned, and an assessment was made of the remaining useful lives and potential alternative uses. If the amounts and timing of cash flows from restructuring activities are significantly different from what we have estimated, the actual amounts of restructuring and other related charges could be materially different, either higher or lower, than those we have recorded.

Risks and Uncertainties. We are subject to risks common to companies in the analytical instrument industry, such as global economic and financial market conditions, fluctuations in foreign currency exchange rates and fluctuations in customer demand, among others.

Revenue Recognition. We enter into contracts to sell products, services or combinations of products and services. Products may include hardware or software and services may include one-time service events or services performed over time.

We derive revenue primarily from the sale of analytical and diagnostics products and services. A performance obligation is a promise in a contract to transfer a distinct product or service to a customer and is the unit of account under Accounting Standard Codification Topic 606, *Revenue from Contracts with Customers*, (“ASC 606’’). See also Note 4, "Revenue" for additional information on revenue recognition.

Revenue is recognized when control of the promised products or services is transferred to our customers and the performance obligation is fulfilled in an amount that reflects the consideration that we expect to be entitled in exchange for those products or services, the transaction price. For equipment, consumables, and most software licenses, control transfers to the customer at a point in time. We use present right to payment, legal title, physical possession of the asset, and risks and rewards of ownership as indicators to determine the transfer of control to the customer. For products that transfer control over time, revenue is recognized as the performance obligation is satisfied. Product over time revenue is assessed against the following criteria: the performance creates an asset that the customer controls as the asset is created; the asset has no alternative use; and we have an enforceable right to payment. Where acceptance is not a formality, the customer must have documented their acceptance of the product or service. For products that include installation, if the installation meets the criteria to be considered a separate performance obligation, product revenue is recognized when control has passed to the customer, and recognition of installation revenue occurs once completed. Product revenue, including sales to resellers and distributors is reduced for provisions for warranties, returns, and other adjustments in the period the related sales are recorded.

Service revenue includes extended warranty, customer and software support including: Software as a Service, post contract support, consulting including companion diagnostics, and training and education. Instrument service contracts and software maintenance contracts are typically annual contracts, which are billed at the beginning of the contract or maintenance period. Revenue for these contracts is recognized on a straight-line basis to revenue over the service period, as a time-based measure of progress best reflects our performance in satisfying this obligation. There are no deferred costs associated with the service contract, as the cost of the service is recorded when the service is performed. Service calls not included in a support contract are recognized to revenue at the time a service is performed.

We have sales from standalone software. These arrangements typically include software licenses and maintenance contracts, both of which we have determined are distinct performance obligations. We determine the amount of the transaction price to allocate to the license and maintenance contract based on the relative standalone selling price of each performance obligation. Software license revenue is recognized at the point in time when control has been transferred to the customer. The revenue allocated to the software maintenance contract is recognized on a straight-line basis over the maintenance period, which is the contractual term of the contract, as a time-based measure of progress best reflects our performance in satisfying this obligation. Unspecified rights to software upgrades are typically sold as part of the maintenance contract on a when-and-if-available basis.

Our multiple-element arrangements are generally comprised of a combination of instruments, installation or other start-up services, and/or software, and/or support or services. Hardware and software elements are typically delivered at the same time and revenue is recognized when control passes to the customer. Service revenue is deferred and recognized over the contractual period or as services are rendered and accepted by the customer. Our arrangements generally do not include any provisions for cancellation, termination, or refunds that would significantly impact recognized revenue.

For contracts with multiple performance obligations, we allocate the consideration to which we expect to be entitled to each performance obligation based on relative standalone selling prices and recognize the related revenue when or as control of each individual performance obligation is transferred to customers. We estimate the standalone selling price by calculating the average historical selling price of our products and services per geographic region for each performance obligation. Standalone selling prices are determined for each distinct good or service in the contract, and then we allocate the transaction price in proportion to those standalone selling prices by performance obligations.

A portion of our revenue relates to lease arrangements. Standalone lease arrangements are outside the scope of ASC 606 and are therefore accounted for in accordance with ASC 842, *Leases*. Each of these contracts is evaluated as a lease arrangement, either as an operating lease or a sales-type finance lease using the current lease classification guidance.

Deferred Revenue. Contract liabilities (deferred revenue) primarily relate to multiple element arrangements for which billing has occurred but transfer of control of all elements (performance obligations) to the customer has either partially or not occurred at the balance sheet date. This includes cash received from customers for products and related installation and services in advance of the transfer of control. Contract liabilities are classified as either in current liabilities in deferred revenue or long-term in other long-term liabilities in the consolidated balance sheet based on the timing of when we expect to complete our performance obligation.

Sales Taxes. Sales taxes collected from customers and remitted to governmental authorities are not included in our revenue.

Shipping and Handling Costs. Our shipping and handling costs charged to customers are included in net revenue, and the associated expense is recorded in cost of products for all periods presented.

Research and Development. Costs related to research, design and development of our products are charged to research and development expense as they are incurred.

Advertising. Advertising costs are generally expensed as incurred and amounted to $49 million in 2024, $54 million in 2023 and $66 million in 2022.

Taxes on Income. Income tax expense or benefit is based on income or loss before taxes. Deferred tax assets and liabilities are recognized principally for the expected tax consequences of temporary differences between the tax bases of assets and liabilities and their reported amounts. See Note 6, "Income Taxes" for more information.

Net Income Per Share. Basic net income per share is computed by dividing net income - the numerator - by the weighted average number of common shares outstanding - the denominator - during the period excluding the dilutive effect of stock options and other employee stock plans. Diluted net income per share gives effect to all potential common shares outstanding during the period unless the effect is anti-dilutive. The dilutive effect of share-based awards is reflected in diluted net income per share by application of the treasury stock method, which includes consideration of unamortized share-based compensation expense and the dilutive effect of in-the-money options and non-vested restricted stock units. Under the treasury stock method, the amount the employee must pay for exercising stock options and unamortized share-based compensation expense are assumed proceeds to be used to repurchase hypothetical shares. See Note 7, "Net Income Per Share".

Cash, Cash Equivalents and Short-Term Investments. We classify investments as cash equivalents if their original or remaining maturity is three months or less at the date of purchase. Cash equivalents are stated at cost, which approximates fair value.

As of October 31, 2024, approximately $1,313 million of our cash and cash equivalents is held outside of the U.S. by our foreign subsidiaries. Our cash and cash equivalents mainly consist of short-term deposits held at major global financial institutions, institutional money market funds, and similar short duration instruments with original maturities of 90 days or less. We continuously monitor the creditworthiness of the financial institutions and institutional money market funds in which we invest our funds.

We classify equity investments as short-term investments based on their nature and our intent and ability to exit within a year or less. As of October 31, 2024, we had no short-term investments.

Restricted Cash and Restricted Cash Equivalents. Restricted cash and restricted cash equivalents are included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. A reconciliation of cash, cash equivalents and restricted cash to the consolidated balance sheet follows:

	October 31,		
	2024	2023	2022
	(in millions)		
Cash and cash equivalents	$ 1,329	$ 1,590	$ 1,053
Restricted cash included in other assets	3	3	3
Total cash, cash equivalents and restricted cash	$ 1,332	$ 1,593	$ 1,056

Accounts Receivable, net. Trade accounts receivable are recorded at the invoiced amount and do not bear interest. Such accounts receivable have been reduced by an allowance for doubtful accounts, which is our best estimate of the amount of probable credit losses in our existing accounts receivable. We determine the allowance based on customer specific experience and the aging of such receivables, among other factors. The allowance for doubtful accounts as of October 31, 2024 and 2023 was not material. We do not have any off-balance-sheet credit exposure related to our customers. Accounts receivable are also recorded net of estimated product returns which are not material.

Concentration of Credit Risk. Financial instruments that potentially subject Agilent to significant concentration of credit risk include money market fund investments, equity investments with readily determinable fair value securities, time deposits and demand deposit balances. These investments are categorized as cash and cash equivalents or short-term investments. In addition, Agilent has credit risk from derivative financial instruments used in hedging activities and accounts receivable. We invest in a variety of financial instruments and limit the amount of credit exposure with any one financial institution. We have a comprehensive credit policy in place and credit exposure is monitored on an ongoing basis.

Credit risk with respect to our accounts receivable is diversified due to the large number of entities comprising our customer base and their dispersion across many different industries and geographies. Credit evaluations are performed on customers requiring credit over a certain amount, and we sell the majority of our products through our direct sales force. Credit risk is mitigated through collateral such as letter of credit, bank guarantees or payment terms like cash in advance. No single customer accounted for more than 10 percent of accounts receivable as of October 31, 2024, or 2023.

Inventory. Inventory is valued at standard cost, which approximates actual cost computed on a first-in, first-out basis, not in excess of market value. We assess the valuation of our inventory on a periodic basis and make adjustments to the value for estimated excess and obsolete inventory based on estimates and assumptions about future demand, economic conditions and actual usage, which require management judgment. The excess balance determined by this analysis becomes the basis for our excess inventory charge. Our excess inventory review process includes analysis of inventory levels, sales trends and forecasts, managing product rollovers and working with manufacturing to maximize recovery of excess inventory and to estimate and record reserves for excess, slow-moving and obsolete inventory.

Property, Plant and Equipment. Property, plant and equipment are stated at cost less accumulated depreciation. Additions, improvements and major renewals are capitalized; maintenance, repairs and minor renewals are expensed as incurred. When assets are retired or disposed of, the assets and related accumulated depreciation and amortization are removed from our general ledger, and the resulting gain or loss is reflected in the consolidated statement of operations. Buildings and improvements are depreciated over the lesser of their useful lives or the remaining term of the lease and machinery and equipment over 3 years to 10 years. We use the straight-line method to depreciate assets.

Capitalized Software. We capitalize certain internal and external costs incurred to acquire or create internal use software. Capitalized software is included in property, plant and equipment and is depreciated over 3 years to 5 years once development is complete.

Leases. We determine whether an arrangement is, or contains, a lease at inception. We record the present value of operating lease payments as right-of-use ("ROU") assets and lease liabilities on the consolidated balance sheet. Where we are the lessee, ROU assets represent the company's right to use an underlying asset for the lease term, and lease liabilities represent an obligation to make lease payments based on the present value of lease payments over the lease term. Classification of operating lease liabilities as either current or non-current is based on the expected timing of payments due under our obligations. As most of our leases do not provide an implicit interest rate, we use our incremental borrowing rate based on the information available at commencement date in determining the present value of lease payments. The incremental borrowing rate is the rate of interest that a lessee would have to pay to borrow on a collateralized basis over a similar term and at an amount equal to the lease payments in a similar economic environment. In order to determine the appropriate incremental borrowing rates, we have used a number of factors including the company's credit rating, the lease term and the currency swap rate. The ROU asset also consists of any lease incentives received. The lease terms used to calculate the ROU asset and related lease liability include options to extend or terminate the lease when it is reasonably certain that we will exercise that option. Leases with an initial term of twelve months or less are not recorded on the consolidated balance sheet and lease expense for these leases is recognized on a straight-line basis over the lease term. Lease expense for operating leases with an initial term of more than twelve months is recognized on a straight-line basis over the lease term as an operating expense. We have lease agreements which require payments for lease and non-lease components. We have elected to account for these payments as a single lease component.

A portion of our revenue relates to lease arrangements where Agilent is the lessor. Standalone lease arrangements are outside the scope of Accounting Standard Codification ("ASC") Topic 606, Revenue Contracts with Customers, and are therefore accounted for in accordance with ASC Topic 842, Leases. Each of these contracts is evaluated as a lease arrangement, either as an operating lease or a sales-type finance lease using the current lease classification guidance. In a lease arrangement that is a multiple-element arrangement, the revenue associated with the lease component is treated under the lease accounting standard ASC 842, whereas the revenue associated with the non-lease component is recognized in accordance with the ASC 606 revenue standard.

See also Note 10, "Leases" for additional information about our leases.

Acquisitions. Agilent accounts for the acquisition of a business using the acquisition method of accounting, and we allocate the fair value of the purchase price to the tangible assets acquired, liabilities assumed, and intangible assets acquired, including in-process research and development ("IPR&D"), based on their estimated fair values. The excess value of the cost of an acquired business over the fair value of the assets acquired and liabilities assumed is recognized as goodwill. The fair value of IPR&D is initially capitalized as an intangible asset with an indefinite life. When an IPR&D project is completed, the IPR&D is reclassified as an amortizable purchased intangible asset and amortized to costs of revenues over the asset's estimated useful life.

Our determination of the fair value of the intangible assets acquired involves the use of significant estimates and assumptions. Specifically, our determination of the fair value of the developed product technology and IPR&D acquired involve significant estimates and assumptions related to revenue growth rates and discount rates. Our determination of the fair value of customer relationships acquired involved significant estimates and assumptions related to revenue growth rates, discount rates, and customer attrition rates. Our determination of the fair value of the trade name acquired involved the use of significant estimates and assumptions related to revenue growth rates, royalty rates and discount rates. We value backlog using the discounted cash flows based on the estimated revenue from pending orders. We value license agreements based on the expected future cash receipts from license agreements, discounted to present value over the term of the agreement. We believe that the fair value assigned to the assets acquired and liabilities assumed are based on reasonable assumptions and estimates that marketplace participants would use. Actual results could differ materially from these estimates.

Goodwill and Purchased Intangible Assets. We assess our goodwill and purchased intangible assets for impairment annually or whenever events or changes in circumstances indicate that the carrying value may not be recoverable. Under the authoritative guidance, we have the option to perform a qualitative assessment to determine whether further impairment testing is necessary. The accounting standard gives an entity the option to first assess qualitative factors to determine whether performing the quantitative test is necessary. If an entity believes, as a result of its qualitative assessment, that it is more-likely-than-not (i.e., greater than 50% chance) that the fair value of a reporting unit is less than its carrying amount, the quantitative impairment test will be required. Otherwise, no further testing will be required.

The guidance includes examples of events and circumstances that might indicate that a reporting unit's fair value is less than its carrying amount. These include macro-economic conditions such as deterioration in the entity's operating environment or industry or market considerations; entity-specific events such as increasing costs, declining financial performance, or loss of key personnel; or other events such as an expectation that a reporting unit will be sold or a sustained decrease in the stock price on either an absolute basis or relative to peers.

If it is determined, as a result of the qualitative assessment, that it is more-likely-than-not that the fair value of a reporting unit is less than its carrying amount, then we are required to perform a quantitative impairment test on goodwill to identify and measure the amount of a goodwill impairment loss to be recognized. A goodwill impairment loss, if any, is measured as the amount by which a reporting unit's carrying value, including goodwill, exceeds its fair value, not to exceed the carrying amount of goodwill. As defined in the authoritative guidance, a reporting unit is an operating segment, or one level below an operating segment. We aggregate components of an operating segment that have similar economic characteristics into our reporting units.

In fiscal year 2024, in connection with the change in our segment reporting, we assessed goodwill impairment for our three reporting units which consisted of our three segments: life sciences and applied markets, diagnostics and genomics and Agilent CrossLab. We performed a quantitative test for goodwill impairment of the three reporting units as of November 1, 2023, due to the change in our segment structure. As of November 1, 2023, there was no impairment of goodwill.

In fiscal year 2024, we assessed goodwill impairment for our three reporting units which consisted of three segments: life sciences and applied markets, diagnostics and genomics and Agilent CrossLab. We performed a qualitative test for goodwill impairment of the three reporting units as of September 30, 2024, our annual impairment test date. Based on the results of our qualitative testing, there was no impairment of goodwill as of September 30, 2024. Each quarter we review the events and circumstances to determine if goodwill impairment is indicated. There was no impairment of goodwill during the years ended October 31, 2024, 2023 and 2022.

Purchased intangible assets consist primarily of acquired developed technologies, proprietary know-how, trademarks, and customer relationships and are amortized using the best estimate of the asset's useful life that reflect the pattern in which the economic benefits are consumed or used up or a straight-line method ranging from 2 years to 15 years. IPR&D is initially capitalized at fair value as an intangible asset with an indefinite life and assessed for impairment thereafter. When the IPR&D project is complete, it is reclassified as an amortizable purchased intangible asset and is amortized over its estimated useful life. If an IPR&D project is abandoned, Agilent will record a charge for the value of the related intangible asset to Agilent's consolidated statement of operations in the period it is abandoned.

Our indefinite-lived intangible assets are IPR&D intangible assets. The accounting guidance allows a qualitative approach for testing indefinite-lived intangible assets for impairment, similar to the issued impairment testing guidance for goodwill and allows the option to first assess qualitative factors (events and circumstances) that could have affected the significant inputs used in determining the fair value of the indefinite-lived intangible asset to determine whether it is more-likely-than-not (i.e., greater than 50% chance) that the indefinite-lived intangible asset is impaired. An organization may choose to bypass the qualitative assessment for any indefinite-lived intangible asset in any period and proceed directly to calculating its fair value. As of October 31, 2024, we do not have any indefinite-lived intangible assets.

During fiscal year 2024, we recorded an impairment of in-process research and development of $6 million in research and development in the consolidated statement of operations related to a project in our life sciences and applied markets segment. There were no impairments of indefinite-lived intangible assets during fiscal years 2023 and 2022.

Impairment of Long-Lived Assets. We continually monitor events and changes in circumstances that could indicate carrying amounts of long-lived assets, including intangible assets, may not be recoverable. When such events or changes in circumstances occur, we assess the recoverability of long-lived assets by determining whether the carrying value of such assets will be recovered through undiscounted expected future cash flows. If the total of the undiscounted future cash flows is less than the carrying amount of those assets, we recognize an impairment loss based on the excess of the carrying amount over the fair value of the assets.

During the year ended October 31, 2024, we recorded an impairment charge of long-lived assets including indefinite-lived intangible assets of $19 million. During the year ended October 31, 2023, we recorded an impairment charge of long-lived assets including intangible assets of $277 primarily related to the exit of our Resolution Bioscience business. During the year ended October 31, 2022, there were no impairments of long-lived assets.

Variable Interest Entities. We make a determination upon entering into an arrangement whether an entity in which we have made an investment is considered a Variable Interest Entity ("VIE"). We evaluate our investments in privately held companies on an ongoing basis. We have determined that as of October 31, 2024 and 2023, there were no VIEs required to be consolidated in our consolidated financial statements because we do not have a controlling financial interest in any of the VIEs in which we have invested nor are we the primary beneficiary. We account for these investments under either the equity method or as equity investments without readily determinable fair value, depending on the circumstances. We periodically reassess whether we are the primary beneficiary of a VIE. The reassessment process considers whether we have acquired the power to direct the most significant activities of the VIE through changes in governing documents or other circumstances. We also reconsider whether entities previously determined not to be VIEs have become VIEs and vice-versa, based on changes in facts and circumstances including changes in contractual arrangements and capital structure.
As of October 31, 2024 and 2023, the total carrying value of investments and loans in privately held companies considered as VIEs was $79 million and $82 million respectively. The maximum exposure is equal to the carrying value because we do not have future funding commitments. The investments are classified as long-term investments and the loans are classified within other current assets and other assets (depending upon tenure of loan) on the consolidated balance sheet.

Investments. Equity investments without readily determinable fair value consist of non-marketable equity securities (typically investments in privately-held companies). These investments are accounted for using the measurement alternative at cost, and we adjust for impairments and observable price changes (orderly transactions for the identical or a similar security from the same issuer) included in net income as and when it occurs. Equity investments with readily determinable fair value consist of marketable equity securities which were reclassified from non-marketable equity securities following the commencement of public market trading of the issuers and are reported at fair value, with gains or losses resulting from changes in fair value included in net income. There are no equity investments with readily determinable fair value at October 31, 2024 and 2023. Other investments with readily determinable fair value consist of shares we own in a special fund and are reported at fair value, with gains or losses resulting from changes in fair value included in net income. Trading securities, which are comprised of mutual funds, bonds and other similar instruments and deferred compensation liabilities are reported at fair value, with gains or losses resulting from changes in fair value recognized currently in net income. Equity method investments are reported at the amount of the company's initial investment and adjusted each period for the company's share of the investee's income or loss and dividend paid. There are no equity method investments as of October 31, 2024 and 2023. The company assesses investments for impairment whenever events or changes in circumstances indicate that the carrying value of an investment may not be recoverable.

Fair Value of Financial Instruments. The carrying values of certain of our financial instruments including cash and cash equivalents, accounts receivable, accounts payable, accrued compensation and other accrued liabilities approximate fair value because of their short maturities. The fair value of short-term and long-term equity investments which are readily determinable, and which are not accounted under the equity method are reported at fair value using quoted market prices for those securities when available with gains and losses included in net income. The fair value of long-term equity investments which are not readily determinable, and which are not accounted under the equity method are reported at cost with adjustments for observable changes in prices or impairments included in net income. As of October 31, 2024, the fair value of the commercial paper approximates its carrying value. As of October 31, 2023, the fair value of the term loan approximates its carrying value. As of October 31, 2024, the fair value of our senior notes was $3,083 million with a carrying value of $3,326 million. This compares to the fair value of our senior notes of $1,747 million with a carrying value of $2,135 million as of October 31, 2023. The change in the fair value compared to carrying value in the year ended October 31, 2024, is primarily due to decreased market interest rates. The fair value was calculated from quoted prices which are primarily Level 1 inputs under the accounting guidance. The fair value of foreign currency contracts used for hedging purposes is estimated internally by using inputs tied to active markets. These inputs, for example, interest rate yield curves, foreign exchange rates, and forward and spot prices for currencies are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities. See also Note 13, "Fair Value Measurements" for additional information on the fair value of financial instruments and contingent consideration.

Warranty. Our standard warranty terms typically extend for one year from the date of delivery. We accrue for standard warranty costs based on historical trends in warranty charges. The accrual is reviewed regularly and periodically adjusted to reflect changes in warranty cost over the period. Estimated warranty charges are recorded within cost of products at the time products are sold. See Note 17, "Guarantees".

Employee Compensation and Benefits. Amounts owed to employees, such as accrued salary, bonuses and vacation benefits are accounted for within employee compensation and benefits. The total amount of accrued vacation benefit was $116 million and $120 million as of October 31, 2024, and 2023, respectively.

Retirement and Post-Retirement Plans. We have various defined benefit and defined contribution retirement plans. Additionally, we sponsor post-retirement health care benefits for our eligible U.S. employees. Assumptions used to determine the benefit obligations and the expense for these plans are derived annually. See Note 15, "Retirement plans and post-retirement pension plans" for additional information.

Retirement of Treasury Shares. Upon the formal retirement of treasury shares, we deduct the par value of the retired treasury shares from common stock and allocate the excess of cost over par as a deduction to additional paid-in capital, based on the pro-rata portion of additional paid-in-capital, and the remaining excess as a deduction to retained earnings. All retired treasury shares revert to the status of authorized but unissued shares.
Share-Based Compensation. For the years ended 2024, 2023 and 2022, we accounted for share-based awards made to our employees and directors including employee stock option awards, restricted stock units, employee stock purchases made under our Employee Stock Purchase Plan ("ESPP") and performance share awards under the Agilent Technologies, Inc. Long-Term Performance Program ("LTPP") using the estimated grant date fair value method of accounting. Under the fair value method, we recorded compensation expense for all share-based awards of $130 million in 2024, $112 million in 2023 and $126 million in 2022. See Note 5, "Share-based Compensation" for additional information.

Derivative Instruments. Agilent is exposed to global foreign currency exchange rate and interest rate risks in the normal course of business. We enter into foreign exchange hedging contracts, primarily forward contracts, interest rate swaps and interest rate locks to manage financial exposures resulting from changes in foreign currency exchange rates and interest rates. In the vast majority of cases, these contracts are designated at inception as hedges of the related foreign currency or interest exposures. Foreign currency exposures include committed and anticipated revenue and expense transactions and assets and liabilities that are denominated in currencies other than the functional currency of the subsidiary. Interest rate exposures are associated with the company's fixed-rate debt. To qualify for hedge accounting, contracts must reduce the foreign currency exchange rate and interest rate risk otherwise inherent in the amount and duration of the hedged exposures and comply with established risk management policies. Foreign exchange hedging contracts generally mature within twelve months, interest rate swaps mature at the same time as the maturity of the debt and interest rate locks mature at the same time as the issuance of debt. In order to manage foreign currency exposures in a few limited jurisdictions, we may enter into foreign exchange contracts that do not qualify for hedge accounting. In such circumstances, the local foreign currency exposure is offset by contracts owned by the parent company. We do not use derivative financial instruments for trading or speculative purposes.

All derivatives are recognized on the balance sheet at their fair values. For derivative instruments that are designated and qualify as a cash flow hedge, changes in the value of the effective portion of the derivative instrument are recognized in accumulated comprehensive income (loss), a component of stockholders' equity. For derivative instruments that are designated and qualify as a net investment hedge, changes in the value of the effective portion of the derivative instrument are recognized in accumulated other comprehensive income (loss) - translation adjustment. Amounts associated with cash flow hedges are reclassified and recognized in income when either the forecasted transaction occurs or it becomes probable the forecasted transaction will not occur. Derivatives not designated as hedging instruments are recorded on the balance sheet at their fair value and changes in the fair values are recorded in the income statement in the current period. Derivative instruments are subject to master netting arrangements and are disclosed gross in the balance sheet. Changes in the fair value of the ineffective portion of derivative instruments are recognized in earnings in the current period. The impact of the ineffectiveness measurement in 2024, 2023 and 2022 was not material. Cash flows from derivative instruments are classified in the statement of cash flows in the same category as the cash flows from the hedged or economically hedged item, primarily in operating activities.

Foreign Currency Translation. We translate and remeasure balance sheet and income statement items into U.S. dollars. For those subsidiaries that operate in a local currency functional environment, all assets and liabilities are translated into U.S. dollars using current exchange rates at the balance sheet date; revenue and expenses are translated using monthly exchange rates which approximate to average exchange rates in effect during each period. Resulting translation adjustments are reported as a separate component of accumulated other comprehensive income (loss) in stockholders' equity.

For those subsidiaries that operate in a U.S. dollar functional environment, foreign currency assets and liabilities are remeasured into U.S. dollars at current exchange rates except for non-monetary assets and capital accounts which are remeasured at historical exchange rates. Revenue and expenses are generally remeasured at monthly exchange rates which approximate average exchange rates in effect during each period. Gains or losses from foreign currency remeasurement are included in consolidated net income. Net gains or losses resulting from foreign currency transactions, including hedging gains and losses, are reported in other income (expense), net and were $4 million gain for 2024, $2 million gain for 2023 and $6 million loss for 2022.

~~*XML 28 R12.htm IDEA: XBRL DOCUMENT*~~

NEW ACCOUNTING PRONOUNCEMENTS	**12 Months Ended Oct. 31, 2024**
Accounting Standards Update and Change in Accounting Principle [Abstract]	
NEW ACCOUNTING PRONOUNCEMENTS	NEW ACCOUNTING PRONOUNCEMENTS

New Accounting Pronouncements Not Yet Adopted

In November 2023, the FASB issued guidance to improve segment reporting through enhanced disclosure requirements of significant segment expenses. These amendments are effective for our fiscal year 2025, and interim periods within fiscal year 2026, with early adoption permitted. These amendments apply on a retrospective basis. We are currently evaluating the impact of these amendments on our consolidated financial statements.

In December 2023, the FASB issued guidance to expand the disclosure requirements for income taxes, specifically related to the rate reconciliation and income taxes paid. These amendments are effective for our fiscal year 2026, with early adoption permitted. These amendments apply on a prospective basis with a retrospective option. We do not expect that the adoption of this guidance will have a material impact on our consolidated financial statements.

In November 2024, the FASB issued guidance requiring new income statement disclosures to provide disaggregated information for certain types of costs and expenses included in each income statement line. The amendments are effective for our fiscal year 2028, and interim periods within fiscal year 2029, with early adoption permitted. We are currently evaluating the impact of these amendments on our consolidated financial statements.

Other amendments to GAAP in the U.S. that have been issued by the FASB or other standards-setting bodies that do not require adoption until a future date are not expected to have a material impact on our consolidated financial statements upon adoption.

~~*XML 29 R13.htm IDEA: XBRL DOCUMENT*~~

ACQUISITIONS (Notes)	**12 Months Ended Oct. 31, 2024**
Business Combinations [Abstract]	
Acquisition Disclosure	ACQUISITION

Acquisition of BIOVECTRA

On September 20, 2024, we acquired 100 percent of the stock of BIOVECTRA for total consideration paid of $915 million in cash. The acquisition expands our contract development and manufacturing organization. As a result of the acquisition, BIOVECTRA became a wholly-owned subsidiary of Agilent. Accordingly, the results of BIOVECTRA are included in Agilent's consolidated financial statements from the acquisition date.

The BIOVECTRA acquisition was accounted for in accordance with the authoritative accounting guidance. The acquired assets and assumed liabilities were recorded at their estimated fair values. We determined the estimated fair values with the assistance of appraisals or valuations performed by third party specialists, discounted cash flow analyses, and estimates made by management. We expect to realize revenue synergies, leverage and expand the existing sales channels and product development resources, and utilize the assembled workforce. These factors, among others, contributed to a purchase price in excess of the estimated fair value of BIOVECTRA's net identifiable assets acquired (see summary of net assets below), and, as a result, we have recorded goodwill in connection with this transaction.

Goodwill acquired was allocated to our operating segments and reporting units as a part of the purchase price allocation. All goodwill was allocated to the diagnostics and genomics reporting unit.

Our acquisition of BIOVECTRA is treated as a stock acquisition and therefore is not deductible for United States federal tax purposes.
The following table summarizes the allocation of the purchase price to the estimated fair values of the assets acquired and liabilities assumed on the closing date of September 20, 2024 (in millions):

Cash and cash equivalents	$ 56
Accounts receivable	36
Inventories	25
Other current assets	2
Property, plant and equipment	276
Intangible assets	183
Goodwill	526
Total assets acquired	$ 1,104
Accounts payable	(10)
Other accrued liabilities	(20)
Deferred revenue	(70)
Deferred tax liability	(45)
Other liabilities	(19)
Debt	(25)
Net assets acquired	$ 915

Pro forma results of operations and the revenue and net income subsequent to the acquisition date for BIOVECTRA have not been presented because the effects of the acquisition were not material to our financial results.

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REVENUE

12 Months Ended
Oct. 31, 2024

Revenue from Contract with Customer [Abstract]

Revenue from Contract with Customer

REVENUE

The following table presents the company's total revenue and segment revenue disaggregated by geographical region:

	Life Sciences and Applied Markets	Agilent CrossLab	Diagnostics and Genomics	Total
	(in millions)			
Year Ended October 31, 2024:				
Americas	$ 995	$ 674	$ 904	$ 2,573
Europe	811	452	507	1,770
Asia Pacific	1,409	518	240	2,167
Total	$ 3,215	$ 1,644	$ 1,651	$ 6,510
Year Ended October 31, 2023:				
Americas	$ 1,099	$ 634	$ 999	$ 2,732
Europe	851	417	486	1,754
Asia Pacific	1,560	517	270	2,347
Total	$ 3,510	$ 1,568	$ 1,755	$ 6,833
Year Ended October 31, 2022:				
Americas	$ 1,109	$ 567	$ 1,006	$ 2,682
Europe	844	382	473	1,699
Asia Pacific	1,677	503	287	2,467
Total	$ 3,630	$ 1,452	$ 1,766	$ 6,848

The following table presents the company's total revenue disaggregated by end markets and by revenue type:

	Years Ended October 31,		
	2024	2023	2022
		(in millions)	
Revenue by End Markets			
Pharmaceutical and Biopharmaceutical	$ 2,242	2,433	$ 2,515
Chemicals and Advanced Materials	1,495	1,543	1,521
Diagnostics and Clinical	964	966	963
Food	592	628	617
Academia and Government	567	601	576
Environmental and Forensics	650	662	656
Total	$ 6,510	$ 6,833	$ 6,848
Revenue by Type			
Instrumentation	$ 2,354	2,742	$ 2,907
Non-instrumentation and other	4,156	4,091	3,941
Total	$ 6,510	$ 6,833	$ 6,848

Revenue by region is based on the ship to location of the customer. Revenue by end market is determined by the market indicator of the customer and by customer type. Instrumentation revenue includes sales from instruments, remarketed instruments and third-party products. Non-instrumentation and other revenue include sales from contract and per incident services, our companion diagnostics and our nucleic acid solutions businesses as well as sales from spare parts, consumables, reagents, vacuum pumps, subscriptions, software licenses and associated services.

Contract Balances

Contract Assets

Contract assets (unbilled accounts receivable) primarily relate to the company's right to consideration for work completed but not billed at the reporting date. The unbilled receivables are reclassified to trade receivables when billed to customers. Contract assets are generally classified as current assets and are included in "Accounts receivable, net" in the consolidated balance sheet. The balances of contract assets as of October 31, 2024 and 2023, were $247 million and $252 million, respectively.

Contract Liabilities

The following table provides information about contract liabilities (deferred revenue) and the significant changes in the balances during the years ended October 31, 2023 and 2024:

	Contract Liabilities
	(in millions)
Ending balance as of October 31, 2022	$ 557
Net revenue deferred in the period	488
Revenue recognized that was included in the contract liability balance at the beginning of the period	(409)
Change in deferrals from customer cash advances, net of revenue recognized	(28)
Currency translation and other adjustments	8
Ending balance as of October 31, 2023	$ 616
Net revenue deferred in the period	469
Revenue recognized that was included in the contract liability balance at the beginning of the period	(448)
Change in deferrals from customer cash advances, net of revenue recognized	(9)
Contract liabilities acquired in business combinations	70
Currency translation and other adjustments	3
Ending balance as of October 31, 2024	$ 701

Contract liabilities primarily relate to multiple element arrangements for which billing has occurred but transfer of control of all elements to the customer has either partially or not occurred at the balance sheet date. This includes cash received from customers for products and related installation and services in advance of the transfer of control. Contract liabilities are classified as either current in deferred revenue or long-term in other long-term liabilities in the consolidated balance sheet based on the timing of when we expect to complete our performance obligation.

Contract Costs

Incremental costs of obtaining a contract with a customer are recognized as an asset if we expect the benefit of those costs to be longer than one year. We have determined that certain sales incentive programs meet the requirements to be capitalized. The changes in total capitalized costs to obtain a contract were immaterial during the years ended October 31, 2024 and 2023 and are included in other current and long-term assets on the consolidated balance sheet. We have applied the practical expedient to expense costs as incurred for costs to obtain a contract with a customer when the amortization period would have been one year or less. These costs include the company's internal sales force compensation program, as we have determined that annual compensation is commensurate with annual sales activities.

Transaction Price Allocated to the Remaining Performance Obligations

We have applied the practical expedient in ASC 606-10-50-14 and have not disclosed information about transaction price allocated to remaining performance obligations that have original expected durations of one year or less.

The estimated revenue expected to be recognized for remaining performance obligations that have an original term of more than one year, as of October 31, 2024, was $409 million, the majority of which is expected to be recognized over the next 12 months. Remaining performance obligations primarily include extended warranty, customer manufacturing contracts, and software maintenance contracts and revenue associated with lease arrangements.

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SHARE-BASED COMPENSATION

12 Months Ended
Oct. 31, 2024

Share-Based Payment Arrangement, Noncash Expense [Abstract]

SHARE-BASED

SHARE-BASED COMPENSATION

Agilent accounts for share-based awards in accordance with the provisions of the accounting guidance which requires the measurement and recognition of compensation expense for all share-based payment awards made to our employees and directors including restricted stock units, employee stock options, employee stock purchases made under our employee stock purchase plan and performance share awards granted to selected members of our senior management under the long-term performance plan ("LTPP") based on estimated fair values.

Description of Share-Based Plans

Employee Stock Purchase Plan. Effective May 1, 2020, we adopted the 2020 Employee Stock Purchase Plan ("ESPP") which replaced our previous Employee Stock Purchase Plan. The ESPP allows eligible employees to contribute up to 10 percent of their base compensation to purchase shares of our common stock at 85 percent of the closing market price at purchase date. There are 31 million shares authorized for issuance in connection with the ESPP.

Under our ESPP, employees purchased 576,467 shares for $58 million in 2024, 487,735 shares for $57 million in 2023 and 469,701 shares for $54 million in 2022. As of October 31, 2024, the number of shares of common stock authorized and available for issuance under our ESPP was 23,775,073. This includes 249,755 shares for $28 million of common stock to be settled in November 2024 to participants in consideration of the aggregate participant contributions as of October 31, 2024.

Incentive Compensation Plans. On November 15, 2017 and March 21, 2018, the Board of Directors and the stockholders, respectively, approved the Agilent Technologies, Inc. 2018 Stock Plan (the "2018 Plan") which amends, including renaming and extending the term of, the Agilent Technologies, Inc. 2009 Stock Plan (the "2009 Plan"). The 2018 Plan provides for the grant of awards in the form of stock options, stock appreciation rights ("SARs"), restricted stock, restricted stock units ("RSUs"), performance shares and performance units with performance-based conditions on vesting or exercisability, and cash awards. The 2018 Plan has a term of ten years. As of October 31, 2024, 17,135,988 shares were available for future awards under the 2018 Plan.

Stock Options. In fiscal year 2021, we resumed granting stock options. Stock options granted under the 2018 Plan may be either "incentive stock options", as defined in Section 422 of the Internal Revenue Code, or non-statutory. Options generally vest at a rate of 25 percent per year over a period of four years from the date of grant with a maximum contractual term of ten years. The exercise price for stock options is generally not less than 100 percent of the fair market value of our common stock on the date the stock award is granted. We issue new shares of common stock when employee stock options are exercised.

Performance Shares. We have two LTPP performance stock award programs, which are administered under the 2018 Stock Plan, for our executive officers and other key employees. Participants in our LTPP Total Stockholders' Return ("TSR") and LTPP Earnings Per Share ("EPS") programs are entitled to receive shares of the company's stock after the end of a three-year period, if specified performance targets for the programs are met. The LTPP-TSR awards are generally designed to meet the criteria of a performance award with the performance metrics and peer group comparison based on the TSR set at the beginning of the performance period. The LTPP-EPS awards are based on the company's EPS performance over a three-year period. The performance targets for the LTPP-EPS for year 2 and year 3 of the performance period are set in the first quarter of year 2 and year 3, respectively. All LTPP awards are subject to a one-year post-vest holding period. The final LTPP award may vary from zero to 200 percent of the target award. The maximum contractual term for awards under the LTPP program is three years. We consider the dilutive impact of these programs in our diluted net income per share calculation only to the extent that the performance conditions are expected to be met.

Restricted Stock Units. We also issue restricted stock units under our share-based plans. The estimated fair value of the restricted stock unit awards granted under the Stock Plans is determined based on the market price of Agilent's common stock on the date of grant adjusted for expected dividend yield. Restricted stock units generally vest, with some exceptions, at a rate of 25 percent per year over a period of four years from the date of grant. All restricted stock units granted to our executives after November 1, 2015, are subject to a one-year post-vest holding period.

Impact of Share-based Compensation Awards

We have recognized compensation expense based on the estimated grant date fair value method under the authoritative guidance. For all share-based awards, we have recognized compensation expense using a straight-line amortization method. As the guidance requires that share-based compensation expense should be based on awards that are ultimately expected to vest, estimated share-based compensation has been reduced for estimated forfeitures.

The impact on our results for share-based compensation was as follows:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Cost of products and services	$ 41	$ 34	$ 30
Research and development	16	13	14
Selling, general and administrative	73	65	82
Total share-based compensation expense	$ 130	$ 112	$ 126

At October 31, 2024 and 2023, no share-based compensation was capitalized within inventory.

Valuation Assumptions

The fair value of share-based awards for our employee stock option awards was estimated using the Black-Scholes option pricing model. Shares granted under the LTPP (TSR) were valued using a Monte Carlo simulation model. The Monte Carlo simulation fair value model requires the use of highly subjective and complex assumptions, including the price volatility of the underlying stock. For the volatility of our LTPP (TSR) grants, we used our own historical stock price volatility.

The ESPP allows eligible employees to purchase shares of our common stock at 85 percent of the price at purchase and uses the purchase date to establish the fair market value.

We use historical volatility to estimate the expected stock price volatility assumption for employee stock option awards. In reaching the conclusion, we have considered many factors including the extent to which our options are currently traded and our ability to find traded options in the current market with similar terms and prices to the options we are valuing. In estimating the expected life of our options granted, we considered the historical option exercise behavior of our executives, which we believe is representative of future behavior.

The estimated fair value of restricted stock units and LTPP (EPS) awards is determined based on the market price of our common stock on the date of grant adjusted for expected dividend yield. The compensation cost for LTPP (EPS) reflects the cost of awards that are probable to vest at the end of the performance period.

All LTPP awards granted to our senior management employees have a one-year post-vest holding restriction. The estimated discount associated with post-vest holding restrictions is calculated using the Finnerty model. The model calculates the potential lost value if the employees were able to sell the shares during the lack of marketability period, instead of being required to hold the shares. The model used the same historical stock price volatility and dividend yield assumption used for the Monte Carlo simulation model and an expected dividend yield to compute the discount.

The following assumptions were used to estimate the fair value of awards granted.

	Years Ended October 31,		
	2024	2023	2022
Stock Option Plan:			
Weighted average risk-free interest rate	4.4%	3.9%	1.5%
Dividend yield	0.8%	0.6%	0.5%
Weighted average volatility	29%	28%	26%
Expected life	5.5 years	5.5 years	5.5 years
LTPP:			
Volatility of Agilent shares	28%	31%	29%
Volatility of selected peer-company shares	16%-70%	22%-84%	23%-81%
Pair-wise correlation with selected peers	30%	42%	41%
Post-vest restriction discount for all executive awards	6.4%	7.1%	6.5%

Share-Based Payment Award Activity

Employee Stock Options

The following table summarizes employee stock option award activity of our employees and directors for 2024.

	Options Outstanding	Weighted Average Exercise Price
	(in thousands)	
Outstanding at October 31, 2023	1,080	$ 118
Granted	335	$ 126
Exercised	(300)	$ 64
Cancelled	(110)	$ 140
Outstanding at October 31, 2024	1,005	$ 134

The options outstanding and exercisable for equity share-based payment awards at October 31, 2024 were as follow:

	Options Outstanding				Options Exercisable			
Range of Exercise Prices	Number Outstanding	Weighted Average Remaining Contractual Life	Weighted Average Exercise Price	Aggregate Intrinsic Value	Number Exercisable	Weighted Average Remaining Contractual Life	Weighted Average Exercise Price	Aggregate Intrinsic Value
	(in thousands)	(in years)		(in thousands)	(in thousands)	(in years)		(in thousands)
$100.00- $110.00	242	6.0	$ 110	4,951	187	6.0	$ 110	3,832
$110.01 - $150.00	559	8.6	$ 134	1,930	95	8.0	$ 143	139
$150.01 & Over	204	7.0	$ 161	—	120	7.0	$ 161	—
	1,005	7.7	$ 134	$ 6,881	402	6.8	$ 133	$ 3,971

The aggregate intrinsic value in the table above represents the total pre-tax intrinsic value, based on the company's closing stock price of $130.31 at October 31, 2024, which would have been received by award holders had all award holders exercised their awards that were in-the-money as of that date. The total number of in-the-money awards exercisable at October 31, 2024 was approximately 0.2 million.

The following table summarizes the aggregate intrinsic value of options exercised and the fair value of options granted in 2024, 2023 and 2022:

	Aggregate Intrinsic Value	Weighted Average Exercise Price	Per Share Value Using Black-Scholes Model
	(in thousands)		
Options exercised in fiscal 2022	$ 10,765	$ 38	
Black Scholes per share value of options granted during fiscal 2022			$ 39
Options exercised in fiscal 2023	$ 25,303	$ 41	
Black Scholes per share value of options granted during fiscal 2023			$ 47
Options exercised in fiscal 2024	$ 22,762	$ 64	
Black Scholes per share value of options granted during fiscal 2024			$ 41

As of October 31, 2024, the unrecognized share-based compensation cost for outstanding stock option awards, net of expected forfeitures, was $10 million. The amount of cash received from the exercise of share-based awards granted was $77 million in 2024, $67 million in 2023 and $58 million in 2022.

Non-Vested Awards

The following table summarizes non-vested award activity in 2024 primarily for our LTPP and restricted stock unit awards.

	Shares	Weighted Average Grant Price
	(in thousands)	
Non-vested at October 31, 2023	1,889	$ 136
Granted	1,200	$ 126
Vested	(855)	$ 121
Forfeited	(129)	$ 139
Change in LTPP shares in the year due to exceeding performance targets	31	$ 111
Non-vested at October 31, 2024	2,136	$ 136

As of October 31, 2024, the unrecognized share-based compensation cost for non-vested restricted stock awards net of expected forfeitures was approximately $129 million which is expected to be amortized over a weighted average period of 2.1 years. The total fair value of restricted stock awards vested was $103 million for 2024, $99 million for 2023 and $89 million for 2022.

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INCOME TAXES

12 Months Ended
Oct. 31, 2024

Income Tax Disclosure [Abstract]

INCOME TAXES

INCOME TAXES

The domestic and foreign components of income before taxes are:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
U.S. operations	$ 391	$ 614	$ 858
Non-U.S. operations	1,130	725	646
Total income before taxes	$ 1,521	$ 1,339	$ 1,504

The provision for income taxes is comprised of:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
U.S. federal taxes:			
Current	$ 182	$ 117	$ 173
Deferred	(104)	(84)	(28)
Non-U.S. taxes:			
Current	87	26	47
Deferred	60	38	35
State taxes, net of federal benefit:			
Current	27	12	22
Deferred	(20)	(10)	1
Total provision for income taxes	$ 232	$ 99	$ 250

The differences between the U.S. federal statutory income tax rate and our effective tax rate are:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Profit before tax times statutory rate	$ 319	$ 281	$ 316
State income taxes, net of federal benefit	7	2	23
Non-U.S. income taxed at different rates	(14)	20	(18)
Change in unrecognized tax benefits	(8)	(35)	(6)
Foreign-derived intangible income deduction	(47)	(41)	(46)
Realized loss on divestiture of business	—	(104)	—
Excess tax benefits from stock-based compensation	(4)	(14)	(19)
Other, net	(21)	(10)	—
Provision (benefit) for income taxes	$ 232	$ 99	$ 250
Effective tax rate	15.3 %	7.4 %	16.6 %

For 2024, our income tax expense was $232 million with an effective tax rate of 15.3 percent. For the year ended October 31, 2024, our effective tax rate and the resulting provision for income taxes were impacted by the tax benefit of $47 million related to foreign-derived intangible income.

For 2023, our income tax expense was $99 million with an effective tax rate of 7.4 percent. For the year ended October 31, 2023, our effective tax rate and the resulting provision for income taxes were impacted by the federal tax benefit of $104 million related to the realized loss on the divestiture of a business. The income taxes for the year ended October 31, 2023, also include the tax benefit of $41 million related to foreign-derived intangible income along with the tax benefit of $30 million related to the release of tax reserves in the U.S. due to the settlement of the audit with the Internal Revenue Service ("IRS") for tax years 2018 and 2019.

For 2022, our income tax expense was $250 million with an effective tax rate of 16.6 percent. For the year ended October 31, 2022, our effective tax rate and the resulting provision for income taxes were impacted by the tax benefit of $46 million related to foreign-derived intangible income.

We have negotiated a tax holiday in Singapore. The tax holiday provides a lower rate of taxation on certain classes of income and requires various thresholds of investments and employment or specific types of income. The tax holiday in Singapore was renegotiated and extended through 2030. As a result of the incentive, the impact of the tax holiday decreased income taxes by $84 million, $54 million, and $53 million in 2024, 2023, and 2022, respectively. The benefit of the tax holiday on net income per share (diluted) was approximately $0.29, $0.18, and $0.18 in 2024, 2023 and 2022, respectively.
The significant components of deferred tax assets and deferred tax liabilities included on the consolidated balance sheet are:

	Years Ended October 31,	
	2024	2023
	(in millions)	
Deferred Tax Assets		
Intangibles	$ 20	$ 102
Employee benefits, other than retirement	31	36
Net operating loss, capital loss, and credit carryforwards	184	152
Deferred revenue	98	16
Share-based compensation	25	24
Capitalized R&D	93	41
Lease obligations	39	37
Other	35	42
Deferred tax assets	$ 525	$ 450
Tax valuation allowance	(113)	(112)
Deferred tax assets, net of valuation allowance	$ 412	$ 338
Deferred Tax Liabilities		
Property, plant and equipment	$ (62)	$ (26)
Pension benefits and retiree medical benefits	(41)	(25)
Right-of-use asset	(39)	(37)
Other	(4)	(4)
Deferred tax liabilities	$ (146)	$ (92)
Net deferred tax assets (liabilities)	$ 266	$ 246

Valuation allowances require an assessment of both positive and negative evidence when determining whether it is more likely than not that deferred tax assets are recoverable. Such assessment is required on a jurisdiction by jurisdiction basis. As of October 31, 2024, we continued to maintain a valuation allowance of $113 million until sufficient positive evidence exists to support reversal. The valuation allowance is primarily related to deferred tax assets for the state of California, along with the net operating losses in the Netherlands and capital losses in Australia.

At October 31, 2024, we had federal, state and foreign net operating loss carryforwards of approximately $12 million, $39 million and $280 million, respectively. The federal and state net operating loss carryforwards are subject to various limitations under Section 382 of the Internal Revenue Code and applicable state tax laws. If not utilized, the federal and state net operating loss carryforwards will begin to expire in 2025. If not utilized, $82 million of the foreign net operating loss carryforwards will begin to expire in 2029. The remaining $198 million of the foreign net operating losses carry forward indefinitely. At October 31, 2024, we had foreign capital loss carryforwards of $110 million. The foreign capital losses carry forward indefinitely. At October 31, 2024, we had state tax credit carryforwards of approximately $92 million. The state tax credits carry forward indefinitely. At October 31, 2024, we had foreign tax credit carryforwards of approximately $17 million. If not utilized, the foreign tax credit carryforwards will begin to expire in 2039.

The breakdown between long-term deferred tax assets and deferred tax liabilities was as follows:

	October 31,	
	2024	2023
	(in millions)	
Long-term deferred tax assets (included within other assets)	$ 351	$ 284
Long-term deferred tax liabilities (included within other long-term liabilities)	(85)	(38)
Total	$ 266	$ 246

The breakdown between current and long-term income tax assets and liabilities, excluding deferred tax assets and liabilities, was as follows:

	October 31,	
	2024	2023
	(in millions)	
Current income tax assets (included within other current assets)	$ 147	$ 100
Long-term income tax assets (included within other assets)	3	3
Current income tax liabilities (included within other accrued liabilities)	(152)	(73)
Long-term income tax liabilities (included within other long-term liabilities)	(115)	(162)
Total	$ (117)	$ (132)

Uncertain Tax Positions

The aggregate changes in the balances of our gross unrecognized tax benefits including all federal, state and foreign tax jurisdictions are as follows:

	2024	2023	2022
		(in millions)	
Balance, beginning of year	$ 98	$ 123	$ 133
Additions for tax positions related to the current year	6	5	5
Additions for tax positions from prior years	3	3	—
Reductions for tax positions from prior years	(1)	(27)	(9)
Statute of limitations expirations	(9)	(6)	(6)
Balance, end of year	$ 97	$ 98	$ 123

As of October 31, 2024, we had $114 million of unrecognized tax benefits, including interest and penalties of which $91 million, if recognized, would affect our effective tax rate.

Interest and penalties accrued as of October 31, 2024 and 2023 were $17 million and $16 million, respectively. We recognized tax expense of $1 million in 2024, tax benefit of $5 million in 2023, and tax benefit of $2 million in 2022, for interest and penalties related to unrecognized tax benefits.

In the U.S., tax years remain open back to the year 2021 for federal income tax purposes and 2020 for significant states. In other major jurisdictions where we conduct business, the tax years generally remain open back to the year 2014.

With these jurisdictions and the U.S., it is reasonably possible that some tax audits may be completed over the next twelve months. However, management is not able to provide a reasonably reliable estimate of the timing of any other future tax payments or change in unrecognized tax benefits, if any.

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NET INCOME (LOSS) PER SHARE

12 Months Ended
Oct. 31, 2024

Earnings Per Share [Abstract]

NET INCOME (LOSS) PER SHARE

NET INCOME PER SHARE

The following is a reconciliation of the numerators and denominators of the basic and diluted net income per share computations for the periods presented below.

	Years Ended October 31,		
	2024	2023	2022
		(in millions)	
Numerator:			
Net income	$ 1,289	$ 1,240	$ 1,254
Denominators:			
Basic weighted average shares	290	294	299
Potential common shares — stock options and other employee stock plans	1	2	1
Diluted weighted average shares	291	296	300

The dilutive effect of share-based awards is reflected in diluted net income per share by application of the treasury stock method, which includes consideration of unamortized share-based compensation expense and the dilutive effect of in-the-money options and non-vested restricted stock units. Under the treasury stock method, the amount the employee must pay for exercising stock options and unamortized share-based compensation expense collectively are assumed proceeds to be used to repurchase hypothetical shares. An increase in the fair market value of the company's common stock can result in a greater dilutive effect from potentially dilutive awards.

We exclude stock options with exercise prices greater than the average market price of our common stock from the calculation of diluted earnings per share because their effect would be anti-dilutive. In addition, we exclude from the calculation of diluted earnings per share, stock options, ESPP, LTPP and restricted stock awards whose combined exercise price and unamortized fair value collectively were greater than the average market price of our common stock because their effect would also be anti-dilutive.

In 2024, 2023 and 2022, we issued share-based awards of approximately 1.5 million, 1.5 million and 1.4 million, respectively. For the years ended 2024, 2023 and 2022, the impacts of the anti-dilutive potential common shares that were excluded from the calculation of diluted earnings per share were not material.

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INVENTORY

12 Months Ended
Oct. 31, 2024

Inventory Disclosure [Abstract]

INVENTORY

INVENTORY

Inventory as of October 31, 2024 and 2023 consisted of the following:

	October 31,	
	2024	2023
	(in millions)	
Finished goods	$ 523	$ 570
Purchased parts and fabricated assemblies	449	461
Inventory	$ 972	$ 1,031

Inventory-related excess and obsolescence charges of $45 million were recorded in cost of products in 2024, $40 million in 2023 and $24 million in 2022. We record excess and obsolete inventory charges for both inventory on our site as well as inventory at our contract manufacturers and suppliers where we have non-cancelable purchase commitments.

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PROPERTY, PLANT AND EQUIPMENT, NET

12 Months Ended
Oct. 31, 2024

Property, Plant and Equipment [Abstract]

PROPERTY, PLANT AND EQUIPMENT, NET

PROPERTY, PLANT AND EQUIPMENT, NET

Property, plant and equipment as of October 31, 2024 and 2023, consisted of the following:

	October 31,	
	2024	2023
	(in millions)	
Land	$ 69	$ 60
Buildings and leasehold improvements	1,786	1,409
Machinery and equipment	960	749
Software	267	275
Total property, plant and equipment	3,082	2,493
Accumulated depreciation and amortization	(1,304)	(1,223)
Property, plant and equipment, net	$ 1,778	$ 1,270

The additions in 2024 are primarily related to assets acquired from BIOVECTRA and our on-going expansion of our Frederick, CO. facility.

During 2024, we recorded asset impairments of $2 million. During 2023, we recorded asset impairments of $11 million. During 2022, there were no asset impairments. Depreciation expenses were $149 million in 2024, $128 million in 2023 and $120 million in 2022. In 2024 and 2023 we retired approximately $78 million and $68 million, respectively, of assets, the majority of which were fully depreciated and no longer in use.

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LEASES

12 Months Ended
Oct. 31, 2024

Leases [Abstract]

Lessee, Operating Leases

LEASES

As a lessee, we have various non-cancelable operating lease agreements for office space, warehouses, distribution centers, research and development facilities, manufacturing and production locations as well as vehicles, personal computers and other equipment. Our real estate leases have remaining lease terms of one to thirty years, which represent the non-cancelable periods of the leases and include extension options that we determined are reasonably certain to be exercised. We exclude options that are not reasonably certain to be exercised from our lease terms, ranging from six months to twenty years. Our lease payments consist primarily of fixed rental payments for the right to use the underlying leased assets over the lease terms. We often receive incentives from our landlords, such as rent abatement periods, which effectively reduce the total lease payments owed for these leases. Vehicle, personal computer and other equipment operating leases have terms between three and five years.

The components of lease cost for operating leases were as follows:

	Year Ended October 31,		
	2024	2023	2022
		(in millions)	
Operating lease cost	$ 58	$ 68	$ 59
Short-term lease cost	—	2	2
Variable lease cost [a]	15	16	15
Sublease income	(17)	(16)	(14)
Total lease cost	$ 56	70	62

(a) Variable lease cost includes cancelable leases, non-fixed maintenance costs and non-recoverable transaction taxes.

In the fourth quarter of fiscal year 2023, we initiated a new restructuring plan ("FY23 Plan") designed to reduce costs and expenses in response to the current macroeconomic conditions. In 2024 and 2023, the consolidation of excess facilities under the FY23 Plan resulted in $1 million and $8 million, respectively, of accelerated depreciation of our ROU assets.

During fiscal year 2024 and 2022, there were no ROU asset impairments. During fiscal year 2023, we recorded ROU asset impairments of $8 million primarily related to the exit of our Resolution Bioscience business.

Supplemental cash flow information related to leases was as follows:

	Year Ended October 31,		
	2024	2023	2022
	(in millions)		
Cash paid for amounts included in the measurement of lease liabilities:			
Operating cash flow from operating leases	$ 49	$ 56	$ 53
Non-cash right of use assets obtained in exchange for operating lease obligations	$ 60	$ 70	$ 38

Supplemental balance sheet information related to leases was as follows:

	Financial Statement Line Item	October 31,	
		2024	2023
		(in millions, except lease term and discount rate)	
Assets:			
Operating lease:			
Right of use asset	Other assets	$ 177	$ 154
Liabilities:			
Current			
Operating lease liabilities	Other accrued liabilities	$ 42	$ 46
Long-term			
Operating lease liabilities	Other long-term liabilities	$ 142	$ 118
Weighted average remaining lease term (in years)			
Operating leases		8.2 years	8.3 years
Weighted average discount rate			
Operating leases		3.7 %	3.3 %

Future minimum rents payable as of October 31, 2024 under non-cancelable leases with initial terms exceeding one year reconcile to lease liabilities included in the consolidated balance sheet as follows:

	Operating Leases
	(in millions)
2025	$ 48
2026	38
2027	28
2028	20
2029	14
Thereafter	65
Total undiscounted future minimum lease payments	$ 213
Less: amount of lease payments representing interest	(29)
Present value of future minimum lease payments	$ 184
Less: current liabilities	(42)
Long-term lease liabilities	$ 142

As of October 31, 2024, we had no additional significant operating or finance leases that had not yet commenced.

As a lessor, we have contracts for equipment leased to customers primarily in connection with our diagnostics and advanced manufacturing partnerships business which include both operating-type lease and sales-type finance lease arrangements. We account for the non-lease component under the revenue recognition ASC 606 guidance and the lease component under the leasing ASC 842 guidance. Diagnostics equipment lease revenue for operating lease agreements is recognized as visualization kits and reagents are shipped over the life of the lease. The cost of customer leased equipment is recorded within property, plant and equipment, and is netted in the consolidated balance sheet with depreciation over the equipment's estimated useful life. For an arrangement that has been classified as a sales-type lease, revenue is recognized when the transfer of control of the underlying leased asset has occurred and the net investment lease has been recorded which is calculated at the present value of the remaining lease payments due from the lessee.

Revenue allocated to the lease income for both sales-type finance lease and operating lease rental arrangements represents less than one percent of total net revenue in the years ended October 31, 2024, 2023 and 2022, respectively.

As of October 31, 2024, the original cost and net book value of operating leased assets were $75 million and $50 million, respectively. As of October 31, 2024, lease receivables related to sales-type leases were $46 million. As of October 31, 2023, the original cost and net book value of operating leased assets were $30 million and $7 million, respectively. As of October 31, 2023, lease receivables related to sales-type leases were $42 million.

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GOODWILL AND OTHER INTANGIBLE ASSETS

Goodwill and Intangible Assets Disclosure [Abstract]

GOODWILL AND OTHER INTANGIBLE ASSETS

12 Months Ended

Oct. 31, 2024

GOODWILL AND OTHER INTANGIBLE ASSETS

The following table presents goodwill balances and the movements for each of our reportable segments during the years ended October 31, 2023 and 2024:

	Life Sciences and Applied Markets	Diagnostics and Genomics	Agilent CrossLab	Total
	(in millions)			
Goodwill as of October 31, 2022	$ 1,575	$ 2,121	$ 256	$ 3,952
Foreign currency translation impact	4	1	1	6
Goodwill arising from acquisitions and adjustments	—	15	—	15
Goodwill adjustment related to divestiture of business	—	(13)	$ —	(13)
Goodwill as of October 31, 2023	$ 1,579	$ 2,124	$ 257	$ 3,960
Foreign currency translation impact	4	(15)	2	(9)
Goodwill arising from acquisitions and adjustments	—	526	—	526
Goodwill as of October 31, 2024	$ 1,583	$ 2,635	$ 259	$ 4,477

In the first quarter of fiscal year 2024, we reorganized our operating segments and moved our cell analysis business from our life sciences and applied markets business segment to our diagnostics and genomics business segment. As a result, we reassigned approximately $168 million of goodwill from our life sciences and applied markets business segment to our diagnostics and genomics business segment using the relative fair value allocation approach. Goodwill balances as of October 31, 2022 and 2023, have been recast to conform to this new presentation. As a result of the reorganization, there was no change to our reporting units. In addition, we performed a goodwill impairment test, and the results of the analysis indicated that the fair values for all three of our reporting units were in excess of their carrying values by substantial amounts; therefore, no impairment was indicated.

In connection with the divestiture of our Resolution Bioscience business in the fourth quarter of fiscal year 2023, we received $50 million in cash and recorded a gain on the divestiture of $43 million in other income (expense), net in the consolidated statement of operations which included an adjustment to goodwill of $13 million in our diagnostics and genomics segment. We used the relative fair value approach in determining the adjustment to goodwill.

As of September 30, 2024, our annual impairment test date, we assessed goodwill for our reporting units, and no impairment of goodwill was indicated. There was no impairment of goodwill in fiscal years 2023 and 2022.

The component parts of other intangible assets at October 31, 2023 and 2024 are shown in the table below:

	Other Intangible Assets		
	Gross Carrying Amount	Accumulated Amortization	Net Book Value
	(in millions)		
As of October 31, 2023:			
Purchased technology	$ 1,467	$ 1,093	$ 374
Trademark/Trade name	196	163	33
Customer relationships	149	112	37
Third-party technology and licenses	34	13	21
Total amortizable intangible assets	$ 1,846	$ 1,381	$ 465
In-Process R&D	10	—	10
Total	$ 1,856	$ 1,381	$ 475
As of October 31, 2024:			
Purchased technology	$ 1,484	$ 1,169	$ 315
Backlog	9	—	9
Trademark/Trade name	199	174	25
Customer relationships	291	107	184
Third-party technology and licenses	33	19	14
Total amortizable intangible assets	$ 2,016	$ 1,469	$ 547
In-Process R&D	—	—	—
Total	$ 2,016	$ 1,469	$ 547

In fiscal year 2024, we recorded additions of $526 million to goodwill in our diagnostics and genomics segment related to the BIOVECTRA acquisition. In addition, we recorded $188 million to other intangible assets related to BIOVECTRA and another acquisition. As of October 31, 2024, gross carrying amount of customer relationships includes approximately $165 million related to BIOVECTRA which was valued using the multi-period excess earnings method under the income approach which values the customer relationships by discounting the direct cash flow expected to be generated by the customers.

During fiscal year 2024, we reclassified $4 million of in-process research and development intangible assets to purchased technology upon the completion of a project. During fiscal year 2024, other intangible assets in total decreased $5 million due to the impact of foreign currency translation. During 2024, we also wrote-off the gross carrying amounts of $18 million and the related accumulated amortization of fully amortized intangible assets which were no longer being used.

In fiscal year 2023, we acquired two businesses for a total purchase price of $51 million. As a result, we recorded additions of $15 million to goodwill and $50 million to other intangible assets in our diagnostics and genomics and life sciences and applied markets segments primarily related to these two acquisitions. During fiscal year 2023, other intangible assets in total increased $2 million due to the impact of foreign currency translation. During 2023, we also wrote-off the gross carrying amounts of $7 million and the related accumulated amortization of fully amortized intangible assets which were no

longer being used.

In general, for United States federal tax purposes, goodwill from asset purchases is amortizable; however, any goodwill created as part of a stock acquisition is not deductible.

During fiscal year 2024, we recorded an impairment of in-process research and development of $6 million in research and development in the consolidated statement of operations related to a project in our life sciences and applied markets segment. There were no impairments of indefinite-lived intangible assets during fiscal years 2023 and 2022.

During fiscal years 2024 and 2022, there were no impairments of finite-lived intangible assets recorded. During the third quarter of fiscal year 2023, we recorded an impairment of finite-lived intangible assets of $258 million related to the exit of our Resolution Bioscience business in our diagnostics and genomics segment. Of the $258 million, $249 million was recorded in cost of sales and $9 million was recorded in selling, general and administrative expenses on our consolidated statement of operations.

Amortization expense of intangible assets was $105 million in 2024, $140 million in 2023, and $192 million in 2022.
Future amortization expense related to existing finite-lived purchased intangible assets associated with business combinations for the next five fiscal years and thereafter is estimated below:

Estimated future amortization expense:	
	(in millions)
2025	$ 104
2026	$ 75
2027	$ 72
2028	$ 65
2029	$ 61
Thereafter	$ 170

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INVESTMENTS

12 Months Ended
Oct. 31, 2024

Schedule of Investments [Abstract]

Investment Holdings, Schedule of Investments

INVESTMENTS

The following table summarizes the company's equity investments as of October 31, 2024 and 2023 (net book value):

	October 31,	
	2024	**2023**
	(in millions)	
Long-Term		
Equity investments - without readily determinable fair value	$ 101	$ 102
Other investments - with readily determinable fair value	31	26
Trading securities	43	36
Total long-term investments	$ 175	$ 164

Equity investments without readily determinable fair value (RDFV) consist of non-marketable equity securities issued by private companies and include VIEs. These investments are accounted for using the measurement alternative at cost adjusting for impairments and observable price changes (orderly transactions for the identical or a similar security from the same issuer). The adjustments are included in net income in the period in which they occur. Other investments with RDFV consist of shares we own in a special fund and are reported at fair value, with gains or losses resulting from changes in fair value included in net income.

Trading securities, which are comprised of mutual funds, bonds and other similar instruments, other investments and deferred compensation liability are reported at fair value, with gains or losses resulting from changes in fair value recognized currently in net income.

Our investments without RDFV and marketable equity securities with RDFV are subject to periodic impairment review. The impairment analysis requires significant judgment to identify events or circumstances that would likely have a significant adverse effect on the future value of the investment.

Gains and losses reflected in other income (expense), net for our equity investments with RDFV and equity investments without RDFV are summarized below:

	Years Ended October 31,		
	2024	**2023**	**2022**
	(in millions)		
Net gain (loss) recognized during the period on equity securities	$ 6	$ (41)	$ (67)
Less: Net gain (loss) on equity securities sold during the period	—	(15)	11
Unrealized gain (loss) on equity securities held as of the end of the period	$ 6	$ (26)	$ (78)

In 2024, unrealized gains on our equity securities without RDFV were $1 million. In 2023, unrealized losses on our equity securities without RDFV were $26 million. In 2022, unrealized gains on our equity securities without RDFV were $6 million.
In 2024, net unrealized gains on our trading securities were $10 million. In 2023, net unrealized gains were $2 million on our trading securities. In 2022, net unrealized losses were $7 million on our trading securities.

In 2024, we recorded $11 million impairment of investments. There were no impairments of investments in 2023 and 2022.

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FAIR VALUE MEASUREMENTS

12 Months Ended
Oct. 31, 2024

Fair Value Disclosures [Abstract]

FAIR VALUE MEASUREMENTS

FAIR VALUE MEASUREMENTS

The authoritative guidance defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When determining the fair value measurements for assets and liabilities required or permitted to be recorded at fair value, we consider the principal or most advantageous market and assumptions that market participants would use when pricing the asset or liability.

Fair Value Hierarchy

The guidance establishes a fair value hierarchy that prioritizes the use of inputs used in valuation techniques into three levels. A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. There are three levels of inputs that may be used to measure fair value:

Level 1 — applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.

Level 2 — applies to assets or liabilities for which there are inputs other than quoted prices included within level 1 that are observable, either directly or indirectly, for the asset or liability such as: quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in less active markets; or other inputs that can be derived principally from, or corroborated by, observable market data.

Level 3 — applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.
Financial Assets and Liabilities Measured at Fair Value on a Recurring Basis

Financial assets and liabilities measured at fair value on a recurring basis as of October 31, 2024 were as follows:

		Fair Value Measurement at October 31, 2024 Using		
	October 31, 2024	**Quoted Prices in Active Markets for Identical Assets (Level 1)**	**Significant Other Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**
		(in millions)		
Assets:				
Short-term				
Cash equivalents (money market funds)	$ 800	$ 800	$ —	$ —
Derivative instruments (foreign exchange contracts)	14	—	14	—
Long-term				
Trading securities	43	43	—	—
Other investments	31	—	31	—
Total assets measured at fair value	$ 888	$ 843	$ 45	$ —
Liabilities:				
Short-term				
Derivative instruments (foreign exchange contracts)	$ 12	$ —	$ 12	$ —
Long-term				
Deferred compensation liability	43	—	43	—
Total liabilities measured at fair value	$ 55	$ —	$ 55	$ —

Financial assets and liabilities measured at fair value on a recurring basis as of October 31, 2023 were as follows:

	October 31, 2023	Fair Value Measurement at October 31, 2023 Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
		(in millions)		
Assets:				
Short-term				
Cash equivalents (money market funds)	$ 994	$ 994	$ —	$ —
Derivative instruments (foreign exchange contracts)	19	—	19	—
Long-term				
Trading securities	36	36	—	—
Other investments	26	—	26	—
Total assets measured at fair value	$ 1,075	$ 1,030	$ 45	$ —
Liabilities:				
Short-term				
Derivative instruments (foreign exchange contracts)	$ 2	$ —	$ 2	$ —
Contingent consideration	1	—	—	1
Long-term				
Deferred compensation liability	36	—	36	—
Total liabilities measured at fair value	$ 39	$ —	$ 38	$ 1

Our money market funds and trading securities are generally valued using quoted market prices and therefore are classified within level 1 of the fair value hierarchy. Our derivative financial instruments are classified within level 2, as there is not an active market for each hedge contract, but the inputs used to calculate the value of the instruments are tied to active markets. Our deferred compensation liability is classified as level 2 because, although the values are not directly based on quoted market prices, the inputs used in the calculations are observable.

Trading securities, which are comprised of mutual funds, bonds and other similar instruments, other investments and deferred compensation liability are reported at fair value, with gains or losses resulting from changes in fair value recognized currently in net income. Certain derivative instruments are reported at fair value, with unrealized gains and losses, net of tax, included in accumulated other comprehensive income (loss) within stockholders' equity. Realized gains and losses from the sale of these instruments are recorded in net income.

Other investments represent shares we own in a special fund that targets underlying investments of approximately 40 percent in debt securities and 60 percent in equity securities. These shares have been classified as level 2 because, although the shares of the fund are not traded on any active stock exchange, each of the individual underlying securities are or can be derived from and hence we have a readily determinable value for the underlying securities, from which we are able to determine the fair market value for the special fund itself.

Contingent Consideration. The contingent consideration liability was our only Level 3 asset or liability. A summary of the Level 3 activity follows:

	Contingent Consideration
	(in millions)
Balance at October 31, 2022	$ 67
Additions to contingent consideration	5
Payments	(72)
Change in fair value (included within selling, general and administrative expenses)	1
Balance at October 31, 2023	$ 1
Change in fair value (included within selling, general and administrative expenses)	(1)
Balance at October 31, 2024	$ —

During fiscal year 2023, we made contingent consideration payments totaling $72 million related to the achievement of certain technical milestones associated with our acquisition of Resolution Bioscience and another acquisition.

Resolution Bioscience. In the third quarter of fiscal year 2023, we decided to exit the Resolution Bioscience business and subsequently divested our interest in the business in the fourth quarter of fiscal year 2023. We project that there are no potential future milestone payments related to the Resolution Bioscience business.

Assets and Liabilities Measured at Fair Value on a Non-Recurring Basis

Long-Lived Assets

For assets measured at fair value on a non-recurring basis, the following table summarizes the impairments included in net income for the years ended October 31, 2024, 2023 and 2022:

	Years Ended October 31, 2024	2023	2022
		(in millions)	
Long-lived assets held and used	$ 19	$ 277	$ —

For the year ended October 31, 2024, long-lived assets held and used with a carrying amount of $19 million were written down to fair value of zero resulting in an impairment charge of $19 million. For the year ended October 31, 2023, long-lived assets held and used with a carrying amount of $277 million were written down to fair value of zero, resulting in an impairment charge of $277 million primarily related to the exit of our Resolution Bioscience business in our diagnostics and genomics segment. For the year ended October 31, 2022, there were no impairments of long-lived assets held and used.

Fair values for the impaired long-lived assets during 2023 were measured using level 3 inputs. To determine the fair value of long-lived assets in 2023, we primarily used an estimate of undiscounted future cash flows expected over the life of the primary asset. Since the carrying value was greater than the undiscounted cash flow, the loss was measured by the excess of the carrying amount of the asset over its fair value of zero.

Non-Marketable Equity Securities

For the year ended October 31, 2024, the unrealized gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of $2 million of upward adjustments, $1 million of downward adjustments and an impairment of $11 million which were included in net income as adjustments to the carrying value.

For the year ended October 31, 2023, the unrealized gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of only downward adjustments of $26 million which were included in net income as adjustments to the carrying value.

For the year ended October 31, 2022, the unrealized gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of only upward adjustments of $6 million which were included in net income as adjustments to the carrying value.

As of October 31, 2024, the cumulative net gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of $40 million upward adjustments, $11 million impairment loss and $30 million downward adjustments, and the carrying amount was $101 million.

As of October 31, 2023, the cumulative net gain (loss) on our non-marketable equity securities without readily determinable fair values was comprised of a $38 million upward adjustments and $29 million downward adjustments, and the carrying amount was $102 million.

Fair values for the non-marketable securities included in long-term investments on the consolidated balance sheet were measured using Level 3 inputs because they are primarily equity stock issued by private companies without quoted market prices. To estimate the fair value of our non-marketable securities, we use the measurement alternative to record these investments at cost and adjust for impairments and observable price changes (orderly transactions for the identical or a similar security from the same issuer) as and when they occur.

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DERIVATIVES

Derivative Instruments and Hedging Activities Disclosure [Abstract]

DERIVATIVES

12 Months Ended
Oct. 31, 2024

DERIVATIVES

We are exposed to foreign currency exchange rate fluctuations and interest rate changes in the normal course of our business. As part of our risk management strategy, we use derivative instruments, primarily forward contracts and purchased options to hedge economic and/or accounting exposures resulting from changes in foreign currency exchange rates.

Cash Flow Hedges

We enter into foreign exchange contracts to hedge our forecasted operational cash flow exposures resulting from changes in foreign currency exchange rates. These foreign exchange contracts, carried at fair value, have maturities between one and twelve months. These derivative instruments are designated and qualify as cash flow hedges under the criteria prescribed in the authoritative guidance and are assessed for effectiveness against the underlying exposure every reporting period. For open contracts as of October 31, 2024, changes in the time value of the foreign exchange contract are excluded from the assessment of hedge effectiveness and are recognized in cost of sales over the life of the foreign exchange contract. The changes in fair value of the effective portion of the derivative instrument are recognized in accumulated other comprehensive income (loss). Amounts associated with cash flow hedges are reclassified to cost of sales in the consolidated statement of operations when the forecasted transaction occurs. If it becomes probable that the forecasted transaction will not occur, the hedge relationship will be de-designated and amounts accumulated in other comprehensive income (loss) will be reclassified to other income (expense), net in the current period. Changes in the fair value of the ineffective portion of derivative instruments are recognized in other income (expense), net in the consolidated statement of operations in the current period. We record the premium paid (time value) of an option on the date of purchase as an asset. For options designated as cash flow hedges, changes in the time value are excluded from the assessment of hedge effectiveness and are recognized in cost of sales over the life of the option contract. For the years ended October 31, 2024, 2023 and 2022, ineffectiveness and gains and losses recognized in other income (expense), net due to de-designation of cash flow hedge contracts were not significant.

In February 2016, we executed three forward-starting pay fixed/receive variable interest rate swaps for the notional amount of $300 million in connection with future interest payments to be made on our 2026 senior notes issued on September 15, 2016. These derivative instruments were designated and qualified as cash flow hedges under the criteria prescribed in the authoritative guidance. The swap arrangements were terminated on September 15, 2016 with a payment of $10 million, and we recognized this as a deferred loss in accumulated other comprehensive income (loss) which is being amortized to interest
expense over the life of the 2026 senior notes. The remaining loss to be amortized related to the interest rate swap agreements at October 31, 2024 was $2 million.

In August 2019, we executed treasury lock agreements for $250 million in connection with future interest payments to be made on our 2029 senior notes issued on September 16, 2019. We designated the treasury lock as a cash flow hedge. The treasury lock contracts were terminated on September 6, 2019 and we recognized a deferred loss of $6 million in accumulated other comprehensive income (loss) which is being amortized to interest expense over the life of the 2029 senior notes. The remaining loss to be amortized related to the treasury lock agreements at October 31, 2024 was $3 million.

Net Investment Hedges

We enter into foreign exchange contracts to hedge net investments in foreign operations to mitigate the risk of adverse movements in exchange rates. These foreign exchange contracts are carried at fair value and are designated and qualify as net investment hedges under the criteria prescribed in the authoritative guidance. Changes in fair value of the effective portion of the derivative instrument are recognized in accumulated other comprehensive income (loss)- translation adjustment and are assessed for effectiveness against the underlying exposure every reporting period. If the company's net investment changes during the year, the hedge relationship will be assessed and de-designated if the hedge notional amount is outside of prescribed tolerance with a gain/loss reclassified from other comprehensive income (loss) to other income (expense) in the current period. For the years ended October 31, 2024, 2023 and 2022, ineffectiveness and the resultant effect of any gains or losses recognized in other income (expense) due to de-designation of the hedge contracts were not significant.

Other Hedges

Additionally, we enter into foreign exchange contracts to hedge monetary assets and liabilities that are denominated in currencies other than the functional currency of our subsidiaries. These foreign exchange contracts are carried at fair value and do not qualify for hedge accounting treatment and are not designated as hedging instruments. Changes in value of the derivative instruments are recognized in other income (expense), net in the consolidated statement of operations, in the current period, along with the offsetting foreign currency gain or loss on the underlying assets or liabilities.

Our use of derivative instruments exposes us to credit risk to the extent that the counterparties may be unable to meet the terms of the agreement. We do, however, seek to mitigate such risks by limiting our counterparties to major financial institutions which are selected based on their credit ratings and other factors. We have established policies and procedures for mitigating credit risk that include establishing counterparty credit limits, monitoring credit exposures, and continually assessing the creditworthiness of counterparties.

A number of our derivative agreements contain threshold limits to the net liability position with counterparties and are dependent on our corporate credit rating determined by the major credit rating agencies. The counterparties to the derivative instruments may request collateralization, in accordance with derivative agreements, on derivative instruments in net liability positions.

The aggregate fair value of all derivative instruments with credit-risk-related contingent features that were in a net liability position as of October 31, 2024, was $7 million. The credit-risk-related contingent features underlying these agreements had not been triggered as of October 31, 2024.

The number of open foreign exchange forward contracts and aggregated notional amounts by designation as of October 31, 2024 were as follows:

	Number of Open Forward Contracts	Aggregate Notional Amount USD Buy/(Sell) ($ in millions)
Derivatives designated as hedging instruments:		
Cash Flow Hedges		
Foreign exchange forward contracts	321	$ (542)
Net Investment Hedges		
Foreign exchange forward contracts	3	$ (33)
Derivatives not designated as hedging instruments:		
Foreign exchange forward contracts	201	$ (19)

Derivative instruments are subject to master netting arrangements and are disclosed gross in the balance sheet in accordance with the authoritative guidance.

The gross fair values and balance sheet location of derivative instruments held in the consolidated balance sheet as of October 31, 2024 and 2023 were as follows:

Fair Values of Derivative Instruments

Asset Derivatives			Liability Derivatives		
	Fair Value			Fair Value	
Balance Sheet Location	October 31, 2024	October 31, 2023	Balance Sheet Location	October 31, 2024	October 31, 2023
	(in millions)				
Derivatives designated as hedging instruments:					
Cash flow hedges					
Foreign exchange contracts					
Other current assets	$ 4	$ 15	Other accrued liabilities	$ 2	$ 1
Net investment hedges					
Foreign exchange contracts					
Other current assets	$ —	$ 1	Other accrued liabilities	$ —	$ —
Derivatives not designated as hedging instruments:					
Foreign exchange contracts					
Other current assets	$ 10	$ 3	Other accrued liabilities	$ 10	$ 1
Total derivatives	$ 14	$ 19		$ 12	$ 2

The effects of derivative instruments for foreign exchange contracts designated as hedging instruments and not designated as hedging instruments in our consolidated statement of operations were as follows:

	Years Ended October 31,		
	2024	2023	2022
		(in millions)	
Derivatives designated as hedging instruments:			
Cash flow hedges			
Foreign exchange contracts:			
Gain (loss) recognized in accumulated other comprehensive income (loss)	$ (9)	$ (4)	$ 56
Gain (loss) reclassified from accumulated other comprehensive income (loss) into cost of sales	$ 4	$ 2	$ 36
Gain (loss) reclassified from accumulated other comprehensive income (loss) into interest expense	$ (2)	$ (2)	$ (2)
Gain on time value of forward contracts recorded in cost of sales	$ 7	$ 7	$ —
Net investment hedges			
Foreign exchange contracts:			
Gain (loss) recognized in accumulated other comprehensive income (loss) - translation adjustment	$ —	$ (1)	$ 5
Derivatives not designated as hedging instruments:			
Gain (loss) recognized in other income (expense), net	$ 2	$ 3	$ 10

At October 31, 2024 the total amount of existing net gain that is expected to be reclassified from accumulated other comprehensive income (loss) is $9 million. Within the next twelve months it is estimated that $1 million of loss included within the net amount of accumulated other comprehensive income (loss) will be reclassified to cost of sales in respect of cash flow hedges.

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RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS

12 Months Ended

Oct. 31, 2024

Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Abstract]

RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS

RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS

General. We have various defined benefit and defined contribution retirement plans. Additionally, we sponsor post-retirement health care benefits for our eligible U.S. employees.

Agilent provides defined benefits to U.S. employees who meet eligibility criteria under the Agilent Technologies, Inc. Retirement Plan (the "RP").

Effective November 1, 2014, Agilent's U.S. RP was closed to new entrants including new employees, new transfers to the U.S. payroll and rehires. As of April 30, 2016, benefits under the RP were frozen. Any pension benefit earned in the U.S. Plans through April 30, 2016, remained fully vested and is payable on termination, retirement, death, or permanent disability, based on an eligible participant's years of credited service, age and other criteria. There are no additional benefit accruals after April 30, 2016.

For eligible service through October 31, 1993, the benefit payable under the Agilent RP is reduced by any amounts due to the eligible employee under the Agilent Technologies, Inc. Deferred Profit-Sharing Plan (the "DPSP"), which is a defined contribution plan that was frozen and closed to new participants as of November 1993.

As of October 31, 2024 and 2023, the fair value of plan assets of the DPSP was $74 million and $81 million, respectively. Note that the projected benefit obligation for the DPSP equals the fair value of plan assets.

Agilent also maintains a Supplemental Benefit Retirement Plan ("SBRP") in the U.S., which is an unfunded non-qualified defined benefit plan to provide supplemental retirement benefits to certain employees that would be provided under the RP but for limitations imposed by the Internal Revenue Code. The RP and the SBRP comprise the "U.S. defined benefit plans" in the tables below.

Eligible employees outside the U.S. generally receive retirement benefits under various retirement plans based upon factors such as years of service and/or employee compensation levels. Eligibility is generally determined in accordance with local statutory requirements.

Post-Retirement Medical Benefit Plans. In addition to receiving retirement benefits, Agilent U.S. employees who meet eligibility requirements as of their termination date may participate in the Agilent Technologies, Inc. Health Plan for Retirees. As of January 1, 2020, the Health Plan for Retirees is comprised solely of insured pre-65 HMOs as the self-funded Pre-Medicare Medical Plan was eliminated effective December 31, 2019. The Health Plan for Retirees was closed to new retiree entrants after December 31, 2020.

If eligible, a retiree may receive a fixed amount (different fixed amounts for different groups) under the Agilent Technologies, Inc. Retiree Medical Account Plan ("RMA") or a fixed monthly amount under the Agilent Technologies, Inc. Reimbursement Arrangement Plan ("ARA").

Any new employee hired on or after November 1, 2014, will not be eligible to participate in the post-retirement medical benefit plans upon retiring.

401(k) and Other Defined Contribution Plans. Eligible Agilent U.S. employees may participate in the Agilent Technologies, Inc. 401(k) Plan. We match an employee's contributions (both pre-tax and Roth) up to a maximum of 6 percent of an employee's annual eligible compensation, subject to the annual regulatory limit. All matching contributions vest immediately. Effective May 1, 2016 until April 30, 2022, we provided an additional transitional company contribution for certain eligible employees equal to 3 percent, 4 percent or 5 percent of an employee's annual eligible compensation due to the RP benefits being frozen. The maximum employee contribution to the 401(k) Plan is 50 percent of an employee's annual eligible compensation, subject to regulatory limitations. We also sponsor and make contributions to various other defined contribution plans that cover employees outside of the U.S.

Our defined contribution plan expenses included in income from operations were as follows:

	Years Ended October 31,		
	2024	2023	2022
		(in millions)	
Contributions to the 401(k) Plan	$ 46	$ 47	$ 46
Contributions to plans outside the U.S	51	51	47
Total defined contribution plan expense	$ 97	$ 98	$ 93

Components of net periodic benefit cost (income). The service cost component is recorded in cost of sales and operating expenses in the consolidated statement of operations. All other cost components are recorded in other income (expense), net in the consolidated statement of operations. The company uses alternate methods of amortization as allowed by the authoritative guidance which amortizes the actuarial gains and losses on a consistent basis for the years presented. For U.S. defined benefit plans, gains and losses are amortized over the average future lifetime of participants using the corridor method. For most Non-U.S. defined benefit plans and U.S. Post-Retirement Benefit Plans, gains and losses are amortized over the average remaining future service period or remaining lifetime of participants depending upon the plan, using a separate layer for each year's gains and losses.

For the years ended October 31, 2024, 2023 and 2022, components of net periodic benefit cost and other amounts recognized in other comprehensive income were comprised of:

	Pensions								
	U.S. Defined Benefit Plans			Non-U.S. Defined Benefit Plans			U.S. Post-Retirement Benefit Plans		
	2024	2023	2022	2024	2023	2022	2024	2023	202
					(in millions)				
Net periodic benefit cost (income)									
Service cost - benefits earned during the period	$ —	$ —	$ —	$ 15	$ 16	$ 22	$ 1	$ —	$
Interest cost on benefit obligation	21	21	14	26	24	9	4	4	
Expected return on plan assets	(21)	(19)	(27)	(37)	(36)	(43)	(4)	(4)	
Amortization of net actuarial (gain) loss	2	—	—	(16)	(2)	25	(1)	(1)	
Amortization of prior service benefit	—	—	—	—	—	—	(1)	(1)	
Total net periodic benefit cost (income)	$ 2	$ 2	$ (13)	$ (12)	$ 2	$ 13	$ (1)	$ (2)	$
Settlement loss	$ 2	$ 4	$ 4	$ —	$ —	$ —	$ —	$ —	$
Other changes in plan assets and benefit obligations recognized in other comprehensive (income) loss									
Net actuarial (gain) loss	$ (31)	$ 22	$ 16	$ (24)	$ (13)	$ (83)	$ (11)	$ 9	$
Amortization of net actuarial (gain) loss	(2)	—	—	16	2	(25)	1	1	
Amortization of prior service benefit	—	—	—	—	—	—	1	1	
Loss due to settlement	(2)	(4)	(4)	—	—	—	—	—	
Foreign currency	—	—	—	2	2	11	—	—	
Total recognized in other comprehensive (income) loss	$ (35)	$ 18	$ 12	$ (6)	$ (9)	$ (97)	$ (9)	$ 11	$
Total recognized in net periodic benefit cost (benefit) and other comprehensive (income) loss	$ (31)	$ 24	$ 3	$ (18)	$ (7)	$ (84)	$ (10)	$ 9	$

Funded Status. As of October 31, 2024 and 2023, the funded status of the defined benefit and post-retirement benefit plans was:

	U.S. Defined Benefit Plans		Non-U.S. Defined Benefit Plans		U.S. Post-Retirement Benefit Plans	
	2024	2023	2024	2023	2024	2023
			(in millions)			
Change in fair value of plan assets:						
Fair value — beginning of year	$ 359	$ 396	$ 791	$ 748	$ 76	$ 85
Actual return on plan assets	88	(8)	119	14	16	(2)
Employer contributions	—	—	20	21	—	—
Participants' contributions	—	—	2	1	—	—
Benefits paid	(10)	(8)	(36)	(35)	(6)	(7)
Settlements	(23)	(21)	—	—	—	—
Currency impact	—	—	21	42	—	—
Fair value — end of year	$ 414	$ 359	$ 917	$ 791	$ 86	$ 76
Change in benefit obligation:						
Benefit obligation — beginning of year	$ 343	$ 357	$ 682	$ 665	$ 65	$ 65
Service cost	—	—	15	16	1	—
Interest cost	21	21	26	24	4	4
Participants' contributions	—	—	2	1	—	—
Actuarial (gain) loss	36	(5)	60	(33)	1	3
Benefits paid	(11)	(9)	(36)	(35)	(6)	(7)
Settlements	(23)	(21)	—	—	—	—
Currency impact	—	—	23	44	—	—
Benefit obligation — end of year	$ 366	$ 343	$ 772	$ 682	$ 65	$ 65
Overfunded (underfunded) status of PBO	$ 48	$ 16	$ 145	$ 109	$ 21	$ 11
Amounts recognized in the consolidated balance sheet consist of:						
Other assets	$ 51	$ 19	$ 236	$ 174	$ 21	$ 11
Employee compensation and benefits	—	(1)	—	—	—	—
Retirement and post-retirement benefits	(3)	(2)	(91)	(65)	—	—
Total net asset (liability)	$ 48	$ 16	$ 145	$ 109	$ 21	$ 11
Amounts Recognized in Accumulated Other Comprehensive Income (Loss):						
Actuarial (gains) losses	$ 31	$ 66	$ 37	$ 43	$ (6)	$ 4
Prior service costs (benefits)	—	—	—	—	(1)	(2)
Total	$ 31	$ 66	$ 37	$ 43	$ (7)	$ 2

The actuarial gains and losses related to the change in plan obligations were a total of $97 million net loss for 2024 and $35 million net gain for 2023. The actuarial net loss that arose in 2024 was primarily due to decreases in discount rates and changes in other financial and demographic assumptions partially offset by gains due to plan experience. The actuarial net gain that arose in 2023 was primarily due to increases in discount rates and changes in other financial and demographic assumptions partially offset by losses due to plan experience. In November 2024, we entered into a buy-out contract in the amount of approximately $54 million with an unaffiliated insurance company, effective January 1, 2025, to transfer the assets and obligations of our Netherlands defined benefit pension plan. The final settlement is anticipated by the end of the first quarter of 2025, when we will be recognizing the financial impact.

Investment Policies and Strategies as of October 31, 2024. In the U.S., target asset allocations for our retirement and post-retirement benefit plans were approximately 50 percent to equities and approximately 50 percent to fixed income investments. Our DPSP target asset allocation is approximately 60 percent to equities and approximately 40 percent to fixed income investments. Approximately 1 percent of the retirement and post-retirement plans consists of limited partnerships. The general investment objective for all our plan assets is to obtain the optimum rate of investment return on the total investment portfolio consistent with the assumption of a reasonable level of risk. Specific investment objectives for the plans' portfolios are to: maintain and enhance the purchasing power of the plans' assets; achieve investment returns consistent with the level of risk being taken; and earn performance rates of return in accordance with the benchmarks adopted for each asset class. Outside the U.S., our target asset allocation (excluding annuity contracts in the U.K.) ranges from zero to 60 percent to equities, from 38 percent to 100 percent to fixed income investments, and from zero to 25 percent to real estate, depending on the plan. All plans' assets are broadly diversified. Due to fluctuations in equity and bond markets, our actual allocations of plan assets at October 31, 2024, may differ from the target allocation. Our policy is to bring the actual allocation in line with the target allocation.

Equity securities include exchange-traded common stock and preferred stock of companies from broadly diversified industries. Fixed income securities include a global portfolio of corporate bonds of companies from diversified industries, government securities, mortgage-backed securities, asset-backed securities, derivative instruments and other. Real estate securities include holdings of managed investment funds which invest primarily in the equity instruments of real estate investment trusts and other similar real estate investments. Other investments include a group trust consisting primarily of private equity partnerships. Portions of the cash and cash equivalent, equity, and fixed income investments are held in commingled funds that are valued using Net Asset Value ("NAV") as the practical expedient. In addition, some of the investments valued using NAV as the practical expedient may have limits on their redemption to weekly or monthly and/or may require prior written notice specified by each fund. In December 2021, we entered into an insurance buy-in contract for a portion of the benefit obligations under the U.K. defined benefit plan which was funded from existing pension plan assets without any adjustment to the benefit obligations. In December 2023, we entered into another insurance buy-in contract for the remaining portion of benefit obligations under the same plan which was also funded from existing pension plan assets with no adjustment made to the benefit obligations. These have been classified as "Annuity Contracts" since the insurance buy-in contract is similar to an annuity contract. They match cash flows with future benefit payments for participants as of the contract date with the obligation remaining with the plan. Both contracts are issued by the same third-party insurance company with no affiliation to us.

Fair Value. The measurement of the fair value of pension and post-retirement plan assets uses the valuation methodologies and the inputs as described in Note 13, "Fair Value Measurements".

Cash and Cash Equivalents - Cash and cash equivalents consist of short-term investment funds. The funds also invest in short-term domestic fixed income securities and other securities with debt-like characteristics emphasizing short-term maturities and quality. Some of our cash and cash equivalents are held in commingled funds. Other cash and cash equivalents are generally classified as Level 2 investments.

Equity - This consists of equity securities which have quoted prices in active markets and has been classified as Level 1 investments.

Fixed Income - Some of the fixed income securities are not actively traded and are valued at quoted prices based on the terms of the security and comparison to similar securities traded on an active market; these are classified as Level 2 investments. Securities which have quoted prices in active markets are classified as Level 1 investments.

Real Estate - Real estate securities include holdings of managed investment funds which invest primarily in the equity instruments of real estate investment trust and other similar real estate investments. Since the existing securities have quoted prices in active markets, it has been classified as level 1 and grouped with equity.

Annuity Contract – This consists of the U.K. insurance buy-in contracts. Since they are valued on an insurer pricing basis, which reflects the purchase price adjusted for changes in discount rates and other actuarial assumptions which approximates fair value, they have been classified as level 3.

Other Investments - Other investments also include partnership investments where, due to their private nature, pricing inputs are not readily observable. Asset valuations are developed by the general partners that manage the partnerships. These valuations are based on proprietary appraisals, application of public market multiples to private company cash flows, utilization of market transactions that provide valuation information for comparable companies and other methods. Holdings of limited partnerships are classified as Level 3.

Agilent has adopted the accounting guidance related to the presentation of certain investments using the NAV practical expedient. The accounting guidance exempts investments using this practical expedient from categorization within the fair value hierarchy.

The following tables present the fair value of U.S. Defined Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of October 31, 2024 and 2023.

	October 31, 2024	Fair Value Measurement at October 31, 2024 Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling[1]
			(in millions)		
Cash and Cash Equivalents	$ 2	$ —	$ —	$ —	$ 2
Equity	211	54	—	—	157
Fixed Income	200	—	—	—	200
Other Investments	1	—	—	1	—
Total assets measured at fair value	$ 414	$ 54	$ —	$ 1	$ 359

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

	October 31, 2023	Fair Value Measurement at October 31, 2023 Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling[1]
			(in millions)		
Cash and Cash Equivalents	$ 2	$ —	$ —	$ —	$ 2
Equity	182	44	—	—	138
Fixed Income	174	—	—	—	174
Other Investments	1	—	—	1	—
Total assets measured at fair value	$ 359	$ 44	$ —	$ 1	$ 314

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

For U.S. Defined Benefit Plans assets measured at fair value using significant unobservable inputs (level 3), the following table summarizes the change in balances during 2024 and 2023:

	Years Ended October 31. 2024	2023
Balance, beginning of year	$ 1	$ 2
Realized gains/(losses)	—	—
Unrealized gains/(losses)	—	—
Purchases, sales, issuances, and settlements	—	(1)
Transfers in (out)	—	—
Balance, end of year	$ 1	$ 1

The following tables present the fair value of U.S. Post-Retirement Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of October 31, 2024 and 2023.

	October 31, 2024	Fair Value Measurement at October 31, 2024 Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling[1]
			(in millions)		
Cash and Cash Equivalents	$ 1	$ —	$ —	$ —	$ 1
Equity	42	11	—	—	31
Fixed Income	42	—	—	—	42
Other Investments	1	—	—	1	—
Total assets measured at fair value	$ 86	$ 11	$ —	$ 1	$ 74

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

	October 31, 2023	Fair Value Measurement at October 31, 2023 Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling[1]
			(in millions)		
Cash and Cash Equivalents	$ —	$ —	$ —	$ —	$ —
Equity	39	10	—	—	29
Fixed Income	36	—	—	—	36
Other Investments	1	—	—	1	—
Total assets measured at fair value	$ 76	$ 10	$ —	$ 1	$ 65

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

For U.S. Post-Retirement Benefit Plans assets measured at fair value using significant unobservable inputs (level 3), the following table summarizes the change in balances during 2024 and 2023:

	Years Ended October 31, 2024	2023
Balance, beginning of year	$ 1	$ 1
Realized gains/(losses)	—	—
Unrealized gains/(losses)	—	—
Purchases, sales, issuances, and settlements	—	—
Transfers in (out)	—	—
Balance, end of year	$ 1	$ 1

The following tables present the fair value of non-U.S. Defined Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of October 31, 2024 and 2023:

	October 31, 2024	Fair Value Measurement at October 31, 2024 Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling[1]
			(in millions)		
Cash and Cash Equivalents	$ 26	$ 14	$ 12	$ —	$ —
Equity	389	305	—	—	84
Fixed Income	352	60	159	—	133
Annuity Contract	150	—	—	150	—
Total assets measured at fair value	$ 917	$ 379	$ 171	$ 150	$ 217

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

	October 31, 2023	Fair Value Measurement at October 31, 2023 Using: Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling[1]
			(in millions)		
Cash and Cash Equivalents	$ 17	$ 1	$ 16	$ —	$ —
Equity	367	266	—	—	101
Fixed Income	321	113	113	—	95
Annuity Contract	86	—	—	86	—
Total assets measured at fair value	$ 791	$ 380	$ 129	$ 86	$ 196

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

For non-U.S. Defined Benefit Plans assets measured at fair value using significant unobservable inputs (level 3), the following table summarizes the change in balances during 2024 and 2023:

	Years Ended October 31, 2024	2023
Balance, beginning of year	$ 86	$ 92
Unrealized gains (losses)	4	(5)
Purchases, sales, issuances, and settlements	(7)	(6)
Transfers in (out)	60	—
Currency impact	7	5
Balance, end of year	$ 150	$ 86

The table below presents the combined projected benefit obligation ("PBO"), accumulated benefit obligation ("ABO") and fair value of plan assets, grouping plans using comparisons of the PBO and ABO relative to the plan assets as of October 31, 2024 or 2023.

	2024		2023	
	Benefit Obligation PBO	Fair Value of Plan Assets	Benefit Obligation PBO	Fair Value of Plan Assets
	(in millions)			
U.S. defined benefit plans where PBO exceeds the fair value of plan assets	$ 3	$ —	$ 3	$ —
U.S. defined benefit plans where fair value of plan assets exceeds PBO	363	414	340	359
Total	$ 366	$ 414	$ 343	$ 359
Non-U.S. defined benefit plans where PBO exceeds the fair value of plan assets	$ 249	$ 157	$ 197	$ 132
Non-U.S. defined benefit plans where fair value of plan assets exceeds PBO	523	760	485	659
Total	$ 772	$ 917	$ 682	$ 791
	ABO		ABO	
U.S. defined benefit plans where ABO exceeds the fair value of plan assets	$ 3	$ —	$ 3	$ —
U.S. defined benefit plans where the fair value of plan assets exceeds ABO	363	414	340	359
Total	$ 366	$ 414	$ 343	$ 359
Non-U.S. defined benefit plans where ABO exceeds the fair value of plan assets	$ 241	$ 157	$ 192	$ 132
Non-U.S. defined benefit plans where fair value of plan assets exceeds ABO	518	760	480	659
Total	$ 759	$ 917	$ 672	$ 791

Contributions and Estimated Future Benefit Payments. During fiscal year 2025, we expect to make no contributions to the U.S. defined benefit plans and the Post-Retirement Medical Plans. We expect to contribute $19 million to plans outside the U.S. The following table presents expected future benefit payments for the next 10 years:

	U.S. Defined Benefit Plans	Non-U.S. Defined Benefit Plans	U.S. Post-Retirement Benefit Plans
		(in millions)	
2025	$ 30	$ 37	$ 7
2026	$ 29	$ 38	$ 7
2027	$ 29	$ 39	$ 8
2028	$ 31	$ 40	$ 8
2029	$ 27	$ 40	$ 7
2030 - 2034	$ 126	$ 208	$ 29

Assumptions. The assumptions used to determine the benefit obligations and net periodic cost (benefit) for our defined benefit and post-retirement benefit plans are presented in the tables below. The expected long-term return on assets below represents an estimate of long-term returns on investment portfolios consisting of a mixture of equities, fixed income and alternative investments in proportion to the asset allocations of each of our plans. We consider long-term rates of return, which are weighted based on the asset classes (both historical and forecasted) in which we expect our pension and post-retirement funds to be invested. Discount rates reflect the current rate at which pension and post-retirement obligations could be settled based on the measurement dates of the plans - October 31. The U.S. discount rates at October 31, 2024 and 2023, were
determined based on the results of matching expected plan benefit payments with cash flows from a hypothetically constructed bond portfolio. The non-U.S. rates were generally based on published rates for high-quality corporate bonds. The range of assumptions that were used for the non-U.S. defined benefit plans reflects the different economic environments within various countries.

Assumptions used to calculate the net periodic cost (benefit) in each year were as follows:

	For years ended October 31,		
	2024	2023	2022
U.S. defined benefit plans:			
Discount rate	6.50%	6.00%	2.75%
Expected long-term return on assets	6.00%	5.00%	5.00%
Non-U.S. defined benefit plans:			
Discount rate	1.78-5.63%	1.50-4.77%	0.29-1.76%
Average increase in compensation levels	2.00-3.25%	2.00-3.25%	2.00-3.50%
Expected long-term return on assets	4.00-5.00%	3.25-5.50%	2.75-5.50%
Interest crediting rate for cash balance plans	0.50-1.80%	0.50-2.10%	0.30-0.50%
U.S. post-retirement benefits plans:			
Discount rate	6.60%	6.00%	2.75%
Expected long-term return on assets	6.00%	5.00%	5.00%
Current medical cost trend rate	6.50%	7.00%	6.00%
Ultimate medical cost trend rate	4.75%	4.75%	4.50%
Medical cost trend rate decreases to ultimate rate in year	2029	2029	2027

Assumptions used to calculate the benefit obligation were as follows:

	As of the Years Ending October 31,	
	2024	2023
U.S. defined benefit plans:		
Discount rate	5.50%	6.50%
Non-U.S. defined benefit plans:		
Discount rate	0.95-5.31%	1.78-5.63%
Average increase in compensation levels	2.00-3.25%	2.00-3.25%
Interest crediting rate for cash balance plans	0.75-1.80%	0.50-1.80%
U.S. post-retirement benefits plans:		
Discount rate	5.50%	6.60%
Current medical cost trend rate	6.00%	6.50%
Ultimate medical cost trend rate	4.75%	4.75%
Medical cost trend rate decreases to ultimate rate in year	2029	2029

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RESTRUCTURING AND OTHER RELATED COSTS

Restructuring and Related Activities [Abstract]

Restructuring and Other Related Costs Disclosure

12 Months Ended

Oct. 31, 2024

RESTRUCTURING AND OTHER RELATED COSTS

Summary of Restructuring Plans. In fiscal years 2024 and 2023, we announced restructuring plans that were both designed to reduce costs and expenses in response to macroeconomic conditions. These actions impact all three of our business segments. The costs associated with these restructuring plans were not allocated to our business segments' results; however, each business segment will benefit from the future cost savings from these actions. When completed, the restructuring programs are expected to result in the reduction in annual cost of sales and operating expenses over the three business segments.

A summary of our aggregate liability related to both restructuring plans and the total restructuring expense since inception of those plans are shown in the table below:

	Workforce Reduction	Consolidation of Excess Facilities	Total
		(in millions)	
Balance at October 31, 2022	$ —	$ —	$ —
Income statement expense	33	13	46
Non-cash settlements	(1)	(8)	(9)
Cash payments	(1)	—	(1)
Balance at October 31, 2023	$ 31	$ 5	$ 36
Income statement expense	75	1	76
Non-cash settlements	(7)	(1)	(8)
Cash payments	(86)	(5)	(91)
Balance at October 31, 2024	$ 13	$ —	$ 13
Total restructuring expense since inception of all plans			**$ 122**

Non-cash settlements include accelerated share-based compensation expense related to workforce reductions and accelerated depreciation expense of right-of-use and machinery and equipment assets related to the consolidation of excess facilities. The aggregate restructuring liability of $13 million at October 31, 2024, was recorded in other accrued liabilities on the consolidated balance sheet and reflects estimated future cash outlays.

A summary of the charges in the consolidated statement of operations resulting from the restructuring plans is shown below:

	Years Ended October 31,	
	2024	2023
	(in millions)	
Cost of products and services	$ 13	$ 11
Research and development	21	6
Selling, general and administrative	42	29
Total restructuring costs	$ 76	$ 46

Fiscal Year 2024 Plan ("FY24 Plan")

In the third quarter of fiscal year 2024, we initiated a new restructuring plan designed to further reduce costs and expenses in response to current macroeconomic conditions. The plan includes a reduction of our total headcount by approximately 500 regular employees, representing approximately 3 percent of our global workforce.

In connection with the FY24 Plan, we have recorded restructuring expenses of $72 million in fiscal year 2024. The costs associated with this workforce reduction include severance, accelerated share-based compensation expense and other personnel-related costs. The timing and scope of the workforce reductions will vary based on local legal requirements. While the majority of the workforce reduction was completed in fiscal year 2024, we expect to substantially complete the remaining restructuring activities by the end of the second quarter of fiscal year 2025.

A summary of the FY24 Plan activity is shown in the table below:

	Workforce Reduction
	(in millions)
Balance at October 31, 2023	**$ —**
Income statement expense	72
Non-cash settlements	(7)
Cash payments	(54)
Balance at October 31, 2024	**$ 11**
Total restructuring expense since inception of FY24 Plan	**$ 72**

Non-cash settlements include accelerated share-based compensation expense related to workforce reductions.

Fiscal Year 2023 Plan ("FY23 Plan")

In the fourth quarter of fiscal year 2023, we initiated the restructuring plan designed to reduce costs and expenses in response to the macroeconomic conditions. The plan included a reduction of our total headcount by approximately 400 regular employees, representing approximately 2 percent of our global workforce, and the consolidation of our excess facilities, including some site closures.

In connection with the FY23 Plan, we recorded restructuring expenses of $4 million in 2024 and $46 million, in 2023. The restructuring plan expenses include severance, accelerated share-based compensation expense and other personnel costs associated with the workforce reduction. The consolidation of excess facilities includes accelerated depreciation expenses of right-of-use and machinery and equipment assets, and other facilities-related costs. The timing and scope of the workforce reductions will vary based on local legal requirements. While the majority of the workforce reduction was completed in 2024, we expect to substantially complete the remaining restructuring activities by the end of the first quarter of fiscal year 2025.

A summary of the FY23 Plan activity is shown in the table below:

	Workforce Reduction	Consolidation of Excess Facilities	Total
		(in millions)	
Balance at October 31, 2022	**$ —**	**$ —**	**$ —**
Income statement expense	33	13	46
Non-cash settlements	(1)	(8)	(9)
Cash payments	(1)	—	(1)
Balance at October 31, 2023	**$ 31**	**$ 5**	**$ 36**
Income statement expense	3	1	4
Non-cash settlements	—	(1)	(1)
Cash payments	(32)	(5)	(37)
Balance at October 31, 2024	**$ 2**	**$ —**	**$ 2**
Total restructuring expense since inception of the FY23 Plan			**$ 50**

Non-cash settlements include accelerated share-based compensation expense related to workforce reductions and accelerated depreciation expense of right-of-use and machinery and equipment assets related to the consolidation of excess facilities.

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GUARANTEES

12 Months Ended
Oct. 31, 2024

Guarantees [Abstract]

GUARANTEES

GUARANTEES

Standard Warranty

We accrue for standard warranty costs based on historical trends in actual warranty charges over the past 12 months. The accrual is reviewed regularly and periodically adjusted to reflect changes in warranty cost over the period. The standard warranty accrual balances are held in other accrued and other long-term liabilities on our consolidated balance sheet. Our standard warranty terms typically extend to one year from the date of delivery, depending on the product.

A summary of the standard warranty accrual activity is shown in the table below.

	October 31,	
	2024	2023
	(in millions)	
Standard warranty accrual, beginning balance	$ 29	$ 30
Accruals for warranties including change in estimates	58	57
Settlements made during the period	(57)	(58)
Standard warranty accrual, ending balance	$ 30	$ 29
Accruals for warranties due within one year	$ 30	$ 29

Bank Guarantees

Guarantees consist primarily of outstanding standby letters of credit and bank guarantees and were approximately $37 million and $39 million as of October 31, 2024 and 2023, respectively. A standby letter of credit is a guarantee of payment issued by a bank on behalf of us that is used as payment of last resort should we fail to fulfill a contractual commitment with a third party. A bank guarantee is a promise from a bank or other lending institution that if we default on a loan, the bank will cover the loss.

Indemnifications in Connection with Transactions

In connection with various divestitures, acquisitions, spin-offs and other transactions, we have agreed to indemnify certain parties, their affiliates and/or other related parties against certain damages and expenses that might occur in the future. These indemnifications may cover a variety of liabilities, including, but not limited to, employee, tax, environmental, intellectual property, litigation and other liabilities related to the business conducted prior to the date of the transaction. In our opinion, the fair value of these indemnification obligations was not material as of October 31, 2024.

Indemnifications to Officers and Directors

Our corporate bylaws require that we indemnify our officers and directors, as well as those who act as directors and officers of other entities at our request, against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any proceedings arising out of their services to Agilent and such other entities, including service with respect to employee benefit plans. In addition, we have entered into separate indemnification agreements with each director and each board-appointed officer of Agilent which provide for indemnification of these directors and officers under similar circumstances and under additional circumstances. The indemnification obligations are more fully described in the bylaws and the indemnification agreements. We purchase standard insurance to cover claims or a portion of the claims made against our directors and officers. Since a maximum obligation is not explicitly stated in our bylaws or in our indemnification agreements and will depend on the facts and circumstances that arise out of any future claims, the overall maximum amount of the obligations cannot be reasonably estimated. Historically, we have not made payments related to these obligations, and the fair value for these indemnification obligations was not material as of October 31, 2024.

Other Indemnifications

As is customary in our industry and as provided for in local law in the U.S. and other jurisdictions, many of our standard contracts provide remedies to our customers and others with whom we enter into contracts, such as defense, settlement, or payment of judgment for intellectual property claims related to the use of our products. From time to time, we indemnify customers, as well as our suppliers, contractors, lessors, lessees, companies that purchase our businesses or assets and others with whom we enter into contracts, against combinations of loss, expense, or liability arising from various triggering events related to the sale and the use of our products and services, the use of their goods and services, the use of facilities and state of our owned facilities, the state of the assets and businesses that we sell and other matters covered by such contracts, usually up to a specified maximum amount. In addition, from time to time we also provide protection to these parties against claims related to undiscovered liabilities, additional product liability or environmental obligations. In our experience, claims made under such indemnifications are rare and the associated estimated fair value of the liability was not material as of October 31, 2024.

In connection with the sale of several of our businesses, we have agreed to indemnify the buyers of such businesses, their respective affiliates and other related parties against certain damages that they might incur in the future. The continuing indemnifications primarily cover damages relating to liabilities of the businesses that Agilent retained and did not transfer to the buyers, as well as other specified items. In our opinion, the fair value of these indemnification obligations was not material as of October 31, 2024.

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COMMITMENTS AND CONTINGENCIES

12 Months Ended
Oct. 31, 2024

Commitments and Contingencies Disclosure [Abstract]

COMMITMENTS AND CONTINGENCIES

18. COMMITMENTS AND CONTINGENCIES

Other Purchase Commitments. Typically, we can cancel contracts with professional services suppliers without penalties. For those contracts that are not cancelable without penalties, there are termination fees and costs or commitments for continued spending that we are obligated to pay to a supplier under each contract's termination period before such contract can be cancelled. Our contractual obligations with these suppliers under "other purchase commitments" were approximately $136 million.

Contingencies: We are involved in lawsuits, claims, investigations and proceedings, including, but not limited to, intellectual property, commercial, real estate, environmental and employment matters, which arise in the ordinary course of business. There are no matters pending that we currently believe are reasonably possible of having a material impact to our business, consolidated financial condition, results of operations or cash flows.

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SHORT-TERM DEBT

12 Months Ended
Oct. 31, 2024

Short-Term Debt [Abstract]

SHORT-TERM DEBT

SHORT-TERM DEBT

Credit Facilities

On June 7, 2023, we entered into a new credit agreement with a group of financial institutions which provides for a $1.5 billion five-year unsecured credit facility that will expire on June 7, 2028, and an incremental revolving credit facility in an aggregate amount of up to $750 million. The credit facility replaced the existing credit facility which was terminated on the closing date of the new facility. During the

year ended October 31, 2024, we made no borrowings or repayments under these credit facilities. During the year ended October 31, 2023, we borrowed and repaid $360 million under the credit facility. As of both October 31, 2024 and 2023, we had no borrowings outstanding under either the credit facility or the incremental revolving credit facility.

On June 2, 2023, we entered into an Uncommitted Money Market Line Credit agreement with Societe Generale which provides for an aggregate borrowing capacity of $300 million. The credit facility is an uncommitted short-term cash advance facility where each request must be at least $1 million. The interest rate is set by the lender at the time of the borrowing and is fixed for the duration of the advance. During the year ended October 31, 2024, we borrowed and repaid $215 million under this credit facility. During the year ended October 31, 2023, we borrowed and repaid $61 million under this credit facility. As of October 31, 2024 and 2023, we had no borrowings outstanding under the credit facility.

We were in compliance with the covenants for the credit facilities during the year ended October 31, 2024.

Commercial Paper

Under our U.S. commercial paper program, we may issue and sell unsecured, short-term promissory notes in the aggregate principal amount not to exceed $1.5 billion with up to 397-day maturities. At any point in time, the company intends to maintain available commitments under its revolving credit facility in an amount at least equal to the amount of the commercial paper notes outstanding. Amounts available under the program may be borrowed, repaid and re-borrowed from time to time. The proceeds from issuances under the program may be used for general corporate purposes. During the year ended October 31, 2024, we borrowed $1.19 billion and repaid $1.15 billion under our U.S. commercial paper program. During the year ended October 31, 2023, we borrowed $1.67 billion and repaid $1.70 billion under our U.S. commercial paper program.

As of October 31, 2024, we had borrowings of $40 million outstanding under our U.S. commercial paper program and had a weighted average annual interest rate of 4.92 percent. As of October 31, 2023, we had no borrowings outstanding under our U.S. commercial paper program.

Other Loans

In September 2024, we completed the BIOVECTRA acquisition and assumed two interest-free loans from the Strategic Innovation Fund ("SIF") in the amount of $20 million with $2 million recorded at fair value in short-term debt. The loans are repayable in quarterly and yearly installments at a weighted average imputed interest rate of 4.7 percent. In addition, we assumed two interest-free loans with the Atlantic Canada Opportunities Agency (“ACOA”) in the amount of $4 million with $3 million recorded at fair value in short-term debt. The loans are repayable in monthly installments at a weighted average imputed interest rate of 4.5 percent.

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LONG-TERM DEBT	12 Months Ended Oct. 31, 2024
Debt Disclosure [Abstract]	
LONG-TERM DEBT	LONG-TERM DEBT

Term Loan Facility

On April 15, 2022, we entered into a term loan agreement with a group of financial institutions, which provided for a $600 million delayed draw term loan that will mature on April 15, 2025. Loans under the term loan agreement bear interest, at our option, either at: (i) the alternate base rate, as defined in the term loan agreement, plus the applicable margin for such loans or (ii) adjusted term SOFR, as defined in the term loan agreement, plus the applicable margin for such loans. The term loan agreement contains customary representations and warranties as well as customary affirmative and negative covenants. We were in compliance with the covenants for the term loan during the year ended October 31, 2024.

On May 4, 2022, we used the proceeds from the term loan facility and repaid the $600 million outstanding aggregate principal amount of our 3.875% 2023 senior notes. The total redemption price of approximately $609 million was computed in accordance with the terms of the 2023 senior notes as the present value of the remaining scheduled payments of principal and unpaid interest on the notes being redeemed. In May 2022, we recorded a loss on extinguishment of debt of $9 million in other income (expense), net in the consolidated statement of operations. In addition, $7 million of accrued interest, up to but not including the applicable redemption date, was paid.

As of October 31, 2023, we had $600 million borrowings outstanding under the term loan facility and had a weighted average interest rate of 6.22 percent. During the year ended October 31, 2024, we repaid in full the outstanding $600 million principal amount of our term loan facility. As of October 31, 2024, the term loan facility was terminated.

Other Loans

In September 2024, we completed the BIOVECTRA acquisition and assumed two interest-free loans from the Strategic Innovation Fund ("SIF") in the amount of $20 million with $18 million recorded at fair value in long-term debt. The loans are repayable in quarterly and yearly installments through 2040 at a weighted average imputed interest rate of 4.7 percent. In addition, we assumed two interest-free loans with the Atlantic Canada Opportunities Agency (“ACOA”) in the amount of $4 million with $1 million recorded at fair value in long-term debt. The loans are repayable in monthly installments through 2029 at a weighted average imputed interest rate of 4.5 percent.

Senior Notes

The following table summarizes the company's long-term senior notes:

	October 31, 2024 Amortized Principal	October 31, 2023 Amortized Principal
	(in millions)	
2026 Senior Notes	$ 299	$ 299
2027 Senior Notes	596	—
2029 Senior Notes	496	496
2030 Senior Notes	497	496
2031 Senior Notes	845	844
2034 Senior Notes	593	—
Total Senior Notes	$ 3,326	$ 2,135

2026 Senior Notes

On September 22, 2016, we issued aggregate principal amount of $300 million in senior notes ("2026 senior notes"). The 2026 senior notes were issued at 99.624% of their principal amount. The notes will mature on September 22, 2026 and bear interest at a fixed rate of 3.05% per annum. The interest is payable semi-annually on March 22nd and September 22nd of each year and payments commenced March 22, 2017.

In February 2016, we executed three forward-starting pay fixed/receive variable interest rate swaps for the notional amount of $300 million in connection with future interest payments to be made on our 2026 senior notes issued on September 15, 2016. The swap arrangements were terminated on September 15, 2016 with a payment of $10 million, and we recognized this as a deferred loss in accumulated other comprehensive income (loss) which is being amortized to interest expense over the life of the 2026 senior notes. The remaining loss to be amortized related to the interest rate swap agreements at October 31, 2024 was $2 million.

2027 Senior Notes

On September 9, 2024, we issued an aggregate principal amount of $600 million in senior notes ("2027 senior notes"). The 2027 senior notes were issued at 99.866% of their principal amount. The notes will mature on September 9, 2027, and bear interest at a fixed rate of 4.20% per annum. The interest is payable semi-annually on March 9th and September 9th of each year and payments will commence on March 9, 2025.

2029 Senior Notes

On September 16, 2019, we issued an aggregate principal amount of $500 million in senior notes ("2029 senior notes"). The 2029 senior notes were issued at 99.316% of their principal amount. The notes will mature on September 15, 2029, and bear interest at a fixed rate of 2.75% per annum. The interest is payable semi-annually on March 15th and September 15th of each year and payments commenced on March 15, 2020.

In August 2019, we executed treasury lock agreements for $250 million in connection with future interest payments to be made on our 2029 senior notes issued on September 16, 2019. We designated the treasury lock as a cash flow hedge. The treasury lock contracts were terminated on September 6, 2019 and we recognized a deferred loss of $6 million in accumulated other comprehensive income which is being amortized to interest expense over the life of the 2029 senior notes. The remaining loss to be amortized related to the treasury lock agreements at October 31, 2024 was $3 million.

2030 Senior Notes

On June 4, 2020, we issued an aggregate principal amount of $500 million in senior notes ("2030 senior notes"). The 2030 senior notes were issued at 99.812% of their principal amount. The 2030 senior notes will mature on June 4, 2030, and bear interest at a fixed rate of 2.10% per annum. The interest is payable semi-annually on June 4th and December 4th of each year and payments commenced on December 4, 2020.

2031 Senior Notes

On March 12, 2021, we issued an aggregate principal amount of $850 million in senior notes ("2031 senior notes"). The 2031 senior notes were issued at 99.822% of their principal amount. The 2031 senior notes will mature on March 12, 2031, and bear interest at a fixed rate of 2.30% per annum. The interest is payable semi-annually on March 12th and September 12th of each year and payments commenced on September 12, 2021.

2034 Senior Notes

On September 9, 2024, we issued an aggregate principal amount of $600 million in senior notes ("2034 senior notes"). The 2034 senior notes were issued at 99.638% of their principal amount. The 2034 senior notes will mature on September 9, 2034, and bear interest at a fixed rate of 4.75% per annum. The interest is payable semi-annually on March 9th and September 9th of each year and payments will commence on March 9, 2025.

All outstanding senior notes listed above are unsecured and rank equally in right of payment with all of our other senior unsecured indebtedness.

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STOCKHOLDERS' EQUITY	12 Months Ended Oct. 31, 2024
Stockholders' Equity Note [Abstract]	
STOCKHOLDERS EQUITY	STOCKHOLDERS' EQUITY

Stock Repurchase Program

On February 16, 2021 we announced that our board of directors had approved a share repurchase program (the "2021 repurchase program") designed, among other things, to reduce or eliminate dilution resulting from issuance of stock under the company's employee equity incentive programs. The 2021 repurchase program which commenced on February 18, 2021, authorized the purchase of up to $2.0 billion, excluding excise taxes, of our common stock at the company's discretion and had no fixed termination date. The 2021 repurchase program did not require the company to acquire a specific number of shares and could be suspended, amended or discontinued at any time. During the year ended October 31, 2022, we repurchased and retired 8.4 million shares for $1,139 million under this authorization. During the year ended October 31, 2023, we repurchased and retired 661,739 shares for $99 million, excluding excise taxes, under this authorization. On March 1, 2023, the 2021 repurchase program was terminated and the remaining authorization of $339 million expired.

On January 9, 2023, we announced that our board of directors had approved a share repurchase program (the "2023 repurchase program") designed, among other things, to reduce or eliminate dilution

resulting from issuance of stock under the company's employee equity incentive programs. The 2023 repurchase program authorizes the purchase of up to $2.0 billion, excluding excise taxes, of our common stock at the company's discretion and has no fixed termination date. The 2023 repurchase program does not require the company to acquire a specific number of shares and may be suspended, amended or discontinued at any time. The 2023 repurchase program commenced on March 1, 2023, and also terminated and replaced the 2021 repurchase program. During the year ended October 31, 2023, we repurchased and retired 3.9 million shares for $476 million, excluding excise taxes, under this authorization. During the year ended October 31, 2024 we repurchased and retired 8.4 million shares for $1,150 million, excluding excise taxes, under this authorization. As of October 31, 2024, we had remaining authorization to repurchase up to approximately $374 million of our common stock under the 2023 repurchase program.

On May 29, 2024, we announced that our board of directors had approved a new share repurchase program (the "2024 repurchase program") designed, among other things, to reduce or eliminate dilution resulting from issuance of stock under the company's employee equity incentive programs. The 2024 repurchase program authorizes the purchase of up to $2.0 billion, excluding excise taxes, of our common stock at the company's discretion and has no fixed termination date. The 2024 repurchase program does not require the company to acquire a specific number of shares and may be suspended, amended or discontinued at any time. The 2024 repurchase program became effective on August 1, 2024 and will commence upon the termination of our 2023 repurchase program.

The Inflation Reduction Act of 2022, which was enacted into law on August 16, 2022, imposed a nondeductible 1% excise tax on the net value of certain stock repurchases made after December 31, 2022. During the year ended October 31, 2024, we recorded the applicable excise taxes payable of approximately $10 million as an incremental cost of the shares repurchased and a corresponding liability for the excise tax payable in other accrued liabilities on our consolidated balance sheet. In fiscal year 2023, we recorded excise taxes payable of approximately $3 million related to shares repurchased in 2023 and paid the tax in 2024.

Cash Dividends on Shares of Common Stock

During the year ended October 31, 2024, cash dividends of $0.944 per share, or $274 million were declared and paid on the company's outstanding common stock. During the year ended October 31, 2023, cash dividends of $0.900 per share, or $265 million were declared and paid on the company's outstanding common stock. During the year ended October 31, 2022, cash dividends of $0.840 per share, or $250 million were declared and paid on the company's outstanding common stock.

On November 20, 2024, we declared a quarterly dividend of $0.248 per share of common stock, or approximately $71 million which will be paid on January 22, 2025, to shareholders of record as of the close of business on December 31, 2024. The timing and amounts of any future dividends are subject to determination and approval by our board of directors.

Accumulated Other Comprehensive Income (Loss)

Changes in accumulated other comprehensive income (loss) by component and related tax effects for the years ended October 31, 2024 and 2023 were as follows:

	Foreign currency translation	Net defined benefit pension cost and post retirement plan costs		Unrealized gains (losses) on derivatives	Total
		Prior service credits	Actuarial Losses		
			(in millions)		
As of October 31, 2022	$ (335)	$ 123	$ (155)	$ 20	$ (34
Other comprehensive income (loss) before reclassifications	33	—	(17)	(4)	1
Amounts reclassified out of accumulated other comprehensive income (loss)	—	(1)	2	—	
Tax (expense) benefit	1	—	5	1	
Other comprehensive income (loss)	34	(1)	(10)	(3)	2
As of October 31, 2023	$ (301)	$ 122	$ (165)	$ 17	$ (32
Other comprehensive income (loss) before reclassifications	(11)	—	65	(9)	4
Amounts reclassified out of accumulated other comprehensive income (loss)	(8)	(1)	(12)	(2)	(2
Tax (expense) benefit	(3)	—	—	3	-
Other comprehensive income (loss)	(22)	(1)	53	(8)	2
As of October 31, 2024	$ (323)	$ 121	$ (112)	$ 9	$ (30

Reclassifications out of accumulated other comprehensive income (loss) for the years ended October 31, 2024 and 2023 were as follows (in millions):

Details about Accumulated Other Comprehensive Income (Loss) components	Amounts Reclassified from Other Comprehensive Income (Loss)		Affected line item in statement of operations
	2024	2023	
Foreign currency translation	$ 8	$ —	Other income (expense), net
	8	—	Total before income tax
	—	—	(Provision) benefit for income tax
	8	—	Total net of income tax
Unrealized gain (loss) on derivatives	$ 4	$ 2	Cost of products
Unrealized gain (loss) on derivatives	(2)	(2)	Interest expense
	2	—	Total before income tax
	(1)	—	(Provision) benefit for income tax
	1	—	Total net of income tax
Net defined benefit pension cost and post retirement plan costs:			
Actuarial net gain (loss)	12	(2)	Other income (expense)
Prior service benefit	1	1	Other income (expense)
	13	(1)	Total before income tax
	(4)	—	(Provision) benefit for income tax
	9	(1)	Total net of income tax
Total reclassifications for the period	$ 18	$ (1)	

Amounts in parentheses indicate reductions to income and increases to other comprehensive income.

Reclassifications out of accumulated other comprehensive income (loss) of actuarial net gain (loss) and prior service benefit in respect of retirement plans and post retirement pension plans are included in the computation of net periodic benefit cost (income) (see Note 15, "Retirement Plans and Post Retirement Pension Plans").

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SEGMENT INFORMATION

Segment Reporting [Abstract]

SEGMENT INFORMATION

12 Months Ended
Oct. 31, 2024

SEGMENT INFORMATION

Description of Segments. We are a global leader in life sciences, diagnostics and applied chemical markets, providing application focused solutions that include instruments, software, services and consumables for the entire laboratory workflow.

In the first quarter of fiscal year 2024, we announced a change in our operating segments to move our cell analysis business from our life sciences and applied markets segment to our diagnostics and genomics operating segment in order to further strengthen growth opportunities for both organizations. All historical financial segment information has been recast to conform to this new presentation. There was no change to our Agilent CrossLab business segment.

Following this reorganization, we continue to have three business segments comprised of life sciences and applied markets, diagnostics and genomics and Agilent CrossLab, each of which comprises a reportable segment. The three operating segments were determined based primarily on how the chief operating decision maker views and evaluates our operations. Operating results are regularly reviewed by the chief operating decision maker to make decisions about resources to be allocated to the segment and to assess its performance. Other factors, including market separation and customer specific applications, go-to-market channels, products and services and manufacturing are considered in determining the formation of these operating segments.

A description of our three reportable segments is as follows:

Our life sciences and applied markets business provides application-focused solutions that include instruments, consumables and software that enable customers to identify, quantify and analyze the physical and biological properties of substances and products, as well as enable customers in the clinical and life sciences research areas to interrogate samples at the molecular and cellular level. Key product categories include: liquid chromatography ("LC") systems and components; liquid chromatography mass spectrometry ("LCMS") systems; gas chromatography ("GC") systems and components; gas chromatography mass spectrometry ("GCMS") systems; inductively coupled plasma mass spectrometry ("ICP-MS") instruments; atomic absorption ("AA") instruments; microwave plasma-atomic emission spectrometry ("MP-AES") instruments; inductively coupled plasma optical emission spectrometry ("ICP-OES") instruments; raman spectroscopy; laboratory software for sample tracking; information management and analytics; laboratory automation and robotic systems; dissolution testing; vacuum pumps and measurement technologies. Our consumables portfolio is designed to improve customer outcomes. Most of the portfolio is vendor neutral, meaning Agilent can serve and supply customers regardless of their instrument purchase choices. Solutions range from chemistries to supplies. Key product categories in consumables include GC and LC columns, sample preparation products, custom chemistries, and a large selection of laboratory instrument supplies.

Our diagnostics and genomics business is comprised of seven areas of activity providing active pharmaceutical ingredients ("APIs") for oligo-based therapeutics as well as solutions that include reagents, instruments, software and consumables, which enable customers in the clinical and life sciences research areas to interrogate samples at the cellular and molecular level. First, our cell analysis business includes instruments, reagents, software, and labware associated with unique live-cell analysis platforms in addition to mainstream flow cytometers, plate-readers, and plate washers/dispensers which are used across a broad range of applications. Second, our advanced manufacturing partnerships business is a contract and development manufacturing organization that provides services related to and the production of synthesized oligonucleotides under pharmaceutical good manufacturing practices ("GMP") conditions for use as API in a class of drugs that utilize nucleic acid molecules for disease therapy. Together, our BIOVECTRA and nucleic acid solutions businesses offer a broad range of contract and development manufacturing services to our customers. They also provide clinical-to-commercial scale production capabilities focused mainly on mRNA manufacturing. Third, our pathology solutions business is focused on product offerings for cancer diagnostics and anatomic pathology workflows. The broad portfolio of offerings includes immunohistochemistry ("IHC"), in situ hybridization ("ISH"), hematoxylin and eosin ("H&E") staining and special staining. Fourth, we also collaborate with a number of major pharmaceutical companies to develop new potential tissue pharmacodiagnostics, also known as companion diagnostics, which may be used to identify patients most likely to benefit from a specific targeted therapy. Fifth, the reagent partnership business provides clinical flow cytometry reagents for routine cancer diagnostics. This business also provides bulk antibodies as raw materials and associated assay development services to in vitro diagnostics ("IVD") manufacturers, biotechnology and pharmaceutical companies. Sixth, our genomics business includes arrays and next generation sequencing ("NGS"). This business also includes solutions that enable clinical labs to identify DNA variants associated with genetic disease and help direct cancer therapy. Finally, our biomolecular analysis business provides complete workflow solutions, including instruments, consumables and software, for quality control analysis of nucleic acid samples. Samples are analyzed using quantitative and qualitative techniques to ensure accuracy in further genomics analysis techniques including NGS, utilized in clinical and life science research applications.

The Agilent CrossLab business spans the entire lab with its extensive services portfolio, which is designed to improve customer outcomes. The majority of the portfolio is vendor neutral, meaning we can serve and supply customers regardless of their instrument purchase choices. The services portfolio includes repairs, parts, maintenance, installations, training, compliance support, software as a service, asset management, consulting and various other custom services to support the customers' laboratory operations. Custom services are tailored to meet the specific application needs of various industries and to keep instruments fully operational and compliant with the respective industry requirements.

A significant portion of the segments' expenses arises from shared services and infrastructure that we have historically provided to the segments in order to realize economies of scale and to efficiently use resources. These expenses, collectively called corporate charges, include finance, tax, treasury, legal, real estate, insurance services, workplace services, human resources, information technology services, corporate development and other corporate infrastructure expenses, costs of centralized research and development and joint sales and marketing costs. Charges are allocated to the segments, and the allocations have been determined on a basis that we consider to be a reasonable reflection of the utilization of services provided to or benefits received by the segments. In addition, we do not allocate certain costs to the operating margin for each segment because management does not include this information in its measurement of the performance of the operating segments. Unallocated costs consist of asset impairments, amortization of acquisition-related intangible assets, acquisition and integration costs, changes in the fair value of acquisition-related contingent consideration, transformational initiatives expenses,
restructuring and other related costs, business exit and divestiture costs and certain other charges. Transformational initiatives include expenses associated with targeted cost reduction activities such as manufacturing transfers, site consolidations, legal entity and other business reorganizations, in-sourcing or outsourcing of activities.

The performance of each segment is measured based on several metrics, including segment income from operations. These results are used, in part, by the chief operating decision maker in evaluating the performance of, and in allocating resources to, each of the segments.

The following tables reflect segment results under our management reporting system after excluding certain unallocated costs as noted in the reconciliations below:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Net Revenue:			
Life Sciences and Applied Markets	$ 3,215	$ 3,510	$ 3,630
Diagnostics and Genomics	1,651	1,755	1,766
Agilent CrossLab	1,644	1,568	1,452
Total net revenue	$ 6,510	$ 6,833	$ 6,848
Segment Income from Operations:			
Life Sciences and Applied Markets	$ 877	$ 1,049	$ 1,097
Diagnostics and Genomics	320	363	390
Agilent CrossLab	524	463	370
Total reportable segment income from operations	1,721	1,875	1,857
Share-Based Compensation Expense:			
Life Sciences and Applied Markets	$ 59	$ 60	$ 62
Diagnostics and Genomics	30	28	32
Agilent CrossLab	29	24	26
Unallocated share-based compensation expenses [1]	12	—	6
Total share-based compensation expense	$ 130	$ 112	$ 126
Depreciation Expense:			
Life Sciences and Applied Markets	$ 64	$ 58	$ 55
Diagnostics and Genomics	56	45	43
Agilent CrossLab	29	25	22
Total depreciation expense	$ 149	$ 128	$ 120

(1) Share-based compensation expense amounts not allocated to the segments relate to accelerated share-based compensation expense from workforce reduction and from acquisition of businesses.

Segment assets include allocations of corporate assets, goodwill, net other intangibles and other assets. Unallocated assets primarily consist of cash, cash equivalents, prepaid expenses, long-term investments, deferred tax assets, right-of use assets and other assets.

The following table reflects segment assets and capital expenditures under our management reporting system.

	October 31,	
	2024	2023
	(in millions)	
Assets:		
Life Sciences and Applied Markets	$ 3,139	$ 3,161
Diagnostics and Genomics	5,044	3,966
Agilent CrossLab	915	897
Total reportable segment assets	$ 9,098	$ 8,024
Capital Expenditures:		
Life Sciences and Applied Markets	$ 60	$ 64
Diagnostics and Genomics	299	212
Agilent CrossLab	19	22
Total capital expenditures	$ 378	$ 298

Major Customers. No customer represented 10 percent or more of our total net revenue in 2024, 2023 or 2022.

The following table reconciles reportable segments' income from operations to Agilent's total enterprise income before taxes:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Total reportable segments' income from operations	$ 1,721	$ 1,875	$ 1,857
Unallocated Costs			
Amortization of intangible assets related to business combinations	(102)	(139)	(191)
Acquisition and integration costs	(12)	(16)	(25)
Transformational initiatives	(11)	(25)	(30)
Asset impairments	(8)	(277)	—
Business exit and divestiture costs	—	—	(7)
Change in fair value of contingent consideration	—	(1)	25
Restructuring and other related costs	(76)	(46)	—
Other	(24)	(21)	(11)
Total unallocated costs	(233)	(525)	(239)
Income from operations	1,488	1,350	1,618
Interest income	80	51	9
Interest expense	(96)	(95)	(84)
Other income (expense), net	49	33	(39)
Income before taxes	$ 1,521	$ 1,339	$ 1,504

The following table reconciles segment assets to Agilent's total assets:

	October 31,	
	2024	2023
	(in millions)	
Total reportable segments' assets	$ 9,098	$ 8,024
Cash and cash equivalents	1,329	1,590
Prepaid expenses	188	139
Long-term investments	175	164
Long-term and other receivables	143	127
Deferred tax assets	351	284
Right of use assets	177	154
Others	385	281
Total assets	$ 11,846	$ 10,763

The other category primarily includes over funded pension plans which are not allocated to the segments.

The following table presents summarized information for net revenue by geographic region. Revenues from external customers are generally attributed to countries based upon the customers' location.

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Net revenue:			
United States	$ 2,246	$ 2,410	$ 2,385
China including Hong Kong	1,217	1,383	1,499
Rest of the world	3,047	3,040	2,964
Total net revenue	6,510	6,833	6,848

The following table presents summarized information for long-lived assets by geographic region. Long lived assets consist of property, plant, and equipment, right-of-use assets, long-term receivables and other long-term assets excluding intangible assets. The rest of the world primarily consists of Asia and the rest of Europe.

	October 31,	
	2024	2023
	(in millions)	
Long-lived Assets:		
United States	$ 1,453	$ 1,188
Canada	279	2
Germany	244	192
Rest of World	529	469
Total Long-lived Assets	$ 2,505	$ 1,851

~~XML 49 R33.htm IDEA: XBRL DOCUMENT~~

SUBSEQUENT EVENTS	12 Months Ended Oct. 31, 2024
Subsequent Events [Abstract]	
Subsequent Events	SUBSEQUENT EVENT

New Segment Structure. In November 2024, we announced a change in our organizational structure to support our market-focused, customer-centric strategy. Our diagnostics and genomics segment combined with our liquid chromatography and mass spectrometry instrument platforms will form our new life sciences and diagnostics markets segment. Our chemistries and supplies, laboratory automation and robotics, and software and informatics divisions moved from our life sciences and applied markets segment to our Agilent CrossLab segment. The remaining divisions in our life sciences and applied markets segment which includes our gas chromatography, gas chromatography mass spectrometry, remarketed instruments, spectroscopy and vacuum divisions will form our new applied markets segment.

Following this re-organization, we will have three businesses - life sciences and diagnostics markets, applied markets and Agilent CrossLab - each of which will comprise a reportable segment. All historical segment financial information will be recast to conform to this new reporting structure in our financial statements and accompanying notes, beginning with our Form 10-Q filing for the first quarter of fiscal year 2025.

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Schedule II Valuation and Qualifying Accounts

12 Months Ended

Oct. 31, 2024

SEC Schedule, 12-09, Valuation and Qualifying Accounts [Abstract]

Schedule II - Valuation and Qualifying Accounts

SCHEDULE II
VALUATION AND QUALIFYING ACCOUNTS

Column A	Column B	Column C	Column D	Column E
Description	Balance at Beginning of Period	Additions Charged to Expenses or Other Accounts*	Deductions Credited to Expenses or Other Accounts**	Balance at End of Period
		(in millions)		
2024				
Tax valuation allowance	$ 112	$ 4	$ (3)	$ 113
2023				
Tax valuation allowance	$ 115	$ 1	$ (4)	$ 112
2022				
Tax valuation allowance	$ 120	$ 7	$ (12)	$ 115

* Additions include current year additions charged to expenses and current year build due to increases in net deferred tax assets, return to provision true-ups, other adjustments and other comprehensive income impact to deferred taxes.

** Deductions include current year releases credited to expenses and current year reductions due to decreases in net deferred tax assets, return to provision true-ups, other adjustments and other comprehensive income impact to deferred taxes.

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Pay vs Performance Disclosure - USD ($) $ in Millions

12 Months Ended

	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Pay vs Performance Disclosure			
Net Income	$ 1,289	$ 1,240	$ 1,254

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Insider Trading Arrangements

3 Months Ended

Oct. 31, 2024

Trading Arrangements, by Individual

Rule 10b5-1 Arrangement Adopted	false
Non-Rule 10b5-1 Arrangement Adopted	false
Rule 10b5-1 Arrangement Terminated	false
Non-Rule 10b5-1 Arrangement Terminated	false

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OVERVIEW AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Policies)

12 Months Ended

Oct. 31, 2024

Accounting Policies [Abstract]

Business Description and Basis of Presentation

Overview. Agilent Technologies, Inc. ("we", "Agilent" or the "company"), incorporated in Delaware in May 1999, is a global leader in life sciences, diagnostics and applied chemical markets, providing application focused solutions that include instruments, software, services and consumables for the entire laboratory workflow.

New Segment Structure. In the first quarter of fiscal year 2024, we announced a change in our operating segments to move our cell analysis business from our life sciences and applied markets segment to our diagnostics and genomics operating segment in order to further strengthen growth opportunities for both organizations. Following this reorganization, we continue to have three business segments comprised of life sciences and applied markets, diagnostics and genomics and Agilent CrossLab, each of which continues to comprise a reportable segment. We began reporting under this new structure with the Quarterly Report on Form 10-Q for the period ended January 31, 2024. All historical financial segment information has been recast to conform to this new presentation in our consolidated financial statements and accompanying notes. There was no change to our Agilent CrossLab business segment.

Acquisition of BIOVECTRA. On September 20, 2024, we acquired 100 percent of the stock of BIOVECTRA for total consideration of $915 million in cash. The acquisition expands our contract development and manufacturing organization. As a result of the acquisition, BIOVECTRA became a wholly-owned subsidiary of Agilent. The acquisition has been accounted for in accordance with the authoritative accounting guidance, and the results of BIOVECTRA are included in Agilent's consolidated financial statements from the date of acquisition.

Announced Exit and Subsequent Divestiture of Resolution Bioscience Business. During the third quarter of fiscal year 2023, we made the decision to exit the Resolution Bioscience business within our diagnostics and genomics segment and recorded a long-lived asset impairment charge of $270 million. In the fourth quarter of fiscal year 2023, we received an unsolicited offer and entered into an agreement to divest the Resolution Bioscience business for $50 million. As a result, we recorded a gain on the divestiture of $43 million in other income (expense), net in the consolidated statement of operations, which included an adjustment to goodwill of $13 million.

Basis of Presentation. The accompanying consolidated financial statements have been prepared by us pursuant to the rules and regulations of the U.S. Securities and Exchange Commission ("SEC") and are in conformity with U.S. generally accepted accounting principles ("GAAP"). Our fiscal year end is October 31. Unless otherwise stated, all years and dates refer to our fiscal year.

Principles of Consolidation

Principles of Consolidation. The consolidated financial statements include the accounts of the company and our wholly- and majority-owned subsidiaries. All intercompany accounts and transactions have been eliminated.

Use of Estimates

Use of Estimates. The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported in our consolidated financial statements and accompanying notes. Management bases its estimates on historical experience and various other assumptions believed to be reasonable. Although these estimates are based on management's best knowledge of current events and actions that may impact the company in the future, actual results may be different from the estimates. Our critical accounting policies are those that affect our financial statements materially and involve difficult, subjective or complex judgments by management. Those policies are revenue recognition, valuation of goodwill and purchased intangible assets, inventory valuation, retirement and post-retirement plan assumptions, restructuring and accounting for income taxes.

Restructuring. The main components of our restructuring plan are related to workforce reductions, consolidation of excess leased facilities and site closures. Workforce reduction charges are accrued when payment of benefits becomes probable that the employees are entitled to the severance and the amounts can be estimated. Consolidation of facilities costs primarily consists of accelerated depreciation of right-of-use assets classified as held and used. In accordance with the accounting guidance, it was determined that certain assets had been abandoned, and an assessment was made of the remaining useful lives and potential alternative uses. If the amounts and timing of cash flows from restructuring activities are significantly different from what we have estimated, the actual amounts of restructuring and other related charges could be materially different, either higher or lower, than those we have recorded.

Risk and Uncertainties

Risks and Uncertainties. We are subject to risks common to companies in the analytical instrument industry, such as global economic and financial market conditions, fluctuations in foreign currency exchange rates and fluctuations in customer demand, among others.

Revenue Recognition

Revenue Recognition. We enter into contracts to sell products, services or combinations of products and services. Products may include hardware or software and services may include one-time service events or services performed over time.

We derive revenue primarily from the sale of analytical and diagnostics products and services. A performance obligation is a promise in a contract to transfer a distinct product or service to a customer and is the unit of account under Accounting Standard Codification Topic 606, *Revenue from Contracts with Customers*, ("ASC 606"). See also Note 4, "Revenue" for additional information on revenue recognition.

Revenue is recognized when control of the promised products or services is transferred to our customers and the performance obligation is fulfilled in an amount that reflects the consideration that we expect to be entitled in exchange for those products or services, the transaction price. For equipment, consumables, and most software licenses, control transfers to the customer at a point in time. We use present right to payment, legal title, physical possession of the asset, and risks and rewards of ownership as indicators to determine the transfer of control to the customer. For products that transfer control over time, revenue is recognized as the performance obligation is satisfied. Product over time revenue is assessed against the following criteria: the performance creates an asset that the customer controls as the asset is created; the asset has no alternative use; and we have an enforceable right to payment. Where acceptance is not a formality, the customer must have documented their acceptance of the product or service. For products that include installation, if the installation meets the criteria to be considered a separate performance obligation, product revenue is recognized when control has passed to the customer, and recognition of installation revenue occurs once completed. Product revenue, including sales to resellers and distributors is reduced for provisions for warranties, returns, and other adjustments in the period the related sales are recorded.

Service revenue includes extended warranty, customer and software support including: Software as a Service, post contract support, consulting including companion diagnostics, and training and education. Instrument service contracts and software maintenance contracts are typically annual contracts, which are billed at the beginning of the contract or maintenance period. Revenue for these contracts is recognized on a straight-line basis to revenue over the service period, as a time-based measure of progress best reflects our performance in satisfying this obligation. There are no deferred costs associated with the service contract, as the cost of the service is recorded when the service is performed. Service calls not included in a support contract are recognized to revenue at the time a service is performed.

We have sales from standalone software. These arrangements typically include software licenses and maintenance contracts, both of which we have determined are distinct performance obligations. We determine the amount of the transaction price to allocate to the license and maintenance contract based on the relative standalone selling price of each performance obligation. Software license revenue is recognized at the point in time when control has been transferred to the customer. The revenue allocated to the software maintenance contract is recognized on a straight-line basis over the maintenance period, which is the contractual term of the contract, as a time-based measure of progress best reflects our performance in satisfying this obligation. Unspecified rights to software upgrades are typically sold as part of the maintenance contract on a when-and-if-available basis.

Our multiple-element arrangements are generally comprised of a combination of instruments, installation or other start-up services, and/or software, and/or support or services. Hardware and software elements are typically delivered at the same time and revenue is recognized when control passes to the customer. Service revenue is deferred and recognized over the contractual period or as services are rendered and accepted by the customer. Our arrangements generally do not include any provisions for cancellation, termination, or refunds that would significantly impact recognized revenue.

For contracts with multiple performance obligations, we allocate the consideration to which we expect to be entitled to each performance obligation based on relative standalone selling prices and recognize the related revenue when or as control of each individual performance obligation is transferred to customers. We estimate the standalone selling price by calculating the average historical selling price of our products and services per geographic region for each performance obligation. Standalone selling prices are determined for each distinct good or service in the contract, and then we allocate the transaction price in proportion to those standalone selling prices by performance obligations.

A portion of our revenue relates to lease arrangements. Standalone lease arrangements are outside the scope of ASC 606 and are therefore accounted for in accordance with ASC 842, *Leases*. Each of these contracts is evaluated as a lease arrangement, either as an operating lease or a sales-type finance lease using the current lease classification guidance.

Deferred Revenue. Contract liabilities (deferred revenue) primarily relate to multiple element arrangements for which billing has occurred but transfer of control of all elements (performance obligations) to the customer has either partially or not occurred at the balance sheet date. This includes cash received from customers for products and related installation and services in advance of the transfer of control. Contract liabilities are classified as either in current liabilities in deferred revenue or long-term in other long-term liabilities in the consolidated balance sheet based on the timing of when we expect to complete our performance obligation.

Sales Taxes. Sales taxes collected from customers and remitted to governmental authorities are not included in our revenue.

Shipping and Handling Costs. Our shipping and handling costs charged to customers are included in net revenue, and the associated expense is recorded in cost of products for all periods presented.

Research and Development

Research and Development. Costs related to research, design and development of our products are charged to research and development expense as they are incurred.

Advertising

Advertising. Advertising costs are generally expensed as incurred and amounted to $49 million in 2024, $54 million in 2023 and $66 million in 2022.

Taxes on Income

Taxes on Income. Income tax expense or benefit is based on income or loss before taxes. Deferred tax assets and liabilities are recognized principally for the expected tax consequences of temporary differences between the tax bases of assets and liabilities and their reported amounts. See Note 6, "Income Taxes" for more information.

Net Income (Loss) Per Share

Net Income Per Share. Basic net income per share is computed by dividing net income - the numerator - by the weighted average number of common shares outstanding - the denominator - during the period excluding the dilutive effect of stock options and other employee stock plans. Diluted net income per share gives effect to all potential common shares outstanding during the period unless the effect is anti-dilutive. The dilutive effect of share-based awards is reflected in diluted net income per share by application of the treasury stock method, which includes consideration of unamortized share-based compensation expense and the dilutive effect of in-the-money options and non-vested restricted stock units. Under the treasury stock method, the amount the employee must pay for exercising stock options and unamortized share-based compensation expense are assumed proceeds to be used to repurchase hypothetical shares. See Note 7, "Net Income Per Share".

Cash, Cash Equivalents and Short-Term Investments and Restricted Cash and Restricted Cash Equivalents

Cash, Cash Equivalents and Short-Term Investments. We classify investments as cash equivalents if their original or remaining maturity is three months or less at the date of purchase. Cash equivalents are stated at cost, which approximates fair value.

As of October 31, 2024, approximately $1,313 million of our cash and cash equivalents is held outside of the U.S. by our foreign subsidiaries. Our cash and cash equivalents mainly consist of short-term deposits held at major global financial institutions, institutional money market funds, and similar short duration instruments with original maturities of 90 days or less. We continuously monitor the creditworthiness of the financial institutions and institutional money market funds in which we invest our funds.

We classify equity investments as short-term investments based on their nature and our intent and ability to exit within a year or less. As of October 31, 2024, we had no short-term investments.

Restricted Cash and Restricted Cash Equivalents. Restricted cash and restricted cash equivalents are included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. A reconciliation of cash, cash equivalents and restricted cash to the consolidated balance sheet follows:

	October 31,		
	2024	2023	2022
	(in millions)		
Cash and cash equivalents	$ 1,329	$ 1,590	$ 1,053
Restricted cash included in other assets	3	3	3
Total cash, cash equivalents and restricted cash	$ 1,332	$ 1,593	$ 1,056

Accounts Receivable, net

Accounts Receivable, net. Trade accounts receivable are recorded at the invoiced amount and do not bear interest. Such accounts receivable have been reduced by an allowance for doubtful accounts, which is our best estimate of the amount of probable credit losses in our existing accounts receivable. We determine the allowance based on customer specific experience and the aging of such receivables, among other factors. The allowance for doubtful accounts as of October 31, 2024 and 2023 was not material. We do not have any off-balance-sheet credit exposure related to our customers. Accounts receivable are also recorded net of estimated product returns which are not material.

Concentration of Credit Risk

Concentration of Credit Risk. Financial instruments that potentially subject Agilent to significant concentration of credit risk include money market fund investments, equity investments with readily determinable fair value securities, time deposits and demand deposit balances. These investments are categorized as cash and cash equivalents or short-term investments. In addition, Agilent has credit risk from derivative financial instruments used in hedging activities and accounts receivable. We invest in a variety of financial instruments and limit the amount of credit exposure with any one financial institution. We have a comprehensive credit policy in place and credit exposure is monitored on an ongoing basis.

Credit risk with respect to our accounts receivable is diversified due to the large number of entities comprising our customer base and their dispersion across many different industries and geographies. Credit evaluations are performed on customers requiring credit over a certain amount, and we sell the majority of our products through our direct sales force. Credit risk is mitigated through collateral such as letter of credit, bank guarantees or payment terms like cash in advance. No single customer accounted for more than 10 percent of accounts receivable as of October 31, 2024, or 2023.

Inventory

Inventory. Inventory is valued at standard cost, which approximates actual cost computed on a first-in, first-out basis, not in excess of market value. We assess the valuation of our inventory on a periodic basis and make adjustments to the value for estimated excess and obsolete inventory based on estimates and assumptions about future demand, economic conditions and actual usage, which require management judgment. The excess balance determined by this analysis becomes the basis for our excess inventory charge. Our excess inventory review process includes analysis of inventory levels, sales trends and forecasts, managing product rollovers and working with manufacturing to maximize recovery of excess inventory and to estimate and record reserves for excess, slow-moving and obsolete inventory.

Property, Plant and Equipment

Property, Plant and Equipment. Property, plant and equipment are stated at cost less accumulated depreciation. Additions, improvements and major renewals are capitalized; maintenance, repairs and minor renewals are expensed as incurred. When assets are retired or disposed of, the assets and related accumulated depreciation and amortization are removed from our general ledger, and the resulting gain or loss is reflected in the consolidated statement of operations. Buildings and improvements are depreciated over the lesser of their useful lives or the remaining term of the lease and machinery and equipment over 3 years to 10 years. We use the straight-line method to depreciate assets.

Capitalized Software

Capitalized Software. We capitalize certain internal and external costs incurred to acquire or create internal use software. Capitalized software is included in property, plant and equipment and is depreciated over 3 years to 5 years once development is complete.

Leases

Leases. We determine whether an arrangement is, or contains, a lease at inception. We record the present value of operating lease payments as right-of-use ("ROU") assets and lease liabilities on the consolidated balance sheet. Where we are the lessee, ROU assets represent the company's right to use an underlying asset for the lease term, and lease liabilities represent an obligation to make lease payments based on the present value of lease payments over the lease term. Classification of operating lease liabilities as either current or non-current is based on the expected timing of payments due under our obligations. As most of our leases do not provide an implicit interest rate, we use our incremental borrowing rate based on the information available at commencement date in determining the present value of lease payments. The incremental borrowing rate is the rate of interest that a lessee would have to pay to borrow on a collateralized basis over a similar term and at an amount equal to the lease payments in a similar economic environment. In order to determine the appropriate incremental borrowing rates, we have used a number of factors including the company's credit rating, the lease term and the currency swap rate. The ROU asset also consists of any lease incentives received. The lease terms used to calculate the ROU asset and related lease liability include options to extend or terminate the lease when it is reasonably certain that we will exercise that option. Leases with an initial term of twelve months or less are not recorded on the consolidated balance sheet and lease expense for these leases is recognized on a straight-line basis over the lease term. Lease expense for operating leases with an initial term of more than twelve months is recognized on a straight-line basis over the lease term as an operating expense. We have lease agreements which require payments for lease and non-lease components. We have elected to account for these payments as a single lease component.

A portion of our revenue relates to lease arrangements where Agilent is the lessor. Standalone lease arrangements are outside the scope of Accounting Standard Codification ("ASC") Topic 606, Revenue Contracts with Customers, and are therefore accounted for in accordance with ASC Topic 842, Leases. Each of these contracts is evaluated as a lease arrangement, either as an operating lease or a sales-type finance lease using the current lease classification guidance. In a lease arrangement that is a multiple-element arrangement, the revenue associated with the lease component is treated under the lease accounting standard ASC 842, whereas the revenue associated with the non-lease component is recognized in accordance with the ASC 606 revenue standard.

See also Note 10, "Leases" for additional information about our leases.

Acquisitions

Acquisitions. Agilent accounts for the acquisition of a business using the acquisition method of accounting, and we allocate the fair value of the purchase price to the tangible assets acquired, liabilities assumed, and intangible assets acquired, including in-process research and development ("IPR&D"), based on their estimated fair values. The excess value of the cost of an acquired business over the fair value of the assets acquired and liabilities assumed is recognized as goodwill. The fair value of IPR&D is initially capitalized as an intangible asset with an indefinite life. When an IPR&D project is completed, the IPR&D is reclassified as an amortizable purchased intangible asset and amortized to costs of revenues over the asset's estimated useful life.

Our determination of the fair value of the intangible assets acquired involves the use of significant estimates and assumptions. Specifically, our determination of the fair value of the developed product technology and IPR&D acquired involve significant estimates and assumptions related to revenue growth rates and discount rates. Our determination of the fair value of customer relationships acquired involved significant estimates and assumptions related to revenue growth rates, discount rates, and customer attrition rates. Our determination of the fair value of the trade name acquired involved the use of significant estimates and assumptions related to revenue growth rates, royalty rates and discount rates. We value backlog using the discounted cash flows based on the estimated revenue from pending orders. We value license agreements based on the expected future cash receipts from license agreements, discounted to present value over the term of the agreement. We believe that the fair value assigned to the assets acquired and liabilities assumed are based on reasonable assumptions and estimates that marketplace participants would use. Actual results could differ materially from these estimates.

Goodwill and Purchased Intangible Assets

Goodwill and Purchased Intangible Assets. We assess our goodwill and purchased intangible assets for impairment annually or whenever events or changes in circumstances indicate that the carrying value may not be recoverable. Under the authoritative guidance, we have the option to perform a qualitative assessment to determine whether further impairment testing is necessary. The accounting standard gives an entity the option to first assess qualitative factors to determine whether performing the quantitative test is necessary. If an entity believes, as a result of its qualitative assessment, that it is more-likely-than-not (i.e., greater than 50% chance) that the fair value of a reporting unit is less than its carrying amount, the quantitative impairment test will be required. Otherwise, no further testing will be required.

The guidance includes examples of events and circumstances that might indicate that a reporting unit's fair value is less than its carrying amount. These include macro-economic conditions such as deterioration in the entity's operating environment or industry or market considerations; entity-specific events such as increasing costs, declining financial performance, or loss of key personnel; or other events such as an expectation that a reporting unit will be sold or a sustained decrease in the stock price on either an absolute basis or relative to peers.

If it is determined, as a result of the qualitative assessment, that it is more-likely-than-not that the fair value of a reporting unit is less than its carrying amount, then we are required to perform a quantitative impairment test on goodwill to identify and measure the amount of a goodwill impairment loss to be recognized. A goodwill impairment loss, if any, is measured as the amount by which a reporting unit's carrying value, including goodwill, exceeds its fair value, not to exceed the carrying amount of goodwill. As defined in the authoritative guidance, a reporting unit is an operating segment, or one level below an operating segment. We aggregate components of an operating segment that have similar economic characteristics into our reporting units.

In fiscal year 2024, in connection with the change in our segment reporting, we assessed goodwill impairment for our three reporting units which consisted of our three segments: life sciences and applied markets, diagnostics and genomics and Agilent CrossLab. We performed a quantitative test for goodwill impairment of the three reporting units as of November 1, 2023, due to the change in our segment structure. As of November 1, 2023, there was no impairment of goodwill.

In fiscal year 2024, we assessed goodwill impairment for our three reporting units which consisted of three segments: life sciences and applied markets, diagnostics and genomics and Agilent CrossLab. We performed a qualitative test for goodwill impairment of the three reporting units as of September 30, 2024, our annual impairment test date. Based on the results of our qualitative testing, there was no impairment of goodwill as of September 30, 2024. Each quarter we review the events and circumstances to determine if goodwill impairment is indicated. There was no impairment of goodwill during the years ended October 31, 2024, 2023 and 2022.

Purchased intangible assets consist primarily of acquired developed technologies, proprietary know-how, trademarks, and customer relationships and are amortized using the best estimate of the asset's useful life that reflect the pattern in which the economic benefits are consumed or used up or a straight-line method ranging from 2 years to 15 years. IPR&D is initially capitalized at fair value as an intangible asset with an indefinite life and assessed for impairment thereafter. When the IPR&D project is complete, it is reclassified as an amortizable purchased intangible asset and is amortized over its estimated useful life. If an IPR&D project is abandoned, Agilent will record a charge for the value of the related intangible asset to Agilent's consolidated statement of operations in the period it is abandoned.

Our indefinite-lived intangible assets are IPR&D intangible assets. The accounting guidance allows a qualitative approach for testing indefinite-lived intangible assets for impairment, similar to the issued impairment testing guidance for goodwill and allows the option to first assess qualitative factors (events and circumstances) that could have affected the significant inputs used in determining the fair value of the indefinite-lived intangible asset to determine whether it is more-likely-than-not (i.e., greater than 50% chance) that the indefinite-lived intangible asset is impaired. An organization may choose to bypass the qualitative assessment for any indefinite-lived intangible asset in any period and proceed directly to calculating its fair value. As of October 31, 2024, we do not have any indefinite-lived intangible assets.

During fiscal year 2024, we recorded an impairment of in-process research and development of $6 million in research and development in the consolidated statement of operations related to a project in our life sciences and applied markets segment. There were no impairments of indefinite-lived intangible assets during fiscal years 2023 and 2022.

Impairment of Long-Lived Assets

Impairment of Long-Lived Assets. We continually monitor events and changes in circumstances that could indicate carrying amounts of long-lived assets, including intangible assets, may not be recoverable. When such events or changes in circumstances occur, we assess the recoverability of long-lived assets by determining whether the carrying value of such assets will be recovered through undiscounted expected future cash flows. If the total of the undiscounted future cash flows is less than the carrying amount of those assets, we recognize an impairment loss based on the excess of the carrying amount over the fair value of the assets.

During the year ended October 31, 2024, we recorded an impairment charge of long-lived assets including indefinite-lived intangible assets of $19 million. During the year ended October 31, 2023, we recorded an impairment charge of long-lived assets including intangible assets of $277 primarily related to the exit of our Resolution Bioscience business. During the year ended October 31, 2022, there were no impairments of long-lived assets.

Variable Interest Entity

Variable Interest Entities. We make a determination upon entering into an arrangement whether an entity in which we have made an investment is considered a Variable Interest Entity ("VIE"). We evaluate our investments in privately held companies on an ongoing basis. We have determined that as of October 31, 2024 and 2023, there were no VIEs required to be consolidated in our consolidated financial statements because we do not have a controlling financial interest in any of the VIEs in which we have invested nor are we the primary beneficiary. We account for these investments under either the equity method or as equity investments without readily determinable fair value, depending on the circumstances. We periodically reassess whether we are the primary beneficiary of a VIE. The reassessment process considers whether we have acquired the power to direct the most significant activities of the VIE through changes in governing documents or other circumstances. We also reconsider whether entities previously determined not to be VIEs have become VIEs and vice-versa, based on changes in facts and circumstances including changes in contractual arrangements and capital structure.

As of October 31, 2024 and 2023, the total carrying value of investments and loans in privately held companies considered as VIEs was $79 million and $82 million respectively. The maximum exposure is

equal to the carrying value because we do not have future funding commitments. The investments are classified as long-term investments and the loans are classified within other current assets and other assets (depending upon tenure of loan) on the consolidated balance sheet.

Investments

Investments. Equity investments without readily determinable fair value consist of non-marketable equity securities (typically investments in privately-held companies). These investments are accounted for using the measurement alternative at cost, and we adjust for impairments and observable price changes (orderly transactions for the identical or a similar security from the same issuer) included in net income as and when it occurs. Equity investments with readily determinable fair value consist of marketable equity securities which were reclassified from non-marketable equity securities following the commencement of public market trading of the issuers and are reported at fair value, with gains or losses resulting from changes in fair value included in net income. There are no equity investments with readily determinable fair value at October 31, 2024 and 2023. Other investments with readily determinable fair value consist of shares we own in a special fund and are reported at fair value, with gains or losses resulting from changes in fair value included in net income. Trading securities, which are comprised of mutual funds, bonds and other similar instruments and deferred compensation liabilities are reported at fair value, with gains or losses resulting from changes in fair value recognized currently in net income. Equity method investments are reported at the amount of the company's initial investment and adjusted each period for the company's share of the investee's income or loss and dividend paid. There are no equity method investments as of October 31, 2024 and 2023. The company assesses investments for impairment whenever events or changes in circumstances indicate that the carrying value of an investment may not be recoverable.

Fair Value of Financial Instruments

Fair Value of Financial Instruments. The carrying values of certain of our financial instruments including cash and cash equivalents, accounts receivable, accounts payable, accrued compensation and other accrued liabilities approximate fair value because of their short maturities. The fair value of short-term and long-term equity investments which are readily determinable, and which are not accounted under the equity method are reported at fair value using quoted market prices for those securities when available with gains and losses included in net income. The fair value of long-term equity investments which are not readily determinable, and which are not accounted under the equity method are reported at cost with adjustments for observable changes in prices or impairments included in net income. As of October 31, 2024, the fair value of the commercial paper approximates its carrying value. As of October 31, 2023, the fair value of the term loan approximates its carrying value. As of October 31, 2024, the fair value of our senior notes was $3,083 million with a carrying value of $3,326 million. This compares to the fair value of our senior notes of $1,747 million with a carrying value of $2,135 million as of October 31, 2023. The change in the fair value compared to carrying value in the year ended October 31, 2024, is primarily due to decreased market interest rates. The fair value was calculated from quoted prices which are primarily Level 1 inputs under the accounting guidance. The fair value of foreign currency contracts used for hedging purposes is estimated internally by using inputs tied to active markets. These inputs, for example, interest rate yield curves, foreign exchange rates, and forward and spot prices for currencies are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities. See also Note 13, "Fair Value Measurements" for additional information on the fair value of financial instruments and contingent consideration.

Warranty

Warranty. Our standard warranty terms typically extend for one year from the date of delivery. We accrue for standard warranty costs based on historical trends in warranty charges. The accrual is reviewed regularly and periodically adjusted to reflect changes in warranty cost over the period. Estimated warranty charges are recorded within cost of products at the time products are sold. See Note 17, "Guarantees".

Employee Compensation and Benefits

Employee Compensation and Benefits. Amounts owed to employees, such as accrued salary, bonuses and vacation benefits are accounted for within employee compensation and benefits. The total amount of accrued vacation benefit was $116 million and $120 million as of October 31, 2024, and 2023, respectively.

Retirement and Post-Retirement Plans

Retirement and Post-Retirement Plans. We have various defined benefit and defined contribution retirement plans. Additionally, we sponsor post-retirement health care benefits for our eligible U.S. employees. Assumptions used to determine the benefit obligations and the expense for these plans are derived annually. See Note 15, "Retirement plans and post-retirement pension plans" for additional information.

Retirement of Treasury Shares

Retirement of Treasury Shares. Upon the formal retirement of treasury shares, we deduct the par value of the retired treasury shares from common stock and allocate the excess of cost over par as a deduction to additional paid-in capital, based on the pro-rata portion of additional paid-in-capital, and the remaining excess as a deduction to retained earnings. All retired treasury shares revert to the status of authorized but unissued shares.

Share-Based Compensation

Share-Based Compensation. For the years ended 2024, 2023 and 2022, we accounted for share-based awards made to our employees and directors including employee stock option awards, restricted stock units, employee stock purchases made under our Employee Stock Purchase Plan ("ESPP") and performance share awards under the Agilent Technologies, Inc. Long-Term Performance Program ("LTPP") using the estimated grant date fair value method of accounting. Under the fair value method, we recorded compensation expense for all share-based awards of $130 million in 2024, $112 million in 2023 and $126 million in 2022. See Note 5, "Share-based Compensation" for additional information.

Derivative Instruments

Derivative Instruments. Agilent is exposed to global foreign currency exchange rate and interest rate risks in the normal course of business. We enter into foreign exchange hedging contracts, primarily forward contracts, interest rate swaps and interest rate locks to manage financial exposures resulting from changes in foreign currency exchange rates and interest rates. In the vast majority of cases, these contracts are designated at inception as hedges of the related foreign currency or interest exposures. Foreign currency exposures include committed and anticipated revenue and expense transactions and assets and liabilities that are denominated in currencies other than the functional currency of the subsidiary. Interest rate exposures are associated with the company's fixed-rate debt. To qualify for hedge accounting, contracts must reduce the foreign currency exchange rate and interest rate risk otherwise inherent in the amount and duration of the hedged exposures and comply with established risk management policies. Foreign exchange hedging contracts generally mature within twelve months, interest rate swaps mature at the same time as the maturity of the debt and interest rate locks mature at the same time as the issuance of debt. In order to manage foreign currency exposures in a few limited jurisdictions, we may enter into foreign exchange contracts that do not qualify for hedge accounting. In such circumstances, the local foreign currency exposure is offset by contracts owned by the parent company. We do not use derivative financial instruments for trading or speculative purposes.

All derivatives are recognized on the balance sheet at their fair values. For derivative instruments that are designated and qualify as a cash flow hedge, changes in the value of the effective portion of the derivative instrument are recognized in accumulated comprehensive income (loss), a component of stockholders' equity. For derivative instruments that are designated and qualify as a net investment hedge, changes in the value of the effective portion of the derivative instrument are recognized in accumulated other comprehensive income (loss) - translation adjustment. Amounts associated with cash flow hedges are reclassified and recognized in income when either the forecasted transaction occurs or it becomes probable the forecasted transaction will not occur. Derivatives not designated as hedging instruments are recorded on the balance sheet at their fair value and changes in the fair values are recorded in the income statement in the current period. Derivative instruments are subject to master netting arrangements and are disclosed gross in the balance sheet. Changes in the fair value of the ineffective portion of derivative instruments are recognized in earnings in the current period. The impact of the ineffectiveness measurement in 2024, 2023 and 2022 was not material. Cash flows from derivative instruments are classified in the statement of cash flows in the same category as the cash flows from the hedged or economically hedged item, primarily in operating activities.

Foreign Currency Translation

Foreign Currency Translation. We translate and remeasure balance sheet and income statement items into U.S. dollars. For those subsidiaries that operate in a local currency functional environment, all assets and liabilities are translated into U.S. dollars using current exchange rates at the balance sheet date; revenue and expenses are translated using monthly exchange rates which approximate to average exchange rates in effect during each period. Resulting translation adjustments are reported as a separate component of accumulated other comprehensive income (loss) in stockholders' equity.

For those subsidiaries that operate in a U.S. dollar functional environment, foreign currency assets and liabilities are remeasured into U.S. dollars at current exchange rates except for non-monetary assets and capital accounts which are remeasured at historical exchange rates. Revenue and expenses are generally remeasured at monthly exchange rates which approximate average exchange rates in effect during each period. Gains or losses from foreign currency remeasurement are included in consolidated net income. Net gains or losses resulting from foreign currency transactions, including hedging gains and losses, are reported in other income (expense), net and were $4 million gain for 2024, $2 million gain for 2023 and $6 million loss for 2022.

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OVERVIEW AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Tables)

12 Months Ended

Oct. 31, 2024

Accounting Policies [Abstract]

Restricted Cash and Cash Equivalents

Restricted Cash and Restricted Cash Equivalents. Restricted cash and restricted cash equivalents are included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. A reconciliation of cash, cash equivalents and restricted cash to the consolidated balance sheet follows:

	October 31,		
	2024	2023	2022
		(in millions)	
Cash and cash equivalents	$ 1,329	$ 1,590	$ 1,053
Restricted cash included in other assets	3	3	3
Total cash, cash equivalents and restricted cash	$ 1,332	$ 1,593	$ 1,056

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ACQUISITIONS (Tables)

12 Months Ended
Oct. 31, 2024

Business Combinations [Abstract]

Schedule of the fair value of assets and liabilities assumed

The following table summarizes the allocation of the purchase price to the estimated fair values of the assets acquired and liabilities assumed on the closing date of September 20, 2024 (in millions):

Cash and cash equivalents	$ 56
Accounts receivable	36
Inventories	25
Other current assets	2
Property, plant and equipment	276
Intangible assets	183
Goodwill	526
Total assets acquired	$ 1,104
Accounts payable	(10)
Other accrued liabilities	(20)
Deferred revenue	(70)
Deferred tax liability	(45)
Other liabilities	(19)
Debt	(25)
Net assets acquired	$ 915

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REVENUE (Tables)

12 Months Ended
Oct. 31, 2024

Revenue from Contract with Customer [Abstract]

Disaggregation of Revenue

The following table presents the company's total revenue and segment revenue disaggregated by geographical region:

	Life Sciences and Applied Markets	Agilent CrossLab	Diagnostics and Genomics	Total
		(in millions)		
Year Ended October 31, 2024:				
Americas	$ 995	$ 674	$ 904	$ 2,573
Europe	811	452	507	1,770
Asia Pacific	1,409	518	240	2,167
Total	$ 3,215	$ 1,644	$ 1,651	$ 6,510
Year Ended October 31, 2023:				
Americas	$ 1,099	$ 634	$ 999	$ 2,732
Europe	851	417	486	1,754
Asia Pacific	1,560	517	270	2,347
Total	$ 3,510	$ 1,568	$ 1,755	$ 6,833
Year Ended October 31, 2022:				
Americas	$ 1,109	$ 567	$ 1,006	$ 2,682
Europe	844	382	473	1,699
Asia Pacific	1,677	503	287	2,467
Total	$ 3,630	$ 1,452	$ 1,766	$ 6,848

The following table presents the company's total revenue disaggregated by end markets and by revenue type:

	Years Ended October 31,		
	2024	2023	2022
		(in millions)	
Revenue by End Markets			
Pharmaceutical and Biopharmaceutical	$ 2,242	2,433	$ 2,515
Chemicals and Advanced Materials	1,495	1,543	1,521
Diagnostics and Clinical	964	966	963
Food	592	628	617
Academia and Government	567	601	576
Environmental and Forensics	650	662	656
Total	$ 6,510	$ 6,833	$ 6,848
Revenue by Type			
Instrumentation	$ 2,354	2,742	$ 2,907
Non-instrumentation and other	4,156	4,091	3,941
Total	$ 6,510	$ 6,833	$ 6,848

Contract with Customer, Asset and Liability

The following table provides information about contract liabilities (deferred revenue) and the significant changes in the balances during the years ended October 31, 2023 and 2024:

	Contract Liabilities
	(in millions)
Ending balance as of October 31, 2022	$ 557
Net revenue deferred in the period	488
Revenue recognized that was included in the contract liability balance at the beginning of the period	(409)
Change in deferrals from customer cash advances, net of revenue recognized	(28)
Currency translation and other adjustments	8
Ending balance as of October 31, 2023	$ 616
Net revenue deferred in the period	469
Revenue recognized that was included in the contract liability balance at the beginning of the period	(448)
Change in deferrals from customer cash advances, net of revenue recognized	(9)
Contract liabilities acquired in business combinations	70
Currency translation and other adjustments	3
Ending balance as of October 31, 2024	$ 701

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SHARE-BASED COMPENSATION (Tables)

12 Months Ended

Oct. 31, 2024

Share-Based Payment Arrangement, Noncash Expense [Abstract]

Allocated Share-based compensation expense disclosure

The impact on our results for share-based compensation was as follows:

	Years Ended October 31,		
	2024	2023	2022
		(in millions)	
Cost of products and services	$ 41	$ 34	$ 30
Research and development	16	13	14
Selling, general and administrative	73	65	82
Total share-based compensation expense	$ 130	$ 112	$ 126

Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions

The following assumptions were used to estimate the fair value of awards granted.

	Years Ended October 31,		
	2024	2023	2022
Stock Option Plan:			
Weighted average risk-free interest rate	4.4%	3.9%	1.5%
Dividend yield	0.8%	0.6%	0.5%
Weighted average volatility	29%	28%	26%
Expected life	5.5 years	5.5 years	5.5 years
LTPP:			
Volatility of Agilent shares	28%	31%	29%
Volatility of selected peer-company shares	16%-70%	22%-84%	23%-81%
Pair-wise correlation with selected peers	30%	42%	41%
Post-vest restriction discount for all executive awards	6.4%	7.1%	6.5%

Summary of stock option award activity

The following table summarizes employee stock option award activity of our employees and directors for 2024.

	Options Outstanding	Weighted Average Exercise Price
	(in thousands)	
Outstanding at October 31, 2023	1,080	$ 118
Granted	335	$ 126
Exercised	(300)	$ 64
Cancelled	(110)	$ 140
Outstanding at October 31, 2024	1,005	$ 134

Schedule of share-based compensation, shares authorized under stock option plans, by exercise price range

The options outstanding and exercisable for equity share-based payment awards at October 31, 2024 were as follow:

	Options Outstanding				Options Exercisable			
Range of Exercise Prices	Number Outstanding	Weighted Average Remaining Contractual Life	Weighted Average Exercise Price	Aggregate Intrinsic Value	Number Exercisable	Weighted Average Remaining Contractual Life	Weighted Average Exercise Price	Aggregate Intrinsic Value
	(in thousands)	(in years)		(in thousands)	(in thousands)	(in years)		(in thousands)
$100.00-$110.00	242	6.0	$ 110	4,951	187	6.0	$ 110	3,832
$110.01 - $150.00	559	8.6	$ 134	1,930	95	8.0	$ 143	139
$150.01 & Over	204	7.0	$ 161	—	120	7.0	$ 161	—
	1,005	7.7	$ 134	$ 6,881	402	6.8	$ 133	$ 3,971

Schedule of Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Grant Date Intrinsic Value

The following table summarizes the aggregate intrinsic value of options exercised and the fair value of options granted in 2024, 2023 and 2022:

	Aggregate Intrinsic Value	Weighted Average Exercise Price	Per Share Value Using Black-Scholes Model
	(in thousands)		
Options exercised in fiscal 2022	$ 10,765	$ 38	
Black Scholes per share value of options granted during fiscal 2022			$ 39
Options exercised in fiscal 2023	$ 25,303	$ 41	
Black Scholes per share value of options granted during fiscal 2023			$ 47
Options exercised in fiscal 2024	$ 22,762	$ 64	
Black Scholes per share value of options granted during fiscal 2024			$ 41

Share-Based Payment Arrangement, Activity

The following table summarizes non-vested award activity in 2024 primarily for our LTPP and restricted stock unit awards.

	Shares (in thousands)	Weighted Average Grant Price
Non-vested at October 31, 2023	1,889	$ 136
Granted	1,200	$ 126
Vested	(855)	$ 121
Forfeited	(129)	$ 139
Change in LTPP shares in the year due to exceeding performance targets	31	$ 111
Non-vested at October 31, 2024	2,136	$ 136

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INCOME TAXES (Tables)

12 Months Ended Oct. 31, 2024

Income Tax Disclosure [Abstract]

Domestic and Foreign Components of Income before Taxes

The domestic and foreign components of income before taxes are:

	Years Ended October 31, 2024	2023	2022
		(in millions)	
U.S. operations	$ 391	$ 614	$ 858
Non-U.S. operations	1,130	725	646
Total income before taxes	$ 1,521	$ 1,339	$ 1,504

Provision for income taxes

The provision for income taxes is comprised of:

	Years Ended October 31, 2024	2023	2022
		(in millions)	
U.S. federal taxes:			
Current	$ 182	$ 117	$ 173
Deferred	(104)	(84)	(28)
Non-U.S. taxes:			
Current	87	26	47
Deferred	60	38	35
State taxes, net of federal benefit:			
Current	27	12	22
Deferred	(20)	(10)	1
Total provision for income taxes	$ 232	$ 99	$ 250

Tax rate reconciliation, U.S. federal statutory rate to effective tax rate from operations

The differences between the U.S. federal statutory income tax rate and our effective tax rate are:

	Years Ended October 31, 2024	2023	2022
		(in millions)	
Profit before tax times statutory rate	$ 319	$ 281	$ 316
State income taxes, net of federal benefit	7	2	23
Non-U.S. income taxed at different rates	(14)	20	(18)
Change in unrecognized tax benefits	(8)	(35)	(6)
Foreign-derived intangible income deduction	(47)	(41)	(46)
Realized loss on divestiture of business	—	(104)	—
Excess tax benefits from stock-based compensation	(4)	(14)	(19)
Other, net	(21)	(10)	—
Provision (benefit) for income taxes	$ 232	$ 99	$ 250
Effective tax rate	15.3 %	7.4 %	16.6 %

Significant components of deferred tax assets and deferred tax liabilities

The significant components of deferred tax assets and deferred tax liabilities included on the consolidated balance sheet are:

	Years Ended October 31, 2024	2023
	(in millions)	
Deferred Tax Assets		
Intangibles	$ 20	$ 102
Employee benefits, other than retirement	31	36
Net operating loss, capital loss, and credit carryforwards	184	152
Deferred revenue	98	16
Share-based compensation	25	24
Capitalized R&D	93	41
Lease obligations	39	37
Other	35	42
Deferred tax assets	$ 525	$ 450
Tax valuation allowance	(113)	(112)
Deferred tax assets, net of valuation allowance	$ 412	$ 338
Deferred Tax Liabilities		
Property, plant and equipment	$ (62)	$ (26)
Pension benefits and retiree medical benefits	(41)	(25)
Right-of-use asset	(39)	(37)
Other	(4)	(4)
Deferred tax liabilities	$ (146)	$ (92)
Net deferred tax assets (liabilities)	$ 266	$ 246

The breakdown between long-term deferred tax assets and deferred tax liabilities was as follows:

	October 31, 2024	2023
	(in millions)	
Long-term deferred tax assets (included within other assets)	$ 351	$ 284
Long-term deferred tax liabilities (included within other long-term liabilities)	(85)	(38)
Total	$ 266	$ 246

Current and Long Term Tax Assets and Liabilities

The breakdown between current and long-term income tax assets and liabilities, excluding deferred tax assets and liabilities, was as follows:

	October 31, 2024	2023
	(in millions)	
Current income tax assets (included within other current assets)	$ 147	$ 100
Long-term income tax assets (included within other assets)	3	3
Current income tax liabilities (included within other accrued liabilities)	(152)	(73)
Long-term income tax liabilities (included within other long-term liabilities)	(115)	(162)
Total	$ (117)	$ (132)

Aggregate Changes in Gross Unrecognized Tax Benefits

The aggregate changes in the balances of our gross unrecognized tax benefits including all federal, state and foreign tax jurisdictions are as follows:

	2024	2023	2022
		(in millions)	
Balance, beginning of year	$ 98	$ 123	$ 133
Additions for tax positions related to the current year	6	5	5
Additions for tax positions from prior years	3	3	—
Reductions for tax positions from prior years	(1)	(27)	(9)
Statute of limitations expirations	(9)	(6)	(6)
Balance, end of year	$ 97	$ 98	$ 123

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NET INCOME (LOSS) PER SHARE (Tables)

12 Months Ended Oct. 31, 2024

Earnings Per Share [Abstract]

Reconciliation of the numerators and denominators of the basic and diluted net income per share

The following is a reconciliation of the numerators and denominators of the basic and diluted net income per share computations for the periods presented below.

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Numerator:			
Net income	$ 1,289	$ 1,240	$ 1,254
Denominators:			
Basic weighted average shares	290	294	299
Potential common shares — stock options and other employee stock plans	1	2	1
Diluted weighted average shares	291	296	300

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INVENTORY (Tables)

12 Months Ended
Oct. 31, 2024

Inventory Disclosure [Abstract]

Inventory

Inventory as of October 31, 2024 and 2023 consisted of the following:

	October 31,	
	2024	2023
	(in millions)	
Finished goods	$ 523	$ 570
Purchased parts and fabricated assemblies	449	461
Inventory	$ 972	$ 1,031

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PROPERTY, PLANT AND EQUIPMENT, NET (Tables)

12 Months Ended
Oct. 31, 2024

Property, Plant and Equipment [Abstract]

Property, Plant and Equipment

Property, plant and equipment as of October 31, 2024 and 2023, consisted of the following:

	October 31,	
	2024	2023
	(in millions)	
Land	$ 69	$ 60
Buildings and leasehold improvements	1,786	1,409
Machinery and equipment	960	749
Software	267	275
Total property, plant and equipment	3,082	2,493
Accumulated depreciation and amortization	(1,304)	(1,223)
Property, plant and equipment, net	$ 1,778	$ 1,270

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LEASES (Tables)

12 Months Ended
Oct. 31, 2024

Leases [Abstract]

Lease, Cost

The components of lease cost for operating leases were as follows:

	Year Ended October 31,		
	2024	2023	2022
	(in millions)		
Operating lease cost	$ 58	$ 68	$ 59
Short-term lease cost	—	2	2
Variable lease cost [(a)]	15	16	15
Sublease income	(17)	(16)	(14)
Total lease cost	$ 56	70	62

(a) Variable lease cost includes cancelable leases, non-fixed maintenance costs and non-recoverable transaction taxes.

In the fourth quarter of fiscal year 2023, we initiated a new restructuring plan ("FY23 Plan") designed to reduce costs and expenses in response to the current macroeconomic conditions. In 2024 and 2023, the consolidation of excess facilities under the FY23 Plan resulted in $1 million and $8 million, respectively, of accelerated depreciation of our ROU assets.

During fiscal year 2024 and 2022, there were no ROU asset impairments. During fiscal year 2023, we recorded ROU asset impairments of $8 million primarily related to the exit of our Resolution Bioscience business.

Supplemental cash flow information related to leases was as follows:

	Year Ended October 31,		
	2024	2023	2022
	(in millions)		
Cash paid for amounts included in the measurement of lease liabilities:			
Operating cash flow from operating leases	$ 49	$ 56	$ 53
Non-cash right of use assets obtained in exchange for operating lease obligations	$ 60	$ 70	$ 38

Supplemental balance sheet information related to leases was as follows:

	Financial Statement Line Item	October 31,	
		2024	2023
		(in millions, except lease term and discount rate)	
Assets:			
Operating lease:			
Right of use asset	Other assets	$ 177	$ 154
Liabilities:			
Current			
Operating lease liabilities	Other accrued liabilities	$ 42	$ 46
Long-term			
Operating lease liabilities	Other long-term liabilities	$ 142	$ 118
Weighted average remaining lease term (in years)			
Operating leases		8.2 years	8.3 years
Weighted average discount rate			
Operating leases		3.7 %	3.3 %

Schedule of Future Minimum Rent Payments

Future minimum rents payable as of October 31, 2024 under non-cancelable leases with initial terms exceeding one year reconcile to lease liabilities included in the consolidated balance sheet as follows:

	Operating Leases
	(in millions)
2025	$ 48
2026	38
2027	28
2028	20
2029	14
Thereafter	65
Total undiscounted future minimum lease payments	$ 213
Less: amount of lease payments representing interest	(29)
Present value of future minimum lease payments	$ 184
Less: current liabilities	(42)
Long-term lease liabilities	$ 142

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GOODWILL AND OTHER INTANGIBLE ASSETS (Tables)

12 Months Ended
Oct. 31, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Goodwill balances and movements for each reportable segments during the period

The following table presents goodwill balances and the movements for each of our reportable segments during the years ended October 31, 2023 and 2024:

	Life Sciences and Applied Markets	Diagnostics and Genomics	Agilent CrossLab	Total
	(in millions)			
Goodwill as of October 31, 2022	$ 1,575	$ 2,121	$ 256	$ 3,952
Foreign currency translation impact	4	1	1	6
Goodwill arising from acquisitions and adjustments	—	15	—	15
Goodwill adjustment related to divestiture of business	—	(13)	$ —	(13)
Goodwill as of October 31, 2023	$ 1,579	$ 2,124	$ 257	$ 3,960
Foreign currency translation impact	4	(15)	2	(9)
Goodwill arising from acquisitions and adjustments	—	526	—	526
Goodwill as of October 31, 2024	$ 1,583	$ 2,635	$ 259	$ 4,477

Schedule of Acquired Finite-Lived Intangible Assets by Major Class

The component parts of other intangible assets at October 31, 2023 and 2024 are shown in the table below:

	Other Intangible Assets		
	Gross Carrying Amount	Accumulated Amortization	Net Book Value
	(in millions)		
As of October 31, 2023:			
Purchased technology	$ 1,467	$ 1,093	$ 374
Trademark/Trade name	196	163	33
Customer relationships	149	112	37
Third-party technology and licenses	34	13	21
Total amortizable intangible assets	$ 1,846	$ 1,381	$ 465
In-Process R&D	10	—	10
Total	$ 1,856	$ 1,381	$ 475
As of October 31, 2024:			
Purchased technology	$ 1,484	$ 1,169	$ 315
Backlog	9	—	9
Trademark/Trade name	199	174	25
Customer relationships	291	107	184
Third-party technology and licenses	33	19	14
Total amortizable intangible assets	$ 2,016	$ 1,469	$ 547
In-Process R&D	—	—	—
Total	$ 2,016	$ 1,469	$ 547

Future Amortization expense for the next five years and thereafter

Future amortization expense related to existing finite-lived purchased intangible assets associated with business combinations for the next five fiscal years and thereafter is estimated below:

Estimated future amortization expense:	
	(in millions)
2025	$ 104
2026	$ 75
2027	$ 72
2028	$ 65
2029	$ 61
Thereafter	$ 170

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INVESTMENTS (Tables)

12 Months Ended Oct. 31, 2024

Schedule of Investments [Abstract]

Investment

The following table summarizes the company's equity investments as of October 31, 2024 and 2023 (net book value):

	October 31,	
	2024	2023
	(in millions)	
Long-Term		
Equity investments - without readily determinable fair value	$ 101	$ 102
Other investments - with readily determinable fair value	31	26
Trading securities	43	36
Total long-term investments	$ 175	$ 164

Gain (Loss) on Securities

Gains and losses reflected in other income (expense), net for our equity investments with RDFV and equity investments without RDFV are summarized below:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Net gain (loss) recognized during the period on equity securities	$ 6	$ (41)	$ (67)
Less: Net gain (loss) on equity securities sold during the period	—	(15)	11
Unrealized gain (loss) on equity securities held as of the end of the period	$ 6	$ (26)	$ (78)

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FAIR VALUE MEASUREMENTS (Tables)

12 Months Ended Oct. 31, 2024

Fair Value Disclosures [Abstract]

Fair Value Assets And Liabilities Measured On Recurring Basis

Financial assets and liabilities measured at fair value on a recurring basis as of October 31, 2024 were as follows:

		Fair Value Measurement at October 31, 2024 Using		
	October 31, 2024	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
		(in millions)		
Assets:				
Short-term				
Cash equivalents (money market funds)	$ 800	$ 800	$ —	$ —
Derivative instruments (foreign exchange contracts)	14	—	14	—
Long-term				
Trading securities	43	43	—	—
Other investments	31	—	31	—
Total assets measured at fair value	$ 888	$ 843	$ 45	$ —
Liabilities:				
Short-term				
Derivative instruments (foreign exchange contracts)	$ 12	$ —	$ 12	$ —
Long-term				
Deferred compensation liability	43	—	43	—
Total liabilities measured at fair value	$ 55	$ —	$ 55	$ —

Financial assets and liabilities measured at fair value on a recurring basis as of October 31, 2023 were as follows:

		Fair Value Measurement at October 31, 2023 Using		
	October 31, 2023	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
		(in millions)		
Assets:				
Short-term				
Cash equivalents (money market funds)	$ 994	$ 994	$ —	$ —
Derivative instruments (foreign exchange contracts)	19	—	19	—
Long-term				
Trading securities	36	36	—	—
Other investments	26	—	26	—
Total assets measured at fair value	$ 1,075	$ 1,030	$ 45	$ —
Liabilities:				
Short-term				
Derivative instruments (foreign exchange contracts)	$ 2	$ —	$ 2	$ —
Contingent consideration	1	—	—	1
Long-term				
Deferred compensation liability	36	—	36	—
Total liabilities measured at fair value	$ 39	$ —	$ 38	$ 1

Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation

Contingent Consideration. The contingent consideration liability was our only Level 3 asset or liability. A summary of the Level 3 activity follows:

	Contingent Consideration
	(in millions)
Balance at October 31, 2022	$ 67
Additions to contingent consideration	5
Payments	(72)
Change in fair value (included within selling, general and administrative expenses)	1
Balance at October 31, 2023	$ 1
Change in fair value (included within selling, general and administrative expenses)	(1)
Balance at October 31, 2024	$ —

Impairment of Long-lived assets included in net income

For assets measured at fair value on a non-recurring basis, the following table summarizes the impairments included in net income for the years ended October 31, 2024, 2023 and 2022:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Long-lived assets held and used	$ 19	$ 277	$ —

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DERIVATIVES

12 Months Ended

(Tables)

Oct. 31, 2024

Derivative Instruments and Hedging Activities Disclosure [Abstract]

Aggregated notional amounts by designation

The number of open foreign exchange forward contracts and aggregated notional amounts by designation as of October 31, 2024 were as follows:

	Number of Open Forward Contracts	Aggregate Notional Amount USD Buy/(Sell)
		($ in millions)
Derivatives designated as hedging instruments:		
Cash Flow Hedges		
Foreign exchange forward contracts	321	$ (542)
Net Investment Hedges		
Foreign exchange forward contracts	3	$ (33)
Derivatives not designated as hedging instruments:		
Foreign exchange forward contracts	201	$ (19)

Gross fair values and balance sheet location of derivative instruments held in the consolidated balance sheet

The gross fair values and balance sheet location of derivative instruments held in the consolidated balance sheet as of October 31, 2024 and 2023 were as follows:

Fair Values of Derivative Instruments						
Asset Derivatives				Liability Derivatives		
	Fair Value				Fair Value	
Balance Sheet Location	October 31, 2024	October 31, 2023		Balance Sheet Location	October 31, 2024	October 31, 2023
	(in millions)					
Derivatives designated as hedging instruments:						
Cash flow hedges						
Foreign exchange contracts						
Other current assets	$ 4	$ 15		Other accrued liabilities	$ 2	$ 1
Net investment hedges						
Foreign exchange contracts						
Other current assets	$ —	$ 1		Other accrued liabilities	$ —	$ —
Derivatives not designated as hedging instruments:						
Foreign exchange contracts						
Other current assets	$ 10	$ 3		Other accrued liabilities	$ 10	$ 1
Total derivatives	$ 14	$ 19			$ 12	$ 2

Effect of derivative instruments for foreign exchange contracts in the consolidated statement of operations

The effects of derivative instruments for foreign exchange contracts designated as hedging instruments and not designated as hedging instruments in our consolidated statement of operations were as follows:

	Years Ended October 31,		
	2024	2023	2022
		(in millions)	
Derivatives designated as hedging instruments:			
Cash flow hedges			
Foreign exchange contracts:			
Gain (loss) recognized in accumulated other comprehensive income (loss)	$ (9)	$ (4)	$ 56
Gain (loss) reclassified from accumulated other comprehensive income (loss) into cost of sales	$ 4	$ 2	$ 36
Gain (loss) reclassified from accumulated other comprehensive income (loss) into interest expense	$ (2)	$ (2)	$ (2)
Gain on time value of forward contracts recorded in cost of sales	$ 7	$ 7	$ —
Net investment hedges			
Foreign exchange contracts:			
Gain (loss) recognized in accumulated other comprehensive income (loss) - translation adjustment	$ —	$ (1)	$ 5
Derivatives not designated as hedging instruments:			
Gain (loss) recognized in other income (expense), net	$ 2	$ 3	$ 10

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RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS (Tables)

12 Months Ended

Oct. 31, 2024

Defined Benefit Plans and Other Postretirement Benefit Plans Disclosures [Abstract]

Defined Contribution Plan Disclosures

Our defined contribution plan expenses included in income from operations were as follows:

	Years Ended October 31,		
	2024	2023	2022
		(in millions)	
Contributions to the 401(k) Plan	$ 46	$ 47	$ 46
Contributions to plans outside the U.S	51	51	47
Total defined contribution plan expense	$ 97	$ 98	$ 93

Schedule of Net Benefit Costs

For the years ended October 31, 2024, 2023 and 2022, components of net periodic benefit cost and other amounts recognized in other comprehensive income were comprised of:

	Pensions						U.S. Post-Retirement Benefit Plans		
	U.S. Defined Benefit Plans			Non-U.S. Defined Benefit Plans					
	2024	2023	2022	2024	2023	2022	2024	2023	2022
					(in millions)				
Net periodic benefit cost (income)									
Service cost - benefits earned during the period	$ —	$ —	$ —	$ 15	$ 16	$ 22	$ 1	$ —	$ 1
Interest cost on benefit obligation	21	21	14	26	24	9	4	4	2
Expected return on plan assets	(21)	(19)	(27)	(37)	(36)	(43)	(4)	(4)	(6)
Amortization of net actuarial (gain) loss	2	—	—	(16)	(2)	25	(1)	(1)	(2)
Amortization of prior service benefit	—	—	—	—	—	—	(1)	(1)	(1)
Total net periodic benefit cost (income)	$ 2	$ 2	$ (13)	$ (12)	$ 2	$ 13	$ (1)	$ (2)	$ (6)
Settlement loss	$ 2	$ 4	$ 4	$ —	$ —	$ —	$ —	$ —	$ —
Other changes in plan assets and benefit obligations recognized in other comprehensive (income) loss									
Net actuarial (gain) loss	$ (31)	$ 22	$ 16	$ (24)	$ (13)	$ (83)	$ (11)	$ 9	$ 15
Amortization of net actuarial (gain) loss	(2)	—	—	16	2	(25)	1	1	2
Amortization of prior service benefit	—	—	—	—	—	—	1	1	1
Loss due to settlement	(2)	(4)	(4)	—	—	—	—	—	—
Foreign currency	—	—	—	2	2	11	—	—	—
Total recognized in other comprehensive (income) loss	$ (35)	$ 18	$ 12	$ (6)	$ (9)	$ (97)	$ (9)	$ 11	$ 18
Total recognized in net periodic benefit cost (benefit) and other comprehensive (income) loss	$ (31)	$ 24	$ 3	$ (18)	$ (7)	$ (84)	$ (10)	$ 9	$ 12

Schedule of Funded status of Defined Benefit and Post-Retirement Benefit plans

Funded Status. As of October 31, 2024 and 2023, the funded status of the defined benefit and post-retirement benefit plans was:

	U.S. Defined Benefit Plans		Non-U.S. Defined Benefit Plans		U.S. Post-Retirement Benefit Plans	
	2024	2023	2024	2023	2024	2023
	(in millions)					
Change in fair value of plan assets:						
Fair value — beginning of year	$ 359	$ 396	$ 791	$ 748	$ 76	$ 85
Actual return on plan assets	88	(8)	119	14	16	(2)
Employer contributions	—	—	20	21	—	—
Participants' contributions	—	—	2	1	—	—
Benefits paid	(10)	(8)	(36)	(35)	(6)	(7)
Settlements	(23)	(21)	—	—	—	—
Currency impact	—	—	21	42	—	—
Fair value — end of year	$ 414	$ 359	$ 917	$ 791	$ 86	$ 76
Change in benefit obligation:						
Benefit obligation — beginning of year	$ 343	$ 357	$ 682	$ 665	$ 65	$ 65
Service cost	—	—	15	16	1	—
Interest cost	21	21	26	24	4	4
Participants' contributions	—	—	2	1	—	—
Actuarial (gain) loss	36	(5)	60	(33)	1	3
Benefits paid	(11)	(9)	(36)	(35)	(6)	(7)
Settlements	(23)	(21)	—	—	—	—
Currency impact	—	—	23	44	—	—
Benefit obligation — end of year	$ 366	$ 343	$ 772	$ 682	$ 65	$ 65
Overfunded (underfunded) status of PBO	$ 48	$ 16	$ 145	$ 109	$ 21	$ 11
Amounts recognized in the consolidated balance sheet consist of:						
Other assets	$ 51	$ 19	$ 236	$ 174	$ 21	$ 11
Employee compensation and benefits	—	(1)	—	—	—	—
Retirement and post-retirement benefits	(3)	(2)	(91)	(65)	—	—
Total net asset (liability)	$ 48	$ 16	$ 145	$ 109	$ 21	$ 11
Amounts Recognized in Accumulated Other Comprehensive Income (Loss):						
Actuarial (gains) losses	$ 31	$ 66	$ 37	$ 43	$ (6)	$ 4
Prior service costs (benefits)	—	—	—	—	(1)	(2)
Total	$ 31	$ 66	$ 37	$ 43	$ (7)	$ 2

Amounts recognized in the consolidated balance sheet

Amounts recognized in accumulated other comprehensive income (loss)

Schedule of Allocation of Plan Assets

The following tables present the fair value of U.S. Defined Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of October 31, 2024 and 2023.

		Fair Value Measurement at October 31, 2024 Using			
	October 31, 2024	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling [1]
			(in millions)		
Cash and Cash Equivalents	$ 2	$ —	$ —	$ —	$ 2
Equity	211	54	—	—	157
Fixed Income	200	—	—	—	200
Other Investments	1	—	—	1	—
Total assets measured at fair value	$ 414	$ 54	$ —	$ 1	$ 359

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

		Fair Value Measurement at October 31, 2023 Using			
	October 31, 2023	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling [1]
			(in millions)		
Cash and Cash Equivalents	$ 2	$ —	$ —	$ —	$ 2
Equity	182	44	—	—	138
Fixed Income	174	—	—	—	174
Other Investments	1	—	—	1	—
Total assets measured at fair value	$ 359	$ 44	$ —	$ 1	$ 314

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

The following tables present the fair value of U.S. Post-Retirement Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of October 31, 2024 and 2023.

		Fair Value Measurement at October 31, 2024 Using			
	October 31, 2024	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling [1]
			(in millions)		
Cash and Cash Equivalents	$ 1	$ —	$ —	$ —	$ 1
Equity	42	11	—	—	31
Fixed Income	42	—	—	—	42
Other Investments	1	—	—	1	—
Total assets measured at fair value	$ 86	$ 11	$ —	$ 1	$ 74

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

		Fair Value Measurement at October 31, 2023 Using			
	October 31, 2023	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling [1]
			(in millions)		
Cash and Cash Equivalents	$ —	$ —	$ —	$ —	$ —
Equity	39	10	—	—	29
Fixed Income	36	—	—	—	36
Other Investments	1	—	—	1	—
Total assets measured at fair value	$ 76	$ 10	$ —	$ 1	$ 65

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

The following tables present the fair value of non-U.S. Defined Benefit Plans assets classified under the appropriate level of the fair value hierarchy as of October 31, 2024 and 2023:

		Fair Value Measurement at October 31, 2024 Using			
	October 31, 2024	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling [1]
			(in millions)		
Cash and Cash Equivalents	$ 26	$ 14	$ 12	$ —	$ —
Equity	389	305	—	—	84
Fixed Income	352	60	159	—	133
Annuity Contract	150	—	—	150	—
Total assets measured at fair value	$ 917	$ 379	$ 171	$ 150	$ 217

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

		Fair Value Measurement at October 31, 2023 Using			
	October 31, 2023	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Not Subject to Leveling [1]
			(in millions)		
Cash and Cash Equivalents	$ 17	$ 1	$ 16	$ —	$ —
Equity	367	266	—	—	101
Fixed Income	321	113	113	—	95
Annuity Contract	86	—	—	86	—
Total assets measured at fair value	$ 791	$ 380	$ 129	$ 86	$ 196

(1) Investments measured at the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

Defined benefit plans assets measured at fair value using significant unobservable inputs (level 3)

For U.S. Defined Benefit Plans assets measured at fair value using significant unobservable inputs (level 3), the following table summarizes the change in balances during 2024 and 2023:

	Years Ended October 31.	
	2024	2023
Balance, beginning of year	$ 1	$ 2
Realized gains/(losses)	—	—
Unrealized gains/(losses)	—	—
Purchases, sales, issuances, and settlements	—	(1)
Transfers in (out)	—	—
Balance, end of year	$ 1	$ 1

For U.S. Post-Retirement Benefit Plans assets measured at fair value using significant unobservable inputs (level 3), the following table summarizes the change in balances during 2024 and 2023:

	Years Ended October 31,	
	2024	2023
Balance, beginning of year	$ 1	$ 1
Realized gains/(losses)	—	—
Unrealized gains/(losses)	—	—
Purchases, sales, issuances, and settlements	—	—
Transfers in (out)	—	—
Balance, end of year	$ 1	$ 1

For non-U.S. Defined Benefit Plans assets measured at fair value using significant unobservable inputs (level 3), the following table summarizes the change in balances during 2024 and 2023:

	Years Ended October 31,	
	2024	2023
Balance, beginning of year	$ 86	$ 92
Unrealized gains (losses)	4	(5)
Purchases, sales, issuances, and settlements	(7)	(6)
Transfers in (out)	60	—
Currency impact	7	5
Balance, end of year	$ 150	$ 86

Combined projected benefit obligation, accumulated benefit obligations and fair value of plan assets

The table below presents the combined projected benefit obligation ("PBO"), accumulated benefit obligation ("ABO") and fair value of plan assets, grouping plans using comparisons of the PBO and ABO relative to the plan assets as of October 31, 2024 or 2023.

	2024		2023	
	Benefit Obligation PBO	Fair Value of Plan Assets	Benefit Obligation PBO	Fair Value of Plan Assets
	(in millions)			
U.S. defined benefit plans where PBO exceeds the fair value of plan assets	$ 3	$ —	$ 3	$ —
U.S. defined benefit plans where fair value of plan assets exceeds PBO	363	414	340	359
Total	$ 366	$ 414	$ 343	$ 359
Non-U.S. defined benefit plans where PBO exceeds the fair value of plan assets	$ 249	$ 157	$ 197	$ 132
Non-U.S. defined benefit plans where fair value of plan assets exceeds PBO	523	760	485	659
Total	$ 772	$ 917	$ 682	$ 791
	ABO		ABO	
U.S. defined benefit plans where ABO exceeds the fair value of plan assets	$ 3	$ —	$ 3	$ —
U.S. defined benefit plans where the fair value of plan assets exceeds ABO	363	414	340	359
Total	$ 366	$ 414	$ 343	$ 359
Non-U.S. defined benefit plans where ABO exceeds the fair value of plan assets	$ 241	$ 157	$ 192	$ 132
Non-U.S. defined benefit plans where fair value of plan assets exceeds ABO	518	760	480	659
Total	$ 759	$ 917	$ 672	$ 791

Schedule of expected benefit payments

The following table presents expected future benefit payments for the next 10 years:

	U.S. Defined Benefit Plans	Non-U.S. Defined Benefit Plans	U.S. Post-Retirement Benefit Plans
		(in millions)	
2025	$ 30	$ 37	$ 7
2026	$ 29	$ 38	$ 7
2027	$ 29	$ 39	$ 8
2028	$ 31	$ 40	$ 8
2029	$ 27	$ 40	$ 7
2030 - 2034	$ 126	$ 208	$ 29

Assumptions used to calculate the net periodic cost and benefit obligation

Assumptions used to calculate the net periodic cost (benefit) in each year were as follows:

	For years ended October 31,		
	2024	2023	2022
U.S. defined benefit plans:			
Discount rate	6.50%	6.00%	2.75%
Expected long-term return on assets	6.00%	5.00%	5.00%
Non-U.S. defined benefit plans:			
Discount rate	1.78-5.63%	1.50-4.77%	0.29-1.76%
Average increase in compensation levels	2.00-3.25%	2.00-3.25%	2.00-3.50%
Expected long-term return on assets	4.00-5.00%	3.25-5.50%	2.75-5.50%
Interest crediting rate for cash balance plans	0.50-1.80%	0.50-2.10%	0.30-0.50%
U.S. post-retirement benefits plans:			
Discount rate	6.60%	6.00%	2.75%
Expected long-term return on assets	6.00%	5.00%	5.00%
Current medical cost trend rate	6.50%	7.00%	6.00%
Ultimate medical cost trend rate	4.75%	4.75%	4.50%
Medical cost trend rate decreases to ultimate rate in year	2029	2029	2027

Assumptions used to calculate the benefit obligation were as follows:

	As of the Years Ending October 31,	
	2024	2023
U.S. defined benefit plans:		
Discount rate	5.50%	6.50%
Non-U.S. defined benefit plans:		
Discount rate	0.95-5.31%	1.78-5.63%
Average increase in compensation levels	2.00-3.25%	2.00-3.25%
Interest crediting rate for cash balance plans	0.75-1.80%	0.50-1.80%
U.S. post-retirement benefits plans:		
Discount rate	5.50%	6.60%
Current medical cost trend rate	6.00%	6.50%
Ultimate medical cost trend rate	4.75%	4.75%
Medical cost trend rate decreases to ultimate rate in year	2029	2029

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RESTRUCTURING AND OTHER RELATED COSTS (Tables)

12 Months Ended

Oct. 31, 2024

Restructuring and Related Activities [Abstract]

Schedule of Restructuring Reserve by Type of Cost

A summary of our aggregate liability related to both restructuring plans and the total restructuring expense since inception of those plans are shown in the table below:

	Workforce Reduction	Consolidation of Excess Facilities	Total
		(in millions)	
Balance at October 31, 2022	$ —	$ —	$ —
Income statement expense	33	13	46
Non-cash settlements	(1)	(8)	(9)
Cash payments	(1)	—	(1)
Balance at October 31, 2023	$ 31	$ 5	$ 36
Income statement expense	75	1	76
Non-cash settlements	(7)	(1)	(8)
Cash payments	(86)	(5)	(91)
Balance at October 31, 2024	$ 13	$ —	$ 13
Total restructuring expense since inception of all plans			**$ 122**

Non-cash settlements include accelerated share-based compensation expense related to workforce reductions and accelerated depreciation expense of right-of-use and machinery and equipment assets related to the consolidation of excess facilities.

A summary of the charges in the consolidated statement of operations resulting from the restructuring plans is shown below:

	Years Ended October 31,	
	2024	2023
	(in millions)	
Cost of products and services	$ 13	$ 11
Research and development	21	6
Selling, general and administrative	42	29
Total restructuring costs	$ 76	$ 46

A summary of the FY24 Plan activity is shown in the table below:

	Workforce Reduction
	(in millions)
Balance at October 31, 2023	**$ —**
Income statement expense	72
Non-cash settlements	(7)
Cash payments	(54)
Balance at October 31, 2024	**$ 11**
Total restructuring expense since inception of FY24 Plan	**$ 72**

Non-cash settlements include accelerated share-based compensation expense related to workforce reductions.

A summary of the FY23 Plan activity is shown in the table below:

	Workforce Reduction	Consolidation of Excess Facilities	Total
		(in millions)	
Balance at October 31, 2022	**$ —**	**$ —**	**$ —**
Income statement expense	33	13	46
Non-cash settlements	(1)	(8)	(9)
Cash payments	(1)	—	(1)
Balance at October 31, 2023	**$ 31**	**$ 5**	**$ 36**
Income statement expense	3	1	4
Non-cash settlements	—	(1)	(1)
Cash payments	(32)	(5)	(37)
Balance at October 31, 2024	**$ 2**	**$ —**	**$ 2**
Total restructuring expense since inception of the FY23 Plan			**$ 50**

Non-cash settlements include accelerated share-based compensation expense related to workforce reductions and accelerated depreciation expense of right-of-use and machinery and equipment assets related to the consolidation of excess facilities.

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GUARANTEES (Tables)

12 Months Ended Oct. 31, 2024

Guarantees [Abstract]

Standard Warranty

A summary of the standard warranty accrual activity is shown in the table below.

	October 31, 2024	October 31, 2023
	(in millions)	
Standard warranty accrual, beginning balance	$ 29	$ 30
Accruals for warranties including change in estimates	58	57
Settlements made during the period	(57)	(58)
Standard warranty accrual, ending balance	$ 30	$ 29
Accruals for warranties due within one year	$ 30	$ 29

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LONG-TERM DEBT (Tables)

12 Months Ended Oct. 31, 2024

Debt Disclosure [Abstract]

Long-term debt - Senior Notes

The following table summarizes the company's long-term senior notes:

	October 31, 2024 Amortized Principal	October 31, 2023 Amortized Principal
	(in millions)	
2026 Senior Notes	$ 299	$ 299
2027 Senior Notes	596	—
2029 Senior Notes	496	496
2030 Senior Notes	497	496
2031 Senior Notes	845	844
2034 Senior Notes	593	—
Total Senior Notes	$ 3,326	$ 2,135

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STOCKHOLDERS' EQUITY (Tables)

12 Months Ended Oct. 31, 2024

Accumulated Other Comprehensive Income (Loss) [Line Items]

Accumulated other comprehensive income

Accumulated Other Comprehensive Income (Loss)

Changes in accumulated other comprehensive income (loss) by component and related tax effects for the years ended October 31, 2024 and 2023 were as follows:

	Foreign currency translation	Net defined benefit pension cost and post retirement plan costs: Prior service credits	Net defined benefit pension cost and post retirement plan costs: Actuarial Losses	Unrealized gains (losses) on derivatives	Total
			(in millions)		
As of October 31, 2022	$ (335)	$ 123	$ (155)	$ 20	$ (34
Other comprehensive income (loss) before reclassifications	33	—	(17)	(4)	1
Amounts reclassified out of accumulated other comprehensive income (loss)	—	(1)	2	—	
Tax (expense) benefit	1	—	5	1	
Other comprehensive income (loss)	34	(1)	(10)	(3)	2
As of October 31, 2023	$ (301)	$ 122	$ (165)	$ 17	$ (32
Other comprehensive income (loss) before reclassifications	(11)	—	65	(9)	4
Amounts reclassified out of accumulated other comprehensive income (loss)	(8)	(1)	(12)	(2)	(2
Tax (expense) benefit	(3)	—	—	3	
Other comprehensive income (loss)	(22)	(1)	53	(8)	2
As of October 31, 2024	$ (323)	$ 121	$ (112)	$ 9	$ (30

Reclassification out of Accumulated Other Comprehensive Income [Table Text Block]

Reclassifications out of accumulated other comprehensive income (loss) for the years ended October 31, 2024 and 2023 were as follows (in millions):

Details about Accumulated Other Comprehensive Income (Loss) components	Amounts Reclassified from Other Comprehensive Income (Loss) 2024	Amounts Reclassified from Other Comprehensive Income (Loss) 2023	Affected line item in statement of operations
Foreign currency translation	$ 8	$ —	Other income (expense), net
	8	—	Total before income tax
	—	—	(Provision) benefit for income tax
	8	—	Total net of income tax
Unrealized gain (loss) on derivatives	$ 4	$ 2	Cost of products
Unrealized gain (loss) on derivatives	(2)	(2)	Interest expense
	2	—	Total before income tax
	(1)	—	(Provision) benefit for income tax
	1	—	Total net of income tax
Net defined benefit pension cost and post retirement plan costs:			
Actuarial net gain (loss)	12	(2)	Other income (expense)
Prior service benefit	1	1	Other income (expense)
	13	(1)	Total before income tax
	(4)	—	(Provision) benefit for income tax
	9	(1)	Total net of income tax
Total reclassifications for the period	$ 18	$ (1)	

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SEGMENT INFORMATION (Tables)

12 Months Ended Oct. 31, 2024

Revenue from External Customer [Line Items]

Segment profitability

The following tables reflect segment results under our management reporting system after excluding certain unallocated costs as noted in the reconciliations below:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Net Revenue:			
Life Sciences and Applied Markets	$ 3,215	$ 3,510	$ 3,630
Diagnostics and Genomics	1,651	1,755	1,766
Agilent CrossLab	1,644	1,568	1,452
Total net revenue	$ 6,510	$ 6,833	$ 6,848
Segment Income from Operations:			
Life Sciences and Applied Markets	$ 877	$ 1,049	$ 1,097
Diagnostics and Genomics	320	363	390
Agilent CrossLab	524	463	370
Total reportable segment income from operations	1,721	1,875	1,857
Share-Based Compensation Expense:			
Life Sciences and Applied Markets	$ 59	$ 60	$ 62
Diagnostics and Genomics	30	28	32
Agilent CrossLab	29	24	26
Unallocated share-based compensation expenses [1]	12	—	6
Total share-based compensation expense	$ 130	$ 112	$ 126
Depreciation Expense:			
Life Sciences and Applied Markets	$ 64	$ 58	$ 55
Diagnostics and Genomics	56	45	43
Agilent CrossLab	29	25	22
Total depreciation expense	$ 149	$ 128	$ 120

(1) Share-based compensation expense amounts not allocated to the segments relate to accelerated share-based compensation expense from workforce reduction and from acquisition of businesses.

Segment assets include allocations of corporate assets, goodwill, net other intangibles and other assets. Unallocated assets primarily consist of cash, cash equivalents, prepaid expenses, long-term investments, deferred tax assets, right-of use assets and other assets.

The following table reflects segment assets and capital expenditures under our management reporting system.

	October 31,	
	2024	2023
	(in millions)	
Assets:		
Life Sciences and Applied Markets	$ 3,139	$ 3,161
Diagnostics and Genomics	5,044	3,966
Agilent CrossLab	915	897
Total reportable segment assets	$ 9,098	$ 8,024
Capital Expenditures:		
Life Sciences and Applied Markets	$ 60	$ 64
Diagnostics and Genomics	299	212
Agilent CrossLab	19	22
Total capital expenditures	$ 378	$ 298

Reconciliation of Reportable Segment Income from Operations to Consolidated Income before taxes.

The following table reconciles reportable segments' income from operations to Agilent's total enterprise income before taxes:

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Total reportable segments' income from operations	$ 1,721	$ 1,875	$ 1,857
Unallocated Costs			
Amortization of intangible assets related to business combinations	(102)	(139)	(191)
Acquisition and integration costs	(12)	(16)	(25)
Transformational initiatives	(11)	(25)	(30)
Asset impairments	(8)	(277)	—
Business exit and divestiture costs	—	—	(7)
Change in fair value of contingent consideration	—	(1)	25
Restructuring and other related costs	(76)	(46)	—
Other	(24)	(21)	(11)
Total unallocated costs	(233)	(525)	(239)
Income from operations	1,488	1,350	1,618
Interest income	80	51	9
Interest expense	(96)	(95)	(84)
Other income (expense), net	49	33	(39)
Income before taxes	$ 1,521	$ 1,339	$ 1,504

Reconciliation of Assets from Segment to Consolidated

The following table reconciles segment assets to Agilent's total assets:

	October 31,	
	2024	2023
	(in millions)	
Total reportable segments' assets	$ 9,098	$ 8,024
Cash and cash equivalents	1,329	1,590
Prepaid expenses	188	139
Long-term investments	175	164
Long-term and other receivables	143	127
Deferred tax assets	351	284
Right of use assets	177	154
Others	385	281
Total assets	$ 11,846	$ 10,763

The other category primarily includes over funded pension plans which are not allocated to the segments.

Revenue and assets by geographic areas

The following table presents summarized information for net revenue by geographic region. Revenues from external customers are generally attributed to countries based upon the customers' location.

	Years Ended October 31,		
	2024	2023	2022
	(in millions)		
Net revenue:			
United States	$ 2,246	$ 2,410	$ 2,385
China including Hong Kong	1,217	1,383	1,499
Rest of the world	3,047	3,040	2,964
Total net revenue	6,510	6,833	6,848

The following table presents summarized information for long-lived assets by geographic region. Long lived assets consist of property, plant, and equipment, right-of-use assets, long-term receivables and other long-term assets excluding intangible assets. The rest of the world primarily consists of Asia and the rest of Europe.

	October 31,	
	2024	2023
	(in millions)	
Long-lived Assets:		
United States	$ 1,453	$ 1,188
Canada	279	2
Germany	244	192
Rest of World	529	469
Total Long-lived Assets	$ 2,505	$ 1,851

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OVERVIEW AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Details) - USD ($) $ in Millions	**3 Months Ended**		**12 Months Ended**			
	Sep. 20, 2024	**Jan. 31, 2024**	**Oct. 31, 2024**	**Oct. 31, 2023**	**Oct. 31, 2022**	**Oct. 31, 2021**
Gain (Loss) on Disposition of Assets [Abstract]						
Proceeds from Divestiture of Businesses		$ 0	$ 50		$ 0	
Net gain on Divestiture of Business		0	43		0	
Goodwill adjustment related to divestiture of business			(13)			

Advertising Expense					
Advertising costs expensed as incurred		49	54	66	
Cash and Cash Equivalents					
Short-term Investments		0	0		
Cash and cash equivalents		1,329	1,590	1,053	
Restricted Cash		3	3	3	
Cash, cash equivalents and restricted cash		1,332	1,593	1,056	$ 1,490
Goodwill and Intangible Assets					
Goodwill impairment	$ 0	0	0	0	
Impairment of indefinite-lived intangible assets		6	0	0	
Long -Lived Assets					
Impairment of Long-Lived Assets		19	277	0	
Variable Interest Entity					
Assets		11,846	10,763		
Fair Value Disclosures					
Equity Method Investments		0	0		
Carrying Value of Senior Notes		3,345	2,735		
Employee Compensation and Benefits					
Employee compensation and benefits accrued		116	120		
Share-based Payment Arrangement, Noncash Expense [Abstract]					
Share-based compensation expense		130	112	126	
Foreign Currency Translation					
Foreign currency translation net gain (loss)		4	2	$ (6)	
In-Process R&D		0	10		
Senior Notes					
Fair Value Disclosures					
Carrying Value of Senior Notes		$ 3,326	$ 2,135		
Accounts Receivable					
Accounts Receivable					
Percent of Accounts receivable from a single customer		No single customer accounted for more than 10 percent of accounts receivable	No single customer accounted for more than 10 percent of accounts receivable		
Quoted Prices in Active Markets for Identical Assets (Level 1) | Senior Notes					
Foreign Currency Translation					
Long-term Debt, Fair Value		$ 3,083	$ 1,747		
Variable Interest Entity, Not Primary Beneficiary					
Variable Interest Entity					
Assets		79	82		
Non-US					
Cash and Cash Equivalents					
Cash and cash equivalents		$ 1,313			
Resolution Bioscience, Inc.					
Gain (Loss) on Disposition of Assets [Abstract]					
Net gain on Divestiture of Business			43		
Long -Lived Assets					
Long lived assets held for sale Impairment			270		
BIOVECTRA					
Foreign Currency Translation					
Purchase price for acquisition	$ 915				
Minimum					
Goodwill and Intangible Assets					
Finite Lived Intangible Assets Useful Life		2 years			
Minimum | Machinery and Equipment					
Property, Plant and Equipment [Abstract]					
Property, Plant and Equipment, Useful Life		3 years			
Minimum | Software Development					
Property, Plant and Equipment [Abstract]					
Property, Plant and Equipment, Useful Life		3 years			
Maximum					
Goodwill and Intangible Assets					
Finite Lived Intangible Assets Useful Life		15 years			
Maximum | Machinery and Equipment					
Property, Plant and Equipment [Abstract]					
Property, Plant and Equipment, Useful Life		10 years			
Maximum | Software Development					
Property, Plant and Equipment [Abstract]					
Property, Plant and Equipment, Useful Life		5 years			
Diagnostics and Genomics					
Gain (Loss) on Disposition of Assets [Abstract]					
Goodwill adjustment related to divestiture of business			$ (13)		

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ACQUISITIONS - Assets and Liabilities Assumed (Details) - USD ($) $ in Millions	**12 Months Ended**		
	Sep. 20, 2024	**Oct. 31, 2024**	**Oct. 31, 2023**
Business Acquisition [Line Items]			
Goodwill Additions	$ 526	$ 15	
BIOVECTRA			
Business Acquisition [Line Items]			
Cash and cash equivalents	$ 56		
Accounts receivables	36		
Inventories	25		
Other current assets	2		
Property, plant, and equipment	276		
Intangible assets	183		
Goodwill Additions	526		
Total assets acquired	1,104		
Accounts payable	(10)		
Deferred revenue	(70)		
Deferred tax liability	(45)		
Other liabilities	(19)		
Other accrued liabilities	(20)		
Long-term debt	(25)		
Purchase price for acquisition	$ 915		

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REVENUE - Revenue by Region (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Disaggregation of Revenue [Line Items]			
Net revenue	$ 6,510	$ 6,833	$ 6,848
Americas			
Disaggregation of Revenue [Line Items]			
Net revenue	2,573	2,732	2,682
Europe			
Disaggregation of Revenue [Line Items]			
Net revenue	1,770	1,754	1,699
Asia Pacific			
Disaggregation of Revenue [Line Items]			
Net revenue	2,167	2,347	2,467
Life Sciences and Applied Markets			
Disaggregation of Revenue [Line Items]			
Net revenue	3,215	3,510	3,630
Life Sciences and Applied Markets | Americas			
Disaggregation of Revenue [Line Items]			
Net revenue	995	1,099	1,109
Life Sciences and Applied Markets | Europe			
Disaggregation of Revenue [Line Items]			
Net revenue	811	851	844
Life Sciences and Applied Markets | Asia Pacific			
Disaggregation of Revenue [Line Items]			
Net revenue	1,409	1,560	1,677
Diagnostics and Genomics			
Disaggregation of Revenue [Line Items]			
Net revenue	1,651	1,755	1,766
Diagnostics and Genomics | Americas			
Disaggregation of Revenue [Line Items]			
Net revenue	904	999	1,006
Diagnostics and Genomics | Europe			
Disaggregation of Revenue [Line Items]			
Net revenue	507	486	473
Diagnostics and Genomics | Asia Pacific			
Disaggregation of Revenue [Line Items]			
Net revenue	240	270	287
Agilent CrossLab			
Disaggregation of Revenue [Line Items]			
Net revenue	1,644	1,568	1,452
Agilent CrossLab | Americas			
Disaggregation of Revenue [Line Items]			
Net revenue	674	634	567
Agilent CrossLab | Europe			
Disaggregation of Revenue [Line Items]			
Net revenue	452	417	382
Agilent CrossLab | Asia Pacific			
Disaggregation of Revenue [Line Items]			
Net revenue	$ 518	$ 517	$ 503

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REVENUE - Revenue by End Markets (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Disaggregation of Revenue [Line Items]			
Net revenue	$ 6,510	$ 6,833	$ 6,848
Pharmaceutical and Biopharmaceutical Market			
Disaggregation of Revenue [Line Items]			
Net revenue	2,242	2,433	2,515
Chemical and Advanced Materials Market			
Disaggregation of Revenue [Line Items]			
Net revenue	1,495	1,543	1,521
Diagnostics and Clinical Market			
Disaggregation of Revenue [Line Items]			
Net revenue	964	966	963
Food Market			
Disaggregation of Revenue [Line Items]			
Net revenue	592	628	617
Academia and Government Market			
Disaggregation of Revenue [Line Items]			
Net revenue	567	601	576
Environmental and Forensics Market			
Disaggregation of Revenue [Line Items]			
Net revenue	$ 650	$ 662	$ 656

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REVENUE - Revenue by Type (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Disaggregation of Revenue [Line Items]			
Net revenue	$ 6,510	$ 6,833	$ 6,848
Instrumentation			
Disaggregation of Revenue [Line Items]			
Net revenue	2,354	2,742	2,907
Non-Instrumentation and Other			
Disaggregation of Revenue [Line Items]			
Net revenue	$ 4,156	$ 4,091	$ 3,941

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REVENUE - Contract Balances (Details) - USD ($) $ in Millions	12 Months Ended	
	Oct. 31, 2024	Oct. 31, 2023
Contract Assets	$ 247	$ 252
Contract Liability beginning balance	616	557
Net revenue deferred in the period	469	488
Revenue recognized that was included in the contract liability balance at the beginning of the period	(448)	(409)

Change in deferrals from customer cash advances, net of revenue recognized	(9)	(28)
Currency translation and other adjustments	3	8
Contract liabilities acquired in business combination	70	
Contract Liability ending balance	701	$ 616
Revenue, Remaining Performance Obligation, Amount	$ 409	
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2024-10-31		
Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period	12 months	

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SHARE-BASED COMPENSATION General Disclosures (Details) - USD ($) $ in Millions	12 Months Ended			
	Nov. 01, 2024	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Employee stock purchase plan [Abstract]				
Compensation percentage maximum eligible contribution to purchase shares of common stock		10.00%		
Maximum number of shares authorized for issuance under the ESPP (in shares)		31,000,000		
Number of shares purchased under ESPP (in shares)		576,467	487,735	469,701
Aggregate Value stock issued under Employee Stock Purchase Plan		$ 58	$ 57	$ 54
Incentive compensation plans [Abstract]				
Common stock available for future awards under the 2018 Stock Plan (in shares)		17,135,988		
Subsequent Event				
Employee stock purchase plan [Abstract]				
Number of shares purchased under ESPP (in shares)	249,755			
Aggregate Value stock issued under Employee Stock Purchase Plan	$ 28			
Employee Stock Purchase Plan				
Employee stock purchase plan [Abstract]				
Percent of market price		85.00%		
Incentive compensation plans [Abstract]				
Common stock available for future awards under the 2018 Stock Plan (in shares)		23,775,073		
Share-based Payment Arrangement, Option				
Employee stock purchase plan [Abstract]				
Percent of market price		100.00%		
Incentive compensation plans [Abstract]				
Share-based Compensation Arrangement by Share-based Payment Award, Expiration Period		10 years		
Percentage which rate options generally vest per year (in hundredths)		25.00%		
Number of years from the date of grant generally vest (in years)		4 years		
Restricted Stock Units (RSUs)				
Incentive compensation plans [Abstract]				
Share-based Compensation Arrangement by Share-based Payment Award, Expiration Period		10 years		
Percentage which rate options generally vest per year (in hundredths)		25.00%		
Number of years from the date of grant generally vest (in years)		4 years		
Long-Term Performance Plan				
Incentive compensation plans [Abstract]				
Number of years from the date of grant generally vest (in years)		3 years		
Long-Term Performance Plan | Minimum				
Incentive compensation plans [Abstract]				
Percentage which rate options generally vest per year (in hundredths)		0.00%		
Long-Term Performance Plan | Maximum				
Incentive compensation plans [Abstract]				
Percentage which rate options generally vest per year (in hundredths)		200.00%		

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SHARE-BASED COMPENSATION Allocated Share-based compensation expense (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Share-based compensation disclosures			
Share-based compensation expense	$ 130	$ 112	$ 126
Share-based Payment Arrangement, Expensed and Capitalized, Amount			
Share-based compensation expense	0	0	
Cost of Product and Services			
Share-based compensation disclosures			
Share-based compensation expense	41	34	30
Research and Development			
Share-based compensation disclosures			
Share-based compensation expense	16	13	14
Selling, General and Administrative			
Share-based compensation disclosures			
Share-based compensation expense	$ 73	$ 65	$ 82

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SHARE-BASED COMPENSATION-Fair Value Assumptions (Details)	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Stock Options			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Weighted average risk-free interest rate	4.40%	3.90%	1.50%
Dividend Yield	0.80%	0.60%	0.50%
Weighted Average Volatility	29.00%	28.00%	26.00%
Expected life	5 years 6 months	5 years 6 months	5 years 6 months
Long-Term Performance Plan			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Volatility of Agilent shares (in hundreths)	28.00%	31.00%	29.00%
Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum	16.00%	22.00%	23.00%
Share-based Compensation Arrangement by Share-based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Maximum	70.00%	84.00%	81.00%
Pair-wise correlation with selected peers (in hundredths)	30.00%	42.00%	41.00%
LTPP & RSU			
Share-based Compensation Arrangement by Share-based Payment Award [Line Items]			
Post-vest restriction discount for all executive awards	6.40%	7.10%	6.50%

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SHARE-BASED COMPENSATION Stock Option Activity (Details) - USD ($) $ / shares in Units, shares in Thousands	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Stock Options Outstanding [Roll Forward]			
Outstanding, beginning balance (in shares)	1,080		
Granted (in shares)	335		

Exercised (in shares)	(300)		
Cancelled (in shares)	(110)		
Outstanding, ending balance (in shares)	1,005	1,080	
Stock Options, Additional Disclosures [Abstract]			
Outstanding, Weighted Average option Exercise Price	$ 134	$ 118	
Options, Grants in Period, Weighted Average Exercise Price	126		
Weighted-average exercise price per share, exercised (in dollars per share)	64	$ 41	$ 38
Weighted-average exercise price per share, cancelled, expired and forfeited (in dollars per shares)	$ 140		
Options exercised in the period	$ 22,762,000	$ 25,303,000	$ 10,765,000
Black Scholes per share value of options granted during fiscal year	$ 41	$ 47	$ 39
Issuance of common stock under employee stock plans	$ 77,000,000	$ 67,000,000	$ 58,000,000
Unrecognized share-based compensation expense - Stock Options	$ 10,000,000		

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SHARE-BASED COMPENSATION Shares Authorized by Exercise Price Range (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands	12 Months Ended	
	Oct. 31, 2024	Oct. 31, 2023
Sharebased Compensation Arrangement By Exercise Price Range [Abstract]		
Weighted Average Remaining Contractual Life (in years)	7 years 8 months 12 days	
Aggregate Intrinsic Value - Options outstanding	$ 6,881	
Number Exercisable (in shares)	200	
Weighted Average Remaining Contractual Life (in years)	6 years 9 months 18 days	
Weighted Average Exercise Price (in dollars per share)	$ 133	
Options Exercisable, Aggregate Intrinsic Value	$ 3,971	
Number of Options, Exercisable	402	
Aggregate instrinsic value of options [Abstract]		
Share Price	$ 130.31	
Options Outstanding Number	1,005	1,080
Outstanding, Weighted Average option Exercise Price	$ 134	$ 118
Range of Exercise Prices $100.00 - $110.00		
Sharebased Compensation Arrangement By Exercise Price Range [Abstract]		
Minimum price of options outstanding in the period (in dollars per share)	100.00	
Maximum price of options outstanding, end of the period (in dollars per share)	$ 110.00	
Number Outstanding (in shares)	242	
Weighted Average Remaining Contractual Life (in years)	6 years	
Weighted Average Exercise Price (in dollars per share)	$ 110	
Aggregate Intrinsic Value - Options outstanding	$ 4,951	
Number Exercisable (in shares)	187	
Weighted Average Remaining Contractual Life (in years)	6 years	
Weighted Average Exercise Price (in dollars per share)	$ 110	
Options Exercisable, Aggregate Intrinsic Value	$ 3,832	
Range of Exercise Prices - $110.01 - $150.00		
Sharebased Compensation Arrangement By Exercise Price Range [Abstract]		
Minimum price of options outstanding in the period (in dollars per share)	$ 110.01	
Maximum price of options outstanding, end of the period (in dollars per share)	$ 150.00	
Number Outstanding (in shares)	559	
Weighted Average Remaining Contractual Life (in years)	8 years 7 months 6 days	
Weighted Average Exercise Price (in dollars per share)	$ 134	
Aggregate Intrinsic Value - Options outstanding	$ 1,930	
Number Exercisable (in shares)	95	
Weighted Average Remaining Contractual Life (in years)	8 years	
Weighted Average Exercise Price (in dollars per share)	$ 143	
Options Exercisable, Aggregate Intrinsic Value	$ 139	
Range of Exercise Prices - $150.01 & over		
Sharebased Compensation Arrangement By Exercise Price Range [Abstract]		
Minimum price of options outstanding in the period (in dollars per share)	$ 150.01	
Number Outstanding (in shares)	204	
Weighted Average Remaining Contractual Life (in years)	7 years	
Weighted Average Exercise Price (in dollars per share)	$ 161	
Aggregate Intrinsic Value - Options outstanding	$ 0	
Number Exercisable (in shares)	120	
Weighted Average Remaining Contractual Life (in years)	7 years	
Weighted Average Exercise Price (in dollars per share)	$ 161	
Options Exercisable, Aggregate Intrinsic Value	$ 0	

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SHARE-BASED COMPENSATION Non-vested award activity disclosure (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Share-based Compensation Arrangement by Share-based Payment Award, Equity Instruments Other than Options, Nonvested, Number of Shares [Roll Forward]			
Non-vested beginning (in shares)	1,889		
Granted (in shares)	1,200		
Vested (in shares)	(855)		
Forfeited (in shares)	(129)		
Change in LTPP shares vested in the year due to performance conditions	31		
Change in LTPP shares vested in the year- Weighted Average Grant Date Fair Value	$ 111		
Non-vested ending (in shares)	2,136	1,889	
Share-based Compensation Arrangement by Share-based Payment Award, Options, Additional Disclosures [Abstract]			
Non-vested at beginning of period -Weighted Average Grant Price (in dollars per share)	$ 136		
Granted - Weighted Average Grant Price (in dollars per share)	126		
Vested- Weighted Average Grant Price (in dollars per share)	121		
Foreited- Weighted Average Grant Price (in dollars per share)	139		
Non-vested at end of period -Weighted Average Grant Price (in dollars per share)	$ 136	$ 136	
Unrecognized share-based compensation costs for non-vested restricted stock awards, net of expected forfeitures	$ 129		
Weighted-average period non-vested restricted stock awards are expected to be amortized over (in years)	2 years 1 month 6 days		
Total fair value of restricted stock awards vested	$ 103	$ 99	$ 89

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INCOME TAXES INCOME TAXES- Provision (Details) - USD ($)	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022

$ in Millions			
Income before income tax			
U.S. operations	$ 391	$ 614	$ 858
Non-U.S. operations	1,130	725	646
Income before taxes, as reported	1,521	1,339	1,504
Provision (benefit) for income taxes			
U.S. federal taxes - current	182	117	173
U.S. federal taxes - deferred	(104)	(84)	(28)
Non-U.S. taxes - current	87	26	47
Non-U.S. taxes - deferred	60	38	35
State taxes, net of federal benefit - current	27	12	22
State taxes, net of federal benefit - deferred	(20)	(10)	1
Provision for income taxes	$ 232	$ 99	$ 250

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INCOME TAXES Effective tax rate (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Income Tax Disclosure [Abstract]			
Profit before tax times statutory rate	$ 319	$ 281	$ 316
State income taxes, net of federal benefit	7	2	23
Non-U.S. income taxed at different rates	(14)	20	(18)
Change in unrecognized tax benefits	(8)	(35)	(6)
Foreign-derived intangible income deduction	(47)	(41)	(46)
Realized loss on divestiture	0	(104)	0
Excess tax benefits from stock-based compensation	(4)	(14)	(19)
Other, net	(21)	(10)	0
Provision for income taxes	$ 232	$ 99	$ 250
Effective tax rate (in hundredths)	15.30%	7.40%	16.60%
Effective Income Tax Rate Reconciliation, Tax Settlement, Amount		$ 30	

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INCOME TAXES INCOME TAXES Tax holidays (Details) - USD ($) $ / shares in Units, $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Income Tax Holiday [Line Items]			
Impact of the income tax holidays	$ 84	$ 54	$ 53
Benefit of income tax holidays on net income per share	$ 0.29	$ 0.18	$ 0.18

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INCOME TAXES INCOME TAXES - Deferred Taxes and other (Details) - USD ($) $ in Millions		
	Oct. 31, 2024	Oct. 31, 2023
Components of Deferred Tax Assets		
Intangibles	$ 20	$ 102
Employee benefits, other than retirement	31	36
Net operating loss, capital loss and credit carryforwards	184	152
Deferred Tax Assets, Deferred Income	98	16
Share-based compensation	25	24
Capitalized Research and Development Costs	93	41
Lease obligations	39	37
Other	35	42
Subtotal	525	450
Tax valuation allowance	(113)	(112)
Deferred tax assets	412	338
Components of Deferred Tax Liabilities		
Property, plant and equipment	(62)	(26)
Pension benefits and retiree medical benefits	(41)	(25)
Right-of-use asset	(39)	(37)
Other	(4)	(4)
Deferred tax liability	(146)	(92)
Deferred tax Assets, net	266	246
Long Term Deferred Tax Assets And Liabilities [Abstract]		
Long-term deferred tax assets (included within other assets)	412	338
Deferred tax Assets, net	266	246
Other Noncurrent Assets [Member]		
Components of Deferred Tax Assets		
Deferred tax assets	351	284
Long Term Deferred Tax Assets And Liabilities [Abstract]		
Long-term deferred tax assets (included within other assets)	351	284
Other Noncurrent Liabilities		
Long Term Deferred Tax Assets And Liabilities [Abstract]		
Long-term deferred tax liabilities (included within other long-term liabilities)	$ 85	$ 38

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INCOME TAXES - Carryforwards (Details) $ in Millions	Oct. 31, 2024 USD ($)
Net Operating loss carryforwards	
Federal net operating loss carryforwards	$ 12
State net operating loss carryforwards	39
Foreign net operating loss carryforwards	280
Foreign	
Net Operating loss carryforwards	
Net operating loss carryforwards, subject to expiration	82
Net operating loss carryforwards, not subject to expiration	198
Domestic	
Capital Loss Carryforward	
Capital loss carryforwards	110
State	
Tax Credit Carryforwards	
Tax credit carryforwards	$ 92

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INCOME TAXES - Current and long-term income tax assets and liabilities		
	Oct. 31, 2024	Oct. 31, 2023

(Details) - USD ($) $ in Millions		
Income Tax Disclosure [Abstract]		
Current income tax assets (included within other current assets)	$ 147	$ 100
Long-term income tax assets (included within other assets)	3	3
Current income tax liabilities (included within other accrued liabilities)	(152)	(73)
Long-term income tax liabilities (included within other long-term liabilities)	(115)	(162)
Total	$ 117	$ 132

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INCOME TAXES INCOME TAXES - Uncertain Tax Positions (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Unrecognized Tax Benefits Rollforward			
Balance, beginning of year	$ 98	$ 123	$ 133
Additions for tax positions related to the current year	6	5	5
Additions for tax positions from prior years	3	3	0
Reductions for tax positions from prior years	1	27	9
Statute of limitations expirations	9	6	6
Balance, end of year	97	98	123
Unrecognized Tax Benefits, Income Tax Penalties and Interest Expense [Abstract]			
Unrecognized Tax Benefits that Would Impact Effective Tax Rate	91		
Interest and penalties accrued related to unrecognized tax benefits accrued and reported	17	16	
Unrecognized Tax Benefits, including interest and penalties	114		
Provision (benefit) for income taxes	232	99	250
Tax Interest and Penalties			
Unrecognized Tax Benefits, Income Tax Penalties and Interest Expense [Abstract]			
Provision (benefit) for income taxes	$ 1	$ (5)	$ (2)

XML 92 R76.htm IDEA: XBRL DOCUMENT

NET INCOME (LOSS) PER SHARE (Details) - USD ($) shares in Millions, $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Numerator:			
Net Income	$ 1,289	$ 1,240	$ 1,254
Denominator:			
Basic weighted average shares	290.0	294.0	299.0
Potential common shares - stock options and other employeee stock plans	1.0	2.0	1.0
Diluted weighted average shares	291.0	296.0	300.0
Share-based awards issued			
Total number of share-based awards issued (in shares)	1.5	1.5	1.4

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INVENTORY (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Inventory [Line Items]			
Finished goods	$ 523	$ 570	
Purchased parts and fabricated assemblies	449	461	
Inventory	972	1,031	
Inventory-related excess and obsolescence charges	$ 45	$ 40	$ 24

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PROPERTY, PLANT AND EQUIPMENT, NET (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Property, Plant and Equipment [Line Items]			
Land	$ 69	$ 60	
Buildings and leasehold improvements	1,786	1,409	
Machinery and equipment	960	749	
Software	267	275	
Total property, plant and equipment	3,082	2,493	
Accumulated depreciation and amortization	(1,304)	(1,223)	
Property, plant and equipment, net	1,778	1,270	
Asset impairment charges	2	11	$ 0
Depreciation expense	149	128	$ 120
Property, Plant and Equipment, Disposals	$ 78	$ 68	

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LEASES - Lease Costs (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Leases [Abstract]			
Operating Lease, Cost	$ 58	$ 68	$ 59
Short-term Lease, Cost	0	2	2
Variable Lease, Cost	15	16	15
Sublease Income	(17)	(16)	(14)
Total Lease, Cost	56	70	62
Accelerated Depreciation	1	8	
Operating Lease, Impairment Loss	$ 0	$ 8	$ 0

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LEASES - Supplemental Cash Flow Information (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Leases [Abstract]			
Operating cash flow from operating leases	$ 49	$ 56	$ 53
Non-cash right of use assets obtained in exchange for operating lease obligations	$ 60	$ 70	$ 38

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LEASES - Supplemental Balance Sheet Information (Details) - USD ($) $ in Millions		
	Oct. 31, 2024	Oct. 31, 2023
Lessee, Lease, Description [Line Items]		
Right-of-use asset	$ 177	$ 154
Operating lease liabilities - Current	42	46
Operating lease liabilities - Long-term	$ 142	$ 118

Operating Lease, Weighted Average Remaining Lease Term	8 years 2 months 12 days	8 years 3 months 18 days
Operating Lease, Weighted Average Discount Rate, Percent	3.70%	3.30%
Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration]	Other assets	Other assets
Operating Lease, Liability, Current, Statement of Financial Position [Extensible Enumeration]	Other Liabilities, Current	Other Liabilities, Current
Operating Lease, Liability, Noncurrent, Statement of Financial Position [Extensible Enumeration]	Other Liabilities, Noncurrent	Other Liabilities, Noncurrent

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LEASES - Maturities of Lease Liabilities (Details) - USD ($) $ in Millions

	Oct. 31, 2024	Oct. 31, 2023
Future Minimum Lease Payment Due		
2025	$ 48	
2026	38	
2027	28	
2028	20	
2029	14	
Thereafter	65	
Total undiscounted future minimum lease payments	213	
Lessee, Operating Lease, Liability, Undiscounted Excess Amount	$ (29)	
Operating Lease, Liability, Statement of Financial Position [Extensible Enumeration]	Other Liabilities, Current, Other Liabilities, Noncurrent	
Present value of future minimum lease payments	$ 184	
Operating lease liabilities - Current	(42)	$ (46)
Long-term lease liabilities	$ 142	$ 118

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LEASES - Textual (Details) - USD ($) $ in Millions

	Oct. 31, 2024	Oct. 31, 2023
Leases [Abstract]		
Lessor Asset under Operating Lease, original cost	$ 75	$ 30
Lessor Asset under Operating Lease, Net book Value	50	7
Sales-type Lease, Lease Receivable	$ 46	$ 42

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GOODWILL AND OTHER INTANGIBLE ASSETS Roll forward (Details) - USD ($) $ in Millions

	12 Months Ended	
	Oct. 31, 2024	Oct. 31, 2023
Goodwill - Rollforward		
Beginning Balance	$ 3,960	$ 3,952
Foreign currency translation impact	(9)	6
Goodwill arising from acquisitions	526	15
Goodwill adjustment related to divestiture of business		(13)
Ending Balance	4,477	3,960
Life Sciences and Applied Markets		
Goodwill - Rollforward		
Beginning Balance	1,579	1,575
Foreign currency translation impact	4	4
Goodwill arising from acquisitions	0	0
Goodwill adjustment related to divestiture of business		0
Ending Balance	1,583	1,579
Diagnostics and Genomics		
Goodwill - Rollforward		
Beginning Balance	2,124	2,121
Foreign currency translation impact	(15)	1
Goodwill arising from acquisitions	526	15
Goodwill adjustment related to divestiture of business		(13)
Ending Balance	2,635	2,124
Agilent CrossLab		
Goodwill - Rollforward		
Beginning Balance	257	256
Foreign currency translation impact	2	1
Goodwill arising from acquisitions	0	0
Goodwill adjustment related to divestiture of business		0
Ending Balance	$ 259	$ 257

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GOODWILL AND OTHER INTANGIBLE ASSETS Disclosures and Components of Other Intangibles (Details) - USD ($) $ in Millions

	Oct. 31, 2024	Oct. 31, 2023
Schedule of Other Intangible Assets By Major Class [Abstract]		
Gross Carrying Amount	$ 2,016	$ 1,846
Accumulated Amortization	1,469	1,381
Other intangible assets, net	547	475
Total amortizable intangible assets	547	465
Gross Book Value	2,016	1,856
In-Process R&D	0	10
Purchased technology		
Schedule of Other Intangible Assets By Major Class [Abstract]		
Gross Carrying Amount	1,484	1,467
Accumulated Amortization	1,169	1,093
Other intangible assets, net	315	374
Backlog		
Schedule of Other Intangible Assets By Major Class [Abstract]		
Gross Carrying Amount	9	
Accumulated Amortization	0	
Other intangible assets, net	9	
Trademark/Tradename		
Schedule of Other Intangible Assets By Major Class [Abstract]		
Gross Carrying Amount	199	196
Accumulated Amortization	174	163
Other intangible assets, net	25	33
Customer Relationships		
Schedule of Other Intangible Assets By Major Class [Abstract]		
Gross Carrying Amount	291	149
Accumulated Amortization	107	112
Other intangible assets, net	184	37
Customer Relationships | BIOVECTRA		
Schedule of Other Intangible Assets By Major Class [Abstract]		

Gross Carrying Amount	165	
Third-Party Technology and Licenses [Member]		
Schedule of Other Intangible Assets By Major Class [Abstract]		
Gross Carrying Amount	33	34
Accumulated Amortization	19	13
Other intangible assets, net	$ 14	$ 21

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GOODWILL AND OTHER INTANGIBLE ASSETS Text (Details) - USD ($) $ in Millions	3 Months Ended		12 Months Ended	
	Sep. 20, 2024	Jan. 31, 2024	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Intangible Assets, Including Goodwill)				
Goodwill Additions			$ 526	$ 15	
Finite-Lived Intangible Assets, Period Increase (Decrease)			188	50	
Foreign exchange translation impact to other intangible assets			(5)		$ 2
Goodwill and Intangible Asset Impairment [Abstract]				
Goodwill impairment		$ 0	0	0	0
Impairment of finite-lived intangible assets			0		0
Impairment of indefinite-lived intangible assets			6	0	0
Business Acquisition				
Intangible assets written-off			18	7	
Net gain on Divestiture of Business			0	43	0
Proceeds from Divestiture of Businesses			0	50	$ 0
Indefinite-Lived Intangible Assets, Period Increase (Decrease)			(4)		
Diagnostics and Genomics					
Intangible Assets, Including Goodwill)				
Goodwill Additions			526	15	
Business Acquisition				
Goodwill, Transfers		(168)			
Life Sciences and Applied Markets					
Intangible Assets, Including Goodwill)				
Goodwill Additions			0	0	
Business Acquisition				
Goodwill, Transfers		$ 168			
Agilent CrossLab					
Intangible Assets, Including Goodwill)				
Goodwill Additions			0	0	
Purchased technology					
Intangible Assets, Including Goodwill)				
Finite-Lived Intangible Assets, Period Increase (Decrease)			$ 4		
Resolution Bioscience, Inc.					
Goodwill and Intangible Asset Impairment [Abstract]				
Impairment of finite-lived intangible assets				258	
Business Acquisition				
Net gain on Divestiture of Business				43	
Resolution Bioscience, Inc. | Cost of Product and Services					
Goodwill and Intangible Asset Impairment [Abstract]				
Impairment of finite-lived intangible assets				$ 249	
Business Acquisition				
Impairment, Intangible Asset, Finite-Lived, Statement of Income or Comprehensive Income [Extensible Enumeration]				Cost of revenue	
Resolution Bioscience, Inc. | Selling, General and Administrative					
Goodwill and Intangible Asset Impairment [Abstract]				
Impairment of finite-lived intangible assets				$ 9	
Business Acquisition				
Impairment, Intangible Asset, Finite-Lived, Statement of Income or Comprehensive Income [Extensible Enumeration]				Selling, general and administrative	
Acquisition of businesses					
Business Acquisition				
Purchase price for acquisition				$ 51	
BIOVECTRA					
Intangible Assets, Including Goodwill)				
Goodwill Additions	$ 526				
Business Acquisition				
Purchase price for acquisition	$ 915				

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GOODWILL AND OTHER INTANGIBLE ASSETS Amortization Expense and Future Amortization Expense (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Future Amortization Expense Schedule			
2025	$ 104		
2026	75		
2027	72		
2028	65		
2029	61		
Thereafter	170		
Amortization Expense			
Amortization of intangible assets during the period	$ 105	$ 140	$ 192

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INVESTMENTS (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Long-Term [Abstract]			
Equity investments - without readily determinable fair value	$ 101	$ 102	
Other investments - with readily determinable fair value	31	26	
Trading securities	43	36	
Long-term investments	175	164	
Amounts included in other income (expense), net [Abstract]			
Net gain (loss) on equity securities	6	(41)	$ (67)
Net gain (loss) on equity securities sold during the period	0	(15)	11
Unrealized gain (loss) on equity securities	6	(26)	(78)
Trading, Unrealized Gain (Loss)	10	2	(7)
Other than Temporary Impairment Losses, Investments	11	$ 0	0
Unrealized gain on non-marketable equity securities	$ 1		$ 6

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FAIR VALUE MEASUREMENTS, Fair value of assets and liabilities measured on a recurring basis (Details) - USD ($) $ in Millions	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Assets, Long-term [Abstract]			
Trading securities	$ 43	$ 36	
Liabilities, Long-term [Abstract]			
Contingent Consideration	0	1	$ 67
Fair Value, Recurring			
Assets, Long-term [Abstract]			
Fair value of assets, nonrecurring	888	1,075	
Liabilities, Short-term [Abstract]			
Derivative instruments (foreign exchange contracts)	$ 12	$ 2	
Derivative Liability, Statement of Financial Position [Extensible Enumeration]	Other Liabilities, Current	Other Liabilities, Current	
Liabilities, Long-term [Abstract]			
Total liabilities measured at fair value	$ 55	$ 39	
Fair Value, Recurring | Other Current Liabilities			
Liabilities, Long-term [Abstract]			
Contingent Consideration		1	
Fair Value, Recurring | Other Noncurrent Liabilities			
Liabilities, Long-term [Abstract]			
Deferred compensation liability	43	36	
Fair Value, Recurring | Other Current Assets [Member]			
Assets, Short-term [Abstract]			
Cash equivalents (money market funds)	800	994	
Derivative instruments (foreign exchange contracts)	14	19	
Fair Value, Recurring | Other Noncurrent Assets [Member]			
Assets, Long-term [Abstract]			
Trading securities	43	36	
Other investments	31	26	
Fair Value, Recurring | Quoted Prices in Active Markets for Identical Assets (Level 1)			
Assets, Long-term [Abstract]			
Fair value of assets, nonrecurring	843	1,030	
Liabilities, Short-term [Abstract]			
Derivative instruments (foreign exchange contracts)	$ 0	$ 0	
Derivative Liability, Statement of Financial Position [Extensible Enumeration]	Other Liabilities, Current	Other Liabilities, Current	
Liabilities, Long-term [Abstract]			
Total liabilities measured at fair value	$ 0	$ 0	
Fair Value, Recurring | Quoted Prices in Active Markets for Identical Assets (Level 1) | Other Current Liabilities			
Liabilities, Long-term [Abstract]			
Contingent Consideration		0	
Fair Value, Recurring | Quoted Prices in Active Markets for Identical Assets (Level 1) | Other Noncurrent Liabilities			
Liabilities, Long-term [Abstract]			
Deferred compensation liability	0	0	
Fair Value, Recurring | Quoted Prices in Active Markets for Identical Assets (Level 1) | Other Current Assets [Member]			
Assets, Short-term [Abstract]			
Cash equivalents (money market funds)	800	994	
Derivative instruments (foreign exchange contracts)	0	0	
Fair Value, Recurring | Quoted Prices in Active Markets for Identical Assets (Level 1) | Other Noncurrent Assets [Member]			
Assets, Long-term [Abstract]			
Trading securities	43	36	
Other investments	0	0	
Fair Value, Recurring | Significant Other Observable Inputs (Level 2)			
Assets, Long-term [Abstract]			
Fair value of assets, nonrecurring	45	45	
Liabilities, Short-term [Abstract]			
Derivative instruments (foreign exchange contracts)	$ 12	$ 2	
Derivative Liability, Statement of Financial Position [Extensible Enumeration]	Other Liabilities, Current	Other Liabilities, Current	
Liabilities, Long-term [Abstract]			
Total liabilities measured at fair value	$ 55	$ 38	
Fair Value, Recurring | Significant Other Observable Inputs (Level 2) | Other Current Liabilities			
Liabilities, Long-term [Abstract]			
Contingent Consideration		0	
Fair Value, Recurring | Significant Other Observable Inputs (Level 2) | Other Noncurrent Liabilities			
Liabilities, Long-term [Abstract]			
Deferred compensation liability	43	36	
Fair Value, Recurring | Significant Other Observable Inputs (Level 2) | Other Current Assets [Member]			
Assets, Short-term [Abstract]			
Cash equivalents (money market funds)	0	0	
Derivative instruments (foreign exchange contracts)	14	19	
Fair Value, Recurring | Significant Other Observable Inputs (Level 2) | Other Noncurrent Assets [Member]			
Assets, Long-term [Abstract]			
Trading securities	0	0	
Other investments	31	26	
Fair Value, Recurring | Significant Unobservable Inputs (Level 3)			
Assets, Long-term [Abstract]			
Fair value of assets, nonrecurring	0	0	
Liabilities, Short-term [Abstract]			
Derivative instruments (foreign exchange contracts)	$ 0	$ 0	
Derivative Liability, Statement of Financial Position [Extensible Enumeration]	Other Liabilities, Current	Other Liabilities, Current	
Liabilities, Long-term [Abstract]			
Total liabilities measured at fair value	$ 0	$ 1	
Fair Value, Recurring | Significant Unobservable Inputs (Level 3) | Other Current Liabilities			
Liabilities, Long-term [Abstract]			
Contingent Consideration		1	
Fair Value, Recurring | Significant Unobservable Inputs (Level 3) | Other Noncurrent Liabilities			
Liabilities, Long-term [Abstract]			
Deferred compensation liability	0	0	
Fair Value, Recurring | Significant Unobservable Inputs (Level 3) | Other Current Assets [Member]			
Assets, Short-term [Abstract]			
Cash equivalents (money market funds)	0	0	
Derivative instruments (foreign exchange contracts)	0	0	
Fair Value, Recurring | Significant Unobservable Inputs (Level 3) | Other Noncurrent Assets [Member]			
Assets, Long-term [Abstract]			

Trading securities	0	0
Other investments	$ 0	$ 0

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FAIR VALUE MEASUREMENTS - Contingent Consideration (Details) - USD ($) $ in Millions	12 Months Ended	
	Oct. 31, 2024	Oct. 31, 2023
Fair Value, Liabilities Measured on Recurring Basis, Unobservable Input Reconciliation, Calculation [Roll Forward]		
Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value, Beginning Balance	$ 1	$ 67
Fair Value, Measurement with Unobservable Inputs Reconciliation, Liability, Transfers Into Level 3		5
Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Settlements		(72)
Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability, Period Increase (Decrease)	(1)	1
Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value, Ending Balance	$ 0	$ 1

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FAIR VALUE MEASUREMENTS FAIR VALUE MEASURMENTS - Fair value of assets and liabilities measured on non recurring (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items]			
Carrying value of long-lived asset	$ 19	$ 277	
Long-lived assets held for use impairment	$ 19	$ 277	$ 0
Long lived assets, held for use, location not disclosed	impairment charge	impairment charge	impairment charge
Impairments in non-marketable securities without readily determinable fair value	$ 11		
Unrealized gain on non-marketable equity securities	1		$ 6
Other Assets, Fair Value Disclosure	$ 0	$ 0	

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FAIR VALUE MEASUREMENTS - Non marketable securities (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Fair Value Disclosures [Abstract]			
Impairments in non-marketable securities without readily determinable fair value	$ 11		
Equity Securities without Readily Determinable Fair Value, Downward Price Adjustment, Annual Amount	(1)	$ (26)	
Equity Securities without Readily Determinable Fair Value, Upward Price Adjustment, Annual Amount	2		$ 6
Equity Securities without Readily Determinable Fair Value, Upward Price Adjustment, Cumulative Amount	40	38	
Equity Securities without Readily Determinable Fair Value, Downward Price Adjustment, Cumulative Amount	30	29	
Equity investments - without readily determinable fair value	101	102	
Equity Securities without Readily Determinable Fair Value, Impairment Loss, Cumulative Amount	11		
Unrealized gain (loss) on equity securities	$ 6	$ (26)	$ (78)

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DERIVATIVES (Details) - USD ($) $ in Millions	Sep. 06, 2019	Sep. 15, 2016	Sep. 15, 2016	12 Months Ended Oct. 31, 2024	Aug. 01, 2019	Feb. 01, 2016
Derivative [Line Items]						
Aggregate fair value , net liability position				$ 7		
Cash Flow Hedges						
Derivative [Line Items]						
Cash Flow Hedge Gain (Loss) to be Reclassified within Twelve Months				9		
Cash Flow Hedges | Cost of Product and Services						
Derivative [Line Items]						
Cash Flow Hedge Gain (Loss) to be Reclassified within Twelve Months				(1)		
Treasury Lock						
Derivative [Line Items]						
Derivative, Notional Amount					$ 250	
Senior Notes 2026 | Interest Rate Swap [Member] | Cash Flow Hedges | Derivatives Designated as Hedging Instrument						
Derivative [Line Items]						
Derivative, Notional Amount						$ 300
Derivative Instruments, Gain (Loss) Reclassification from Accumulated OCI to Income, Estimated Net Amount to be Transferred		$ (10)	$ (10)	(2)		
Senior Notes 2029 | Treasury Lock | Cash Flow Hedges | Derivatives Designated as Hedging Instrument						
Derivative [Line Items]						
Derivative, Notional Amount					$ 250	
Derivative Instruments, Gain (Loss) Reclassification from Accumulated OCI to Income, Estimated Net Amount to be Transferred	$ (6)			$ (3)		

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DERIVATIVES, Disclosures and derivative instrument aggregated notional amounts by currency and designations (Details) - Forward Contracts Buy/(Sell)	Oct. 31, 2024 USD ($) contracts
Designated as Hedging Instrument | Cash Flow Hedges	
Derivative [Line Items]	
Number of Foreign Currency Derivatives Held | contracts	321
Designated as Hedging Instrument | Cash Flow Hedges | Sell	
Derivative [Line Items]	
Derivative, Notional Amount	$ 542,000,000
Designated as Hedging Instrument | Net Investment Hedging	
Derivative [Line Items]	
Number of Foreign Currency Derivatives Held	3
Designated as Hedging Instrument | Net Investment Hedging | Sell	
Derivative [Line Items]	
Derivative, Notional Amount	$ 33,000,000
Derivatives Not Designated as Hedging Instruments	
Derivative [Line Items]	
Number of Foreign Currency Derivatives Held | contracts	201
Derivatives Not Designated as Hedging Instruments | Sell	
Derivative [Line Items]	
Derivative, Notional Amount	$ 19,000,000

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DERIVATIVES, Fair value of derivative instruments and Consolidated Balance Sheet location (Details) - USD ($) $ in Millions	Oct. 31, 2024	Oct. 31, 2023
Derivative, Fair Value, Net [Abstract]		
Derivative Asset, Fair Value	$ 14	$ 19
Derivative Liability, Fair Value	12	2
Derivatives Not Designated as Hedging Instruments | Foreign Exchange Contracts | Other Current Assets [Member]		
Derivative, Fair Value, Net [Abstract]		
Derivative Asset, Fair Value	10	3
Derivatives Not Designated as Hedging Instruments | Foreign Exchange Contracts | Accrued Liabilities [Member]		
Derivative, Fair Value, Net [Abstract]		
Derivative Liability, Fair Value	10	1
Cash Flow Hedges | Derivatives Designated as Hedging Instrument | Foreign Exchange Contracts | Other Current Assets [Member]		
Derivative, Fair Value, Net [Abstract]		
Derivative Asset, Fair Value	4	15
Cash Flow Hedges | Derivatives Designated as Hedging Instrument | Foreign Exchange Contracts | Accrued Liabilities [Member]		
Derivative, Fair Value, Net [Abstract]		
Derivative Liability, Fair Value	2	1
Net Investment Hedging | Derivatives Designated as Hedging Instrument | Foreign Exchange Contracts | Other Current Assets [Member]		
Derivative, Fair Value, Net [Abstract]		
Derivative Asset, Fair Value	0	1
Net Investment Hedging | Derivatives Designated as Hedging Instrument | Foreign Exchange Contracts | Accrued Liabilities [Member]		
Derivative, Fair Value, Net [Abstract]		
Derivative Liability, Fair Value	$ 0	$ 0

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DERIVATIVES, Effect of derivative instruments on Consolidated Statement of Operations (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Derivatives Not Designated as Hedging Instruments			
Derivative [Line Items]			
Gain (loss) recognized in other income (expense), net within continuing operations	$ 2	$ 3	$ 10
Derivative, Gain (Loss), Statement of Income or Comprehensive Income [Extensible Enumeration]	Other income (expense), net	Other income (expense), net	Other income (expense), net
Cash Flow Hedges			
Derivative [Line Items]			
Cash Flow Hedge Gain (Loss) to be Reclassified within Twelve Months	$ 9		
Cash Flow Hedges | Cost of Sales			
Derivative [Line Items]			
Cash Flow Hedge Gain (Loss) to be Reclassified within Twelve Months	(1)		
Cash Flow Hedges | Derivatives Designated as Hedging Instrument | Foreign Exchange Contracts			
Derivative [Line Items]			
Gain(loss) reclassified from accumulated other comprehensive income (loss) into cost of sales	4	$ 2	$ 36
Gain (loss) recognized in other income (expense), net within continuing operations	$ 7	$ 7	$ 0
Derivative, Gain (Loss), Statement of Income or Comprehensive Income [Extensible Enumeration]	Cost of revenue	Cost of revenue	Cost of revenue
Derivative Instrument, Gain Reclassified from AOCI into Income, Effective Portion, Statement of Income or Comprehensive Income [Extensible Enumeration]	Costs and Expenses	Costs and Expenses	Costs and Expenses
Cash Flow Hedges | Derivatives Designated as Hedging Instrument | Foreign Exchange Contracts | Accumulated Other Comprehensive Loss			
Derivative [Line Items]			
Other comprehensive income (loss) before reclassifications	$ (9)	$ (4)	$ 56
Cash Flow Hedges | Derivatives Designated as Hedging Instrument | Foreign Exchange Contracts | Interest Expense			
Derivative [Line Items]			
Interest Rate Cash Flow Hedge Gain (Loss) Reclassified to Earnings, Net	(2)	(2)	(2)
Net Investment Hedging | Derivatives Designated as Hedging Instrument | Foreign Exchange Contracts | Accumulated Other Comprehensive Loss			
Derivative [Line Items]			
Other Comprehensive Income (Loss), Net Investment Hedge, Gain (Loss), before Reclassification and Tax	$ 0	$ (1)	$ 5

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RETIREMENT PLANS AND POST RETIEMENT PENSION PLANS - Deferred Profit Sharing Plan (Details) - Deferred Profit Sharing - USD ($) $ in Millions	Oct. 31, 2024	Oct. 31, 2023
Defined Benefit Plan Disclosure [Line Items]		
Fair Value of Plan Assets	$ 74	$ 81
Projected Benefit Obligation	$ 74	$ 81

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RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS Defined Contribution (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Defined Contribution Plan Disclosure [Line Items]			
Maximum employer matching contribution in the 401(k) plan (in hundredths)	6.00%		
Maximum employee contribution to 401(k)	50.00%		
Defined contribution plan expense	$ 97	$ 98	$ 93
401(k) Additional company contribution			
Defined Contribution Plan Disclosure [Line Items]			
Transitional company contribution to employee 401(k)	4.00%		
401(k) Additional company contribution | 3 Percent			
Defined Contribution Plan Disclosure [Line Items]			
Transitional company contribution to employee 401(k)	3.00%		
401(k) Additional company contribution | 5 Percent			
Defined Contribution Plan Disclosure [Line Items]			
Transitional company contribution to employee 401(k)	5.00%		
Foreign Plan			

Defined Contribution Plan Disclosure [Line Items]			
Defined contribution plan expense	$ 51	51	47
UNITED STATES			
Defined Contribution Plan Disclosure [Line Items]			
Defined contribution plan expense	$ 46	$ 47	$ 46

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RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS, Components of Net Periodic Costs (Details) - USD ($) $ in Millions	**12 Months Ended**		
	Oct. 31, 2024	**Oct. 31, 2023**	**Oct. 31, 2022**
Other changes in plan assets and benefit obligations recognized in other comprehensive (income) loss [Abstract]			
Amortization of net actuarial gain (loss)	$ 12	$ (2)	
Amortization of prior service benefit	(1)	(1)	
Pension Plan | UNITED STATES			
Net periodic benefit cost (benefit) [Abstract]			
Service cost - benefits earned during the period	0	0	$ 0
Interest cost on benefit obligation	21	21	14
Expected return on plan assets	(21)	(19)	(27)
Amortization of net actuarial (gain) loss	2	0	0
Amortization of prior service benefit	0	0	0
Total periodic benefit cost (benefit)	2	2	(13)
Settlement loss	(2)	(4)	(4)
Other changes in plan assets and benefit obligations recognized in other comprehensive (income) loss [Abstract]			
Net actuarial gain (loss)	31	22	16
Amortization of net actuarial gain (loss)	(2)	0	0
Amortization of prior service benefit	0	0	0
Loss due to settlement	2	(4)	(4)
Foreign currency	0	0	0
Total recognized in other comprehensive (income) loss	35	18	12
Total recognized in net periodic benefit cost (benefit) and other comprehensive (income) loss	(31)	24	3
Pension Plan | Foreign Plan			
Net periodic benefit cost (benefit) [Abstract]			
Service cost - benefits earned during the period	15	16	22
Interest cost on benefit obligation	26	24	9
Expected return on plan assets	(37)	(36)	(43)
Amortization of net actuarial (gain) loss	(16)	(2)	25
Amortization of prior service benefit	0	0	0
Total periodic benefit cost (benefit)	(12)	2	13
Settlement loss	0	0	0
Other changes in plan assets and benefit obligations recognized in other comprehensive (income) loss [Abstract]			
Net actuarial gain (loss)	(24)	(13)	(83)
Amortization of net actuarial gain (loss)	(16)	(2)	25
Amortization of prior service benefit	0	0	0
Loss due to settlement	0	0	0
Foreign currency	2	2	11
Total recognized in other comprehensive (income) loss	(6)	(9)	(97)
Total recognized in net periodic benefit cost (benefit) and other comprehensive (income) loss	(18)	(7)	(84)
Post-Retirement Benefit Plan | UNITED STATES			
Net periodic benefit cost (benefit) [Abstract]			
Service cost - benefits earned during the period	1	0	1
Interest cost on benefit obligation	4	4	2
Expected return on plan assets	(4)	(4)	(6)
Amortization of net actuarial (gain) loss	(1)	(1)	(2)
Amortization of prior service benefit	(1)	(1)	(1)
Total periodic benefit cost (benefit)	(1)	(2)	(6)
Settlement loss	0	0	0
Other changes in plan assets and benefit obligations recognized in other comprehensive (income) loss [Abstract]			
Net actuarial gain (loss)	(11)	9	15
Amortization of net actuarial gain (loss)	(1)	(1)	(2)
Amortization of prior service benefit	1	1	1
Loss due to settlement	0	0	0
Foreign currency	0	0	0
Total recognized in other comprehensive (income) loss	(9)	11	18
Total recognized in net periodic benefit cost (benefit) and other comprehensive (income) loss	$ (10)	$ 9	$ 12

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RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS, Funded Status (Details) - USD ($) $ in Millions	**12 Months Ended**		
	Oct. 31, 2024	**Oct. 31, 2023**	**Oct. 31, 2022**
Change in benefit obligation: [Roll Forward]			
Actuarial gain (loss)	$ (97)	$ 35	
Foreign Plan | Pension Plan			
Change in fair value of plan assets: [Roll Forward]			
Fair Value Balance, beginning of year	791	748	
Actual return on plan assets	119	14	
Employer contributions	20	21	
Defined Benefit Plan, Plan Assets, Contributions by Plan Participant	2	1	
Benefits paid	36	35	
Settlements	0	0	
Currency impact	21	42	
Fair Value Balance, end of year	917	791	$ 748
Change in benefit obligation: [Roll Forward]			
Benefit Obligation Balance, Beginning of year	682	665	
Service cost	15	16	22
Interest cost	26	24	9
Participant's contributions	2	1	
Actuarial gain (loss)	60	(33)	
Benefits paid	36	35	
Settlement	0	0	
Currency impact	23	44	
Benefit Obligation Balance, end of year	772	682	665
Funded status of plan [Abstract]			
Funded status of plan	145	109	

Actuarial (gains) losses	37	43	
Prior service costs (benefits)	0	0	
Total	37	43	
UNITED STATES | Pension Plan			
Change in fair value of plan assets: [Roll Forward]			
Fair Value Balance, beginning of year	359	396	
Actual return on plan assets	88	(8)	
Employer contributions	0	0	
Defined Benefit Plan, Plan Assets, Contributions by Plan Participant	0	0	
Benefits paid	10	8	
Settlements	(23)	(21)	
Currency impact	0	0	
Fair Value Balance, end of year	414	359	396
Change in benefit obligation: [Roll Forward]			
Benefit Obligation Balance, Beginning of year	343	357	
Service cost	0	0	0
Interest cost	21	21	14
Participant's contributions	0	0	
Actuarial gain (loss)	36	(5)	
Benefits paid	11	9	
Settlement	(23)	(21)	
Currency impact	0	0	
Benefit Obligation Balance, end of year	366	343	357
Funded status of plan [Abstract]			
Funded status of plan	48	16	
Actuarial (gains) losses	31	66	
Prior service costs (benefits)	0	0	
Total	31	66	
UNITED STATES | Post-Retirement Benefit Plan			
Change in fair value of plan assets: [Roll Forward]			
Fair Value Balance, beginning of year	76	85	
Actual return on plan assets	16	(2)	
Employer contributions	0	0	
Defined Benefit Plan, Plan Assets, Contributions by Plan Participant	0	0	
Benefits paid	6	7	
Settlements	0	0	
Currency impact	0	0	
Fair Value Balance, end of year	86	76	85
Change in benefit obligation: [Roll Forward]			
Benefit Obligation Balance, Beginning of year	65	65	
Service cost	1	0	1
Interest cost	4	4	2
Participant's contributions	0	0	
Actuarial gain (loss)	1	3	
Benefits paid	6	7	
Settlement	0	0	
Currency impact	0	0	
Benefit Obligation Balance, end of year	65	65	$ 65
Funded status of plan [Abstract]			
Funded status of plan	21	11	
Actuarial (gains) losses	(6)	4	
Prior service costs (benefits)	(1)	(2)	
Total	(7)	2	
Other Assets | Foreign Plan | Pension Plan			
Funded status of plan [Abstract]			
Funded status of plan	236	174	
Other Assets | UNITED STATES | Pension Plan			
Funded status of plan [Abstract]			
Funded status of plan	51	19	
Other Assets | UNITED STATES | Post-Retirement Benefit Plan			
Funded status of plan [Abstract]			
Funded status of plan	21	11	
Employee compensation and benefits [Member] | Foreign Plan | Pension Plan			
Funded status of plan [Abstract]			
Funded status of plan	0	0	
Employee compensation and benefits [Member] | UNITED STATES | Pension Plan			
Funded status of plan [Abstract]			
Funded status of plan	0	(1)	
Employee compensation and benefits [Member] | UNITED STATES | Post-Retirement Benefit Plan			
Funded status of plan [Abstract]			
Funded status of plan	0	0	
Retirement and post-retirement benefits | Foreign Plan | Pension Plan			
Funded status of plan [Abstract]			
Funded status of plan	(91)	(65)	
Retirement and post-retirement benefits | UNITED STATES | Pension Plan			
Funded status of plan [Abstract]			
Funded status of plan	(3)	(2)	
Retirement and post-retirement benefits | UNITED STATES | Post-Retirement Benefit Plan			
Funded status of plan [Abstract]			
Funded status of plan	$ 0	$ 0	

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RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS , Target Allocations (Details)	**Oct. 31, 2024**
Foreign Plan | Pension Plan | Minimum | Equity Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	0.00%
Foreign Plan | Pension Plan | Minimum | Fixed Income Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	38.00%
Foreign Plan | Pension Plan | Minimum | Real Estate	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	0.00%
Foreign Plan | Pension Plan | Maximum | Equity Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	60.00%

Foreign Plan | Pension Plan | Maximum | Fixed Income Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	100.00%
Foreign Plan | Pension Plan | Maximum | Real Estate	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	25.00%
UNITED STATES | Deferred Profit Sharing | Equity Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	60.00%
UNITED STATES | Deferred Profit Sharing | Fixed Income Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	40.00%
UNITED STATES | Pension Plan | Equity Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	50.00%
UNITED STATES | Pension Plan | Fixed Income Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	50.00%
UNITED STATES | Pension Plan | Other Investments	
Defined Benefit Plan Disclosure [Line Items]	
Defined Benefit Plan Us Portfolio Equity Securities Percentage Of Alternative Investments	1.00%
UNITED STATES | Other Postretirement Benefits Plan | Equity Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	50.00%
UNITED STATES | Other Postretirement Benefits Plan | Fixed Income Securities	
Defined Benefit Plan Disclosure [Line Items]	
Target Allocation Percentage of Plan Assets	50.00%
UNITED STATES | Other Postretirement Benefits Plan | Other Investments	
Defined Benefit Plan Disclosure [Line Items]	
Defined Benefit Plan Us Portfolio Equity Securities Percentage Of Alternative Investments	1.00%

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RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS, Fair Value of Plan Assets (Details) - USD ($) $ in Millions	**12 Months Ended**		
	Oct. 31, 2024	**Oct. 31, 2023**	**Oct. 31, 2022**
Pension Plan | Foreign Plan			
Fair value of plan assets [Abstract]			
Defined Benefit Plan, Pension Plan with Projected Benefit Obligation in Excess of Plan Assets, Plan Assets	$ 249	$ 197	
Fair value of plan assets for defined benefit plan with benefit obligation in excess of plan assets.	157	132	
Defined Benefit plan, change in fair value of plan assets, significant unobservable inputs (Level 3) (Roll Forward)			
Defined Benefit Plan, Plan Assets, Foreign Currency Translation Gain (Loss)	21	42	
Projected benefit obligation and fair value of plan assets [Abstract]			
Total projected benefit obligation - aggregate benefit obligation	772	682	
Defined Benefit obligation where Fair Value exceeds Pension benefit obligation	523	485	
Fair Value of plan assets where fair value exceeds pension benefit obligation	760	659	
Benefit Obligation	772	682	$ 665
Accumulated benefit obligation and fair value of plan assets			
Accumulated benefit obligation in excess of fair value of plan assets - aggregate benefit obligation	241	192	
Accumulated benefit obligation in excess of accumulated benefit obligation - aggregate fair value of plan assets	157	132	
Accumulated Benefit Obligation where Fair Value of plan Assets exceeds ABO	518	480	
Fair value of plan assets for defined benefit pension plan where the fair value of plan assets exceeds ABO.	760	659	
Defined Benefit Plan, Accumulated Benefit Obligation	759	672	
Defined Benefit Plan, Expected Future Employer Contributions, Next Fiscal Year	19		
Fair Value of Plan Assets	917	791	748
Pension Plan | Foreign Plan | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	26	17	
Pension Plan | Foreign Plan | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	389	367	
Pension Plan | Foreign Plan | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	352	321	
Pension Plan | Foreign Plan | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		86	
Pension Plan | Foreign Plan | Other Contract			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	150		
Pension Plan | Foreign Plan | Quoted Prices in Active Markets for Identical Assets (Level 1)			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	379	380	
Pension Plan | Foreign Plan | Quoted Prices in Active Markets for Identical Assets (Level 1) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	14	1	
Pension Plan | Foreign Plan | Quoted Prices in Active Markets for Identical Assets (Level 1) | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	305	266	
Pension Plan | Foreign Plan | Quoted Prices in Active Markets for Identical Assets (Level 1) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	60	113	
Pension Plan | Foreign Plan | Quoted Prices in Active Markets for Identical Assets (Level 1) | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		0	
Pension Plan | Foreign Plan | Quoted Prices in Active Markets for Identical Assets (Level 1) | Other Contract			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0		
Pension Plan | Foreign Plan | Significant Unobservable Inputs (Level 3)			
Defined Benefit plan, change in fair value of plan assets, significant unobservable inputs (Level 3) (Roll Forward)			
Defined Benefit Plan, Plan Assets Level 3 Reconciliation, Increase (Decrease) for Actual Return (Loss) on Plan Assets Still Held	4	(5)	
Purchases, sales, issuances, and settlements	(7)	(6)	
Transfers in (out)	60	0	
Defined Benefit Plan, Plan Assets, Foreign Currency Translation Gain (Loss)	7	5	
Accumulated benefit obligation and fair value of plan assets			

Fair Value of Plan Assets	150	86	92
Pension Plan | Foreign Plan | Significant Unobservable Inputs (Level 3) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | Foreign Plan | Significant Unobservable Inputs (Level 3) | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | Foreign Plan | Significant Unobservable Inputs (Level 3) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | Foreign Plan | Significant Unobservable Inputs (Level 3) | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		86	
Pension Plan | Foreign Plan | Significant Unobservable Inputs (Level 3) | Other Contract			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	150		
Pension Plan | Foreign Plan | Significant Other Observable Inputs (Level 2)			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	171	129	
Pension Plan | Foreign Plan | Significant Other Observable Inputs (Level 2) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	12	16	
Pension Plan | Foreign Plan | Significant Other Observable Inputs (Level 2) | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | Foreign Plan | Significant Other Observable Inputs (Level 2) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	159	113	
Pension Plan | Foreign Plan | Significant Other Observable Inputs (Level 2) | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		0	
Pension Plan | Foreign Plan | Significant Other Observable Inputs (Level 2) | Other Contract			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0		
Pension Plan | Foreign Plan | Fair Value Measured at Net Asset Value Per Share			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	217	196	
Pension Plan | Foreign Plan | Fair Value Measured at Net Asset Value Per Share | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | Foreign Plan | Fair Value Measured at Net Asset Value Per Share | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	84	101	
Pension Plan | Foreign Plan | Fair Value Measured at Net Asset Value Per Share | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	133	95	
Pension Plan | Foreign Plan | Fair Value Measured at Net Asset Value Per Share | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		0	
Pension Plan | Foreign Plan | Fair Value Measured at Net Asset Value Per Share | Other Contract			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0		
Pension Plan | UNITED STATES			
Fair value of plan assets [Abstract]			
Defined Benefit Plan, Pension Plan with Projected Benefit Obligation in Excess of Plan Assets, Plan Assets	3	3	
Fair value of plan assets for defined benefit plan with benefit obligation in excess of plan assets.	0	0	
Defined Benefit plan, change in fair value of plan assets, significant unobservable inputs (Level 3) (Roll Forward]			
Defined Benefit Plan, Plan Assets, Foreign Currency Translation Gain (Loss)	0	0	
Projected benefit obligation and fair value of plan assets [Abstract]			
Defined Benefit obligation where Fair Value exceeds Pension benefit obligation	363	340	
Fair Value of plan assets where fair value exceeds pension benefit obligation	414	359	
Benefit Obligation	366	343	357
Accumulated benefit obligation and fair value of plan assets			
Accumulated benefit obligation in excess of fair value of plan assets - aggregate benefit obligation	3	3	
Accumulated benefit obligation in excess of accumulated benefit obligation - aggregate fair value of plan assets	0	0	
Accumulated Benefit Obligation where Fair Value of plan Assets exceeds ABO	363	340	
Fair value of plan assets for defined benefit pension plan where the fair value of plan assets exceeds ABO.	414	359	
Defined Benefit Plan, Accumulated Benefit Obligation	366	343	
Defined Benefit Plan, Expected Future Employer Contributions, Next Fiscal Year	0		
Fair Value of Plan Assets	414	359	396
Assets for Plan Benefits, Defined Benefit Plan	414		
Pension Plan | UNITED STATES | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	2	2	
Pension Plan | UNITED STATES | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	211	182	
Pension Plan | UNITED STATES | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	200	174	
Pension Plan | UNITED STATES | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	1	1	
Pension Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1)			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		44	
Assets for Plan Benefits, Defined Benefit Plan	54		
Pension Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1) | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	54	44	
Pension Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1) | Other Investments			

Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | UNITED STATES | Significant Unobservable Inputs (Level 3)			
Defined Benefit plan, change in fair value of plan assets, significant unobservable inputs (Level 3) (Roll Forward)			
Realized gains/(losses)	0	0	
Defined Benefit Plan, Plan Assets Level 3 Reconciliation, Increase (Decrease) for Actual Return (Loss) on Plan Assets Still Held	0	0	
Purchases, sales, issuances, and settlements	0	(1)	
Transfers in (out)	0	0	
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	1	1	2
Assets for Plan Benefits, Defined Benefit Plan	1		
Pension Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		0	
Pension Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0		
Pension Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	1	1	
Pension Plan | UNITED STATES | Significant Other Observable Inputs (Level 2)			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		0	
Assets for Plan Benefits, Defined Benefit Plan	0		
Pension Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		0	
Pension Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0		
Pension Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Pension Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		314	
Assets for Plan Benefits, Defined Benefit Plan	359		
Pension Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	2	2	
Pension Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets		138	
Pension Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Defined Benefit Plan, Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	157		
Pension Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	200	174	
Pension Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES			
Defined Benefit plan, change in fair value of plan assets, significant unobservable inputs (Level 3) (Roll Forward)			
Defined Benefit Plan, Plan Assets, Foreign Currency Translation Gain (Loss)	0	0	
Projected benefit obligation and fair value of plan assets [Abstract]			
Benefit Obligation	65	65	65
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	86	76	85
Post-Retirement Benefit Plan | UNITED STATES | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	1	0	
Post-Retirement Benefit Plan | UNITED STATES | Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	42	39	
Post-Retirement Benefit Plan | UNITED STATES | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	42	36	
Post-Retirement Benefit Plan | UNITED STATES | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	1	1	
Post-Retirement Benefit Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1)			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	11	10	
Post-Retirement Benefit Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1) | Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	11	10	
Post-Retirement Benefit Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Quoted Prices in Active Markets for Identical Assets (Level 1) | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	

Post-Retirement Benefit Plan | UNITED STATES | Significant Unobservable Inputs (Level 3)			
Defined Benefit plan, change in fair value of plan assets, significant unobservable inputs (Level 3) (Roll Forward]			
Realized gains/(losses)	0	0	
Defined Benefit Plan, Plan Assets Level 3 Reconciliation, Increase (Decrease) for Actual Return (Loss) on Plan Assets Still Held	0	0	
Purchases, sales, issuances, and settlements	0	0	
Transfers in (out)	0	0	
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	1	1	$ 1
Post-Retirement Benefit Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Significant Unobservable Inputs (Level 3) | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	1	1	
Post-Retirement Benefit Plan | UNITED STATES | Significant Other Observable Inputs (Level 2)			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Significant Other Observable Inputs (Level 2) | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	0	0	
Post-Retirement Benefit Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	74	65	
Post-Retirement Benefit Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Cash and Cash Equivalents			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	1	0	
Post-Retirement Benefit Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Equity Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	31	29	
Post-Retirement Benefit Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Fixed Income Securities			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	42	36	
Post-Retirement Benefit Plan | UNITED STATES | Fair Value Measured at Net Asset Value Per Share | Other Investments			
Accumulated benefit obligation and fair value of plan assets			
Fair Value of Plan Assets	$ 0	$ 0	

~~*XML 119 R103.htm IDEA: XBRL DOCUMENT*~~

RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS, Expected Benefit Payments (Details) $ in Millions	**Oct. 31, 2024 USD ($)**
Pension Plan | Foreign Plan	
Defined Benefit Plan Disclosure [Line Items]	
Defined Benefit Plan, Expected Future Employer Contributions, Next Fiscal Year	$ 19
Future benefit payments [Abstract]	
2025	37
2026	38
2027	39
2028	40
2029	40
2030 - 2034	208
Pension Plan | UNITED STATES	
Defined Benefit Plan Disclosure [Line Items]	
Defined Benefit Plan, Expected Future Employer Contributions, Next Fiscal Year	0
Future benefit payments [Abstract]	
2025	30
2026	29
2027	29
2028	31
2029	27
2030 - 2034	126
Post-Retirement Benefit Plan | UNITED STATES	
Future benefit payments [Abstract]	
2025	7
2026	7
2027	8
2028	8
2029	7
2030 - 2034	29
Other Postretirement Benefits Plan | UNITED STATES	
Defined Benefit Plan Disclosure [Line Items]	
Defined Benefit Plan, Expected Future Employer Contributions, Next Fiscal Year	$ 0

~~*XML 120 R104.htm IDEA: XBRL DOCUMENT*~~

RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS, Assumptions (Details)	**12 Months Ended**			
	Oct. 31, 2024	**Oct. 31, 2023**	**Oct. 31, 2022**	**Oct. 31, 2021**
Foreign Plan | Pension Plan | Minimum				
Assumptions used to calculate the net periodic cost				
Discount rate (in hundredths)	1.78%	1.50%	0.29%	
Average increase in compensation levels (in hundredths)	2.00%	2.00%	2.00%	

Expected long-term return on assets (in hundredths)	4.00%	3.25%	2.75%	
Defined Benefit Plan, Assumptions Used Calculating Net Periodic Benefit Cost, Weighted-Average Interest Crediting Rate	0.50%	0.50%	0.30%	
Assumptions used to calculate the benefit obligation				
Discount rate (in hundredths)	0.95%	1.78%		
Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Rate of Compensation Increase	2.00%	2.00%		
Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Weighted-Average Interest Crediting Rate	0.75%	0.50%		
Foreign Plan | Pension Plan | Maximum				
Assumptions used to calculate the net periodic cost				
Discount rate (in hundredths)	5.63%	4.77%	1.76%	
Average increase in compensation levels (in hundredths)	3.25%	3.25%	3.50%	
Expected long-term return on assets (in hundredths)	5.00%	5.50%	5.50%	
Defined Benefit Plan, Assumptions Used Calculating Net Periodic Benefit Cost, Weighted-Average Interest Crediting Rate	1.80%	2.10%	0.50%	
Assumptions used to calculate the benefit obligation				
Discount rate (in hundredths)	5.31%	5.63%		
Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Rate of Compensation Increase	3.25%	3.25%		
Defined Benefit Plan, Assumptions Used Calculating Benefit Obligation, Weighted-Average Interest Crediting Rate	1.80%	1.80%		
UNITED STATES | Pension Plan				
Assumptions used to calculate the net periodic cost				
Discount rate (in hundredths)	6.50%	6.00%	2.75%	
Expected long-term return on assets (in hundredths)	6.00%	5.00%	5.00%	
Assumptions used to calculate the benefit obligation				
Discount rate (in hundredths)	5.50%	6.50%		
UNITED STATES | Post-Retirement Benefit Plan				
Assumptions used to calculate the net periodic cost				
Discount rate (in hundredths)	6.60%	6.00%	2.75%	
Expected long-term return on assets (in hundredths)	6.00%	5.00%	5.00%	
Assumptions used to calculate the benefit obligation				
Discount rate (in hundredths)	5.50%	6.60%		
Defined Benefit Plan, Health Care Cost Trend Rate Assumed, Next Fiscal Year	6.00%	6.50%	7.00%	6.00%
Defined Benefit Plan, Ultimate Health Care Cost Trend Rate	4.75%	4.75%	4.75%	4.50%
Medical cost trend rate decreases to ultimate rate in year	2029	2029	2029	2027

~~*XML 121 R105.htm IDEA: XBRL DOCUMENT*~~

RETIREMENT PLANS AND POST RETIREMENT PENSION PLANS (Details) $ in Millions

	Nov. 28, 2024 USD ($)
Foreign Plan | Pension Plan | Subsequent Event	
Defined Benefit Plan Disclosure [Line Items]	
Defined Benefit Plan, Benefit Obligation, (Increase) Decrease for Settlement	$ 54

~~*XML 122 R106.htm IDEA: XBRL DOCUMENT*~~

RESTRUCTURING AND OTHER RELATED COSTS (Details) $ in Millions

	12 Months Ended	
	Oct. 31, 2024 USD ($) numberOfCustomers	**Oct. 31, 2023 USD ($) numberOfCustomers**
Restructuring Cost and Reserve [Line Items]		
Restructuring Reserve, Beginning Balance	$ 36	$ 0
Restructuring Charges	76	46
Non-cash settlement	(8)	(9)
Payments for Restructuring	(91)	(1)
Restructuring Reserve, Ending Balance	13	36
Restructuring and Related Cost, Cost Incurred to Date	122	
FY23 Restructuring Plan		
Restructuring Cost and Reserve [Line Items]		
Restructuring Reserve, Beginning Balance	36	0
Restructuring Charges	4	46
Non-cash settlement	(1)	(9)
Payments for Restructuring	(37)	(1)
Restructuring Reserve, Ending Balance	2	$ 36
Restructuring and Related Cost, Cost Incurred to Date	50	
Restructuring and Related Cost, Positions Eliminated [Abstract]		
Restructuring and Related Cost, Number of Positions Eliminated | numberOfCustomers		400
Restructuring and Related Cost, Number of Positions Eliminated, Period Percent		2.00%
FY24 Restructuring Plan		
Restructuring Cost and Reserve [Line Items]		
Restructuring and Related Cost, Cost Incurred to Date	$ 72	
Restructuring and Related Cost, Positions Eliminated [Abstract]		
Restructuring and Related Cost, Number of Positions Eliminated | numberOfCustomers	500	
Restructuring and Related Cost, Number of Positions Eliminated, Period Percent	3.00%	
Cost of Product and Services		
Restructuring Cost and Reserve [Line Items]		
Restructuring Charges	$ 13	$ 11
Restructuring, Incurred Cost, Statement of Income or Comprehensive Income [Extensible Enumeration]	Cost of revenue	Cost of revenue
Research and Development		
Restructuring Cost and Reserve [Line Items]		
Restructuring Charges	$ 21	$ 6
Restructuring, Incurred Cost, Statement of Income or Comprehensive Income [Extensible Enumeration]	Research and Development Expense	Research and Development Expense
Selling, General and Administrative		
Restructuring Cost and Reserve [Line Items]		
Restructuring Charges	$ 42	$ 29
Restructuring, Incurred Cost, Statement of Income or Comprehensive Income [Extensible Enumeration]	Selling, general and administrative	Selling, general and administrative
Employee Severance		
Restructuring Cost and Reserve [Line Items]		
Restructuring Reserve, Beginning Balance	$ 31	$ 0
Restructuring Charges	75	33
Non-cash settlement	(7)	(1)
Payments for Restructuring	(86)	(1)
Restructuring Reserve, Ending Balance	13	31
Employee Severance | FY23 Restructuring Plan		
Restructuring Cost and Reserve [Line Items]		
Restructuring Reserve, Beginning Balance	31	0
Restructuring Charges	3	33
Non-cash settlement	0	(1)
Payments for Restructuring	(32)	(1)
Restructuring Reserve, Ending Balance	2	31
Employee Severance | FY24 Restructuring Plan		
Restructuring Cost and Reserve [Line Items]		

Restructuring Reserve, Beginning Balance	0	
Restructuring Charges	72	
Non-cash settlement	(7)	
Payments for Restructuring	(54)	
Restructuring Reserve, Ending Balance	11	0
Facility Closing		
Restructuring Cost and Reserve [Line Items]		
Restructuring Reserve, Beginning Balance	5	0
Restructuring Charges	1	13
Non-cash settlement	(1)	(8)
Payments for Restructuring	(5)	0
Restructuring Reserve, Ending Balance	0	5
Facility Closing | FY23 Restructuring Plan		
Restructuring Cost and Reserve [Line Items]		
Restructuring Reserve, Beginning Balance	5	0
Restructuring Charges	1	13
Non-cash settlement	(1)	(8)
Payments for Restructuring	(5)	0
Restructuring Reserve, Ending Balance	$ 0	$ 5

XML 123 R107.htm IDEA: XBRL DOCUMENT

GUARANTEES (Details) - USD ($) $ in Millions	12 Months Ended	
	Oct. 31, 2024	Oct. 31, 2023
Summary of standard warranty accrual activity		
Beginning balance	$ 29	$ 30
Accruals for warranties including change in estimates	58	57
Settlements made during the period	(57)	(58)
Ending balance	30	29
Standard Product Warranty Accrual, Balance Sheet Classification [Abstract]		
Accruals for warranties due within one year	30	29
Bank Guarantees	$ 37	$ 39

XML 124 R108.htm IDEA: XBRL DOCUMENT

COMMITMENTS AND CONTINGENCIES (Details) $ in Millions	Oct. 31, 2024 USD ($)
Loss Contingencies [Line Items]	
Other Purchase Commitments	$ 136

XML 125 R109.htm IDEA: XBRL DOCUMENT

SHORT-TERM DEBT - Credit Facility and Commercial Paper (Details) - Line of Credit - USD ($) $ in Millions			12 Months Ended	
	Jun. 07, 2023	Jun. 02, 2023	Oct. 31, 2024	Oct. 31, 2023
5 yr unsecured credit facility				
Line of Credit Facility [Abstract]				
Credit facility initiation date	Jun. 07, 2023			
Line of credit facility expiration date	Jun. 07, 2028			
Maximum borrowing capacity	$ 1,500			
Short-term debt terms (years)	five			
Outstanding balance			$ 0	$ 0
Proceeds from Line of Credit			0	360
Repayments of Line of Credit			0	360
Incremental Revolving Credit Facility				
Line of Credit Facility [Abstract]				
Credit facility initiation date	Jun. 07, 2023			
Maximum borrowing capacity	$ 750			
Outstanding balance			0	0
Commercial Paper				
Line of Credit Facility [Abstract]				
Maximum borrowing capacity		$ 1,500		
Outstanding balance			$ 40	0
Short-term Debt, Weighted Average Interest Rate, at Point in Time			4.92%	
Proceeds from commercial paper			$ 1,190	1,670
Repayments of Commercial Paper			(1,150)	(1,700)
Uncommitted Money Market Line Credit Agreement				
Line of Credit Facility [Abstract]				
Credit facility initiation date		Jun. 02, 2023		
Maximum borrowing capacity		$ 300		
Outstanding balance			0	0
Proceeds from Line of Credit			215	61
Repayments of Line of Credit			$ 215	$ 61
Minimum amount per advance request		$ 1		

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SHORT-TERM DEBT (Details) - USD ($) $ in Millions	Oct. 31, 2024	Oct. 31, 2023
Short-term Debt [Line Items]		
Short-term debt	$ 45	$ 0
Strategic Innovation Fund		
Short-term Debt [Line Items]		
Debt - Current & Non-Current	$ 20	
Debt, Weighted Average Interest Rate	4.70%	
Short-term debt	$ 2	
Atlantic Canada Opportunities Agency (ACOA)		
Short-term Debt [Line Items]		
Debt - Current & Non-Current	$ 4	
Debt, Weighted Average Interest Rate	4.50%	
Short-term debt	$ 3	

XML 127 R111.htm IDEA: XBRL DOCUMENT

LONG-TERM DEBT - Carrying Value (Details) - USD ($) $ in Millions	Oct. 31, 2024	Oct. 31, 2023
Debt Instrument [Line Items]		
Long-Term Debt	$ 3,345	$ 2,735
Term Loan Maturing 2025		
Debt Instrument [Line Items]		
Long-Term Debt		600

Senior Notes		
Debt Instrument [Line Items]		
Long-Term Debt	3,326	2,135
Senior Notes | Senior Notes 2026		
Debt Instrument [Line Items]		
Long-Term Debt	299	299
Senior Notes | Senior Notes 2027		
Debt Instrument [Line Items]		
Long-Term Debt	596	0
Senior Notes | Senior Notes 2029		
Debt Instrument [Line Items]		
Long-Term Debt	496	496
Senior Notes | Senior Notes 2030 [Member]		
Debt Instrument [Line Items]		
Long-Term Debt	497	496
Senior Notes | Senior Notes 2031		
Debt Instrument [Line Items]		
Long-Term Debt	845	844
Senior Notes | 2034 Senior Notes		
Debt Instrument [Line Items]		
Long-Term Debt	$ 593	$ 0

~~XML 128 R112.htm IDEA: XBRL DOCUMENT~~

LONG-TERM DEBT - Senior Notes (Details) - USD ($) $ in Millions	**Sep. 09, 2024**	**Mar. 12, 2021**	**Jun. 04, 2020**	**Sep. 16, 2019**	**Sep. 06, 2019**	**Sep. 22, 2016**	**Sep. 15, 2016**	**Sep. 15, 2016**	**12 Months Ended Oct. 31, 2024**	**Oct. 31, 2023**	**Oct. 31, 2022**	**Aug. 01, 2019**	**Feb. 01, 2016**
Debt Instrument [Line Items]													
Loss on extinguishment of debt									$ 0	$ 0	$ 9		
Senior Notes 2026													
Debt Instrument [Line Items]													
Issuance date of debt						Sep. 22, 2016							
Aggregate face amount of debt						$ 300							
Maturity date						Sep. 22, 2026							
Fixed interest rate per annum (in hundredths)						3.05%							
Interest payment frequency						semi-annually							
Date payments commenced						Mar. 22, 2017							
Debt Instrument, Redemption Price, Percentage													
Senior Notes 2027	99.624%												
Debt Instrument [Line Items]													
Issuance date of debt	Sep. 09, 2024												
Aggregate face amount of debt	$ 600												
Maturity date	Sep. 09, 2027												
Fixed interest rate per annum (in hundredths)	4.20%												
Interest payment frequency	semi-annually												
Date payments commenced	Mar. 09, 2025												
Debt Instrument, Redemption Price, Percentage	99.866%												
Senior Notes 2029													
Debt Instrument [Line Items]													
Issuance date of debt				Sep. 16, 2019									
Aggregate face amount of debt				$ 500									
Maturity date				Sep. 15, 2029									
Fixed interest rate per annum (in hundredths)				2.75%									
Interest payment frequency				semi-annually									
Date payments commenced				Mar. 15, 2020									
Debt Instrument, Redemption Price, Percentage				99.316%									
Senior Notes 2030 [Member]													
Debt Instrument [Line Items]													
Issuance date of debt			Jun. 04, 2020										
Aggregate face amount of debt			$ 500										
Maturity date			Jun. 04, 2030										
Fixed interest rate per annum (in hundredths)			2.10%										
Interest payment frequency			semi-annually										
Date payments commenced			Dec. 04, 2020										
Debt Instrument, Redemption Price, Percentage			99.812%										
Senior Notes 2031													
Debt Instrument [Line Items]													
Issuance date of debt		Mar. 12, 2021											
Aggregate face amount of debt		$ 850											
Maturity date		Mar. 12, 2031											
Fixed interest rate per annum (in hundredths)		2.30%											
Interest payment frequency		semi-annually											
Date payments commenced		Sep. 12, 2021											
Debt Instrument, Redemption Price, Percentage		99.822%											
2034 Senior Notes													
Debt Instrument [Line Items]													
Issuance date of debt	Sep. 09, 2024												
Aggregate face amount of debt	$ 600												
Maturity date	Sep. 09, 2034												
Fixed interest rate per annum (in hundredths)	4.75%												
Interest payment frequency	semi-												

	annually								
Date payments commenced	Mar. 09, 2025								
Debt Instrument, Redemption Price, Percentage	99.638%								
Treasury Lock									
Debt Instrument [Line Items]									
Derivative, Notional Amount								$ 250	
Treasury Lock | Senior Notes 2029 | Cash Flow Hedges | Derivatives Designated as Hedging Instrument									
Debt Instrument [Line Items]									
Derivative, Notional Amount								$ 250	
Derivative Instruments, Gain (Loss) Reclassification from Accumulated OCI to Income, Estimated Net Amount to be Transferred				$ (6)			(3)		
Interest Rate Swap [Member] | Senior Notes 2026 | Cash Flow Hedges | Derivatives Designated as Hedging Instrument									
Debt Instrument [Line Items]									
Derivative, Notional Amount									$ 300
Derivative Instruments, Gain (Loss) Reclassification from Accumulated OCI to Income, Estimated Net Amount to be Transferred					$ (10)	$ (10)	$ (2)		

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LONG-TERM DEBT - Term Loan (Details) - USD ($) $ in Millions	**12 Months Ended**					
	May 04, 2022	**Oct. 31, 2024**	**Oct. 31, 2023**	**Oct. 31, 2022**	**Apr. 15, 2022**	**Jun. 21, 2013**
Line of Credit Facility [Line Items]						
Long-Term Debt		$ 3,345	$ 2,735			
Gain (Loss) on Extinguishment of Debt		0	0	$ (9)		
Term Loan Maturing 2025						
Line of Credit Facility [Line Items]						
Maximum borrowing capacity					$ 600	
Long-Term Debt			$ 600			
Weighted average interest rate, at point in time			6.22%			
Repayments of Debt		600				
Senior Notes 2023 [Member]						
Line of Credit Facility [Line Items]						
Fixed interest rate per annum (in hundredths)						3.875%
Early Repayment of Senior Debt	$ 600					
Repayments of senior debt	609					
Gain (Loss) on Extinguishment of Debt	(9)					
Debt Instrument, Increase, Accrued Interest	$ 7					
Strategic Innovation Fund						
Line of Credit Facility [Line Items]						
Long-Term Debt		18				
Atlantic Canada Opportunities Agency (ACOA)						
Line of Credit Facility [Line Items]						
Long-Term Debt		$ 1				

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LONG-TERM DEBT (Details) - USD ($) $ in Millions	**Oct. 31, 2024**	**Oct. 31, 2023**
Line of Credit Facility [Line Items]		
Carrying Value of Senior Notes	$ 3,345	$ 2,735
Strategic Innovation Fund		
Debt Disclosure [Abstract]		
Debt - Current & Non-Current	20	
Line of Credit Facility [Line Items]		
Debt - Current & Non-Current	20	
Carrying Value of Senior Notes	$ 18	
Debt, Weighted Average Interest Rate	4.70%	
Atlantic Canada Opportunities Agency (ACOA)		
Debt Disclosure [Abstract]		
Debt - Current & Non-Current	$ 4	
Line of Credit Facility [Line Items]		
Debt - Current & Non-Current	4	
Carrying Value of Senior Notes	$ 1	
Debt, Weighted Average Interest Rate	4.50%	

XML 131 R115.htm IDEA: XBRL DOCUMENT

STOCKHOLDERS' EQUITY Stock Repurchases (Details) - USD ($) $ in Millions	**12 Months Ended**					
	Oct. 31, 2024	**Oct. 31, 2023**	**Oct. 31, 2022**	**May 29, 2024**	**Mar. 01, 2023**	**Feb. 18, 2021**
Share Repurchase Program [Line Items]						
Share Repurchase Program, Excise Tax, Payable	$ 10.0	$ 3.0	$ 0.0			
Payment of excise taxes related to repurchases of common stock	$ 3.0	$ 0.0	$ 0.0			
2021 Repurchase Program						
Share Repurchase Program [Line Items]						
Share Repurchase Program, Authorized, Amount						$ 2,000.0
Stock Repurchased and Retired During Period, Shares		661,739	8,400,000			
Stock Repurchased and Retired During Period, Value		$ 99.0	$ 1,139.0			
Remaining authorized repurchase amount		$ 339.0				
2023 Repurchase Program						
Share Repurchase Program [Line Items]						
Share Repurchase Program, Authorized, Amount					$ 2,000.0	
Stock Repurchased and Retired During Period, Shares	8,400,000	3,900,000				
Stock Repurchased and Retired During Period, Value	$ 1,150.0	$ 476.0				
Remaining authorized repurchase amount	374.0					
2024 Repurchase Program						
Share Repurchase Program [Line Items]						
Share Repurchase Program, Authorized, Amount				$ 2,000.0		
Retained Earnings						
Share Repurchase Program [Line Items]						
Stock Repurchased and Retired During Period, Value	1,047.0	517.0	1,028.0			
Additional Paid-in Capital						
Share Repurchase Program [Line Items]						
Stock Repurchased and Retired During Period, Value	$ 113.0	$ 62.0	$ 111.0			

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STOCKHOLDERS' EQUITY STOCKHOLDERS	**12 Months Ended**

EQUITY DIvidends (Details) - USD ($) $ / shares in Units, $ in Millions	Nov. 20, 2024	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Dividends [Abstract]				
Cash Dividends Declared (per common share)		$ 0.944	$ 0.900	$ 0.840
Cash dividends declared		$ 274	$ 265	$ 250
Aggregate cash dividends paid		$ 274	$ 265	$ 250
Subsequent Event				
Dividends [Abstract]				
Cash Dividends Declared (per common share)	$ 0.248			
Cash dividends declared	$ 71			

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STOCKHOLDERS' EQUITY - Changes in accumulated other comprehensive income (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Beginning Balance	$ (327)	$ (347)	
Other comprehensive income (loss) before reclassifications	45	12	
Amounts reclassified out of accumulated other comprehensive income (loss)	(23)	1	
Other Comprehensive Income (Loss), Tax	0	(7)	
Other Comprehensive Income (Loss)	22	20	$ (65)
Ending Balance	(305)	(327)	(347)
Foreign Currency Translation			
Beginning Balance	(301)	(335)	
Other comprehensive income (loss) before reclassifications	(11)	33	
Amounts reclassified out of accumulated other comprehensive income (loss)	(8)	0	
Other Comprehensive Income (Loss), Tax	3	(1)	
Other Comprehensive Income (Loss)	(22)	34	
Ending Balance	(323)	(301)	(335)
Prior Service Credits			
Beginning Balance	122	123	
Other comprehensive income (loss) before reclassifications	0	0	
Amounts reclassified out of accumulated other comprehensive income (loss)	(1)	(1)	
Other Comprehensive Income (Loss), Tax	0	0	
Other Comprehensive Income (Loss)	(1)	(1)	
Ending Balance	121	122	123
Actuarial Losses			
Beginning Balance	(165)	(155)	
Other comprehensive income (loss) before reclassifications	65	(17)	
Amounts reclassified out of accumulated other comprehensive income (loss)	(12)	2	
Other Comprehensive Income (Loss), Tax	0	(5)	
Other Comprehensive Income (Loss)	53	(10)	
Ending Balance	(112)	(165)	(155)
Unrealized Gains (Losses) on Derivatives			
Beginning Balance	17	20	
Other comprehensive income (loss) before reclassifications	(9)	(4)	
Amounts reclassified out of accumulated other comprehensive income (loss)	(2)	0	
Other Comprehensive Income (Loss), Tax	(3)	(1)	
Other Comprehensive Income (Loss)	(8)	(3)	
Ending Balance	$ 9	$ 17	$ 20

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STOCKHOLDERS' EQUITY - Reclassifications out of accumulated other comprehensive income (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Amounts reclassified out of accumulated other comprehensive income (loss)	$ (23)	$ 1	
Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Reclassification Adjustment from AOCI, Realized upon Sale or Liquidation, Tax	0	0	
Other Comprehensive Income (Loss)	8	0	
Unrealized gains (losses) on derivatives	2	0	
Amounts reclassified into earnings related to derivative instruments, tax expense (benefit)	(1)	0	$ (8)
Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, after Tax	1	0	$ 26
Other Comprehensive Income (Loss), Defined Benefit Plan, Gain (Loss), Reclassification Adjustment from AOCI, before Tax	12	(2)	
Amortization of prior service benefit	1	1	
Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, before Tax	13	(1)	
Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, Tax	(4)	0	
Other Comprehensive (Income) Loss, Defined Benefit Plan, Reclassification Adjustment from AOCI, after Tax	9	(1)	
Reclassification from Accumulated Other Comprehensive Income, Current Period, Net of Tax	18	(1)	
Other Operating Income (Expense)			
Amounts reclassified out of accumulated other comprehensive income (loss)	8	0	
Foreign Currency Gain (Loss)			
Amounts reclassified out of accumulated other comprehensive income (loss)	8	0	
Cost of Product and Services			
Unrealized gains (losses) on derivatives	4	2	
Interest Expense			
Unrealized gains (losses) on derivatives	$ (2)	$ (2)	

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SEGMENT INFORMATION - Profitability (Details) $ in Millions	12 Months Ended		
	Oct. 31, 2024 USD ($) segment	Oct. 31, 2023 USD ($) segment	Oct. 31, 2022 USD ($) segment
Segment Reporting [Abstract]			
Number of operating segments | segment	3	3	3
Select income statement components			
Net revenue	$ 6,510	$ 6,833	$ 6,848
Income from operations	1,488	1,350	1,618
Share-based compensation expense	130	112	126
Depreciation expense	$ 149	$ 128	$ 120
Number of operating segments | segment	3	3	3
Operating Segments			
Select income statement components			
Income from operations	$ 1,721	$ 1,875	$ 1,857
Segment Reporting, Reconciling Item, Corporate Nonsegment			

Select income statement components			
Share-based compensation expense	12	0	6
Life Sciences and Applied Markets			
Select income statement components			
Net revenue	3,215	3,510	3,630
Life Sciences and Applied Markets | Operating Segments			
Select income statement components			
Net revenue	3,215	3,510	3,630
Income from operations	877	1,049	1,097
Share-based compensation expense	59	60	62
Depreciation expense	64	58	55
Diagnostics and Genomics			
Select income statement components			
Net revenue	1,651	1,755	1,766
Diagnostics and Genomics | Operating Segments			
Select income statement components			
Net revenue	1,651	1,755	1,766
Income from operations	320	363	390
Share-based compensation expense	30	28	32
Depreciation expense	56	45	43
Agilent CrossLab			
Select income statement components			
Net revenue	1,644	1,568	1,452
Agilent CrossLab | Operating Segments			
Select income statement components			
Net revenue	1,644	1,568	1,452
Income from operations	524	463	370
Share-based compensation expense	29	24	26
Depreciation expense	$ 29	$ 25	$ 22

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SEGMENT INFORMATION - Segment Assets (Details) - USD ($) $ in Millions	**12 Months Ended**	
	Oct. 31, 2024	**Oct. 31, 2023**
Segment Reporting Information [Line Items]		
Total assets	$ 11,846	$ 10,763
Long-term investments	175	164
Deferred tax assets	412	338
Right-of-use asset	177	154
Other assets	910	708
Long-Lived Assets	2,505	1,851
Other Noncurrent Assets [Member]		
Segment Reporting Information [Line Items]		
Deferred tax assets	351	284
UNITED STATES		
Segment Reporting Information [Line Items]		
Long-Lived Assets	1,453	1,188
GERMANY		
Segment Reporting Information [Line Items]		
Long-Lived Assets	244	192
Rest Of World		
Segment Reporting Information [Line Items]		
Long-Lived Assets	529	469
CANADA		
Segment Reporting Information [Line Items]		
Long-Lived Assets	279	2
Operating Segments		
Segment Reporting Information [Line Items]		
Capital Expenditures	378	298
Total assets	9,098	8,024
Operating Segments | Life Sciences and Applied Markets		
Segment Reporting Information [Line Items]		
Capital Expenditures	60	64
Total assets	3,139	3,161
Operating Segments | Diagnostics and Genomics		
Segment Reporting Information [Line Items]		
Capital Expenditures	299	212
Total assets	5,044	3,966
Operating Segments | Agilent CrossLab		
Segment Reporting Information [Line Items]		
Capital Expenditures	19	22
Total assets	915	897
Segment Reporting, Reconciling Item, Corporate Nonsegment		
Segment Reporting Information [Line Items]		
Cash and Cash Equivalents	1,329	1,590
Prepaid Expense, Current	188	139
Long-term investments	175	164
Long term and other receivables	143	127
Deferred tax assets	351	284
Right-of-use asset	177	154
Other assets	$ 385	$ 281

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SEGMENT INFORMATION - Reconciliation or Reportable Results (Details) - USD ($) $ in Millions	**12 Months Ended**		
	Oct. 31, 2024	**Oct. 31, 2023**	**Oct. 31, 2022**
Segment Reporting, Reconciling Item for Operating Profit (Loss) from Segment to Consolidated [Line Items]			
Operating Income (Loss)	$ 1,488	$ 1,350	$ 1,618
Change in fair value of contingent consideration	1	(1)	
Restructuring and other related costs	(76)	(46)	
Interest income	80	51	9
Interest expense	(96)	(95)	(84)
Other income (expense), net	49	33	(39)
Income before taxes	1,521	1,339	1,504
Operating Segments			
Segment Reporting, Reconciling Item for Operating Profit (Loss) from Segment to Consolidated [Line Items]			

Operating Income (Loss)	1,721	1,875	1,857
Segment Reporting, Reconciling Item, Corporate Nonsegment			
Segment Reporting, Reconciling Item for Operating Profit (Loss) from Segment to Consolidated [Line Items]			
Amortization	(102)	(139)	(191)
Acquisition and integration costs	(12)	(16)	(25)
Transformational initiatives	(11)	(25)	(30)
Asset Impairment Charges	(8)	(277)	0
Business exit and divestiture costs	0	0	(7)
Change in fair value of contingent consideration	0	(1)	25
Restructuring and other related costs	(76)	(46)	0
Other expenses	(24)	(21)	(11)
Operating Expenses	$ (233)	$ (525)	$ (239)

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SEGMENT INFORMATION - Entity-Wide Disclosures Revenue (Details) - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Revenue by geography			
Net revenue	$ 6,510	$ 6,833	$ 6,848
UNITED STATES			
Revenue by geography			
Net revenue	2,246	2,410	2,385
CHINA Including Hong Kong			
Revenue by geography			
Net revenue	1,217	1,383	1,499
Rest Of World			
Revenue by geography			
Net revenue	$ 3,047	$ 3,040	$ 2,964

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SEGMENT INFORMATION - Entity-Wide Disclosure Long-Lived Assets (Details) - USD ($) $ in Millions	Oct. 31, 2024	Oct. 31, 2023
Segment Reporting Information [Line Items]		
Long-Lived Assets	$ 2,505	$ 1,851
UNITED STATES		
Segment Reporting Information [Line Items]		
Long-Lived Assets	1,453	1,188
CANADA		
Segment Reporting Information [Line Items]		
Long-Lived Assets	279	2
GERMANY		
Segment Reporting Information [Line Items]		
Long-Lived Assets	244	192
Rest Of World		
Segment Reporting Information [Line Items]		
Long-Lived Assets	$ 529	$ 469

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Schedule II Valuation and Qualifying Accounts (Details) - SEC Schedule, 12-09, Valuation Allowance, Deferred Tax Asset [Member] - USD ($) $ in Millions	12 Months Ended		
	Oct. 31, 2024	Oct. 31, 2023	Oct. 31, 2022
Movement in valuation and qualifying accounts [Roll Forward]			
Balance at Beginning of Period	$ 112	$ 115	$ 120
Additions Charged to Expenses or Other Accounts	4	1	7
Deductions Credited to Expenses or Other Accounts	(3)	(4)	(12)
Balance at End of Period	$ 113	$ 112	$ 115

*EXCEL 141 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 ('B6DUD'04UB@0 +$ 0 9&]C4')O<';O87!P+GAM M;$V,/0L",1!$_\IQO;=!P4)B0 !2L+ (/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6 Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M_" !XEI 9Q,>P=.\ K @ $0 &1O8U!R;W!S+V O&ULS9+! M3L,P#(9?!>7>NDD!0=3UPK032$A, G&+$F^+:)HH,6KWJK1AZX3@ 3C&_O/Y ML^1&!ZE]Q.?H T:RF*Y&U_5)ZK!B!Z(@ 9(^H%.IG!+]U-SYZ!1-S[B'H/2' MVB. (JKH%AZ2,(@4SL @+D;6-T5)'5.3C"6_T@@^?L^"V@68][^B):369E&UL[5I;<]HX%'[OK]!X9_9M"\8V@;.T$W-I=MNTF83M M3A^%$5B-,'EDD81_OTV23;J,/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(],JM-O=5H1I;*$81V1@?5XL.$#05%%:,U\@M.4?,_@5RU2-9:,! M$U=!)KF(M/+Y,,7\VMX^9<_1.ATR@6XP&U@@?\YOI^-1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K0';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0? *]!MHK@PI+27)#6SRFU4!H(FLB!J4>"(<7K;YH] M5Z%82=J$^!!&&N*<<<^9ST6S[!Z5&T?95O RCEU@5 9<8WS2}2S%UGB5P/&M MG#P=$Q+ E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!'\6:PUDSY@R.S-D77.UI$.$9)>_T(^8LZ+ MD!&_'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+ ([W1]072N0/]< Z3(T M!Z..60F]A%9]GZ]'.#ZH'C(*!?&Y'C[E>G@*.Y;&O%"N@GL!]':.*K^(+ M.7\N?<^E[[GT/.'2MSAD6R4)RU3393>* M$I"&V[I4_5*E=? EK[DHN#Q,Y.FOH70^+, _Y/% GM,T+,T.WF)&Y M"M 2D& #^>G%>!KB.=D$N7V85VWCV-'1^^?!4,"C[SR6'<>(\[A[J&&F,_# M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<,>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G.V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3.G>,U_HL@6V$5#)DU1?*0XC!/3 R0]A4)?.NVB8+A=OB5,Y[&KXF M8$O#>FZ=+2? VU[4/;07/4;SHYG@'K.'MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,? -2K6J5D*Q$ M2P=|'Y(&8XQ;]#1?CQ1BK:.QK<;:.,0QY@%CS#*%F.,^'19H:,]6+K#F."F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" !XEI 9XV_080H(#A, & 'AL+W=OW.2&W#)6G2V3922MO=:&Y1TYG5[&H_.. $5,!9VZ3M MO]]C(!.JXP3)_3(-A/,"3^S#>&,%64)%K#)UGV^800'>5 2]QW+.N\G.$I[D\M\WYQ_+FDFXB@ES>,L=]M-Z%W-&?7& [PFBR(^+Z9,]C]5RI!E)"41S1%C*RN M>E/[XXT[E@'Y$3\B\L3W/B-Y*TM*'^7&++CJ6?**2$Q\(24P_D2C\2Q5(+K M^*\4[57GE('[GW?]=_G-P\TL,2<>C?^*A%>]<8]%) 5SF)Q3Y_^).4-#:6> M3V.>_XN>BF,'%SWD9US0I R&*TBBM/B+GTL0>P%CJR7 *0.<5P'VH"7 +0/< M8P,&9< @)U/<2!L[A!@L\N63T"3%Y_*C)#SG,/!N/TKE[[X0#+Z (S\,/+HE M#,WA)T:GZ/OB!KU_]P&]0U&*KJ,XAE^&7_8%G$<>W?=+S>M"TVC1M!WTA:8B MY.@V#4C0%.C#!597Z>RN\MK1*G[SQ1ER[1/D6,Y <4&>/OR&^&?(NF@-O]&' M3S<,SFZIPAMWXU;,W5S/;=&[344D7M L+:;M'/[_?(9CT$R0A/^K EX(#M2" M,C=\Y!OLDZL>3'Y.V),T)K_^8I];OZM@F12[,236 #FH0 YTZI,;ZF>0@P1Z M>_D0%39]N&V=?E+QT49UY6- (K,%G6/$9'L=GFJ89CM$]V5 F5*#T.I)E*KR>_M.JHK*$_B#5#G%.CSXT#_ "8MH(,6@G2]'%_ZI2I3M.8J;7Q7:(,$&M!&%,31 M<=#N(N[#Z"K9W<%NY4- #KW;W4P5+&],5EB&Q!JQQ!6NLO3TO8VR/U4^"F7.4 MZ=5.3R%WN;:*F#:P*S%#8@UB%Q6QBT[#*T?6.KCT6FUS41O5%98AL08LVZKK M._O(9R'#4)7G545[OC\@ML(Q5V9\? 5Q78];4FLCV2E],>Y=E'787Q01]S9(E M84I4>A'+LD_MX<.:*G%I8SOC,J36Q.74N)QC<-V3=<0%##*!ON)$F;P."$W7 M0%R.5.*'*8WI.B+\I+C06>]?*4%]%3N# *36!%F7_[.V*-Z!)(!@\0V Y/T MC#Z1%R5*O90%P\^ZL,8C1TG-:*5O2]U)K:[U;7VU7KDFGS)(:[EO.D$+ 0]0 M1!GR: 8X@2H-U&/R@)6X50(T:@5,J34!UF, UE?Q)<'_(QF 8R];!7YA?O4 M)#^]Y&AT:@WM\:AE^!GUIZ;4FO1JAV#K"_N2WC0(0)V?[#Z@W+A_2]5C3B\Y M="T,!C#9DI0CCQ'RB*[C,:!.@$9M@RFU)LO:..CZ6O\U2T]NP1Q^H$^]D] > M,@'/(HR\&# \HF1GU$684FNRJWV$K2]7[.K$N","<3)78C%H) M4V1,,+69L/4.X#6V.>4"GKU_1YOV)X9>\6((J4)S:BK,*767'>M,86C=P+Y MU)PR@ELQ'1!X{[.L#\HE6Z 6PI1:$U-M)1R]"_A,\Q60D*8Z*W% Q'%&IQ>C MD:6D9=1)F%)KT]J=A*,W ^1 ,M%5\AVWB_H 7Q,P;C3(E,K^31)($"9B&H_M_WB"WEEG\$3=8(:V.%8O6>KU.G.\"R/AU$,"T5?_8/6#*%VCQ4NRI+$2GUY MF?? U,9T1O85K<&K7X.CK^MW80K?/?HC3 6DUK0>$OOY<*"V"/JPSK;>P"$YM M$9RC+,,)?)(Y/'U.HQF!N8@Y)+4 SSK.6K*;7_$E4"W:>/JHSM[I(*QHE!#O#O .HY*:7K&-FM&RWY1:DUI=_M]CM'E? WY=$0>.*4U9>HZ0Z_S&3 X=$Q]GX 0R 2%I)*?T?+?E%JS4:$N_UU] M]5[R6R0XCM%UQN%KKIRA!W1:7RCHXSHW([R%"W!K%^ >]4+A-B%L+1/:'Z @ M0C!.R0:GRF%W0+ =FU$[8$]MB:VV ZZ^B)]Y=_=HF@61H Q-A2!@S?-UR;L8 MKY74]!M[0KZL,[0W]+V=_=ZB/2E^][KT12G?@3V.U*RO?=,I8OB<.C(6^O M4T+4Z[!7]8=EE%W8$]M":MV!^Y1[F"> M+>/(A\E)L,+LT*MT;E8SZA- *M6&N)GMBMQ/7NNQO55SJZM\]JOIOKD4L0@S7 M@[YE K)9*FVZDI7)PMXKU<[W[LX9#X<70]=RJLL0;R%!W!K#^#]*_8I!*F@ M2%]M.5XOT# [CC!;]IM2:F.JBW]67Z+LDS_=>>T+MN91OX5<$ZGZ?H'\>R+_MUS&,.G7KJ/X4K+.XJ /LP10]12*,X*.CH0"_<(178(00]YH1?N.@D3<*O.F4"SV:P $O'V+AI/C[;S6#-JE?I[M/>&R'LU[ZSGRY6ORHCV\VEOU[T_SKO5^?7C1__^_&I2S',5D!:'6V0C2)ROZ MZ8L-03=YA_F2"D&3_&-(.(P+>0!\OZ)4[#,D":K_U3#Y'U!+ P04 " !X MEI 9IY;O+#\" #"!0 & 'AL+W=OVKDM!58Z(,*MKV8MH+DQS$JA\RVVG:,S_,"1F3 M(.) XK/O_OZ=[,NXENI9%P &O7(F=((+8\I9$.BL $[T0)8@[,I>*DZ,_=4A MT*4"DOL@SH(H#*&I+&2 5+.VZ]Y@4 51ULX*MRE, (VRJ]3&F71>Y=2@E6BN MUYY3'!@KZQ:#K)58 !+1!8EAA!ZE,(5>0.^?\"@>7IH*(CU"+J5?R6F0$: M#6]0%$;C'KU1E^3(ZXVN31+]FN^T4?9) #Z7;Z,V/]_FRF2F2Y)!@FT=:% O M@ /W[X,3\&,/Z[AC'?>I-ZQ2H:^$PSFV_NB-HAG4Q(J9.7>JJU>I=%ZO>E! MFW1HDZO0UC*[^%3Z%,9$H"]2PPU:$D;M=0A*>L"F'=CT*K 'JCA:W9_CZA>(M1G2G,(*3NN*@#KY[.)3)2IBFQ+K9KD'- F[K\Y]YTMT>B#E1HQ&!O0\!K3TH MU72,QC"RJ%6ZD\,6O!\6MLF"<@YV22^E.1IN@ZYMIW\4$L#!!0 ('B6 MDUG]_JIM(P8 ,\@ 8 >&PO=V]R.W H965T&ULK5I= M,Z,X%/TK5G.TFI$Z#,:!0#>- U(:.MM)V6C6=G6<*3H(6DWB_+^<;(7874RG>;!EB9^?\QU+Y2]K MGB6^D(?99IKO,N:'95 23XEAV-/$C]+)8EZ>>\@6<[X7<92RAPSE^R3QL_^N M6*EF&<_9TL>_XQ"L;V<.!,4LK6_C\4C? _F3U8*L@B_@<$[^ M12\UUIB@8)\+GM3!<@1)E%:?_FN=B*,+\$D#]J 'F0 "M_^A' \PZP"PS M4TD!\^#YPE_,_Z"L@(MV8HO93++:"D_2HMY7XE,_AK).+%8WG]?W?]UZUT] MW7AH]20_[FZ^/Z'(;^C^X>;QZNE6_HZ^HA\K#WW^] 7E6S]C.8I2=!?%L9RX_M_Q].CZ<3X4<5<$]#>H17%=-T3;2, M]X$X1Q2?(6(0$QC0\N/A% CW/AY.-&IH,T.TY*,#?_ES9^Q TOW[+*;A5M MPM%%V;C(=W[+B>R+N0L[#)XO??L&W\ 65F3#)O)++).ULPF:Z:._3AK4.*] M8*L,+DKC86%,V)A/#\?) $ .I5V0!X%,IP%U!F\U@[>T4[[DN'9GS4"9EH!CS(E?A9LRP402A4QWE.*R EL]]US9FK" $P#E9T :\A[M!LMP&AF.5L9*]O(HW9RA#4M9YL>E'#^4/2S*1>87[1Y2Y/1&@BTU[4L 9%_3 MT02"!D2YC2A7*^}J"ZDDZ-V?D!*W=WVK[@=)0#(=-0.X (-6 EV&@[OZ'5 MM?]ZM]J ADJ0H MD&,,:&A]"M8V],6]V+*LSC_Z7 OYPJ.YX)U:,6BDR@=A&L:@)0E+JJ*HC+&]JC MUEA@;>M=/&3\$)7/;%+7VUR5ZD!!5K]14K6" 2"WIP8@LH8*6 OHL,[3%Q[O M=OAVMWO.#!.GM\(@E-*

DK6A#*&IJ-MM'CV;O6OIX#67^KARO0Z6&M8SC5ZHW* MYHW%ULUAZS*PWF9 .90/K,]^'@5@*BNZV7'9.3=-=5E *+5Y>R *#]6>UF-@
MOU>C!ZF^Q$&:B=;=G'I/C,KFC<76S75KAHC>#%T7 MBQ]]CM)ZO^8+F+^^C2&NZH= D&JT0=# 74!:2T3TELBKEON[,OI>AKAJSP5!
MMBJC#Z+&0),BK2LB>E[YVMKSKZV,O(9WW5U0$HR^@]"D$H[P\8Y/6V!%[MC/TOHK6')Z^!,=F\L=BZ&6R=)='O(7U@$XST]WRJ_?+N.@!0)E&WP2"4A VL M@];;D?>VD+)#%+!J*92/EZ
0+G+JQF3S MQF+KOG1I_2K5[XZ]4T4IL(WE4'5+#$+-'/4Q D+9 H;O'MJZ0(K'J*)4ZR5/ M?H$T)ILW%ELW@ZT%I7H+^H$J6C,<=T!7;9-+"-3;8P! 3F]3;GKTIC]6Z]I:E>]=_YV29*):36?55+WQX! ,1
!@ !X;"]W;W)K^E-B>>>>)Y\G@\T^&6BQ]R18A"[VG"Y,A:*97=V+:,5B3%\HIG MA,'*@HL4*QB*I2TS07"<.Z6)[3E.STXQ9=9XF,\]B?&0KU5"&7D22*[3%(N?
M=R3AVY'E6KN)9[I<*3UACX<97I(Y4:_9DX"17:'$-"5,4LZ0((N1=>O>A*ZO M'7*+[Y1LY=XSTJ&\7H'9&1I#8/C9D E)HT^_BG!+6J=VK' M_><=^I<\> CF#4LRX)VH9[[]2LJ
NAHOXHG,_Z)M:>M8 M*%I+Q=/2&7:04E;\XO>2B#T'M_>)@U,<.P2<.?NG@G^H0E Y!SDP12LY# MB!4>#P7?(J&M 4T_Y&3FWA ^9?J[SY6 50I^:CR9/IY^G3[.[[]/T?TCC*?H$KW.0]1N=5
+488>:)+ UY-#6\%> M-*(=E>^]*][K??)>UT,/G*F51%,6D_@0P(8@JDB\721W7B/B+%)7R'+J[UQ"-7WT7/\?S/\&;*ZP(G"^%^)-> J'>J5/VX:@>Q;Q ME*"_;M^D$G!N_C:Q7Z
'9G2=3&YDAB,RL@!8KAUOCWW]R>\X>)N7."A6<" M.V UJ%@-FM#'CY!("_I,G!6^W=Q7Y\L-J+0_&-J;?2Y,1H%S:!2:C+I!972P
M]VZU]V[CWE\9Y/6$_B(Q6D(^1^V$2]E!D#MC(N@&Z_P)9Q(TL=:ZD1>(D5P] M"K\C\@X7A22H_48865#5T0NMMM>Y@,/L=A!F,6JY)MW?%;OJ[<5R>7W$B<'$
M/V*D;A+X9CYZ%1^]1CYN4[Z&,.'RB1(L)5U08(8RQ1'!@E&VU$L)G*(8P=S_MYJC5=H&DEE-0U.YW3!SUZ@2X1QS538Y%8P#Q>F:.KBN.KANSRRMB#10?J@ M1?HHY'-
CBN;ZG+GCG&#AF< .N.Q77/8;]09E!A01#"YE(0B+?B)(ODR"P. " M/$%'/HBHO3MI;=*>&&PNW>/493#J M#5?^YN6@3$BK[:36A(QV=0^:MWFLM?])*2/NM9M+/#&+UR!
MFDU7DC$6OUY)^6[M^QBLO%XM'H.5VS^6J;W72Z5$+/.>5,*&H=@HFI%JMNI[M;_N[VC^3O?#>8_V 5,TTP]8+*$(00E9 *1S=0U;$D5_6@P4S_*.[8TKZ/_R MQQ7T]$1H UA?<*YV
V"ZK\$XW\!4$L#!!0 ('B6DUE:'=2E0, *8* M 8 >&PO=V]R:W-H965T&ULK59;;]I*$/XK([%%I'VH^K"8 59=[]+=Y=+SZ\^L[;A<'#>1^@+>]3??SC?C MF9WF3ND?9H5H81\):5K>RMKUG>^;
<(41,S=JC9+>+)2.F*6E7OIFK9'-8Z-(M^$&I5/\|;#WRYLF[#;S?7 M;(E3M$_KB::5G[',>832<"5!XZ+E=<0"@RM8V#TM\4N"N&(R(V?*:>7'>D,#Y^?V3_&VDG+C!GL*O&5S^VJY34\
MF..";81]4+M/F.JI.;Y0"1/_PB[%ECP(-\:J*#4F#R(NDW^V3^-P8%"NOV 0 MI ;!J4'U!8 *:E!YK4$U :C&D4FDQ''H,YX-!U_'O0ZC_T>3!_I;]@?/<+X(W3'P\E#_U_-!U\Z<-@1.L^
M7$R81FE7:'G(Q"5,^\2-XP8]R M $-%Q ;Z^]WCPH M4%/)\E2)^2HO\5',-7151,6]]YF4H\J>9[XOK0G5FS$%L>^6)0;]%K M__.N7"_]FQ?
EOTG6^TMD1QFH9AFH%K&WGR2U5<'_PSDLJ9W"A7!A!PKR'#7? M,M>_S!58M@?<4UYD7Y>2T6GR::\[;]C5]*-O#V.5 RL>0WCFD M7,D@1SIKF.54[$G2/.*3*RW:S8:L3SQ@G^_MX3I@I2U-
'_+BB01*U]#[A5+V>>$.R$;3 M]O]02P,$% @ >):36=3F88DJ!@ *QH !@ !X;"]W;W)K&/\F5H1(*,L*G$^6DFY M/IE,1+8B)1;';$TJ]_4AKO7+][_K(-7P2RQ(M6_$-SN3H?S48@)P]X4\@O
M[.D#:0.*M;^,%:+^#YY:;# "V49(5K;&BD%)J^83_V@3L6, (X>FME;1T$H/XYWDZENJ[.1\7%_=4E>'_Q\>+SX@K9/ 8A' ,4H,ABOCC9OB#?-W2+"Q6\=10;5W'M2B__[1R&*#V;;'>CL8#B-.A >RRC
MCF7D97F196RC2*FZD!'%<%F0,:B(M)%L/$WW248#DA802J&=9-R1C+TDKZNM M2ASCSS96L?'"-$$#4B8&!J&#U+0C-?62NI$KPE6=V)W1-GY3X]UA.$R:B4%) M9*>7=/02+[U[)G%Q +W$I)?
&PYEG@B(XF]H)SCJ",R_!6ZX$D[-.)H2-4"BI+8075'[J"7ZD=6 M/1Y)PDM%=TN$+%W%L/6S\CQD*,%-'6L&=CK$_1*0IM.]VIIS?>J#0R&U$Q0
M$LP3U.,XF@HJ#90X*I@O6)!OV3=K1B730G+R=)>7TWMB8S296)<.M"K M$_3+4UNXLHQO5/IV%J&5I$V+C!&V@(+4SA/U>H7\>K7?EKS"$YDZ!&?I,)TV MU#1P%#34RQ4Z0*
[N]5A?.L8:F1*D6CN#GHE"2>B8BVAG)^57JB]$4DY*TG9. M:R;D$>^?^18X,O4)AL.*9 ,YD]J+&/*+6#--BZX3>&T"F&(5&]V>!;3;?>TS M[?
4,^3=&S41]C9^YVXG3R"!HHJ+45=U1+S[(+SX+5I:TZ:*:?2:K)*T>294I MMN#M9R8)@+-W5MY>SW;9!-8-]O]WM!]]KVUHZNTW[B3+OJU8D1,N_J@W#O+9 M?J#@UBI\K7&-
#^BU5&&UU25,RM) M4^;C*#8&V8(*9XXB&_;=0.CO!I2(8?5(;?PQKU06[6=CIKXG!D$;:(8<_/H> M(/3W *J_WY2; DM%D37G/:J3YF2E#].W1-F9L%,V-?\H#(:=@16%7$GM.X/0
MWQDTRB4L]=%*U=3Y>&8T@U94Y&ABPITCTD/VM#LB6R^K@ZE;#D0M.UX,S++C MG>R):368CYD;+U-@)0H !@ !X M;"]W;W)KYQAZL&'\4(8!$SQ&- MQ= (I4SZIBG\$"
(L&BR!6,W,&8^P5%V^,$7" 0<9***F8UEM,\(D-KQ!-C;E MWH"EDI(8IAR)-(HP?[D RE9#PS8V W=D$4H]8'J#!"]@!O)7,N6J9Q8L 8D@ M%H3%B,-\:)S;_9%M:4 6\9O 2FRUD;;RP-
BC[EP'0\/2BH""+S4%5J\EC(!2 MS:1T/*U)C2*G!FZW-^P_,O/*S ,6,&+T#PED.#2Z!@I@CE,J[]CJ"M:&6IK/ M9U1DOVB5Q[;:!O)3(5FT!BL%$8GS-WY>+\06P&[N-3AK@%,7X*X!;F8T5Y;9
MNL02>P/.5HCK:,6F&]G:9&CEAL3Z,\XD5[-$X:0WFMS.)C?7E^?WXTMT<7YS M?CL:H]G5>'R/3J:80RQ#D,3']!1]0Y^1B42H1L7 E"JYIC#]=:*+/)&S)]'$ MEPWDVF?
(L9QF!7Q4'^Z6X::R7/AV"M].QN?NX9M)YC^&C ; Q5<$3RF1+_TJ M5SE-LYI&;[*^2+-/0T/M(@%\"8;WY9/=MKY7>?Q/9"7';N'8/<3N3=7^ ,XA M0$)[1PGF:(EI"NB$Q"A@E&(N4
(_\2G58N19^AD&?0?Q-*S&I8],)?;)H\$ ME<0W"_'-=XG/JQ#A5(:,D[]J7)O(1RN5Y_3M+5&VT[*R9T=^GU"I%!+' 8D7QU2WCZH^%%%2 MW2E4=PZJ'K$H4N?#QXN\4Z?
(CP25E'<+Y=WZRM]=X=TW"^E8FV='?*W0DH5> M8:%7WP*I5=B]MV*Z+;OG6O;NFE=$]AS;<9WFGH6WK==3T*JOF[W6=^4Y9]56 M7!6Z1[*Y=8;K"]1/S!&PO=V]R:W-
H965T&ULO9MO;^*X%L:_BL5=7J^",% [H28C0UM]]-?VPF8V,>&KM!],P7FR2&/?7S\
MLQTN7VCUDRT)X>AU593LJK/D?/VYUV/9DJQ2]HFN22G^9TZK5=FYOE2?/577EW3#B[PD3Q5BF]4JK=YN24%?KCI!9_?! M]WRQY/*#WO7E.EV09\)_6S]5XEUO'V66KTC)^<
MO+"#UTA:F5+Z4[ZYGUUU^O*.2$$R+D.DXL^63$A1R$CB/OYL@G;VWRDO/'R] MB_Y%F1=FIBDC$UK\GL_X\JHSZJ 9F:>;@G^G+[^2QI"ZP8P63/V+7AIMOX.R M#>-
TU5PL[F"5E_7?]+5IB(,+@H'C MQ<@,T+(L<%87-!>.H%47-!I%JFMJ+: M(4EY>GU9T1=42;6()E^HQE17"_MY*?O]F5?B?W-Q';^>/#X\/WZ]3VY^W"7H M^8?X\^WNX0=Z_((F-
\^_HB]?'W]_1EWTVW."/OSR$?V"\A)]RXM"]!F[['%Q M!S).+VN^[;;^-NSXM@"C;[3D2X;NRAF9M0/TQ*WO[Q_O[O\6>R,^9OP3"H,+ MA/LX
FYHO>X_V]Q]Y4N)G]5XQ^46$Y0YR*$IO1,LL+@DIA*E>FY.?R72:S9EW1;2[& M%)J^G9XV\3G3YIS!DC,%:S7]8-_T V_:)0S?*TGIC*&4I7M.+Y7^H#J!GK M<(.#_L?QT$@D0#,,C#RR-6$PA-
HN/-'L$AR'%S64A)]$K(T8S_FF4MUUNV%"S.#\BXX; MLB51:#KRA6D[TD03>&?MZT>^)!4J:=E5Q-(4\0O),*"3V$Z1P+1B:\SR#4@. M9JRV%4T(P<
/ZFH@,3F24EDY.DT+]RX%7BYX[V\==9HR;FBM1M48TK@ MYY2;+*,;R,J"O$B^3:>%)S%LP#!I"Y $(38SPQ9U0^S*#8TJ@9]5[G=3.7CO M-DV$)I0 FFYH#5! A",'F00:30(_F^S[89V^R4X
/=CD$/1#TX0MZ@86\4*A M7#V -85@/X70"&.'*TTAV$\A M=?F$RPWHQP:(;F2B""""*3!*! CD2#6L4P7X4>3AUX0I: P!C&)N3 Z@:FE4 M4H6!J[5(P&>GK,GQ6?=RSAHM.5>T=IMJ),)^)'I*W_8;
(FDFUA4" MAT3ZB*3A;Q=H7:2"]>3 D$N.M52"[6N333<P' MI:>*9H3,FLP1PQZQM%#D=])B"MO$8R(@((E-;[;$6<,T-V'_U@K4@Z=YLO=& MNN::%])8/09H@M!A2],+]M-+N\/$$FHK4C*?
RMTZRL$Y%-OL8?61+8E,-[XH M;2\:7[?7YHNDFA+7K-ZP3BGU6FN "@)3#(1595!D2.W0FLX0;[X:;=38Y% ME2/_;%"Q^LN6Q.9"T1NF?62@:2?TT\Z-'$(C9R?U-D+#3+ M@LX I
EP;,X"D"P,S$X%5:&#D$)-2"%^%T',\S(MLU,.@[SD]>[3H'-&2\X5 MK=VF!^=K_@TB>V;-&=N(9FVVP58KL5!@G&8_T::<"=PFNZ5$_:%D##BA[!T@ M\S- 1*3AP1B N:\(#MA,RNG+VDU
M@QU#'&761$@4F[,8)')MVH8:HL(C$+5##3EY562]J<1DQJQ^!JU!.T^!6FAP%!PL=^X.A1JGP))12??6:Y<*9U;?:-3O)-L!&YN0-:*QRZ).TS6K M"H\ EC8[R^5RL70D);"E@X?
F!@NH&E@=!ZEBEQ7-5^$1OFJ5H/N#\O.5EHON M#U()-''L5HT>%M-':. MHE<"!W(,L4B35>0GJZ<#-_(04\6&67P)E($[0^9SQ38&NN) I^D[4;#4G0< MEM:MY/O0[K"/Z'E)*^[OLPC8,#)[#-
!T0W-X :+0<0 4:6:*_+M*NSHA:_Y$ M'VI-CAUJ1<'$W)(B]+V9>B"=Y(6H%^ M@2.L>&Q.S9"J;SW- *FBL2M)-8U$?AIYJ)]*JHA$K \S4K_Z*-,U.[E!0.\
ME."!N=4+J.+09&LH5!0Z=A4BS2:1GTW>U^%$/O7AZ6KHX,H\N9I *BLA$DAU MF!!MOQI@HI%W7?J\6:_K=4):(+5(_2(6J>B^K)]"EDO0" MTGO7IV>-EIPK6KMM-4%%?H*JGU9$/Q3)[_#C
CW4&S85F8M5Z>Z,%-ZSB6P4 M"@,3@ %1,!Z;Z0,\(#1T,%6LF2KV,]5]R8D<%FB]=[??CEKG(J7RO]0L5ZO MAQ9M-AJ9DS6D,?U!&@>-Q!JRXA-VI/9/V7@/)V2]+#:S>DY/C7/7^KG#+*LV
MI'70UP6*+-A(-EV9& I(S)4Y(,&.^A%K1HO]C*8>243?]8I66[_(+]C\2N_X?4$L#!!0 ('B6DUE&P2_J M10@ $%% 8 >&PO=V]R:W-H965T&ULK9QK":UD38S;9--
TN[L1VJ4F"D&%W#2_OL5QC76Q<(TYTMB M'.D]DMXC&3T1/G_.\F_%DO,2_5@E:7'16Y;E^MU@4"R6?!46;[,U3\5?'K)\ M%9;B,G\<%.N;8IDSCE-SDJ-JM5F/]\ MSY/L^:*'>[_>N(T?EV7UQF!ZO@X?
^1TO/Z]O\$59283BUQ.?\22IE$0[MON]$>_N85<7#U[_4Z;;SHC-?PX+/LN3?."J7%[UQ#T7\(=PDY6WV_#??=Z[$@47FR*,EOM*HL6K.*T_AW^V W$007L'JE =A7(J17<7057
MJ4!&1RIXNPJ>4L%SCE3P=Q5\I8)[+,)P5V&H-FEXI,)H5V&T-:L>W:TU\[, MI^=Y]HSRJK10JUYL_=W6%H[$:96*=V4N_AJ+>N5T=OWI[OK#U?SR/IBCNWOQ
MZV/PZ1Y=4Q3_GJ_C_41Y_OYNCLU6M4+,.<%RA.T?TRVQ1A&A5OT*OJ^F.< M)"*OBO-!*9I4"0\6N_#OZ_#D2/C[K P30[69O=HL6ZU$'M^5V>*;H?;<7OLR MBN)J'H0)N@GCJ"]Z,
O7L;DE@5WKEI=BOO,(!6&>QNEC@J%R72YXCT6FQVBRK9>")HP]981IO=L)XU^.VS)*(YP4* MOF_B\JE_P_(GWIG_^@8?.7Z:\J<6&6[%J&7Z:N@XASOA\ M\'28() Q
T@Q"BG&@,2D='#WZ>#:TX$_QFDU)<1'19T8IR2#5;-K,M1B_F$R M*'F@E_!=XLB% H.,IR04U? H9D;5$E"SR]Q;Y5HOJY7LA+=_Q MUC)TEHAEW/3I\-[7&M(?^HIQUK!=C8,4"R#%Z E#P>QE)
N&>]N&5MOJSTJ3 M;2:_AGKBX(.Y71MF#=C5,$BQ %*,0HJQEH&5K!WMK1U9K9V%Q1)%\5,<<7$7 M*[8NBT34!G^0&=U.>-Z:@W0]<9BK.>DAY7)/H>,
M&$"*44@Q!B0FY<5DGQ>3]KQH3XLO8;+AQJRPRG?-"DBQ^42?1DJ"!9#Q**08 MLS9>;?+&L'4\C<5W&>;71WN355N.&YW$FW*\7 B./ ML$;I:OE.3>KIV!VJVTW0H
&H&@558U!JF.K&UAZB\UH)RIA.Z@$%C*G$#5Z FCP>QE9.\:E(3M+*D;)L0Z M'L%DJ-D&"I1-U0)0-0JJQMI&5[:XH4_8CI\ZX$*LHZ$^T<"]/5YG?T%)TTD] MH* Q65M,V;>&#N$3\-#+L*$]0N>
[#QV,8&^DW8! Q@Q U2BH&H-2D\\K-$B) MM""EE^)#NW[GLPN0:G.BHRFL9%H &I&"JC%[^V7'&SY$ /G0<8AHC]+9=P-B M\8:.NDD%#1J JE%0-0:E)B?)P3FF%C0% A'M03KG"&F%B$0'.?
TA46>\H9"/ ME1TI!6T[,\8<'2&(I$%,Q(Z8NA!$NU1G,R#5YD2'5#K[!0U)0=582P=D>QM4 M1.RHZ 2"Z!JM!N5%1&_90*,&H&H45(U!J4-"8K"VF;%5#EXB=+OT6&20Z!B%$]0\4,8&J!:!J M]
(318/8RLG<--B)V;-2-#!+#H2)7O0^8V4-VM@V4'(&J45-UUC:ZLL4-82)V MPM2!#!+#H1@R4L]BV^-U]A>4))W4 PH:D[7%E!]-:,B/>P+Y>1D9M$?H_*B" M@7;H9! T9@"J1D'5&)2:G!\-)W);.-
%+R:!=OW-V0*K-79TWJ?^3#D C4E U M9F^_['@#?5Q Z'.<#-JC=/;=0$[&GJ,M"Z"/LX&J45 U!J4F)\G!(VTMR F$ M#-J#=,X1_:DRE0RZ.J"ISO"I4]Y4RE%7!@K:>F9NVK%_V;H-/7+M]*@+'+1+
M=?8#4FWNZOP)$_4@.&A("JK&6CH@V]M0(-=.@4Z @Y[1:LC30#-7QS-D[..) MMCZ#GGL"5:.@:@Q*34Z+!FRY=K!EAX/FC!AJRZ<_GBAGJF>&4IK)!B%/?=0J M,)0::<]C&0KU#P\$[L:ZI>7U&
X.OANB^G*1CV'^&*<%2OB#J.:\'8GZ>?U] M'?5%F:VW7Q?Q-2O+;+5]N>1AQ/.J@/C[0Y:5ORZJ;Z#8?VO*]']02P,$% M @ >):36&ULK55A3]LP$/TKIPQM(
%)DQ08:R.5IFA(@W:T#$W3/ICDVE@D<;#=%O[] M;"?-VI(B/O"EL9WWWMT[-W>=)>./(D&4\)REN>A:B93%N6V+*,&,B&-68*[> M3!G/B%1;/K-%P9'$AI2EMNLX)W9&:&X%'7,VXD&'S65*)U
=VT"G(#,.TZ[5:YV';8TW@%\4 MEV)M#=K) V./>G,5=RU')X0I1E(K$/588!_35 NI-)XJ3:L.J8GKZY7ZI?&N MO#P0@7V6WM-8)EWKS((8IV2>RENV_(Z5'Y-@Q%)A?F%98D\]"Z*YD"RKR"J#
MC.;EDSQ7=5@CMYV-R*X&X3_!T$KR)X[R7X%<$WE2FMF#J$1)*@P]D2N$8K M-;TPQ31L99_F^MK'DJNW5/%DT!_>C(<_KL+>9!#">*(>UX.;"0PO8?#S[FKR M&-9'A&,N$Y0T(ND!','=.
(3]O0/8 YK#-4U3=7^B8TN5C=:THRKR11G9W1&Y MY<(U4\("!GF,\:: K6S47MR5EPOW3<5A)(_!:QV"Z[A^0T+]]].]!GKX?KK[MAANOOAG/Z'D[],:22%0?F 0VA;%DT6/"TABY^ *#ISF5+_"G]R
D5U_.WZ;J ME^I^L[KN)N>B(!%V+=4N!/(%6L'G3ZT3YUM3Y3Y2+/P@L8VJ^G55_;?4@Q%Y MT34]A EYAGLJ$UU4FL\.89RH/_J1[B$Q5"CH<4[RF;F%IA*7H=HFE.ZOB\!S
M.O9BO7"O(6U_$Q*^AIR;/7FE>&?&:&@%!ISG-9 M?OOU:3UG>J:];IU?J/E3CHO_,N7PNB9\1G,!*4Z5I'-\JA+CY4 H-Y(5ID4^ M,*D:KEDF:H8BUP#U?LJ87&UT@'HJ!_\ 4$L#!!0 (
'B6DUE+@P:BH"@ M #2% 9 >&PO=V]R:W-H965T)[?$18['8#Q19DAA3I,(B6];\^GUG'3RZVQGO#A:# MB5L2J^K5JU?O?H_/9G7SQ6Z6Z;;-9.O]*@MMT]N7_?9ANS3>U1O3,5_+*J
MFVW:PL=F?=_N&I/F-&A,WC\]/GYT?YL6U>S%,_KN7?/B6=VU95&9=TUBN^TV M;0XO35GOG\].9OK%^V*]:?&+^R^>[dl]U^>Y[2;+*,;R,J"
[F19UU_PPV7^?':,)G29"W.D,(_5^;"E"5. M!&#\(7/.W)(X,/Q;9_^9]@Y[6:;67-3EYR)O-\]G/\V2W*S2KFS?U_N_&=G/ M0YPOJTM+_TWV_.S#1[,DZVQ;;V4P0+ M*OXW_2IX"
;\=#PQX%0&G!+W6]A<9SB?B8+O>2%3B<6.CE-?JVK=F.3UU5N\GB"^P"U_U407]Y>NV, M;[/V*#D[F2>GQZ_QW;,\ST8GP^OTQ.[2S/S? ;WQ9KFRLQ>_.7?3AX=/[T&V@<.V@?7S?X]
M#^Y_9:'D[17L&"[147*^+DI3MOZ2$Y>?SX,3QE MDS19E_4R+9,2N)-I\/>R6)G$PE%6&:Z9%^FZJFU;9/!TE2?I;E<6,"NRNB*#
MD<"8OI@6GMPU]561(RW0,UE*/&15PY6$YVU==OB%!6#3%B$LNQP! F+I@&7A M#+9>M0@F_(6(@/5IR0Q&==MT6<+GE>P6!A2PGS)=XB[KYD"L; 4,\RAY XSM M@UGCI D<2Y>U76..
'LT0W849ULZRM#/V? +6%T6AXLX'?96: -"W W M]99^C] ;8500J=/BK#B@?P!K4]5;_# A"!L\!AAZ*IK8+<@2]K&5&OXLTK6
M<%_:#8P#RFB[JF@+0>BRQJ^;=5H5_Z!3LT?)SW4)R,39VPULI#'A[X0B.!98 MO3.XVB:%[;>;QAB_98<>),RF0"(;-^X_R')N1WC![T9%TUM[2_IH M8\Z)$02KP%.&#X=.(!/>@1BHZM;
^7\$XH%=P])5K3= *+)_!(,CA_UE?W2% M+0@4.)J7E\ 2+SZ^/T^.DK<57,X=++\T>-_FP9W#00T >G)\C C,T+'V70;8Q6%A/$G4EV"%@_V%L0$W$YG!F?P6F#;0"Z'$]]_;5@ M['X #)@_.D3V*P
7[CQ=-ACYWJC$2%X6M3",Y*52VE'RBD\$5X,KT.37L/0S M(J\M2#@&SF0%:B5.S7)GO3NXI=P59$5H_@HZVJ]*&%W M\,%:,!H*N&M%0X_"Q6K6M-\[IS\>*\EZ654C%[]Q9["8X?DK8&"6-+&6V.T*
M1B$XL)9IZ#QAS_!4N@96K5(F)\S?!@M(=G<>!G &-T AT6VO4\07[R./S_;. M@[/P=M8DJ%!G@2MR%VXE&# &M)C*D$C#"2+2(^\]_! M(-"-KNLZW\.Z!,/)F=_&RQ2%-7S[+N"A>A$#WGCS#2!!2)
<5V/$N19PO#TEG MDUW7V"YE..CN=:7(O\:LNY*WH%SDT]&'(^"2&9 X"6E\[/57X<(7]79;6"+@ MN[,/KR]F]YB)LWHGDJ%H#\P2:"H@4< 2,![<#C+?/&0,(")A'SN$Y^[LK^?G M[V;W@$T#I8?
$!I(,%4:P(&IDW&Q(CME"! M6+%B4L<3'P'.W?*P_0N'8G<$-V-=MPZ4<'X&":PL'%N;^.[+* 3\N M4 *BC"[PWK@9=&;BGTU:V33C8_.G;LH"3Z%/!CB=I? ^5O4Q6J0A=.5$WL M9\#:Z1SQ<
"3)"8MBJ9T[6[Q-OT":K&NQ21A06_>!5IW"@PAXYN>;GDOK/HP MJ__G-(9?/3AH],,NX&$/$ HRK_'@+6^8N^!\5X#SNA-:BN!> D8-\C;8XA(9 M3&KK"M4X/""0=-V:Q)Z-]@Y7 4'(<5&/I1]P-
F!T7ZIZ7YJ<^2[,,RO."(MC_ZJB6-VX =6A,='M^?D7/!:9N";SE>UNJJ+J\8B"(C!@WT_;LAGPX:C;B5 MTGQ ?N]R4=2!4WEL(;7BVA$X#:*I8SZ_KD3-N4K+SM&SX[$(S]8%J6!0\P
MKP+5;Q*"%HU41#F:;FZ".4R,=IT3HSN0LXO@NUV)3-V3!PY0'9TLSRKB;*PF MD5QITZ^(]/?AXWPAT0]'R*@K(WP#<1Q/S L3!DJZ&D".9'6H*;"EWF7"4!9 MR,!P,O,U0S8)%C8B
G3)HO1<'70C(*JRMD!&-[GX92B(S#^86]-![/LT9[; MI0>5@DM@\"N\;Z!HPFXM&N-+,G:(=(CRX+3K@Y&)T'YN2]X'Z==PL$VJUS%D M$!EL?.D)%_C:17^'P9XR.#!
<'9YM"J!$4LTM8Q5E3VG8*9$;X(- P3I%@Z[M1;U:=%8I!- "?Q2K@A2G9&/*G(!#=P)I2*/:[YB^"RH>&C*Y@0L"W!EWC5C) M#!B$1:7+;=):>!*8*PGZ,D2C[M$XWF"A(#A)6\!%
MA!L.N@7@N\=R]KA/T,M(0+DCG NJB&=3B9:=.2C4E_K*17!G;8Q-;.=55B$O6R+-;B'D&[!09M46U% M%N = ,@04;VA#P*F5MD[> "]*'LR3F>JY9EFR!7OU] L4*35U6&@A]BA:K9@Z?*
4H7B3"0O,4R4@ QAX_AP8P#(G/4A M,(\:NREVR#6!CR+%U@RD$ZH>)2MV5;@]Q3MA)#FLLGZBPQP9*8N8.TJ,B2ZU M-U"(A;\LZ@Z.P?E)PSE9M..Z+-0-\C*.;]104<1]V2P7 :F"/
X<>LX3S&*K3B_K$R G\:?+MA3VM/4WA*)Z'2$I8R%:F'I-KUSQL(@IRV;.,3D.@: MKI%R"&S0T0[S&,0M_,&3YW5&62 2KJ*R^,1ALQ*C:]4%DF<,= M'QX8[E];#E[(TD XD:AS3,QV%$_RVWV2?' *
XI966).QIR7LS).F&1)6&%FQR;@#)Q%5UZ54\EM->4(I!18X?=\37VCZ"Y?=@ABR03 MNNHXM,_JW>1? LL>N2Z+\VZJ"I1W47F\!;AX,*E^$B\&)58D0V!B&D7]^)EYHQ\9'<+]H5LP0
5!RQ0U[I!HY3\(4Y@ MHA0.+QF0$K/1@XL#^GNG(2)$2(5R0*0Y6X!PQVHT[Y" U#;KG\I<^2(.<8$> M>4@00_^8X$(JT$%' "<7[S!*& MXKCC0!]YEJ(+3Z@%?'Z1GC24 &3E]S306$7YN/$KZ-
:]K^0Z/G+;&^RN[9!# MN$"&C=@)LB,\M3Z;^3^XZ9\J"PHSNV)(ZV#34_'0[=9-FIL^"[5U28H:B&]' M7*,H(R3A*2V .A;%:I%>I45).@XABWVE6Q02(&T7IA0'87BU<&D?YHA2#M+0 M$E:Q[I).
(AD/'+F6M D >M'M I4?8+L?6,/^"V$O@7UPE/Q [>=(\ CD?43E M!IU&C:=?B\%B9D*DE-RHUY!.,S :1L2[]8PZT'?^X:SR'KV)%H&FH@V2TG@S)Q&F0S+'D0XU>J56'X7LV MZL@E%?O"Q&T?
[%'0P%IK%IO52EY3?)-3%!P;'-J6M>?+X_8EAING>9SGF#=R M2QN?7:3DZ4D3>?"Y!;8YK8\&W%61R_E.V$\]]NB,#H0]!W M1L%-B=2GZ&4&\SJ(! WD /&F,7\.0@OT PPMW0&F,7#*&6;-
#;)C&HU-)#[= M3$Z&8C0C=/GX<+2R7G955 /B&$K1 O^H*=&(R87]"].'#/B;E.'GB4[DPA7J ML"G)+(7Y*>(0W;X(%\.?"1]UUR)5\]%F]8[.1/Q++M",/*@]_/FG!0<^M.#
MTWGRBZ&HX%'R6A*V1G1?PZ$@-O#3(8C.N9R2X>U3X/A)I'?6RQ; 78TXL%R=X)B[@T<2CB](!,% M-'OQ 0CDR6Y9-7'2DB;DI'>,#:.*5%AO+E+(PN6AD%+L_7FKNG>CE5E%LC>Z
MZDA(^57H?!C9_<1Y(('&L2/99U'YDP^>AZ_[)\A1BVJ]((7+Y:CXKWKC!SDJ M,<8B9=C'>?;".+RX4'_"0$&+^!D9'A\YH,D?*+H)HTM4[X8'P#C?%JUHL6L4 M]A52#/K2)6%,4=^_P7^(5"_0YF-A;\,'
OH &X4K@@UK7D;(K4^7LG-6;BYQZ*ZP9 +GSX'&8<\5)EW<>/NA]>48#[SQZ MU/O^](@)#HGXDB+J1_(OTI[;#2831O<3@Z5*1+4*B0T+RCLOB1!*+
M12#Z5SK0XR1CB7;O,L+I$LDT>!Y:T0X/!W& M F">A>Z G0!C^\'YQ=)..41"O&@EO!?%R76;@",)"R2<>".C_2#8V!I@RGDO MI=$.,YV["B@0F />BA PI!2XD:DF.CMGS<0A%=4"?ED_H
7A6=5U=4"DS=) M-J*_.N,43 02XYP6O0.YF(X3FPA\3&$F"@5+6MJ4K(Y[) >.:[,M!/;A@$F!"13%NL 0 M+=F\FFT"; 2S0P_L)<+"BRW7BB&31=(6U4TSL76_#'>T$GGQ6]:Z6Y(PSMF] M
_Q]E:RZ50K H'YN*.\7YO3)H)K%'PP UGSG9'[FTVQ55-).J:YGL&7)\E$3 M),R&A5M#F6^2<1&G:KZ]=EI$F4]%XBN,YT.*7 Z>,[D S!ZS>!G,RY-)A< M^0SPQYB8$=WM@*8#-(>_A-
HPD%254EZXYN>2?Y"S_UCR'ER>OB3AIYR1[- R M18SD($<.-@&(9 ,R1[M0\NE_%]SM:("CMZ;W7?]J.>66SGJ:3,D:0"6GPFPZ M$5CB(;I\,3H;U3%0JD[MPG,(>P$2]F,3-G018R>EC^O \
M(KM%:RV,Q30M,7G154[T"* WH"?>I MXHW[/0J*G?&)-TB MC@.E:UYWRQ;3$W6*(,B MX[" \ZM5X?9B6)5<3HILQE2X]GRQ<%P.6W+J8D# M^,;"30XRQPF<5T+B#%D_09S&K<5NIOP]OX2-7(
M!15)=-]J!F>0\T#) $%P.H;V M,4T$>B5_R"(<-TRZ/DYT@XJ$PBA[I3JS&0 M([F76OB'L1_O:4<>$*\AN\=4(N?>'XB7D!//QP0(L4OLFE!0B$3<_X@?KXDD MUA7)S#E@XN0Y&]Q;_H>^4_YD-
38;B2NTVP%M:Q#&DF TS:KK9E*D8%ZR9-7- M'<+0UQ8BA=PSE/C(CO[5Z#ETG#@/FDF^[B?^^CSWP64324V"$NLJ3'N("TW" M-=C$W19M[\+W"9@.@VB]FM I?& \Y?";V6 CBBO',ZB0@"HGP-
23:]U?!KB1 M*#42.T4YMJYQ]Q()O C0*!1BU7N&5VN,16+4"P-LXA#,.Q_&IO([;PQ3K(;S MV"F 2 PGN+#$L0(_0%[XHWE9AE8#HL%%&$6MB0=ZYFYZ(7Q6S&N_(&I,$B4 MK0(_&9?]<$X:C:.
7>JSV.GLYIHP1GG!'''E&J>!IPJL!JJ>X9K&!G$H*0V8 M819C&L\%$+-F)B8#T=V(C ;M)LFH+DTKA8H,Y!P05GU)UEV*.42&\Y*U;@$O M#PPIOA@5WNKS/0+C*T'DEV$&9!1I((<*992?
1,7"HY)W0D&LN8;RB(PT*D4) M_L0]$X\A86TU8W?2/)*(:<9)3N*GH<@V=1Q8%, /^"\P;YB:Y^)KU1(1-%(8 MI)A9GXWD)]))1G4VK"HKK+0.*X,@.SG#@%,S +EA=IC0/3-/,KN=2!$@2]?
M@E*';FB_@A/5TR5FZ1)WQB51+KO=)=?[/'HMLD)T=39=&\6G5+:%A6U:G,32 M7$!4/3,(W9&?BS:MG1>D$(;#%_@ [I:U%9K$;XW=M6Q%#GYL#';D8#^"#0(> M;B%RGNC3)7IX,0V?O?
(8))N9]=)O2(BT&<%%G6;;MR4!*$3F]7=5%L,2\@ MJ#YD$QV0:_9IJ:)[5X!NCZ+[:9AD@NF26&TM XNJ/W#,>4Z)M*XNB/7VECH3 MU,SR:\XLF?O\W3BN-;4M]TCN>X2(:S^A(L6F7Z]/M4U47"WN
M]+[W<6"7311,'R4ONZ)$!ZGX R(\TQT6T,/T$#PW9O$L J.R)W%&>#=5F+ D MT5PZP R]%$*IGDQHD3.I'08"!M9.?[M4=[9HPVPJ]C%R)KI"*T>"KBY'%2Z# MC!T7[@9%YI/!%=7ZW9V]?_L)2]B#D
N-M",O]4T15DU]WQM-3V ZA?L/T^ODC5$X6U_**\4RUJ?34PEBQ54[)27$<8J^ M1IH8/D3C?)>OQ JL#ZO1LNT>SB)PL,#5/8>#BZB@@&T%JU:2YPHNY(49**Y8(745=*3@ 1ZYG;11&F@?%0
MRPKG[J#R.7+@X5FPJI-Q"3!00) MHZGS*1-C)7'2!@50P#M25W'3(QS.A9;A3BTSU571U!4+\EL<' B2XF-2T5T+&Y:D*C'/ 8""0J%.[.X-]@#H MAX;$3>3<2S?RUX#/:93-5R_(O?[6Q.>0?
TRF+K'OZ:WZ W!>+-'IQ!Q:'X3-4R[LWU M9Y,"D0@!:/55"0]#0JF;/Y\P>%.QZ]W9^0=L73-2]#I5[SK_L^F'O$:0A/C_ M*-<1_8E#&)@)4!7S=6GQ<]'&I9!AI":G1T.<^4O%B:X5GCMX?
Z3.&^*2.XF& MI)SGNO5&[D#OIDZT-=,,5)U<0>C7.)\V2WUW+'^VX3-BH'C7%(DW\=)%*<.!6UL++C5)P=7A<*I2U$G%]I-7R$6U4#_'9-Z:5IQ?OGO_EW2[>_J*/I\\O3?OQW6]9\EO
MS$9^G&BOFL"'RHPV G2H=5QZB*/>?H9)6Y(),J@?UDXU#%(\L=L=&VR%!$(" M+X/<_CYB S&5FQ6.--3R4ET*53 UX/IWR3QR=:1\8Z/E->HHF96U/7(AX++3 M/79";X/H-

+753A]TBP+$T@AG"_FS<^;]2CQD+A(39B\-CV6:XA+I3"2]$KA) M5AA/FO0PPEV7\"">QIP]U[<#1T@XB)RUVEJ7G1 >Y7TX;P=;G#3*/$H:KOI> M('EA6;(WO@74+3;@7.!
<&0*K;8K=$*'Y]X%TW@.3.4C0B*!MF+-]VR8DAQL4 MA8I:80Z_U9JN'D?37U(2U#+IP_@L[K"EVGV!6@AX.'ZJ*8"<#^>V"QVMT37 M)Q<>*(LY-PO M6"&%W%%DUYQ'#>SQ8?
ND^IWVEQS.,4\A!3MR=B&U?L=.N+< M8&F!2QW6$M>_(#@WY#OKRKC2Q]LRVZ@#F^_9%H<+T-?E#E>:K6'T@\.#5)2 M2;ZDHI+)W*$.?AZW6N->1!QP"_L1:?
<8&_5<^VO8G>R=XYR7GEF=B^O0AU[(M(WO+KF:LA?K^GEQ%SH45:.MAEZV@.0XW&^&V0$63=5M+_19#W7%FB3 M+O",[A9'YF@.O GUZH9MU8?'_TZGGYE[HQ>/
,NP+37/+TG+J%]0:S:A"8W] M#O;;.QCV)!#-\ 4&[MU*]TX,1KH#U5,XNDE0B2H.?1@);T8*E&FTU6V%M*L52 J1%_F01<*#^? MZS,K9_VB#47=@ITK1144<6P:DGZ7*
[D;/EH[N%U"MW_J=GW7VU-I!$$)?L ; MI^\6FNTJ)F 4D 4\NV+M4BORXR2;U \()J/CUFZG:K"@J.# MK.0Z),EJRX/F+ SO6BQ:0H 05YR3Q89I](@XCVA.8" O)_X<"RJ_3V]IG5/] M.5&9]NJ;$%-
CYQ=Y6Z3;-MT0]DZ!AH\,O-Z//L@B?0U<&+-8>@T_QP8P97&K MC[[7'%,&0 8!%^'^<]27CSUN(="<#S9\P03W::[D-3O.QQ&_:$+!<%-R!;KV MJQJC!DUQX(* 'BS^!0GH&J<
=O"POJWAR7=_0P,AWB$>VX^:#:/; MX:R>-QBQQA #9_6;=(&[UIB(-]IL6*26R7O=C4^SF;[TAE?9] SR\A7GKO>O)6]7B> M.8+Z@PU]34G8RI%]H2FF%E:^*
(4.2!FR:X!,R4#4=I'3=2B!LDG#S7YY#;>P#8VF[_%-ZB.#68:/0N2:#M=M=A,Y;/VP;K6ASAW M <5_QF^(XM:='WD1PG;N/;\@VU"C4 7-E)7S$*U+\DBJK\!0]WKD+_)] GH0
MPO%,O)=D(M=)U0TIF"EBV-B)Y8]%7M!H>LL):I#L'WS&H/J MR'UH\VHXWPQ%3")SGQ/ 4J^P%K-61XQR!T[$THG\&+YOM+_O3C%(,6HSG^G
MW>M%1PS]>T6UZX)D]WY*QIAG^08$C;L%OH>!?O/2R" ([Z2R5]$+@\AIDVUJ MZN@/^OT!NS9=8_MP^(I>-G#CLA4]&!2(2>&K9':7AS"E@B]7[1(4/K058'3?=1M+U66TN>?"S2%@46#!V-
B1\6$1^_O-=6 >]!)FHZKA D:(.^HL@Y;$%!5OW]!Q&A)V>=A(U5V MFEY?&]K'/P!H([_ALB=[;OV&)7Q;8,=OR8ADK_:]*F-_L4LS%2U [BO!,S@* MQI3!;+2&U-D]>R69<
]B2&4%Q48^FY%R)IAXYK$@Y*E4%&^,@6V0L+F-*6KX'VI9J(MDFDT)Q^(FM$T.[[DA%^GUZC-RNW^ V4W*.'TI^2D2B#ZN$,7]:Z1ONS6._R'
M.'#5P@RJ@]1H/>,.O1K<-2(@<_'>+H58I)2<.IW0%TCJV(]M@=5):9#A$T"Z M'OKGKK^"^A+0@2B/RGLQ4%VGU?7L(>1(MEE&
'IL[/_K>6=0>ZZ=3]UG*3X'/E@=]G]378MMMHZ+6*"^[!^G$;1?% $NE MI2'ZMM BXX^;D>+ER-@/F]?%6*"$/L)$;Y2^XK(-"P."LHRHG\)=?S%)0K2F MDH[#./>]VU1L1)UQ7O]I'A'V=
<'L0M;)Z2%A/+Y&/+D;=N >%QF+F";N316+ MQYFGWL,E 1@._P=O[:*[\T#9>N["EY:;>*2#VJ!M"R+3$.WZ,PL?--^1H=W7OH.;VTDD&BW]*H0 M#-9DV\|-FFK!I2+W66X MF 3#W-@E"=LY_
L0)R<8]H#P?3"B%N#;CD2.]&9:UEJ6*\V^Y:;T&R,$[S0(MVHP-^Q)^[PT'>:K"AXE?)=6S^^V+9_<+"__)X/]-O8?_$CM]E;;IBV=; \;+ MA<'7(!!S>CX[F07?HC_]^>S\Y,GYZ>P^C/2/OWBV2]?F5[!]$-
S2K&#H\=&/ M#V=<%:&PO=V]R:W-H965TSQ0*@J'3J=[<))8JUC9VV' MPG]_,TX:NFSA%B'=2V([,]_\^&:<&6^,_>H*1 \/I=)N$A7>5Z=Q[)("2^%Z
MID)-7S)C2^%I:_/8519%&I1*%0_[_>.X%%)'TW$X6]KIV-1>28U+"ZXN2V$? MSU"9S20:1-N#:YD7G@_BZ;@2.:[0WU9+2[NX0TEEB=I)H\%B-HEF@].S$7.13J(^.X0*$\|(@E[W.$>E&
(C<^-9B1IU)5MQ=;]$_MA]@IEK5P.#?J3J:^F$0G$:28B5KY:[/Y]MXCA@O,5.V MRN1!*77S%@]M'G843OHO* Q;A6'PNS$4O/PDO)B.K=F 96E"XT4(-6B3)F-8X]F6#!.&GASAJX MX0MP@R%
<&NT+!^)7X'AP.#F#8'XY>P3OL CX, M>(HJD> DH@9R:.\QFG[X97#<__V5P$9=8*/7T-_.Y#O@ M8$'M]EU^C*9U@M2NWL'">/B++I19:BJ/*5QH.KK'"KR%2*J6GK.QS
MHJI(E.\J"L=;XZK6'[IW)'E]A\'/I+:6Y$D4[X6J19L;Y,Q197+T_CDT@7) MB='.*,G5GI+#FM(HR6?GZ2 (]IBL3YC\+%F44DX)B[Q$!B>3VL>4I" >T!T MQQ6X412#116\(3!&L=R(%LG11"HIFJL[)/T)
2HA]^;O9TA\'R_5$ M-:"!L=2 -DWM$3>^$#[$V1D.;!%.E]6-5 H*02B";GHN-?)^2^U;-SMN=$K M-#9L<1%I:NLVT1W6#J^.2>+FE&F@6^2YQ3PX(74S('!$G/@$K:>1 /QCA:$?
M$^,XD\3DM@O9DJK3H$QL),6/IOE2"GR\F>63M[3J;_]9$O]+YUV1KMU5I6Q_ MF/3_1R0@*2V_[??G7H@ZMKDTIFD3':NFQ; M]2EJOM(5E5Y6>V[EYL=(BZ):3673Z/ZXJ!@ W@T !D M
!X;"]W;W)K&ULA5?;C >#H\& MA52F-SN+\-F1!I M2@(C2/R[ITO2FH% XT>#V=N8Y(/=WRWZ']%W^+*0GBZM_J;2D)_W3GHBI4Q6 M.GRVJ[^H\>>0\1*K??
PK5O7>R:0GDLH'6S2'P:!0IOXO'YHX=-Z<#)\Y,&X. MC"/OVE!D^5X&.3MS=B4<[P8:_XBNQM,@IPQ?RFUP6%4X%V;SR[^_7-U>W5U= M?[H5>Y]L(+]_@A-YO5!TJ!XY74Q M?
A'Q.@E],1D=B/%P/'T!;[+Q,]Z+2ULLE)&<$E[\,U_XX) 9 M_^[RN4:<[D;D:CGUI4SHO(=R\.3NJ3=[\VIT-'SW M_IAN_T)?39//E1*:]B MYKY7/M'65XYVL?P?G.W]BBZFS<3%U?77#Y=WG^?
BVHA;*@,5"W((>!WT [$B M% V..$K%:#@4);F$3."S(2>!W$R^/P:"2(A@@]0B07A52BX&6I12I;SS]=O1 M(;)8:YY41B32YWUQES>&&F[T4$J3>F$KQSCQ@E!I]U"0LF "6$4-F"K#0N64
M60JHDC3J9[36%W,O)!3#HS);LAW\@P[A!26RP*I8Y5;K]>]V9>"LKQ8@KR!2 M?'R^5!I6-9LDUJ4PI]<'$;0VX1_'0#J":XFN4 CL8W/\-Q]C8K5*90U:!5R MZQ3,00C;(QR]9:7BULY5\)U+[PFD.-
KX6168TDHNE(9=\D@/QR%@.[PYL WE M!/F@BMI%B>&]U!7YOOA&N,) #AJ&)::S]M M2AA)R:T)*(LUSBF7(MM<6 M?$H<7&/Y I"BA)D"
<!^Y.=OR=3H1+6AMQ2,9+&E,.I&C(FJ&WY#,$'FCT+?A+L1P?Q9UNS47ER>=_) MKJ6UZ0JZ$47#(G1U3V^217D!D3!>)G7]_]GNWK"(-:*U3603]86O&Q8G_A2
M:%D7(,?:46E=G*Z,XCEFQCG51N=)]!K<6GE@=,/U%Z-\&+*R-!;Q36IK2S*V MX,%CLWUQ#8;R.<6.'E/$C?1J+>YN;Q(/;QS+@H2;LIQAG&B*[XEUX@L, >$V MQ+3/B/5:BR ?
V,72>JY;5H0,VFA73"W$.ZZO$_GHZX3&^+5_B3WD2M-K_/ZIN.2Z9]0H 0S(! O_;4X M/(KB7O$(.4=88C\G1^+*H,114TQA?"BN.:1XESD7^U#->2QN'.=20%LHM6P:
M%%NH:WE\S#B0LJ7J5,CH9+)-U,/QD;B+C?-I'%Z+T<%H.-WR*^4ZDML;#?<; M/I!R5SU1Y[TQEM]31HY16J7:.^[.\DVW9]9B;WK8 CX"&KWE(XL 2&SXM*W? M#D?NZPB"B%\)W;
[8U!@K=2N%+1<>1_DPB2TH-EW$C /6Y,O3)AAS=EL#42$X MJQ=$>&+P&RP*//?TRM=:25D&J? [7@%U^^+CG)*.&W$C"]O.W/C1W_6>&W3> MW 74/WY9<(_')=7/[\WLYN-
E7K_9M]OK+Y^/$LT#_=*4X>BP?WS8$Z[^FJ@' MP9;Q!;^P =\#\6>.#S!RO 'KF<6[O1FP@P_4$L#!!0 ('B6DUD! MB,(I50D (P8 9 >&PO=V]R:W-H965TW4O!QOOMY6CDLHTJI3LW
M6U7ASLK84GIC4NIJ<'/%:_?VYLK4OM"5NK?"U64I M[>.M*LSN>A -VH4/>KWQM#"ZN=K*M?JH_"_;>XNK42<-OVJU<[W?@BQ9&O,[7?R87P_&!$@5*O,D0>+K0=VIHB!!@/%'(W/0
MJ:2#_=^M]!_8=MBRE$[=F>(WG?O-]6 ^$+E:R;KP'\SN;ZJQ9TKR,E,X_A2[ML#>9#416.V_*YC 0E+H*W_)SXX?>@?GX"P?BYD#,N(,B1OF]]/+FRIJ=L+0; MTN@'F\JG
4Y7%)2/WN*NQCE_\^'MKV]_^N7MUQ\DS\B:=:1.6_F2:>I! M5;42*VM*<0>L%A2 >_U&W+%CE17_6"P=K__SE >"_.2T?$J72[>5F;H>(!^<
ML@]J"8^;F2FWLGK\]IMY',V^PYKQLD!F!J"RRH53:R2L[]9R[>1Z;=5:>I6+ MY:-8*[.VZ=7(KOM5Q7QGF=A0-_594IZ>(38WJM*R1+44"\>R/^KJ0-+!7@F%DB[BW- M+L4"C@0:)UZ)BXLI/M-
90K_']!D/I[.)>%M;%$$QCR*13&,Q'<]$-)S-QF+A MM!3W,M,KG6$I&5^(:307<3+&R2B=-6A>BV,=YPRQG2^QP@'3'"9P+%P XPXPIC. M9G#Q1,1SX!PF!UY,)P$CA8$QIFG F,S_6_H^H:H"K-67;)3
MW!=XQ<%C_QQQL4UK2,/)CN#W&XD6DZG:KY,DXBD37"U^K%"D:Q;*K9Q,GX#=('\2\]4%320G5P@.NGE@&AUJ[U4Y N&-/1;64K"[)@Z>/_%,RU!=946=HYHZ M6>"3F\C>-
VZ(C4C/3668O?:)N?;:7UCT@@D]<9QKZO>/=(;U]MUO8NVKW% M7NS1.1&'^H]&R1*4]LF/4EL?D1/NEO56:%0'U FT&9,41, !*1V*)SU#>< MV&&XH^^>=G0[BSH 8Z
&4#!\4F5@#V#H9%||R*RN2[&MRRVN7+UTF=5;5H!+ ML_([DE$:N6:!B6=,YGF4M%:<;[OTK>RD-S+NI4%(/K>M0S7K^MJB=(*3++ M3$T1L"I3^H$POH'W-:*D"Z)@
67$MEXE^PMVT]!)RV0:O&I#8#"L\S3,.PN. M\K+VHC)>M/H\2[)J:ZRG@IE#_CD7T0[3'@J,MK0Y*P <=1HW"8I%03C8M=NH MJM5 H!JR]GW36$[RX'X +F!>3R["E]76$C_:K>1OVW&+""L&BZ?
^&HI*^0'= M#3ZJ0!.=AW(> B)X3@Y6+ML8(=&R8W"\^J2F$Q"JZT,0#7A>Q>B?367G>Z]B MM*5F@?CEMHJ?.8K'GOWOM(2#M-=0?;IEF0=-F:NK\,C%TI=XGMK#+'HR7N,1 M1,%?
>9N#;YHDAK5Z75%3E?!EMI'5FJ7RK<[ZO+:L&VN/W,_4R3FDM1T#4V?) M86-#-R-!K:=/NI!J]72*2JUZ(V(+OT&&"J'1>)+YO@0CQ :6_$FDVH"X.^D. MR-"$^] WCWLH@>I+5/&J(HQ-
:6TTO<;8]@9=E/Q#T@(@:IRA?+4%%Q/.1LC0 M7AUSC039IQA?QW/(8PYGCY0DE2N.ZZ7,_P6YH>;.7^0[[DQ1^B+?I1?_-]\E M_^M[R@4IV@NLS]JW9C:%GVJ;DM=R=_*,-+^!TZ?O,CI-&?/,_J#
MZ6&(@-Z]R]NV2 %K(M^2YX2-YU^(.LKL86]H[&Q;1,>Y??TCRPM3K<]HQ*(- M(?C[I;Z"KS:+PY'/Z[]) NYT.\3Y,Q7YT(%#J^5Q!?G!U9NM7A9ZS8[I67F' M^<9A?,NL:H;EC%
<@VBR]U)QL^.@/<@;2=$([4OH51\89V^E5MH' M]QNG&E7 O%3L%QHGD<.P,G2!<_&;_JL>5']0Y?*1*4O@F@D+G %V\(0X@>?Z MTHF2?!8F"T[8CK%0E\HT[/D(1-B=Z9NL@#IJ52^QASFJ"(
MJ("_&:R-S<)MX&^4A?@/PQ1^FCNRJFKF>>^HKJ(1<%/7\T\"M ?5-DDSWTO!7_N4M"].$+P^>+C'9YLT[-H M?#8=GT6!0'R82FNN7588Q^PY'M5\#^F6D,W1X6=RM=J_:%^$-\WY[>$__7EK@
M<5"VPM'Q^6PZ"(\A[84W6W[?O#0>_.2?&X4G!4L;<']EC&\O2$'W#XB;?P-0 M2P,$% @ >):36>O2U'7$$ RC !D !X;"]W;W)K&ULM5MK;]LXNOXKA+>=;0'9L>1K>@/2-K-X+0-DK2#@\5^8"3:
MYE:6/*(4)_/KS_.^I"3*MW1GSWZH8TOD>[^3?;/-BQ]FI50I'M9I9M[V5F6Y M>75V9N*56DLSR#\%VKK?&^"^+D+L]_T(]/R=O>D A2J8I+ M@B#QYUY]4&E*@$$#&[PYFKT%)&_WO-?1?F7?P-
^I"GO^FD7+WMS7LB40M9 MI>5UOOV[^CDQ"_QN5 C,) 1,-H? +>J.%UQ/!&QWA=R4+UWT.'B;B2CS"M M4EP4AQ=*LQ.4#;-XH\8^+.U,6,)Q_'A*'138^C(R_=+W\)I\/7)U@9-
ZR,3T'_M]3VYR")BZ5.24(RCO,J*XU !!"& M17C'(I1;621&Z(R7%(G,8@7K+5>B7"FQ*?)[3:YK1+[@)PZ0SI9B66FW?*7C M%9S[]TI#2+QLK:2I"M:
(D%F"EW&^S#3[,"#%^9J4(_FW:3'7@B3G-#]H<$^0,9>0,;5+2R 9A +4P_60;^C4)D MA30EO Z7K,I57N@_2'NP!FU,Q;J&GX*AS&7#QD])# /QK;%0^AUX8-
>L"G.!V(\7P6S$:3[KK9SKH16_MX>A[,AF%WZ7AG:300 M%RQ"Y(,<]MZDA(9R"IR GK?"KLKZ%8@A%/>2YU*4G9'/%5' F(KC8A&P6PV M"8:S$4EQ2
(NX@RVHLDQ!!+CZDM^SZS(;;#"R*'6L M-Y("K=64T2!(UL[& 72Y+-02!N O;ZV48ZT**F!^)21F9'S??!ME?UV(+YZ M)(43VA/.6%B?);0O(@83SJW
W^<(2(3E8Q,X:2F]8G97>0K*$10AFHWU^/0Q M$')#*<%Y>9U<;E6\RO(T7VJ%#2!RP(AJKV5WI_4]?DJ_&[^7B')-OE!.Y-K M^D+DJ(<2[^D7[>?(ER^"IY$/SP\AQU.+W,:.AAJ;YA)G
[28XS1)ITV/])A" M+MMH-V\X"X5H5*RM2@JJ(PVBW,W%M>F]#/9RT?X3FYVPY?KF&V_9RR)F+[G8 M+1P&O,D"\TD;>Z527I%1 Y9+)6(UW'9Q=56;6)L(*C6X)>51BQVU%.#
<3^;%'P (P+V(_FX@CSQ#G56[6X=B+V M'!1- XHP#@0W+AR/HZCV\D_460@]5K=JZPBATU40,+/\JQO2EE6\+G'0(M6'-F,Y'4=^AUM;8A!V5Q!2H/*)=LP!F*.,+5/>):7(E6&"D#(,ASN
MYEE;A[BDR.7(P92:9RWM33BR=L+XK/X&XC?%<1^Y UWCD:RQ78&AP^4>)]Z: M08"[\MR*BR+#*%82ZB^WN:#RJNN2'ET((*!KC5C@PAI9=H(PI@U$NV]M;7 *
M6*I<53ZHN&)KRQ<+B-M%Y)QM\8=Z;-,YB-W)-+2?";S-2ZCSQHO@O_QE'H6S MUS!$^!MB(?V.AJ]O;Z[Y6_CZ):/AW9>RR.! AH1AA="LO[RZ:=;7W%H1PD,X M(R(!(OXI=I=&&UP.
(5?)[/&OIA;9HG2R4!F;+H++JE"JSX9M+1H9 6$6B4+S-+])JF)DQGH4&8EI8D M'Z55:^ $+Y11V;PM2QRU)G,P$[+3-DIGK/6!N7BQ)V@+_I1\&]3TP$9>YI:_CHX3SC02 MKW7RU
4"V^\53-=6>GNPNL4&\@N:0;9+CVE3W?T+*TAQ4%16\Y*;LL^!DZR> MY.ESAT M?4@M!^QK"SL+@OK:/3D[G4WF=F@80V4@A>+ MOXZPOZFF0K013Z?6_S54&=4_X7\;_WIB(:\
MP40G%QD7K=O&@IL(=!=_QAD_-89]X]E!IY>YL'JM,Z^;&_W!Y>R!F5%'IZT5 M63TQ^YY!P9!7N6\KKJE$-49N5\^S!N+7 Y,H:W!<KT--_PP"VP#.ED'MM';TX.JZ MPEK-
;"2F$S&/7.GUI+:> ?:0/L.(/J.IN"CW&21$Q&2 JOJTS&*Y@0&G;(@4 M2S1-7-!SV/;B.PS?.18"]-J5OK@$F]'5OBA@!9W1]:584FLX*QP$Q?:2,/<'D/LJ7J A392](<6M@ZE M5'*?
$S+JJ^O\Q7RECTUC:L,+O>FN;6IXRSF+Q<:;RKC!:+Z%*\+T$+.H#7;C MYQV\/SL8_=/CS?UY)DFH,DZ.G2DG(8)]H.O79G6X">0:@H3O<>9)Q@)@ W-U MC(M?A[GW-&2#U
GKY9%"H62\JG6(0@@JI0./-M#7-1J-ZE%A@X'=%H9VH4Y/Z==-AN_+>;J\%9XL&C<"'?$L% MCFM "HYSKN*K06SMD)F$#6J9:2?1EG@GTU0OFJ9\9V#" O%D0?L\C3G!-A.#
M.P7AT4&&@]96%'6/O*5%J594\!HZ * #MLSE8BIH[("H!G2Z4#Q2UC2=[0LT M,"^;:=[/EX4GIQ/_9D%XN]HY8X@I6]$6C\1"+>AE.YJ%NKT#747*1Q-
O:J"I:C96%T^?]V1#;HN?].;B,1O@+ M,%>0>7^K^5P3NV#IP?43?SBJ=,JEH$8+AW-;R<_$W%TQ'HXFKZR_K MX;)X,1H.7^+I= QO1$1.:5[Z(@SY83@>/H%H3(B&#!:]RZV7VG-
_'Y^7N9,= M=\A"(:A\/'6CXA V&Q#K7NQ5(R:?ROK9I8?QFB[AD/2_V-/<1JS-EXOF\/,G MENPH@WZR,[T\].:G%CX+A\/!<-C'EY"^B&@7S>T+QW)[]Z"[P\+S7>J@L]#<@D[%'^H)RW
0U2.)W72Y M%_*DTJC0.;\K.6V/J;O)M7=X\WF(D=S38.2Z"O/O1J/:P][OC.T;ZS0;@?_ MF6N&W?"X1YMNCF@Y9<- A\%L2I%K-+<010VQG5@?Y<'57EV(<*LG\))+1)-@ M-!S9B<]_CI
WLJ'^/\<[M@RLI\]L!EN]L#0Y>0S[W[Y6D&G=(N> MCKO@O?:J>?.TN:A_8>^GM\OM+?_/, GD*9&J!;8.![-)S]YXJG^4^89OJ]_E M99FO^>L*S;$J: '>+W)TYNX'(6C^^*[_P-02P,$% @
>):36:%F!C;C M"P I2, !D !X;"]W;W)K&ULO5IM;]M&$OXK M"U572(BBBZ3>G"8&'=:'"=% [2I8:?M'0[W846N)#8D5^4N+:N__IZ9)2E*IA0G
MP1W24B*Y,SOO\^Q8K[8Z_V362EGQF":9>=U96[MY>7%APK5*I1GJCW^=4K7=@DSM1M+DR1IC+?O5&) MWK[N>)WJP5V\6EMZ<"U:B-
7ZE[9WS:W.>XN:BY1G*K,Q#H3N5J^[EQ[+]^, M:3TO^#U66]/X+DB3A=:?Z.9]]+HS(H%4HD)+'"0^'M2-2A)B!#'^*GEVZBV)
ML/F]XOXCZPY=%M*H&YW\$4=V_;HS[XA(+661V#N]_4F5^DR(7Z@3PU>Q=6N# MH"/"PEB=EL20((TS]RD?2SLT".:C$P1^2>"SW&XCEO*MM/+J5:ZW(J?5X$9?
M6%6FAG!Q1DZYMSG>QJ"S5^_W/SZRSOQ\?J?[^Y?75API.<784G]QE'[)Z@] M7_RB,[LVXET6J>B0P05$J>7Q*WG>^&PLM%#T6ECYJ(R0N7HI_J5D7CI6P"UZH?
+:,W0)Z.*+7IPA,),$.6;Z MXK?A_5"@9.22DLZ(K@@N/5RGWAC7^60N/NCLQ?$J;^ %(S'S)V(ZGHJ/VLJD M5:XN5DY\CS^#X-+=C\:LZB;7#S'7"A!4U(XL-JQS'ANHHI??HMI219
Z<8Q? MBILBSV%($F3NT]6;T746B+=JJ? N$CUO-.Z+WIPN_KR_U_^(Q7PF_*D8S_:4 MTY$(YB*8B'LK;:G+0&2HU'!;)&5MCUC MJZ[P]+DDJSK3T8NC.(E>*DLQ(*%LENE,F'Q_,
D!E(65N>[!D.1D^04?+K(MA0(7KL*-5U\=:;>YAMZ-^! 6W<(TQ. -$(>JS+W^/NTM&93Z5-&%7)S+%W M68,H$M+6=K&\EX&1X65_A$\X^F8MLQ5M)(HL5Z%>9?'?("-
)2_X@P+I>,,%E MVA<_NOQ\ 1E@HPB4%ASB15)+"P,5KIOUQC,0C3VZ@/1.R82YH\ AJS-(]D") M;ZG:0;%%85 J\.K[[^:^Y_]01F5U]^XQI)<'HBUSG<*8.OST@MI>Q"F$;BS+ M_?
M.VYYWV1>_(AAR9\6>[Y7!5C&_K8.M5S+O/R/LWCV-%6\R#,0_Q&PXQM6; M#J?X@,TX3 8<8(W 4X\DK!);">;$NXP<]%>[1D2V!2,,Q7N@,(5PZI"Y4YSO
M$*!"M<;GX&1D(^B)%CT"""'.5N>R;HLH$G&*MF*QQV+'E UWD&A=U(9*B5PE MDE9:757UTU$SK(P4G#<23/\|&Y$#OL!$P?_01(UR?& J1'>;K=QF1ZEBN< = MI(NL$V;(]>]
D.5S-):)T426%)%J=Z;W5'X3K\R;_]0 M8BTA6Z96VL9,*)G[6B=Q)*G1BGM(*#?@Y2*U^9;EC@C.(=8A:6TL+')5'/^% M*K:*.]N!2^'$[KRN'@/1G31N2)3N)*C]"<%=$RBS
MGN.;@@LR;5QD)3NG;R,BCB4!(VJ=I1B(8F'6 $:B%\5) 0OTV29R X<^QCB) M@J?HCH;^Y8 ^O'DI%WT]E.BL0 ;11^Z1\-;AD2"JD",)26%1NO?@>1++19S$ M-N8:PH4NJLH"
(3&NG%6R$3")\(-&9X)^ ZQ7@UEZ1QW[01Z7^<+HX<1X>Z1 M+]YQ"*K:W@!WFM)Y)*4?Q;AS $:>"*8B@\$_-Q!!)E.+6$@0KF)"26[.U(<
M@4*U+Y1YOD/>;F6.^/<0)=ZD@;/SLA!>S@7!3')A&W3"*0=:WKA-N!/=?2_3 MS0]OQ64@T!9^=F5ZD<2K\GB$DTXPK&EW [%)*+ X M=U%#-
JD[)O6FV!D?/D#K;3G;J2&GJSCD(2526#S<0W%3@ET?6)DG1R_T\D4! M.['@P-"7!*1G)11U\'1\I&,S8KN$7J@X86^],I75'1?W]J M(5.52VI37$U-U3\7B$&QT2;F7D-
ZHKY)OE%4H\F^VS5.59%"5TWCC*(1#U@9 M1!Y.L"G5QB3^1,G/L9QI2U_:!:?R08>.!X0V4F0H[HMPW10JKJ7EK)7BSP+G M8]B<=4(1/+R7)C9<;J',4PB\Y91'"A6NM]$TD+N*;
(TD1FC>OHH6(,7YL5BB M&L4D7&VIVCCJ,390"[Q-L4&;L)QMN9&)*V9MVT!%G/E3="Z8K-%YV^Q5@3IC MRQYY@]S$PRR6@V/,E3VI&7L8]8%=AM"/7#@W:XE;=5W0Z
EQ!7/:=ENN950A MVT$I47-^\W3_H\I$"/:P67A^HZ$%>Z#/?<.?C_9OG_:)"F/36B?,9P6@Z#/% MXD\P(H-7X"&)4QC#U;0"Q3\'9G3Q%_/E:7XSW;2
MF:TNG>'1J*2K!%T//>79&ZER*U'N!:X(>7"R[-.S45>-"!MA^S2XD+QUQ)0Q MTD+W#6+LW=O:>9_&]Z5_*,\Q@V^WR!<(X\WVPK0'YN=XGHZ-H(R-!:#KITAO
MLWH>1S7J!36/+X=OC"ZI!E+I-"^?!TN--)AX/)0; MGV+4E.\$M[W&!UVZ-Z=Y6C#OE\/.9M=N-UU8CD[)2'NFC4-IPXB-K0;P#,E% M>7?*Y@?+O\;.U5CWJ30GK%
(K4]O:&_-0>C1JV/K9["HV ?ZUR/(,-\DPS D7 M'#H)R!G76=!O%^H;W.]YY'^/@&85 '@V8ZSG!7CZ6U8=>@F]WC+6H)9$P2%7 MJYR0&0 -CV_KQEZ>8CC?:7*PRJDTGI[L.IDI- !
(SG5SHFIB+=<]FV%R=@S^ MQLDU<.6"NP4DY,%'ETXB<#P(<0T"<1U%I:K5;&93*W\T+:JBB!E-Q03_SE'S ML!A@"R_A_D,R)K@@2MB^9V6T?2<_J^- MH>@O#GLSS)JV. -
BJ>"CN8V;O?:DBP<-'\<$6I1Q)01'/9EPY()\NXX!O+N7 MWAYBQ4NQ9XE]=9$ W/ DZL10:NA0T=,-JMR2K3I5Q__S:D:C@X$WZJ(IUC!%M[O'.%&1NE:%/D"%=E*FN.>&%S>L))
[79VI2F5?V+) M85;C-$?#+3XI43[4(^9!/0]R@JZ@"43@,\M9D;TQ'%4>2N"9HR)2CC&=&>+R MP">-S@"@=Y2 AF>-?((T=2\H&"RE<@>#\M@B461Q.D>69Y]'0/JM2A"=*?_I M?
RA^TELZBPU ELF5JHZ7A'L8K$/JD^KV239 JGNZIC, M=J5)EP4/Y]DA[)>['[#\(G-48)QRU!*DH^%LTA&Y^U&(N[%ZPS_$6&AK=A:P/&+ M[&1)FAA(6A9=X7IX.!2S+,A>N; C7-K(S-
A:=7NQZXPJ)(PZ)< M#>+A\&B0"ZFCZ5GX-K?3,U-Z)37.+;@RSX7=7*(RU7DTBMH/-W*=>?XPF)X5 M8HT+]%^+N:6W08>2RARUDT:#Q=5Y=#$ZO9RP?3#X4V+EML; D2R-
N>67C^EY M-&2'4&'B&4'0XP[?HE(,1&Y\;S"C;DM>N#UNT=^'V"F6I7#XUJAO,O79>70< M08HK42I_8ZH/V,1SR'B)42[\0E7;CH<1)*7S)F\6DP>YU/53W#<\;"TX?FY!
MW"R(@]_U1L'+=*+Z9DU%5BV)C0>A%##:G).:D[*PEN:E;3.3Z]F7^#CU=OK MSS-X]>EZL7@-\]D-+#Y-JRE:6E2!X%$S6N7 MW"[Z\!<*VZ@)2 MF23BM'/AGS#\QO)*:BD,I!GT-
5ZVSIW#UX,)O,.K%QR?U M+<5RRE')5"L4AY415 M8_/RQ7$\BM\ E6YR"Z:H(V5>#(5J ?-"F0UB8U H0=,CB.GO74/<\]N3W<)^BU96P1"JEE3H=MT'Z1D3M3<]R Z(HE$QV
MTN^IW[O2;AJ?<_2927M093+)&$.5*;E'PG$R9>J;I:46N;%>_DN[;3O&&J"^ M7MOA/8\Q,.2?#DKJ YHY())QL\.H-OK@#AU'0_QX*T.,M9.EEG1D/JA9 0:6BQ*FV0$"-FF8 EY2HYJ)-
&'"\T)X-"0D\LAK(2T=$;8 M6TKPG5 EMFEDAX3>_.XZR898$L'GJZ-SC!$$K G-$VF/,[&R)H>BE3VYWQG4 M2NO#-[*]#VIX1%,E?
=:22'*C1)%>VGU\)FK'6[DWO@="&TX>/1$.:2H8EE3\$]?/[M]G:)Z,%L,9_WX-.7^3QHYP?9-D5;92:()5]2'T\?4?>#ZD+&ZU3OZ*M"BOS7 M:=[#F5#./$TW9O93>[/@4-
).G]4($VLM#7U'&ON)=VRV.U1_[!MY[WM MEP XZD\>)HF^HHVV#^^;XV033@T,I\:3[K"1I%I(?'=\[03RH/)'S9TX]#6K MC2327]%B -#& \=K:9?^4[>%P=:MC@ZT=;B[-
W7[GI\4=*'\SK MN_5G8=>2RE#ABI8.^W\<1F#K^VK]XDT1[HA+X^G&&8897?'1L@'-KPP1TKSP M!MT_#=/_%!+ P04 " !XEI-9=XE8?1 # "T!@ &0
'AL+W=O'@=L80G)1$/\/D;;5,LB (-4H?& 2_KO$%:AV(6,:O#69I A;7HM;^BX0UN_!P'/DG:Q2<,8^X\ M3T#VSE.[;."5IGQ+6XVZ[#>)K= \@W@#SJ'@M%E2^%%ZN%I0%LR&:V,(A6
M(YK%*1,VY:.W_%4QSJ_>OO_RZOVG#U??%JEGNA!,Y09Z,4+S>Z"S'-Z1\8V# M5Z;"ZF^"E'5,8O*MF(M\+^,'Z8]@/CN$/,N+/7SSR=P\\LWO,V>NT7BRO^&E M2'0C)96.-#J)
M1B)P0;O&Z/F@.-[JA %YSRU*LGQ&@0U(1YX-33 Z(#3B&L&0>2(%+XL6I4;H-OO!5&VK M/#=5[N1WG=ATIY.TR,)#OW0,ZXT?F\H4G5KR^=B);M/'?OZ.?2OC0&/-T.SH M]#@!._;
(<>*IBWV)5X6[7!PV_%M!&Q+X>TWDMY-08/I1K?X 4$L#!!0 (M 'B6DUD/5>W=V@,)H(9 >&PO=V]R:W-H965TBU!,O-Z8Z#P*=Y%@PW9$5EG22
M254P0TNU#G2ED*4.5(@@"L-^4#!>>M.QVUNJZ5C61O 2EPIT711,;>- M/IB#]>1!RD>[N$HG7F@-0H&)L0R,AB>\0"$L$9GQ=_X,Z?,\N72*'=%S:-;(\T)K4VLMB!:5WP
MLAG9\RX.!X!A^ X@V@$B9W>CR%EYR0R;CI7<@++2Q&8GSE6')N-X:9-R;Q2= M":UF:7,.B3#']EB @ ULKH[V5\^@HXVUB.A!W?8C"J'>$+VZ]CAU? M_)[7BJI:F2UY+5AI@)4I++
[6O*)R,_#'[$$;1?7RYUN^-\R]MYGM'3K7%4MP MXM$ET:B>T)O^^$.W'_Y\Q.Y>:W?O&/M_S-;_Y827<%5MN+ -%],@,Z 4R0=4 M;9:<$$UB'Q))=U@;3*V@QX.7Z_'N8A<

*'7E*Q"T'W5I_")TMU-OV1-M_80PK[E(":R="H%T)W,I4N!%I>036ILT=/W!L$_?7CB":Y;DY+3:OC)\1&2# MW@CN968V3"%$_0%$@S-*
*82<,5>]COUP&$'D]T8QS)*D+FK!K(LI4MX3SIHW-MAR"LD,KPOYN-#UT_#GNG=HRB^/1X9'THZ54^L,X,AFZ,!B&L*(L3;GETT"! M:J)-*
*YE>*T\/*Q99>R\88(RD[&BD>+'"%615N9D@?,KVZ_+"Y6=S.G4-8*9/G3 M6E)0 9\KUCRYE"Q[\!%0]'CRZ,/%,0APV2TD0]NN^- M2IL.QE63#:(ZB?89/43&_P,9[>ZA<(B-?%M,Y/?&?*
*DKY/9JD#[-!KE$W0=T M3KJ4^CWO+HP^[4;#5]NQ"Q(=A*\.H@^-<9%F%570,Z7$(<*7D9/#" MZ_CZ[=HGB*!0(2=!I4 ^-UES#M)K_Y=4%'&[O\EYDZ?*
V9[4@VK;-.UKYE:&PO=V]R:W-H965TC;B-D5QN!^X$K4B M(HD*27GM_O7WS5#2:M?KI+T[&-#JP1G.XYL7?;$Q]HO+E/+BL)+:FPA/1[M>N0JJV3"1$4^BL,C^:B0NAQ<7?"
*[.WMU86]? MZU+=6>'JHI#VZ.W*S>9R,!FT+5[!=>;IQ>CJHI)K=:_\;]6=Q=.HXY+H0I5. MFU)8E5X.KB?G;\]H/2_XK-7&]>X%;;(RY@L]?$@N!V,22.4JJL1!XN=!O5-Y*
*M3HP@QM>&YZ#;D@C[]RWW&J8=NJRD4^]_ KM:?'8Y6 Y$HE)9Y_Z3V?RL&GUF MQ"\VN>.KV(2UT6P@XMYI4S3$D*W09?B5CXT=>@3+!0L$44,0L=QA(Y;R)^GE MU84U&V%I-*
*,C1#:O*U!!.E^24>V_Q58/.7WU\?WW'_OYBY,&+WHSBANYMHI(M> MH)M$XA=3^LR)]V6BDET&(PC121*UDKR-OLGQ-O9#,9VPOG_/J1D8"%VF*
*4%Q+FK9*PN!T"\4_9!#:Y^_&$R'[_Y MAH!GG8!GW^(. 9U3ZE3<5LI*K\NU"'"(?DO,[G-B)XMH)*?*&ZT:)3#XH\2"M M-K43I2E?Q;*,52Y7N1*FVS2G385<6Z40;-*
*X)1+HP::IC)5A¥)))696"BW*E(M-,RI5S7'5 I"9?&6K"-MG E9)@B*!P1[1=Q$*F.=:Z^)M)!EC6=?6]J75E;6 M)'4(S]S$DFZ@@X/P>4Z_#RK3<4ZT$-> 94N8B-*
*D55TZ;,P/A,6:&^U!]W&XK; MVD(8K%/.2Z^"=BZ8PBK*4EN=P.5P4%68$@]&^$Q;_R2>H EVW&#K###3L>6B" MG?:-'"*&T29@<6WV(KET&>=UHTM2]$'T",U70SF?*
2DW,21=O#D8F =4EFFF^5 M/\&HUD-.DFA%)2-M5/)4/Q.3X'O#C>B+XW_"SQ$:DTA#&S4LP"\)\LUF86_ M.OTHBA#:9),-=&]L$]P;"OY%- 20PQ]!4R.H:>\,]7[$9A8+X(EN*0&+*
M[&0I4Q+SFD3 BQHIQ.9/G6=@$H 8%.9!V:U!@[AL!Y/"KM@@5LCI9&LU@#O7 M4Q!NR(U-H)ZK"9B.Y1%R!5@P-!OOM9Y6:.]X1$ %]P#+(}LW1,.>TF9#M@SJ MN-,Q0_$YP/4
*6@^!=3\&=¥0&5*X4+ \5?8:X9.J4-&W\\"L$(]8 +HN3-@+& M:!I[@^-UGO5$ B20?Y*C#[ES\ 4XA=PMD7K."9&WRI<$MI-> MINIM=R1F2USF=)F]%O>9L?*
X5=%?],,/RV@2O1$1_CX#)AP^O>_'\D1,9F(R M!^MJ00J?X%=3*'$\69S@,J?+V8GXM>>15H*Y6(S%/&(^A_@W\0BX;J,W6.:4 M@SH EM(#*
*<$5+F"S$,GT'T@B+3(=J4CH9LI:7C^3X#R5C)07P?":^UM*2SSD0 M7 QAR6UL5<[+R$%> X6 N2C1MR#!>%NW>,$"7$Z<@ M(-*
/AF\EUPAF9$>05WI92,0L[RXDY2V1S.D*/\)HTD+'.}9M&P?N5A4;,B=.M$G<9PR<$+'4? PDWUMW.%,N?;G]K,L)0 :2LM&?83H&(%0#6&?"EV=(*7512*
M6P[@E]@$_Y"S+07&05H2:JM-+^]9X,H')Y%9U/VG0(*Y@PE\ZTV+M:*(+:J M'?*_@S3W=57EG)4H9TB7B111"C.&KCLTP!WW-J2E^Y\C^AWM!=5"-I.%J4G# M)EK8CZ1*@0UK&*
[)FEVMR!%D#AO->9MA'U+Q?B(Z$F>O0\3B,A7_Y(H*DE 4 MP)V*0IO^5U3$@AQ 8(8RI0ZE-RS,],II'Y"*QK@LZ#)=[HV)7,.[C#O_#WS M]FUZHRE):'"\]VTY^0A)Q0<\]"S>-.*
*_8!U"E>[4L=$N (E=$/Y/T,21ZN?[MN?971_NSMB 7/.>%1\GEL,H?,/= MM+E[QG7'NL]Y3(<+\0]U;C BH8L7=0%=PN.2CXG?'XN;D#0]\/.KN9]:@A$#()%136H-*L,2W)G8X.22K5H9-*
*HX,"M M>B#W<+VG!JZ@.H#.OIOC &J0(E6JY+] PZ#EV#3!Y(N&1O**O0N91@F.G*=?6I:9#;F69EB&>KZ2O_ M5+6M%C%V$G]$ESL&P)1*8X9JZB]Z>&0;!D0[%E*
*4M2U;T]KVN@R+H,*L0W%> MEVQ\<7W_#LE^+M8U H)V(@&VX\(A-O2%"72)5S=D}(CZ%EHS]C=YH=J3V]R MUJX5[T^>8<2#=K7,J9^AQGS13SCD[5SDC9]ON.@Z=U*
M>HN#K:S-]MRZD_,U=2;16VE#PUC2W :1E6'}M3[OY1B&$Z['5HK=<>5 M6_W%&T<3.$\)3%"QTCIG0B;BAAJ-L@^-C1HZL'(8^>H:(BH8$+91Q2K?-JY M8]?
>FTP%!;A!3T,#SD%D\M:>+TR:O+F).64D'8I[A$P5?H>%#HQMZ8.T4&S M11[7H8V0X;R@VD]? , ^1-MMT34UV[S >/K_4G ZWE5P\;?TF_ZW^D6=?H<.1$>] M]OVS@2*
M_5<(;U"T@%;DG\E30(X3;8;H&V)+O]<+@/M$3;W$]B2TIULG]OB$I6;'E MU-@[W"% +,GD<&;XYO&-=;96^IM9"E&PQRS-S7EG612KTU[/Q$N1=H%,]N).+94$/>A=G*
*[X0]Z+X??5%XZY76TED)G(C59%,OSSJ3#$C'G95K?A\:$27_/A-!/"*W?;B'KY14O^,695FNF:32L MT84-U&^C!Q=K/L/+S M,GS1XFU+QD:LY4J5'T*Z6=`2,6;DQ2:FL=$Y\$UX8)0A@#*
M/M1,Z HBD;5.6#EE'>5M:P\;G!SE)N66LV2<D2C8@ 7X&S56TM)0%9% M@R"V[R5N:8)SGR=_@CAC2)_843":5\-GC_G_1+RM-11 6TL RFW.IV0^>EH)O(%/L<6W=)!V
MW4!@0T[MM>Q9)>]R)8?=F1 D36)NK)^QRDDFT66QO'!E$"6> .V*SU))]IV3 M'A-V2)>>H>S6<""'Q24.)E'EP/$A15?F$EJ,P,>31+{)V!G B1R@C=DDG\!' M:I=+E'6W)E[GAZD
M8]H;MP1LQ%SK)QKFCH =QP/\D"@7GJD25?#.90$KB2ZEH1$"):9VT&8 M6<^]QEO+8FG]W6(P\O!.&)66=MBE5!Z#&_1(7\<8"AO[*SGR)1 +245Z-.S7 MB(<)(&%I\XL!2B=N(R"-*
*F2ARBL).6UH6\R/+ 4@T-! M*A/)_B+SE446X%$0KE61=GNBBT-N',O5@C)UER_ZXF3?.)Y7O(=++#/*@!T0 M,!)V$2YM. G.?LB^E!A/9'1?Q,E>I6CS9<]>L9P#R\')B 6CB$41>V]*
[&J$];K#L4JX_"P8G+)$#;$(V1+ZF30\K3 M4W,YRD$J8RH)PR)(HHA!3#E!!MK %O}E<{&;47)P,AC9SVA" FPP&B)-QU^T MLNQTJXIGJW=7+.AO1%+?
*Fl;3A\\F0\NU)FKP4J(F3D@$(Y(.$338)8^_X6MV M4J]YLB]Y2 TR&P[W)2\\@3[LCUF 10[*7@2C2/F!V0N[_6#DMYN\'P[&;=FK MPMC^K/+8;F:?4*KHTQ]O-M}')-/N MJ5H[{(JR*
*M8>UTJV?NN'"_L^R=-.!04^**0QSA9i$gJLQP;161N6"\):1Z7:,"T'>U/KIK] MG6%_TMO3]JUS($**#X]H43B:P7[CR=@]P8G8:Q=WTF:&OIN,,']C=-0Q5= MN19Q'[!24]]STIQ'@Z9:E?*
GQRD..-!M')=M-2\0/T.O FAWK^'.JJWHRY6J M3NQLE8K"+\(A"-6?@G[-V.OF/E@1Y=M:2D1,&MS*CSJ"!:05KW1CR=.+EA;ZJ-MJ]!..#D^-8FNM'G&KVD4XMH+0%6.PJ86-*
*HG3PXHVCIF*7*@/S,@4J_5-\OQNG MQR,=O#AT4P4%K+'G](@W7O2UJC),5IKV8.U)95.CP"GGA?P=YT3] WOC_"#Q'/&G7@NIW*$I8NB<=#IB)A+Z")GLDF*T4L-?=*
*M:H+M2C4(D5G3/'[?,6@[T(TFE?ITF4)MR$9JQ\=D8#OXE_-G25C.&! #TF) M?@CV?LJ%'MOYEK0)4A II(T;-UN$%TCR\=6F@MZ;*JE8.+H=:MON=W 1G7'2) MF$O:NN/4-G&*
*[2$AVTK8CZWNF)O+MO%';J!R@G2)75$U&+#'GEA>"K(-M$$;EBVY5E_Y7/^HWZ5=[VYC21AH=4),1_%,'B!TFP\')'07_8Q+>KFZ-@T-]Z M&KF>\B@X";>^*
*4Q^+6VSS]N6;N07N36%PU-CBS;*HJ5/-$;%%TLZW/WO4N8?@ MF,GH%1X$K6N8&)XSYK>T/2:[S1@MA; MV/=Y%#+.1O?2]WY.OS*,GKA<2&4K%%/[,\2##M/N'9Z[*=3*
*MOC>;J0+*TEXN!,HR30/P_5SAN/(WM$#}(O7B;U!+ P04 "`IXEI-9U!\ M';D%.#L#@ &0 'AL+W=O<0>(95NC<_#V"<{/C>ESY6F3U:Y2;A87K4%%*K M-?!933//*
*{WQ^4Q.Z8;\E]DGBZ_>&B51!6FGC!.6THO6J\'9Y8CE@\"=HH5K MO 0V9&+,/7]<)Q>M/A.BG&+/"!)_A:&B +ORE!@^499Z.3ZW9B$L2P.-7X*K01ODE..DW'B+*
*M604J/[^<'=U<_O^ZL/MS7G/ Y"'>W&M?%DI1WN4!Y%X,[3/G+C2"27; #TP M6=.)5G0NHR<1/\: ^*X.#0Q'UH]$3>,.U>\. -JR#=X,B3LJF3Q1>NH.Q1XW=G'_ ?HFW>(V(Y&:'&T)*
(\++"?"KWE1_DQ,>T[$I M9E(O?W&"OI7*+X5JQ% ZIH.,F0G9==*$U F_#$5;8TWA?A1SF9?4.7LL6\DI MC1%54@/(^ GDZ]8LEB:]13,*ENCPK*9<+,,$VJ 6@U@F]12TVL8F9!$&
*MM*1V,JS7+D"P494 0<4(-0:D< K%(NW*Y:5/K2"H),%>[;3O"LYK/QJ_:= M@R"X.O%M6$<'_1E99<+<(E-QOF-+86*8Z>ZHH5!!G)YF=EP&,YA+IRXT(X'O MC&(%)FF)$'*
8F(BEF;$<7T1ND^{#"G2*O=2QL[EQ#FA Q!X3HLJNKJ(&]$:E M[':MNZ-Z#VOWF >7AE4..B!?E+ZLB4)H8O!7Y2WXOHH[N'E;AA@$>>WSY<-H?"P?)Y'[,.21
MJ3_96IN4LP>NG'S%V4)X4U>.BALE#SIS'"&J.FP,2RWS)N"(T(ZQF?'_$'R1M?=S8LYW@$8FVV-I4 M/H 8UY1HLSN=9JDD2&Z]NM7]CQ]3OV!.,;O/1IT^._X!!L5.7?V'"'FGLL-&
MOL/0\V>]5Q>YF"ID9Z:P/1L1'!8M(W)RTZT0.Q4B(S%DP M14&K(H4+$E(.YX7,KZ$^'IZI76,7G0PEZG))5KN ;1_- ?!:*,$B(\D7C8$M MU"VN0Y&$_/=:66FSQ2U[0*
*6SE8&)U&4Z(\J1 &I8&;P MW++%6OB6DQ=IJV3'>94M*OVAQG)=D=\75BE1]&M5N*XX@NG*^!BZZ0?C4Y MXQLG,CAPCH,^!BDK[1<0N^&_3C7MN"0#D:4)R]!D8%*
*(X]%4PF(#%3L\K/=,9 ML.1@O#,NAH22!:A6K:F>V!Q]=$O1P/9#8)20"#T1KUF5D?CZJ^/Q:/R=D,ME M0=&%Y3'N$I_1'R@B5PN=+4B_],.'VE#L<>XYSA?N9C%&PA[$7(5(:2]*F]0U*
M8G;B4F6UM50)SZ5+6G?"[BCM92(L59&$V5;8E(5)SGJP$3.%.QM"@DION2?. M3(&B@TA,E'J3)%N_%>(M+)N%:]MJ24Q,7*
*MTBT$-2=HS4WL46DJ==N$QZRN<&QH3),@<';3;DX^O334/FKVS,B?D'&$8H#Z8T+]F:?/_3S$WKE&M MP[F3KD0F']\9WWGQ#J_!Q.-C^HES=L7!86)C$D!K"/X1VW<%.&X*Y-*
K7#H,7 M"OR&M,Q,B;N3"SG4E:X$C>1C,/0!,,HK#@_7U%C[^M='_N3_(??/CUH?_Y) MD?^TB_RG#XO\R1/Z]^G(W>+DH\/B_S18/_H,/P_V?]KHW\]^--O%U@&V\GG M#?D-*
03_:LG[T&8F2@#?9Q.5!B3)YNJ;RA(K$?/Q4$Q/?C!I.%+_M1&IUL P6 M49=FR43 :57D#0U/#Z'-8]B$!B\.RO@1$3X-B?:[!$MM1VRFGGGJ#*["[.Z5 M/Q[$*QNQ-BR"F=;A=I00?*
*71Z4**L+4).6(;1] M?5,MK\.6=6+4V'6_YZ%N8A6LB:!:/&42NL"R I2DGB\Z/<*19&5+)\/=P%2] MGAILV1=O&HV-?!-,9ZS#GC0?1$[%KH Y5O.A,U'6OH.[.+ H J&F"'+-#"AE4F ML*
U:QMC5!MKP;3H9*N62.^>^R@B0LPE3F&95!.Z&+KZH(R-MS70[(5E4U" MD6ZXJ,P?Z5QT!6A3\$V] H*@K:8$&A?*>LA.XW0S#.Y5K*ZLD@6?$73D;L5*M#O@@BBUY,^AN%4S?*
L[KD(&RP9-C5@D:%K $I)QZ1G,=-2CAOLO<++4T!3]PUW M$+H?7]YU>@"&HL&AT<00=WW6Q3'-!C#;11XXT(0()=(M),V=5A"[JM@@X9: M4YMB)3!L+ ^V<"C]^04,1\E4J#0J!*
*[EMSHTO@ ,<<[-.((B7YL{^I7RMB$/MD M;45 (%G#-UY8&+5,2" Y1='+YR1BW-S4-,*F24HJK2$9977;% 7V2MMN!$4 MM?4DU]/(7H1#[@AE-H7(#3(7624%0[(QA%|OJ#F]*
MYPR"R)#DJU#2>2]J6R-+=74\UIAUP6O^U=ZI8C9,N^9%VC79$UR>WMJE_HIJ:"6RX/&1})OTD'C!DR-Q MENK0Y4HCSQ4'3E\/X+*=A'TUR,;+4 M##55*1<3M'F4G3 C^BE,?*
C>X#:6E+VIFW#/M:-YPJ] 32#,>)9,(F;O16S;8 M>.!)$)&3W:-PX"?$>2F2\FR.S-+S>W,VS6+G#G(Y.QCZ4%T-#7\200;SZ:#P' MF*FK^=:^,RS=G&D%2A*"<;AG$D'CJ0P4OH?*
B59KSF Q.6+C;T4IEQ!*T \[CS/G(CZ;Z=G-"PBS\-5?,*%5-PB_[XY80=&C&/7$0P:(2PM-H+H^AY+0#8UTN*
M(2F8G';SKFNVU9+0=4+18Z2MQ(EI2^93L3D1_^,%_,PI9!,_G0O1>LEBBPNV M.)fY4$7.DIC[[=*]#O>:HZ/T.IVH=*=&Q267K(@ 9.U 1L3X^^ZBL2&S2 4M$#JQA0_#P
*49,OL@(@NPSK1@\ MT(Q4-)@U!122>"-EN!A@-.7T) ^H!S})5N9,SRCBOLY!)**ZFI'].S>@3W02FS=)P&RUB3P\W&I"(M7GK2>F'[EMH.:W8^_(.RQ5R3]H+%H*
*Z2_XEPA"$Z>,9#&VKN>D\UR'7W#[(X+W,M H:\Z1OJ@:A',6+OW M-'<5$Z*32FS9G;-%U3D7#2[HO91VEH05H;%V)]WM^ 'Y<;F2EDC;,W6\6 Q0 M.=*
*(5E,&;:V*73S.6*TZWL>'*_+BHM]1#KU1B3.3U"'A@X?I,\63]W0L2@_WD M,X!D_$^ 9#NR&) _'X^SWH=?F29!(7,4]P MW4FWOR_ !LVD<:N@D2[H_U11P!Z09K*
T"2,//X'1@"$N.G7X,$.%"/3UW MP[[$L#0RBW9LO3:'B2-#,$Q3Z#P\LXW7OO!2?5^K?KW6]M9"DD*P[RN^59@ M\YQ$.U>'KK;D<5N8-\HJ]4^?I).Y0-N_MZE CY/7QIOA;8_-![RR*
!I5B!QO MXB2L'9,E$TRZMKKXC@M[+3QB3]@23T6[Q]#A#:-F*OFHV[V@A#"E3^IE.U6- M^M^F<{Q2!03M8ZXM.)/?IH6'438;UQ!$VYWMO:2=^M!5Y*,Q!2&"/ PFMVJ6_;*
MEQ3/PKWM7+PAB.XPYS&C(6:8>O^\.AP1]CPUF#XXLV2W]2,&N]-R1\7R"EE M:0'^/C-P,OQ"![2O,I[^#E!+ P04 "`!XEI-92C(Q>-L+ 6@ &0 M 'AL+W=O:%;;?%8K$?:*
*(FV.)5%#TG%\?SZ/?>2>OF9M)GN?H@C6^3E?9S[ME%XNC/WL,J6\N)OEA7MUD'D_O^SW79*IF?3'9]X*W)D8.Y,>7^VT[^96R90W MS?*
*+^\3DO#^3NCBX>LF__6:O7IK2Y[I0OUGARM,VN5KE90$/X|/07?#[WJ: M>?A2_5R+]?JO?+_ G/]F\:U?4TGU3!5.FT)8-7EU<#W*XU*ZWG\1ZT6KG4M*
*M2)*Q,9_IRTWZZN"$&%*Y2CQ1D/AWJ]ZH/"=*8.//2/.@/I(VMJ\KZN]8=L@R MEDZJ,?DGG?KLU<'S Y&JB2QS_[M9_*BB/&=$+$&YXT^Q*&O/L3@IG3>SN:D< MS'01_LN[J(?*
*6ANO;1F(2RM!C6Z8%%Y-YC3\1GE MO,>X]|\/7_WP]O>;,C]%ND M*NT2Z(.3FIUAQ<[KX4Z*OR,^6(P&/3$\&9[NH#>]Q1LQO=$V\935MY(,+VX* MYVT)/'DG9)&*'U4ZU<547!,NM-?*
*B1^T2W+C2]O$OZ_'6 [_&>36L*AIYL/ M)3^Z=':9J%<'+#XI(2&INIL,-MIU+AC8"/ \4%<&>M*I(E[B69++*9*6.F5F.1EXDM)WA14J NO(*-/M\-2AU^%*
*MSY0HR&ERD9C2.B7,1.'C$L'CIP[%M=.S*7UU0VKW6?@ND @(!,)4KY7TV5/ M+)0H02!M+?D;2_;W&I$YTOB?N%M*E.+-AR@<=Y:<$8"6CF@7,(FL'VD!PK MS4PGM*YO+"*
($F"T\@8*5 APX!!X'!Z??)M;,VD+NUA9$?"-=)MXA[#'6L D:M5Z0R4ERC[?I,PWC-(JF&UB72>19!6=8_*9:H3XCZHS#[(0-2=_#4PX'6:C A MO9A(;<6MS$O5$YF$21
*>2QN<:*S\0]E"F$*Q ? MIQ4<**IS-EN3\9@]!PXD MB4O;_RQEKB=+(5U+XBSHLT34L0RV!(>#!3D.2[H%=:3K]L-4CTW20O4V*>S,W2LCCL M0J 0<=Z5*@H.4)EIH?*
\'FDJ,XQU.YF#'W$.)0O7[66&C=L!6PZ/:6[,@6%&(MQ_\61B!IX_^^6<[*G&%AL-'B]!F,G5%]P)OQ78DCA&_W\!-%E1Y,>G])#&.SJ(H4@sPCJ3 SQ$sRP"%.)E]R#[91.+,,!.K.OHLU!1X62H
M00RDL'""FXG0'IV"/",.6C.6XQSFSZ3?M7VA\QQQU0%!.5HKCB.-K[WC3A?PZ M5I @-J%E1\CH0N4^/-W'F%OX_Q3.0Z*AN]#83)1(WJ]1$<0&+R&E]%3?"X6W#K4>^78'CF\>%*&*
*(3#4@.NK%4TCID/&)D M/?3A<\2'XF+8:UN]9H?C+U\1"CF_W=?0*30!?+9<(,)H196M&+U +1>N! M\$06$..F$._4V);H6,#IX)P+$G6GDI*],[-*597'4R*
I9@)_I3BO=P=*"NC_/B7VV1U&H*AH@H$U*3ZFH MIHJ3@-U]_^#'EY501^*B.@)[/A5.%QFDXB<#C7$GQM!#OU1P^0 8:G/58SCV9*
*MFI6U,57KS9#]FF0=$@SI"@BU!/P6$R"%OB@DADV'!#W)2C.LU$4WQNSCONC MWF>,,[:D]D[!^P/^'IR&D YTDD'+L 2A E8%//X*D;.V6,3M9M]:LUE0!8(. M7(-*
*H,F/!U@UY5@;AF!!05R&'T@:XC0'4KSFG6$#ZPV&E(W,"ZW**;10T>K'B M E9)E$-+L))\;A,F5!\.SQX1OA?W@.\Y6_V"XW0+GQPDNYR2@5=0&K3;?,<2 M(+,!+9Z[4ZK,"(GK>5\C\|*
U<57@VJK\;?B:=3@2!OB%IRR2WYQ>Q12 M>D6GT^BT$CF6S]";3 GJQ#KWFI2>W4Z'46MRJ^K]#^'+\'IN'EB_T, "P9@ &0
*'AL+W=O>T:21;V5I)E1$G>;W2;QVFX[.SO[M!T5"$FN*5$'2CW[Z/0\ !$52EGO33O;N))8I/H#$_)T#X(!^.MMG&2?7>RR?/=J_/S+-C(K9_UTIU.X,HJ55L_AZ]J?*
9[ME/1#>F@;GP_Z_OLF+?(X2N2E$EFQW?K]\9V,T_OO3KP3<^{J6F]R/"'^]LW. M7\MKF?^TNU3P[=RV$D9;F611F@@E5]^=++Q7[T9X/]WPF]._)]Z!EZ6?R?=I
M_$L4YIOO3F8G{0KOXCSJ_3^!ZGY&6-[01JG]"GN91vK8Q469YN}<- P39* M^+?_H.5PS_,#_<" Z...B,H/N?Z>?/2>Z'P;R=@-#XA5>)AQ4RG6NX&H$ MS^5OKRYN/EY=?
+KX?",N?UQ\OA:+SQ_$Y9?K&^>%>N?A_?'+9{{CS7D_>+'3 MYX'NXQWW,6CIPQN(3VF2;S)QD80RK#9P#@1;j{@>&ZG>#@RU^"?>&'H=,>@/*
*M1@?:&UHI#*F]84M[\^0*SH3BG4S@*!>7L9]DPD]"\27?2"4NTRQ7,H^4!'O, M]V[[$&5!G&:%DIGX[\42[@13^Y\F,3$1HV8B1/U>93L_D-^=@'}E4MW)D[=_M_YLWZ;\^P.+*
(LC@ZU/I74O37[D/\&XA2^7%/_'+\%QK^3XLY745IDZ%FDDJ66-M-2K#G O FE2T+')&!JN'>]C)Q9A&.$#X?X?. ^)>BFR7)EFJQ 4V'7NWT@_
MSC0^)^DXIHM8BRW&L51_B@"%>521;XHP"V4 $NS;=_(8).D<;J.9-81'Y.@=M)ZY*NM'NQ"G>?W)U>7+6$Q>KE21X$Y_3.[E=0FOD'-ZH8YK\^]]F V_Z.F/ MKB[%O9\)M%L@':A-*
*#_A+N4G0'^4!'$11LF.3QLN.O05[\E64A&;2 ,UN/;? M51K'I"8E-T I2BH3Z4HL=BJ*Q;!/!$TZI9A*MI$<"4I8J?1WF<"#R:/8;>0W M!B!JA4*.DK)3]K]\H))BO:GU \+R22^K*
*@Q!W,DLAR[&0O3XJ%$H 0"P M^F@Q'<>:.J!7//]T!H.W.(G^/HPRGQ67X>B08@M@#:LM>Q\E4=!M/;=D3\" M[22*0$DP37@(O3L*9$= X".24L(98Q$]<;-!>:!A)JGPK4&7[A*
*$JO!C *D5 M/+''>T] Q"I)TU900%ZIF@B"'*#>?#[LD$1-RT8R=:,$+8'D@(4B0&M_!,+A M9YL6:#-A(8U!V(Z-Y1QGX #"4D'KXE*E0$CW>@-0 #;H6/N'RVNP=_#I311L MD!B_&1,0"*
[/R#'SS'I,N4A2M(AG60)WUE!HHA=30Z=T!:A=9 M ZF06 =<6=%I$6/#IJVP"B]@&"2G.-I&.8D-8&Z[(VL 2\:[/B;@2>AC5_). M)B"T]VDHR1.Q 507WH6<@[%MP>$R26=."
*(N:6,M.C(1R=*B,+D(2#'"]R!@-M*46>H00LMJTY_)P*1E(A/8F>3"/)F;NAT*-4,4.C022DA10*"M 2,Z#208= M@,%S1 WCL\@C0#";6 PBB3-#.8@SHK0]A#(WM@=!)(T!*K 1\-*
*T"D1/RQNYD+'[X](7XP*9@ + 3J:F>\A,LL M7(@K1LK4"8*31-\ 9N%&:.?.)#R#E;8E]WIP=HI7 >E;!V!%E=L$1:Z_A01\4 MO+*A P*C?1!E;GS %ZOH :,X11UQ&D9 J4+1N^*
M%U>V1\Z/W-1,8,)%J0@20_*M)X+W$&@ C]%)RA"-X%NWY_U$>:ME40$WQA6Z M"[RP)T9][_3VS!DUF5'5>S4!PS2$ <,AIRHI9#OF[',0P$T"'_*^AR7X&<*
*M4I#=44YEAIQH5%O_5NZI%%HP09LS_]8T5J0]R44ZT%Z">0"P'B4 L)9? L _Y 9%,X96Y1)D^A28)K@ 1$F.RQ/NHI) ME8_I'@WL6*I@MXX"B)< +22.0HJXF!LQUL+3I288%_3@L-*
)S1H-#M^^2VOT M5/=VUB$;G]7ES49:.."B08(CUF!EC_B/\3+ 3K_S@[KXTU@*F4V!1=P MRR+')A;%%\.!VF0H)>5G*) 9@HI4 2Z7,!,0&*03VC$T3U1$,WC&_|^^(
M#G@XAZ7),LC=0Q{VMF?CG7K[$-##.CJ3H=K'PYP9+XJ?:#\)*9, ;, MQH[H7-[2RF HP8IH)HB"/>4&0$]'<^Y#JW_6D;L/P(%J!GI@X91-8"G^U2S*

M7$K=R49$Z3"DZ%$VQ+#@2)1K9&D#SY3T(/?RU"K"?G|0N<>W"5K<,I7HV+2R4L6!M M%R|$35L-7K<<>6/|0-@&I$'T3+39#C3=|Y|Q<##_Q[P-1' W1QR!C@6 M%P|[GN*
E+)0B3 PKN=23@?>F3CUYO QF,+'D#XF|#$:XH?^@1,+%YFTO908 M4;V")T:VLWO4P];')R)P1B.S_AG4&|3S 0,V?B487*_M:=^VQ[@AZ/9 MT^$():]_3KWA&?T:F+/>D+
[363J)|KB6>B(L_Q@@P,6 MBFJNNM 5Z[H_QB$MHT3LYU;E 7-#XI0-<4(|C|X.BN.1OO|<:! MQ7 M&/0"3C@8GX&I@Q7_26;AT;|?D0B="6>E"I$L8^W/;1C 5T9K2%,*!0/CX+'U M1@
>X7FME]E6GZM*5-@85>%A)N8-M'G"YYP_I^47S^/[FGHZX"/ZVYD[I_X$ M16Q"Z GL.S,B@DF9:7/J6P,:B.]Y+N4:)[.R8V>(^1F: +.SPDTK7/L#[VJN M<.]#*EX));780E|J0:-
VM)>DD_NB6%NGBU^)[|M+Q@26X%?>'$,#.!H:^@4/>-3>|*EF MKGV,*/MG+YU,YA]/M2#JS[|SP7+G1R%; 5+(00UJIA-6!.EPNOP_,KF)DZX M/JCQT9
ZPVXF,_3HR003!/-123]J,#=&-9=RK^8.G"5PBH#__EEM+AI!?@AV M!IJ<]$&C0T3U84WM&)_G?Z':AV(T:K/%)KU4U3^<3*Q>IM-!J1>MD2|P/M!P M=$KSD_SES &GRW=?
T(YF)JIZ(|KY^FA1 X_!>=&87]?&FL_IF?%QCI@1PE MUYP|:-]_@2-Z:)=Z&%*?TY'3VT7CHH238I0F<'J$"IPL_@#H@E*'G/R=SM$& M)N-ZRV721IR(TSC2R|-G1XOPJB+"11
46YQ:DF8:]7TE@'W4XWO,#LY>[5MU M=F:&AV #'KDC'M$$R]#&6W"F2IZ"_I;9X)D]+4"3%3/[+5U-.2F].3S"5Y)Y MU=-#@44GB@UNYLB34G C]@EF^F(^M8NIJ 'R9QR
V@#|8CBNW(&=FSN&O3W* M;!,TW^:K-",RJ#%76,B Z|Z 7@' MD=;]=8YVL*:OS8DN::TL LA]M;9HB%."@9:(*:M21V&O27C)Y2OZ=&;O01>X
M<)L;8@_=R.MS>JXGLMQF/&M.E1,MI),6*BU/CB5A="0)B|I3GKL|@9)]0F0L M*AU;24FT(H'+P6 7B539)MKI:5V]8.]T#V;[JS9V5)&/T|T@$3OK(U+R11F6P(.B1
M0@'@T>SF+KUGKW*:8I&|!KS=1/).UEG/&CFKD*_7L7+_5B:OF0 ?9 9:IR)K MI(31%^]G>3;45.B:K6 #:'X+C(6@%2QV,S.P;,=!#+_1R*OE)1U2_-3[C]Z94!P::/WH=ZE2-
)1F]^CP3<.9>]'K'^4A'1)2 MI9/!V'T0#"46DA8T.LZ:/BX58+;8I M!JD= O.C]L:EG;>M=8RD8F5N:28-#5XP+YD,"L7PI9<%(2!SP.^"OD-:5]MN MH=$L3X-
;QA]E"O7X'-8U4N2,C"4T"!6:#XL,AFRT!N#JN8$$7ZSC%(8.#EQ0 M)PJ^(^2@]+.&?IO[ZX@UKHXDY*1E;R![:'WM Z=+/[BEHLSR&NFLZ0*,F*([M7M2"S"%7A:X:,O--6-
!AC;&)N4T:HW$2_>#LT'_HH@@.QS)32T>GG8Q-^YXV M1+=_@HJR7Z=!N"5S"1091(?85RWW(UCHA41[RE4,EM)PFP;H""HMB3P)>H>- M:C*K4>@2)TRU=U#"[V<;3C/Q
!^Y|V.J).#'M>^W(/Y|$;&>O%UNP5B8BKY M12GJ#%CR?$FH%ZUP1GE!D/:4. MK2.R=&L7X5VZJCTN?C[0(F$ U;Y3W,XT;$6H(4BN=Z:4X5[*6Q2P*LN,N&2/ M"Z2HA$U/0-^#S4$
PFH?'-]E'"TYA:3@@/(A3FP9%L"1UY!O)TY^C*DWB5EG MWI0OD(_JB.V6$;O9<%D'A5&CN0J4+9[*=7EV@CQ:/A@#<[)E ZB(;S@4H#+D M|-?"&'S:1DB-XV$3QV8=_1#;G):9Y5-'!(?
9S_RMW&>7RD6>Q3.7A%M^MWXH M#S(-B5^F=U^P MYJM,9Q >(L@[R_$5*2G?1"KL8N^/]1%BJ04]C-0>BNL!-#]+P*(KE""'+92M MLVBHR]9:;DOMC>:I$@,?
QR>Y2ZXUT%5PMD(Y2G8%"RN46:"B)4|L44&Y!Q9_ M4I(H/I7492<]|=Z ,1U<6##.1+>|M@?4F3.M)[(-N$(7RV9K,4V/<0F8R>9U M= /2G*="P%.P_J"*^$X8=>)8>9+T$QK]. M7V"-
;JM4HX_PN!"8SJF=6WAZ7#D,3'T|--E]735(W^DP<*@&I1UPM8%*4;5 MT9ZLI7(,+N3POQ4IC005Q(&,AQ&4N^C:0STDAKVW0L-',8>,8 MN74$A((6RXRU)$@2DCA-$$
,X7UT=5@QA/7$,QJSF.3DM;@YG+SZ!HL&Q27 MWBOB]FD"C6S&09&2KC].'-G%B2SK".X'K$[5TQ!BB0L3..W3TXFZ#7E|I10+(1:',5VR+.HQT6?=)V)N;7
MUE3;A*_!M838!GV_*E'D<7)J+ M+M7LB1|-I:R? MQ"%2XVCKIJ4W^8!#HZRQ.=S?V3#.HNPZP/GL5!D5(&QH1'32LDT$Y@3>^JB3 M%BJ#YCD[VL>E>6O(Y@X4^ND|SI%T.3
@_P6SH4I*,U?81E3;5+RI.7&34#?# MJSSQGPR_EPR_U]$ZP?E42+,KQY TBNNRZIWL N5 "X#5.I+6U)'+S0Z7E U, M?@,H+<;UY6]O/*VF'H-^O[UX":[5$:U>$>#M+>-
J!>F,G3(21_RFLF)<+9KS M=+$%2L3MSFT%%5FN$7-S.PRC&W2]4_!E*LFT,CMK-%]"<=Z_4T7R@_;[?]<4 MO-F@J1+"&|ZJIH"E JV5='#MSS %+J|9-9@"V,@W:PJF.OX@/K7PS-
B:.091 M)&6@-J'|5*<49[KNK0J<^M4OMO"_7.S7=2*9*4BNX%EU^TE9R/:.'^HT5B9Y M9$J81U-E!:V@GY_R G2]P.&G1!UYYZ7.XB"4TR:/#LT>$/$|59DY54%NO<2- M?
6|"|'N:%GF];4^BD&=0:-18"#OTJAC44*AG M?L.E/P.!J)S/VR^_QXK+;Q=_OBTC>&ZYNS:(X5QX]=QC,*|:Q'#2:A!PZ<|P M""JR!=]*8+(F]M<&I^3PEJB_+#"]^M8P:<#%
MHF9[1#L(S>9BV!_7E#0;[<'0>(#U&!ZDJV7^/*S/CWGC.J2YYXZ#("XW'TYI MI|24+&/+0=^6 9 $/5,VW*[_R11LI1YCO/Y>8C+$G7;>D'[,3?-Q MW0!F];:<4T=&(-IG,)SUR7SG-
DF93[Y=[4/KQX'1OTCT(8W,![6X(FQ<&=&& MB&=%$RSUQLKRAB@R*3%D?^/#5(Q;@PK!!M!Z8]Z=Q*].,B%%RRG=+DEA!]^.
M=7IR^>X+OC3,=RKK&^];X'U<;M*V%:K#ZPVT.L_O0,GX?1UF#J.7C7-YK>#7-!"]1OVCC]5X#FP#9VF[>D1^1!(M&3[Q!C'!N^5*?'*_/=E->[.FO_1_*EM
M]L_G;S#B':,$R/0""6|X.*Z;X_@;@TZGX!^CV1B2])(_WK7#L93W[B"PHAWA MSY.=+_X:'1YNVA"P^'/T^!P>!R//T>/@Z^H1"1E[,ZW'?E6/SA:|R=3HL?]2
M$T2(BRRGA;M0?,^%,#;^Z$(8+$@E^%]%&08] DE=Z2|I!'+*0>^92=+ZJV9, MU>^!5U 09+6|ATV_?^T7MR_;!P1^;VYW6+2]M*5Q':5$(|X2'' M02Z]/>*HO;#[3%41$:6(AMF>
(K>;D!;66?FU-2>HKP&3|W,QJ=1WYRB M[5U3FJX/^.V%N4JKE[FO=;B.M1>94?TWDYH ML_'B^=N-?6555.91U3<9WFQDJ;PX3=9<65/N M#^PM%;2:MQW/FC[9[6)?<> MI2+
(IGT#F5MU2ILMM#V8RIA.%:<[<6A0I-]"MLHKMJG6;$Z[VZ@,^|I*NV M>P4;Q[I)716TLQY!U.#8U.&@6KMO:@%0FO?TDG!4@EO;XE3J2_-2L@VPF"IR
M/TI(4B4#'|L%Z*6;NGK0.B31=*".3)?#IK@9B+FG,O=JI8$N5N#4BG(UOH(9 M+W=XJ O7) /S+DY.$O?8=2OB0B,KN|4"*P]L,L0&QM"U5Q91+Z9W]MS3OB'G
ME925_L$$BSC7M3/ZA6O6A@GD:_!#Q25.V2*M)/MB|[C#M78:BL14[(C%-)R(MIB0C;;7,AQUH, M$9%D#5M8?8&%!MH$O?!|Z| ;LIJL+U/8+X;EQVHE!'N&@ M"+|9%?
LA/+$H>CCX5:I6RKF-^R_ALP^?@]YT M_+)|)O-YUUQ[W)|"41X?#?K=/[?';P]MV8+?H:?)5]/1> M@YQYNR598*YP*.K8PY3NY:=_BG7(:GMD1.283WS|4|N=Y>YA+!PV[2K]JDN3
MXLWMQ_0(?VH8U=8|9V'AULX>H Z;'>AX*QYKWQD_V_[[O3G:UM![Z;K"/V?T MSS92,&_'2/GP#UBFD<+D*.OJ6XD]RZZ^AD4U_4&)<^>OB&RE6M/?2M&(SG]0 MQ)ZU?
XYEP7^%I+R=_Y;+)U^M<5(IEBMX%,5[(A3_?13^DJ<[^ILDD.ODZ98. M-]*'/ IO@.NK-,W-%^S _I&:M_|+4$L#!!0 ('B6DUFO=|&AC0< *L9 M 9 >&PO=V]R:W-
H965T2TKR([*3%+L++&8^ MQ-&#O/?S229R;@_U3!1X,]$FYPZW M9MJS,R-XZC?EJA?U^|>]G,NBZ=$H6XK-AMLQS;A970NGY>6?0 MJ1^,Y#1S]*!W<3;C4W$KW)?99X.
[7B,EE;DHK-0%,V)RWKDHI7UGVP>U@Y?=UA26J?S M:C,0Y+((__E#Y8>5#:?]+1NB:D/D<0=%'N4[[OC%F=%S9F@UI-&%-]7O!CA9 M4%!NG<%;B7WN8G1S>S?ZGV M[O:LYZ"*-
O222NQ5$!MM$3N(V"^Z<)EE-T4JTG4!/6!L@$8UT*MHI|1/B3MD M|:#+HGXTW"$O;@R/O;QXF^'".E,FKC2RF#)>I&PD%'4*-))8=EOEV.L M0N;|WN:"HKH"JZ8V=|42<=U
N5IA[T;GX|8?!"L*[17HQ.| MN%8%/Y$ |(I]RS(]%_?"=)G@2?9H)70"[5@48B(=FQB=$P V*:$Y(&26WP.# M;5XN#3YD7S-18%4^4P)PNG[O!G2CIX;GL!/RR,&)J[U/ ,G581-BX6D6#Q#1
M$@'WVN%"RY4(4(K,=R1V"94&K9Y"<'C+:Z^K!M&'0X^G1HQA?^8DGPLE70+ MZ%>U0WV>M/F?$'A-V@'=^HH*#X-VI!1]S+PU4.DRC1>5"#C!(B)%;;?C8P74 MU-
O>L*_H/VB3$' -[VHE4UX+N7E(R*KW/"&|1"UW'L4KR,D10@K'/KOBT(+M M2'G0G1[#-17C16R/_?C#:32(WK9>?2@016!S|(+/B]J@.&:#F V/V4==''3< M9O"L<|HOLNS58)^].L7?
ZWUV32]G?+%|4PNGZ^W08L"(!_@XHHOC[5!.CMB MG6Q#.(=0/XC7OX/;N9<&FV@^AQFYXO14K=J@RI3)* M,%T8GW@V0VX+L(S#9WAD9IEIA+!!(JBB 2&(Z,;7FVC
M%6DK2JA8X%??Y_S8|SA%?;VL%_UU19-@6DJ&D DT+D@$IL[IP8#:*R2C!]#[M%#U!Z1#H:,".V2WF6F#JLBEZ@4'*^WQ*,3%*FF!H]&7#B$6O6RLBM+(]JLX]
M(HOWH663*0$W=7/VJO/^U^JZLT^=/?"V-"G[5G+C8"CL6&GW=190D2',WMN< M%1C5'SMRK;5/2N,SY=DM/BF-(5_L;/5!3U6]D+?2M:K6$EI#AL--@IG$L3&* M:H;
//AD4PMVU.]CU[14,$Z@;>J%$+:+1W[$*WRVK.^(&3(JJ;,+.J9*([&7 M).!G)" MJG-*/46PQMG>@QF_%|M::B4TZVOR)&IJ4A:/HK%[=$$NMY!30WB6 M)A$JR>[+N,_W?
A]0^,*2J>J@YB4/):!"2=?#K$U0B'7QMO*E'WSNJ<2#8JBC MJ4HQ!=JB_ 81&E'-$%|SJ827E?,_M*GH:XMLSUK-4-3F1!^0, Q1|MD2IP2. MX*-[+)J=%6'0P9BL6H|87YXQD&.T4I"/
B9+";RKIHY:&*[)EEKV8LE,NX>5 M46/X1^#F3Q|F6[DF=?J/#'PV?;.R#EW;RI3_VMD+Y;S3RPTWRC%?(,]X@
MSXDFHML1Z7B#/=N;T/<=BT(Y/)5SWB:>FQ95V^L3P:K]C>NVN&++4^7_5._X'_6(B#4;(%[>+^/O:Q=]G MVS8H.-H.VW&L:J*_#2QQ5)UNXY.GFN"ZHZ*7=L3UL,.F_E_R>-
OVY6MOY0OT M7."D2#|34"&CJ87OTINGS2|1E^$+^.7R|#/&+SAH2ABLQ 1;^X):36;H< M X!Q"0 #1D !D !X;"]W;W)K&ULO5G?;]LX M$OY7"%]QV
74.'':;;>7!$BZW=T^[+5HVNO#X1YHB;+84J*6I.+XO[]OAJ0D MQV[N"ASNQ;%%SG!^?//-4+G86O?5-TH%<=^:SE|NFA#Z5|NE+QO52G]B>]5A
MI;:NE0$_W6;I>Z=DQ4*M6:Y.3W]:ME)WBZL+?O;>75W8(1C=J?=.^*%MI=O= M*&.WEXNS17[P06^:0 ^65Q>]W*A;%3[U[QU^+4+Z[-7-
M,]K/&_ZAU=;/O@OR9&WM5_KQMKIFW-9UV%YG+Q[$,T$=/EV62O8FRJV_(GJW$ M'[8+C1=ONDI5^PJ6,&2T9I6MN5D]JO%=&4[$^5DA5J>K9X_H.Q^].V=]Y]_R
M;I!.=D$I+_YYO?;! 03_.N9H5//LN!HJC%>^EZ6Z7 #Y7KD[M;CZZU_.?CK] MVR-&/AN-?/:8]O^0@O]65MP&V5725>*S=.3T3GQ6 'WI!B50O,+G]6U>+ZT/
MGC%="11(HX$VITMI1'"JJ[S07#4#'DPRC70;A-/>*2="HT0O?1! 0LM(.!$? MFW0JI+1'W=ZAD'" 4YO!2&=V F:(7CEM*SJ+'E1? '3L"9;JG J6SNGH')BP
M9^_L8%81#SST+9NPED9V)11)IT2C3$4:+>1=BDW%]L0GQG:;IT&Y5A@MU]KH MH,E5" P.IW?>&EU)LC2I%5QX)^+=<"R^I,F+L.N3G^H^(*SDI>V4V"GI1.UL
MR]Z06F%K$(H!2[E=@6|@WDIW&S* '7:V&JA KC.%DD!XU'TF/8T'2(5O[+8C M]TDDR+518DVD#//+8-?P/U<>?9R+'["UU<: //V/$[P>GE% RT9W'5F:P_)$
MK'[&Q_FIN(Z;/$,PB6K..VD&]BYFFNQ2/FCP+%:?OQ3/7PATA& 4.@!0VLH* M01H<24S9%S||?_$C/EX^:E|*XV0<[&(+OV5"0/7E/.T7#I5Z< H7)/FS:2.GFT5@"M[M)/^>@P.=3|Y?
Y,3PEB?G/T^_6>=!0FD;);5 @?E><2LT.X;2GD4S@X 8.1E# M"[W<43*PXJEN("2CR3AWK1HI:MHU /*-9/F!F 4694&L&J(+V&!=($ .ACP4 MM=2&ZJ(>3
U'H!>19+8F$)>V;75@#905K"(UR'0O76 ?]N,6+4? 6NU5K+!L MI|N%GB"A.T N##P?1*-K,B=U=?)+@A1D5S#F6,>6["M"%C+6@_3>HO^UG:Y1
MZ*2+:>NU[;HT>K#5'V&=EV5Z>VKKV,](*,[T%6=_(.R!FXU1D5)UL W|J%S"F<=PT*8>|!@_6B+GFNH/6 MY1@DIPQS7=H.E9+B-:JI9"LW":7J'F3E54I]2Z.0L&4)6DQ|4P_D$+.U5Z--
M8[Q:N4M!E1P(%;AT9C1<3)0!QAF"Z&S .H#!;J+*V][8G5)P2]Y3T=]I9SM" M#7& !C(,=18"%+ !_@@@6=*]D2%74D+'C/QS$!!(AL#@T8$]5SJ1,84':7-Y M/=,X4^R4&$((-
Q&+!.)WQ!-0[^"M&;+(862$79MDH =#>?:::,!I8O>CQ7X$ MCK#N';)<$N60G[]HAU!8_'K'G"-A@?4('7B(:14(7,T!VH:+1#=ZXTVQ$]TAA_*YH%;,_!FL7A08F-2D?$+
M*NU4#0+NT:Z86S @5

H!^Q$S%"RF0%%J5PXM M]9XR,4A

*@^:ZUCIB&DETI7SJ]CNGERHW0IJ/"$553J$YH M;NX'A[G$ST8KH'!P/#|@XI&J2B,U!CP*I4 !S<*0EWAJR1 F7!|/SHFXU:19 MTLU.MT,[|XRZ&14]"L#H4@?X!IM"=(Q4)L;*L42-Q
M<3|O7/^$?9613X41J3RY&)F,PH$:&|V/M9>#,4]3*3OR9JWFI9@'/TSSOX^7 M$+.;X!Y9KU)YDGC(RW[OD&+,|HQA";/_0XI]Q_5]0+37GO(5[^TTH$|IP2,7
M.8@&HEA(5:HD3!%TZT(>,UH_G=R>S+CL"P9?C^M2"O2%!|@V&S,G.SYD0,8.J6@LVT$DEE5%=$0B,25S5Q|)QP"|+=;+S+Y)P< M.])S=SF@?"Y]+*W5[%8L<7|+WQFXD!(27N-
!EX!|)9^Q-J6<5|UVQG6VLK1[9!([(M,Q'O"6G2X8E@VQ&6QQU%OI5.P] L>+.HY@'#<^I&N*/Z^';$-!MO&HS!65P' M'YOZT)/_4E ;11UB|SX'/>B?]4-$T>FX =JQ:/ WI%%@Y):#"?@
PNA>VF=S M]Z;664=+F9AEVKK].77.1>/,2"#!1 Q&+O;Z2NJH%)B#>9JZH:./# C$WY:: MS1W9]G G9GV'DN^^ 2 M|YTW&(8A)';IYL*CX9&;"P-0=T.|.CX(^73GC]-
!5LY&|&L+N_]:J=Z[460S M|L3E%)F87D]5NN)D|)6B5FZZCNP.V(|]G|H!]Z/6_W_O'|?>B2YGKZC!V!M^ M$4|5CAJ-;ZO'I^.[_NOXBGO:'O]1|(=T&Z01%%Y#]/3DQ?.%_P1;,|O MO-
+I!QTP_@?DZM]02P,$% @ >):362;GL.;O M P B@@ !D !X;"]W;W)K&ULE5;;;N,V$/V5 M@5JT+X9ON31(;0.)D[9YR 6;;/>AZ --C2UB*5(E*3O^^YZ1;*W330ST(1%O
M<^;,F2''DXT/7V/!G.BUM"Y.LR*EZG(PB+K@4L6^K]AA9^E#J1*F836(56"5 M-T:E'8R'P_-!J8S+9I-F[2G,)KY.UCA^"A3KLE1A>|W6;Z;9*-LO?#*K(LG" M8#:IU(J?.7VNG@)F@PXE-
R6[:+RCP,MI=C6ZO#Z5||V!/PUOXL&8))*%]U]E M_;2JF MV45&.2]5;=,GO_F#=_&<"9[V-C;_:=.>/1MGI.N8?+DS!H/2N/:K7G 70.[-)L_WM_? MO=S?/KP|T]7##OQ4<1'G?
IT,NK1>#@^/8)WT@5|TN"=?!2P+TN34%8I MDG(YS4'7N!4[;3C2C8G:^E@'IK^N%C$%5,W?[|G0.CE]WXG0___.3L.-[KHTU%(>DP%!WJJ@RYP >A PCZ]
M;"NCE;7;'FV8M'+RI]F2AK B7T1%IX*JX)<;PD!> M%4P4^J(5,@X2Z#^ K@.6_1)|(NY$E&KN:L;Y/0K]MPIT'0*|0+4%0_-U:P!V M$<6]P'+E4>A2E< NU%ILE: A|>!JRDI2C;(!@^# [Z
]1<-5TPB@ NM:VB6^T:[57; M7[X=;[OTO0HK Z>6ES =]G|YRRBTG:^=)%|UW6;A$WI7,RSP8X&#',#^TONT MGXB#[N?'[%]02P,$% @ >):36?D#^(EO!@ W1$!D !X;"]W;W)K
M&ULK5AM4]LX$/XKFI3I]&8@+TYX:0O,!%JNW+1# M!VC[X>8^*/8FT52V7$E.R+^_9R7'"1!*>KT/$-G2[CZ[^^Q*O'E^^Z71<.J5CS:2<>5EF06A'+=2;K=@TXN5=$Z
M/0[O/MO38U-YK0KZ;(6K|ES:Q1EI,S]I]5K+%]=J,O7|HG-Z7,H)W9#_4GZV M>.HT6C*54^&4*82E|4EKV'MS-N#U8<%717.W-A;LR M-4C|S.B5?'84W@J/N$0%(+) %W M-!10OI-
>GAY;,Q>65T,;#X*K01K@5,%)N?$6LPIR_O3FP]7U[=[M^^M/XMW[ML]OCCH=2GNJDM8*SJ"!Y0DO9],X:=.O"|RRNXKZ !- RE90CI+?JKQ*O5M MT>_MBJ2;#'ZBK]^XV
_Z^D^Y.#76[]V2S<4[&GGQ]W#DO 4=_MGD;=0UV*R+ M2^2-*V5*)RW4@",[H];IRQ>]@^[;GR =-$@'/].^33)^28$XMY0I+RYDJK3R MBIRX*L1?54'B,
(2WOROF)*CPA(5"%=X(*0J44AH%Y<02H00]6.FGF)M84Y7" MC,58%;)(E=20%R.E-9?A&$6XMR!I M154X2BLV7%L;1Y@+X:>2+6HMZ*Y4EH2YA_IH5|@BPQ]L0Y3Q
8>EF=$S54P> MJ5,%KY43.#.1GH3,3067X 5|@5Y04|$<)#7$X"Q6!& M9)MZ" G+909I(T;&@F&0<@*!!DBYX& XA#:##%2YA[Z UN:BMR()B@+$6<+ M*A,
[_8,F7BM3#|/1%D/'GHX,F//0C:"N,3*5V4-W*N||UC#,:(% P,V&V'=^ MO149VDT%)$]60"&^%*G)<^4Y@>ANM!"?I/V.+?(C"FY950^*X|:DBI#_B-*POJC[/|N]0]Z6YF)
MU/]]UF^LJV_@%N<3?0T<*+4*R0XD#.O-C-"W3IP>|@8RDTK+D0ZK4';K?59A].SN MVWU88JA#.P$/QL-J0:QOV8QIBLD0-.! FW!FO%ESH%(?RC%8UWEQR.=-YK MZ#U&]&,-
,QS|QOJ'&HZMB_.<1Z:9>]I0Y>I"G|0."$=L:4+W*"N,W-9;SX,Z M1W9[KYOTKE%+ G#%;[[>,> M|:RU)>U2JCG6PKWM!E2-.'*+*IPB%MO]C Y:+].!'2DX/D3:/MBZS:V14"N
MPO;^T4B<(B|+<4.EIYRM-7$)O8Y|?0H[N[SZ^O[|]GJ(B]V/2CGEEXF1H&K. MJ^:F|6MOC+U:Z*]|ATJ<'*&MQ.5PF!A9G%CN@!B|:IU&:2Y.I75LRDKD*77FMU&6X@L;XB&
(D^'@YNH8BQ%GW!8J5> M!%^8GWH1SMA2Z]ATH'Y#(E5>5CX>81YF|G"52$169EF(58CI<[%J-I6AU]A2 M$*IS6VK(FXG0Y1|NA"O7KXX2I+NV^'YU3 ,>V|WQ7#P((3]_SF$
M.=]'?SMJ^TW4-MWL.FM7;C!Z$CXLX"# 3L;;=_.V^78QC%?VU?+XX0-'RPF@ M8F,80[3;/MQO"1L_)L0';|IP@<=)VIL|#*>$*X#E!9@?&VP0]0,;:+[HG/X+ M4$L#!!0 (
'B6DUG(0ZAG@PD 4? 9 >&PO=V]R:W-H965T[: MI99()B(U4J5,B]EE8I])]?]VG^6["'U*L3.6:D2=3I;[1S>?HLM$A@T0L0DL: M.'X>Q4<1QZ0(9GS/=3;*)4FP>EUHOW6^PY3^#$A?
J&+C_K.5GQN,&BS,C%5)+@P+$IGZ7_Z4QZ$B<-[9(Q#D H&S MVR_DK+SAEE]=:+5BFF9#&UTX5YTTC),I@7)O-48EY.S5KW>__?7=PZ>O7]C- MI^N'B[:%3AHA[G|M9>MU]7?K
MH@IY;Y8|%)<-E(1^E$TKG[YJ3OL?'C!TGYI:?\E[4=@|2/R[$'HA/VJ>,IN M>2AC:=?L+F63I98QZPY.J0PC
M$?,UAB+-5Y6E[(+3*G&,Y+8$D]HR==!ROAB6(<|TYHN=ADX%U^0('#*VR:!4 M99JI)=G79)N0)C;]^Q4GCDE/,;R M7,8RY--8P'P]APQY;C+$(G9&X^Y48D4>_1LU#;5.W_W=
[=>W7ZS%'O8$)T2E M@J=-3BP@8?"J2V0|=P@RGD9LQ;7FJ97"D&TK,";];F3X;":)$$&G;GXJYOXF M5(|">8%=@OTI(@885VH$AB,=!$^CYSE&F9SMW#-:$IB%@8:$%-
M@5W!#"U*YB]|S?J53,X,A1:"R,!0B CJM4JV],^*:B#;X3^77J:6IMB_C,4$ MLH3/$<$YI0@2$EF_1-KS1&6(*$J!|JO7.A|-?B8[>@S!E/ I55844"@+"528 M2%P>DAH$ [*
4JLGB5B*>$T&C$L#5A1R1"ZS/B]X&"H=U:-(/AG20S?/%B?0 M?"P0>LBQJL<|>EQ(4+(OS$D+)XL9#)I%BXOL5Y$+(W?DTT$X+1RY0I+ M5"+8J7A"*V+$61,99XM:04X;%ULXE'D?
0L<#+:P#RC MP.I,1!72 ,6!"*>9)0=I]3B+BHRL%%|%T,BQ!D%&<6JQB8OA5LKV7#06/*IG MVE1I[!/0;VI)MXOF:IE+BC@T4MM!P7V$MW.QP8B8C*P8MH* (10APM)B-T<5
M%|N!RU%GLPP<0#)5"VM>[*N,'<;O"0_J>(^W%%=Z+(FF$=T[EQ5^-P"P]V() MT$F3U[(2GG*$SQ)]WS|L&F)BS| ME#HO3BB)53I_YX))>$)Q!O#M8=D[;(/4[]G7&-
F[/.!X,0E[<<|CGTAVP4V M[/D"@>EW:*E=^5)2S%;>]%NC3=K4Z@Y_|Q.JJ/#L9#1@AU@P|^)+71/D;I+^CT M.MLCHV*D6Q|Y[P_PUZ>1_O9:O7*M![>%;AG::_9@/4QM=GN#':
[/,I]>S@;P3RM>T;#QN#8/^S_E6 MC&S=7MWKR67K/?&V0UB*BK_6]OH|GTYU#G*-:3| M":8[]$$G^YCKL.?"ZW7IL=G@=@L71[#<&N=(M_2CZ1MWWVS-4U?I=B%=#|CI
M>"$TG?!<_^6;R2S)8K^:VTV);K18T-N61U%V7#3_+#_4R:+3XR67V WYL[PY M8VCL?>1C.1.5WG2XHS'>-*'.,!_?C7HMO(5X;A>[8-X<;0SE_#-"I,;A)"AB MU-K!9S6*&#DADA@>
(HG1/I(8'2*)|^'PM23A71HUCR.)?BOHO(8D MQI2A-8Z@)_LIPIE=|$1%37'@?[[#U/ BYD!IC'|,L,$AP,;[!L? JS7?35@ M^=N.|9&(!:W1JVB].W@&F7MT#*U7E#B;.X[9)]D|P]
(E+AM>UX*;#)0?J_!; MM7*)JD^"P1MR|O@(3LYSQ[VIB(21<|^][@A2MY08-.0&1J!?8S@LST5^KJ_- MHY=NQ2#J3+W=0:+R_YZE M(G_=TWG;FL=BNVM^:V
727>#@S6_0T^]_C>>]3I'5W[W?^1JOUA>]S=HIEQ> M]H^O^HU,4??/V_J[DAQ|F]K],<#.!P< Z^X#K'L0L. HP+;UU &K^D9)?"1D MO5=MK]W@.5D'Q|-6E?*8M':E[LCGK]H[NC
MU^VU;]T=33!J?A MWOOFQPM_VJ 5_'L|O]_D2VQTR91>JX@H%<:T=GT":U<^329"S]T'6$I,X.6_ M4I9/RV^|$_]I&PO=V]R:W-H965TG"WOEI*>?JG?(?
RBN+L[W62JIS53AM"F'5[*QW$9T|F]!X'O WK9:N3@2#7 M1?B5MS4/G0E'HRT3XGI"S+B#(T;Y7'IY?FK-4E@:#6MTP*'R;(#3!27EG;>X MJS'/G[][__;REY_>_OK|Q?6['|2+OWYX]?X?
IWL>ENG^7E);>1:LQ%NL1+%X M;0J_<.)%D:KTOH$]0&IQQ0VN9_&C%M|F?BC&T:Z(1_'D$7OC-LXQVQMOB].; MY./"9*FR#G%^JK2_$V^,5^*?
%U/G+:KC7YOB#E8GFZU2QYRX4B;JK(>6<,K> MJ-[Y]]]%!Z,?"|$|:3%/'K-^+S>/I.;I1IH$"V9#7*NRLLD"-2VNK)E;F8NW MA7BHK9"?XKH@-F/Q%
()612F*A*5"K^07I@*O6"D3869B51;M)BQ3BQD*F19 M6G.#@5*XA;0*G=MZ*6LO?;]0HL>V']][M#=!53L|+E>X*F9MB+@S&6WC6Q=SM M"F|P*ZT2)8P5*M/H"HD|ICJK?)
AY;$6#&S)A?:N4H6-'HF',==H4;)G!) MR4M9W/W@A,K+S-PI)50H#8T9!0E& |L-Q7O,V):+!L'7H_U |KRQQ0&[OE$3.>0H4PI"36B3B7:K3%?J4?1(!*!9Q-)Q /9G6 M!A(6-
+$3[4;CX_9.4QC:M9EBCIX(8?PHA(.#:/<0SKKNCUO?VY.]'12:];6$ M*]&Z]X]5J'1MWFMH--PJ6KK)[3WKE+N=<8<;=5M2&.SU9UEP81]WPOXO*<3X MSZ@0FT"O>M_]'WK?/:'W-

Z).C7+?HOES>?6_ZM8MI5)+Y9V(CSNHODBQ"CQG?%ZU)G]& MU=H$^H^O6AM1_S%4:R.TJ4I@0ZC93/$#*8G7137'DYYHNI<|+|%HJW"@FCH% M5KLTU)QNK7E"|:J896'T-
946'UTDGN;6>R;>M]+>0!5X!D(DN@!!F5QV@1TT M6RR=E|:%1C#$ YF<9DI$?^DD7-1@"^7%C*X2E7/Y^:V80,IBN#
MV)B.AL>3B2@QC"'N4CONQ)UE8JG0W:E*,FGK[##8NC!7DF,J[[P,^>J*T]/W M)O1C48/T!WL_Z_1Q5O0'4T>HENM_=| '5;;-U@ON9/C4:=#5U;%)SQ!H.51
M>PV|&ET|.5JA8^7HV&:T:Z5[&*V@!S4C[81L-[";QQ4B!%#V=]O:KE|(D9?0 M,-3Y=9@FZFAAT)[DW4=<3,YX(!'3;%-# >A-9:P,:/JQ@KA4W MJD.W;4-*DUDWN+@DS-"@F M?D#,A|
(JF?%KF3G6*!?B5V" =AO*ZAM)2[43[PVM!7T065<:YXY?I]J5]9'XBX/8O$>V2^KVXI0VK0)BQJ1^SC^/) MD8TG;+H?C?!G/"!:-A+)U(U'42"2:8T. JV'?"O^.B+[4;0*%A+=/QZ(R?XW
M)+)_-*@CC?&'_R'5Z,]'V8_CX&Q_S'[!U^:GLL#<.) :,:D$ M;T<H'15$HJZX>C)YGIF^U?0>4U"MZH MHJLS9=TH.4(*.B/6I*NA?4VW=@2E/,8J$7:Q6&%HZ_Y ^;9,[]>E^ZK 8J5@
MH@Z]HPS;@NYWVNL) 4>?#?@KUXN3COJ3|6[4$%"*:W|NWC-Z$)S.JD=VJQ7%% M,[IW:AP|HC<8;OJ4N-?YY)LK.^&PO=V]R:W-H965T M :['RQ+K2995:PZ=:K8>G%G['>W4*H2
M]|NB="^/%E6U>G9VYO*%6DIW:E:JQ#RPD<[/W,KJ^24!RV+LZS;'9TM MI2Z/7KW@:Y_MJQ>FK@I=JL]6N'JYE';]6A7F[N51[RA>^*+GBXHNG+UZL9)S
M]555OZ|^6WPZ:V:9ZJ4JG3:EL&KV|NBR]^SU@.[G&_[0ZLXE[P5I,C'F.WWX M,'UYU"6!5*'RBF:0^'>KKE11T$00XT>8|ZA9D@:F[^/LO['NT&4BG;HRQ9]Z M6BU>'HV/Q%3-
9%U47|S=>Q7T&=)|N2D9CDM9|D.S!)+Q/7IJP6 M3KPMIVJZ.<$9)&K$RJ)8K[,'9[S)JU/1[W5$ULT&#|S7;]3L|WS]0VJJ.3RI M$E_4RMA*EW/QWY<35UDXQ?_LT]?/-M@_&P7*,
[>2N7IYA$APRMZJHU>__*LW MZCY_0-9!(^O@H=D?NR4/3K)?Q#TSBS?*Y5:O.$3,3 1#N5/QIQ+2XD_,"S.1 MA2@0|LH*78I"SY1PN59EKEQ'3+6=6;@Y[C?
F:*F"TY4"UEAH;RHIPK_L4|U"]7!/;/J#F+A M'5326)^7S#&J7LI)@<| *DR@! 9HR%_(B;&R,G;-^# #"IV*#R7?,M/65>)' M+6T%S:#]3#L2>*VD9<_KB#M8H"Q-
#56A&722Y9QD$J;&B)7"U*2/"V83E1%+ MSIDN99EKO&L7|]F!=G,AH:I2A-BY="PZ=H>^I[<5YA$EL)J=LJQX MS*GX!O&4N,/0TD0;!YTOY[J@-:ZL<>ZCG+1V#*N?
BM],@5TE[7EZJU+Y>0LA M :Q3|Z0+B>VI%E:IG:D<;ERNK"9OA#?|='|V?;_9$?JP+7I'*)DO::[A<:; MN!CNAM"T$^3!K5ZP2A!TCZ/=D<6F"HZ+K "1*#5-858-V72Q%K05P!UR|WRA
MU2R98ZIRS4EU*;_#+6XIT['ZE86M:P@4.+=[(WS6#L&Q*>8VRP:EX7TF(U MJV@6$F/]F"4I2O"FN8SI)F ,-#E6)FOCC@E"#QL+E,"|[#N-;5A:7)+.T?9I MR(.EV FQ5Q"7_7T&=#
<6N^2AA.3P&X=I5M+KYN&#|RQ%R H"S72>XA/&S|U) M94["6'+/4A4>SJ9U7GG;;> 1Q*AI]=HRV%GV0*<1CU %H1GWS?NL$FWXP#EP MP>W;<@0B!FZ@-6V3]Y!=_X%9(
Q%-46'>R9N'@4Y34QXL*:[6EN<_!VL3D&9 M+12PVP]1)0L;3<|[CN40I[-UAS"9WWD1"4+_4FRIU0)@2BA$7TRT*]PQ*KM= ;1/"CE2:;/"IKT(LZ1%Y$(+Z24NL9'6
MS.&CPLGEBG6M>)ZE ?.D|/ NAE7Y0Z%N57$J_JW642Q!'CX'N"H7#?D,"_^H M->50) MDK[F5T%P<'WV|.GHJW-I5:AE3WW)E2K+X|P.#0.(=>W:%RZJR?IKK MK^U$S|4ZAM?:,V+?
0NZV%=$DJ@X@#-')3PV#8GD*ZI=P[_,/5YQ.> M(/&LY[P@2PPPQGK8^'XZ/)R^R[<@BQ':.|7. G#P$H<8]'66M>?3R[?[JSU M@,
&:Y.C')J0A+_9G=%*P$.|U^5FM7Z>LI0F3"@=>Y|21%2_ PN>;Z1:3(.Z MJ<%##A/*1!O3R;HRRQ;JK$&&AQ&:#9E"]A#, LA?|2JW,J_KI5C5RU4 -/A[M;?U:E>HLQ 1">)=((A0(XV!#^
#STO/7SK)2%*&W KPH.17-<(X,& MY-L8&DBU3B(:^4G::4%HYF?7-MD* MJ(=81MJ$'QN"[E/QM8$URQR$J1KS6 S2/BWQ*JSZP1C>,$C$QG=7+.3'*WQ;
MU$O**V%WP86:=-1"E565O0;!=!G0"Q_K_1OD&USE*&L@/*/|;%1B=AXJ! MH)[;U*I5MBUX6% Y|,G-Y*KJXV21,BHBJQP$*O-CU4,ING MRIT%FY*ES8K]?7.&M
KPOM10FH:L655$>LF4D@#(1V (++*3UF M36T]#X& Z0N((5@ RGZY;CPN%&_8%D5XYD-KC0K"S!5]|)9^_>'FC[=7W[Y< MLJX;|[1!%TW-
1&H&]7:V|I'F;VP<"KDF!+FP06(JG(D[TH0C|6Q $&[S!28N M;>Q(+E=R CN$>M6347)E7_$LOWRZW!2#%M,VN-I*5@M*7.L]^I)KQ0E;'/8V
MP#S>P#EYZBZ2(MH|M6@7B+T&KVTP89O;B+LW,[<8L%S6I>%2.|(^|XCW(&*$ M>|+IJA:+]<0"?8-CX^NO[^EKZM96YGY=:)_IE8%B^/K]+T"LYV^)A%72EQR<
M+*G4(1.'BU1&4Y_ MSQH;Y"F0EI1'F4D?&8Y|9V2I?R/V7%]2AX(.;_GP3-| MM6|J8O:XI0+=J)N$81)+=ORJWTMS5U(PA,F@XL9-'F^6]64CC0!OBT MLR1*4>CO1-NXEBS53%<^H
MA5L)B]%^;"=/DH,H<41/$G"ABA4N6,74COOBWVZ=1εFOD= W_*&_"%N3>GE7#K6/+"|)R6NAXS]5T M$XN(:5/637PLK-GA=ER5E*7!A8LJ)AV*05-#'W:74.&D"!56|-0Z6N+7M+Q)
MNY)76Q-P2VX9Z^'K9$3=FT42HJ]4.=%_J+WY5:I3$)3R^* M1(;@LM%$E?WJ]P5V;: MI!RWBCF#.4"QVNHYZG)F)4G*$.Z!$4[&[>ZV>U_$ZFVGI^HVS@R0O9AM$E%'
M3(>V&M.Q8!LU@^B4;#$E|=>F=|N.B M1|@XS"=4T42 $G0X9N_+< EZ,)-S MH H'#/"G2MZ3)W+O 7A;(" *+HX*H>"ME7=;P! [9S!&AR$6]]QK(6V+/M/G_QA-.5M& MR/==60H?
G@LN[XWE,?Q =SR4;'0EW,*IDCV!CV:28P-J"]'9@7:-Q|16=>S! MD|&=|2G6JEG2=: 5/(XWS>L6?Q(OHW,E3| (A'(%1VA."MKN]H>V0&42.C6B M-
%6C)8QHB:L&JP:5VS8Y3#6G7(3%^)@E'A5,5"[)/Y-NV=0HQW-'C^-SH]0C M,!$)F[:](KBWYPSQTKY6_>]ENSM>8#:K[W-YG$16 1S'#5L2 +1VE#FPPK$Q M3F*1"M=
#:9I'W@&&M;>%D"@4O- JGC93CA.:QH?,ZPIZ)Q''5K&'Y8Q|XVN M$$[2X,.E:XS$C1X,99+@$K>'AX=@B+CO(Z9=@ 5K|K6ZUZ&8I(E 0VH^,''A M9"7N>P@['P
F8>$B1O;HN<6Z6N(/ZT#R6*!&7I)/#Z_;[G?AJ?KQF'C M<2!3ZUOL7R&H*.$"JN5A[?$MD9EP+IVD5P_CZ8$?U5M-RUJ40G>&X#5OZ4L3D(;(]--_'B&Q^<-4>_GB<'@&ITB]+
[5@TQ]@0';/,T MB&^'"SFC!P'4?;10=+UZ)YKYJ-H'9E_^/^EWQ9JM+|2ZR|UYG-.SA]7PXI-?1:)=+XY;! *_#T1BO M@V$FOAG00W FLAJ+AG5&8;U19]SO^_^#<7R$!'C>NM5-
XU:/TVA|?H[77J<[MN/#_+|X/Z]//NJ(_ZHO^17=7DR$,/: OS[M!A]VCT@,10,;)R%#C'@N MOA+Q.GG-P74%U@=P|6#[U@/-X[0;DE(CMESV@%I=D8VAW*Y.V84@]QEM9!GF
MA*&WGJ>B-1AXW'LJ>IGXY5_CK)<]%Z-@CY|-I WHD[ ]#,8KUGVC5I;:1W]? M]=&]!_3R_"PZL.1& S%H+]?]:'(HC].4T$2>;W;9&-^[;+F7W^F)E)P330X M)1V[)-DG,6X8Y[DJR%
<>87SO6ES[&|MU;9-PH+?O2B6I'%C7]F%/FXCR6;]) M;BFYX[YL)*21'5 K^@ZPTN&X]8FH)1$N24]^Q"9M":NUCY0D#":7;M'A5T%% M#>#=TQ@^RM+3A P4HR?$-W$RI3=
]^9*N10+M/D?2.OI4 _P/X M!KCI8A|V7P#KQ|##@V@6='|B+H";% +C#HE^%>SP-K'#(X.VZR/WH+S9!<*R MMP>I>A=MK.[=!YCBG$3,(.@U]Y2OVG."3Z9MN5@5'AF#9$@Z
.F<63DV$.5^ M|S#,3I;"5ODG^7CG##_7EQUR(I_#?:MD^W&:7P]E"4!!T/M7%P0@,2V?H|9! M$S4SW)VX)Z/_(UIP:+|/2_8D9+ G(8<]"5DLC?(KIC.76^7'3JF1GI0U7!:+
M3E"K^|6.>]WL*5[[%_1Z <2]_%EQ@OMXR @OV?#IPY3^N-<+MQWWNR'JTAI* M'(_I^_/SITV&>_V("B/>&_|?8_Q5|Y3G9K5TJ#)J!T-$I*AQUN_CEB%;)".K?
SC$8@9C8G']89=X76^,&^&> MD#'ZS;@K0 @OVNLQ:QU?D(@7M,(80MV$#,*#CL--3WUV0<8%!SQ.Y$A=GEUO M&%RQW_>D;M@=_"P.MR!M3ZC)@+Z/0>H'(N@@9KI%2"*;J8[4
!>!$B"=G[>R MGNB1P:'EQWW)3_2(3@).VV]3%Z'VB*]E>B! O0S$=S=7BCXV+!L/!/^*0FRF MS![(T+Y1M F<
M.N7|&'$HFD*3E!K]EE"D;:F3=/[8B1JALD))/*F#D#FQ/V[^>AI7KTRYTX<. M?.OTGQ=V-A9VOP/;,/AKQ0_<(@-
V,MZ.K#/@HBKKT,9=+0"P2MG^;R._%QGT)LPP/RI|H1(YXTCI|2C+3^&FC MJOT^+-B6^#N9SCNHW;'E#@]FTGWIM&RZK7'0VYJ4>!Q[_-@:+1+);<^@ KS/
M_PE7KL!7IU)DYZ!68)EFC'$2U?I$U+O GBSP$0@U&%V'3=U9B)QMV(R_H MB7T_7CE+?EN$()CS+ZB&PO=V]R:W-H965TSE@!G)TKC-MFI:F?>C<@RRO;4UDR9%D*/WK
M;U=V#!=(KB^@E7:__5;[0Y[MC+UW)8!G/RJEW3PJO:^OXMB)$BKN1J8&C2>Y ML17W*-HB=K4%G@6C2L7)>/PJKKC4T6(6]F[M8F8:KZ2&6|M<4U7<[E>@S&X>
M3:+'C<^R*#UMQ(M9S0O8@+^K;RU*<8^2R0JTDT8S"_D|6DZN5E/2#PI?)>S< MT9I1)*DQ]R2|R^;1F B! N$)@>/?%JY!*0)"&@|=9M2[),/C]2/ZVQ [QI)R M!]=&?9.9+^?1FXAED/-
&^<]F]S=T|5P2GC#*A5^V:W63/R(F&N=-U1DC@TKJ M]I__Z.[AR.#-^!F#I#-(N_646#Y%_=|,;-FQRQI(QHM0JC!&LE)34G9>(NG
M$NW|8G.WVJP_W:UOOK#U5_S=S&*/L'08BPYBU4(DST!,$O;!:%|ZMM899/|% MB)%/3RIY)+5*7D3|*/R(74P&+!DGTQ?P+OH@+P+>Q7-!-JF#AP:T9^LM_CKV M?9DZ;
[$D_CD7;XLV/8]&;7+E:BY@'F$?.+!;B!:__S9Y-?[S!:[3GNOT)?13 MKN<(_@_$DYRR&VR.#105@:)B(WQC8<3>:79CME"E8,--#]@.&-?:-%I QC@3 M)=
<%,*F9:2S#SN=:_N3435PQ]PC$O,&>KFMC?=##YKX'/|P-EB]D@ZZ*P0X% M^K=2D"7W4.Q'[".J9Y(7VC@OA4/G&2M
FXHUS6IDHQP@P[PY?!@Y(/C%V=EA.F;C.]Y:)IJB/>ISE]AO"(O34*'R,*VY?2H<_A<6V'-@AH)=]B M=9<6@*6-PQIT#@,<_EJQ#$[|D^))/H8,.%Z?R;M[#(ZQY&LK'18&DJ/&XJF" M
|E<N&KN30 MUUTE'&"=Q[X-"6D+0A!/KO=DIHVGTD^AD#I45-^M]'JRR7CX"9$4G:!S= PH M6B3TT'#K<0+A#>3243Q[X&$@78[.S=/XZ+'#J5*$)QU+"Z>6;]^]?K?:EBV
MC^5!O?WD^, MLG5,08ZFX]'KRXC9]AEO!6_J|'1BTV(;AV6)7SY@20'/]W(W1@, %L' 9 >&PO=V]R M:W-H965T, ^6+XD[SGW0?)PN%?ZA|D1+3P6
M0H1D%M;7H>A27,LF+E0)4I:V2A=,$M#O0U-J9%E'E2(,(ZBJ[!@7 ;CH9^[MU^.AJJS@$N|UF*HHF'Z:H%#[4= +VHEO?)M;-Q&.AR7;XA+MJKS7- H[EHP7 M*
U7$C1N1D'2NYX,G+]W^,YQ;PYL<)6LE?KA!HML%$0N(1286L? Z&^'4Q3" M$5$:_S2<01?2 0_MEOV3KYUJ63.#4R5^YYG-1|" #+1.;,WRI'DW)<>DV96DUK7+"V?&2=CFK!,)B
=^9J%C=*YG!UXH)OGGB M<@M)FJI*6C,,+85TP#!MZ" (7[]K0-_S]=]JP'P*;1/.H!>?1[^<_7#^GNV;4I68JC@"Z20;W#8/SS3[VKZ-T,OJZ2F|6G/Q:WOT$RG=ZM;A^60'>H
M*B0DK3%IC6EKS%IC#C,TJ>:E+V+"!),I K.09!EW]|_|>.^@_2/0B[=UT$&)PT%0>)CD#BB[P<'Z<4G#G1]U0]*[0"*'Y$P< ME"4S!JTY(T&VE9;.O]1JQ[U(6UWA>572JO)-9MG?I&
DX;:.6<^FJJ!SDSMA MWZ&+I@KZ*^A$64=W& W-!;QV)<(#P2N0ZG.R3K6Z+:VUKYOM7HZD%LQG]_K9 M^4+MX=0G@1N"1A):3624IC/Y6 @ >@8 !D
!X;"]W;W)K&ULK55=;YLP%/TK%JNF3=IB B3K,D!JPJ;U(5O4J-NS S?! MJK&9[23MOY]M"LJE537|#W^IYS/VP.|5[(!U4":/18,:X2K]2ZGF"L|A(J
MH@:B!FYVUD)61!M3;K"J)9#"@2J&]|?XXI0[J6Q|RUD&HNM9I3#0B*UK2HB MGZ; Q#[QAM[!<4EM,#C]8'] MF^O=]+
(B"F:"_::%+A/OVD,%K,F6Z3NQ_PYM/R/+EPNFW!/MF]A1Y*%|J[2H M6K"IH**|>9/'=@Y'@.'X#"!H <%SP+D,80L(7PJ(6H ;-6Y:<7/(B"9I+,4> M21MMV.S"#=.A3?N4VV-
?:FEVJ<'I=$&>T$ZA!4AWA7@.**,J9T)M):"/Z'Z9 MH7=7[]$5HAS-*6/FL%2,M4EM"7#>IIDV:8(S:88!F@NN2X6^|@**4P)L:NX* M#PZ%3X.+C#]S/4#A| ,*_"#J*6CV#@|N=!-VQQ
ZOO!_CJ%OW U= MU$]GM6*B:I)#XADQ4"!WX*5OWPS'_I>^4;TF6?9*9"=CC+HQ1I?8TQ]&)V]Y M+JK>F378D<-:.=R9:WG].<:[XUGT!47^:5#6%S2*NJ"F=GST558@-T[=%,K%
MENOFGG?>3D!OG&X||T^-L#8Z^(^F4>4YD1O*%6*P-I3^X),I239*UQA:U.[; M7PEME,0M2_-S &D#S/Y:"'TP;(+N=Y/^!5!+ P04 " !XEI-9!D%O,D0" M "*!@ &0
'AL+W=O&6RY8!4M)M6AZZ16FW/3MP *O&9K8)[;^O;0C+IH1*>0';G//Y.T8< MHI:+)UD"*/1<429CIU2J7KJN3$NHL)SP&IA^DG-18:6GHG!E+0!G-JFB;N!Y M<[?"A#E)9-
>V(HEXHRAAL!5(-E6%Q."SM2E,HLN$E4XP(>0/VL MMT+/W(&2D0J8))PA 7GLK/SE>F'B;< O JT|&2-3R9[S)S/99+'C&2&@D"I# MP/IV@#N@U("TQI^>Z0Q;FL33|9'^U=:N:]EC"7>
<_B:9*F/G@X,RR'%#U8ZW MWZ"O9V9X*:?27E';Q88?'90V4O&J3]8&%6'='3_WYW"2H#GG$X(^(;#>W4;6 M|C-6.(D$;Y$PT9IF!K94FZWE"#,OY4$)_93H/)5L]/%F(-"CP!EA!5H)@5D!
M^MB5C%RE=S!Q;MK3UATMN$ +T3UGJI3H"|L@^S??U6:#7G#46P>CP!^IFJ#0 MOT&!%TQ'>.%0;FAYX07>N3)OT/X%;5A&#B1K,#U7=0>=GH>:[V8I:YQ"[.@/ M0X(X@).|?
^?/O4|CRM-!>3I&3W8-!>1[^]FM?ZJ-5AFOU?^'W.F. W-,)8R(MS0:QV2CG.V>W5|B-0]^2FP]R|ZM.[1&$_HKP!;=QYEMNB|%M_X5V7OL>B($PB"KE.]28+_3I%U_FZ
MB>*U[39[KG3OLL-2_RQ F #]/.=<'2=F@^'WD[P"4$L#!!0 ('B6DUF(M*A 7XS$ &P 9 >&PO=V]R:W-H965T5/4GNS.F23[OB]+^=+)KFL,/#Q_:;&?V MJ5U4!U/"+YNJWJ<-?
RW#^VA-NF:7MH7#Y>GIT|>[M.|/'GV(WWWIG[V8]4V M15Z:-W5BV_T^K8_/35'=_'1R=J)?O,VWNP:_>/CLQT.Z->],|^'PIH9/#]TH MZWQO2IM795;S4|G%V<_/#]?
X@OTQ.^YN;'!WPDN9555G_##U?JGDU.$R!0F M:W"(%/ZY-I>F*' D@.-/&?3$S8DOAG_KZ#_3XF$QJ]2:RZKXF*^;W4|GWYTD M:[-)VZ)Y6]W|T|B"'N-
X6558^G]R(|^>GB19:YMJ+R|#!/N|Y'_3SX*(N[RP ME!<($0]Y(H+R1=JDSWZLJYNDQJ=A-/R#EDIO W!YB;ORKJGAUQS>:YZ]_OWE MV]^O7GY,+GY[D;S[|.NO%V__,WG]<_+NZI??
KGZ^NKSX[7UR<7GY^L-O[Z]^ M^R5Y|_K5U>75RW?)_3=5D6>YL0]^?-@ '#C:PTSF?,YS+D?F/%LFOU9EL[/) MRW)MUO$ #V$!;A5+7<7SY>2(K[-FD9R?S9+EZ?+1Q'CG#BOG--
[YR'@765:U M99.7VT37F?S?BY5M:J"B_S>T8A[OT?!X>+1^L(IS:W2;5)WN"D99/B+T/0 M3X__^AH AN.P2"ZV>0'C).]-MBNKHMH"8F;)59DMDOLG-^9DEIS((R=)52?-
MSB0G6;4_I.7QY,$LR,PG MT|"3A[JZSM>XE?1,1DA(-A4<+GC>5D6+7U@ -FT0PJ)=(T"PURUP'QS!5IL& MP82_$!$P/TV9P5OM/ET5|'DCJX474
MT;1EWN2"T%6%7]?;M,S_1;MF%|G/50'(Q-&;'2RD-N'OA"+8%IB]-3C;+H7E M-[O:&+]DAQXDS#I'(@!LW[K^/LFY%>,'/1F7=67MJW0U2TR:[7#DFUT.?RA4
MM"LZ,VQB;7#52$0*V"+Y"- :6)7|B(MM2|(?+KD$,K)*/B M $=(/__!E%,< MD[?T5@)$CG(K.3N=_X>C3]B;O%H#F0+?3?X]+>&EHV.<<+Z!2& .(%PZ0YN|
M3,LLA[_|5K(B@$=HEP(A&8-@9JEM>&'T._[I8#TO>)%8|.|-4U,8)@%GC* M|.;0#F3".Q #9=48V/_W0#RP:IBZK/0$"$5VMZ"WY;"^[,|VMSF! EOS_ K$ MW^7[MQ?)
(GE=PN$|P/0K@^=M%IPY?*D&0,].3Q&!&4X";R,^ 579IW@H0G75 MP')PE?F:3@//=^_[L|<@Q(M"4 %HV]&2> X!S'R&-:^M(HID#B@:UZ!!'6@3 M$#=[V+M-BC2 R D/
:S2$F%94$P4SF#|60#K"G9NCV1XLX-S=9Q7-R7RQ'8% M<.=(&O"ZH+4/I]O_E*4E;F5%O!J_J->PJ0%]IFVS [)".K@V^@K"OFUS>G1& MZ|)'&70;HY7%!'%GDAT"UC?V#L1$7
Y'QF=PV& 9@"['4U]^SAF[[P #YL|6 MD?T"P(4S3X<-WGQK5&(DS_-*&$;B)/ B><$[@K/!$:C7$RS]G,AK#Q*.@3-9 M3LHNT+-!2/#+X?D<92-ZY4R-LB<]N_@E"%5DQ2@^BJKQCO?
VWJ/S|'16)*A0 M9X$CDM9[SID#" B81T'A.?^R2|7%V].'@";!DH/B0TD&2J, M8 !4R+C/SQ;)A[) HJ#MNT$I2WA8 W|I^"4&'+&%"L2&%9,J'G@QH9<_=GKY MXTF]^8U?
"#PTFW2B!+^U8,Q1=Q.!*K<-CO'@-W6"C419A 5(A!$UOR!G+LG M'G(4R*@RY'B,W0@Z,K'S.BUMFC$5>2(T10ZV+$(ZA>8^;.H3<+QN!,?B4V+! ME#@$AD@*/#)CYI?
N&9^L#;+T^VM*U*|>'/1HP"K@80|0RG:O!"+CJYGAXGC7 ML.]5*|D"=AH[< =$(0U3NJQ] V. M!KS_4UG=%&;-H@C83HT@PQQ^<0'*]F!!H@P3M"D]"JO>M,CF9_A*"ZM2'0-?
M6J$D0)F$HSM=P7AB0*:3(<]#?(0<2GT#N Q8H371YC%+&=@7'+;.F?$A_RJO MJ^*:@<@SDEEPQOXPY+!".QJ74IC/R1_M6FP78-X>6TBM.'<$3HUH:EGT;4O1 M_*
[3HG7T[,0.P@!R /BX95D,_#Q'BX3T HMV.Z(' N6<)P]|0;#; MU='(0.A2: I>!YD]B,4$|3"_I@PV#&>'9^L<*)&L M%|VLQ;JQ0":($_|DU.NF2R,|6:@$,/"RF- M@P;!D D
6B_:=FL#!P0D!*X:L9(9L)'S4J?;I6NQ/%8P#1##FHT'ICC80D(V M#D3*M8@X($P8@ZQI:S9MD:#R:X5X&T0SGNX"9B[92(''8*.O-A&2">DHO;;$ MD|""2]"](T9&A|;Q! L%P4[:'
XBG'!0MP#?'99S@^L596I-O"F:"*>):" M@)O0.TO,CY7FE1(!Q07B*F0Y;N)98G)Z:P=;BGI|#4;!C:EQTK04AJ8@J0H] M);"_=0+
[VTEQ^S:WGPCH#Z7L+.)H2&Q/CC/L5L7!;7_T13(!^'<.|.^F 1>F M^M8SU2&HOW@0|OF0,<2FD)K]Y"VRZ+H#+H%B]Z&@[9'&C2Z*|JA?%E?1[T!-3Q49A?HU(-
MC]/"UD!YUUXB>9;C9*U-"[;+T4$I8A95],"D'5G:A[0 D'5X7PHR4M1+R0J%26""$KZ6&8(EX9.I1&'$8LTM 8QN2F&4>";%/Q>$
M#=Z!$%T#AH$%K^G,$U#OJT.>)4].G|P2I0+"P:7;;V*/ES*C36;)_7_|VW?+ MY>G3BW>7^")^.OOVJ?SS ,TQV+7"5LEOP,.21[/D1$8^(9F:KM=$86D1^>XH MI-93$!8.*G*MTO?
_4AE&Z*L*Y::"VK7?F) 4$$V"XH%%VFL;ETJNL8W#QCT M!I035G>1L1/S8W$ 1AM&]:RSP;V7K1$VBEHK;_4J$*$Y>M?$7F67*.E- RM@ MQAN8+TBVF4$'-!B=H-
:3*VX6!@%8!NV!7OUY H4,O0:L;!#Z%"U6Y;DGKP8I MMLK98^Y.3TL0DOW/LA=?%(5B!KK*%K:6EC=+#KNCI<,#RAB*09'8)$)0EVNDV(J!=,+8HV3#7A^WIG@EC"2'5=9K]#5'
M1LHB9HX28Z)+[2T48N$OBSJ'8W!^T'!,5@EP1/3]B$=IX^((J-BC:/RA-UT& M)@P;:.(AMP&'^J.SQP:#/# M*!FH%&(0Y#Q$^&6R-T:/J:!9CJ2>6O+)6;:SQS9[YL
:H2(/2&6#RGM=X6PF>*!05UIP: :!P?^YX3B03 V$$XDZQ|1L2Z$YO]P?DG=.84 Q*U/, MR CT$R99D%ST*&/['-$>B/F9>HU842/"J7A+ MO!B5L)L-@8AI%R/U&,Y+R:I"51'](;G0DI
C<;6=U[UXFADC']G=G'TH>S!< MQ9<-U+6MT9@E/XH3F"B%PT,&I,1L].A"JO[<:;0-$5*B'!!ISI8CG+$*S4(D M(+7INKLR4[Z(K[B8F3PDB""_/!WASH].G?0TC!O'_"X,!:6.0MV^Z!$0+
?(ME"TE(9&.3/=1N#$?)]+0+.ES!.C!CL@(/6@#X^G9BFO'DY6D.*+@C$#)FPL$T!=Q1:[[=S M' A%6H@HX(3BR&<)0R'Q8: 7GJ7HQ"-J >]?I"?U)0!Y!SH::*RBO-_Y&73I
MWLH+=L>US"!<3LA$[07:$N]9E,_|-)_U#:4%A9A<.:1UL>BH>VL.V M3M>FRT)M59"B!N+;$=<@R@A)N$MSH(YYOIFGUVE>D(Y#R&(?ZQZ%!$C;N2G$
ML1@>+9S:1XRB[(TTM(15K+O|G4C& T>N) ,%@)ZWAT#E!]@>!M:P_T+82V ? M+))_JOT<"1Z!O(NHM4%G4^WIUV+_1^LJY-4)>N,[6D^&9.(T M2.98|J%";]:FQ4P(-
NK(E17[T,3='ZQ1T,!::Q:;U4I>8WR3LST<&^S;EI7G MR|/V)4;NQWF?L MC!(/I&2YC/!T(:@[XSBQ)+TD*)W&LSK((+4DP/$FX;|.0@MT |PM/0 F,88 M-"?KU;?(CG$TUI'X=",Y&8I1D-
#EXR/[RGK955'VB*,O17/|HZ*<+287]B^, M;S+@;U2&7R0ZD MSJ,.F(+,4QJ=(173Z(EST?R9|5&V#5,U;FU4'VA/Q+[F8 M/?)(Y"9V]-
[|-7O'BUGR2M#T<1%|E)RWP9T7|,A)#;PTSZ(SBF=DN'MLPGY M2:1WULOFP%V-Q-=TJ9@0LA7^Q,%"_E[C$^*&TWC#(GFAK/*M|@UUQ8$:DJXT M5G+?L539A >!%Y/W@P*[RF
&Y1=9><0_T+1 0%%3(5N3|C':9M"Y@N*M*+Q@ MN3]",0]Z#B4<7I") I]_P $|F0WK9HX:4$#D@I M]OZ|3=4YT[SD0RA|H*@IO M%ZC>]3> <;[/&]%BMRCL2Z08]*5+[IVBKFM
!=P%IMOEAX,:W_^$_Q&I7J+- MQ|+>A@_L] $V"CGN%,N37NH>)E Y'XH+8GIS4E*M(@.1 K]L0SHZ(_]VH2J, M52_I=(SJ>Q?J^?Z6*(TU:8WN #PA<^^'(KW?-
U("T9J&*>NY=$9D"MJ.NQ$ M"E(_>|(3#X+'>1U.%;ZG*&5S_*A;0BQ@"EMGI[Z.Y'1RE1=K(#BP+X 6!BM" M[OPV2#[_07T-
D>HOBUFSJUKY&,JMO0@J0,6]1]^'R7RQ$E37G$VNBXXPLH4KRFT8Q,P7C;"0?Y$?N%W%7'E.*| SXUB1Y%,0 MHR/[D,2YI%NX($8FPR#_)'29C/.4FO,'JL] M:A]S)J7'-
#=&W#WX%J<@H9@;@:)4?[7+@))(.$>_*/#U9):<"&8(8QS]VE=$ MYR[N-;FI2[^IR|DM^0WXE|QU_Q5@]D'R!B3'.SB&PQM|Y]'<,)SZF4FJ*?V&
MFK'=T;GETH56K#'2]"FYRS||)^268 !3%0I|%K/MAJK4$(.BIL,S*Y6X^ST0 M#VJ+$BGS[D$-M^:4%; MPID IHGG- 0,*05X1*J5!3F'7^: /Y 2X5Z553G';&G2H#"JD7'.
M,P*)T7"+/J2U.!A&%A%X(L,|)PY1'5+F*N:SJ3-F_GV*^;)E4GS"MGN.4F?& MK*U8[*U5@:F);|GN>$!ZY.P#IIV OWP+_&7HI)Y,LA1?;W@V62#X[!*4ZUF"
M_T]>_MGF8".Y',=WH+HU|_>HDEZ5N ,^M_.MWPAZ=>B[8+A!YO05A8M?#"QY M%$1?/U(VH5N%V!4F&(?CB#GF(^7;'#,7R!6DR5O
R3'__,C.4RSMVG,Q*A'(NIVGC|F5]P!_C(D9T=WT:#I <_A+:"0" M294I59YHRCVYS3F9EI6?HZL$DC*?E&L>'%K&B)'B1LBR1P!9?"GGB%YP]%9W MONL>+6?
ST5Z/DRD9R:AGEIB<*O+9Q5PQU52$-9<,K8-ON-!.$R-AM3>NN"R[Q/ MH(HSWR]^MET0?F%EHB|)7<2AH&HK&I00'W=4*"U8<#*5Z/4[O;@ MYYDS+=B YO#%"L|K*MVU6#V

ML0X1Q *1"U 4SWG?JS#Y6)P?G"W.;(|L.W90XVXI[RR(N_!3(_8&;;H4"L3ZUJJ68YA8L(-<S..>S*&B"15#B?NALB3(2%|G%"*50 76)&$KI#E6U=|NHPY7GP['S]<(ODYTA^
MJMBF4)PSM3 $S)4JKOH:H|8^1H=L,IY#-@23$%U@L">!0V$U&Y*Q)%&P"TU. MP54)'.*6>64ML:Y2<<:A5J?RL'MLS__0=|K"K69U1!(=O6RPDUO05R0U<5R: M5?
6HU,5*",G'G3F$H9<^1 HY=BEEFD.$F|%]:+E4!Y2W];9;:N K:WKG7Y09 MTB6PDLLTQ[BT+9R#'3'[O.GPH.Z9HLV@XU>.J%T^I2;EP+W986.?:|?&J'2) M:K7_!=.TYT&&*3H?
9)U@:)^6^'J)8?@,D"C4(A5OSN>]B&NC?%R#,U+*&'= M^@08JH'V#A**|G+E#*4>$ |,> @QTYI_%*,*[AB*@Q2[,O P|Z%AIS-2N]1J#_U=3.T=S---:6* L[5X,K.
MGE|9#"NJU^/"|AIQ*,E0F)L:8QKW!1"S9;XJ+V*@ GD?VM(D,+&LJI%J<09R M!@@K/R7;-L7L0|,5#5HIA8<'7LD_&=5O-%JT (,|0>078>YT%*,DMQ_5L)Q%
M'1L&E8$1';KB0O9)QNT+5,^FZTNOM(!ND$O?|=U%XOY$G!./(_W%:JW!J 4K MN1X9IV>*[Y!RR2@E&*V[,I*$5VM3;=&|2FUO&$IKY9CLH(C(*HI$"0= MD.^5%JWM=Z3TCP.O^
VNEA4X&L0OC8,[;.CW?JP-MF5BWY8-0K5N(G+HZ=,% MQH.P@(CCB9C>P|M%UP)V<('?:'6)1,+C|?W,^NKF3 ,R6^K2QK]VW1 M*|S$H)E0| RSHFK OQ?B[-
F!#3R>=50RYR*Q6#%>7HS7PT19PF,+4NC>NCQE2]H<&QKM?;-JR0T MF%"I>-UM)$,5IM3U0P)A72]]SYP?Z>2Q2)ZW>8&!!'$C17@FOB*@A|EVN&|L M]E@MB(I/Q8?EO9MA^J?
DQM &9NCF%G"H0-S1WZYPB!TA86XJ M^^*YKD>AE2V9/$>^1/)LNKSQTE.6R^D=/#Y?/@R[WMP/3KTAX[R4HD$L:Z / M'#IV 6(,$W$G)ZJ7[_Y.WK#]AC)@@:TQMA
MZ+BZ+6]'"ZINC":]|7D%/@C#Z^"U43@;WUA"2C"M+]*B@OB2:T$+2K/FPB^- ME3-|B,;9"+Q^(C1N?+:F-@WIX"1*.NJALO-PP) 4#"#T.#%N8 .B2+S+L](D M*|HF*^?Z,>_
Y+,#7$:4@PJCY3)*424+3BL49P_W"0_B-]YT0TV=$=N4]6!]H<<5O*87>|;/Z8119;T&^Y&X%$G9HB.M)J.3=]:IU&^^WU'FJ M7,D T9 4B4[--W &.B=UI.^HUC7HX
K"E&:]]%FORUOR5GTCT4']^@M>]]VU MG9M2%<9I12S#7 M$W?6T0|IV6HF21;C+WE9GI=S=5^-)B]K"Y2K-V__D>X/3U_0Y[.G#V;=C KO M,/0+LY%[+EJK9I2C'J1-?
AUJ'8/OXZBSGG[&JB2=]1I:;,LU!BD>V*V.#Q@81;FPV^::B=M7IERF!HP/4?DN3H&AOP88^F!ZBCZ@I6%,D+ M@]..-XL+'3:B#E566U;1
0P02V|X,|KOG?.0;";MWZ7/PEY.YU#_$G:Z>^. MO_+ 7]".#I[@OV?HT%].+JL[-M]C|>0[|W+3 J[C0240F|$%O9BXMPWI[%E> M9^W>4GL/U](EZ#*7 ;|G(Y4I$)L]
<;:#NF|Y:.B3.N,.SKYGFVKN^ RKEV2> M<*0*F!6:%J[OLV_/%ID*ZE/0]O#!BAO#*0W43AS/<(JA$$HI&! L6^GIQM&Z M8P'V7;DQ##V,
MF9D(Z88CGK698QBL.,Y169WC'MW/%V8Q2[8D<&M68A^?_A_:_EWX1)G+252W-DYP=1P#?AC0B!T9R0VDD!X".W$:'@6I38;9_*('.?C<.XT(G)I$Y]
MI0P6#F4%.R9|)#XH,YLY+S@@]I.A^E,P'TM3//6E|9U)TE(<.4&+K1XMZ<92 M2P#696%M*07 *9:#&GQ2%.B/Y<#ETXMQGZ.U.?;V5BUKY0FED*).E<;.1L^ MQ-
8[74*W7W6Z_M;34ZIK40F^QQO'SQ;J|RHFX"T@"WAVPS$;0 19V:D_H5@ M,-IN;T1QU)O<'_AP+*K].KT==4+L#HC(AKC$Q-;1_D1DF??+IA+#9"BHH,G!0 M-
X8>9)&^!2Z,J0^=OK1#+S!E<6>9KCL-X[P@@X"+<+M#:@/)IG@(-"<1]:^& MX0[KI5QUY8R?^(H8!<,-R0T/M#W:$#5H7)H3[3NP^*M-T&=&$;[@8;UGY8>_
M_6X50KS/A$D')#+"/;0>+;(97 ZG@OR&(3WT/7(JR/DLS D:1JCUM_E6Q !Y8A[S5^W;D)9P3&H-Z- M8XW<|*V?[>0J8:GT-3!D^@:)5I/X!@C5QIO"8K1,<9BJVC&XT4,,Q/6
;1^<<:G;^+ MK=^$^L>76?Z:_<1,HV-!$FVGFP9[]WS4MFN3'H*9BS3|%:| BENW?^0#"&|= MB*U^L:$&H0IZ?BOG(5J7J'*JE]>H|RSRW/BV%!T(87M&;A0:2091=4,*4?(8 M-
D[8|MLB%^T,^,3JR/72_;UGZ#I+B?+I;=>|QF@;%]O?],08I1FWF0Z!|R8+HB&'*>5X>VB!#NANK M[;OS;D70L%O@[S#0;Y|:&03AG53V,KKJBYPVV:ZBBR= OS]BD[ )VX<[9M"=
M&+=.6]*#0>&55-!*.G!Q#&.=1&;-W2HE;_IE&[=3Z*0?T!?N+Z=+[:|B*?D* M6[V|HODFW'^3(P[7Q]XR35C.2&Q?JQE#VA_SXP6GP+D|.@82X;U[NY>-G>Z] M*S[&W"|D(<@1<
ZAV"C-@;!,=43-N"FU*(C>=&[DVB2 M(&]!>Q8C?&Y/!1) [+ >5^!ZXD%(X0O=Q[)[;|1TQ4;OVEZ+T)3&_)7(FL M|T[6C&9<#XY]6UQB|J:#I2])7TZ7I/|.RAW)]2O-
1GE)OJC!4_)50^626L:) MX+Z,AUA;>ZA*OA)!*+;J)IP%>6CB; W+=HFYT/4?I!]I%0[K-4'OZ;%ENJC3 M[UJVL$*<"JJEA;'G(C6+U?YV&_ORKZUZ5(X9YX8 M[LL+ -K(O;3J9&3<^;XHO
ZRY3L_(A:MW;B*V*WHTI1$6 @5$CR]K6!,804= MRB!.N>/4*30CCJ)O9SFYT#^:@5R&$-<<8Q;'(9T9KA'3R"<%V4?JQK 0X);2 M,72C'@SW#-$!HGHE)'YE=?3?.]!'46UY[
BKOM.DHJK2<9@|A1[*, C3L M[WWK>UA1FZKOENZSE+:!%"V.>CO6YWS?[J."N2BOKP/IR&D7<8=EF-*F?9]K M 2.G,78*(R.;,&RI%V.!$D(($YVW]
[3)DPL#=)ZHW+V^_Y@DH1H3"E]D"L M!W?(^)T2CKZ"?3E==AXT-QF4AW=^>T$U(5_'I<+&'I@?P^XZ>DA8GZ^ 3>Z' MGZ4=|5(I(#CU,$M%ZZWBF:@4,U7Q^ATQ5V@0[,[@<)#
M>H;O4WXI6AWAC9)JXW-H).-6,3Y9598?732T%W.V?A!E|P<=FE*I=9(42[X, M8G2?OF23)C=(Q24W)_#'@V"_=7LWP;WH)DY:IAXXJR+/-,:(7K?@,@-&A_>R
M^2YK3202:;5TA8K&$"D?5DMLN"%ER)]]P'40T9WK!;ZVRAN@'.|:(.'H>-3D M"[=-&HD!Y6)[$4Z'QG@LMLG!8O7_<3)#H85[K[Q0-0:?=^2T)/F/*M*B_ZD M";J<) N)9*
^%6T^)>1JM=E3B%,<7"T&:C=T*3@ MP$"@W20.A8:C=)U&)X@RF^X8W,W-^9)(S37!#%$31D(N=NS#Y&[@?>OA4S"T MN&F51"|!EDMXV?
EKHQ$ZCN"_-7V(0YX!&D<<"E/2U_?!6$XWKO@9">9WG=2U!IN)]"H)F.=8^8#=6H!U|>TJ/[AJX7CAPP1JN:GU#7-PQIB&>*UI!U#7% M*Q@^ES@^&./<1_21/]NJ<1%,;;?
NKWR+Y*X)2WX"WL4KDV,T*L$ZF+DC*KB, MXO|7.BBQE8-#07T]18J]@A4<=L%/1R$;6_289W?8*46Z2,UY2"EVOXPZ$T1Y M,U.>X_.Q|;E9=X7.H:|:>!!PCNZ7.7=+-V*.G<].O_-
=_1B_ XP0GCM?NH;" MTD>=.'/M;_"X93XK]F-F0|=5VRJZ^C!?TM%J|%1[[!S:&BO9N=C#Q2VUA!B 61V%^P@T3:YU M.60'23J%-ZOPH9DT.Z!TQUF,I.28DT76UI1!JK"Z*RRE=$YZ.&
+6OK;'JJ(MY!"/[5&Y/VMJM,^^=IO*$1!UZVINSD6DYJ)K[1 MRW*Z6S<[7YJ=P[Y%RJ MM716Z0_/>?K.T19 ^|I0Z MW9K:[W(Z1B"*(H!|L$-OUGOISET7F+BMGSB5>G<&A-
>_15WT,6|UZ/=[A@U_M?W&MB2;;_"Y]CY'E=$^0E]KQ^+*KMCV7=)-!POFK@X+DT|C@#2/>73$_|UF^ MHC+:%#;N2*9BJ[?57:=27Q9EQ<1^(,&X:^K MG3V)/:%GR]-IB?
=H%GAK(V?IU$[Z+A?+VR[QQ@8GSF!| W0V#[[#EB_#>_G7 MA_6!(^S@5K4^ U91)A8|?4?R#*|@9:>Q&TK:K%|XIEH<*4P)PJ.TV(@+IPZ>
MWYFTH"ZNV+E#=V|Z"F1UUEH:3T"5.^(3$^B8DSB0!^9XH MCP15S/V7Y^YEWQY(N^YH>[$>#+!0+F$ Z8I/(DD7Q>CZL<:M;MPMD@W8T)P- MSCGIU)2AQ=OB):-
*VLQ/$-2Y+T4]GZXEI9V>Z.9XB'#$.9<=>'SC41DE3&0|U&[B28]2Z7D!Q%F=SW M'W%"]!T]IPFPQ'&3^R'3:_9 M?:>ERYRF@B]RWDS/;E2#-KAXV%O4:DD&/|9 8 <5.P
<,/E/EEL588O$P ;3 MB/1D$& 2%P/S<2D,9_C:)FIEFN$)GXG*$%__S?=J:6,]UY<*63]BQ>=':*9P M#Z[*-P/W"R/.V(5?%ZUUA!Q*IZDI:M3D>)M2>*4G]R_C0Q@%.C6AVW7E]6Y=
M3AFJ@PMZV&,76/V5I,E(MMJF+3,Y4'Y5WWBY!W4;#W?7+D6M5>BT:?$N> M3?[9K.?TVMJLL)ZRXHS4S=$Y5$S4F|!O$MT%PPW455_Y|C/"*|8B5/AQI]UV
MPW@021F]ET(63V"MPY66S"#A5- J88X4U%2[PRW#:8)FH-3!. |I8?RX!7>9 M[?D."#&>HDXTP^=.7NA?(VS%E2.WH|B:$/^C9_66L5!)T?L9>1_#/D]ZRJ?H M'AO,FAMN(@TX^P-
L^L||[?M8I1HBE-YE!&92Y[*%"T1D&331A$L:0Q59<-L MUV?,5)L-YC^O0D]@=>/:N)(RS,XCHO:P#3U&46YMW$VVC ;@NJW[M)'-2G"S(N-
2NP60&^9N0.5V&I&3C&AV[6RLF7J14;G M&KEW0P?@7<](-]T^UID[@^;:+) PXBN#M(FL)*^IL_+%,/&1NU&N32!&:I$! M
K7QU1W=]$0BT]QF!6F/6^HDGP^L;I%F3IUK!8PNF_$"^ MD[T_(W75"7/$G.T0V8X#-WU<^M3[[NT(77@#2G;-!@;O 7(_H]23RQV.*OFR MSH2!=E#YHFT2X/(UR+=]J$7G8?
VWS[Z=M%I|'>S8P:+M| M_7 DWY3+:+-N;3[0;_77/QGPKU2SDV]PC2TJ:ZN>!(K%!S>:)=*DT-32:3,5 MF>UD=:"|!MTT9F2O3EQCZI:P[@,CUK82<]?
P&+L@^^F0VMZ;C<0H:@=H0)>)6A>(&^$+1%!> M3@C?.^UOL!.CF]O3V"8OK'4=*_H[C;D1P]N,+L #)Z52LB7@@XJ5@YDT3]QE MXX29+;Y-
1A,&S^)9%JY788]DO$D0CW5GRODJLOFEDZ1'W*Z';0>1TUK"U) H MUSK,$|'[,F_) NQ-%5J]8"20(RO'#/WP-- MK>$WE;9;N+<<_$5|6=Z31=E||N/P9=$/B56|2)OTV8][4V_-I2D*3
0!VOGI M!%U4[EL,A&(;[Q|NEBKKX]O$)MYW6#TUU MP"&35=4TU9[^W)D43B0^|!C]:%6C'W "O,B!P'OV7U!+ P04 " !XEI-9 M [:UBAH# ?!P &0
'AL+W=O|ZY|SC3VRK]S92(%GY40H^4%J[O@Y#DY58,7.NUBAH%"Z8I:: M>A6:M4:6^Z!*A'$47885XS(8]'S?3]Z:F,%ESC38#95Q?3_-RC4MA]T@EW' MG*]*ZSK"06_-5KA
^[">:6J%+4K.*Y2&*PD:BWZ0=JYONFZ^G_#(<6L.ZN R M62KUS37&>3^(G" 4F%F'P*AXPB$*X8!(QO<&,V@I7>!A?8=^ZW.G7);,X%")
MKSRW93^X"B#'@FV$G:OMW]CD<^'P,B6,_|.VGGMY$4"V,59533 IJ+BL2_:C M68>#@*OHE8"X"8B][IK(J_S$+!OTM-J"=K,)S55|JCZ:Q"I-F5A-8URBK.# MZ>-H_C@>?
85T|@D6#W=WZ?P?F-["8OQY,KX=#]/)/:3#X?1A?(;9],MX M.!XMX.T]6PHT[WJA)14.*|P:QIN:,7Z%L1/#G9*V-#"2.>:_ H0DO|TAWN5P M$Y]$G&;V')+.&<11W#V!E[1KDGB|Y!6|-
,O41EHN5S!3@F<<#?R;+HW5=(;^ M.Y9QC=<]CN?NU;59LPS[5T<@_H)@|&??W0NH[].J.VV:KNGT =S)&$|LYC# MD)D2F&PJH^|;_L0$2FN.:3Z)>ESS,:KG?0>LYX>#V2Y /^O#?0
PCJRR3 "K MW"X;,*7:2B"'< #&,HMD.A9447,6Y%N42KKG8MY/FO&S(UDX7PULNR02$('[S;K|'+Q2|@PG'CGEX M8%H5ZI6W9@/^ZM7^U?:V[I_6IK>?
7C|==TS3MAL06%!H=/Z!S%;7=EPWK%I[M"UPJ2X;JJR6]8*C=!!HOE+*[AB-HW|3!3U!+ P04 " !XEI-9G_F) 3D# M #_!@ &0 'AL+W=OG]+(B#WO%)[@K'CG ^ MK<4.-
^@^U_>&K/" DLL2*RMU!0:WLV 1WRY''.|#_I:XMT=K8"6IUE_96.>S M(&)"J#!SC"#H]8@K5(J!B,:W#C,XE.3$XW6/_KO73EI287&EU1>9NV(6W 20 MXU8TRGW2^S^QTS-
FO$PKZY^P;V,G5#%KK--EETQV*:OV+9ZZ24BZ MA,3S;@MYEN^%$_.IT7LP'$UHO/!2?3:1DQ5_E(TSM"LIS|T7J[|^KS?KA_7= MQPT,'D2JT%Y,0T?0'!!F'@8D3^*
K5UCXK,O&DL=:6.DRE97@.V'AGT5JG:&K|>|I MS2WBZ#0BM|NMK46&LX#ZP:)YQ&#^ZR_Q)'IWAN_HP'=T#GV^H?;+&X6@M^ * MA*V0!AZ%:KQ'6(O.@JAR4%*D4DDGT;*[*?]
[_*V6L]5.:WG@LEI1W|IJ!X[O M1M>||CL58U:"=C-_ECW/NC%906T"M9$9@M/>B]9):B',CW38/J47DWUKI*&0 M5U0!%>'P3&G+A'+"8X@-U@[+%
U=E?:ZP$!6U"Q*|3>^N(65L(5'S7B!5(8(M8$4UW|!X HLLTPU;!C.D+=8YG,"Z>J08;9A",H8[JFVH)8TA;||Y@7M#]*X MYTNHE> -*L,5ZI+#DFO&<:+:24;MLN*;(?
RA=;XGBC!.)O"@G5#_.X@GOUH|>W*#.+KH^(@L,PV^/*]!0MOO<8N&40R2#+HU@^MCKQ-/AYQG&(S& M/> +H/@MIZ2.("G@([H3'-_&8SAUW|.CH52BV?G1:|%+:>?
3P7N8[HMVJ/T, M;W|-'X392>I6A5M*C:ZNQP&8=MRVAM.U'W&I=C0P_;*@/Q0:#J#]K=:N-[C MX9|W_P%02P,$% @ >):3649H|%R.!0)PX !D
!X;"]W;W)K&ULO5=K;]LV%/TK%UY1I(!7ZRTY30PX.;H5:+N@33L, MPS[0$BUSE4B7I)-ZOWZ'E.PXB>.UV+ /ML3'/3SW|-Y+ZN1&Z<]FP;FEKVTC
MS>E@8>WR>#0RY8*WS#Q72RXQ,E>Z919-78_,4G-6>:.V&45!D(U:)N1@]%O;"N8S0Y6;*:?^#VX_)2HS7: MHE2BY=(()4GS^>E@&AZ?
I6Z^G_!)|!NS|T[.DYE2GUWC=74Z"!PAWO#2.@2& MQS4_YTWC@$#C2X|YV"[I#'??-^BOO._P9<8,/U?-KZ*RB]-!,:"*S]FJL>_5 MS<^|]|<3+%5C_#_=='.3?$#EREC5]L9@T
K9/=G77H<=@R)XQ"#J#2+/NUO(MLWS)+)N<:'5#VLT&FGOQKGIKD!/2;$%'5VS6USBL,A M14&4',"+MS[&'B]^S$=^S>6*TURKEL[!52,6H+-=T+E7F&OZ?3HSOO^/?0IT
M^,E^?)B/FG#Z4@LN2&X|S72X; M 8NW3'_F6'U:B|;AGFMES!LVHY>"U5(9*|K.X"L:5Y[3D9#(D:8!O'E& MOW&FNY@D1)2:89'6.Q-J>;?7*1DE MD5,%>^*C$U%UCM/9#?
>94UTSI)%#MM@6UPVY$-C8V,0IGD;A@^PY1WWP*XRS M!+|,OYA>*551.HXHBPK*$#33DE58BG4)IZZYEC[9W69G04AIGL&G:Z&5[^_= MP)'I3FZLE*4!91GPTFR[I5D?
=EV8;;9R1Z0K2$VO)4KRRH/ZTN=S,= X7-UY0,0ZR;((5"!-(X"?^!PX&"G6X+=GJP8.|_888(M>(-+EJ/V1K"9:(1=[ROA!|&_IX2K:U&AL K97=V|+C/>JLL@(VKILI1AU|L%D[5']4,SUC!?
OJN5]FNC;^T3A.|M;!ZS MJ|!;F>YF"M+# ?7 A/J"$^]^]7&U)L76|YTS9T._9[9$&B"2D^(VKC0O%3SY MBSNW&/:'.3_*9E7=FCW09GU+Q78NX_B2TG$$L9V5CG ./$-:.GT<6D?(9:*_
M=Y2;FP9*YH)8EZ]F2!(^ $@_Y'@4%K_@1NZXM=|4W: M^5 /LV_2+AO_;]HEQ7^KG=N*?6'.RB|KT;LZ6QEDES'NB)@)Z;4UA#/R.T2/ MOTET=W#GJ)7[JLMHY_(.'VO_B>
(XK:3M[O';WNU7T+2[_-].[SZA<*Q 7T,- MG|,T>)ZCENCNLZ1K6+7TGP(S92&H?UW@2XYK-P'C&PO=V]R:W-H965TO*5K +WJS+:=) "=-MP)K8B19BV'8!T:B;2*4
MZ))4'._7[XZ456>UU:#[$$6FCO?">^ZYDT[62C^8)><6G@I9FM/.TMK5|6!@ MLB4OF.FK%2_QR5SI@EG|J1<#L]*6=+ |-|CO^!2DB)T
MXVNML].8I(V[]UOM'USL&,L],_Q"R2|BM|O33MJ!G,]9)>V-6O_&ZWB&I"]3 MTK@KK&O9H -99:PJZLWH02%*_Y|]U>?PD@U1O2%R?GM#SLOWS+*S$ZW6H$D: MM=&-
"]7M1N=$24FYM1J?"MQGSVY_F]Y<]LZGMY?OX>+ZT^SRZG9Z]_'Z"M[< ML7O)S=N3@44S)#S(:I7G7F5T0&48P2=5VJ6!RS+G^7,%_2O<3+:.GD>M6J| MSFP?XK +41 E+?
KB)NC8Z8L/!;UDFO?.,9DYS-@&,69AJC4K%YSNNW"ERHR9 M)5P^(?@-A[^F]|9J1-#?^X[#&TOV&Z.J.C8KEO'3#I:-X?J1=|Y>_Q*.@G3"9%*92O-]0;2:V1_$W9*# M*'#5 IH1E<8J-5@-
!I LP!SR9|T,,))!U]?F&/[D3-=8 Z239=8KI$ M|$:46 !2H@KS%BZ40:MS6&F55QF:9&4.Y)?(N(%7D(1XB1.Z!'"#'C.=+9U0
MSA^1BE8NZ>$(PAC"!&Z1%D2YZ,*"EUPSZ219C@4G*/'$'#".832$-(([95'B M8'S;|WZ%N@.Z8D'@-1I!2[Z'3;Z'K?F^15;.*|DI]KTP7C.==^'6JNP!KE?D
MD.G"9R8K[]S4(/WZY7TH:#=."?=IP[/"'#:J8,TUAXH28T M/*)]YS(C]PPLL-80L_V7YGXW')A)5A[#%|>WN(T]8L(6'+0P#[VYYHA)U(U(MM*#)B:2?'$'P7OQ*'*.V=T(+G,
(^ND17D9TP:??:7U4$@]."KN! M"%5$*!VA,!%#1G)2S#D,^T/8N$CVW?U^-YL=P^=OBO X1SEBYV6X+1T>]<8#;HJ->BE%&,?Y'-3,||]Y:(8SI367
M==T)NWRNSV!Q'$$2X1_MPI+J/;ISPXL6OFT2:Z@*7:6:9E(BO'E6N8*HDSFB M Q[W4<,(C[%XZ,&XZ-VC/L!P87O$J]|XIT]W|?Q=/;!MU7O81+[AFE+3:^>
M4,0_>,2|6$FU05"U>$*.$OMM93T9Y4+C22OMV9 W=|6Y#>8$:G9I:H,[D!6 MNZZLL7CKRLO^MR*0J;I!ZBDEA5]]#4$<#VMZN7SB.A-4A&_B('B+JZ,$+EB9 M(;G18ABZQ3)?F
H(4.!4XL4VI+1<9/1|8M9ZQ!O=K>H9A6>")U^#A42@WY^ M]"NL?F2T^PT!T86+/0!)'US[W@>*5M<.@T+5N5*[1X5YK*,+ ; MUJHFX[I]AVP(|RF"QXWR-A-
S';M_(BP5=A$/2#H(L6+V#:Z1M/. $^<@) MC?#!+VD41N^P0H)]JP[HX_ZXMH(UTTW3$)* O$[=:DQ31'Q_N!8JKU?@/:7Y8XE|CB]2F9L$]E9)]]<_ M19W4_5F#--&XT P#VPKC#6]1?
7T_-&SEZJF!8J0:JCF1]M"0<+P#ZP;I>!;^ M]'S@|(C[^'8|@K39X|UXAP_H%=@F(T[,9![&?<_V_7*1K_R"X51A1AO)'O M*O_?;N(#:*FH25-
1D_:*^M';W+1E8FA5_5.P+U7IBB"|_,QH<8M]2L2EAO7 M/VARH!'1 7D[>>%FW_6J4FS[2-|C^?#T<+5C>>_PD*831VBC9G@(NU$0U./# M9[_U33H!Y?!SM>/@J-N^L9CP$VM M_D-
(L]I|1IKZKR??Q/TWJ$_H&I(42#['K4%_C.]#VG_7|3^L6KEO*??*6E6X MVR5G.*20 #Z?*V6W/|A |W'M[%]02P,$% @ >):360#UA-I_!P Q14 M !D !X;"]W;W)K&ULK5AY;^,V%O|J#VXZL
$G MUF79SB0!_^ MO8,ZVTCU3:|X-_"<9X4^[ZV,69^.1CI9|9SI$[GF!;Y92)4S@[=J.=)KQ5EJ MB?)L%'A>/,J9*'H79_;9G;HXDZ7)1,'O%.@RSYEZN>*9W)SW_%[]X%XL5X8> MC"
[.UFS)'[CYNKY3>#=JN*0BYX46L@#%%^>]2__T:D;[[8:?!=_HUF|@2^92 M?J.;#^EYSR.%>,830QP87I[X-<|R8H1J?*]X]AJ11-C^77/_R=J.MLR9YMJ|-
^U!RA>LS,R]W/R35_:,B5|B,VU7V%1[O1XDI38RKXA1@UP4[LJ> M*S^|A2"H" *KMQ-DM;QAAEV<*;D!1;N1&_VPIEIJ5$X4%)0'H_"M0#IS|>'S M]9=/M_!X^G V,LB:-HR2BLV58Q,
<8.,'|$D69J7AMDAYNLM@ MA#HUB@6U8E=!)|X$3K)I"X5 MA_]_>#'WOL.?:-&WZB+ M^|4-;JN-2(5*2 $5X%7,M|+0M>& UR 95)I|5G7+V6_&XXI"V M%5A4"B0["H@=!0PI
$SQ4_@W9ZJ" F @Y9RK)I:TA+0$T!<%8CK+,#WU +Z> M/)P 5AO%*%|U'$$X|W&-_0C7Z7@*GV5Q_'J7/_1##R;!&.(HAD=I6+97KR/<
M.0Y|>PW#F;OW(N@(U;@)U;@S5'=*/@E;I5!>+=P<"DC9SC$_ANE0*@TW.F@:T^A-:)R'<| 7'=RGT?2|:0']*2S = M;&/TBL5T D$,T61+&7L03B$P9SW;62FOOT=5^!HQ_0 M1@
1AM'=(K!%E (SC5^,E:41,PC:P,,KXO9ZQ8HE"8*RH#@N"_$KDI&F%7|D MP'W]<(Q+/*AK|C'J@#Y*D=(@!X$-M!:,#BK=[-&/)D@4^;0@Z3UGF>6.70@+ M:8&:/5&M-
=22T+!YJ3&L^.K=#]/ #]Y725;?W3XG]')'-0LWOL>*/3T+X$28G M$:Y^?!+#CQVY-FER;=*)[P=TN5B(A&$4=YM16M<#TH!IS?$Q07GG.:;F'//3
MB/VUN5/VX=JL_S:ER,U929DE7#&]3-E63 MBM:E4^A#@UP;68]*O!? ;;[.Y OG#C@=P(Q7/*IM"',(;/E)2N MDDL@Q/,38&?=|/*77|8+"/1U.D]M$B9Y_2)|3^ MMQ.0CRTD8"*B-
|W+$-89 8N|Q[^78IV[CMR/43)> BPH=]4IJ2D'M-E%B$.. M'D^V95)7A2C .F;/8,=R<5RBGZSB6-]F5.0F59EPI2-Z96,;L4=466*KR@PU M(ACL0WV_14.;@SBFE68VA/D<#Y3?
4KDIFH:5R6)Y;+C*__|&1-&A5!_NBNVQV2]@?WZ0E=VMY:Q9I1;KE MCR'P9W(>U9A#P-C9_F? 4/OD]]H<"%UC3 ,(/[*3LN>U /%F=C6;$/_VZ/(&
M++$D425/7R$):RRNDW"P7ZF_@%'?)Y#Z5))JE.*SB:T*?A@,.H Z:X ZZX31 MY7*I^)(F"S>J4:^$?RB:H+ZV)S:"[E55ZO:!M5/*X1[/&O')5CQUZ*HIVW9/ M8_/2JG1XB'2.)?
QB0ZAGV*$=A/G.69NH_E?BJ0[+M^M>V 9WL-PY<5|YO88H M>2F*@@2BAB|X+]#@-B5T(B&N80B7*39E*X)&/1*|EKIZHGAFAP||L-B!I,*C M913#&/^ZJ.UK!GAOLM)R)'/N_
M(^+/:U%_&:!M-*C3?^,,3H>;K1LF;5_L ^FH]6DMYVII/R#2>;LLC/O*UCQM MOE%>ND]SV^WN ^):36=E>XDG[@ OP8 !D !X M;"]W;W)K&ULM55M;]HP$/XKIVRJ6JDB+]"N4(A4
M6J966BF";M,T[8-)#F+5L3/;E/;?[^P$RB2*]F4?$K_=/?<|E_.EOU;ZR12(M%EY*(F%HL@)+9EJJ0DDG"Z5+9FFIEZ&I-++<.Y4B3*+H/"P9ET':
M]WL3G?;5R@HN<:+!K,J2Z=!'&PV9CR96'=1ICV*[;$&=JOU433*MRB MY+Q$:;B2H'$Q"*[BWK#C[+W!-XYKLS,'IV2NU)-;W.6#('*$4&!F'0*CX1FO M40@'1#1^-YC!-J1SW)UOT#]
[[:1ES@Q>*_&=Y[88!!Y0VS+.UKM0;M MK G-3;Q4[TWDN'0?968UG7+RL^EX] AWX^N'^Q$71Y@&QG2[9S"#V=8J9DQ@5GOI+5 FR!(%F8J]R 9R:=[]SUGA;|0*:;B@2J
M)S4GG$U)N5?;O1(XYI)NFA .] 3&&[(]&+]1^ CQ:7+1K<=.5(]G';C9T=*# MH5>Q]IV!8K)G0EIBS=U THWHHHH%0U-D>F2=S[XP[M*()]-1KN-!5*P=*W
M3D/|5M+6_66[N^W.5W53>C.O6_L]TTM.Q 0NR#5J?3H+0-?MLEY85?D6-5>6 M&IZ?%O2'0>T,Z'RA*#_-P@78_K/2/U!+ P04 " !XEI-9'M;B,7L" !M M!0 &0 'AL+W=OC MA=
(OID:T|-8(:<9!;6T[#$-3U-@PA:;5R$H/:D281-%Q MV# N@VSDUZ8Z&ZFY%5SB5(.9-PW3[Q,4:C$.XF"U|,!GM74+839JV0P?T7YO
MIYJBL&8/2<"5!8S4.SN/A)'7Y/N&9X|)LS,%UDBOUXH*;^=>LF9P0LE?O#2UN/@-(2*S87]D$M MON&RGR/"5RAA_ B++G>0!%#,C57-$DP*&BZ[+WM;GL,&X#3Z) L 8G7W17R
M*B^99=E(JP5HETUL;N);]6@2QZ7[*8]6TRXGG,UN[IZO[I[N'W["_A/+!9HO MH] 2K]L-BR7'I.-(/N"($[A5TM8&KF2)Y;|$(0GJ524K59-D)^-]80]A$!] M$B7I#KY!W^7
|PT^ZE*^HK1*O|,E-X509JX1?IWGQFJZ%K^WM=P1IML)G56& MIF4%C@/R@D']BD'V^5-|"W=(3?MY::[V-=RMPG;"=TN;-T^,Z JH.-5.>K^ MA(')TDT&4"BRF[%8NC1;(U1*D&^YG
W_1WG$/I=T+X4@BYDO<,TEI|M8PDRI MTL >'%$*C2<13.>ZJ,D_);1,6^-K5BS7O&"N'C,&FUQP-)"F9Y >Q["6O0=G M)PF-|4$TB&';"8<;%FA0S[S1#?
4SE[9S0[_:OR7GG876Z=U#=,OTC$L# BN" M1H0]0N@?8KI>PJ< 7Z%S;["U!+ P04 M" !XEI-9B?I[V.@" !A!@ &0 'AL+W=OI-1O;;0DY&JK. 2%QI,511,/|Q0J-W8ZWB/
M"TN^S:U;"":CDFWQ!NV7/./!N# M<[)6ZI>;?,S&7N@$H<#4.@9&W1V^12$<$R&;SL=?W(,-JX1=JMT'W/NY<'RI$J9N8=?$)HD':66L*O9@4E!PV?3L M?G|.SP#]| 5 M

=$M>XF4:WR';-L,M)J!]I%$YL;U%9K-(GCTGV4&ZMIEQ/. M3A;+Z\5\N?KNP^+3]&H%TZMW,/_\Y>/BCP%)"!PO2 M/?FL(8]>
(.]$<*FDS0W,98;9WP0!*6WE1H]R9]%1QNO4GD/<\2$*H^0(7]S: MCVN^^"7[FJZWM@]D7S!I@6?@Q71NKZ>+\/.2]84X.,[O'-#0E
M2W'LT6LQJ._0F[Q^U>F&;X[H3EK=R3'VX[H/B3U*=UCL4XZRS8'MV3 #:@/T M/=0:=?M)ZB :Q#ZDBEZNL9BY.)LC;)2@$L#E=O@_S$'@E$NZXD+0:S5G\,E1
MG4!WX)H09A47&8%-G4(@O<1I3<(!7+(T)YOZX1_A M R+K)0.X41N[8QHAZO8@ZEW 2EDFH#SJ.O;#?@21GPQBF*9I552".8L9TKFE MG#65AB"L4-KRW\W":
<>/P^3,]5$4G\'1D_5!4BT^<5YZ_;J/>B$*";@M9,K"KK M(K)6EDI2/):367*SK M!0 B@X !D !X;"]W;W)K&ULI5=K3QLY%/TK M5RFMB$1),GE"
0G8HJW4+HC05M5J/S@S3F+5,TYM#X]_O^?:DTD"(=5J%G_NV3QZ,_>GF4GIZS'7A3AMS[Q?'K99+YS(7[M L9(&9J;&Y\'BULY9;
M6"FR()3K5M)N#UJY4$7C["1\N[%G)Z;T6A7RQI(K\US8IPNIS<-IH]-8?KA5 ML[GG#ZVSDX68R;'T7Q.+_J\/BSXIN2#6WLF MUF1BS$]^^92=-
MI,2&J9>D80^+N7EU)K!@*-7Q5FH]Z2!=>?E^A707?H,A%. M7AK]765^?MH8-2B34U%J?VL>_I25/H%@:K0+(SW$M3WLF);.F[P2QGNNBO@O M'BL[K F,VJ\()
)5
$GC'C0++/X079R?6/)#EU4#CAZ!JD 8Y5;!3QMYB5D'. MGWW^>#[^.*;].S'1TC5/6AZ@/-5**X"+")"\ M!)Z(LI_-S1QR*3V29 "VQJ M2LF2TD6R$_$Z]8?4[1Q0TDYZ._"ZM8K=@-
=]344)KSGZ^WSBO$44_+--R0C1 MVP[!F7'L%B*5IPV$OI/V7C;.WKWI#-H?=A#LU01[N] CP0.Z-,YOH[9;^&XN M*37YPA2R\([,E#3#X9OSA*0EY*\57A6S..'H05I)PF%2(R7=,?
V0PD;O$6QO M)M+6YN>ART-"^ZI &J-7')-NMY$C=OM47^$8R]MOK[HW9M1 MTDD^4(+?-V$5!][Z_+YH4J=/G0&/XW(2IU0!)27M=X9-# ,>>DVZ,U[H9PP& M-&S3(
DXV_"!I,L,=DA%D4J]FG8'5)CB_50]PA!$D0 M"8\-!14H80@N;\O4EY9-N]"BH/W&U0_XX ;/C28*CE.S NN]P>*LW* G'U&K MV<6*"Z9#3$!I+&1":6DM(@2*I=9
A<+D*H5LD2FF'YD'ES-2)!CD,&>TRD10 M$GK(QU0Z1(](E88H=BL1.C8LKIGR]JB+X DJ>YUEX 3LO='R]2"PE*$PZZ<# M1A\,D]+M]5?$KI/H1/1'M-(SP]8*)$$!Q'H(^,*L9$GE
M"Z%LSAGS&DST#SO;:X_I]H6!Z)I#?6FL/>H,ASSV>^"RYIO+J@@\K]YK#EPB MI:DM883U&?@KX6% GTTQBX7]]TBZ7KN)U0E@GC$]= KJLSSCHNORO0 M(,T&Y.1\V7PG;O7T
G7#NB\QNH=#>HNQ2V]W]/1^W=/[.]OR&*?G MK$2+@)>N2M1S25^@4E[FJ #@<".>0@G9UO!W(F_BU1;Y-46-E2GA7@*74J$ M0O6B$,2R782L>]8)<0A%\XK-20?
SNQ"R,F.#X:@1RR171\2^EG6N;/CX>>U8 MM1)\V\R_C>RJ/5.=W#;K%+CW.0I'_#3@O,;_D)+PSP/_'R&\Z(ZKOYAR_QWT MJ[,"E*[" !RFFU:+&BPJSV"/I-
,%!P=.L1RN*EZ]R,K@A"+PY2,#=W#:3XZ: M=!,GZ%[H,L3![[;KC'K5=LMFO6[-_5[27$N\E^:.*;4M=EMK]X-$ MQ#K%JT+]M;YHG&PO=V]R:W-
H965T,^1.MU(]:AS2@T\%5SHLUYN3#GN]W6:TX+HC[*D I^LI"J(P:E:]W6I*,F< M4<'[@>;LY[?>[GQP-:YL3?Z MD].2K.FX6S?NLE8P45FDD!BJ[.>E-_/$OL^^Z%/QC=Z)TQV$R64C[:
MR75VUO,L(,II:JP'@I M=@R&WAZ#H#$('.XZD$-Y00R9G"JY 67?1F]VX%)UU@B.";LHC!5ERJH]/^P9#6L-^ MVKB?U>Z#/>[] +Y*87(-ER*CV6L'?<3: @Y> ,^"@Q[O4O,10O\$
B^(#O@+ M6P)"YR_<1X"4V89Q#D1D<"T,$6N&R<)4:VHT7#"='/Z5(;A67T5QO_,3[].!'*(VA^B0]VT.2*)2*EVR13R M!T7Y8!*H7: DS5%%I53&+B9HNJX?
9I5B8@TFIU!2Q636E=W!^-W9+=#A2G)4 MO7/O@KJG-NBZ$['%T(%:KD!6ZK_ /U.B-%!;9H!%(I=4O=1)Z+S;@AG##5M1 MF*>,ME&G9 W\$_B08S7X,0/?'N-$_P/3T9Q -AIL(\(5+Y2
MB/ 9L."$YL1U,%8@QP8B\/&7[$123%L65DH6V.:^5SBU!C5\DOV-;:2FZ_V[M8> 'G\"/=X=;1^VK2#8&15*,A S;)K)AK 8PHV6%P:C>.CORPV-,X-7T, MA MP*H82%R+
QJ%A+O%UDX\N-C".!H=/Q_J(B#Y-7X,/*H1CX,'?(D=.L8VSRB MDV@P@ -BCELQQP?%/,=]-ZNXXWIJ,U"X#)^98(9^N,&EZ.I2RV>LWK]1+^>< M:-
TEX(,Q]PLXE44IA2V(DBCC&)$H-@5LBX'4&(C9+SM<%Q1M+C>X?,*IM=;Q MTAX*QG#G7/Z G(80AG+N]F*I:&39L MSDH-?C0"'W>Y< "+G*GL@^7I>3>R=0J\.$]*
[6;))X^EX9JKIT?C!FM\X;(*0+R,XV0)\8[@*VM]:] MB+M>5+:%T]$1M)8I<_8;9O+MSH%=9WK]1<1'DC6#!GB=(6FWLI-_ 5!+ P04 " !X MEI-9L07ZI($# !N" &0
'AL+W=O3'(@UQ\YLI[3[]??8 M23.J!OJ!Q([/>?R<=Z9;I7^9'-'"?2&DF06YM>4D#$V:8\',D2I1TLE:Z8)9 MVNI-:$J-+/-*A0CCP6 <%HS+8#[UWZ[U?*HJ*[C$:PVF*@JF'\Y0J.TLB(+'
M#S=\DUOW(9Q/2[;!!=H?Y;6F7=BB9+Q :;B2H'$]"TZCR=G(R7N!6XY;L[,& M9\E*J5]N[P(PKA@(C&[P8S:*]TBKOK1_3/WG:R9<4, M?E3B'Y[9?!:4A=5TRDG/
MSB^N;L\7R\OSJ^4">DNV$FCZT] 2LCL/TP;EK$:)]Z!$,5PJ:7,#YS+#["E M2)1:7O$CK[/X(.+WU!Y!$KV#>! /#^ EK9V)QTOVX"THF[-*(*@U7,@[-)8R MRQKX[W1EK*;<^-
EE=8TY[,9T]3(Q)4MQ%E!!&-1W&,S?O(K&@P\'&];QL-# MZ/._++N8'=3M9K;,$=9*4!ERN0'K8MW4(O^#!BP=IZHHF7QX:P!_5]P^ -]Q M%3/.>108M4+=Q@:8S-
PB@9ZD'N+J#^Z8J+ _>2Y;RW%)F2P$%:7IPSZH&FU,O ==PN'B@@K,DRZ5GOV9G3>?/M]ZX#T"+FZUC-[)M Q6;A1,X%]DNFD8>S*%'C'T MX$F^7!&QC?>.\-[1F*J-]+@9^O/J)
([B#]"+1GV((O@A*=>$9_4B9(X$61>70T1R:+-L MP!O"\=@3/C[I=R58N#,#"M0;/^D,570E;3T.VJ_M,#VM9\A?\7H27S*]<3DC M<$VJ@Z-C2C!=3[=Z8U7I)\I*69I/?IE3::%V
G2^5LH^;MP%[5^,^?]02P,$ M% @ >):36;2N91T,!0 NP\ !D !X;"]W;W)K&ULU5=M;]LV$/XK!SG[M[[D@>38W]YC)$#T^YTNZXD7D_.6PV M79)A+MRNF:"FD9&QN?
#4M>.FFU@4:9B4JV;4:O6:N9"ZT3*_VYL_\@47DF- M-Q9?"/I^@,M/C1KLQ_W$KQYGG'\W^T42,\0[]P^3&4J]9:4EECMI)H\'B MZ+@Q:!^>]%@^"'R5.'6U-K E0V.^<>9GYXRX1H-
B$*N,N% LHSX47_R)HI6)8F;=P(MIH;9!$YJ#LJ=MS0J:9[O7PPN;^'KX.KA'*[/!W-R@W'-I';/3?OVOW6I\V .Y4@#N;M-PEUFK/_HT>9P*EP&^+V0
MA)J6<+"=&XW/E&KV&Y7&4:%3FK@%^ZU6]7[_;C]J1Y]JK3.TI(#K#$A-9"KR M4A<53RH/&O IR80>(R24(4PUTMGN5--KS2NCQR6R>RM2]IQC'Y:N[L3\S$7G MWR\^(Y]
(_8C.E^O&[6JPUKPW?A'%-5C_?W^4WK;$&G6[.Q1KLE#_X;V[> MJD7=D4O=A0_.<(26428FI^W(B5#1Y^Q[KGNCUBP-?0-'MZ#;78*QU/WYS(__M#\P_..A4[_^(^0<+YA^\C?
EQCY\?,S]:"-6:;V-^>Z>UURV_<>OGLG^9_/7> M*8F1[1QSFN%DBK8D??N5]>U_D"@UY\4O_?*F1(D/EB#'7"3:L&&/ZU9[7/>- M>]S.ZIW-O-K9=N!!FR'O3WQ6@4L]*3S+&,I6,H9-
7[7Y;<2Q>O.K1>.T'HU= MN,_*D*Z,U<+O4\[[PI(1ZAFN\!$5Q"41P=B%W"X,YL=C+A-$ZX4P'U]9554B MUH%ZD?(G0E'Y0H[DB[+#?.OMP2!-)<]SX,UZ6[IP(YYGI-Z+/L!I26=:JL8/
M6CE1!9WZZ!3K,QJCXS+P#I)$TJ5 [14H'6=5J3*%S-#$#NJ;'%?1 M>.,Z:\YPQ+7-U2_L6=KHCR_VK9W Q9)Z_-.'C"NI*O^B-.5A6=FVS@[28(/H M,PKK /F"\,KALW!SS)BDA_![$
ZWB3(B83P0>)GJK]V9H4J#IL+1SRW>9ZC. M[NW](*C-VH4J1SL.UT9'&5%H7]ZMJK_5S7107L@6XN6U]EK8,>T(H'!$4UN[M>U1^;'E5+#O>3,+U;&@\7?
9",Z/;-5H6H/&1H6U^UN$%JOMZ_V]02P,$% M @ >):367K=\+;)! W0\ !D !X;"]W;W)K&ULO5=;3QLY%/XK1U-4)5*7)).$%DHBA5N+U ("EM5JM0_.S,F,MQX[:WL(M[*_?8\[EH80AL-
T^Q/'X\IWO7&WO+Y3^9E)$"W>9D&84I-;.]SH=$Z68,;.M MYBAI9J9TQBQ]ZJ1CYAI9[#=EHA-VNSN=C'$9C/?]V(4>[ZO<"B[Q0H/)LXSI
M^P,4:C$*>D$U<,F3U+J!SGA_SA*\0OOK_$+35Z=&B7F&TG E0>-L%$QZ>P<[M;KU?<,-Q85;ZX#29*O7-?9S&HZ#K"*' R#H$1G^W>(A".""B\7>)&=0BW<;5 M?
H5^XG4G7:;,X*$2O_'8IJ/@0P QSE@N[*5:?,92GZ'#BY0POH5%N;8;0)0; MJ[)R,S'(N"S^V5UIATTVA.6&T/,N!'F61\RR\;Y6"]!N-:&YCE?5[R9R7#JG M7%E-
LYSVV?'1\>7IS>3Z].;X"EK7;"K0M/<[EI#=?"8<7K(&Q$/(_L-O1[[R#LAH,&O'ZM9]_C]9_2$S6_92X" MX%0:JW,*+&N R1@^8YQPF<#$!0BW' T<<1,)97*-\,=D2LLI>/Y<9Y9"Z&"]
M4)=0>V;.(AP%E#$&]2T&X[=O>CO=CPTJ#6J5!DWHXTF2:$R8Q1BD;9%#6H&;@2 %0 *,0EX%V4,IF@&U@P'4-$ MGG<&*JS)-F8%S#AP\K1RS2M#$ M"X*#_+[3NJ),;T-K"
[BDQ!&"5I@V+./ U%R(*HE+RS#@R_#8@T-F4C@A&CY* M:,_)\U;HASW8@M9P$+;AC,KJJ21AU@&^!,1!]/L/"9-!-R&] 7S8]1Q[N^V& M0!S6@3AL#)9/6AER%^,:;IG(L0B$*1-
,1@C%V2)45#B=O!@OW]@]$EVFKWH*1XY2E^J91=9;G:?^'RUG].O9E+O?2)K%F& M\SG97M-QJ;7+,N9,8BB^!_3K#S&5W/&I*+2M?CDV>IZ+JT,Y;^O!^+HTO[(#7K"DN-
M'U<3GY'ILO[V>,JY"L0->%/R]D]^$1/!FC1-8OD M:(Q4(OD_Z"LIA6:>Y<*+4D4HJXQJ=^H>][\](W57CK'=GT[<.UPYWM@0?'/ M9YRP9EIE+P3GTBI:8+QY#1-8U167
OW_018UY#F2AW=TV3'H% O;#UHOD\JN MI==1<7(Y6=4'1NL/+DRU(E_6!I2E.Z?Q>NK'JW? MKI/BR;9<7CQ\OS)-K T(G-'6[O9[NL[HXC%9?%@U]P^XJ;+T'/3=E-[?J-T"
MFI\I9:L/)Z!^T8__!5!+ P04 " !XEI-9C^^>5$8- F.@ &0 'AL M+W=O<=JTR.TAL4Q)Y'#(^CZT>#T#3V[3D[?Q%D:^)&X3IC,PM!-'L]$$#^\'?!!\>#&
M7ZU3?"!\^F;CKL2M2#]MKA.X.RZI+/Q01-*/(Y:(Y=O!C)^<<0,;4(U???$@ M*V6&0YG"\>]X\V'Q=J A1R(07HHD7/BZ%^MY)[Y51\3E.S=U3]\D\0-+L#90PP(-
E5H#+RSMV_9&"W:5KD7" MKF.9)B+U$P'(3'>JO?.E%\0R2X1D_Y[-H29@[C]MTZ28,-N90$4\D1O7$V\' MH&E2)/=BRC7@[Q'"21^/.,E ,'4.6_C>E>LNU,7V4)
MJ@CUYU7[VV!_XC/8%@F3Y4=>D $@H(#E.!1LF<0A]N3N%A?L@>1".9*MHP# M,"3RA/U+N$F.(P8HB.<@G0((>#'PHK,AD S]($ BH]J8)4MC!D)EIL:'OX_4 M%/S(3!LOCBHUZF]
(T&#=I+\0U/K3^)99'/^AT5V@OF>I$%@L5+=BFVR#P'P+9*LY=O4'ZJY1XW! M^3^$20@W<03*(I&U"%@#H?KQPO?8/.?1 QZI14PZYH9QAM43X<6KR/]3X4*] M0VJ)6*-7N!
<%5@@;],:74#E>GK!KY3!_Z*])#I'/\YC,MF,+HI,^%/9Q> M:R\%IL V9DG$"KR[4@K@>*CS$1OR*5QT!RX&76RXF 9>\@\\F(5QDOI_JLYR MO(1S=S$!\4:KB#,&#&P43#W)>_%]Y
C17W$= O*(_71FS0!)@!DF<]N,XGQ 5)0&"K0T:E75S#_] MXNXK*6_FK=UH1?:W)BY4Q:;L]U'(EZR?LW@TRFN^*C3IA M[[>O"FC/Q&!<_!(PUK1^,R&PZWA91 M"-3A4@@F-
TM13+E3BF)B*TEL!=YT.R>EQE3"D%Z)FP9UAMW8$[14MHV!3W&I MA54-\VVAF+?S7H^)5/2C0A_\^UHSEJ=EP$X TG:&DC40&]E-,2.<)H4D0+W*18 M5D-
$Z5PYG1[K[I36W>FU[K/6I0=:1A"NC -_X6*4.W?!2 "$*.W29L-[>VFW MX5_2-;WR,5B')8*Z7++]2,N2&%6:'X,FC"K,Q5;L34L@G\JQ)?)?#; GBX M!X J_JW'90 D#162#Z>(8-
MJ4MZ&TC02-@Q\=^X'?OHX^AH 3$H 3+X *[G M96$6D !ZUJ%#5-_6M%AOI_UXN*EQ,JMPH@1^7N/D0\X)!J"CDUT#(Y6%$8@/ M@Y-EQ!(E.XPRI .[5@N%T?
3),CZ33Z.A6'@I679TY:AU3X_,IJ7,IGN'9+,@ MB+TRI*>4SHPTHDTJ_63O,$BB;!,MLRGGR4@^@&B*H&K!24^:(-=)+X"'O_3A M/5DY(N)N-DD,2P^0* O$O0B*4*Q"?
>V+Q$V\]2,FP/HBN[%RQ;]2JX_"Q50> M*6"UQ3^R&-$#,O9@0+>PI@">/'!AM?)E#/?9_#=8UN,BYA=D#>>!9%N/UERY M)@ZH*>T MXD-T#UY;^<&FW^4[YB874*AF;,'-:RAN65
5W_#J6V"8EEU\-_V+*^-7B^!7!H+GIEMS0!A3B%B; M7FM:!P2$ZUV @%?? A"4# '.=@%A6Z\6$,\T:5'_1LYW,V"T=,Q<9/A(E\9.*/];$\O5]U'!IZVNR_#<[ZO47<*^7$S_T]0)$JF M;5/-
I,FBXWT'3M=/5^RW:@X4XT.6S//G!8Q-\(-%U#&9?CH'3 (@X,Z9*LDSC8((N5.%> QSP^(E3@O>=B/6U%("HBR1$"OF"?/CQ+63M&TKP1 M$55>HP+DG.?
BNQ(AXBF#VAWVCI]Z@$=JO;MYGV_0K_%T'#81GSTA%K)E=51E M6YVEV,:!U;LGN^DF6W2.C!BV02E5P]0HGU;N$] >0;Y9G._B3K?G"5YJ?+JI MSA-1X$OG,+FA[]?-?N.S0*8.&
1S8L$2>CL^M?>IUBQJ!Q0#6,01?I[L?/9] M9-A/NF!@]FWD^)PQZB:OR%%_63DB(Q:?Y'+4ZG*L'&2PG4*.?29^] M+%$%:NIJJ^5;GVZ_UNKWSL3(ZLL6T< M0-
'2CLRQXQPP;:Q/C^"5?VSVA,K*Z&@>VA:.6SD1>WQY @,O=35%<:!NJ@ASF=XEB(,G(:#HF/)]J! M*NIC3D5#.]*('DU4YRF-#CG9+R(G%1VGL,Y84$*%$)@F&!=7\.!07=7Z4Y#Z M(;
[J:F(2.\45FW_LJ+D02IKT6XZLH$NO0+Z$>C(9Q<5A3^M32\39T)Q9&3V6 M2QF48;L"[8]B*]<=Z]GXU\93Q);!#ZJJ\'6@?S9(=X5D*KB%R"SF 5[+W1I MY8P]"UE>*)
(5_4!1,AJ>^A5?^;3\$>1,_?1O6UW]@O*CFZQP MA1N()33%Z1VP1/TH4=VD\89^"#B/TS0.J;@6[D(D6 '>+^,X+6ZP@_*GH:?_ M!5!+ P04 " !XEI-9.6L!AHL$! #0 &0
'AL+W=OZ,QZ.5LB5,T]_F=HEVCMA+S%#/- M908*%WUOZ%]L$&8B5Y^QBJ=M[452 M:'>%52G;;GH0%=K(M%(F!"G/RG_V6.5A0^%\GT)0*00.=^G(H?S(#!OTE%R!
MLM)DS2YXGUS>?8'CS$6YGG\<3F(S_M&,[&'V%T.YU-X7C&Y@+U2:]AR*?5;$25_-M @ ML#7B8(WX,CAH\38R9Q#Z[R!H!JT#]L(Z Z&S%^[+ &JCBL@4BF=+8%D,$Q3, M8
Q#RQAN.&KX:S@G*:+0W[M24#IH[79@V^I"YRS"OD=]HU$]H#=X^\;O-#\< M@-^JX;<.61],J4WC0B#(!6R',BE]P?P)9D^Y$QA);78%<-C%<-VRUH0L%+#E
M4N&2<@2"LSD7W#Q1@Y9),Q+FTB2TW\22"Y9IEUR3(,D8)EY(X"/-&8V@>18A MV$ONVI9?J M.HMD2M@,98&&EJD#"D/P0VAUX$9FIQ'3"6@T1C@A#H=MM"_(@CA:Y]\.M M[-
!V]KIB,R&J4I,V97V+?+;@4<+4DLI7U3^J"TWD>P[9,C5'Y:TM;S M0LG4Z>WB)]<5MRHZ?4.FJL'UUE/>=*QF2Z)+QM0D[<6R?']UUG M,A4E[GF,#^0M=Z@#'SHPI5<487H'2\PH
N&D6$S#G]L99-]BT H@>+\SM1%A ML+ZHS$>6=3_E[^H;@;^C>,LWHNW=.N[#/35!&Y6MT^\V3?@[#=(-]A/R!1'; MK5_RSW\MX9[S<;07"BF((B:?
443G"55RC7B(I_9$$%/24VN_'#9K7QL3<57G M4*USJ,]VEB;\=Z7Y?]SM@D+3KK4;QZ8G^WN!)0RJ@1=V?T6X[40%KV7?=MDI MIN9_Q\!RL&P8C)$.*!'?-D(@E3W:GLK%:4%
[JY2R**%# C'7[O!'P6 ?U M1]/@'U!+ P04 " !XEI-9+:H=V;<" ''_<<^ZY<<[-I-'FR1:(#EY*J>PT*IRK+N/8 MY@66S/9TA8I.5MJ4S-'2K&-;&60\@$H9ITER'I=,J"B;A+U;DTUT[:10>&O
MUF7)S.L'\1IQ-*K;&!;J'ZM;0*NY8N"A16:$5&%Q-HUG_MLENY.-]]P4_(\^5:VC!"T\:F:01Y M;9TN-V!24 K5/MG+YCWL ,;) 4"Z :1!=YLHJ/S,',LF1C=@?#2Q^4DH-:!)
MG%#^4A;.T*D@G,N^/LSN9C_NKZ\7<'+/EA+MZ21V1.R/XWQ#,F])T@,D_11N MM'*%A6O%D;\EB$E1)RO=RIJG1QE_YJX'@_X9I$DZ/,(WZ,H=R.$Q M]FSAF.+,<'ADQJM]W2?
P*,5^@;.MY4"OP!4(=INHV20B<^2F9K(UB: -8<$6 MNE$@5(X_VW TINX!W0[>HFFNR_#."$0DLA)9G-GL+B4(XS8ED+I81:DY\D M4SG">T@_TC!(8-
8&6:!^LX4*NC6A3T<4I#>.C^E#QM^)(5U!X2!ROD6SK"M*D%<(K M,K.#VO=EQ#N.+=&L0U^RD.M:N=:\W6[7^F:MX_^'MWWSAAEZG18DK@B:]"Y& M$9BV%
[4+IZO@_Z5VU$W"M*#VC<8'T/E*:[==^ 3=#R'[!U!+ P04 " !X MEI-96:>CA*D" &!@ &0 'AL+W=OQZMB9;4J[7[]S$C) ME])SG[N'C^7\]UP)=6SS@$,>2VXT",G-
Z8"B7AC,!#XKH95%0]38!+E>6"&7\:3B=]D@;N&FOV3]7N6,N"=5P)?E/ MEIE\Y/0[ZH$KEE!H:#Y5<$66]DVJ8857_@.WQ020Z9,IUSJI0+R:YQH MH_!:_-Z7;>RK3+0)4UAY& O:%
OX,3'1W[7NSR@-&J51H?8XQLI%F<& M5('W"S6?D2<03"IR)PWH?6(/TNT7.\N!S"7'IF1B08PM>].9["]H8A!.95%2 M\?
91$]X*TK42894,")9()]#:*NUNA&1<2&60,=NP/C&!5YES[$I]8MVZ6PF2 M#R3H]YLWHA?;:*??)<='O< /+BW:WT8C1.T3>*&WBURL$7\;Z44=?"*+1+MG
MA>U9,VDHWQ4:GH:H'J6>^F&'["N]N]&;!:A%-8$T_MNE,'6;MKOMD!O7O?W? MO9Z0MU0MF,!JP!Q#O?.+CD-4/77JA9%EU>F)-#@W*C/'00W*.B ^ERB[6=@# MVM$?_P-02P,$%
@ >):361#J(]6L! TPT !D !X;"]W;W)K&ULK5=K<^(V%/TK=[R9K9G9"=B&A+"$$&?+H;*;9)DU(M.YV=?A#V!321+5<2(>FO[Y7\@!!"2-,/8,G2?9QSI2.KOY#J7L\0#3RF(M/' MWLR8O-
=LZGB&*=/[,L>,1B92I4BF;8:ATT4\8S;]!W[Z[5 MH"_G1O ,KQ7H>9HR]72"0BZ.O<"K7MSPZV\Y%'G;",F<93*?[@B9D=>UT/$IRPN3 W1#/M9%I:4P9I#PKGNRQY&$7@[
T"%W>12"7Y1DS;-!7<@'* MSB9OMN&@.FM*CF>V*+=&T2@G.S.X'5V=_O+MZO+L_.;V)SC_[>YB]"?X(S86 MJ!O]IJ$0=F(S+MV=%.["5]P%(7R7F9EI.,\23)X[:%)N=8)AE>!)N-
7C56SV M(0J^0-@*VUO\137@R/F+7O$WC.-Y.A?,8)79H8*3F5*ZWEF%]H#PD46RQ3! MOY1:-^#')9G#A<%4_[6)C2)6>W,LNZ%Z.FYOT9$NF0Q,^0<(=D4]:
[^WV;H=,9RZ:H*1KML%T2 E\XP_&3&Y899@98 MEM 6+TP->P2<3&C;:B#5 ?($3\B4!K1K"FA%R#$YKQ:%,Z9&! M4",Q:"1(; MW8-?2=5HBQ+
!,:84(\0*$TXFP]C,F>),@.6'B+G+2"P%_X=2F))(Z@(_M[2X@'PDJ_L"L,&D824-6/A&9V"N:@@-7"DVO3VX*B@N]/8(GZ= M6OPZ6T7J9HWLBK\=Q>N'.^%@A(\&3H2,
[S>J^_M2T/^MAA^2N.=RT8,S-(P+ M#6QL*R;I3&XA*L#)C37\KVM?$=P_L MN@UIM6CG(%O]3H:OOE5$V9 M6,WJ.LG:*%+-E0_M%-7472):3696#"U:3" !@ !D
!X;"]W;W)K&ULG5AM;]LX$OXKA#?8?S*8]?O8H-F[>+PJ[3I%_#)@D:>F]+/D7#?);+ZCA;(E+=-I!3V%?I#FCE%M"UWVFKR8N1]T_4!K%2KK?6B8&D+YIP (G5F'*FFTs
.....

[6ZNC6H:%1%9V=%/DS*51I25,?ZOC6M65$DDQ)\:XJY%\3 M6:\Z^_@EO/TR"7\CY]>4W'V^NCJ__1?YR,C=A%]/V.3R_/H3.;^_/CY^M/D
MFI.;CQ\FEY/PCKRAHHJ2M/R%')#/=Y2\^>D7\A-),G*5I*G46'ER6,GFJ8T< MQNNF7*Z:XNYHBD>N\JR:E23,IF+:49_:ZSNN!7 HC\OFX+C?#\Z%:R7>B<4[MX@[?
RO]S":E(N\3.K>+'\@YV4IJI+\^_R^K K9N_VG MH\$7JPWXW1M07?[[NR"-A% D+D3"&A'$0 MS-"/O]&/;Z.?W11Y+,2T)]%/I?R>1)EE53+0BCY7"Q+65QJJ*O7NK""^^H&
M":,K6%##U)SCZ6QXY]-G.0T@T?1W M.8.1$]=*SEK3J!)34N5D:H;QWA)&ZW;ZAA$)HTA8.&J%\\!IAARY00Z"&>H8 M;]0QMH[DY],G452)#/HC";_)2ZI2=(5^C P]$D:1L!
)8T@8!\$,C1QM-')D M[4&V-1+GI9S:B952IB0JY55&O"R*SDN$"RNWKVR0,'K4[M:/&SU_NTC@-[J! M=I'1J-'U@UIM!.YX$[ACZ\E]&94S$F534G\(_U@F3U$J^__.WOT8&2LDC")A
M(1+&D# .@AE*<8;:>1A:3_*[65Y4!Y4HYF22J2G!?)=0[*"^2H'2Z)IFF]#M M+*@;>(HFAG8+4O)L09VTPG$ZH.P=P)V5N_8(FET3=L.G..YS5Z[JU1PW(IP
M1ZEAT)CE<53[SV&.U2JI3["WK;.K/N4*'<%X5P2A1AB41M:+*"G4C*A3*U!_:TVS6(#4V6]; M[2_"]A?AJ#TSC[]VKAR[=379''9E32795#PD65*)@S1YDEUJHD_D:/>)#'6M
MH#3JM*VF43..[2*M..XMPE'--N.H/2;';C)]R+-'U/W" M57<@IW)W(DOR@ESGU8XN >J#06G4;7M7GN<'S1BW2[EC+VB&&9K$A:*98=:^ MFFOWU<+Y(LU?
A""7^5S=$8Y6"&\)07/*W+:OYCBM^6%'(;#TBB4%D)I#$KC*)JI*6TLNE8WRM"4T8^(W:EL=F1OX4!MQC7-O.'6 MFDMV%'+<9M?14B.0Q(Y?*WB[1._>/6#
<2#UIG_5UA_GK;^/+OU-\D.ZD= RI+<_AS- M%[_2KE#9(;V?$8+:@-[^1+..(DYSA@=M%$?1S*AJ_\^S9YKMN\2W5^\=3ZCK
M!Z6%4!J#TCB*9HI$NWZ>"S*)/:CE!Z51*"V$TAB4QE$T4RY;#YJBC40[L+=L ML(^6MM/;/*\Y+0\[2KE.RTB$MHRC:&:8M9'H6=VFL_,XSI1 M.V,+=0ZA- JEA5 :@](XBF9J13N'7F
=05ZK%:A%"*51*"V$TAB4QE$T4RO: M=/3L&80WHHC7N40;V10;V:P>/X^(>K)-?ELM\"&*3C5![48HC>XY!M=Y

5 MLZZ.A9B2!SF4SN4E-:EF44:<(5GH(Q:UCUBG_/ZOFV?08\E1-%.OVM#T[(;F M/Y>Y.BPW12(OCM4"+N?UXD#D*BJ^JC4UU/&:3.4!2N(H_;[0QIL/XDFDQ/F%
M_+E_=@1U/Z$T"J6%4!J#TCB*9JI,&Z\>UGCUH,8KE$:AM!!*8U :1]%,T6CC MU;,;KW4N;OU*!7WU5NB+^0[)0.U6:$TZK4-4F]XU'PVK:.4,_:;>;G0EG$4
MS5R41]NROMV6W97"J^[-5FI04NOCK5,[XD1^[HJ\?1M](P^E42@MA-(8E,91 M-%-)V@KV[:F@?9+!?:@M#*51*"V$TAB4QE$T4S#:%O;MR:"[D\'M%7O+ VH# M^^VTSG'S\8Z.,D?
-6W;05G$4S0REMFQ]NV5[G6<'G^\Z0PFU9J$T"J6%4!J# MTCB*9LIC:^D_WSHT]%J4QH<:OE :A=)"*(U!:1Q%,Q6C#5_?GBK::P43.ZNW M8J"VK]]^M-OQFFO+A=!M,BB-
HVBF$K2=Z]N]Q%M1YNFR3O6Y2/(R3D06B[=R MDAF_Z]0"U+2%TBB4%D)I#$KC*)JI&6VI^O:'SP%K%?M0TQ1*HU!:"*4Q*(VC M:*:.M&GJVY],_Q_7OK53>VL'ZIU"::'?
L:9B\WE7Z!8YBF8J0CNBOOV)]]

ZV)/J>V_/FJ M?:<+]J4NT.Q:*(U!:1Q%,V6C[=C ;L>R>C5.LKH";LF&?"[%PS*5?W[H3!&R MPWM+".K.[MEQE[R(J.@Z,4)H.QB4QE$T4R[:B0WLR:WK48C\2:ZB>";_6+S4 M'8ZZ!
[C8>>T+]5ZA- JEA5 :@](XBF8J1WNO@3UA]:;(%Z)0B6@W:915IFKV MF/=JN'=GM6CU2W>4/U7-4"$+5,Q;YSF'*#NPK$2B-0FDAE,:@-(ZB MF;+17N[(GO7Z(\/4"&KU0FD42@NA-
:E<13-%)"V>D?V+-@?&Z;L\-X2@AJ_ M>W;<,DQ!V\&@-(ZBF7+1)N_(;O)>1=]VV7KVFKVU +5]H;002F-0&D?13'UH MVW?D@VV]$=0-
AM(HE!9":0Q*XRB:*1OM!H_L^;8_9NO9X;TE!'6&]^RX$UB& M(:@-#*5Q%,W4R]8+QNUNZ'H8ZN?KV9F]98)]G3CV?>)01QA*XRB:J1SM"(_L MN;D_=,$$-8:A- JEA5 :@](XBF8*2!O#
(WM2[@]>,$&M82B-[MEQ9V@9JJ ^ M,)3&4313+]H''MGM4#U4O=K8@WJ_4!J%TD(HC4%I'$4S9#/6?O!X^)>-4V.H M,PRE42@MA-(8E,91-%- VAD>V[-\?VR_9<O4>"Q M9W?Z?
OPAQS'4,8;2*)060FD,2N,HFJDC[1B/K=;BEF,_7VY>AT?*40:J44) MJYQ,S><>[RW//=HWU%M.4"<92@O7-.-]"\V'^AETDQQ%6ZGDL)P)4=&HBLY. MYJ)X%),T?]?J@Q9R>+Z%%<
M1<5CDI4D%0\2.7PWED>K2!YGFR]5OC@=R$'W/J^J?%Y_G(EH*@I50/[](<^K M[U_4!I[SXFO=[+/_E!+ P04 " !XEI-9G+^X1\<$ "Y&0 &0 'AL M+W=O^WNP\8N9GBC[MS@\8"_
<^"&?&0S:GF0&-UX('LC^(I,"<3R.TQQLL MGJ)[)L_,0L4C 0XYH2%@>#N"%H2WPB".9)<1Q@#WQV ML$#$YU]DU:>- SY_^@(^ 1*"6^+[\C;RJ2EDIQ)IT\T[L,HZ8+_1 6B#6QJ* M
P=?0P][50%39E.D9+^FM+25BAL<70+;NI!_]J"M0^KP.U=<@CY\,]SY>'A? MD4V_N$']5*__AMXRYK*$RWO@_H@))^EL^?=&EH&UP '_KZ6+RTQRT"Z9/$JN M>81ML&S89
)0ZL7:J.0R%2PU*NJ6NF+1I5;E1NM7.C#2I51G9)2/[G8DD4+@G M\IFB&CAV PN\ZM>Q*!OJC$636A5+Z9ZATE%^T//E(N=<&CYMI6ZI,Y>?X81A M:86AV@L_4H'\?
*3(EV\YEUC]Y2M',V@.&6@-ZFQTNF9'EUJ53>F>H=H^%^MT
MA%Z21;H5R["!I0>M.A6M]EB76I5*:9"ATC3.';S#KF76F";;4)OJ'AOB"BM/C^L$AWW6OE*WCM9%\12IGLH\8M8GL22%LN^$V0G M@D;ISOF6"D&#]/"
D8=94D%>WU$J7D^2!HJO-?/_ 5!+ P04 " !XEI-9 MSC5D\,0& @.0 &0 'AL+W=O]+T=X]'+BWM]LT_S$>#'?NQOQ(-(O^[LX.QK7*"M_)\+$CT(4 MB_7EZ I?<#;+$XJ(K[YX3AJ?
4=Z5QRCZEA]\7%V.K+Q%(A!>FD.XV;\GL11! MD"-E[?BW AW5U\P3FY]?T#\4G<\Z\^@F8AD%?_FK='LYFH[02JS=0Y#>1\]_ MB*I#=H[G14%2_$7/9:Q#1L@[)&FTJY*S%NS\L/SO?
J^(:"1@IR.!5 FDG< Z M$FB50%^;P*H$5C!3=J7@@;NINYC'T3.*\^@,+?]0D%ED9]WWP_R^/Z1Q]JV? MY:6+^YNO-Y^_W*!?T;UX$N%!H,DV03?A2JQ4@''6]KH#Y*4#
MU\2(^*>7OD<4_X*(19BF032?OQ MHXVR64M NBAG-M,K"#?<(38_@A+?17>NYZ]]3]L%8_JIMQX4C4.AJ=0121T9
M2$X5,!2ID&@<"DTE5=IC;'2+O8JBQ\\1[$S:BM)$439I*TH3Q1I8:@^D(<5F M1_K)7POTX/DB]$2"W'"%KO;[P!$9!H' I-Y5-Z9&P/ M)3-0#PV*QJ'05%*EC<9&5]DK,^=
(&I1@NRTS3=31[(KKHAQJ=H&@<"DTE57IO;+2BO8J;':ED M-CL2W'$0MAH>L.JH)BH+TPN.2*]+S%[W-8+KGI&9P4\=&:!H' I-)59:<((' MDAL!->>@:!P*3255FG-
B]*E]':!+QE!H*KW2HQ,VE.1 C3HH&H="4TF51IV85[/[)&["*-==J#M#NB",B@: MAT)3:936G$R&4A>H*0=%XU!H*JG2E!/S8G>?NJ8:1;0?5DM=U,2VV^K213E. MA[JD
R9F!]REKIZ)FAGUY#$!NOH,A::^2I:6G%I#O4P&M>.@:!P*3255VG%J M7A'O$5J5K4S4K-9B_5(7=#1/TP1AR^J0&97.EYJ=KT%FW=,S,^;)XP%T11H* M3>6S4; Q6,4&;,D&;,W&$:
<2@-.SRK;J+*;TK"M]BJ_)HA-G;;(-$&--]AJ M\Z75I6:K:WJ4]W7V%P7-.V8DE%I>ZG9]EYM_$"$*5K&49)\-0:&K%H;3=[*RJ#Z:KU&!MBZB+LIUI2U2Z*&9W MU$TQZ7%93]5'2U4]4S
SVJEC 12-0Z&I3$JWS88J F&@EAL4C4.AJ:1*R\W. M*@)AQX4;SN1(7YH@VBZJT@39714@K%&2;#:W&G5US[S,6"94FB'95_#)I9YG9 MSNJ>7#TS+C/BR8,!=%$9"DUE4[IK-
E2E!P/UW*!H' I-)55Z;G96I4>5W=Q) M8N-I6V&ZH".%:8*L]MK&N+%U++-XFV(+7H*\Z!"FY2:L^FR]S>^JV-S6.G^-
M+WBY64_"E'L';]UXXX<)"L0Z@[3>3[(6Q>5VO/(@C?;%!K7'*$VC7?%Q*]R5 MB/. [/MU%*4O!_D%ZDV1B_\!4$L#!!0 ('B6DUG.Y5J*< 0 ,P: 9 M >&PO=V]R:W-H965TJM:]?
9BV@LW&(B:Q,PV+L7,#KS%">4(1\36F.[%W#/*IO##V MFI]\GH^=7CXBFM!(Y@BBOK9T1I,D)ZEQ_%=!G;K//"_^(U^5TQ>3>:%"#IC MR=_Q7*[&SL !<[H@FT0^LMT?
M)I0D/,BEHCB$^S*V+#O@&@C)$NK9#6"-,[* M;_*M$F(O 89'$E"5@+H)_I$$KTKPWIO@5PE^H4PYE4('3"29C#C; 9Y'*UI^
M4(A99*OIQUE^W9\D5[_&*D].'F^_WGYYO@6_@D>ZI=F&@I?OX#:;@WO"7ZD4 MX".FDL2)^*1"GI\P^/CA$_@ X@SY4=7GM.P3'>D3(G#/ M,KD2>4=TW@:X:@+U+-#;+*;
(2/PKDE? @[\ U$.^9D"S]Z=[FG3_G1DF(U7 M7Q.OX'E'>#@69+GD=$D*:[!%?6W^^5.%@L^2IN)?G>XEU]=S\T?(M5B3B(X= M]8P0E&^I,_GY)QCV?M-I9A.&+
<%:>OJUGKZ)/OFB'I^\5% G6ID<%,GY8W([M"0/8&[G;?3$T00//:P=A79_J(-:@P_JP0?&P3^LB'J\170CXX@D@"AK3F.V M;K>69M5-S@@_]XZP"<.68"U1PUK4\$(."VWJ:1.&+
<%:>O9K/?L_XK R.=SS M!4(^ZCA,$^0?.$P3%,! [[!!/?B!#51JV16NKB1HU MT84<5H%MB6J3AFW1VJ(V138=&&,8^EV/Z8+"KL5T0=X1AS4U+C07 MN7>,S4UN,F:??>%MTK
M6ENYIL"&P:7<9+6ZMDK#MFAM49L"&QKKS9-N"@\\ M$ R[%:$F*$2#KILT0;!_Q$U-/0O-!>U-1..J*B3%8O4[VU*>I323)H,9@6??
M"S9IV!:M+6937\/!I0QFM<*V2L.V:&U1FR(;&FO.DP8;'AHL['<-=A@4]F#7 M8!I2/]0;##4E+3*7M+?9-N:L,%7US^N.\?QU"%3(:L%MI6:=@6K2UJ4V@C8\UYRF15=OO58??-
H2XH["QU6$OJFLS=>\V? M4KXLMDL$B-@FD^6[\KJUWI*Y*38B.NU3>(W+C94&4^[S*.LMXTR A"X4LG?5
M5R/BY=9)>2+9NMA,>&%2LK0X7%&U5O(\0/V^8$R^G>0=U!M8D_\!4$L#!!0 M ('B6DUER.%IO(0, "H- 9 >&PO=V]R:W-H965TBISPH9$*,3\S31ZE4&!^2N= MY,R,L@(+V66)R>
<,<*Q!16XZEN6;!,A@Q3?:2(4RI?11=2[CH6$ICR"'2"@*+#]+N(\5TS2CW\5J5&OJ8";[37[M=QV\#&:*.5S0_'<6BW1H] P4PPPOP!.!7!V =X>@%L!W-<"O K@:67*4+0.(18X&#"Z
M0DQ92S;5T&)JM P_(VK?[P23LYG$B6 R?AA?WX_1"9K $L@"T/09_7J> SH. M0> LYU_DW/U=B(Z/OJ CE!%TE>6YW#(^,(5T0-&84;78J%S,V;.8[: K2D3* MT9C$$&\3F-+SVGUG[?
[(.G5>GJ'V(-K>6^R4L$FT4IP1X/5_;@,_(YM M#IMD M84MD6\+YM7#^!V61WZ:>;9*%+9%MZ=FM]>R^)XM*L+]Q]AVWX^UD48-1UW-V
MLJC!J&]UF[.H5SO?.^P\)2<[F80PB=&-2($UA7.0[JUGH$VRL"6R+1G[M8S] M#\JI?IMZMDD6MD2VI:=MO=1=UGNRJD)O_J5X=L??2:LF*ZMO[^15@Y7;]^R= MQ#(WBL@"6**+
<8XBNB"B+,CJT;K@/]=E[L[X2#T$="Z0E.^(JXP2S+"40XS M26F==J5+K"S,RXZ@4"6_0<_&:M"3*\.9@+$B>I5E M5#V/@,M-WPN][8,)6Z3&/O 'O25=P!3,XW*L\,XOHR0L
Z&9%$3!O.\-PYO; ML&$=G,57!AN]=TVLE)F4W^S-'TG?"RP1<(B-#4'Q;PVWP+F-A!S?BZ!>.:9U MW+_>1O_HQ*.8&=5P*_E?+#%IW^MZ)($Y77$SD9O?H1#4LO%BR;7[)9O"-O!(
MO-)&9H4S$F1,Y/_TJ4C$GD/8/N,0%0[1L4/SC$.C<'"9\W,R)^N.&CKH*;DA MREIC-'OA$\NR:T41F%6R8AR*F+0Y/T= M&,JX_H!O'Z=WY/V[#^0=88(\,,ZQ!KKG&T2P@?
RX&&Z4#Q>=&2Z,R ..DVIR M+Q)(#@/XR%X*B+8"1E%MQ,^QN2*-\()$0=2L +I]O7NC!J=1YK/AXC7/Q"NS M.-0:3&6&\@ M%\"NLO4@:G9Z_GH?NL*F%94V!V3-
DJSY.K(_&9TQSLPSF<&" M"<'$ E>"JWD5;AZUO8?2#MM'N*)._6Q* MJ5B U907AW)-YDIFQ9X%BL14IX0F:[>77!"!]40YZB135;(ZI\3'5:PPB3B6&NS:-
OZ]8L5AF*XTN6N.DRV9,.$55[-()(7=JXBYJ&L\$A78=0ZL[\= M\NZ=JN%K-H0+,@';2UG0,2C7==F%_GG&V<)5XX(,,[D2H(_/$';7[<%?RW(M_RU,M!,:O970^ZO/*A-4Z_NS M"?
+WFE8\+Q:NE[<[%:Z&O/TKGY;?"T/7)1\]']GO"-<,[\+D'R$/5.%)J@F' M.88,KCJXE%3>U^&PO=V]R:W-H965T7C.$7F]C=ESLJ*4H^]A$"4WC17G MZZMF,YFM:$B2RWA-(_'-(F8AX>
(M6S:3-:-DGC4*@Z9C69UF2/RH,;C./ANS MP76<\L"/Z)BA) U#PEYN:1!O;QIV8_?!H[]<&\P@G@VL6;Q&35PN:?)%9 M/VLM[.5'\H*ALP\?T0?D1^C.#P(A>W+=Y.*>)+DY*_H? MY?
T[1_JW'7071WR5(!S-Z5P'-,5@]B-R=B.Z=8S$^WASB2S['#F6TZJZ(7/S MAQF_1.[QYM[[F[L5S?'[FSL&8[A[>=V,YQ[AX7 =Q"^4(O%#FCVC=Y8OU39
M'!+F0<(P$$Q3I[57IV6B#T9Q*!Q^0C*7N:9L1B,NO+.&4,FGKPNHDY:N8^7_3.1(K-O*3)"71C*)4 M>#*&^(HB/!F/T9EPD'F+CU7"&#NO*TP.ZQP(X]I6]J^D#F2O& BFJ=/9J],Q
MJG-?5F4W-^:%#N_1P-A%70TZKS1H=SNM3K>DP.O+6KUNUVWKE^&*RSK]KJ5F MFV:U[MYJ7:/5ALLEHTO"*?I*@G2W/,A?L++;;NF89-^-=RYG+):.*AL:.ZQK
MPQS6/K1AKV2_BDM*)L85E[2J[=;;VZUG7$_1])'B]!6^ML#WRULDKRQGO8@ M[0,)\R!A& BFJ=/?J]-_:SW=KX&(;$2H2N3J*9WS(N4BA$5D2]@\.?#0CF7W M=K]P&1.]X2B,_=
<5L?]J:MM=VVWW>^6?.F2O& BF"61;*MVPC!)-TFE"OZ5B M$B&\$7^KC&Q&U+4R*,T#I6$HFB[&0>YGGRH[*,A0&D'2/% :AJ+I&CE*(^?T M\4W1QZ&K<5K];KL4;
(S,]U);!T@:AJ+I.JA$VC9F@J>(F(H>#^,3IU=6!#1S M!J5A*)JNB$J>;7/V7-O.>J6%R /M$T/1=%NK7-ON MGBHM$&S:E":!TK#4#1=(Y77V\;$] >DCN8;J"UE[W5$YW:[;:OKEJ<2:'H/
M1=-E4@F^;<[P)]*^%],L_!V3EU"ZL"%C)%I2^?H01*\T!I&(JF:Z12>\>DR^R6B!8O#+'*>9PHMT%),+UZ62"J3 M75\M"FB!X(T!M Q3"+08 $73A5+% ,=<#'@4=A?+/Q=^+
<]GGB*?)^CLW2YR/["N>'T14F/QM_1]C2%Y(%="&0UF57K)DL/VZ>O^'Q.CM//8TY MC\/LY8J2.67R O'](H[Y[HWL8'_H?_ O4$L#!!0 ('B6DUG=2)RDW , M &43 9 >&PO=V]R:W-
H965T MYY%6L]KAGO'O8@T@T7-&NV'# MJ7'*J!MX7M_-,,F=\= \F_/QD&TE)3G,.1+;+,/\QQ0HVX\W$T1IK*$V/?
M]>1+.G(\'1%02*2&P.IO!S.@5".I./XI09WJF]KQ>/R"_KLAK\@\80$S1O\F MJ5R/G(ECB+96/;/\92D(FP(1187[1OK3U')1LA619Z:PBR$A>_./G4H@C M![]_QB$H'8*F0W3&
(2P=PM,C9'G%MK=#TP(AIO!5] MDNMU7TBNWA+E)\>+SY/'N\OI9'$7H]G#_?SNZV+RYY>'KVA"*4NPA!0MUIC#
MI18W10G+U(X3V*P9/.LQH(\Q2$RH^(0NT;=%C#Y^^(0^()*C>T*I,A1#5ZI0 M]0?=I QK6H05G G+#]]R^5:H+L\A;0.X"J.%='@A>@TZ$1\2.05"OT+%'A! MU!+0[/7N88M[_'KWH(-
-6"U;:/#"<\MV;DU2(A+*Q)9#J^H%:M2.JL^86['! M"8P<=8@(X#MPQK_^XO>]W]H4LPD66P*KJ1E5:D9=Z.?5+'=XFY(%8L\@ZL-U M-_9#;^CNC@5JL?&#NDW<8A/T*YL:G5Y%I_?
JS3"/]0I+=&$<4B/VC%6_N MF_^UB#NC^DG.UQ7GZT[.,R8D8DLTYRS=)M)LHH7Z!DG:SYQ.M+?N')M@L26P MFHJ#2L7!NYS@ YMJV@2++8'5U+RIU+RQGHW
M[QUJ,J^3S:/2!_-D;5(KAIVJSC?ZY&ZMHSJAWKHAK*+%MM#J,AZ5MOZ[I%@) M:TM2FVBQ+;2ZI,%!TL!ZGI6OQRGB]QN)UF83-C*MS28ZDVJ'.MKO+"S'"W7C M)/GJ
OT!.7!,3R<7B.FQFW:E-O]?,NE.;0=#(.O>H_Y !7YD^ MCE"AJKM$<4.OGE:]HHGID#2>3W4/R?0U#C!% ^H>\Q7)!:*P5)#>U;4*B!<] MG6(BV<9T.9Z88E"PSPS7@%+@V4.^7C,F7B?Y
U5D;_P=02P,$% @ >):3 M6;7*PB:B! =14 !D !X;"]W;W)K&ULQ5AA M;^(X$/TKHYRTNI-*20*EI4N1*.EJ*[5;5+I=G4[WP4T&L)K$G&V@_?=G.S20 MG).C:J3R(23.S+/?
LSV>S&##^+-8($IX2>)47#@+*9?G[;8(%Y@0<.Y[PUW-/Y0NJ&]G"P)'./LPAEYYX%WJAV, MQ2/%C=B[!TWEB;%G_7 =73BN'A'&&$H-0=3?&L<8QQI)C>.?+:B3]ZD=]^_?
MT+\9\HK,QX9O$O&LG%A7/F0(0SLHKE/=M\QRVA$XT7LEB8*VRVMJX#X4I(MEFR=U0@2FF;_Y&4KQ)Z#(FIW\+<._J$.G:U#YU"'[M:A:Y3)J!@= B+)<,#9
M!KBV5FCZQHAIO!5]FNIYGTJNWE+E)X?3[Z/[J];E:'H5P/CN=G+U8SIZN+[[MT?I&*(='$'$J\01D*MBJ6>)@&_!R@)C<4?@[94W6N0=KCMZC+KRJ_HRO/AEJ5R M(>>JC3 J
K35N//!^V^#O_1K$>]">0P=[PA\U^]:!C0^W+UC<0\.=_=KV'3R MJ>@8O&[55$@6/L-=)K1-WEIW'2#.Q9*$>.&H"""0K]$9?OG-Z[E?;=(T"18T
M!%:0K9O+UC7HG2K9%H1C2^_]",8L40%1$!-21IR3=(XJ2$EX>H5]NPEY-$1_'6C(.%:8B+^MNG>;5+W)L&"AL *NI_DNI_4+M=?)J0J,
M6:RV1TSEJXU2!M8OC,$OZ3VV&I58!U:CGIW,64[FK);,UZ1T0D<96JXY7BEMVK+X]<'G^CJ%?G]Q] M='D=@3TC/X(*NZI>*\.WB.XI2E-5HE5,M]"T^N5);-9Z62W*)G5JE,AV2X=
M]OXG'_X4R?N_[P*_79YL5>;_@TGBGQK0P5" MR#C'.!-O0^4"LN]NQ7^)R/=W6%2YQ;JVS5,F;S/J_F>Y6*VJZ.[24:\^'[UY
MF$S@"TF67^%^^M/*H1;@W0&X2;2@*;2B>+MCE;Y3V7CTJ03XW=3T!ADY6W4OXG*8"8IPI2!6'U?[A68TO>Y!L::I>3TQ*EIC;!9((N390 M[V>,R;<'W4%>:1W^"U!+ P04 " !XEI-
9!K7?$P % "2%0 &0 'AL M+W=O+0DAO<(PB_F:-20@9OR4;G<8$04\JA8%N&8:C MA]"/M/%0/EN0\1 G+/ CM"")F$(R?L4!7@_TDSM\.#9WVR9>*"/AS'$:B%!6&+^*FP=OI!G"

*<92_8#%5[\62<7PR$S*F&F_EW%%+R6B0",61X[9:72>F(6_^DG;_M1`[Z8J6CD+,)!+6*8RJ?KE@D-I<-TGANN OG"VT:G$%_2>?LGNG'¥43BG9-K M"<*8<14*#I+-+AM#\F%,+HQ TN-;R#:J< UF*%,A?IB;+\%EHV4L8A'SM5%! M\6_-1BR*C":TXV>FM)&_TP@6KY^U?TP&CX.94L5&(OH>!GIQV>@U(& SNHKT MG=A\9MF .D:?+R*5_, (FZ]MJ@+]26L29,%H0ASSJH[\R$ 4!USL@X&@"[IX M.1\0\#((!UB!=B,03LBD0TDXC*FF@[X4&Y"F-VHS%PG,1[}"W+C]WLM\6F(-MS.Y_GH_?/AR^Q6^"MY<,Z59 -1#99!Z*-1/$(3* MCX1:209OQTS3,+OH F/]V-X^^8=O $'U()*IB#D\,A#K%&<+U0<,T#%NPJ<)!##L-]AG'E M6C7>^OH]>.0,W);;KC!H=+RX5R$^/E[5SAK-7P_0)BOTF]"EI'AJ7G\!USY7Q^!>NM%R9!PIN]8))T O* MX79IU*$C,5;24,'+53S%YV^6]E7PSYV((L Y:C3^6^7E=!3MZE&8=>^#6E*? M739P85-,KEEC\.(L3 M)IU*[ZI(IAJ[B4:SX*\'I->[Z#OK(B'K:T\E5).R'4*=G%#'2N@31K'\]P*4 M3AD*;HI[4*QO.A5*3%Q2MIU*L29E M.Q0O(LV$JE1%((HZH-WRC"_L]7:D]G6 MI&V7[;96(=9D.D_F#$T2#3)R/T*0^*$L):RX6ZM.TBW!8,Q%XQI*E??0 KJ@EW M?}>QFW0RP-WA[>>3=$-.1O:Q?95A_$?G[L M+I&X>[_&XM@]9G$\HM/8/IC? A;4M2XB]+GGDDOEBSL/_D(DJ,.A^<>/WA=(* M,/;&O6H+YFC$9BZ5%OZ/}!L=[OF<:8.<_5JRY.DLK7W,QE_)\KR,J53QV(=Q MK,%$!K4P"9 M\#WD@=+1!E6PK:J26MQ_(Y4X7!? R_W*=0(Z1C= K?VV,FY\FYA<*9NN(Z_=[< MM^9G(/)D1&"O_H:1WFBQ3+[J M3X76(DXN%XP&3)H.^'PFA'Z^,2_(3Y(&_P-02P,$% @_>):36;R:RO;- M_P (@\ !D !X;"]W;W)K&ULK5=MC]HX$/XK-M5EI57:E+8N>%L 6D7=C3]<.VJW}[=U]-&"!J$E/;P-Z_/^=E0W"X"$'2<6MMY>?(\W M6YF_I*?C'=+W N3+[IFKD5VSK.(4,A&S#'%83ZQ[? #?'TFV0(/Z.X2@:SRB7 MLF3L1S[XLH83NX1)#)G(^JOP',(§ER)N7'SXKA9(>)W)/^Q_%,*5F'45 M,&/)_'%*;B=6:*$5K.D^_9\4^H!/DY7\024?RB8XD=JAFCO9 LK8S5.(VS M\I^^5H%H&."@PX!4!D0W\#H,W,K O=3)PR*4-NEE'(.2JZ^QLJ/3+U]GWYX>T5_W_SXN4'-PBYXY.\1%?C_.0=(X M$3?H%KTLYNCC^QOT\I49>HJ31 -$V);*EYS1CJH'\IY2<>\F* GELFM0(_9 M"E;G:+8242LA;TH>2"_CMT@.D(L_(>(0S^#0[')SUV ^O]R<]*AQZ[RX!9_, ME9J.|-@^-./1Q@38 M.\?,VYC0#VO,F?=^[,W?Z_U7EMU>H* D"1HB8^PZFH0V:$J4J4(;$WB!64)0 M2PAZ)9PO8;5VO7Q"5*C38L>XU/=\]2=HZ_&)GA(#R'5'FB 3D^.9%0UK1 M3=FHB$O(8!W+&Z3$- ;8GC+,TO.8&O2;9_$ID9]$,ZVB&O]Z@:UBI]9V4L5/'_M2[3G'#)IBF+8SFA(M*5AP."AMC(,F*%K7ABC6LKH]Z6HVPA%K$9P8,"30A!HPW[!#2N-S@ MWQ/2EY.*ZZP&Z]74@'%#78D!XWYTV<&]-X$+U?4FSS5LA%,V#"'#LZ +,(-RA[W05P?UW MD=/!<+]EONNW=.-W M7[0WVON'O $LFI(33=D]/E&^B3.!$E@K2F(K'_MK6IB@><}]7W-F'P,Y!/4,?"TU=! ^XEI-9CI^<CEL$!0#P M0^`AL+W=OB M*7*R%_)9;2C5Z#7^N)IZ&ZVW5[ZOX@W-$>B>]*+>7P)A4R)QINY=I76TE)8I7R MS ^#8.#GA'%O-K'/N1L(G8Z8YP^2*1V>]4[DCQN:B?W4P][,@T>VWFCSP)]- MMF1-EU0 ,;1\DW/FEE83EE"LF.)(TG7K7^&]!>T;!2OS&Z%Z=7".#LA+BV=Q\ M3:9>8#RB&8VU,4'@[X7..9892^#'WP>C7KFF43R]?K/^Q<(#S(HH.A?9[RS1 MFZDW\E!"4[++]*/8_TH/0'UC+Q:9LK]H7\@.:AZ*=TJ+_*,'N2,%__D]1"(M$P7%,*J0]! (3HH1.]5Z!T4;*C] L7&84$TF4VDV"-H;&:N;#!M-J MS[C9]Z66\):!GIY]_3:_O[M%WZ__N%VBVS2E=A^0)]}(§DW1YP75A&7]G 70 MTW*!/G^Z0)\0X^B.91ELG)KX&MPPQOSXL.1- L638L"0.T9W@>J/0+4]HU'3EO!8 MY!1]ARU8,!5G0NTD17]>KY26\)G\Y8IX8,'GMFAJQY7:DIA./2@.BLH7ZLU^_M_@D/@E])P0(@4I32ADF0 S"F N\ *VX,3AX85K+I$6(%R2$1NID')- &AE^B9X MYZF{}YB)8AHE# H29)R;7?*66P&-6\ZN%=AJLN$007*96;DIAJ65,-6]OF& M\+79*K3CDL9BS=D_@&7R\+!#3]!AW9-1A<>2J7Y3+ID&LG%)-FXE>Z0D MLWL#Q58A:$<2 -2 ^:=B\+I1QS85*.LWK$AT<5>)RT6;FC_'Q^,\;"6Y?8TI M(OST&&JER*FB?BY8UJD!,%>0=^H2--.'=8X#W$%T"53_>X63]%Q ^-)RX); M&>_UADL!}S.X_]: (:YZ[Q#"U9+@$&K:G_#H>_A?1}(+LTTSG$EG5=S)$M,/ MF"BLLM2%QN,JBL-0OPGFV*C@UM-[YNH7H=IM=CR1%)I6=>&$*HR:W#C&M8O[M497++*1<,:TGFMC=HJ GXV#W@JO;AB'?2DCT:RD>HYCQF&,.?I*5] 2.2SBB, M1/H27>=BQJW9V;KD_^W4L*_]&?Q!ZU8!-$_&35R*M=V9%-048"W.-C+I^58 M>&V"H^(7#.N4$93,!ETAX GB_&MN-%B:P>:E= P'MG+ M#8R\5!H!>)*H=]NS +E$#W[%U!+ P04 "`!XEI-9(ZI;]['L" "=!P M&0 'AL+W=ONJ. @<<=KW+MKGPZZ-=P'?*"[5VAJLDD8!-"AIHFV M#,2\%9GB)C%DBD\;OBM.KC[3]?6*,;/3;K0\$H67@GVG[ZWD'*4)&9,;!%,N2J#+N]LD.0%@!PFU 9P<@ MJ@#1:P&=*M!QE2FEN#H,B29Q3XHE2!MMV.S"%=.AC7S*L5/M#2[U.!T//IZ M>3.^@ON+'U<3V##NR3-D@M&4O"@X'*(FE*DC^ /DR$<'AS! ?B@,B)1 >7P MP*E6Q\9IUF/*F+E4U?.U2=$>Y"=5.H,RG7!'.NT0QH+K3,$53S'=)/"-MEI@ MN!(X"/-0 'IX>'NY1$]77%3F^.-=U\43DZ.[F MNKP;^/G%Q,! (8ZY^-16);#=?UB"CI#\\VZLNfU3[ZIE"5EUU':?KJ(S\PGM5@O MT+\AW:V084-(5(=LB.G68KI[Q0R0XY0Z-0U*P+17;@9(M56@+'_)H7E.:=K MN06M\..6QJ:@]MF6RO\$E3K]M<:5HYRY : @$7.NRU^'U]M8SYL*UUBW_P,R> M4*&$X-9=Z-8G)):36:*+MN.9!0 DQH !D !X;"]W;W)K M&ULO5EM;]LV$/XKA% <,"1#'(B4[3N<82)T4"Y W M).DVH-@'6J9MHI2H4G2<[->/E!2]D6+CP>L76R]WI^>.=_<]M93)Q\$@#==YH$&$: M]Z.3[-]]F$[X1C(:DWL!TDT48?'ZB3"^/>O!WMN%! [I:2WUA,)TD>$4>B?R2 MW MU-BBM+&A$XI3R& BR/.N=P$\S,O_\^U?\/Z@9)O6CH\V9<[Y-WURM3CK>1H1 M8224V@16?\]D1AC3EA2.fX717OE,K$>.2K/^.7- >.3/'*9EQ]B==R/59;]P# M"[+$&R8?^/9W4C@TU/9"SM+L%VP+6.\'PDTJ>50H*P01C?:_%(${HJ8 @PX% M5"B@]RKXA8*?.9HCR]RZP!)//)X)O@=#2RIH^R&*3:2MO:*R7\5$*=9 &X7!,!#BZ(Q)2EATKHR^,% M./AP'#X &H,;RIA:G'0RD J,?L(@+'!\RG&@#AQWH3P&/CP'R$.!17WV?6G_ MJ3Y0$2G#@LJPH,R>WV%OQJ.$QR26*>@+1B# >9H2.?4P-QG83>]@F."1G M/55P*1'/I#?]1A5+'*_HG!&KG[GR,%/6;>)Y MBKS)X+F.WA2!'BIE&J""$E3@'1/49)8R_$@+F)"9+*M.C(AOE&NN.(JD@JK](M&^+ <\J@&QX55/>8K&PQGQHP(/CH.6"16;8$?11Z5TW5)KBL".@) ^48$^<8!_76)"^;NHJKJJ %=E@S14V@"?&T]&P!= B$M@! MCDN 8R? 6; [Z]!\%\$%5+1;A.LN""_*L"#71Z0MF/+6WE[$94[\%V10)H!WR M:0GYU GYFJAP CYG=)7%THKLU*R=TQ8RB\B)'1GT*NKRG-CN=/E;]<85G]9> M78M,T%LL:FT)V!F[GD:H6MH*#QP*&1U -'<4C44JP+B39PLKS31',8BFD.^/ M.Q!6' 2#_SH77%,\IXQ*:B=-Z&2W7:>#?5EKAJ%B-NBFMGNAB4V^'H&$8=6S M= \CWS$!MV,ENVJ^GS9WZ@FG!6$%:#)5'VC 5N%NEIP M16C0S6C=+=BDHGY[7G'+-!%5? 7=A-7H(:RHR5ABG71#JS[HUPT6=62BQ:ASERLJ!>Y M]W]9JP&W/ XW"]TBG2(+OJZ0:Z/>?V2KK[LM8,0$6Z:/@_O)-P$OG.$=B3 MM688*BI'[]R-NN=#9'*Q/VP3MD4(C3O8!U6$C4Y^7L-TS@8[+]V>K#4#4PT* MR#TH[+]AFL.#99%- H>Y%KD8,Y!XQC$[T@]';6[GA=R3M>:,P6IR\;V?EN&^ MZ]?T>&LUHTNM*98=K@A=$:_%U?\FY M?#O1WR7*[U#3?P%02P,$% @>):367M&):\ P : L !D !X;"]W M;W)K&ULM99M3]LP$,>_BI6A"21&XO29M9&@!0UI M!41AVULWN;8>3IS9[@/??G92TK"C31LGOQ_]+/OKKODXE'. !1:Q2R1 M/6>F5'K]NC* <04SD"4\AT5\F7,1$Z:&8NC(50*+,*&:N[WE--R8T<8)N]NY6 M!%T^5XPF<"N0G,>$&W91,803]{;T5>N06*A&- M(9&4)TC I.>+V8,9'0Y^P[C=2LY[0=%,&$S)FZX\LOL%Y0 M!AAR)K-?M,SG-CT'A7.I>+PVU@0Q3?)_LEIO1,G]W<8^&L#/^/.'664 Z)(MT!5\B829K=7,0[;4S%K#T<1$9:2$_DJUG0]NKOLWPPMT?_;C8H0^H3X1XDG'' M>DE$)-'A !2A3!ZA T03-*2,Z9V475=IS\;>#=OQ&,@-XO-Z$Z035\C'$/ MKZ.'T0 =A'R]E'$U>$'O% 1*BEO#T 6M>]D-%,$=N4T>5U4E7&-F+=>8.&\=1 M;390>BU*R[#$*PP-5O0?F $2]5K 6H+^%<,AB Z#? O1?NQ<;)W$/0Y+($C8. M;2=0?R?<4[?O;3%U&(5[J(*6*GC]MKR Z^]'ZE]D00>9V]\BZS(*O&ZTL$4+ M#Z(]"^2*Z)PM[K=[1/08>-OQV.O??[I- U7M#Y8P5BG"8:I55%FJYK*^SNH-B M7MT($X'Z?]F:F?X# &D,]/Q4'%QUS"73_E/$?P!02P,$% @>):36:W, M50B5! ;A0 !D !X;"]W;W)K&ULQ5C;;N,V M$/T50ET4"9"- +K[%J6T@ME(T#]DUDLUN@:(/M#2VB95(E:3C;+^^U"3+NIE- M4@%]L45]YFC.T7 XXF3/^:>Q!9#H)8ZHF%I;*9-KVQ;!%F(L+ED"5-U9,QYC MJ89\8XN$_PY3ISBR/<<9VC$FU)I- TKDEGTW83D:$PI(CL8MCS'_,(6+[J>5: MAXD'LME*/6')@G>P"/(IV3)U<@N4$(2 Q6$4<1A/;5NW&O?'6F'U.(K@;TH M72--9<78=SVX"Z>6HR.""_*I(,#Z>X8%1)%&4G'\E8- :Q3.U8_GZ@/YK2EZ1 M668!"Q9}(Z'<3]TK"X6PQKM(/K#],Y 3&FB\@$4B_47[W-:Q4+ 3DL6YLXH@ M)C3[QR^Y$"4'=WC"PL<6Q:#&H, M3185?L."W_#=_- :J$:K:3)NIW55T+HRTG46.XDZ(44D9BH44H(7A+"L^LV M+E>&,#(N38M:8OHFBPJ5<4%E_+KR #0T%89Q,_B:S(L6DUKM)LFY=I1(> Z MQVW=>=^&<<8'N:,!BR/9TH#B2! 3"BND=E:!JK42W+ZJM%(#^N%)R55K]F?K MCNYTN;=TBN9WA595OJ14N<8$.KU=RRV6Z!O;14KN6$@Q%ZO(6U^4\,'5;-, MQ7:,B51?]>:@WBQA1VA5";VCA)Y1PB(9=68FQSP- KY3HI9VMUU9;%U-5P>Q M#\8:@D/"N*RWEKFX7G,)UA=RFTV[$)DIO5>R8X_H&GLFTYHG-(AVH>YS2*NN MK:KTFHS=? EV63GO"KM"J AZ[0M?<%BXY>R;I%^U9GD/GZ19-LHJI@*U U.M!ONL4ETS5VB3H7*:>D!SQ$F.XF[QUQ]L@H4 MP5!!.IR@61)>MRS8E*R. +W< @Z!:P-U?\V8/ ST XHCQMD_4$L# M!!0 ('B6DUF17=%C>P, ', 9 >&PO=V]R:W-H965T,S%2GH5X,8N[9.)XQB/@&$&M#0?%K"W@/W#"A'S]K4]=YIP'N M/[^R?R[%HYAGJF N^ ^6Z,W$&3HD@14MN'X2NRJ0"^H;OEAP57Z276WK.20N ME!9I#48/4I95W_17'8@]@#*\X @AJ0- &A$< O1K0>R\@K %A&9E*2AF'B&HZ M'4NQ()8(YMY* (-9HE$^RTS>EUKBKPQQ>OIP^Y767FR?78U>B6(7?C MVH59Y4)PQ 4_(/DYW\B@1>$%H?F M[X?W+/#H_?"@0TVO25&OY.L=2U&1@J1:R&M;;"ML:,>:KG&M/_:XG)*LNA$9 0"3SI1$;>/V7&3TD6G8CL(&J# M)F]#SHS/J&(QV95]'A)"MWAFUE#W*UL8*[K!7N]"42N]6O3 M\SRI[FE&C9M1Y!?&Z0LSC*'0'94)7I=*%>V;K=(Q.N5A/B59=""8R@Q#ZWM^Q MQ.LLB:]"8_EG1?]_U2U65278@DK.V.OY.+?.'M5[?'^_7"_[K5)YEU5DMVJW M>W=O&L;>UU.M0J/7YIJ'+^G86=5U83;K70(B]GOF>A<8(L'S?XKP"D,<#?5P);3+TP+VC^9TS_ %!+ M P04 " !XEI-9JO ^;>\" !3"0 &0 'AL+W=OK#BXDFF HJ9Y3)H94JE9 .;MHQ3R+ | MYCDP/3/C(L-*=\7XX1VA@FSHD$Q-A'1@"\4)0PF LE%EF'Q M,@+*51'/+M=8#=V2>*C- @1X,U$,^$;IGURP)R8!)PAD2,!M:9^IN&_B MBX!' BNYT49&R93S)].Y2H:68Q("'K$R#%B_EG .E!HBG<;?BM.J/VF F^TU M^V6A76N98@GGG/XDB4J'UA<+)3##"ZKN^.H;5'IZAB_F5!9/M"IC>XZ%XH54 M/*O .H.,L/*-GRL?-@!NN /@50"O"0AV /P*X.!+""1 4#A32BE\&&.%HX'@ M*R1,M&8SC<+, ,JWE$V:6_5X)/4LT3D57-X\7-5]N[WZAPS$H3*C\A({0P_T8 M'1Y\0@>(,'1-*-5+) >VTA\T,#NNR$#W/70-6B")9"\)K!UIG6Z MWCK=D=?)>!NK8^2[GY'G>$%+0N?[P_T6^!A_N->AQJ_-]PL^?Y?Y,E,:0?6Z* MLS?*308Z'5.V)8KY@JGR**]ZYO!65$0&^,C?6,H"_Q_FO*Z<:U5$B81A9FF M=([[.B%1E0"RHWA>%+4I5[!$%LU4WWI F]/^-&PO=V]R:W-H965THJ- =U,XRBPBE-3&A9GIDBDAF343&V8),1W8B$9'C! -^D M*6)O-SBAN[%A&_N:1[*.A1HP)Z,Y^QQ507^F%-.%+]B5 MMM[0 .&&"YI6SC*"E&3E/WJM$G'D8'MG'&#E)L. [AD'IW)PWNO@5@YND9D2 MI$M\DJEU?Q),/B723TP6C]\7L\?EWSVPN)\^ M+,'T(0"S/Y[O%O/9P[("F9+\#G I&$?P%?P?-3 #Y_^@(^_9*!.4D2N79\ M9 H9B= (SPVK6FW)6>&96&X(YS43,P2R+<'Q3F?N.6Z@5O%[*Z 8_< MM*#;$=#M^]V=#O?@_>Y00^/4J^(4>1ZXY60;B3:Y*@C(!4!:!V<|-R>4; M)\__]J/E(L M^"'"QDYRZ=4Y=G? KD7B:Q*UNE5[_P4J?D=N(-1^;V. <=)M:I2:"=^T*R?DW6 MUY+=;$@2D6S-BWV28'D,QC2) $ES1K=8[9G.=[14]0ZP,'_@-=@[C%RKD:! M&]^%]%Y-[VGIYRB,Y1\[*^CQ_BWI O9:+,/F0MZV;7RWB;I-Z$)9SK [PT 4=%F.W?!YS+DE^>WXBPXI,?QHBM<7>E9;=W=9.Y,6+, M36*[]9$[).44 QXPH!8C.-[*^%7V*KSSW*ID3C\RS8]PEQ$<-"E@B*&YS@. MU9BM+4STY5@/!(3GE*.D>WF<5D3M/=FV\5ID'UH[F4<=0XKEUE*=%P:%"=CG%92P[5\R4@7R^HE3L;]0$=2\\^1]02P,$% @>):36>U,<5P[M P *0L !D !X;"]W;W)K&ULK59=3]LP%/TK M5H8FD(!\M$E;UD8J#=.00" ZV,.T!S>Y;2R2.+/=EOW[V4X;VB0-;,*EM9U[MSCWG.G;N<$W9,X\!!'I)DXR/C%B(_ (T>1A#BODYS2&33^;4I5C(*5N8/&> M(PU*$].Q+,],,++-,7LSR4D=#*TR;&.[\$ 6L5 + MIC_\0*F(![5>R9G9LD2D10R3FB&,Q'QMB^"&Q+ 73$$X$UWQDC965&Z,:. M7$94P- WQEOVK-B_-S#"'"4U^DC M(Z-OH CF>)F(![K^!AM#KN(+:<+U+UH7L:YKH'#)!4TW8*D@)5GQCU\VA=@! MV-X!@+,!.%5]P"@LP%TW@OH;@!=79G"BJY#@-7VAXRN$5/1DDT- =#$U6MHG MF=&KW9*9$XX=]RR*\(=/]4O<5+Z"QM4TZCY<*6Y_:YVBU(\2HA00/+H S9, ^"6!MQ6 M],8,G$F@*50.2AXO)W<51.5 /<OE^*Z&^+V)/OE^!5OE/!$\2^ M\5XML>U6 MU#>$>!7YK2Q[^GNE_EY[^9=2O+K\KK.0IM DO5=+>F;W%MJ;8JKBFV*ZS>K[MI?!^J_KO5.#DK=+W:WG=BK1)/:17>;>"HAWX-49E.('K>+'82@['EZ(4(! MR+LA)%BU TT>!O6-KUBH1U3/;JN:_[RF;.OU4VO]VT5UG>:8,-E%"71#>?-7 MU:I=-]4CWQ!2]=W*4K@Q=WJ(%-A"]V(*C7*Z6_=Y8=SF5]4O5!^K> MY)6F:")O,5N0C*,$Y1+2.N])/:SHRX])H+GN5&94R+Y'#V/9RP)3 ?+YG%*Q MG:@$97?L_P502P,$% @ >):360"]-UG' @ G < !D !X;"]W;W)K M&ULK55=;YLP%/TK%JNF5EH+ 9)V78*4A%.KM*Y5 MHVX/TQX9 &@T&M)F1PY MA5+5M>O*I(2RPM> =,S&!!1(+LH2B[\3H'PUN")Y(4R VXTK' .,U#/U:/0/;=524D)3!+. MD(!I'Y(Q[UW"? X"W@!X&5W&@CXV3.^8OIW*4CQS,! 85$&06L?TN8 J5&2(?Q MI]%TVB4-<;.]5K^UWK67.98PY?0G254QJD.B&I9!N"[C:2VO(7QN:.^$<5'Q)U@8+>)^1[?M@1 MT/3M]*"#'K^= [A]Q$[3;$UB]X-#V@=3'.SZ42^H[\DIQ+1%V2YBZ<2TK MG,#(T85!@EB"$WW\I'MX7[K2\)YB\3N);.4N;%,7'E./BH0^MRR'"7F-&?F M-&>"EXBW$]1FMRNEM73? 2IO^N8S"ST-WN9FH?4A_L V).R!!"]DRU6]-]8^:.M^L[9N;4C3#U#/$,+"0A+'4HB/M?7DT%JKB2\)@5F.2!]?7<=:R EN;W3G>;[M>V$/O!WS^Y#+'4B\#PFN=LR[&W6K()',^B]1PA=,U3>^'6V?F+&MK#OC$_WT MU"_%?YGZW,K'(B=,.N.9EO0N+G5 HGX+ZH[BE.V.< MJW7'+- ^R-$_4$L#!!0 ('B6DUE%,[(0;@, ,\+ 9 >&PO=V]R M:W-H965T+M]J'H RV/;.(4J25I. G]D2E%L1LZR;8IT!=;%&>.SCDDAS/8"2E5K1$U MW!2.JV&PUKH\'5$>(ZE24R,W,4LB":#.4]U'5^LG")14L3**H&Q.$\B ; MN'=3F0W$1C/*<21!;8]"R-L+9&(W#.+@[L4U7:VU?1%F@Y*L<(;Z8SF59A0V M* M.(%=4<)"X' ;G\=DHCFR"B_B'XD[M/8.5,A?BJQU<+89!9!DAPUQ;"&+^ MMCA"QBR2X? %O#1HTW[2)^\]WZ.^<>"-F3A2.!/M$%WH]#/H!+'!)-DQ?BJV? M6 OJ6+Q<,.5^85?^1@'D&Z5%42<;!@7EU3^Y]8W82TB@)21UOO+3R_/9Y0Q.8+81Z9F M@31A<$$8X3G"S.VD*UYM%VO[ZS%J0IEZ8U(^SL;P^M4;> 64PWO*F E0@U ; M6A8\S&L*%Q6%Y B%#[D^A31N01(E;4_ZZ/GIZ6%Z:,QH'$D:1Q*'EQYS!)5" M;,$$S>YHP1A5+FGIQ^:>F%BXTEBH+SZ=%7#;#VP/Y)D28[#P)PXA7*+07;[M;W$W^L.G^H7 #CQ(&P_2Q] S=YI(Q/)DHQ"(4/[Y%88=AR\4VBWN[0;C= M5^&)Z;2;F -R[89<^U%R'TJ49C/R%3"[1, HF5-&-45E-N5H(Z79Q#Z^%6QW MCTL[^8:N)Z3K9]MIV^9^(.U$\-6)1EGX^'8>>O> L"T$T$?#W$0&/?Z4AI M@]3W(!V8T6O,Z/V@&6.J*UB-5,?0R M6 >^Q=%]]Q!]MW-_"9[_#/.>HO10\3T3;WOQ8GB5B>%>-V9;X?=$KBA7IOXO MS0>BTYZIUK+J+JN!%J5KT.9"FW;//:Y-1X[2!ICYI1#Z;F!{OJ,'S_X>#4$L# M:!!0 ('B6DUG@R=I!LP, #8. 9 >&PO=V]R:W-H965T3$^>^Q!Y#H^8FIF%[!*0\WMBVB M/2187+$#4/5DRWB"I6KRG2T.'/ F"TIBVW.2 =["^7A8X!?!/B9T9PLLW6' M)0XGG)T0U[V5FK{($ZM>XDEP])2I.AHOY[6]^0GWT@&7*B20@$-NB M!:C4H 7!:Q+G-S_<@<0D%A]5W\?5'?KP[B-ZAPA%#R2.U0L1$ULJ'JU]1\78 MG_.QO3?&_A++)*^2[/>0Y7M 2/OOU@NA3:#N6+0KJ@_P1MQP!%,+?6-">'!L,+WO[E#YU.,W?]) M[)5YOS3OF]1#E<-!F\$\:I!%Z27A& ,CB7VL8AN%.V(')79P"7O8AIU'#2O8 M?AW;*- P1>U!B#RYAG]JP!PULKXYM%.Z(/2RQAY>PQVW8PR.V4\,V"G?$'I78 MHTO8UVW8HP:V&]2PC<(=L<2N!M!,&_'!0@S?*=X2_+N&O MS?!,XABE=$-$Q%(]88.V^?]:%.MKG*VOAWQ];=T]KIO3RO5K'HT4'3VZSGGS M=(PN%R $0]].0#'DM!=OFOTRIWSN8<>JSF8/T4]!-TFNMVZ8SJ-!;>O9^\K MTV:JKJX)8-K=&URNY)80K9CJBKBGE!, (Z(FPI()DI5MW^=/4A>!ZQC0G*9) MIL3HC]9<7,"0Z@:IUB@!-$LY5V.K%])\]B>C4?ZXM=0PCM4UI>?2PS5N[N%2 MBZ]D'7&<@D[=?_Y8B@&J$\<=UY>)D_N)*_5E_^7EM9KS M&TM!/_#]YIJU2C\8EIU>,Y\+#-=<82P8W?75&IPTF5M)@^9K.)*V=\'+'-5*[M4M3K$]4#YCM"A<+8JBCG.J3">7Y(R1N2\(Z?\VD.C5DEWMUL .N.ZCG6\.D M2T,?\PO=V]R M:W-H965TC4X3 M5:$4!=QH9JH\Y_KI#*1.#[V>M]FX%8LEV@T_34J^@ G@77FC*?);EIG(H3!" M%/4S#?.B->]?CV.:[A'L!:[.U9J);5*D'&WR=#,W^@()&5H&3H\5C$%*2T0R M_C2<7EO2 K?7&_8OSCMYF7(#8R5_BADNA]XGC\U@SBN)MVI]"8T?)S!3TKA? MMJYS8ZJ85095WH ISD51/ ECTXN-0Y,;4=A;G*"F4T$X3+]=C"87$W;$?L C5ERR_7-.+J0YH+V[MR3G;WSM@>TP4[$(28TWB8]4UZ+]K*EQ5M<(7ZEQG>$QBWJ'+ S"?@=\_'YX M]!SND]O6O3L& M]_J\!..'WB#XW.7O/Y$]Q<6*4G<>*OMCWND1F]_>,];5WOJGY=_IR,X(M=L]E!5W2ZQJ#+5UQ\$+Z;LI)M_*X51Z_J7S")9@C?"IAH],JV"UD(%9*CN5 MQCL=[ ]>*.U("5]{];=F@9W#5US3W1HF84Z@X/B$T+J>;76 JG3C8:J0AHU; M+/NES - HFT/E<*=P$=N*T'YCT+U!+ P04 "`!XEI-94#<5&=P$ #[& M&0 'AL+W=O!G%,9B;&VDW%[8MO W),+BC&U)K'Y9,1YAJ4]YVA9;3G"0#HI" M&_5ZGAUA&EN347KM@4]&;"=#&I,'#L0NBC#_-2,AVX\M:+U>>*3KC4PNV)/1 M%[_)DLBOVP>NSNP"): 1B05E,>!D:,;F\&*.ALF -.)O2O;BX!@DJ3PSJ'CTY MN0[&5BJA1$+BRP0"]Z\7,B=AF" !<J]R4*NX9S+P\/@S_,\T>97,,Q9DSL)O M-*+\3D7Y8,4@HG'VC7_F MA3@8 +V6 2@? @.H#^BT#G'R DR::,4O36F"))R/.]H GT0HM.4AKDXY6V=_X M>8Q+R=6O5(V3DZO[^\6WZYL;,+U;@/NG+Y>/X/KN:7IW=3V[N033Y?+R:0D> M61@"]EV? @7\ U$-]#:'Y\<,= M QVGJ++3XCEM568lV*OR}(EM[T]=DAV!55+N%RGW3>B3&5G3.*;Q&LQPB&.?Z++-(-P4(A&JP{CG,3^+R YCD6(4VFAD;J*U/'-0+T# M*I^'.,;-.$$]/U2NH>D:JQ;N#.15)/5><14K^? NS4J6QK.*]!PT5>C6HS!KIZ MKH."Z^!(KL$_2KN4W$NE}:J\)"2@4 IMI:4[C@:!_6>=R#?(K3\C?'8%5LH>]TM%Z'8EM#+1UEVA5=,^M,'+XWP4WQZCV_*"N8?JH%FV J&2(_@_1S5$KG50G;_JLBTM&QKM\9VZFX,> M,JG[F3&D2K8T6VAVV^Z$UWRCDWNB?W2NI75#LW>_+;VP:<+0/7?JST$7==+*

```
M57JE74.S7R\H7L=,5=O/Q/>*Q"Q2)UJB1JB3B]T16C7QTOOAH"O=[=3=NT*K MIEU.!*!Y)G"<[C:-'D'4D#%M%&QY(\OY #1/"-ZKNT/-M,FM4VX&M?!%I8$C MHU.^4WES4/.45Q/4-
N=%I?,BL_-V)[[F&YW:&*AIXZWS7E2Z.#*[^-ORBYIN MC#RG_N;HH@Y;HDJOM&UDMNWIFH;) YAS)L0-?M82['25W15:->'2^E&_(]E% MG5I[5VC5M,M9 #+/
HZ27=2T>.36UV#:H)9%.RJG <@\#7BGZ*+FHAS5^6K6 M[2UL2^]&QR[<3Y+WZ#%[, MLWWX$B;[6^ 6<]6V H1DI2![9P/%B&<[[=F)9-MTL_J92I'E)O-6T81) M^A@7DJM?
0^4G1V>7E[/O\_-S,/XR Y?+SZ?78/YE.?YR-I^@M>@3 !%V$4J8EX'\ #!\!Y"+/(/[].GN MN.SNJ(P5:4-%VE"&AQOP%FHZK781-<4/QD)0E9K)([@@_S .IA$1 OPUOA&2 MJ[+]VQ3]?
CC//%PZES^*+0GH24=-5D'Y/>V,7O\!??>3*1R4-BHQ] J& MGI7A. AV\2XBDJY2>ER&_Y)T23&1W"/YA^-[_J!"TF"$^]!,LEN0[%I)[HLJ
MU$5%LJ)Z!Q)JS&:WQJ'K]2H\ZS9>KVNFZ1P[15L>T^HS8GJ*> ;B7;41*U7&]90EG4CV.\VE&6_(->WDILG[Z\X M"ZAB>/V:Q-M/,Q.]?FUDM\*M;@%=,[-
!P6Q@97:UX\%&MINR_LOO#\M[;[H[/3$EHY.[KI0WO7 M?_K\KS?QVIRR#O7<4+0B@'9)<-0B46_[U>9K'^VYT6@) >T:XNB5I"X6:L_' M.N)S(]+2
]JUQY*3%8T)OW.RJX3$1M5F1SEZ>OT.\8&T^$ O+#Y0J^*C+;1R M=K3X0"V)#V20%8-J>1N-&I0\.M@=:$]Z((.HZ%4EDLG(;Q >2 L/U*[P0'5- M@:JZPV"#FXAJV8'LLF.:;80IKMH&9-
ADJ+W6&8QPPTL=TGH V?6 >24_X')_/+;Z71Y/3;R;54>M(56 MWE_5\@"_L#S KK87-+ZAW/QD6SU6: NMG(R#@P7\PG5O54='9ZCSD'!SAIN?G%X2OPT2 B-XJ)_=#3WGS_9'T
M_D:R;7:J>\.D:HC9Y8:J-V2>&JC?;QF3OV[2@^+B'P-&_P-02P,$% @ M>):362FPR0ZM"0 B&, !D !X;"]W;W)K&UL MS9U?;]NV&L:_"N$S'*Q
4EO_W+1+##@AV65(VZ#.MHOA7"@R;0N5)4^BDPPX M'_Y0LF.:DLQ8W9/A7+2Q%;X_RGQ$\N43RCI_S/)OQ4((29Z625I<]!92KC[T
M^T6T$,NP>)NM1*I^,\OR92C5VWS>+U:Y"*=5T#+INX/!L+\,X[0W.J^.W>:C M\VPMDS@5MSDIULMEF/]U*9+L\:+G])X/?(WG"UD>Z(_.5^%<3(3\=76;JW?]
M'64:+T5:Q%E*"SV7I/RH]QGV;?RS?7THC3^7BHG?6 M(U,Q"]>)_)H]_BRV'R@H>5&6%-7_Y'%;=M CT;J0V7(;K,Y@&:>;G^'3MB'V M AS_0("[#7#K <&! &\;X-4#A@<"_&V
7POP#@4$VX#@V,\PW 8,J[;?-%;5 MTC24X>@\SQY)7I96M/)%)5<5K1HX3LLK:R)S]=M8QD!]( MG))/<9*HBZ0X[TMU0B6V'VTKO]I4[AZHW".?LE0N"L+2J9BVQ%-[O.-: 'W5
M$KOF<)^;X]*U$B=B]9:X@Q/US_7;/I ]_)KM+RZMXW@'>=2K#=![?)X*,BT+(XH1 MM)SGY8;KMW/+L?9#L0HC<=%3@VDA\@?1&_W[7\YP\%.;8D@81<(8$L9!,$-I M?
Z>T;Z./GL4DX^DTE@?&@DLKHZNJ2!C=P((*5D[%#Z/ '9[W'_;%:I9Q K,( M!YV3(4&PDR"P2L#C-);B]$9-TU/2TO-N11YGY6\BE7\4HAS--Z]:.Z"UKJY2 M(6%T
QONRW!V5I.J6288U*0"G9,AU7 GU= N59:K?"5"PNBP(<5IK=62>QW= 6ILU^1:Z56G&N$FU)_AC?%TK(2/ZG3:%W2(60,(J$,22, M@V"&[&
<[V<^.F]'BG<)MLEHA764]:UR[M5&+GC5Z4ZT$>[$$MY4PFNK]KJG> M6YMJKP]D,S+;S$-)-0\=-7A9Z5W;$ FC[U]L;F1UW%:=H8PST(N[00=M8K5( MZJZ/O8JN D%I=$O;;[-
ZWM92I-XEK$7,EM];5CO6>>-R7:@C14'&T9_KN*BR MXM;6=:"MBZ11*(U!:1Q%,^5UM;RNO6/5>PYYS&,I17J:S6:M.EMYG75&TNB6 M9B;5]6[4+/.NWHU
)V5*HMT&Q[K$'7U6^=@\C%.BLFBJAK="QG*=BW+@>^Z, MK<) S08HC6YIMAFHI8COU86Q8+-):73M,M.-3B>H'OV%?XUWKV!JWR[15V%@*ZSG>:B_A3OZX$ MLD:.HIGR:E/
L;L"- [G::8Z4514:\V/(LV6ZDVK<- %/Y1&H30&I7$4S918 M6PF.W4OX?D/<@?H'4!J%TAB4QE$T4W!M(CA'N@A67]P.Z2PNDD:=IEW0M,9; M"C6\<=1IF4IHC\)YCUF.0=T(*
(U":0Q*XRB:^4=;[7.X=I_CN:.=D+O22Y^) MO+6GV2E=U76;ML&I,ZPMG"BT3@:E<13-5$U[)*YUD3ZZB6>"3*)8I)'8)#WC MU2J)56K[*%<5->-^J&-3B@=(HE,:@-
(ZBF=)JB\=]+8O'A5H\4!J%TAB4QE$T4W!M M\;@(B\<.Z2PNU.)Q7]Y5\G(1CCHG4P;M[[CV32BWZSQ:A(5:.DH1+=(LR>9_MM0H!]7>@- JE,2B-HVCF1G+M[WB#5QI6/:CE Z51*
(U!:1Q%,P77UI!GMX:P MVYGME76^"*">T9:VGTS7_\X)K9"C:*:RV@CR[#MGOHHB2];57N?+."LV[E_5 MG=^V2@=U?Z T"J4Q*(VC:*;*>[?^V._] 6V;]K!W F%O!<+>"X2]&>@U3"=/
MFTZ>?7/0W]T2;,=WEAUJ1D%IS&MN)G*#FI7"456::FJ/R0L@%J('-9F@- JE M,2B-HVBFO-J-\NQNU'?NF[13.ZL--:B@-.8U;V)J;+%$U6AJJ&TGS^IRV)(J M\E]RE1750'R;9]-U)*LY>:+.
(8[:-VC:*^LL+=2*@M(8E,91-/,BT%:4=_:/ MY%Q0KPI*HU :@](XBF:JKQTP[W5OP[+C.\L.=<:@-+:E&3>)^N_K _IK&%Z^ M-KQ\N^%U;,[E0^TM*
(U":0Q*XRB:*:^VMWR[O:4[ZTECI#XA^^;7"9G(4(KG M?JUF]&RH+=6J+\CM^'L3S\3_8DRR/E#"6KI;4MYQ^W,8VL\C@29*9&]? %H:%&')1&H33F-XVXP*GG:*_APP7:APOL-Q9>
M7G_YC5W=?1VW*66/[:H4E$:A- :E<13-U%2;;X']JYF^?S-A +7,H#0*I3$H MC:-HIN#:/@OL]MEQ>[2W$.NWP%[9:^JL&=3F@M(XBF9JIFVNP&YS'9L6!5 ? M"TJC4!J#TCB*9LJK?:S
[F-U3XN"%C^G_BT35_9:.^L'-:2@-(ZB;?3K[SU M8"GR>?6HAX)$V3J5FR_/WQW=/4YB7#U$H7:<.A_XYJ$0&K-Y1L6G,)_':4$2 M,5/(P=MW2LE\\]B'S1N9K:K'%-
QG4F;+ZN5"A%.1EP74[V=9)I_?E!7L'KXQ M^A]02P,$% @ >):36>NM'&ULK9=K;]HP%(;_BI5-TR9MS04(T$$D:.A6J3>5;OOLD@.Q MEL3,=DJW7S_;25.2NFF1\@5BQ^\;G\>6?":
M(9ZG*69_YY#0W=1RK<>.&[*)A>JP@\D6;V )XL?VFLF67;E$)(6,$YHA!NNI M-7./0U<+](B?!'9\[QFI4.XH_:T:9]'4"5 J\IZ+\@Z)6"WEL%_5+0UV2* M4#2'$ L<3!C=(:9&2S?
UH&%JM0R?9&K=EX+)MT3J1/#MZBK\=79^CF:7(;JZ M_;ZX06>7M[/+;V?S\P6:+9>+VR6:I90)\@_KE5H\R#W' >$L0J>YR!F8WW\, M06"2\$_H"_JQ#-'']Y_0>T0R=$&21 [D$UO(
-0T[%4YV7DQ6>^%R;H>NJ"9 MB#E:9!%$=0-;1EZ%[SV&/_=:':]6X@CUW,_(<[R^84(G;Y?W#/+P[7*O)9I> MM9@][==[P:]M.9;RQ(CR!$S4"]>^V56=/,=\BU31PH'=@Q5\>.?ZSE<3
ML2[-PH[,:C3[%2[A38!M=N'"THGDFBN2SZJV* MHYDN"1K]%+!+T M8RP+/V!J@'R_IE0\-M0'JE(R^ ]02P,$% @ >):36;0KK-&ULK5A=;^HX$/TK5O9JU4JE
M^230+B"UI;M;Z;:WNM"[#ZM]2,, 5AV;:QMH]]?O.$D#)"%%"+\E3F:.?8['MXYGVUD*^J3F )N\)XZIOS;5>7-NVBN>01.I2+(#CEZF02:1Q*&>V6DB()JE3 MPFS/<4([B2BW!KWTW;,
<],12,\KA61*U3))(?MP"$^N^Y5J?+[[3V5R;%_:@ MMXAF, +]LGB6.+(+E E-@"LJ.)$P[5LW[O70#8Q#:O&#PEIM/1-#Y56(-S-X
MF/0MQZP(&,3:0$3XLX([8,P@X3I^YJ!6,:=QW'[^1/\])8]D7B,%=X+]12=Z MWK>Z%IG -%HR_5VL_X2<4-O@Q8*I]"]99[8ASA@OE19)[HSCA/+L-WK/A=AR M<,,]#E[NX)4=@CT.?
N[@'^H0Y ZIU'9&)=5A&.EHT)-B3:2Q1C3SD(J9>B-] MRLV^C[3$KQ3]].#AZD;,AZ(@R=4Y:Y&4T)&=?SLD70CEYI(SA M)JF>K7%*XVC'.?QM!N_M@7<]\BBXGBMRSR">
(X7U"SH[G!WO\9]>+B[U\#&+ ^3W4SQ_#]Y7P6>M,SF82Y&KB.V[-7V^+5V7B[-L/&51^I2;O0I-VHR3<]!UDCR3%Z9#.%6US] MLAQ5$R\LJ=&XWB/5"
LUPD8UQA))\QE1$"\EU11J'C5(@X):HU)BVW=-J&-4:NNX?K M5E7G-G)]X9CN&?T7#\2\#3GOD*1^0;98_I&R M_&I8UA+RJB)7=JMJ4[[8:TQ:^^)R4P*ZC352?F/K><3)&)*%D-
A_D8=D@5>S M2>/$D )U01Z:,WL^RYXXRBGZE8/EE"E689P]##=EFMMUSVM)M8++>^S&2,\H583!%2.>R@^N163N;#;18I W>J]#8+J:/):364M7P$)?"P *74 !D M
!X;"]W;W)K&ULQ5UM;]LX$OXKA&]Q:(%L;;W+ MO21 -DQQ!9IM-MGT/A3W0;&91*@L924Y:8'[\4O)BFF*RHADQKTO;9P,'PT? M<:AY.*1\^%24WZI[QFKR?97EU='DOJX?
WD^GU>*>K9+J7?' 2)'Q;K.DMS=E&2:KU:)>6/WUA6 M/!U-G,GS+R[3N_NZ^<7T^/ AN6-7K+Y^N"CYI^D699FN6%ZE14Y*=GLT.7'> MT[G7-
&@MOJ3LJ=KYF31=N2F*;\V'C\NCR:SQB&5L43<0"?_OD9VR+&N0N!]_ M=:"3[36;AKL_/Z-_:#O/.W.35.RTR/Z3+NO[HTD\(4MVFZRS^K)X^C?K.A0T M>(LBJ]I_R5-
G.YN0Q;JJBU77F'NP2O/-_\GWCHB=!F[T0@.W:^#J-O"Z!EZO M@>._T,#O&O@M,YNNM#S0I$Z.#\OBB92--4=K?FC);%OS[J=Y<]^OZI+_->7M MZN,/)Q\OR9>33]=GY/SLY.KZ\NS\
[/<_KP[(AR0MR6.2K1DI;DE25:RN2)(O M298F-VF6UBFKR(HEU;ID2]+<03X,%NNR3/.[YDZD%7E#69VD6?66_$JNKRAY
M\\M;\@M)9AF_Z=7AM.9=:!R9+CIW?]NXZ[[@[N=%_8YXS@%Q9ZX_T/Q4 MO[DWT)SJ-W?EYE/.^Y9\=TN^V^)Y+^"=M*P>D$]%?O=KS.RR'N-AA!B]%,AH_'/A\!C[N,J"9>*)M0T!/+?
OK;?OK@ M:/DD D]_R/B80P83C"*!250&6RH#<,B<%GG-APS+:\)_K-(E*Y/F,33$X 8I MW!D5L]ZX42VO[23,\'Y/)YWAUR'X0Q'0"8 M8!0)3*(OVM(7HB84=M:6C)V,W-
$EXWF4_>!CK$YJUM#2A-J'-$_R19IDY**HTE9 ?3W[ M7C=R["9CY"SG!&Z>:(/#<,2!S_4]*XDTPD]Y./-K#V;%0TBH4F\RLR>2?80\B"\L"8 M3TPTBH4F\RETA0,+"Q-
I!$,9TQB.ZBBL"\K<"-'@@-GT2"S_7N0+S7!&E1.H M.!0+3:98* HGWD,X(RF!CD],-(J%)O,I9(H#9NX\F;QE9?.\712K!YX?MK&\ M?2+_&&1SKL2ALE0V8*.LE<&>6?;<%9K"A36%WH-
WLQ! OIZSU0TKAU==D>1 MM^R*B4:QT&2.A51Q':UE%&T![-"+E]QV7F&@4"TWF9TOAU5OARLMJ,SZ:Y0#1O.YWXM8V$-;!H1:<&&U M@+0*T%U%RB/\/AT#-GWA
'MKRX80#NYKA,-.LJ$SA:'J!U0TBH4FTRST@POK M!^,:'*IT0$6C6&@RE4(ZN+!TT"O$N6J:KZ07 S9*>@$[8]M9H05<6 MLPC#-
M'UE5M_/48%\CM1].OZ^JC:OT=1])N2N26$6=X[D;-Y%'1*!::?!-$)N_" M%0?CB0JUV("*1K'0Y/T"0AIX&M+ N&[5@4IYEKJ'0#5R9MZLOXU@'VF[)])V M#T[;
[8I7'FKNCHI&L=!D0D7N[L&Y.U+FVEUE=SF[G\>/FU#85ULN=G;C:&?Q M>RI?C3A@5K["!*,PF"WU0C)X>]@AY*%J U0TBH4F\RFT@0=O$WI-^O(_)+N)1RP^H
M.!0+3>93*!T/5CHFU2\8RIA&=%1E M@X4F[Q 6RL:?X<\'/FJ! Q6-8J')? JEY(_MQ3(NGW6(T(;A<1,*^V7;;R%H M?%C0_*0'O\;2->RH\>!$W5V%A2;?)*&T?
^W^N8CR9..2TPTBH4F<[ESM@*N MMEA7WSI'Q0[2&H8_?EYBW(3"OMIR(72/_W_5/6;% M.]A7XZA%E3]8:/)]$O+'QSW&X:,J'U0TBH4F4RF4CP\K'[WBG:^J%&4)?,!& M*=
[!SMAV5D@9'Y8R6L4[7]WCI,QDHR84]L3VG)L0!('=+J@K/J6GMWR:XG/0 MAHW/-\W5DV8!]F/^L!83ESLXS\/7-0TE5#2*A29S+D1#H+ MR(L@Q%^E"U!E
"H:Q4*3^10R((#W8KVF3M=!@\?,!FR\N!_-^TC? Y&^!W9; MM(SR/-/"'.R3\9!$W:V%A2;?#Z$P H/SX=HACEK80$6C6&CRVRZ$C@EA'6-2 MF(.AC-]YH>[HZFL\K O*W
B]$<)%"MS8UZ_#P6X9\XRJ6[#0Y%LB=$NXAX/D M(6JI Q6-8J')? HI%(YM*C.NPX7J$0]EJ6K 1EFJ@CVS[;G0+"&L6?;S8-=8 M=H;],AZ-J/O"L-
#D>R*D4ZAW9D1;DX>HAT90T2@6FLSESGNL1LZ;VQ;>0O6, M2']Y=MR$PM[9]EXHEQ!6+D@K$J%ZAD0Y\C9DTS_R!GMKRX80,>'/%#%F53;8 M-
>,01=4R6&CR;1%:)L0]>1*BRAA4-(J%)K]U3LB8")8Q>E6V:%1RG(Z;4-@5 MVZX*51+IO/AII,86J3NAE -R S;* 3G8%]N^BG0_LMLNM3MQ7>?%2Y.6-SBI
MP]!RB;M_"0I/OAY!*L=XI#FT)'J,>XT!% MHUAH,I<[W\@Q>]LMR@)$/'[R8]R$PKY: MH6TN2HQ^H$\;D)A5VR[*E3(7.<55".%M+GZ31A*3T=-*.R):4^G.U]+V7R)
MZ'E2WO%IF63LEL//WC6KU>7F>SDW'^KBH?VFRINBKHM5^^,]2[@B;0SXWV^+ MHG[^T'SYY?;;48__!E!+ P04 " !XEI-9Y;9>5T(# "8"@ &0 'AL M+W=OA",&G>3GHOW <\
<#^9D#$[)2JG/;O*0#(*Z(X0"8^L0 M&#WV.$$A'!#1^+O #,HM7>+I^(C^T6LG+2MF<*+$'SRQVT'0"R#!-B6A M620TO="XL)K>KE?MCHA_M3ERXC.MTRY(7V=JF]_?]J+Z76X)-
FTJQ1&XJU"AYQCP*:54JO M4+-54*9,;40!MW=D(]NJJSJ7JH[_[]):368&ULK5=M;^(X$/XKH]SJM"O1!L)[#Y"@H=I*9;>"H_?A=!], M8HA5)V9M![;WZV^W4ZQT[)"RR1H-D[UZ.!B+6
MG$7T7H**PY#(IPGE8C^T&M;SQIQM FTV[-%@2S9T0?5R>R]Q9>"_\5\'0RMG@4^79.8Z[G8?Z49G[;!\P17 MR5_89[9U"[Q8:1%FSAA!R*+TE_S,="@X-
'HO.#B9@_-6AV;FT'RK0RMS:"7* MI%02'5RBR6@@Q1ZDL48T\Y"(F7@C?1:9M"^TQ+<,_?3H9GP[AX?QW7(*L^EX ML9Q/9]-O?R[@;#_=OH ;PB3L"(\IB#40I:A60"(?.",KQIEF5$%
(B8HE]0$S M&R7GPXNE9-$&/KM4$\;5%X1:+ESX_.D+? (6P8QQC@=!#6R-M$QPMI=1F*04 MG!XF:"UWPIQ29C#R9C-1@?\G57R->LD*]YGBMC]4U$A^1-B&(*
M_K[##\"MIJ'ZIRQ;:32M\FA,&;M26^+1H85U2E&YH];H]]\:G?H?94I_))C[ M06!'66CE66A5H8^NB91/1L3\[G 1;2XX5CT_O49E6J:8[0335/#=J-$?V+NB
M0N6QR1ZN2D.J^2@B*IVA&K&B;7(TECBX0&GRF/"W5:FU**U1\ZR -> M0.2&EEV27X=P?PGB2,)N+F&W$O,VQU2F_F.;N,#!XQ';PXI34*;HI,5ISW2 M
PN8J8;Q)^SJFDILA8G=.F]'9=IVSX]/X^3X5 ;YW@+S06!'>O9R/7N5>BZQ M4!/._L4CN<%Q+VN]14WICYCIIX*T99*E'^D4)3M1K#*,]RK6.\M0I_QF]G,9 M^I4R?-9?#):36?G" M87;0
P ;0\ !D !X;"]W;W)K&ULQ9=?<^(V M$,"_BL:]Z>1FDO@@/8$*S)"8F\O,<T84VX-^^G>O1SV1:(9Y>1>(I7$,9;/-X2)[-*5VNM-
FPA_TU7I(9T?/UO82575B):$RXHH(C218#:^1>!VZJD$H\4+)5 M>]?(A/(HQ)-9W$4#RS$>$49";4Q@^-N06\*8L01^?,N-6L4SC>+^]8OU3VGP M$,PC5N16L-]H%
<#JV>AB"QPPO14;#^3/*".L1<*IM)?M,UE'0N%B=(BSI7! M@YCR[!]_ST'L*;C^*PI>KN"5%=JO*+1RA=:Q"NUQ1ICZ"U'P6H+,/']$'1#F:4,8@F:IO:W#- M/, .\5]QP/3017*\4&O.(1(<&;
(BI",Q[">S&:[3X:Z@O4O56C'ARO[C5$TRK2U$KMM5Y+$Z82/6"6$!10%3*A$@F9^&/TJ+2$ M=^?/.N29R7:]2=-0KM4:AV1@0<=01&Z(-?SY)]=W?JG#]9[&@G=!)/3"==S-
TW;Z]V>?9Z.1;>;Z3L0.>G8)GIY'G^%M"]3.:5<%-X@ORH@[E2Q< M>/ZA3- 8VXGD_(*<_Z/(S=>G0!G#="KBV4R)7%6GU2O76&-R)]=8KT/7^AS?U*'B]*IDRO*J(=U6"
MUQC>B?"N"GA7Q\"C?$.RR!6OL3H_. MCRJIW7<8?1%*'5E(N3]^TZ>UV>>W=K#WLG9(>.]\[C82GG,H+D;_)A%:PAB'
MSN#L!R=O.)R3C/WNQ%++RVUHP#FNJDCU.UDGU.V56KF]-X?$1"[3>4ZAT"0S M.[D7N\7,.$HGI=+^C9DET_EF9R8;1"=8+BE7B)$%F'0NN^"1S&:[;*'%.IUV
M'H6&V2F]7$$I$FD$X/Y""/VR, \H)NSA/U!+ P04 " !XEI-9CB>=HKL% M \+P &0 'AL+W=O].2P_O8B5_ELU]YM&?\26P(D>AG'"5BW-E(N;WJ=D6P(3$6YVQ+$G5EQ7B,
MI3KDZZ[8B/UB>YDM,5KLB#RZ_:.JZ-N00EI3!)!68(X68T[4_/*MU)!>L](\'W#<,72/2$0"J1%8_7LF,Q)%FJ3Z\2.'=HHVM;#Z^Y7N MI0^O'F:)!9FQZ$\:RLVX<]E!(5GA723OV?
X3R1]HH'D!BT3Z%^WS>XT."G9" MLC@7JQ[$-,G^XY_YBZ@(S/X; BL76.\5]')![[V"?B[H'PKL-P2#7#!X;PMV M+K#?*[C(!1?I8&5O-QT:!TL\&7&V1US?K6CZ1SJ^J5J-
"$VT%1>2JZM4Z>3$ M<>_GC].'^:.[0"<.D9A&XB,Z0U\7#CKY\!%]0#1!MS2*E&_$J"M5DUK8#7*\ MF^&M-_"FA6Y9(C<"N4E(PCJ@J_I:=-AZ[?"UU4IMA&-''1+F0,)<2)@'"?.!
M8#6#V(5!;*C:8D/Z!!+F0,)<2)@'"?.!8#6?7!0^N3CF0X)\M?I")S=,J%FL M9&A)T#T)(BP$75$2JLFUW*@;'O8D4L[*IJ9-GFIM]%A/0<(<2)B;P>Q*Q1D>
M5!S(YGP@6,THEX51+H^J..@O-&-"(K9"=YR%NT BG(1HH9JE07-!:FW@6%- MPAQ(F L)\R!A/A"LYI]AX9\A5$$:0OH$$N9 PEQ(F <)\X%@-9^81IFH&/]% M26IO]5A;@=
(<4)J;TZIEZJ8!TZPV/$7=,."I\:Q M;]4?/?:0- >4YH+2/%":#T6KN\0J76)!5:"BU?U2 MIK-F:ZA7\BU9U8 MYK[F *R(@0; H#0'E.:"TCQ0F@]%J_NEC('-UO3PZ"(&&@:#TAQ0F@M*\T!I M?
DZKEL2>49;$NA7*I-=LCWHKGXZRT(C3VOJZ7%D'.-WJLN(L1M,@V,6[*"U7 M7V9SO0J?)P&+E:=<(6F<7OA,9&ZL?)7^P'$B5H3SPWT+N=5 ,^*<5GUE9^;!
M+,)YSTVN^6NH>V8=KIY!8UTH6MT79;!KMB>[AY.;H9JKU%;4_])T!C0.!J4Y MH#07E.:!TGPH6MU[92AL@J7")F@L#$IS0&DN*,T#I?E0M/K>M3(;MMJSX2.G M,^VT8ST#2G-
:2XHST!;]*%HF7^ZE3V\,>'K='NV0($>P6QW;'&VV (^33<^'YR? MF5=.MI&[Q&3[RF\Q5_,:@2*R4DCC_$*]+)YMU$ MZQO4]153):3664+>+&& P ?0\ !D M
!X;"]W;W)K&ULM5=M;]I($/XK([VT@ M(0=("30J4IM&H['W^QB;%M)*.1/92E MKN]Y/3>C"7=& SOW*$<#D>LTX>Q1@LJSC,J7.Y:*S= ASF[B*8F7VDRXH\&* MQFS&].?
5H\216UJ)DHQQE0@.DBV&SBVYN2-]<\#N>$[81M6>P5"9"_'%#*;1 MT/$,(I:R4!L3%'_6;,S2U%A"'%\+HT[ITQRL/^^LWUOR2&9.%1N+]*\DTLNA M<^U
Q!8T3_63V+QC!:&NL1>*5-EOV!1[/0?"7&F1%8<109;P[2_]5@2B=B#P M]QSPBP.^Q;UU9%%.J*:C@10;D&8W6C,/EJH]C> 2;K(RTQ)7$SRG1Y.W3]/G
MVT_3Y[>S"Y@D*DR%RB530'F$[&2RIB9LD'"E98[IT$#C6+*8:A8!%R:T- 6: MB9QK!?,7!"TEX^%+84$E,:=FEX*S"=,T2=4YO $,Z8;*",:":XFI47"7O[AG
M,TS/^<#5R,S@<\."Q=V6A;^'Q<=07T) +L#W_Y\GDW@[/4YA#O;WQMT,41E MG/PR3K[UT-D7IX((DJ8*WK$H3G@,TRHJ_\*8JB7<8YG;9::::+0Z,6_@C5K1 MD
T=?,44DVOFC/YX17K>GRT4@I)"8*T'>RF4V?S[/:[!5+-,_=,$,S@!S$X) ML],:Z8<\FS,)8F%J!%\J#N-=154,3 K2"(.^)\=;&EM'/>O(M*?U*/#)P%TW MH.N6Z+K'K@.
<,F7=!+#5UX%Q[I5,>L]V4*',ISGQUR6.Z_^;^ <4T2G'XM1VHMC3A++5U8$![9=$^L?* M>_\$,(E7*9-WK$;0J!C>CV]_AT:QTC'2/EO=3 MR!2I=(JTZLLQ_Q 4GNH]P??
V_",@E4*17Y6H7RR'MF[0ZNK06%][4"+ ME;U?S87&VYI]7.+]F$FS =<70NC=P%S9RAOWZ#]02P,$% @ >):361H* M#B4&ULQ5E=;]LV M%/TKA%84+9!%HOR1.+,-.$Z"&EC:
(%ZSAV(/M$3;1"G1(VD[!?;C1U*R/F*9 MC0NZ?8DEZ]Z3N#JSB]08I+@5!"6 H[G V\$K\9AJ!-, MQ!/!6U&Y!KJ4&6-?]84HVD>/R;@WK%_]2)U>L= M^ITI7A4S0P*/&?
V;Q'(Y\"X]$.,Y6E/YR+8?<%Y01^-%C KS%VSSV, #T5I( MEN3)BD%"TNP3/>="5!)@^T!"F">$KTUHY0DM4VC&S)1U@R0:]CG; JZC%9J^ M,-J8;%4-2?
4R3B573XG*D\.;V\?)T^BOR=/M] S<(<+!!M$U!FRNQ.!D@[3* M@*1"\K5:/2D 2F,P9JE@E,1(XAA<(XK2"(.I:3O*(F06Z-T-EHA0\1[\#CY/ M;\"[-^_!&X4$[@FE*D#T?:D*T#3\*"=[G9$-
#Y#]%,EST()G( S"=D/Z^/7I MK7JZKV0KM L+[4*#USJD72%0+MV3ENX,?%0R?!G-E&2J2?]I*C/#;3?CZLF] M$BL4X8&G1E-@OL'>\.UOL!O\T52T(["!*U"@I8-O2(!&
F!956(IL(SM(Y! MTV^8S1"JA=Q4RVD(Z14A-9+M@F3[M23_)&A&*)'?ODUSM$3I NO1 M-'VG'WZ22\S!>,VYBLX62( O]SB98=[8EU9^Q_:E(["!:E-U"RNZ)1K/K4@)'
M8#4)+@H)+IR.YL5^QP"IG!IU:,U=H=1E*FN7?]_JOW!ROIH[O! M$5I=XM)VPLM3#853Q^@*K2Y#Z1FAU8\=OS_T]KI]SRKMAQP8B+"T=:'=UOV4
M@3AVD[!S/OH,QQ%:7>'2C(;P5"=93FVC*[2Z#)7S/*L?^Z%-(H?L6&;"&I)1 M]2LGN/KX_!YQU;\"4#Q7.<'YA4KFV8ET=B/9RASJSIB4+#&72XQBS'6 >CYG M3.YN]#EQ\;O \']02P,$%
@ >):367%+O;&ULS5K;;N,V$/T5PET462")+?F22Q,#B>ET M#6PV@9--'Q9]8&3:%E8B79*.TZ(?WZ$D2Z)#,S'OL2ZS(\&I[A#'D8GJVX M^"[GE"KTG"9"9,GC?F2BU.FTT9S6E*Y"%?4
9OIERD1,&MF#7E0E RR1JE23-L MM7K-E,2LT3_+GMV*_AE?JB1F]%8@N4Q3(OZ\I E?G3>"QOK!.)[-E7[0[)\M MR(S>4?5U<2O@KEFB3.*4,AESA@2=GCR=HUT5QXY_ZYO
M1I/S1DM[1!,:*0U!X.>)#FB2:"3PXX\"M%%^4S>L7Z_1K[+.0V<>B:0#GOP6 M3]3\O''<0!,Z)M"MM6 T5+J7A:- 8/TICEO^2Y M(*+6(#S>TB L&H1O;= N&K3?VJ!3-.ADS.1=R7C
1)'^F> K)+0UH.F+C,RL M-70_9CKN=TK VQC:J3X>CDCA^'=/AI.IQ .Q*? G(B?B X)BIE48@FA M5A)!H :<29[$$Z+H!-TI^-&O=)N;!15$!U.B/4P5B1/Y$1V@KW<8[7WXB#X
M$KJ.DT1;G#45.*]=:$:%HY>YH^$61X,077.FYA(-V81.3( F]+KL>KCN^F7H M1+R)U"%J!_LH;(4=BT.#MS=O6YKCMS ML2Q*1*)/=#*+V0R-JF#:0N#\A"Y!IW)!(GK>@!HCJ7BBC?
[//P6]UB\V^GR" M84]@!K6=DMI.AMY^E5KT[3.\0R,8]/)W&X$=GP3Z!,.>P P"NR6!7>?8_!7F M'[27< D%0="(SUC\%XQ+>,C5G JXB'A*T1Y]ANE,TH_[B,&,MXK5'$PBR/J8 M+?
7HY66%L7&?^]#-?-#3W5,?\NJI3NA+B[9I@5]:!*W2Q.A[K^Q[[XUYN8]R M'CYK'O;-VCG*&> "ZFL*$9CKF17&6_'\V_!9Z2>/"87R!_F;TV =@FYW;K83 M;AN"/L&P)S C#$=E&
(Z1$V#5Y?8)A3V &<\^ MJM^Q3P)]@F%/8 :!)R6!)[L,O7H50(JC1XK&-$J(E/$TAJI8E+W[%4V \GS- M8R/[Y$6I.MDH=TZW=F70$YC!8-"J5JFMG=(7_0V%4F:E\XXD]G1V0^XZ'+VB
M85]H)IVU17_@*Z<+)%\L^D3#OM!,%L.*Q?"_2.SBJ[U:9A\$&ZGM]FQG'CVA MF3Q6RB5P2Q=+PJQ^W.SD/:J\[Q MA6:&HE(Z@3>I$WC5.E[1L"\TD\5*[@2OZYU*
[E058"IXBD@4+=-EDHWG7/Y$ MQI)_O0+.V\<,*DE43'5RZU37?5$R.IL5XU5YA"TF[9Y=_025_ G#49Y;.Z_&"%W3S0[$A$V@>DL MRPG;B!_X
,'O!#%#5>FA8"=!Y'6^AY<7M0*;;RJ8$=/Y9PV+3[TT\(J&?:&9 M&^65_ I;OI8%H5?5Y14-^T(S6:Q45^C4(\4.EVNV?Z13&-FU14.T?TMFK5O**AGVAF2Q66BETJHA^.0C',)"1:S/ 6'_ FF-
```

8G]!61;19@CQR(I%/DY G!*,-,S@UNME$)270 R<.O=&MUP(H=2:%GAP:_4U+MK'Z?8E!8*3N@N(N/2B:L+4ZP8@\(Q&)S M-Q%C*;*Z,)4K!Z44HL)&7A$<1!.E1!.ET.K"@UVQJ7?
3/CJQF2X4G-!-1,.E M$Q<9IE@]!H5C,+@>W_ZLTV/-S[#9H 7KWSXN3 ^(M\ TL.VS!Z&Y!\2OB !MF<,JVV<5RZKLW9M[7MSR4[Y8E,Y\M5[6\,V[MZ/EOG8+?U*RX/Y]X1\?2W[]W?
SYUF[_[F#>O7G(;OFGK+C-EZ6SX#'M4OTZM55:WN-S_>\>R:%XU!_>\WJU75_J%YP..J^&/C M]KO_ U!+ P04 " !XEI-9%[HQUB($ O% &@ 'AL+W=O7;M(!<1W_.F1$\|=]65#:7?
5&.V&UJ..C M+Y;T](FD'6JK?%OJ_@7G-)['0MLCUS0(V6#@(O3/[QK\!X/@&+^]4:Y*],YZO9_3RYXP),GR-94[(#UR0D>T^ !7Z1 R4X>#\A M GL^_P#> 2\$=Y[OR]+S@2VD525H;U-
;UXDM5&+K?BLN@0LO ')0"SRL)N#] MNP_I[%E3[/NHJR[*,[;*LF[2.?3PLDJ$E M5P0G[(E8H]]_@QWGCPJK;F;5C;.[)58GLK1AOLC*\L3C6Y_R(R/@ZV=Y&33%\+
#0T%\S9'M4[Y!9B39P%N M94^Q#[X0S$R]2_3;L;XBS],(]@?VD\%S._/Y_37\88+)NEA MK'*[@2IW,L>=RBK+M=$V>4JB.KG:N%US;;J94K=.J6-2ZA:5>F:E7J;4JU/J
MFI1Z1:62\>YG2OTZI9Y)J5]0:CEF)>AHR#IU6GTC!)VWB^6(#FO$7 =\E.1T M6T9-6-!$3LFH0=Q%A9!BTKP!S5IX7FH MA476EHIIV,+S:
N+N'6A60QIW*+S<(N*N$4E3T:D<8O^$VY1$;=0#;)1-/<: M6X-;RL7')1$>(VH-_W:@@4*5>&5%=3SJVFW+TXR&>[(@$K@("_F035(N=^XVIZ
MNK#9K]Q*.)]K7W/8K>9P\R]BJ8'\E^Z_7S/LW/:/VDJ[P^S1"SGPR5[&.)== M&X2C?P!02P,$% M @ >):36:: $(PC!P 1C< !H !X;"]W;W)K0I/<6)]_HDA &WL,@HK>-)6.KFV:3
MSI8D=.EEO"(1/S./D]!E?#=9-.DJ(:XGG,*@"2VKTPQ=/VKT>^+8..GWXC4+ M_(B,$T#78>@FW^]($+_=-NS&]L"3OUBR]$"SWUNY"S(A['DU3OA>Z4.,#, '.^_"B] M428LX6=][L?
Z3WAZ_X0?\&@*QG\.1A,P&"$P?IQ,P?X9/)K\(D"3Q[$+ M!FZ#N8-:Q,<9NP2.?0&@!5N* 0VKNSL*=U3='2K<<75W6T.&L\NL(_!:)7A\ M'O%9$H%QX$;@7S#.)G>V^^!'?
K@.55G3PJ:%ZX:NW!FY;?#*1$GR2AK]7W^Q M.];O*L9-@B&38-@06"$WK5UN6@+=*0GA)5M>\#9QM";QTF7[M6Y>6W;WJ-5_WZ2ZQ:Q?-D-K,@M=%.ZR-HB9'
MG1U"2U'@U>2*8"^-&,]RHTW>"W;,A[&>J*;B @KR2@5=C;7.BZ&"V4J*MB MA*H886U<-5GK[ECK:EG#[RO>+/&Y'\31XC,C2<@;+[9.(I#V3Y025HFQKBK.
MEL185WD7.5"^V]1VL"O986UD-7F[VO%VI9^19,Z/>.".1'R+B06MV),\IQ5U MF)53/UJ $2^FXVTQW?H->5&] %]%)TF\S]N;^#[BJ2"4G^>D^\+]B4]]%?57
MZKDID36L9H9*S!R)>BTY-:F_WE%__8/+UDM&;OP2^ LQ^57$79MVIH^[MV7 AB@F(Y[S\["V0]]G*J4R+765-K&2%]"&>G!!#:,6$P#PA\!P)^9$5(!OA
MP921%\QAF:&\".A#/CE!AM"*"MQ3%PBC:,@H&C:%5LQ0 M+D/ML^A0VZ@0-8J&C*)A4VC%?.5BU#:L1FVU?FQW'+E J0U;W:Y4N5ZGV_T6FVFIE:!9%^A*?R:0JMR&J%J2&1!Y0//
MCDR=TNI@O:UBA?5QU>4M%Z>P>Y;^'AK2B1G!)M&0431L"JV8L%P1PR.*^.1Z MH!::LM(?EMC)=0/IQW>QWE(UJY;2E!.VQ;]&'4I2F7L8Y>QAIJ6[*K'&E;U%9R?:]DA?5QU>5M
M[ZUCDHM Y(@J5OWY](6[EF#H)D0\| #3A$3>YJ=',6&(=P%&Y)V!/W@VW #\ M3=Q$R7T5:3ATJ@E-I$;K6H5_MEQ?C@RA2%PN$QV]3%03]QPP/TQ9TC"HY$G] M +)U\.)*54-
4U1"7&;9+&,H%H:-_6OE >/_$[XVT@P),A"^FK$6&ZKGAXVY=U:QM[GTO%))D(3[4HD"4NW&3A\R4N(',.:5UV^:Q(-A]M;798 MO!)?);W$C,6AV%P2UR-):L#/S^.8;7?2"^P^G>O_!U!+
P04 " !XEI-9 M"1MJ"%\" [!0 &@ 'AL+W=O&ULM511 M3]LP$/XKIPQ-("%2TA802R-1TFF5H$0-; _3'MSTVEHX=K"=EDG[\3L[(>HD MRMMM>XCO[ON^^LW,7[Y1^-
AM$"Z^ED&84;*RMKL/0%!LLF3E3%4HZ62E=,DNN M7H>FTLB6'E2*,.KU+L*2<1DDL=_+=!*KV@HN,=-@ZK)D^O<8A=J-@O/@;6/. MUQOK-L(DKM@:
<[1/5:;)"SN6)2]1&JXD:%R-@IOSZ_' Q?N [QQW9L\&5\E" MJ6?G3)>CH.<$H<#".@9&RQ9O40A'1#)>6LZ@2^F ^_8;^U=?.]6R8 9OE?C! MEW8S"JX"6.**U<+.U>X;MO4,'5^AA/%?
V#6QEYX H.@"(6D#D=3>)O,J469;$6NU NVAB-T M/KF?S!XAN[N9Y7 S2R%[R!]A_V0RRZ[H_Y'=]]I/.^]A(?B:N68\A>.I+&B(&#R!%!L+:,0 30$KL#SP+DWV
MH<_NQLTV&0[B<+NO.-SK!3=6[IE>9G\!5!+ P04 " !YEI-9IL:SZ+,(\0 M&@ 'AL+W=O&ULO5QK3]M(%/TKHVRUZDI MXO$KL!)0MHBM8 2V-6JV@_&&8A5/[+VA(?
4'[\SCLG$G@>>,.Z7DCC7QV>N M/?><>;C'3UG^HU@@A,%S$J?%26^!\?*HWR_"!4J"XB!;HI3\9V3;_T-RCQ*4%I$60IR='_2.[6.QKY-3R@C
M_HK04['U&="FW&79#_KE8G[2&U!&*$8AIA !^?.(QBB.*1+A\5\%VMM-*8NZ! XRS^.YKCQ4EOV -S=!^L8CS-GKZ@JD$NQ0NSN"C_!4]5 M[* 'PE6!LZ0ZF3!(HG3]-WBN$K%U@B,[
58GP+8GV-4)9>;Z:V9EL\X#'(R. M\^P)Y#2:H-$/96[*LTEKHI3>QAG.R:\1.0^/H/9S?1V?',[O;C\#$XOS\'5 MS9?)%$PG7T]O)N=@?#6[F8&/YP@'45S\ 3Z * 7?HC@F]Z X[F-"@0+UP^IR
M9^O+0%&"2SM&\#M GW#<-@*\-.(-*Q*L0'P#;V@-P !UP.SL' M'S_\ =)5B,/5?/WP!EZB-*4'CH+XB -D2@):V2W1*:EZW%D M>\?]Q^VF\2R-K[OAZVKP'2^"_
$)^\0:QMNZLM\DQXKNWE-KJ4B8J=%.Y,(16SP5DN8"=244%+>E]5?/X&(E8 M6$SE+:5XMI>+"J%B_# M[J#9 B6772L'4W5KJ%%%^;9>9T5$!YADA!)'9,!5_O3]](Z<18:0^8SH-
IGO"\3 MY$E">93-Z9]04DG5!'2S4*$=;FO6P0!*TL!L!U1*.;5;3DN[I4;2;D\7%@,R MBP%AEW8+*@V,=BX,H=5SP:P+U+$N[Q"(ZCK;\N4W)4[-9=>V,A<$G5\M$%#I MN[2?!4-H]?
PP%P9U9CVZ$@C(&S-WT+02:J:[9H+Y/*CC\SH1"$]4TINS"6J: MNZ:!N4>H=H]EYZ>-S+,YR4:9B!FY2A2*AS=J..W>T(6=A,Q.0AT[J:\21JVC M*;1Z+IAUA#K643' K7"V58";(A/%2$9F-
K-TMH:EVV.*M>ZO,TSZ)1UATJ>9 M_$:*$R CS7&6D'0MZ-(5N:/5\>^39TR/W,6(#.Q6I(P%M(.+)^C5I%[[3XX> M4;H2R>;X/0CU5#';9ZMM'WV"@SQC" MT]G,T]E>I[W?
D!6KK;3'-4)8J!D1MAF[LO66*/[M==U?36K3C1ZVNE'P5C<:FT:MIY29.%MMXB;),LY>$"(6_I%<1S)3K0;1?LZ[M6%!TF"MT!EWV>BMK MCF!Q;\CMME&N$M9Y,H?BZ,P]::RL.?
QT$C?B%,38,L;,3SCJ.2*^G(*?0&,' M@QI>N[AT82@<9B@X0LO'R HM\P:. MH0D>AU^0XWJ;($129UVFY*YZ(J1EG:U0Q+E9TQ.$R,J7R\3558NK7IFMP.H;
M&)JV6A0DX\D$U=UI=\W;9=;EQ9,C+-!7&6&FKZY:7V55MNW"I1I>M[*80JLG M@XFYJ[. I5UE7:.+5:;0ZKG8VJ&[DV%H565=W@]P5:*+R0J7F0M79P%*M0&9
MWUC$+;NJK[5K6Y@W<-63#6U+MV"C;],BJZ^T:TN8LKMJ9=>L\KQ.[[O-[7[J M*^[:(J;[KH[NZ^B!8#=QTZ@(8B1&Q6,^P'MCBW 01G&$7\ XS@I)XM40NG7.
M%%J]P)WN#?:,+N"80JOG@KD7K[N]P1[O3IH3!((0V?/*_(MG:)W%XT?_ MS?XD"I$8:X]Y"L_(UF"OQ=9@4H>$W6OTWT>GM%]'J;0ZKE@ M=L#;R0ZT*
["\VG,]K[4A\)DA\'7V\BH*K,^/^[E7S00AD@+K,P'WU5,#+0NL MKQSN5_P$,9("ZS-1]=6BJOG&'J^17($5Q,AN,]-17T='-0JLS^]-:!9804BS
MP/:WWL-.$'G$Z.OI!0BS58K7;S1OCFY>@3\M7_QN'#^SCL;K%]D9S/J]^F_D MR8W2 L3HGD .#GS")U^_JK[^@K-E^;;W789QEI0?%RB8HYP&D-_OLPR_?J$7 MV/R' :/_ 5!+ P04 "
!YEI-9)U@MYT\# <"@ &@ 'AL+W=O?S=X[/;;#BXE&F H]9Y3)H9BL6OEP*P(E5RJ@?!D"SS!A7C2P9U,1#7BN M*&$P%4CF68;%RQ@H7PV]AK<^N"6+5)D#/QHL\0)FH.Z64Z%W?
HF2D R8))PA M ?.A-VI<3!J!4; 2/PFL9&6-C"D/G#^:S==DZ 6&$5"(E8' ^N\))D"I0=(\ M_A2@7GFG4:RNU^B?K?':F S*FT
MOVCE9+MM#\6Y5#PKE#6#C##WCY\+1U04&IT]"F&A$&XKM/8H- N%IC74,;-F M76*%HX'@*R2,M$8S"^L;JZVM(8K"_L!_ MJMJP*](,2I$-9NV26?L@LY%
[!HETT5L_#@&I(SNF>6(8QREF"S"A#E(171N@ M-M;=-9T*M79OBWV-2+>>?:=DWSG(7A=214$73B5UWB> DEP8SBH%M 1!>%)' MM;/#XZQ"Q'&MD^G5D^V69+L'R>HL?
R,"NCN75I[7\=H5J03)!JU>2:MW.$O7 MJ3D5/,ECA>[7*5K$QBD:.\IH9GOGA&(IR9S$V/::7Z,'J81.X]]U)O7>,X7? M"6S#3?W23?W_2I0D!]V55*KS@S-
+X!%G1_Z;S_MKLB^IVT$KPTL.%QX,'M$ MUSDV;*$^<0N$C:*RG0UU,MO<_$J?S4 L[/@A4D&"UU'):(PUY#!N1DTA!M%W$;QI>WF#USIV< N4SV^@3 "^ON< M<[7>F
O*@3#Z"U!+ P04 " !YEI-9J!CZ^!T" J! &@ 'AL+W=O M&UL?53;;MLP#/T5P2N&%AABQ[ELR&P#S65K M@.:"IMT>ACTH#A,+U<63F+C[^TFR$V1 TA>+E'@.#R722:7TJRD
D+P)+DT: M%(CE(Q-7H"@IJ5*D/9DJ[2@:%V]"TVI@6X\2/ PCJ)^*"B309;XO:7.$K5' MSB0L-3%[(:C^.P2NJC1H!\>-)[8KT&V$65+2':P 7\JEMEYX8MDP =(P)8F& M;1K7*V[\EU1U
M;*\;D'QO4(D&;!4()NN5OC7W< :(XRN N '$7G>=R*L<4Z19HE5%M(NV,;[P MI7JT%<>D>Y05:GO*+ ZST6(VFS[/)O/G%;F?C\EH,7^>SK]/YJ/I9$5NQX"4 M<7-
';@B39,8XMU=IDA!M:D<0YDV:89TFOI)FD6.+=-J?2!S%7?*R&I/;F[O_ M:4*K_"0_/LF//6_G"N^C,H:,E$0F=R!S!H;\>K0Q9(H@S.]+0FO"[F5"-P,# M4](%",+0MCA>O
MM.;J>2XW7(>LW>DGX>%<0'CV]&Z*9E3OF#2$P]:BHM9G"]=U9]8.JM)WPUJA M[2UO%G:80;L >[Y5"H^.:[#3[R'[!U!+ P04 " !YEI-9"3=6X%@& , M+P &@
'AL+W=O&ULM9I=;Z,X%(;_BI4= MK6:D:D:0,0,F'VVWC=0&1M/51E.EG9V+U5XXX"1H &>,D[;_?@VA$!,X&T9G;EH@ M/H_-
>\#XM7W]+.3W=,VY(B]QE*0WO;52FZM^/_77/&;IN=CP1/^R%#)F2I_* M53_=2,Z"/"B.^M2R1OV8A4EOY"3:[%549CP!TG2;1PS^7K'(_%\T[-[M;Q?FX6JML@O]R?6&K?
@C5U\W#U*?]4M*$,8\24.1$,F7-[U;^\IS\H"\Q-\A M?TX/CDEV*PLAOF MW]][+IS+%)M<2_%,9%9:T[*#7/T\6NL5)MF#\JBD_C74<6KR^/G+_.GLR9O/
MB.O=/9$S,I4\"!7YQ/PP"M4K84E IB*.N?1#%I$'MN&2O'>Y8F&4?M !?VDD M$$DY;PUTX_(NOSHEC MY^&#AG#O]' '$,,I,^_DO$$+;TA>)=DF*?>W.G'$WV=O6:2]H7UW("_KT:[2
M#?/Y34]W62F7.]Z;_/Z;/;+^:)(:$^9BPCPDF)&409F404YW6I)2>Y?*E_"? MVT6JI.Y5_VU*S S,9@P%Q/F(<&,Q S+Q S!MV5JOAZZ9PM5R/)O7< 4;\H* M#,P[D[PS:NV-
0$#73&#"/"28D8E1F8D1*-S;*U+KL A_V802S@@,-C-RT901 M$- U(Y@P#PEF9&1<9F0,"C=C+V&\C*RUB/A1>*9$?_*F4P_ M-&D-XY9ZB-
[TE(-17<7'A'E(,$/\RU+\2U"M+UN5*CT8SI[O!8M8XC?V,2"D MZ[<8$^9>'KUXM;?.@TH8FME692\L4+4'*7S.@Y0LI8AK5J%)/AC753]4FEO0 M1H""#46<49N(!Q[-
!D6<\PU[U>Y5YF'1S Q5AM1V?H'YL5%M M*2K-1:5Y6#0S/94UM4&#]3,6Z'^()W@@F- Y'ZA^%(MFYJ-RI#;L(+L-NPO8 MX<=]/*P/N^$:.ZN-ZCFQ:*;:E>NT87=XXO /IG3NC5
-9T$#/[U0$5.YRAW: ML#VL3QXWRH;IT::H-!>5YF'1S&14#M*^^!7?6$P7-T6EN:@T#XMFIJ?RF#9L M,COVZ:AFTSZV?\W4*
M&5=3NLJ34MB3'LQ%N7RA/I)O^9HL#\CMCDNVXN0^T;_R5)&Y'AU^)$R1!Q$F M*EL4? KC9J%1C2LJS2UHF<.O5#RW!I>TKC92M69B*I]+89]KSKCXU<=WT_;Q MA8&=54,8&-
A92E0S6M . M13JS[;H'\!J+C:TV,2O[2&&S]S7)GL5095W$3"3\E^)+:^66[IO\XW,M>NN?>7M-V97F/T^<3U"7X5)2B*^U$CK?*RU MDONMU_L3)3;YWN*%4K^>&:LX#+K(#^?
2F$>CO)*B@WP$_^ U!+ P04 M" !YEI-97RHQMS4# #,#0 &@ 'AL+W=O&ULK9=;3]LP%,>_BI4A!!)M;KT!!!?$T5M3">)CV8)+3UB=O+
M3D+H)610\M+:CL__G)^OQ]T5XT]B#B#163L25>N@YYAZ8@@!%]J":S^EC" ,-1**HZ_F:B1^]2&Z^57]S%>*ZMU+3A61L M$FM%0ZB>QHGDZBM1=M*;7(W&=[6[[^,;-
/Q^<8>.AB Q"<4QJJ'[R1 ='1RC M T0HNB%AJ,9==$VIW&ICT\]<7*0NG'=H;: M1@+X$@SO\)O=LLZ+4"L2VP!W=86\NRU.F> M2.TF9T=B=G"Z#4Q9X ISG :2E 7X:82G6X###%
4:C.%9$"THD 8'Z M,Z#^"SKJ#T;]XR*X4O'/;KN*Q#;&P;;>+GJKTA,GDZN(O2JU3?BU+,>N_-3) M)#=NPZV57>YU7ZJW3,8NS1?V/G@RV9V39_NN+W>_+]Y;OF)_.6&Q=],1=QNB
MU,EG("Z M@_H^94R^5G1"GS_@O']02P,$% @ >9:363&*"5 =! UAD !H !X M;"]W;W)K::4.$=H:2W(I'Q6_W-!Z1+4^3'-]3P+99ANB/:YR2W=ARK9_/"2K-9<_V/%H M@U;X$?-
/FWLJ1G:-LD@RG+.$Y(#BY=AZXUY-8"03BHC/"=ZQO6,@J M3<1>@NL?28!5 NR;X%4)7D&TK*R@-44WW[\\/[BZ>W#'9B^O7X"%V""*/V1Y"OP&:5;#%Y-,4=)REZ+4Y\> MI^#5R]?
@)4AR<)>DJ5@'-K*Y*$."V?/JDM?E)>&12WZ<\TO@N7\"Z$"_(WW2 M/]U3TVU!OIX!6,\ +/"\(WA3/./@)F><;H4\.?AR*P+ #<<9^[>+7(GF=Z/) M?]T5VZ Y'EOB;\4P?<96_,<+-
W3^ZJ)J"$PA[M7$/1UZ?$ORU<43IAF04]!% MM

$Z24YM>E^=K2BJIN"1(R0WQ+I1S%:@== M-6J!SET.0V *YZ#F'!C586"2N"$PA7A8$P]_48?:_'.IEF#AGEY#Q^F6:U0S MB+0,'G&>$ H^$(X[]T-M]KGU&P)3B
YJH@.C&AV8)&X(3"$^K(D/?U&CPY:L M/ ^&!WME.PBZQ_9*UVENX4YO^8'_@#(4VV;8>8O60IZ[-*;0U G8\S"N45E6 M<*;(&T)3R3?VQ=6:A![2K 4V0V'!]
(\$:06UU@,5^\Q3D@SZBQ7"WGVZAA" M4R>@,3*N;U::1OV,*325?.-H7*UOZ"/-H*6Z8'BX:W8$';EANXWGDYX,L=SF:8=B^3%OOL93*$ICZ8-\8&.F8?S8V:&E-H*OG&U$"M;^BA
MT0I E5]TH-'.H";A7L]$[WI.*%1M[-W5^1S<%-M8& MAF:E:=36F$)3R3>V!NI;,3VD&;4:EL'0.Y1F.^C0&ULS=U;;]M(@H;AOT)X!X-NH#L6J4/L3&(@,4]%5E4'2<_N16,N
M:)FVA=;!0]))!Y@?OY1,FRZ9+HKPN\#>)+:L>E@RI2\D\ZGT_ONF^+.\R?/* M^6NU7)[0:OE ML3<:S8Y7V6)]=/9^=]OGXNS]YJY:+M;YY\(I[U:KK/CQ*5]NOG\X;OBR MN+ZIMC<\&
M/7K=CA[K,]_N*0AUWN[O;Y M\?W3=_?<][[,J.WM?;+X[Q?;^M;?]8O<"VHVOG_*+]?:U_K4JZI\NZG'5F?Q- M1[_^'GQ1CA]\^MWYU?F:KQ>;PM&;*B^=G_R\RA;+\N?
Z!__\ZCL__>UGYV_. M8NVHQ7)9OU3+]\=5/8DM=3QO-IC<;]![88.NYZC-NKHIG6!]F5^:P'$]^\>' MX#T\A$^>5?R:W[YQ1J>_.-[(FW1,Z-P^7&7%&\?U=L/=CN&^?7ARMZZW/MD-
M'W4,#PZ8O#O;#G=/.X:'ASSVEX='!PSW=H_=G74,CP^9_/3%X>)UPQ/[\-_F MU1MG[+ZXW]/#AX\[ALO#AWL=PY5]^,>[ZWK'N2_N.&T?'N87C\-GEM?0^#$&
MQCMO_(+GYQ>5(]9E5=S5_Y!7SA^ROH,CJGQ5_JMC=I_NM4FWMCT^>5?>9O/\ MPU%] %+FQ;?\Z.SO_^7.1O_H>GV2F$]B 8F%)!:16$QB@L02$DM)3)*8(C$-
M84:.3!YS9&+3S^2F+)WZ$#[_JUJLK^\6YVRZP[8GP-_.ZJ.U;T_CH?<>\OD]3LU[*'+*&L*,%_+T M\84\M;Z0C=._^A"GZ_CLDY48^MHE,9_$ A(+22PBL9C$!(DE)):2F"0Q16(:
MPHSPF#V&QPP]FYB1.4)B/HD%)!:26$1B,8D)$DM(+"4Q26**Q#2$&3GR]C%' MWEH/0D19WF7K>>Y<9E5N.XFP,D,#A,1\$@M(+"2QR+X?'R\SOGB=D9R,(+&$ MQ%
(2DR2F2$Q#F)$9)X^9<6)]KGV\OB[RZVU>7-6;<++5YLY^ <+*#/1WIEW3&Y0D%A"8BF)21)3)*8AS,B'T\=\.+7F@\JJNV)1 M_=@=4W3E@77XT#P@,9_$
A(+22RR[[^GQQ*=5Z5B:U73K$]KKC-"R=;K^]6SD^+M7-SM[XL\LOJ MIORY*TWL_M X034?U0)4"U$M:K3M7^W%_3>C\6BZ=YR!;E:@6H)J*:I)5%.H MIBG-C) G!2O7?
A'C(3QNLQ^[JZ%71?[ONWP]_]&9%U9L<%Z0FH]J :J%]!;U M[-(R7RU^W?X3D"V777LQ1F_.)_S8E[_*+ON MO#C2^*YG'$B?GLZV#=QO1FR@K4Y4"U
M1+4(U6)4$ZB6H%J*:A+5%*II2C,S MI&UXNM;>V;-F6->_79_LQN!#$%+S42U M1#5(E2+44V@6H)J*:I)5%.HIBG-
MS)*V9.I.T:*8BS9.4&^MQ=O_7N'MKZ8OO+;4+@S,$[9NB6HAJ$:K%J"90+4&U%-4DJBE4TY1F M9DA;/77MG<7!/;+&>]ICFNWWF,[M&QT<%VB[%-5"5(M0+48U@6H)JJ6H)E%-
MH9JF-#,NVM:I:Z^=]M;*>L:;AQI=UU3.[<+@[$#;I:@6HEJ$:C&J"51+4"U% M-8EJ"M4TI9G9T39277NE\?4EL]/.>M/$VS_Z0.NHJ!:@6HAJ$:K%J"90+4&U
M%-4DJBE4TY1F+H#5UE0]>TUU6,>L!^MK-YW;QP^-$50+4"U$M0C58E03J):@ M6HIJ$M44JFE*,V.DK:IZ]E[C@(Y9C[1K-SV>SDP[4P3MIJ):@&HAJD6H%J.:
M0+4$U5)4DZBF4$U3FIDB7ILB/4W5UY;,&O]9R>QD-ML[H;'/9'"&H-U45 M1 M+4*U&-4$JB6HEJ*:1#6%:IK2S QIBZJ>O:BZ7S+K6B+UD]T8V@9!-1_5 E0+
M42U"M1C5!*HEJ):BFD0UA6J:TLPL:0NKW@0MF7EDP^XVN>O854@\NF=F=P7F"EE91+>CYC3U^UL'+'W: M]E11+48U@6H)JJ6H)E%-H9JF-#-
"VIZJ9^^7#NZ8V;W!48)V5U$M:+2G;;KI M?ILN1#<9H5J,:@+5$E1+44VBFD(U36EF7+255,]>2>WMF-G'#XX'M*N*:D'/
M;^KQDX5>NG84HM.)4"U&-8%J":JEJ"913:&:IC0S.MIZJF>OE[ZZ8F;W!T<+ M6F5%M:#1]LMTWMOI_M$'VE)%M1C5!*HEJ):BFD0UA6J:TLP(:5NJGKVE.K!C
MABZCBFH^J@4]O[:^-EV(SB9"M1C5!*HEJ):BFD0UA6J:TLS/F6RKJF-[NW1 MQ\PN#CYG=U_1&US.M/U(;,A.IT(U6)4$ZB6H%J*:A+5%*II2C-# MI"VJCGN*JJ^MF-
G]P=&"5EE1+6BT9V6ZL;M7I@O1[4:H%J..0+4$U5)4DZBF M4$U3FIDA7ILA]IKJ7L5L/'+^4/GJ(B^Z/_:75,5U7Q4"U M1+4(U6)4$ZB6 MH%J*:A+5%*II2C-
#I>VMCL=HUVR,5EA1S4>U -5"5(M0+48U@6H)JJ6H)E%- MH9JF-#-6V@KKV-IE.[QK9G<&YPFI^3V/,;E;;]\R.'GY*D> SB=$M0C58E03 MJ):@6HIJ$M44JFE*,S.D[:N.
[>W+P64SNS:J-9ZV$!NLD0U2)4BU%- MH%J":BFJ2513J*8IS8R+MILZMG=3>\MF]O&#XP'MHO8\-N-08]Q]J(&NG8HJ
M$:K%J"90+4&U%-4DJBE4TY1F9D=;!W;ZY>O;IO9_<'9@A99&^U9/\S=/_I MEU-%M0C58E03J):@6HIJ$M44JFE*,Q.D[:N.[7W5864S.S8X+M!R:L\#[:N'
M!>AL0E2+4"U&-8%J":JEJ"913:&:IC0S1MK.ZMA>OAQ2-D,+JZCF]SW*?-Y[MY11=7175(E2+44V@6H)J*:I)5%.HIBG-2%)6UF=]%6167LVL M#LP75_$9[MOMB:N[=Z=(!N-
T2U"-5B5!.HEJ!:BFH2U12J:4HS,Z1MK5:4H4HAEO:H1.IT"V[MISTMG$L4%!GR@ M)@,+4$50[5J$:C$Z5%!.H:2W(I'Q6_W-!Z1+4^3'-]3P+99ANB/:YR2W=AR
*69L=)V5R?V-5ZL3:81O>,;-[@Z-D M\JP5=C+=:X7YZ"8#5 M1+4*U&-4$JB6HEJ*:1#6%:IK2S+AH*ZD3>R6UMV0:+E*H
\='I!*@6HEJ$:C&J"51+4"U%-8EJ"M4TI9G9,8*S&)*%9;"ZP#UMZ@9B^43%$E:W;7@B0*Q9'E'@5QK:XPSAF1B53H+OE%?
C@O[U/I*83XZFP#50E2+4"U&-8%J":JEJ"913:&:IC0S1MJF MZL1>X!0U&)&LW#9KFG^5@#*+IJ$S%@"LT4RFM+VVS1Z3S%Q4>$5Y)0%7(BF<@L/I
[S]\QET*554"U$M0K48U02J):@6HIJ$M44JFE*,S-%M*$?E6P:F.L2#$^=;G\(A7I9C;2LD:]@'2"B]#6%*1G\W@*'LKNN2F
M1#6%:IK2S+AI:!3KHF0%R#@JBQA$:K%J"90+4&U%-4DJBE4TY1F MQHK20-NW#O3X2MD3+P'RSE@!*,K@-1UTRT%\4\!%/\N_0A(R<9QGHF3Q="
MHII"-4=@8CI5Q:"]*JCZUEO9@ZR&I;U-<72!VI!=]C!9>N6I-[*0Z:/W@KD@@6HEJ$:C&J"51+4"U%-8EJ"M4TI9G9T5'Z.I%?
M5!.HEJ!:BFD0UA6J:TLS/F6RKJF-[NW1!,1RB3=3 M+4*U&-4$JB6HEJ*:1#6%:IK2S+AI:VG?J69*QJ+EX7 M:QBOGN8MTAP,U!&U3;VPJRA]X1V*-
*69,=)V5:?V0NB DEF/M'N3R^.ETVEGBJ#+ MI:):@&HAJD6H%J.:0+4$U5)4DZBF4$U3FIDB:55K1+*X4M\LIG*U_[B0^3$L)X<D+R6>$-
M1+4(U6)4$ZB6H%J*:A+5%*II2SI&VNM6ZVCU5G"!+D8F2X2<[1+YQ4;1-U,FL!D%$6&>T\NX/;N$6HEJ$:C&J"51+4"U%-8EJ"M4
MH<555/-1+4"U$4B5(M13:!:@FJ@JBE4TY1F9EMM4-,1ADS+5%*II2C-%MNX@4*T%3E$)J*:A+5%*II2C-%#>3J$:JEJ(JQ:D3
WFE]VWE6WCCALJ;C_/*ZOOT_3ILQ M9?UUN;A>9U5^Z63E[BZ+]?63XYK.T$&78T4U'J4"5 M1+4*U&-4$JB6HEJ*:1#6%:IK2S+AI:
M136):@K5-*69 ML=(68F?6TMS@,R2RT'>.:CZJ!:@6HEJ$:C&J"51+4"U%-8EJJM%ZSI"@39IA MT39@9_8&;!L63XY$RE^<*%NLG9_DIBQ_=K[D\V56EHNKQ3S;_5?R5;%9.1_G M\
[O5W7)W9O3;N7"J32W,-ZLZ=8*R6JQV/]!YU43/]N<7N?-[D:W+J[PHNKLM M]MD.#B.T=(MJ :J%C?;TJ?;KS'RF1>@68U03J)VTVNSI;V-OGU -5" M5(M0+48U@6H)JJ6H)E%-H9JF-
#.KVA;N["U[109=,Q;5?%0+4"U$M0C58E03 MJ):@6HIJ$M44JFE*,V.EK>7.^FJYPZ[(H*O(HIJ/:@&HAJD6H%J.:@+5$E1+44VBFD(U36EF7+255,
<.B[=_.^E:*_?]U109M^Z*:CVH!JH6H%J*:A+5%*II2C%.W&C& MU2)W[*D..1.2=>=O/TK+6CC%M44JFE*NT.X_(FSRL_J[*S]ZN\N,[/\^5R M^][1K6K/85YO*UW<++XOOGG\IMK&PP=V]R+.W-

H965TYD-1MZJ&[AR\T27.>X_2\ MQ"=OZ_,G(7^H!:4:/:<)5Q>MA=;+LW9;Q0N:$G4LEI2;=QZ$3(DVNW+>5DM) MR2P/2I.VW^D,VBEAO#4ZSX]|EJ-SL=()X_2S1&J5ID2^7-
)$/%VTO-;K@5LV M7^CL0'MTOB1S>D?UU^5G:?;:%67&4LH5$QQ)^G#1&GMGD=_+ O(S_F;T2:UM MH^Q2[H7XD>U#Z]BL=YQ=O
M+N:>*#H1R3@#627Z5CS]2\6"0J_XN>BG,')F.\4EJD M9;#93QDO7LES^4&L!7C='0%^&>!O!@QV!'3+@.YF0&]'0*\,Z+TUH%\&]-\: M,"@#!F\-
&)8!P[Q8Q:>;ER8@FHS.I7A",CO;T+*-O+YYM*D(XYD4[[0T[S(3 MIT?7-Y^BHR_A[10%X>47=(2^4)FB:T$X.@BH)BQ1'\W1KWUF8$&:<=E]DF139_1S;/1U/!]4*AD,_HS :TS="K\?
NOX[_TG<0I M>4&=WB'R.[[?-!YW]$VLCU'7R\-[#>'!V\.[#>'AV\.;!H_=X>.E/$9>?V=X MY [_:\6/D9]G][J.2G0K)75S7G>7DLP^$@]H(NF,:81)S!*F7]#W_(TK35/U
M3\,H+PMJKYF:W8G/U)+$]*)E;K6*RD?:&OW^FS?H_-%4;DA8 D+(6$8$A8! MP2S1]"K1]%STT;7@\Z/\EA/0>]TD#V?\OO(H8/T,W[?JD/"@M-??[8A9$(,"8N 8%;5 MO4[M+'2<=?
^6VT!TAL@CE61.$>.:FD0:2:+I(2(:+84YEED*FJ6T21GN%/M* M Y06E+3LI6XCCSN#[&'<$@AH6@Q*BZ!HMD;6W"?/J9%;NB0OV<.!5,2/1):*IR'PU]G]+TGLK& M5M(-VUL)D+0
E!:"TC H+8*BV9*IC4;O?9Q&#]1J!*4%H+00E(9!:1$4S19/ M;3AZ;L<1LV?3DEBM"%I2B0CGYBGEP/0BBQ6?&67IA?K8J")01Q*4%H#20E : M!J5%):K>S*LG5I;(;6'Z;E-S)#(Y
55G4EVIRDGJ9W]R;9;N-513-Q9 M]ZXT)"T$I6%06@1%L]50>Z.>VQRU.U15"&&V2PB#AM;R=%,(H+XG*"T$I6%0 M6@1%LX50FY^>TR;[[]]ME-QU46Q^ES!QY]Y;$Z"^)B@-@]
(B*)JMB=K;]-SF M9E9R=,65EJM,!8=F.Y:4*'J(QG$L5Z;3N"H[C49E;%MWPTUA@)J8H+00E(9! M:1$4S19&;7EZ;L_3;)O&VD;UW3;JK[]B<0/VELFV MA>J=;#BHH!E#4!H&I450-
+OXM8/JNQW4L4X(UV:JF1!.9@3=+)="ZA5GFE&% MQG/*XQ=T,)[I,<7JEBF1<\852NB# M07:.AZ:.LE@P4NQHL?Q!"O^YD":IE.Z-_5!+ M P04 " !YEI-96CRGOK(#_"Y$0 &@
'AL+W=O&ULM5AM;YLZ%/XK%G>:6FDM&,A+NR122M:MTNU:M7OY,-T/#IPD MUL!FMI.T__[:P$A(*%LB^@5L\'F.GW.,SV,&:RY^R@6 0D])S.306BB57MJV
M#!>0$'G.4V#ZS8R+A"C=%7-;I@)(E!DEL>TZ3M=."&76:)]NQ>C 5^JF#*X M%T@NDX2(YRN(^7IH8>OW@PW:)$M$$F*2<(0&S MH37&EP'N&8-LQ#<*:[G51H;*E/.?IG,3#2W'S
AB")6!(/JV@@#BV"#I>?PJ M0*W2IS'<;O]&O\[(:S)3(B'@\7<:J<70ZELH@AE9QNJ!KS]!0:AC\$(>R^R* MUOE8_\)"X5(JGA3&>@8)9?F=/!6!V#+
_@L&;F'@_JV!5QAX&=%\9AFM"5%D M-!!\C809K=%,(XM-9JW94&;2^*B$?DNUG1K]>_?YX]F7#P^W:/+AZ@LZF8 B M-):GZ Q]?9R@DS>GZ VB#-W2.-9AEP-
;::_&U@X+#U>Y!_<%#W>A.D<>?H=< MQ_5KS(._-_>JYK;F6A)V2\)NAN>]1%CW9^A0!$%;HF(8VI>D8_LA5]'N26P2@"\,@!>$_HH($(\ M4S9'WTB\S$+Q"(QR@3YS!;7YS?
$Z&9[9%E8CS_,[WNU36E_D-OS-H,J4_7+ MJ?J-4]5MHF!.0W3#&%^1[,._7K*H;I:-4(:T);!* /IE /JMY[3_YYPV.CV2 MTD5)Z:+E[?-B;V?$_1U"C2Z/)
(2=C01P_IBE=^A[IG@@0N,5"*W@])ZK0+M3 MZ$%OPK5U/XZ/I;>E<' CO;&*"5.ZB 2$D8B@NS3E0BT9 M510D&L^!A<_H9!S8_8BO*]J_-
W%W>CU6%8;A83]5RDQN%6YU!9:-0@;P80;AWLU9F] MU+Z&',(;/82;!='AE:8 K)2:74ZOH8?P1A#A1KEQ?*GIU9>:W5-(L_M#Z=E; MYVKS4^.6B#EE$L4PT_#.>4]'6N3_"?
.XFEVU)YRI0_N67,!))A!NCW,ZY3 M5W3,Z;W\6S/Z'U!+ P04 " !YEI-9"42]-"H,N M,0RS&U(_ZDPGZ;6YF$[X1@9^Q.8"Q9LPI.+;!0OXTUD'=UXNW/C+E4PN=>3 M-
5VR6R8_K^="G74+BN>'+(I]'B'!'LXZY_C4)6:2D$9\|=E3O'6,DJG<<_XU M.;GTSCI&359.YIS&8\ M^,/WY.JL,^H@CSW032!O^--'ED]HD/ 6/(C3G^@IBQWV.FBQB24/\V1U!Z$?
M9;_I<_Y&;"5@CG"?UZPJXY#/*$P:$CF'F">6C" M,$\8IL7*WMVT-!:5=#H1_F))%K1DH.TOFFVJH@?)5*\E4*]ZJL\.;V]NY[] M]O'ZDV7?W/Z"[-_7]][B6XE7WQ%-
VR]$8N5JG.,WEI,4C^(WZ$/Z/.MA=Z^ M>8?>(#]"5WX0*$G%DZY4=Y,PNXM\Y(ML9+)C9$S0%8_D*D9VY#&O"NBJ:11S M(2]SN2!:XO5"GJ >?H^(0?HM-
S0[/+W7DFX=GDY:TFU]^A7]ALAXY[T[^[+% M"3)VW[NK3W?8_0G"HS0=:RK1*U352WF]7:I:4<&V!(3F@B\%#=%?GU0DNI0L MC/]NDTR&[;=CDZ_ETWA-%^RLH[YW8R8>66?
Z\T_8-'YM*SN/64TPT9]P]A^1[*"0MZ; PES@6"5PF.C M-"$,N-)_H<&F]?%?/\BQI<]IVQH?U^O>$H-Q71TVZ'TYH#07BE8M_);[A+6% MOV&)79I4EQ9?_%MM J([EP]^.ABXV:OT?
B4@PYI@](<4)H+1:NJ@I2J(/N: MC]Z!S8>>=+0,(&D6*,T&I3F@-!>*5M5+Z3;B5[(;,:C?"$JS0&DV*,T!I;E0 MM*IZ2M<1?Z_M>%@SHL:DV'S4SSLUXL-ZEJ"TFQ0F@-*Y?)'^@/;4Y ?
4I0F@5*LT%I#BC-A:)5]5*ZFGC\2LT)J),)2K- M:38HS0&EN5"TZG\TE.,_F!SHLN@91RL DF:!TFQ0F@-*1*]YWGN>7ZR%8 &:$Y][X,?H1E=^Y(&K94# M=3A!:18HS0:E.:
T%XI6E4SIA)+!*RTAD&[@#)1F@=)L4)H#2G.A:%7UE"XJ M^3]<5-+FHM;_*;@ER"3U!:0-A.OK!Z@U"DISH6A9.;M;&XA")I;IWK 8+9*N M,MM_4UPM]I^=I[NN:MIH&ULM9=M
M;]LV$,>_"J$66P*TUH/EAV2V@,12T:#+DL;-AF'8"UHZ6T0E42%IN_OV(R59 ML5Q:M0'UA6V2NOOQ[G\2Y9ML*?O*8P"!OJ5)QJ=&+$1^;9H\C"'%O$=SR.25
M)64I%G+*5B;/&>"H<$H3T[&LH9EBDAG>I%A[9-Z$KD5",GADB*_3%+/_;B&A MVZEA&[N%)[**A5HPO4F.5S '\9P_,CDS:TI$4L@XH1EBL)P:-_9U8%O*H;#X MD\"6[XV12F5!Z52!-
>?*-M96L9*%QS0=/* M64:0DJS\Q=\J(?8<;/>(@U,Y.(<.PR,._#I_FO*/C\ M?/?E;[2_N%OS[S8D@BSBZ,('@4G"+]%[]#SWT<7;2_06F8C'F %')$//&1'\
MG5R4XWN2)/*.X!-3R'#5IF98A38K0W..A&8[Z)YF(N8HR"*(F@!3YEDGZ^R2 MO75:B7_030\YUCOY<5Q=0.WN#Z'HH;Y]U-T_W;VO<0].=W=:Q.C7E>\7O/X1 MGD]V!?
WG9L$%DX_LOYJH;DN*JZ>H<^R:YSB$J2$/*@YL X;WRQM[:/VF$[A+ MF-\E+.@(UBB%6Y?";:-[,\QC]%H/'\)$/DH1NLB!H9"FJ3Q1BZ?K4E>@5O:Y
M!2IAXP*F7C(;S^I=N?)NW^PKK[5JV@0ZF_$KJ"'4H!9J\&.AHEJHJ!)*ITHK MZ%Q52MA@+Q=G=*B)QF8X.-!$8S.P])(,:TF&K9+_V597;ZZ*M'\8CNP#F=MW.U?
G3FE!5[12:7.OMTF!K8JF MDLO;=9V)\I]_O5HWKC=%NW:P/E,-;=$SO6+*;O@>LQ7).$I@*9%6;R2E9V6# M64X$S8L.:D&%[,>*82R;9[_P-02P,$% @ >9:3 M6:LB/_(0O,\93(N0IG_?
R):=D6ABE20_U^Z->2N*L,QD7UZ[Y9,Q6(HDS>LU!ODI3 MPK]?TH0]G7=@Y_G"33Q?"'6A-QDOR9S>4G&_O.;RK%=[F<8IS?*898#3V7GG M IZ%>*0,"L0?,7W*UXZ!HO+
V%=U\FEZWNFKB&A"(Z%<$/GOD08T290G&=DPZ8TAE9)>*&/7VD%:&A\A>Q M)"_^@J<*V^^ :)4+EE;&,H(TSLK_Y%N5B#4#.-IB@"H#9!H,MAC@R@ W-1A4
M!H,B,R65(@\A$60RYNP)<(66WM1!D M?0X_W-S^!#[\?O_I[B_0!<&"9'.:@U@]F6B5KA(BZ!0PL: <1"R58VRA'OXC ME1!Y3L';D H2)_D[:7U_&X*W;]Z!-
\K^2YPD\@GGXYZ0\:J[]J(JMLLR-K0E M-HC %Y:)10X^9%,ZW730DT1KMNB9[27R>KR*Q!' \#U ?31P!!0T-\<.\["Y M.?*PP?6SPX6_P19_EW0>9UF*2Q?#PH4J H^3+D;'X][C.FT7
M:&" 0F\PJCZ=Y4L2T?..'!PYY8^T,_GQ!SCJ_^RA.JBI#KQ4KSP#+V&Y''4/ M5!9!*DM1E) \CV=Q1,2V85?>:[1&=S T,F)#(#+RX8VX93Z&=3Z&WGQ^" &)D) MC^TJ,M+S:H/-2W$?
ARX;\YF%\@L@J$+M%8$-^(_K>,_]<8O MM8E4'AD(5IS3+/H.[CC)\J0H32XV7F_-1T[)>I_.PCTYV\@B[&N5TG]]JZM\ M&&/!J$N!$X6-$1/ZXVG+=TV5P?^PWU4WVZ ,K;S8((S-
K'BC;IL5I+."_K^N M5]U[(TDG9HYLC%D$_13:IDA+0NC7A.T[7^5XX_F;]&U(UVS[_OC:\MUVK 3I >&"2/X0FA%H40K\JW-TMH4/;84O<.5%F(0V=*+REX4,M MW:!?
NUWSF"%P*Y,31Q0GYCX:YJ>Y)9%>=]>@OWY6TSAUH#0K\(;-8N;4D' M[5'O EEMP1M-6[9:(T*_2-QSL[1UH/D*L!L2^D-NFQ(M.Z%?=QZV4Y[N; -! M TSHY] R1TAK2N37E.U;);
(EI#E$=D-"?WAMZ6N)B9I(S!=V2N12DB;UW9C0 M'UM;[EI((K^0W-THD:WT(+*8ND#F,I$3A-U=$FF=A_PZ[R(2*\)CD@#UK*BS MDOE=O+1![M5;N"]OF^G3,A'Y96*C!HD&
M^VV1R%9^=EH:!^V2R+%0:*XA!PZ053\.(261EI+H ME>N)V[ND+1VM+FE#NM;,.82X1%I8<$/63WQ(ZE1K.J.##6 MN#F$S,1:9N)7KD9N;9[8H2K-#N+"F"]:_@#;)D#K3MQ$=
[ZP>V*'=#17XET8 M;'5*I>S M4D[ASG51;&(RKE_"L[#:WR;]02P,$% @ >9:3 M6>L%#'=N!0]QL !H !X;"]W;W)KF2LW.&@WI3TF$Y1&?$09W MQEQ$6,&IF#3D3!
<)$Y1V'";S4XCPI35^KWDVKWH]WBL0LK(O4 RCB(LOE^2 MD"_.:TYM>>&!3J9*7VCT>S,\(2.BGF;W LX:>92 1H1)RAD29'Q>NW#./-?5 M#HG%7Y0LY,HQTE">.?
^J3VZ"\UI39T1"XBL= L/?G Q(&.I(D,>W+&@M?Z9V M7#U>1O^2@ Z-120,8Y#]< 7UR0#=*SC^3R4R2]:9+;- M&O)CJ7B4.4,&$67I/W[)B%AQ<#H;'-
S,P2T[M#]Y$2<)>"G^J/'H>#WZ^'M][5P^@7=/7G MT\WC/^@0/1_Q%+2,?6Q'A^)H&80'\,X^7$4AUB1 '$U)0+Y/(**F^I2F!-$ M&9P3]-DC"M-
0'D"LIY&'/G\Z0)_@)KJC8:CC]1H*LMZ]WMVU MH&GE(]E*XK4WQ+N(>,R4A,FX'#H]1&\;M9!+>5 U-.FCCY-'ZU8R[Q]JS/-5 MMDP;9]W"LP+0'>Y,SK!/SFN0FB1B3FK]GW]R.LU?+?
2TS!&NR; M#/:MAEU'T$B@33 TB(4@S/^.'@5F$F<-B@7I>9A,"&.&H(O@7YBNT!(5&@L> MH8OAX*8.9CBD/X#V> 8V(QP2Q 6ZI=]B&B1^=?2(7ZHH3^%T5NALE@C?:N%9
M*=F1\..<\./W$5X%^MB U"V!-BW*H*UI[0BZDX/N6$$_;;$<\ F\=&4ZI0CT M01C]@ @ZQ_H]5]G^.@8RMX3=M"ACMV:W(_:3'/O)VQL098HC@@6C;*)OI3T(
MKA5D@(U4(M8S1]:1PB^(O("LD5 GSX21,565I7)BD'%8ZC<#TZ3,UXG9UXJ" M6V.AF[/0?6^?&6 Y15] <:%K$DQ('?T&I9+?+3>6.L)C!2$WM(FN@;',@FE1 M9J%KL.!VJEDXS5DX?
2\+'HPL@UJX3,<8W8>8;:%B0X]])J!_R2:"3DV"RO/* M-#DLF7A6N#M.+*=9B+3FMJDE%/V1D@#O\YF@\!;1SZ$^0=DLJ914S:WEL=W$
MLV>W*_H5B>J\N9@^I]5T@'2I;"JFO=1/EMP:/V7I4V%3;D:>'>2N)+H%B>[_ M2N(F]ER3F7:9/=.FW*'LX'8EKY#6CEU;?S1YU@Z?Y;9*SVF90=/$K+^/4-]. M(;\=N_XVF$CAKRQ,-
K\SZIDD!U9!-?"@COX@R;IF$V.F,G;*.K+"QJ3L(_2S M4PAHYS4*>C@C AACD_P%>I7*HTI59_Y^I0SDO89S=M7M'4Z"VGNV+7YARZ0 M'5.;&Q6W7;[;$>S*4"'@';N"-Q;
*VJL$K0UW)N+;9_1O'U%6Z>R6 4X]F7 MQQ:;*>F-8MNN^NT(=F6H6"$X]B7"@,N$C7O!@]A7R0>64:IHJ[\.[DF"9_SL M,YJWKVCKGS&+Y8%K7QZ\YZN#:\K_LCZK,"DOC^P)[DI
L4)P[2N$&P;ZB4] M9:_&2J![TM\9)_N,YNTKVCI]Q=K M:\-WE4_;L6GX7(!;;?Q["F^E8+&RHY(M1,0DV5F2T&>A*:<;!/G5?/?J(MFS*5V_=,Z\=_^J")-NB=UA,=%9:361XKMC*S!@ 8"X
!H !X;"]W;W)K\/R#X7RV#=;DD?!OVWLFSH:URS)* M2)I%- 6,K,X'%\X9=E'>H%#\&9'G;.\8Y*$L*/V>GUPOSP>CO$7_X$>5B+T&J*L!K!K M0QN@J@$ZM(%;-7"+S)2A%'G 0_F,T:?
,KB(>+*(XXC_!6TQX$,79;^ - MB%)P$\6QN&79;,A%!W*;85A=[+*\&.RXF /!#4WY)@,?TR59-@V&HN=U]^%+ M]R^AT?$NY!\ RI8Q'Z1K\?;'(.!/%](_N[I1NKMXMGV'.LFT0DO.!F$(R
MPI[(8/[K+XX_^EV729MFV))9(XMNG477Y#Z_W24+P@!= 3&;L]#(8W6/,O"? MX>Y?EKY^X9M/L$]S-!L^[2>I5X%-BD8X7AV.US,H\CE5%&I($P(R'G!2#!)Q
MNJ5I'I0N%,_FT+!IABV9-7+IU[GTS4-#_/ R\D32'=$EK6SL[=T[WW-&RA#0 MB"9('04ZD3O1#X1QW?FQL?/7Y0A8,9J\C.R.67O<&H...YDH<6A$R%."Q1J1 M[W3$,:GCF!CC>-
P$C+S/?]R7Q2 6T%&$ LB/_%A[9R::SJHW1J-QH!*/1@-] M?3C3.IRI,1Q,Q$ -H]X0IJTAX;A3)02-!BKW#>LT(WT(SDA2P^A$X)>G,K654)MN MV)9;,Z$2[QPC]QPQ@U=&C2H?
0T4G*,A5^B%0&/8432 MD&0@2)?@8KN-(Q'<3<"^DX[A8?0\>GC8=,.VW)KYE'3J3$Y1;T;F/3JA-MVP M+;=F0B4?.V9 [GGHJEHWT \ZGEI<&E7KV0SK5#[JH&,HZ1B:Z;BWQ 0B'T:;
MY@L=.TRLNF%;;LTD2UR'S@GJ#EK%=ZMNV)9;,Z$2WZ&19OOJKFK=4W*S&TA8Y(_49'&M5TPYGF+NM0JA5-VS+K9E0":'0 MO$;:-W=KUC%]3UT>T*G&GKH\H%7Y'8\E4%(?
[%D6[:BLPU')Z'_TZ+#IAFVY M-=\22AY%HQ.4&[+*GE;=L"VW9D(E>R+S4G%/N56M>\I-IVJ7FU;556Y(PAXR MP]|AJ(1TW*>^2]&)?'717B>:=D ?VGL';H:^UX 2:C-;Z_601M-
ZMZ+SZ0 E M),D/F,M/>O3J*\RGFBM$L^Q(LM %8 M77.TZH9MN373)SD3^:>8L:T2IU4W;,NMF5!)G,B\ZMDW8^M>7+OJ8X=.Y?FM M24'W.MWKFA8DXB$SXJD5=3
8F7V/'A56EQIMN35S*J$334]19E9)TZH;MN76 MW$DE2=/MV1=@+C.W_=I>4V8Z5;O,=*K.,G,EVKEFM#LPT8N6U$@^H*DD[CJA%I-!W,ZDK2<\VD=R@8N>T7V.T@ M-
!H5C'0:=7P-][;>)H2MBRW,F<+IMMC@NZ"&PO=V]R M:W-H965T 9+ZT"5P?'U]?^QZN??9*V4^^ M)$2 MR1.^7EG*<3JM-OEX9(D ?]"5R25W\PI2P(A7]FBRU>,!+.\41)WH>-X
MW22(TL[P+/_L@0W/Z%K$44H>&.#K) G8OQ0#>69TI_9 MR_7LO.-DC$A,0I%!!/+?"QF3.,Z0)(]?)6AGTV?6 DS&- MOTNU-(!E UAO@%L:H+
(!R@=:,,N'=1F(8'C&Z"M@F;5$RQYRW^2M MY6BB-)O&J6#RVTBV$\/IY.IVCIZN[^_"9B2A9PJ 4:<$\'! MQTLB@BCFG^17WZ:7X..'3^ #B%)P&\6QG
Q^UA622X;8#D=D/3Q8D@+)&1_$*XR*9+R[& \;9[[_=J M##4V'M;S\S;\/"._2S(GC)9,&;P8->HV?LPAJ[I@U"OIY=?\.N;V27;_@G M='ZRYJ1@IR/7U[BN7R.GL>FUN,[?D/.-Y.
[%DC"#S_Q&EP/7J=%JVO2=%I\- M-K0&NR/N1J:M6;FSZK@-&OW"GE,/MZ:1Z_=/Q+UK&W4U&1GW4#TR-5:NW[+-NRISN^;4?3616OKN;RTO M8\N#9\
(26G6<2@.X_6,&I5%A'.P*2VA55RC%X9HEQWY!V105$.-Z3#:-W %L M"4DE/5RS]GB4"A?W8TN1UI2QH8'3X,EM.HP ME5J!QZP'0*M2QA9:U15*RD!S36"_B,3-K;+?B$B-
44L*G4!S>KB?D58D$]0 M.65Z>D:0@R?$$EIUR$JN0.^8L6E5T=A"J[I"*1IH+FN,@U645:PF;RN2SB*Q MEIUH!]VL6J"^7P_/IA$24S(!F MF=%_L066K46K/0(.J8>
M05;UB"VTJBN4'D%F/;+O"D--M>'5:W0ZFY801DJ0(+,@V;6^D*;DX:)Z:M): M>2TE.K1UJF N>FC7UV44+%+*1106J^N*I#21+UKV=H\6CJ$DD%(2Z)A%$62U M*&
(+K>H*)5N06;;LO:R:%0\X: 2OQLAM459(R0QDKHKL7%C-8XJ>T_AYK+%" M \]K(:<2/S(G?NW"&BVB.(NO,;.4-H"^<=<4$;A-(C6J+-DL3V@4+)4V.$6BH6$D ;.E" M]
[G1H/.J$U<8Z4!L%D#9!Q!SC&;>9H?.#,2$CGWS[%^@\7-A._B^D&.S@BV M[6-*%&"S*-CS$!1KB@&-0U"-4>LA*%8)&YN+ ?M=P\":(X7&/0R=4=M%#*S2 M*-Y1$-AQ%:-
LOGVW!_F-6&P:0;_^6ZJ[=0LN(6R17P[D(*3K5!37R#:?;BX@ MCO)K=[7/+]S3<7&-4,$4MQIO [:(4@YB,I>0SI>^9,2*BX+%BZ"K_*[=,Q6" M)OGCD@0SPC(#^?
V<4O'^DG6PN:XY_!]02P,$% @ >9:362;S,R%R!0 M]1D !H !X;"]W;W)KYJ4% M.HX(UBZ@Z$1L6PR]+(2.JX52N M'+61C"Z2H"ATB.L.G(CRN#.=)-
=NY70BMCKD,;N52&VCB,I_+U@HGL\ZN/-Z MX8ZOUMI<<*:3#5VQ>Z:_;6XEG#DYRX)'+%9]5V01L:;0)\@ M#Q\CXI*>):'9X>&>)=P_/)PTJ/'R:GD)GU=7+;:"-
:>S:O!X=5R4*EZAN681 M@EZ ;C9,4O,[NI5BR34Z^BH4%&HI181>2;1 ,ZB2"/F":K9 ?W^%NR4O;43'\Z51L:L+,.-"#%Y!/K3'_]!0_4EZ3>S3 M8JCG<2
BE@VU;0!3HGY"9/KQTQ3W1J.)\[0[,!:0UW?W0;X%-, %TYZ0?BZD MWRADMJ;QBIGUNZ1D5L4YC>8;";5TE>%=$M M0?S&-#]8S4$^"
(/&08#>IN4VT%MI*DKC!1)ZS20\X<)DC01":6M?&U1U#0:P:L&N: F)Y)1U52->K*0-V"S?AOE&(1,,C@Z<00YJ^,+L+<*N- MHD_*O<*&\KR25-_*Y=94!._X(GQ@7\^>EW8AC23O?
2BVRN:WQ;8_@*080/+S M>I4LM[;JTB:;WQ;;?ET*"XD;[=![#$O&M+>TAM5E:D&-AN6V:47UAS7+M'!? MN-E^'3#+CF'J2/@5)@ZZADF41ECU-M[KW;.F33:_+;;]<2[,(>[_Q*NY)4N8
MU:5--K\MMOVZ%'X5-QO6\\B4X[]:1XXMIA.[I+R$;:CJD]:&&N.:)5RX3MQL M.\^#'UNN>/H:"!PW!S.W2O<8]7X;5SUD%U=DV4!EQVT#D7Z-J,*0XF9'^B!I MK-
+74@KT"M"%5+9NULP=6N) M%$Z2-#JBCV_*,][F7;D-5-F66T!U$[$P8N0-(Y:(R'9[[ORKGJE+>N7\;:!* M72P@7-.Y26&^R*'OOBZ;5%3?
5G5)>3LZLZ'ZE>9FYRIO6YV=]^$1@S9EOBLH MF"?;6*>OCO.K^;>+\^2-?>GZ!3[UTR\0!4WZ0>0*NA^/%0K9$BC=DR&D)--O M#.F)%IODK?NCT%I$R>&:45B"!@"_+X70KR?
F!OF7GNG_4$L#!!0 ('F6 MDUD%M'F!?P, $L0 : >&PO=V]R:W-H965TFR>(U9!$[(QO(Q9,EH5G$ M19>N3+:A$"4%*$M-Q[)\,XMP;@3]8NR6!GVRY2G.X98BMLVRB#Y<0DKV \,V
M#@,SO%IS.6 &_4VT@CGPN\TM%3VS9DEP!CG#)$<4E@-C:%^$MBL!A<5/#'MV MU$8RE'M"?LO..!D8EO0(4HBYI(C$;0=7D*:22?CQIR(UZCDE\+A]8/]6!"^"
MN8\87)'T%T[X>F!T#93 ,MJF?$;VUU %U)%\,4E9<47[RM8R4+QEG&056'B0 MX;R\1W\K(8X MO\,P*D SBG >P;@5@#WI0"O GB%,F4HA0YAQ*.@3\D>46DM MV&2C$+-
B_!Q+M=]SJEXB@6.!_/1]\EHND#CZ;>;V62X&-],T1^V.G]U/9X.T3B/TVV"\Q6Z)N+R0UQ4H;12O7;]
M=9*%FL@:$O9J"7M:LJ>G4SV=9*$FLH9ZMO5XKK+>DC\5^OBUMQW[_"2!5%9N M]_2;H[+R>CUU"ME')T.[-8(9,(YNEN@7H6FBC*$5_]JUU\H6ZF)K:N<\:N=H
MR9Z*1I>$.ME"76Q-"1_/NW;K@?"_">0^.6FYEO$B\JP:*Y%M0]4&HCG2T+XH2,GJ/\?!/\ 4$L#!!0 M ('F6DUED[[Q)4@, '(/ : >&PO=V]R:W-H965T^ MWT),UDU%5SY.C-
!\P>4)U6F$[AR.(7*'ZE8J2G+%/DP8(@$@,)94VGI-VW= MEH HXA>":[9U#&0I+X2\RD5OVE0TF1'$T..2PA5_*]B&&$LFD<>_A%1)[RF! MV\=!B5K0&6T M8),'D3816E2# KF-
8T[%521PW!EW[_O=P03T!G?#4;\UZ0T'X IT X[X^Y6X M,P0=Q#Q,V))"\$""^=6#D'T*6HQ!SL!E!W(78?9-@)[&'7!Y\0U< !2 /L)8 M;!-
KJ%QD*>^E>DE&MW%&QH&,AAZ_!J;^'1B:8>7 V\?#S2Q<%=JD AFI0$;$ M9QX2",Z%:SD8P9!0CH(YZ 7QTR-=^.=!A(,>AS[[FU=JS&WE<\M'](:%K@>; MBG@&&:0KJ#A?
O^@5[4=>X261960P4QG,(G9G;^OSJHTI[(A"OC]6CF%K=D-= M;5>Q'Z37;#T-RF1GI=E9A=D]#7J3;@>,)ZU)=YR762'\U'THB2Q3J9U6:I_1
MCG:9,I1$EI&ADLI0^;P=8XK*MM,LV]RQ8TZ07JOEV[&:9EU+7- MEUTKS.V^*S[H@]^Y7^!"Y*D;4!9;MLZM#D8_HQ43\K*D*(DM*\6F5]$+>X#C M[)AP9+QF63M^S G2ZX"843W-
S*\2?O!LEL66KW30E MNG5.8Y;:LY3%EI5BT[7HA=W D<:T]UI#V]A]4>8$697ZCC'5K8%(3J-]E\Y1 MP "&,X'2KJL"3N,!+UYP$D8ST@OA8N**#A=B*(94!HCK,T+XQT*.7>F8[?P'
M4$L#!!0 ('F6DUE=I@QJ. , (D) : >&PO=V]R:W-H965TAZ ,C MC2VB%.F2M)W^_0XE6;45Q0B*OMB\S#F<,S,:E=,$L3?7:-QN-+"M!A?"C(!CZ!>/2B\?EVIV.QVIK!9=X
MI\%LBX+IGS,4:C_Q0N^P<,_7N74+?CS>L#4NT7[>W&F:^0U+Q@N4ABL)&E<3 M;QI>)R-G7QI\X;@W1V-P2AZ4^NXFM]G$"YQ#*#"UCH'1WP[G*(0C(C=^U)Q> M1J:24
M<4B89?%8JSUH9TUL;E <23?"Y=VI=6TRXGG(V75$?95B#$A!$LE+2Y@1N9879*X%-4FM!$A]#,HK.,'U-[!;WP J(@ZGO*1G5:O_LTUZRNS8:E./&H&QG4._3B-
Z_"8?!75R3_)%GRA\A.HMQOHMP_ MQQ[/F' U#\S"#-=<2A=5M8(]U%QE77&L^ 8EG^O1NS@,*=^[X_!TV0Q.;9(. MFRAH;$[$#!HQ@[-BIEG&7948F.=,K^D#M@IN'NG&,6A :?
AH<]1-=^A25QTP M//*JW]+VU")L*7MJ,>K6-6QT#<_J2JAGI;4P:DO<_HZRX1.O+GLM:1TF+?5) MA\E1]D_4C1IUHY>6('7"\|4WZBBLMHHNFU:!)ETV@Y8,_^B2*I#*R5WV!LH(
M5TVY66W>$]/R&FVMS^B=43T+?M%4CY0%52FGK I<$65P-2*/='7Q5Q.K-N55 M^* L7:SE,*>W$FIG0/LKI>QAX@YH7E_Q_U!+ P04 " !YEI-9RBHI64,# M ,% #0 'AL+W-
T>6QE57G-Z MNZ!4!ZN"BVH4+K0N/T51-5O0@E07LJ3"(+E4!=&FJ^9152I*L@I(!8]ZG4X2 M%82)<#P4R^*ZT%4PDTNA1V&_"07N]C4;A=WD8Q@XN8G,Z"B\/WO_:RGUU;O
MW4\^G)QT[L^O]N-G%C@/(Z_HY3-$+SJXKL$PZ>1YT@>U4?'^KK@=?VJ4',4 MHPT\-)-FRX0.1DZ]Y!85(?8[_JR[:>N\45T,XV$NQ;8FXM %C#XI:/! ^"B< M$,ZFB@$K)P7C:Q?N06
FN52!-L5H$G8A4CTZN.MZ4*>U3L&$5#:WR^!^3^OA M>\"F!P89YXW!7N@"XV%)M*9*7)N.'6R#3Z"@;M^M2^-PKLBZV[L,MP1[,TFF M4F54-6FZX28T'G*:@QW%Y@NX:UE&
&HM"]/(&)E+0:R'#:-N&-D9Y?P6'N*? M^8[V*F_MG-TWT32-H;KI9%P']-MJ3KLM&[](-RC9@]1?EF8ZPO;AR: WBN9L M9?NKO#&
J7=Q=5*6?/V9L[DHJ)O\LQ..AV3#"Q92L4>3#4IE9@)4A<$#59K- MVI'?BI1W=*4WY;3*<<^](_3\;]=Y3@55A+=-F]I_RZO\8L?U6^\U/-NOE7W' M7I-Q_^U[K-_T;]UD<@PFCV*
[!\=@,CT"D_U7^]8\:#*J3QFMH\S.0::)!G!@ M'(4_X #*MTF#Z9)QS43=6[LH^+)><;(:S(U?^KLZ)OQ&87C=I3JLF%Q,97=%L4G?5?&J;@6F8K/4%A'WDVEY^ M!.,XS(\ AN7!'&
!%!BAG@'(DYO+/ M-$WC.$FP%9U,O XFV+HE"?SXU3!OP,#R0*;_6VM\M_$*.5P'V)X>JA!LIG@E M8C/%UQH0_[H!(TW]NXWE 0:V"UCM0'Y_'J@I/R>.85TKB.$W]"&!^!W&,(? TX@CF
#Q@2!S;]^#>^RC:O*>B[?__MQG\ 4$L#!!0 ('F6DUF7BKL

-8?20$3;8T.P6BP^0"X9 M9K>]9!:G9:366M2I\3T" PE | !X;"]W M;W)K8F|O:RYX;6S%G%MSHLH6@/]*ER\GNVH\X:((4Y.I(DH,M17<@,Z9!UT=`M;2,U"%:#R63_^M.@F70[N,YY6?
J4B+?/AN;KM;I7?WDM^(^GHOA!?FZSO+SK`M;*IJ]_GVMEQNV):6_RYV+!?/K`N^I95XR)]ORQUG=%5N&*NVV:VA:=;MEJ9Y`MY^N7]|\^.!5OY05&Q9946N3A8'UBD[+7|>+Y^2%
[2,GU*L[1ZN^LT_V>L0[9I`MGF[3?]CJKJ-U2+DI7A|+GOY3Y!7-XB4OLNRNHQ^>6#!>1;M)=V2$YW;*[`MSK|X89S,Z#.K?Y3X%GU^(&5(),.BW!.O1/<7S6,>#SN?I56Q,\/;Q;/2E@&
M@&7@8@W#(`XG_LA-O!&)$_%GZ@4)"1!(;/,B5X(T`4CS6I#*<#]+),@>`-F[`M(N3?A@39!R#[%X2\=R=N,/1(`,AYB<1G`7S6M?C(S8QR"7(0`ZN=J;=^)%(MD#8
.5|+TOMK[LNGVP$@G2M'*GU&UZ!;MX:+&2Z|:.%[WX@;",SY=.I&WVO(`MV!\'_H,O8X*&059,4!,.A^$\2/Q@3&91&(C_ATV;QC(DY!L=63CN4%Q^L9_X
MXM23FT",^_&HG/4HO."V*W;`M3>;#7*(CR\0/!)5'$O<_GG)Y0?[0D042"%,$'XBI+PNB[# 290D=6A;A1B$9*OG\B,R`.3[+/=,@5.K(L`M)[H\"?*%9D!,,)"=,
{#T3=_,FE:*TP>Q57F!%D;C/W[B4?D@;,|.<% =D)! ML<7)]0$,,,) -L"#ZT=DX4[F'IF*4SJ/?A.4 4G`0); R(O\A;C/+M1K#1*! M@2R"R$O\0RLU/31NKKE9&">D>4;&A'Q@((L@$E=;-
!\F\Z@>?GSTB\B;U ,\ M&1-2A(&LB/'+]9$&S??,*0O,5^6M/LU3&A$1A(HMB1M_(2TEFC#=OSY>,C-)RF17E`MGLMY4!/2A(D=-N1ENF*<))RNTOR9N)S3_)G5[RIE1L@1)K(CP(A?
24R8D#A,`M9'' F*;,":G#1%;'&O,G5'R[$O2;D$!,9($<@_XVKAZDD!ZV0LY$_T=0&1.R`M20\]P/A(K2V(>23'K)/@&O S2IC0G;I(=OE5T;@M0'!.0ULH4"I >4^V(.4 MTD-6RB$UT-
IZD$5ZV)$&E"-06P^R2.|\"":ECC[\"U"2%U|)#5<299\,XI8T(2`MZ2%+1$H:M#5A'O))'UDD8/9 G9B$1-)'%@F8/5 Q(:7TD97RD3UH/=&01OK(M&E%#X58\R"5][.F,EIBX%1*<'T"D)V-
"6NDC:T49I7>) M6Y;L*IN8>9+2)SEF[D.&Z2,;YGW\WR41>V'YG1&G-_'O=,F(K65,R%(#9`N=D`TIVY_B@UXI7)6VE#$A
M"PW0LV@]YIY$\89FP)D5^:,,."5EH@&PAZ*3\AZ6,"5EH@&PA,'6]C) &D(4& MR!;24]?U^#+-.E#!M *X21C8/G#N5)V<&D'D&R.8YYDZ(9,)HR<1XN*S*]L:$ MQ#.XR.(O01GO=
{NLF2RDF;@5E1ORD!6O$]8-B<=&%D\[YC&T(/)TM@V)QT86 MSR_,*:WV/*U2$?84Z^,5,)%#TXR-I1)O-.,HX#&<>YW/+D3]+BKD-B?26/RQW(. ZR<13,0Y^FV9[5
MHXP5XTK'@8SC(!M'P3SD,]X17ZC:OR'C,,C&@1> RY4M#F0O3KA M8GWL:OW?0!/&MV12T&9M3*6 @B+"+MT_7?O6>G&"!D*QYF|, G;8TH_8;J^ M@@;"+NMO! UU4
$%#81=Z]**CK]IBXG*I6Z=;C@'{OB_PQHQ)89+4OE'@]O M!("]$T#;ZL=F <(ZK=0E>S[\%0#V7@#MH#%[KM^G5-_KX"X!.O8V >V@XLP7 M^;G>P7T"=,R-`M!!O;Q*I[?N-
Q44WC\&>TT@()F M.FPO<-N\O/SZ9<76;9:361CJ*5%F P OT@ !H !X;"]?WA]+1?7RY/=]-Q?_U]?S=/,80ZG=Z? ML;L\?W_FV;??Q_E_3CSYN?U'P=//P^G[\O]/*^[LV_[T]V\
M7NRF7X]O;R_3ZXM]>CEY=W9U<[$!7=W8;MIZ4)1!PVQ=L >D?5.P+TCJW!.@=W1_ ;+VC MZAT!>D?5.P+TCJW!.@=5>\(T#NJWA&@=U2\(T#QF]'@-Y)]4X O9/GO!Z M)!4[?1.
[F8)0.^D>B> WDGU3@"]D^J= 'HGU3L!]$ZJ=P+HG53O!- {]\X9 MH'=6O3- [ZQZ9X#>6?7. +VSN]D-T#NKWAF@=U:],T#OK'IG@-Y9]!.:!W4;T+0._B_ED)T+NHW@6@=U&]"T#O
MHGH7@-Y%]2X O:OJ70%Z5]6[O2N]G<%Z%U5[PK0NZK>%:!W5;TK0._]'C8! MZ%U5[PK0NZK>%:!W5;TK0. ^F>C> WDWU;@"]F^K= 'HWU;L!]&ZJ=P/HW53O M!M"[J=X-
H'=S#PL"]&ZJ=P/HW53O!M"[JX=H'=7O3M-[ZYZ=X#>7?7N +V[MZMT!>G?5NP/T[JW!^C=5>\,T+N[A[T!>G?5NP/T`JKW .@]5.\!T'NHW@.@ M]U"]\T#OH7H/@-Y#]1X O8?
J/0!Z#15[/0>]O< Z#UD33(+H/L)$5)@^PT1TF#[$1)28/L5$M)@^QD34F#[' M1/28/LA$%)D^R20TF>;B3"-4F>;R3"-TF19]5D\0W:691F@SS<69]J%UYK+^ M?IR7MT5_K]V C]1I??
G=^>WS7R_ ONF_Q:]<|<3^]G+)=_ %|+ P04 " !Y MEI-9;A"HIZ4" "S10 $P %M#;VYT96YT7U1Y<&5S72YX;6S-V\UNFT 4
MAN%;L=A&ACD##%#%V;3=MEGT!{@9Q\C\B9FDSMUW<'ZD5]G5R)7Z;HP,,^<<< M&.G9?=??'B?K5L>^&|PFVGL_?4@2M]W;OG;Q.-DA/-F.^2Z9Z>ZCO M;**5,LEV'+P=_-HO-
.*;ZT]V5]]W?O7Y&&Z[=APVT6P|%ZT^/BU<>FVB>I]Z M=EO[\#QY&)K?NJR?.\1AYVF-V[>3NPH+HN3-#LN3/S=XWO?UP_X57SN&TA>_GUU.
MN['-7_8.G_?',!].Y^&2T^7R;_SK&;_6?^<<<&C)'"IDC@\R10^8PD#D*R!PE M9(X*.H5Q8EE M87)9@@EF"2:9)9AHEF"R6?))?PUG?Q_'PC|N?KG%?M\-+_V0IZFY^ E!+ 0(4 M Q0 (
'B6DUD'04UB@0 +$ 0 " 0 !D;Y-0 M&UL4$L! A0#% @ >);36<6WL'3O *P(!$ M (!KP &1O8U!R;W!S+Y-O&UL4$L! A0#% @ >);3 M69E&PO=V]R:W-H965T&UL4$L! A0#% @ >);3
M6:>6]RP_ @ P@4 !@ ("!3A 'AL+W=O&PO=V]R:W-H M965T&UL4$L! A0#% @ >);365H?]U*5 P I@H !@ M ("!RAT 'AL+W=O&PO=V]R:W-H965T&UL M4$L! A0#% @ >);366C-
%O2/"@ ,#8 !@ ("!(\"L M 'AL+W=O4U !X;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ >);363=]-QM%! 00L !D M ("!4VH 'AL+W=O#0 &0 @(';@ >&PO=V]R M:W-H965T&UL
M4$L! A0#% @ >);36>O2U"7$$ RC !D ("!O'X M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M>);367>)6'T0 P M 8 !D ("!"Z$ 'AL+W=O&UL4$L! A0#% @ >);366#*T/G["0
M5!T !D ("!+;('AL+W=O&PO=V]R:W-H965T38;PP_8I 9 " @4_ " !X;"]W;W)K&UL4$L! A0#% @ >);364HR,7C;"P %BH !D M ("!&PO=V]R:W-H M965T&UL4$L! M A0#% @
>);36;H< X!Q"0 #1D !D ("!_ X 'AL M+W=OPYN\# M "$" &0 @(&G" $ >&PO=V]R:W-H965T&UL4$L! A0#% @ >);3 M6#"0 !1\ !D ("!&PO=V]R:W-H965T&UL4$L! A0#% @
>);360C^;W,3! 5PD M !D ("!<#H! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ >);3609!;S)$ @ B@8 !D M ("!Q$0! 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @
>);369 YB0$Y P _P8 !D ("!JGP! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ >);360#U MA-1 !P Q14 !D ("!*XT! 'AL+W=O&PO=V]R:W-H965TUN(Q>P(& T% 9 " @1.8
0!X;"]W;W)K&UL4$L! A0#% @ >);368GZ>]CH @ 808 !D M ("!Q9H! 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ >);36;$%^J2! P ;@@ !D ("! MLZD! 'AL+W=O&PO=V]R:W-
H965T&UL4$L! A0#% M @ >);368_OGE1)CH !D ("!KK&PO=V]R:W-H965TW) 0!X M;"]W;W)K&UL4$L! A0#% @ >);365FGHX2I M @ !@8 !D ("!V\P! 'AL+W=O&PO=V]R:W-
H965T&UL4$L! A0#% @ >);36>5XT*-$#@ *9P !D M ("!:-T! 'AL+W=O&PO=V]R M:W-H965T P 0!X;"]W;W)K&UL M4$L! A0#% @ >);36<[E6HIP! S!H !D ("!W/&PO=V]R:W-
H965T&UL4$L! A0#% @ M>);36=/XR8^@!P $!D ("!%00" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ >);360:UWQ, !0 MDA4 !D ("!V!0" 'AL+W=O&PO=V]R:W-
H965T&UL4$L! A0#% @ >);36;R:RO;- P (@\ !D M ("! "<" 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ >);36;*+MN.9!0 DQH !D ("!B#(" 'AL M+W=OT8EKP # M !H"P &0
@(%8. (>&PO=V]R:W-H965T&UL4$L! A0#% @ >);3 M6;W.50B5! ;A0 !D ("!D3X" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ >);369,FV&CT P %"M !D ("!.4H"
'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ >);3644ZHA!N P [PL !D M ("!T%0" 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ >);365 W%1G&PO=V]R:W-
H965T&UL4$L! A0#% @ >);36>NM M'&PO=V]R:W-H965T&UL4$L! A0#% @ >);36>6V7E=" P F H !D M ("!1X<" 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ >);368XGG:*
[!0 /"\ !D ("! MP)(" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ >);367%+O;&PO=V]R:W-H965T&UL4$L! A0#% @ >);366V5HDLV M" ,S@ !D ("!:]X"
'AL+W=O&PO=V]R:W-H965T&PO=V]R:W-H965T M&PO=V]R:W-H965T&PO M=V]R:W-H965T&PO=V]R:W-H965T&PO=V]R:W-H965T M&PO=V]R:W-H965T&PO M=V]R:W-H965T&PO=V]R:W-H965T&PO=V]R:W-H965T&PO=V]R:W-H965T M&PO=V]R:W-H965T&PO=V]R:W-H965T&PO=V]R:W-
H965T&PO=V]R:W-H965T M&PO=V]R:W-H965T&PO M=V]R:W-H965T&PO=V]R:W-H965T&PO=V]R:W-H965T M&PO=V]R:W-H965T&PO=V]R:W-H965T&PO M=V]R:W-
H965T&PO=V]R:W-H965T&PO&PO7W)E;',O=V]R:V)O;VLN>&UL+G)E;'-02P$"%,4 " !YEI-9 M;A"HIZ4" "S10 $P @ '7= , 6T-O;G1E;G1?5'EP97-= :+GAM;%!+!08 A "$ &PD "M=P, !
end XML 142 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by
government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show=
{};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE')
{var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}}
if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var
e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(e.style.display){}else{var d,p,,if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'}
e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 143 report.css IDEA: XBRL DOCUMENT
/* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; }
.report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color:
#2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height:
150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */
.report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px
solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color:
#000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /*
word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover {
background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0;
} /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-
color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */
.report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; }
.report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width:
17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; }
.report .outerFootnotes { font-size: 1em; } XML 145 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.4 html6786581false1260false7 falsefalseR1.htm0000001 - Document -
Cover PageSheethttp://www.agilent.com/role/CoverPageCover PageCover1 falsefalseR2.htm0000002 - Document - Audit
InformationSheethttp://www.agilent.com/role/AuditInformationAudit InformationCover2 falsefalseR3.htm9952151 - Statement - CONSOLIDATED STATEMENT OF
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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r136", "r1253"] }, "us-gaap_AccountsReceivableAdditionalDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableAdditionalDisclosuresAbstract", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accounts Receivable", "label": "Accounts Receivable Additional Disclosures [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AccountsReceivableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableMember", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accounts Receivable", "label": "Accounts Receivable [Member]", "documentation": "Due from customers or clients for goods or services that have been delivered or sold." } } }, "auth_ref": ["r1165"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET"], "lang": { "en-us": { "role": { "verboseLabel": "Accounts receivable, net", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": ["r1441"] }, "us-gaap_AccruedEmployeeBenefitsCurrentAndNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedEmployeeBenefitsCurrentAndNoncurrent", "crdr": "credit", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Employee compensation and benefits accrued", "label": "Accrued Employee Benefits", "documentation": "Carrying value as of the balance sheet date of obligations, excluding pension and other postretirement benefits, incurred through that date and payable for perquisites provided to employees pertaining to services received from them." } } }, "auth_ref": ["r231"] }, "us-gaap_AccruedIncomeTaxesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedIncomeTaxesCurrent", "crdr": "credit", "presentation": ["http://www.agilent.com/role/INCOMETAXESCurrentandlongtermincometaxassetsandliabilitiesDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Current income tax liabilities (included within other accrued liabilities)", "label": "Accrued Income Taxes, Current", "documentation": "Carrying amount as of the balance sheet date of the unpaid sum of the known and estimated amounts payable to satisfy all currently due domestic and foreign income tax obligations." } } }, "auth_ref": ["r139", "r229"] }, "us-gaap_AccruedIncomeTaxesNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedIncomeTaxesNoncurrent", "crdr": "credit", "presentation": ["http://www.agilent.com/role/INCOMETAXESCurrentandlongtermincometaxassetsandliabilitiesDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Long-term income tax liabilities (included within other long-term liabilities)", "label": "Accrued Income Taxes, Noncurrent", "documentation": "Carrying amount as of the balance sheet date of the unpaid sum of the known and estimated amounts payable to satisfy all domestic and foreign income tax obligations due beyond one year or the operating cycle, whichever is longer. 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Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r4", "r22", "r38", "r840", "r843", "r937", "r1047", "r1048", "r1407", "r1408", "r1409", "r1428", "r1429", "r1430", "r1432"] }, "us-gaap_AccumulatedTranslationAdjustmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedTranslationAdjustmentMember", "presentation": ["http://www.agilent.com/role/STOCKHOLDERSEQUITYChangesinaccumulatedothercomprehensiveincomeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Foreign Currency Translation", "label": "Accumulated Foreign Currency Adjustment Attributable to Parent [Member]", "documentation": "Accumulated other comprehensive income (loss) resulting from foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature, attributable to the parent." } } }, "auth_ref": ["r5", "r22", "r38", "r161", "r162", "r359", "r360", "r896", "r897", "r898", "r899", "r901", "r1407"] }, "a_AcquisitionOfBusinessesMember": { "xbrltype": "domainItemType", "nsuri": "http://www.agilent.com/20241031", "localname": "AcquisitionOfBusinessesMember", "presentation": ["http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSTextDetails"], "lang": { "en-us": { "role": { "terseLabel": "Acquisition of businesses", "label": "Acquisition of businesses [Member]", "documentation": "Acquisition of businesses" } } }, "auth_ref": [] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Additional 402(v) Disclosure", "label": "Additional 402(v) Disclosure [Text Block]" } } }, "auth_ref": ["r1324"] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid in Capital", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock." } } }, "auth_ref": ["r152", "r1253", "r1669"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFEQUITY", "http://www.agilent.com/role/STOCKHOLDERSEQUITYStockRepurchasesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Additional Paid-in Capital", "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r1070", "r1428", "r1429", "r1430", "r1432", "r1593", "r1671"] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": 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Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity." } } }, "auth_ref": ["r180"] }, "us-gaap_BuildingsAndImprovementsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BuildingsAndImprovementsGross", "crdr": "debit", "calculation": { "http://www.agilent.com/role/PROPERTYPLANTANDEQUIPMENTNETDetails": { "parentTag": "us-gaap_PropertyPlantAndEquipmentGross", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.agilent.com/role/PROPERTYPLANTANDEQUIPMENTNETDetails"], "lang": { "en-us": { "role": { "terseLabel": "Buildings and leasehold improvements", "label": "Buildings and Improvements, Gross", "documentation": "Amount before accumulated depreciation of building structures held for productive use including addition, improvement, or renovation to the structure, including, but not limited to, interior masonry, interior flooring, electrical, and plumbing." } } }, "auth_ref": ["r186"] }, "us-gaap_BusinessAcquisitionAcquireeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessAcquisitionAcquireeDomain", "presentation": ["http://www.agilent.com/role/ACQUISITIONSAssetsandLiabilitiesAssumedDetails", "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS", "http://www.agilent.com/role/FAIRVALUEMEASUREMENTSFairvalueofassetsandliabilitiesmeasuredonarecurringbasisDetails", "http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSDisclosuresandComponentsofOtherIntangiblesDetails", "http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSTextDetails", "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails", "http://www.agilent.com/role/REVENUEContractBalancesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Business Acquisition, Acquiree [Domain]", "label": "Business Acquisition, Acquiree [Domain]", "documentation": "Identification of the acquiree in a material business combination (or series of individually immaterial business combinations), which may include the name or other type of identification of the acquiree." } } }, "auth_ref": ["r506", "r507", "r508", "r509", "r510", "r811", "r1228", "r1231"] }, "us-gaap_BusinessAcquisitionAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessAcquisitionAxis", "presentation": ["http://www.agilent.com/role/ACQUISITIONSAssetsandLiabilitiesAssumedDetails", "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS", "http://www.agilent.com/role/FAIRVALUEMEASUREMENTSFairvalueofassetsandliabilitiesmeasuredonarecurringbasisDetails", "http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSDisclosuresandComponentsofOtherIntangiblesDetails", "http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSTextDetails", "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails", "http://www.agilent.com/role/REVENUEContractBalancesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Business Acquisition [Axis]", "label": "Business Acquisition [Axis]", "documentation": "Information by business combination or series of individually immaterial business combinations." } } }, "auth_ref": ["r96", "r97", "r506", "r507", "r508", "r509", "r510", "r811", "r1228", "r1231"] }, "us-gaap_BusinessAcquisitionDateOfAcquisitionAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessAcquisitionDateOfAcquisitionAbstract", "presentation": ["http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSTextDetails"], "lang": { "en-us": { "role": { "terseLabel": "Business Acquisition", "label": "Business Acquisition, Date of Acquisition [Abstract]" } } }, "auth_ref": [] }, "us-gaap_BusinessAcquisitionLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessAcquisitionLineItems", "presentation": ["http://www.agilent.com/role/ACQUISITIONSAssetsandLiabilitiesAssumedDetails", "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Business Acquisition [Line Items]", "label": "Business Acquisition [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Such costs include finder's fees; advisory, legal, accounting, valuation, and other professional or consulting fees; general administrative costs, including the costs of maintaining an internal acquisitions department; and may include costs of registering and issuing debt and equity securities." } } }, "auth_ref": ["r95"] }, "us-gaap_BusinessCombinationConsiderationTransferred1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationConsiderationTransferred1", "crdr": "credit", "presentation": ["http://www.agilent.com/role/ACQUISITIONSAssetsandLiabilitiesAssumedDetails", "http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSTextDetails", "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Purchase price for acquisition", "label": "Business Combination, Consideration Transferred", "documentation": "Amount of consideration transferred, consisting of acquisition-date fair value of assets transferred by the acquirer, liabilities incurred by the acquirer, and equity interest issued by the acquirer." } } }, "auth_ref": ["r0", "r1", "r21"] }, "us-gaap_BusinessCombinationContingentConsiderationArrangementsChangeInAmountOfContingentConsiderationLiability1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationContingentConsiderationArrangementsChangeInAmountOfContingentConsiderationLiability1", "crdr": "debit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 8.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS"], "lang": { "en-us": { "role": { "terseLabel": "Change in fair value of contingent consideration", "label": "Business Combination, Contingent Consideration Arrangements, Change in Amount of Contingent Consideration, Liability", "documentation": "Amount of increase (decrease) in the value of a contingent consideration liability, including, but not limited to, differences arising upon settlement." } } }, "auth_ref": ["r816", "r1415"] }, "us-gaap_BusinessCombinationDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationDisclosureTextBlock", "presentation": ["http://www.agilent.com/role/ACQUISITIONSNotes"], "lang": { "en-us": { "role": { "terseLabel": "Acquisition Disclosure", "label": "Business Combination Disclosure [Text Block]", "documentation": "The entire disclosure for a business combination (or series of individually immaterial business combinations) completed during the period, including background, timing, and recognized assets and liabilities. The disclosure may include leverage buyout transactions (as applicable)." } } }, "auth_ref": ["r212", "r812"] }, "us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets", "crdr": "debit", "presentation": ["http://www.agilent.com/role/ACQUISITIONSAssetsandLiabilitiesAssumedDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total assets acquired", "label": "Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets", "documentation": "Amount of assets acquired at the acquisition date." } } }, "auth_ref": ["r99"] }, "us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents", "crdr": "debit", "presentation": ["http://www.agilent.com/role/ACQUISITIONSAssetsandLiabilitiesAssumedDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash and cash equivalents", "label": "Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Cash and Equivalents", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions, acquired at the acquisition date. Includes other kinds of accounts that have the general characteristics of demand deposits. 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This accounting policy may include a general discussion of the purchase method or acquisition method of accounting (including for example, the treatment accorded contingent consideration, the identification of assets and liabilities, the purchase price allocation process, how the fair values of acquired assets and liabilities are determined) and the entity's specific application thereof. An entity that acquires another entity in a leveraged buyout transaction generally discloses the accounting policy followed by the acquiring entity in determining the basis used to value its interest in the acquired entity, and the rationale for that accounting policy." } } }, "auth_ref": [ "r213", "r214", "r215", "r216" ] }, "us-gaap_BusinessDescriptionAndBasisOfPresentationTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessDescriptionAndBasisOfPresentationTextBlock", "presentation": [ "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies" ], "lang": { "en-us": { "role": { "terseLabel": "Business Description and Basis of Presentation", "label": "Business Description and Basis of Presentation [Text Block]", "documentation": "The entire disclosure for the business description and basis of presentation concepts. Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS)." } } }, "auth_ref": [ "r132", "r180", "r181" ] }, "us-gaap_BusinessExitCosts1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessExitCosts1", "crdr": "debit", "presentation": [ "http://www.agilent.com/role/SEGMENTINFORMATIONReconciliationorReportableResultsDetails" ], "lang": { "en-us": { "role": { "negatedLabel": "Business exit and divestiture costs", "label": "Business Exit Costs", "documentation": "Amount of expenses associated with exit or disposal activities pursuant to an authorized plan. Includes, but is not limited to, one-time termination benefits, termination of an operating lease or other contract, consolidating or closing facilities, and relocating employees, and termination benefits associated with an ongoing benefit arrangement. 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Includes, but is not limited to, current national tax expense (benefit) for non-US (United States of America) jurisdiction." } } }, "auth_ref": [ "r1383", "r1421", "r1586" ] }, "dei_CurrentFiscalYearEndDate": { "xbrltype": "gMonthDayItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CurrentFiscalYearEndDate", "presentation": [ "http://www.agilent.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Current Fiscal Year End Date", "label": "Current Fiscal Year End Date", "documentation": "End date of current fiscal year in the format --MM-DD." } } }, "auth_ref": [] }, "us-gaap_CurrentForeignTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CurrentForeignTaxExpenseBenefit", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails": { "parentTag": "us-gaap_IncomeTaxExpenseBenefit", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Non-U.S. taxes - current", "label": "Current Foreign Tax Expense (Benefit)", "documentation": "Amount of current foreign income tax expense (benefit) pertaining to income (loss) from continuing operations." } } }, "auth_ref": [ "r1383", "r1421" ] }, "us-gaap_CurrentStateAndLocalTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CurrentStateAndLocalTaxExpenseBenefit", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails": { "parentTag": "us-gaap_IncomeTaxExpenseBenefit", "weight": 1.0, "order": 5.0 } }, "presentation": [ "http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails" ], "lang": { "en-us": { "role": { "terseLabel": "State taxes, net of federal benefit - current", "label": "Current State and Local Tax Expense (Benefit)", "documentation": "Amount of current state and local tax expense (benefit) attributable to income (loss) from continuing operations. Includes, but is not limited to, current regional, territorial, and provincial tax expense (benefit) for non-US (United States of America) jurisdiction." } } }, "auth_ref": [ "r1383", "r1421", "r1586" ] }, "us-gaap_CustomerRelationshipsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CustomerRelationshipsMember", "presentation": [ "http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSDisclosuresandComponentsofOtherIntangiblesDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Customer Relationships", "label": "Customer Relationships [Member]", "documentation": "Customer relationship that exists between an entity and its customer, for example, but not limited to, tenant relationships." } } }, "auth_ref": [ "r102", "r1462", "r1464", "r1465", "r1466", "r1468", "r1469", "r1472", "r1473" ] }, "country_DE": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/country/2024", "localname": "DE", "presentation": [ 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"http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails", "http://www.agilent.com/role/SHORTTERMDEBTCreditFacilityandCommercialPaperDetails", "http://www.agilent.com/role/SHORTTERMDEBTDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument [Axis]", "label": "Debt Instrument [Axis]", "documentation": "Information by type of debt instrument, including, but not limited to, draws against credit facilities." } } }, "auth_ref": [ "r35", "r138", "r139", "r228", "r232", "r377", "r567", "r568", "r569", "r570", "r571", "r572", "r573", "r574", "r575", "r576", "r577", "r578", "r579", "r580", "r581", "r582", "r1210", "r1211", "r1212", "r1213", "r1214", "r1251", "r1419", "r1479", "r1480", "r1614", "r1615" ] }, "us-gaap_DebtInstrumentDateOfFirstRequiredPayment1": { "xbrltype": "dateItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentDateOfFirstRequiredPayment1", "presentation": [ 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borrowing that distinguishes it from other debt instruments or borrowings, including draws against credit facilities." } } }, "auth_ref": ["r35", "r377", "r567", "r568", "r569", "r570", "r571", "r572", "r573", "r574", "r575", "r576", "r577", "r578", "r579", "r580", "r581", "r582", "r1210", "r1211", "r1212", "r1213", "r1214", "r1251", "r1419", "r1479", "r1480", "r1481", "r1614", "r1615"] }, "us-gaap_DebtInstrumentRedemptionPeriodAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentRedemptionPeriodAxis", "presentation": ["http://www.agilent.com/role/LONGTERMDEBTCarryingValueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Redemption, Period [Axis]", "label": "Debt Instrument, Redemption, Period [Axis]", "documentation": "Information by period of debt redemption feature under terms of debt agreement." } } }, "auth_ref": ["r238"] }, "us-gaap_DebtInstrumentRedemptionPeriodDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentRedemptionPeriodDomain", "presentation": ["http://www.agilent.com/role/LONGTERMDEBTCarryingValueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Redemption, Period [Domain]", "label": "Debt Instrument, Redemption, Period [Domain]", "documentation": "Period as defined under terms of the debt agreement for debt redemption features." } } }, "auth_ref": ["r238"] }, "us-gaap_DebtInstrumentRedemptionPricePercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentRedemptionPricePercentage", "presentation": ["http://www.agilent.com/role/LONGTERMDEBTSeniorNotesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt Instrument, Redemption Price, Percentage", "label": "Debt Instrument, Redemption Price, Percentage", "documentation": "Percentage price of original principal amount of debt at which debt can be redeemed by the issuer." } } }, "auth_ref": ["r238"] }, "us-gaap_DebtInstrumentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentTable", "presentation": ["http://www.agilent.com/role/LONGTERMDEBTCarryingValueDetails", "http://www.agilent.com/role/LONGTERMDEBTSeniorNotesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Long-term Debt Instruments [Table]", "label": "Schedule of Long-Term Debt Instruments [Table]", "documentation": "Disclosure of information about long-term debt instrument or arrangement." } } }, "auth_ref": ["r35", "r76", "r79", "r129", "r195", "r196", "r377", "r567", "r568", "r569", "r570", "r571", "r572", "r573", "r574", "r575", "r576", "r577", "r578", "r579", "r580", "r581", "r582", "r583", "r1210", "r1211", "r1212", "r1213", "r1214", "r1251", "r1419", "r1614", "r1615"] }, "us-gaap_DebtLongtermAndShorttermCombinedAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtLongtermAndShorttermCombinedAmount", "crdr": "credit", "presentation": ["http://www.agilent.com/role/LONGTERMDEBTDetails", "http://www.agilent.com/role/SHORTTERMDEBTDetails"], "lang": { "en-us": { "role": { "terseLabel": "Debt - 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Includes, but is not limited to, employment contracts with one or more selected officers or key employees. Excludes equity-based compensation plans, defined benefit pension plans and defined benefit other postretirement benefit plans." } } }, "auth_ref": ["r80", "r198"] }, "us-gaap_DeferredCompensationArrangementWithIndividualExcludingShareBasedPaymentsAndPostretirementBenefitsByTypeOfDeferredCompensationAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredCompensationArrangementWithIndividualExcludingShareBasedPaymentsAndPostretirementBenefitsByTypeOfDeferredCompensationAxis", "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDeferredProfitSharingPlanDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDefinedContributionDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSTargetAllocationsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred Bonus and Profit Sharing Arrangements, Individual Contracts, Type of Deferred Compensation [Axis]", "label": "Deferred Bonus and Profit Sharing Arrangements, Individual Contracts, Type of Deferred Compensation [Axis]", "documentation": "Information by type of deferred compensation that is not equivalent to a defined benefit pension plan or a defined benefit other postretirement benefit plan. Includes, but is not limited to, employment contracts with one or more selected officers or key employees. Excludes equity-based compensation plans, defined benefit pension plans and defined benefit other postretirement benefit plans." } } }, "auth_ref": ["r80", "r198"] }, "us-gaap_DeferredFederalIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredFederalIncomeTaxExpenseBenefit", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails": { "parentTag": "us-gaap_IncomeTaxExpenseBenefit", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails"], "lang": { "en-us": { "role": { "terseLabel": "U.S. federal taxes - deferred", "label": "Deferred Federal Income Tax Expense (Benefit)", "documentation": "Amount of deferred federal tax expense (benefit) attributable to income (loss) from continuing operations. Includes, but is not limited to, deferred national tax expense (benefit) for non-US (United States of America) jurisdiction." } } }, "auth_ref": ["r1421", "r1585", "r1586"] }, "us-gaap_DeferredForeignIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredForeignIncomeTaxExpenseBenefit", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails": { "parentTag": "us-gaap_IncomeTaxExpenseBenefit", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails"], "lang": { "en-us": { "role": { "terseLabel": "Non-U.S. taxes - deferred", "label": "Deferred Foreign Income Tax Expense (Benefit)", "documentation": "Amount of deferred foreign income tax expense (benefit) pertaining to income (loss) from continuing operations." } } }, "auth_ref": ["r1421", "r1585"] }, "us-gaap_DeferredIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredIncomeTaxExpenseBenefit", "crdr": "debit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS"], "lang": { "en-us": { "role": { "terseLabel": "Deferred taxes expense (benefit)", "label": "Deferred Income Tax Expense (Benefit)", "documentation": "Amount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations." } } }, "auth_ref": ["r14", "r263", "r1421"] }, "us-gaap_DeferredIncomeTaxLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredIncomeTaxLiabilities", "crdr": "credit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails": { "parentTag": "us-gaap_DeferredTaxAssetsLiabilitiesNet", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails"], "lang": { "en-us": { "role": { "negatedTotalLabel": "Deferred tax liability", "label": "Deferred Tax Liabilities, Gross", "documentation": "Amount of deferred tax liability attributable to taxable temporary differences." } } }, "auth_ref": ["r147", "r148", "r230", "r780"] }, "us-gaap_DeferredProfitSharingMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredProfitSharingMember", "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDeferredProfitSharingPlanDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDefinedContributionDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSTargetAllocationsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred Profit Sharing", "label": "Deferred Profit Sharing [Member]", "documentation": "An arrangement whereby an employee is entitled to receive in the future, subject to vesting and other restrictions, a share in the profits, as defined in the agreement, of the entity or portion thereof. Employer contributions may be discretionary or may be based on a fixed formula related to profits, compensation, or other factors. It is a form of incentive compensation to employees in addition to their regular salary and bonuses." } } }, "auth_ref": [] }, "us-gaap_DeferredRevenueCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredRevenueCurrent", "crdr": "credit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET"], "lang": { "en-us": { "role": { "verboseLabel": "Deferred revenue", "label": "Deferred Revenue, Current", "documentation": "Amount of deferred income and obligation to transfer product and service to customer for which consideration has been received or is receivable, classified as current." } } }, "auth_ref": ["r1401"] }, "us-gaap_DeferredStateAndLocalIncomeTaxExpenseBenefit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredStateAndLocalIncomeTaxExpenseBenefit", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails": { "parentTag": "us-gaap_IncomeTaxExpenseBenefit", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESProvisionDetails"], "lang": { "en-us": { "role": { "terseLabel": "State taxes, net of federal benefit - deferred", "label": "Deferred State and Local Income Tax Expense (Benefit)", "documentation": "Amount of deferred state and local tax expense (benefit) attributable to income (loss) from continuing operations. Includes, but is not limited to, deferred regional, territorial, and provincial tax expense (benefit) for non-US (United States of America) jurisdiction." } } }, "auth_ref": ["r1421", "r1585", "r1586"] }, "a_DeferredTaxAssetCapitalizedResearchAndDevelopment": { "xbrltype": "monetaryItemType", "nsuri": "http://www.agilent.com/20241031", "localname": "DeferredTaxAssetCapitalizedResearchAndDevelopment", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails": { "parentTag": "us-gaap_DeferredTaxAssetsGross", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails"], "lang": { "en-us": { "role": { "terseLabel": "Capitalized Research and Development Costs", "label": "Deferred tax asset, Capitalized Research and Development", "documentation": "Amount of deferred tax asset attributable to taxable temporary differences from research and development." } } }, "auth_ref": [] }, "us-gaap_DeferredTaxAssetsCapitalLossCarryforwards": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsCapitalLossCarryforwards", "crdr": "debit", "presentation": ["http://www.agilent.com/role/INCOMETAXESCarryforwardsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Capital loss carryforwards", "label": "Deferred Tax Assets, Capital Loss Carryforwards", "documentation": "Amount before allocation of valuation allowances of deferred tax asset attributable to deductible capital loss carryforwards." } } }, "auth_ref": ["r1583"] }, "us-gaap_DeferredTaxAssetsDeferredIncome": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsDeferredIncome", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails": { "parentTag": "us-gaap_DeferredTaxAssetsGross", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails"], "lang": { "en-us": { "role": { "terseLabel": "Deferred Tax Assets, Deferred Income", "label": "Deferred Tax Assets, Deferred Income", "documentation": "Amount before allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences from deferred income." } } }, "auth_ref": ["r1583"] }, "us-gaap_DeferredTaxAssetsGoodwillAndIntangibleAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsGoodwillAndIntangibleAssets", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails": { "parentTag": "us-gaap_DeferredTaxAssetsGross", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails"], "lang": { "en-us": { "role": { "terseLabel": "Intangibles", "label": "Deferred Tax Assets, Goodwill and Intangible Assets", "documentation": "Amount before allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences from intangible assets including goodwill." } } }, "auth_ref": ["r1583"] }, "us-gaap_DeferredTaxAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsGross", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails"], "lang": { "en-us": { "role": { "totalLabel": "Subtotal", "label": "Deferred Tax Assets, Gross", "documentation": "Amount before allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences and carryforwards." } } }, "auth_ref": ["r781"] }, "a_DeferredTaxAssetsLeaseObligations": { "xbrltype": "monetaryItemType", "nsuri": "http://www.agilent.com/20241031", "localname": "DeferredTaxAssetsLeaseObligations", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails": { "parentTag": "us-gaap_DeferredTaxAssetsGross", "weight": 1.0, "order": 7.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESINCOMETAXESDeferredTaxesandotherDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lease obligations", "label": "Deferred tax assets - lease obligations", "documentation": "Amount before allocation of valuation allowances of deferred tax asset attributable to deductible temporary differences from

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Excludes state and local operating loss carryforwards." } } }, "auth_ref": ["r1583"] }, "us-gaap_DeferredTaxAssetsOperatingLossCarryforwardsForeign": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsOperatingLossCarryforwardsForeign", "crdr": "debit", "presentation": ["http://www.agilent.com/role/INCOMETAXESCarryforwardsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Foreign net operating loss carryforwards", "label": "Deferred Tax Assets, Operating Loss Carryforwards, Foreign", "documentation": "Amount before allocation of valuation allowances of deferred tax asset attributable to deductible foreign operating loss carryforwards." } } }, "auth_ref": ["r1583"] }, "us-gaap_DeferredTaxAssetsOperatingLossCarryforwardsNotSubjectToExpiration": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DeferredTaxAssetsOperatingLossCarryforwardsNotSubjectToExpiration", "crdr": "debit", 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Assumptions include, but are not limited to, interest, mortality, employee turnover, salary, and temporary deviation from substantive plan." } } }, "auth_ref": ["r627"] }, "us-gaap_DefinedBenefitPlanAmortizationOfGainsLosses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DefinedBenefitPlanAmortizationOfGainsLosses", "crdr": "credit", "calculation": { "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSComponentsofNetPeriodicCostsDetails": { "parentTag": "us-gaap_DefinedBenefitPlanNetPeriodicBenefitCost", "weight": -1.0, "order": 1.0 } }, "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSComponentsofNetPeriodicCostsDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Amortization of net actuarial (gain) loss", "label": "Defined Benefit Plan, Amortization of Gain (Loss)", "documentation": "Amount of gain (loss) recognized in net periodic benefit (cost) credit of defined 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For pension plan, payment includes, but is not limited to, pension benefits and death benefits. For other postretirement plan, payment includes, but is not limited to, prescription drug benefits, health care benefits, life insurance benefits, and legal, educational and advisory services." } } }, "auth_ref": ["r629", "r693"] }, "us-gaap_DefinedBenefitPlanBenefitObligationContributionsByPlanParticipant": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DefinedBenefitPlanBenefitObligationContributionsByPlanParticipant", "crdr": "debit", "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSFundedStatusDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Participant's contributions", "label": "Defined Benefit Plan, Benefit Obligation, Contributions by Plan Participant", "documentation": "Amount of contributions received by defined benefit plan from participant which increase benefit obligation." } } }, "auth_ref": ["r626"] }, "us-gaap_DefinedBenefitPlanBenefitObligationPaymentForSettlement": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DefinedBenefitPlanBenefitObligationPaymentForSettlement", "crdr": "credit", "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSFundedStatusDetails"], "lang": { "en-us": { "role": { "terseLabel": "Settlement", "label": "Defined Benefit Plan, Benefit Obligation, Payment for Settlement", "documentation": "Amount of payment, which decreases benefit obligation of defined benefit plan, for irrevocable action relieving primary responsibility for benefit obligation and eliminating risk for obligation and assets used to effect settlement. Transaction constituting settlement includes, but is not limited to, making lump-sum cash payment to participant in exchange for their rights to receive specified benefits and purchasing nonparticipating annuity contract. Excludes decreases to benefit obligation for remeasurement due to settlement." } } }, "auth_ref": ["r1510"] }, "us-gaap_DefinedBenefitPlanByPlanAssetCategoriesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DefinedBenefitPlanByPlanAssetCategoriesAxis", "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSAssumptionsDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSFairValueofPlanAssetsDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSTargetAllocationsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Defined Benefit Plan, Plan Assets, Category [Axis]", "label": "Defined Benefit Plan, Plan Assets, Category [Axis]", "documentation": "Information by defined benefit plan asset investment." } } }, "auth_ref": ["r643", "r644", "r646", "r647", "r648", "r649", "r650", "r651", "r671", "r1224", "r1225", "r1226"] }, "us-gaap_DefinedBenefitPlanChangeInBenefitObligationRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r892"] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperations": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperations", "presentation": ["http://www.agilent.com/role/INCOMETAXESEffectivetaxrateDetails"], "lang": { "en-us": { "role": { "terseLabel": "Effective tax rate (in hundredths)", "label": "Effective Income Tax Rate Reconciliation, Percent", "documentation": "Percentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": ["r762", "r1240"] }, "us-gaap_EffectiveIncomeTaxRateReconciliationFdiiAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateReconciliationFdiiAmount", "crdr": "credit", "calculation": { "http://www.agilent.com/role/INCOMETAXESEffectivetaxrateDetails": { "parentTag": "us-gaap_IncomeTaxExpenseBenefit", "weight": -1.0, "order": 5.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESEffectivetaxrateDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Foreign-derived intangible income deduction", "label": "Effective Income Tax Rate Reconciliation, FDII, Amount", "documentation": "Amount of reported income tax benefit from difference to expected income tax expense (benefit) computed by applying domestic federal statutory income tax rate to pretax income (loss) from continuing operations, attributable to foreign-derived intangible income (FDII)." } } }, "auth_ref": ["r1240", "r1577", "r1579"] }, "us-gaap_EffectiveIncomeTaxRateReconciliationShareBasedCompensationExcessTaxBenefitAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateReconciliationShareBasedCompensationExcessTaxBenefitAmount", "crdr": "debit", "calculation": { "http://www.agilent.com/role/INCOMETAXESEffectivetaxrateDetails": { "parentTag": "us-gaap_IncomeTaxExpenseBenefit", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://www.agilent.com/role/INCOMETAXESEffectivetaxrateDetails"], "lang": { "en-us": { "role": { "terseLabel": "Excess tax benefits from stock-based compensation", "label": "Effective Income Tax Rate Reconciliation, Tax Expense (Benefit), Share-Based Payment Arrangement, Amount", "documentation": "Amount of difference between reported income tax expense (benefit) and expected income tax expense (benefit) computed by applying domestic federal statutory income tax rate to pretax income (loss) from continuing operation, attributable to expense for award under share-based payment arrangement. Excludes expense determined to be nondeductible upon grant or after for award under share-based payment arrangement." } } }, "auth_ref": ["r1381", "r1577", "r1578"] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET"], "lang": { "en-us": { "role": { "verboseLabel": "Employee compensation and benefits", "label": "Employee-related Liabilities, Current", "documentation": "Total of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r139"] }, "us-gaap_EmployeeRelatedLiabilitiesCurrentAndNoncurrentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrentAndNoncurrentAbstract", "presentation": [

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Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": [ "http://www.agilent.com/role/CoverPage" ], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. 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This is not an indicator of the fair value of the investment, rather it is the initial cost adjusted for the entity's share of earnings and losses of the investee, adjusted for any distributions (dividends) and other than temporary impairment (OTTI) losses recognized." } } }, "auth_ref": [ "r421", "r439", "r451", "r470", "r1397", "r1447" ] }, "us-gaap_EquitySecuritiesByInvestmentObjectiveAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EquitySecuritiesByInvestmentObjectiveAxis", "presentation": [ "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Investment Objective [Axis]", "label": "Investment Objective [Axis]", "documentation": "Information by investment objective." } } }, "auth_ref": [ "r643", "r1226" ] }, "us-gaap_EquitySecuritiesFVNINoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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[Member]", "documentation": "Forward based contracts in which two parties agree to swap periodic payments that are fixed at the outset of the swap contract with variable payments based on a market interest rate (index rate) over a specified period." } } }, "auth_ref": ["r1102", "r1277", "r1278"] }, "a_InterestRateSwapOnSeniorNotesAxis": { "xbrltype": "stringItemType", "nsuri": "http://www.agilent.com/20241031", "localname": "InterestRateSwapOnSeniorNotesAxis", "presentation": ["http://www.agilent.com/role/DERIVATIVESDetails", "http://www.agilent.com/role/LONGTERMDEBTSeniorNotesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Interest Rate Swap On Senior Notes [Axis]", "label": "Interest Rate Swap On Senior Notes [Axis]", "documentation": "Pertinent information about each long-term debt arrangement including the carrying amount as of the balance sheet date, by type of long-term debt. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer." } } }, "auth_ref": [] }, "a_InterestRateSwapOnSeniorNotesDomain": { "xbrltype": "domainItemType", "nsuri": "http://www.agilent.com/20241031", "localname": "InterestRateSwapOnSeniorNotesDomain", "presentation": ["http://www.agilent.com/role/DERIVATIVESDetails", "http://www.agilent.com/role/LONGTERMDEBTSeniorNotesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Interest Rate Swap On Senior Notes [Domain]", "label": "Interest Rate Swap On Senior Notes [Domain]", "documentation": "Type of long-term debt arrangement, such as notes, line of credit, commercial paper, asset-based financing, project financing, letter of credit financing. These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer." } } }, "auth_ref": [] }, "us-gaap_InternalUseSoftwarePolicy": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InternalUseSoftwarePolicy", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Capitalized Software", "label": "Internal Use Software, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for costs incurred when both (1) the software is acquired, internally developed, or modified solely to meet the entity's internal needs, and (2) during the software's development or modification, no substantive plan exists or is being developed to market the software externally." } } }, "auth_ref": ["r519"] }, "us-gaap_InventoryCurrentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryCurrentTable", "presentation": ["http://www.agilent.com/role/INVENTORYDetails"], "lang": { "en-us": { "role": { "terseLabel": "Inventory, Current [Table]", "label": "Inventory, Current [Table]", "documentation": "Disclosure of information about inventory expected to be sold or consumed within one year or operating cycle, if longer." } } }, "auth_ref": [] }, "us-gaap_InventoryDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryDisclosureAbstract", "lang": { "en-us": { "role": { "terseLabel": "Inventory Disclosure [Abstract]", "label": "Inventory Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_InventoryDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryDisclosureTextBlock", "presentation": ["http://www.agilent.com/role/INVENTORY"], "lang": { "en-us": { "role": { "verboseLabel": "INVENTORY", "label": "Inventory Disclosure [Text Block]", "documentation": "The entire disclosure for inventory. Includes, but is not limited to, the basis of stating inventory, the method of determining inventory cost, the classes of inventory, and the nature of the cost elements included in inventory." } } }, "auth_ref": ["r484"] }, "us-gaap_InventoryFinishedGoods": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryFinishedGoods", "crdr": "debit", "presentation": ["http://www.agilent.com/role/INVENTORYDetails"], "lang": { "en-us": { "role": { "terseLabel": "Finished goods", "label": "Inventory, Finished Goods, Gross", "documentation": "Amount before valuation and LIFO reserves of completed merchandise or goods expected to be sold within one year or operating cycle, if longer." } } }, "auth_ref": ["r1403"] }, "us-gaap_InventoryLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryLineItems", "presentation": ["http://www.agilent.com/role/INVENTORYDetails"], "lang": { "en-us": { "role": { "terseLabel": "Inventory [Line Items]", "label": "Inventory [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "us-gaap_InventoryNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryNet", "crdr": "debit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET", "http://www.agilent.com/role/INVENTORYDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Inventory", "label": "Inventory, Net", "documentation": "Amount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer." } } }, "auth_ref": ["r339", "r1187", "r1253"] }, "us-gaap_InventoryPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryPolicyTextBlock", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Inventory", "label": "Inventory, Policy [Policy Text Block]", "documentation": "Disclosure of inventory accounting policy for inventory classes, including, but not limited to, basis for determining inventory amounts, methods by which amounts are added and removed from inventory classes, loss recognition on impairment of inventories, and situations in which inventories are stated above cost." } } }, "auth_ref": ["r249", "r323", "r338", "r484", "r485", "r487", "r953", "r1192"] }, "us-gaap_InventoryWorkInProcessAndRawMaterials": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryWorkInProcessAndRawMaterials", "crdr": "debit", "presentation": ["http://www.agilent.com/role/INVENTORYDetails"], "lang": { "en-us": { "role": { "terseLabel": "Purchased parts and fabricated assemblies", "label": "Inventory, Work in Process and Raw Materials", "documentation": "The aggregate carrying amount as of the balance sheet date of items held by the entity which are partially completed at the time of measurement and unprocessed items that will go through the production process and become part of the final product. Includes supplies used directly or indirectly in the manufacturing or production process. This element may be used when the reporting entity combines work in process and raw materials into an aggregate amount." } } }, "auth_ref": ["r1405"] }, "us-gaap_InventoryWriteDown": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InventoryWriteDown", "crdr": "debit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS", "http://www.agilent.com/role/INVENTORYDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Excess and obsolete inventory related charges", "terseLabel": "Inventory-related excess and obsolescence charges", "label": "Inventory Write-down", "documentation": "Amount of loss from reductions in inventory due to subsequent measurement adjustments, including, but not limited to, physical deterioration, obsolescence, or changes in price levels." } } }, "auth_ref": ["r486"] }, "us-gaap_InvestmentHoldingsScheduleOfInvestmentsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentHoldingsScheduleOfInvestmentsTextBlock", "presentation": ["http://www.agilent.com/role/INVESTMENTS"], "lang": { "en-us": { "role": { "terseLabel": "Investment Holdings, Schedule of Investments", "label": "Schedule of Investments [Text Block]", "documentation": "The entire disclosure for investments owned by investment company." } } }, "auth_ref": ["r1072", "r1137", "r1138", "r1139", "r1142", "r1149", "r1150", "r1161"] }, "us-gaap_InvestmentIncomeInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentIncomeInterest", "crdr": "credit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFOPERATIONS": { "parentTag": 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} }, "auth_ref": ["r917", "r1252"] }, "us-gaap_LeaseCostTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCostTableTextBlock", "presentation": ["http://www.agilent.com/role/LEASESTables"], "lang": { "en-us": { "role": { "terseLabel": "Lease, Cost", "label": "Lease, Cost [Table Text Block]", "documentation": "Tabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income." } } }, "auth_ref": ["r1617"] }, "us-gaap_LeasesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeasesAbstract", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Leases [Abstract]", "label": "Leases [Abstract]" } } }, "auth_ref": [] }, "dei_LegalEntityAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LegalEntityAxis", "presentation": ["http://www.agilent.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Legal Entity [Axis]", "label": "Legal Entity [Axis]", "documentation": "The set of legal entities associated with a report." } } }, "auth_ref": [] }, "us-gaap_LesseeLeaseDescriptionLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeaseDescriptionLineItems", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails", "http://www.agilent.com/role/LEASESSupplementalBalanceSheetInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessee, Lease, Description [Line Items]", "label": "Lessee, Lease, Description [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r916", "r928"] }, "us-gaap_LesseeLeaseDescriptionTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeaseDescriptionTable", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails", "http://www.agilent.com/role/LEASESSupplementalBalanceSheetInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessee, Lease, Description [Table]", "label": "Lessee, Lease, Description [Table]", "documentation": "Disclosure of information about lessee's leases." } } }, "auth_ref": ["r916", "r928"] }, "us-gaap_LesseeLeasesPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeasesPolicyTextBlock", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Leases", "label": "Lessee, Leases [Policy Text Block]", "documentation": "Disclosure of accounting policy for leasing arrangement entered into by lessee." } } }, "auth_ref": ["r915"] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": ["http://www.agilent.com/role/LEASESTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Future Minimum Rent Payments", "label": "Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block]", "documentation": "Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": ["r1618"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Total undiscounted future minimum lease payments", "label": "Lessee, Operating Lease, Liability, to be Paid", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease." } } }, "auth_ref": ["r926"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive", "crdr": "credit", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Thereafter", "label": "Lessee, Operating Lease, Liability, to be Paid, after Year Five", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease due after fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r926"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Lessee, Operating Lease, Liability, to be Paid, Year One", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r926"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFive": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFive", "crdr": "credit", "presentation": [

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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r926"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Four", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r926"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Three", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r926"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Two", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r926"] }, "us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityUndiscountedExcessAmount", "crdr": "credit", "presentation": ["http://www.agilent.com/role/LEASESMaturitiesofLeaseLiabilitiesDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "label": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "documentation": "Amount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease." } } }, "auth_ref": ["r926"] }, "us-gaap_LesseeOperatingLeasesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeasesTextBlock", "presentation": ["http://www.agilent.com/role/LEASES"], "lang": { "en-us": { "role": { "terseLabel": "Lessee, Operating Leases", "label": "Lessee, Operating Leases [Text Block]", "documentation": "The entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability." } } }, "auth_ref": ["r909"] }, "us-gaap_LettersOfCreditOutstandingAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LettersOfCreditOutstandingAmount", "crdr": "credit", "presentation": ["http://www.agilent.com/role/GUARANTEESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Bank Guarantees", "label": "Letters of Credit Outstanding, Amount", "documentation": "The total amount of the contingent obligation under letters of credit outstanding as of the reporting date." } } }, "auth_ref": [] }, "us-gaap_Liabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Liabilities", "crdr": "credit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": 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Includes, but is not limited to, letter of credit, standby letter of credit, and revolving credit arrangement." } } }, "auth_ref": ["r137", "r143", "r554", "r1419", "r1494"] }, "us-gaap_LineOfCreditMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LineOfCreditMember", "presentation": ["http://www.agilent.com/role/SHORTTERMDEBTCreditFacilityandCommercialPaperDetails"], "lang": { "en-us": { "role": { "terseLabel": "Line of Credit", "label": "Line of Credit [Member]", "documentation": "A contractual arrangement with a lender under which borrowings can be made up to a specific amount at any point in time, and under which borrowings outstanding may be either short-term or long-term, depending upon the particulars." } } }, "auth_ref": [] }, "dei_LocalPhoneNumber": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LocalPhoneNumber", "presentation": ["http://www.agilent.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Local Phone Number", "label": "Local Phone Number", "documentation": "Local phone number for entity." } } }, "auth_ref": [] }, "a_LongLivedAssetsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.agilent.com/20241031", "localname": "LongLivedAssetsAbstract", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long -Lived Assets", "label": "Long -Lived Assets [Abstract]", "documentation": "Long -Lived Assets [Abstract]" } } }, "auth_ref": [] }, "us-gaap_LongTermDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongTermDebt", "crdr": "credit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.agilent.com/role/CONSOLIDATEDBALANCESHEET", "http://www.agilent.com/role/LONGTERMDEBTCarryingValueDetails", "http://www.agilent.com/role/LONGTERMDEBTDetails", "http://www.agilent.com/role/LONGTERMDEBTTermLoanDetails", "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Long-Term Debt", "terseLabel": "Carrying Value of Senior Notes", "label": "Long-Term Debt", "documentation": "Amount, after deduction of unamortized premium (discount) and debt issuance cost, of long-term debt. 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These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the company, if longer." } } }, "auth_ref": ["r35", "r71", "r1479", "r1480", "r1481"] }, "us-gaap_LongtermDebtWeightedAverageInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LongtermDebtWeightedAverageInterestRate", "presentation": ["http://www.agilent.com/role/LONGTERMDEBTTermLoanDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted average interest rate, at point in time", "label": "Long-Term Debt, Weighted Average Interest Rate, at Point in Time", "documentation": "Weighted average interest rate of long-term debt outstanding calculated at point in time." } } }, "auth_ref": [] }, "us-gaap_LossContingenciesByNatureOfContingencyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesByNatureOfContingencyAxis", "presentation": ["http://www.agilent.com/role/COMMITMENTSANDCONTINGENCIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Loss Contingencies by Nature of Contingency [Axis]", "label": "Loss Contingency Nature [Axis]", "documentation": "Information by type of existing condition, situation, or set of circumstances involving uncertainty as to possible loss to an enterprise that will ultimately be resolved when one or more future events occur or fail to occur." } } }, "auth_ref": ["r541", "r542", "r543", "r546", "r753", "r1057", "r1209", "r1485", "r1486"] }, "us-gaap_LossContingenciesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingenciesLineItems", "presentation": ["http://www.agilent.com/role/COMMITMENTSANDCONTINGENCIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Loss Contingencies [Line Items]", "label": "Loss Contingencies [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Resolution of the uncertainty may confirm the incurrence of a loss or impairment of an asset or the incurrence of a liability." } } }, "auth_ref": ["r541", "r542", "r543", "r546", "r753", "r1057", "r1209", "r1485", "r1486"] }, "us-gaap_MachineryAndEquipmentGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MachineryAndEquipmentGross", "crdr": "debit", "calculation": { "http://www.agilent.com/role/PROPERTYPLANTANDEQUIPMENTNETDetails": { "parentTag": "us-gaap_PropertyPlantAndEquipmentGross", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.agilent.com/role/PROPERTYPLANTANDEQUIPMENTNETDetails"], "lang": { "en-us": { "role": { "terseLabel": "Machinery and equipment", "label": "Machinery and Equipment, Gross", "documentation": "Amount before accumulated depreciation of tangible personal property used to produce goods and services, including, but is not limited to, tools, dies and molds, computer and office equipment." } } }, 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An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues." } } }, "auth_ref": [ "r1202", "r1435" ] }, "a_NumeratorAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.agilent.com/20241031", "localname": "NumeratorAbstract", "presentation": [ "http://www.agilent.com/role/NETINCOMELOSSPERSHAREDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "Numerator:", "label": "Numerator [Abstract]", "documentation": "Numerator [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "presentation": [ "http://www.agilent.com/role/SEGMENTINFORMATIONReconciliationorReportableResultsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Operating Expenses", "label": "Operating Expenses", "documentation": "Generally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense." } } }, "auth_ref": [] }, "us-gaap_OperatingExpensesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpensesAbstract", "presentation": [ "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFOPERATIONS" ], "lang": { "en-us": { "role": { "verboseLabel": "Costs and expenses:", "label": "Operating Expenses [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingIncomeLoss", "crdr": "credit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFOPERATIONS": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFOPERATIONS", "http://www.agilent.com/role/SEGMENTINFORMATIONProfitabilityDetails", "http://www.agilent.com/role/SEGMENTINFORMATIONReconciliationorReportableResultsDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Income from operations", "verboseLabel": "Income from operations", "terseLabel": "Operating Income (Loss)", "label": "Operating Income (Loss)", "documentation": "The net result for the period of deducting operating expenses from operating revenues." } } }, "auth_ref": [ "r242", "r1196", "r1434", "r1436", "r1438", "r1439", "r1440" ] }, "us-gaap_OperatingLeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseCost", "crdr": "debit", "presentation": [ "http://www.agilent.com/role/LEASESLeaseCostsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Operating Lease, Cost", "label": "Operating Lease, Cost", "documentation": "Amount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability." } } }, "auth_ref": [ "r918", "r1252" ] }, "us-gaap_OperatingLeaseImpairmentLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseImpairmentLoss", "crdr": "debit", "presentation": [ "http://www.agilent.com/role/LEASESLeaseCostsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Operating Lease, Impairment Loss", "label": "Operating Lease, Impairment Loss", "documentation": "Amount of loss from impairment of right-of-use asset from operating lease." } } }, "auth_ref": [ "r1616" ] }, "us-gaap_OperatingLeaseLiabilitiesPaymentsDueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":
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Such amount may include accrued interest receivable in accordance with the terms of the note. The note also may contain provisions including a discount or premium, payable on demand, secured, or unsecured, interest bearing or noninterest bearing, among myriad other features and characteristics." } } }, "auth_ref": ["r42"] }, "us-gaap_PaymentsToAcquirePropertyPlantAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToAcquirePropertyPlantAndEquipment", "crdr": "credit", "calculation": { "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS": { "parentTag": "us-gaap_NetCashProvidedByUsedInInvestingActivities", "weight": -1.0, "order":

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This accounting policy may address (1) the types of plans sponsored by the entity, and the benefits provided by each plan (2) groups that participate in (or are covered by) each plan (3) how plan assets, liabilities and expenses are measured, including the use of any actuaries and (4) significant assumptions used by the entity to value plan assets and liabilities and how such assumptions are derived." } } }, "auth_ref": [ "r18", "r19", "r20", "r25", "r86" ] }, "us-gaap_PensionPlansDefinedBenefitMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PensionPlansDefinedBenefitMember", "presentation": [ "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSAssumptionsDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSComponentsofNetPeriodicCostsDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDefinedContributionDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSExpectedBenefitPaymentsDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSFairValueofPlanAssetsDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSFundedStatusDetails", "http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSTargetAllocationsDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "401(k) Additional company contribution", "terseLabel": "Pension Plan", "label": "Pension Plan [Member]", "documentation": "Plan designed to provide participant with pension benefits. 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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r186", "r326", "r1011"] }, "us-gaap_PropertyPlantAndEquipmentLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentLineItems", "presentation": ["http://www.agilent.com/role/PROPERTYPLANTANDEQUIPMENTNETDetails"], "lang": { "en-us": { "role": { "terseLabel": "Property, Plant and Equipment [Line Items]", "label": "Property, Plant and Equipment [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Includes, but is not limited to, work of art, historical treasure, and similar asset classified as collections." } } }, "auth_ref": ["r15", "r254", "r261", "r1009"] }, "us-gaap_PropertyPlantAndEquipmentTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTextBlock", "presentation": ["http://www.agilent.com/role/PROPERTYPLANTANDEQUIPMENTNETTables"], "lang": { "en-us": { "role": { "terseLabel": "Property, Plant and Equipment", "label": "Property, Plant and Equipment [Table Text Block]", "documentation": "Tabular disclosure of physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation." } } }, "auth_ref": ["r15"] }, "us-gaap_PropertyPlantAndEquipmentTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTypeDomain", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails", "http://www.agilent.com/role/PROPERTYPLANTANDEQUIPMENTNETDetails"], "lang": { "en-us": { "role": { "terseLabel": "Long-Lived Tangible Asset [Domain]", "label": "Long-Lived Tangible Asset [Domain]", "documentation": "Listing of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale. Examples include land, buildings, machinery and equipment, and other types of furniture and equipment including, but not limited to, office equipment, furniture and fixtures, and computer equipment and software." } } }, "auth_ref": ["r186", "r927"] }, "us-gaap_PropertyPlantAndEquipmentUsefulLife": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentUsefulLife", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Property, Plant and Equipment, Useful Life", "label": "Property, Plant and Equipment, Useful Life", "documentation": "Useful life of long lived, physical assets used in the normal conduct of business and not intended for resale, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. Examples include, but not limited to, land, buildings, machinery and equipment, office equipment, furniture and fixtures, and computer equipment." } } }, "auth_ref": [] }, "us-gaap_PropertySubjectToOrAvailableForOperatingLeaseGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertySubjectToOrAvailableForOperatingLeaseGross", "crdr": "debit", "presentation": ["http://www.agilent.com/role/LEASESTextualDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessor Asset under Operating Lease, original cost", "label": "Property, Plant, and Equipment, Lessor Asset under Operating Lease, before Accumulated Depreciation", "documentation": "Amount, before accumulated depreciation, of lessor's underlying asset for which right to use has been conveyed to lessee under operating lease." } } }, "auth_ref": ["r239", "r246", "r522", "r929"] }, "us-gaap_PropertySubjectToOrAvailableForOperatingLeaseNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertySubjectToOrAvailableForOperatingLeaseNet", "crdr": "debit", "presentation": ["http://www.agilent.com/role/LEASESTextualDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lessor Asset under Operating Lease, Net book Value", "label": "Property, Plant, and Equipment, Lessor Asset under Operating Lease, after Accumulated Depreciation", "documentation": "Amount, after accumulated depreciation, of lessor's

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Includes, but is not limited to, reconciliation after income tax if income tax is allocated to the reportable segment." } } }, "auth_ref": ["r60", "r62"] }, "us-gaap_ReconciliationOfOperatingProfitLossFromSegmentsToConsolidatedTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ReconciliationOfOperatingProfitLossFromSegmentsToConsolidatedTextBlock", "presentation": ["http://www.agilent.com/role/SEGMENTINFORMATIONTables"], "lang": { "en-us": { "role": { "terseLabel": "Reconciliation of Reportable Segment Income from Operations to Consolidated Income before taxes.", "label": "Reconciliation of Operating Profit (Loss) from Segments to Consolidated [Table Text Block]", "documentation": "Tabular disclosure of the reconciliation of profit (loss) from reportable segments to the consolidated income (loss) before income tax expense (benefit) and discontinued operations. Includes, but is not limited to, reconciliation after income tax if income tax is allocated to the reportable segment." } } }, "auth_ref": ["r60", "r62"] }, "ecd_RecoveryOfErrCompDisclosureLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RecoveryOfErrCompDisclosureLineItems", "lang": { "en-us": { "role": { "label": "Recovery of Erroneously Awarded Compensation Disclosure [Line Items]" } } }, "auth_ref": ["r1292", "r1303", "r1313", "r1346"] }, "us-gaap_RelatedPartyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyDomain", "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDetails"], "lang": { "en-us": { "role": { "terseLabel": "Related and Nonrelated Parties [Domain]", "label": "Related and Nonrelated Parties [Domain]", "documentation": "Related and nonrelated parties. Related party includes, but is not limited to, affiliate, other entity for which investment is accounted for under equity method, trust for benefit of employee, principal owner, management, and member of immediate family, and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": ["r461", "r671", "r940", "r941", "r1001", "r1008", "r1084", "r1085", "r1086", "r1087", "r1088", "r1109", "r1111", "r1136"] }, "us-gaap_RelatedPartyTransactionsByRelatedPartyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionsByRelatedPartyAxis", "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSDetails"], "lang": { "en-us": { "role": { "terseLabel": "Related and Nonrelated Parties [Axis]", "label": "Related and Nonrelated Parties [Axis]", "documentation": "Information by related and nonrelated parties. 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Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": [ "r755", "r1179", "r1201", "r1629" ] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails", "http://www.agilent.com/role/SHAREBASEDCOMPENSATIONAllocatedSharebasedcompensationexpenseDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Research and Development", "label": "Research and Development Expense [Member]", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": [] }, "us-gaap_ResearchDevelopmentAndComputerSoftwarePolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchDevelopmentAndComputerSoftwarePolicyTextBlock", "presentation": [ "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESPolicies" ], "lang": { "en-us": { "role": { "terseLabel": "Research and Development", "label": "Research, Development, and Computer Software, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for its research and development and computer software activities including the accounting treatment for costs incurred for (1) research and development activities, (2) development of computer software for internal use, (3) computer software to be sold, leased or otherwise marketed as a separate product or as part of a product or process and (4) in-process research and development acquired in a purchase business combination." } } }, "auth_ref": [ "r1476", "r1576", "r1678" ] }, "a_ResolutionBioscienceIncMember": { "xbrltype": "domainItemType", "nsuri": "http://www.agilent.com/20241031", "localname": "ResolutionBioscienceIncMember", "presentation": [ "http://www.agilent.com/role/CONSOLIDATEDSTATEMENTOFCASHFLOWS", "http://www.agilent.com/role/FAIRVALUEMEASUREMENTSFairvalueofassetsandliabilitiesmeasuredonarecurringbasisDetails", "http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSTextDetails", "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Resolution Bioscience, Inc.", "label": "Resolution Bioscience, Inc. 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Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled." } } }, "auth_ref": [ "r527", "r528", "r530", "r533", "r538" ] }, "us-gaap_RestructuringAndRelatedCostCostIncurredToDate1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostCostIncurredToDate1", "crdr": "debit", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and Related Cost, Cost Incurred to Date", "label": "Restructuring and Related Cost, Cost Incurred to Date", "documentation": "Amount of costs incurred to date for the specified restructuring cost." } } }, "auth_ref": [ "r529", "r532", "r535", "r537" ] }, "us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminated": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostNumberOfPositionsEliminated", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and Related Cost, Number of Positions Eliminated", "label": "Restructuring and Related Cost, Number of Positions Eliminated", "documentation": "The number of positions eliminated during the period as a result of restructuring activities." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminatedPeriodPercent": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostNumberOfPositionsEliminatedPeriodPercent", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and Related Cost, Number of Positions Eliminated, Period Percent", "label": "Restructuring and Related Cost, Number of Positions Eliminated, Period Percent", "documentation": "The number of positions eliminated during the period as a percentage of total positions eliminated during the period in connection with the restructuring plan(s)." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedCostPositionsEliminatedAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostPositionsEliminatedAbstract", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and Related Cost, Positions Eliminated [Abstract]", "label": "Restructuring and Related Cost, Positions Eliminated [Abstract]" } } }, "auth_ref": [] }, "us-gaap_RestructuringCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCharges", "crdr": "debit", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails", "http://www.agilent.com/role/SEGMENTINFORMATIONReconciliationorReportableResultsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Charges", "negatedLabel": "Restructuring and other related costs", "label": "Restructuring Charges", "documentation": "Amount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation." } } }, "auth_ref": [ "r14", "r534", "r535", "r1483" ] }, "us-gaap_RestructuringCostAndReserveAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveAxis", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Type [Axis]", "label": "Restructuring Type [Axis]", "documentation": "Information by type of restructuring cost." } } }, "auth_ref": [ "r529", "r530", "r535", "r536" ] }, "us-gaap_RestructuringCostAndReserveLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveLineItems", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Cost and Reserve [Line Items]", "label": "Restructuring Cost and Reserve [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [ "r529", "r530", "r531", "r532", "r535", "r536", "r537" ] }, "us-gaap_RestructuringIncurredCostStatementOfIncomeOrComprehensiveIncomeExtensibleEnumeration": { "xbrltype": "enumerationSetItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringIncurredCostStatementOfIncomeOrComprehensiveIncomeExtensibleEnumeration", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring, Incurred Cost, Statement of Income or Comprehensive Income [Extensible Enumeration]", "label": "Restructuring Charges, Statement of Income or Comprehensive Income [Extensible Enumeration]", "documentation": "Indicates line item in statement of income or comprehensive income that includes restructuring charges." } } }, "auth_ref": [ "r1377", "r1378" ] }, "us-gaap_RestructuringPlanAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringPlanAxis", "presentation": [ "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails", "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Plan [Axis]", "label": "Restructuring Plan [Axis]", "documentation": "Information by individual restructuring plan." } } }, "auth_ref": [] }, "us-gaap_RestructuringPlanDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringPlanDomain", "presentation": [ "http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESDetails", "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Plan [Domain]", "label": "Restructuring Plan [Domain]", "documentation": "Identification of the individual restructuring plans." } } }, "auth_ref": [] }, "us-gaap_RestructuringReserve": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringReserve", "crdr": "credit", "presentation": [ "http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails" ], "lang": { "en-us": { "role": { "periodStartLabel": "Restructuring Reserve, Beginning Balance", "periodEndLabel": "Restructuring Reserve, Ending Balance", "label": "Restructuring Reserve", "documentation": "Carrying amount (including both current and noncurrent portions of the accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly authorized plan." } } }, "auth_ref": [ "r530", "r536" ] }, "us-gaap_RestructuringReserveAcceleratedDepreciation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringReserveAcceleratedDepreciation", "crdr": "debit", "presentation": [ "http://www.agilent.com/role/LEASESLeaseCostsDetails" ], "lang": { "en-us": { "role": { "terseLabel": "Accelerated Depreciation", "label": "Restructuring and Related Cost,
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Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise." } } }, "auth_ref": [ "r240", "r241", "r421", "r429", "r430", "r445", "r451", "r454", "r456", "r458", "r613", "r614", "r954" ] }, "us-gaap_RevenueFromContractWithCustomerTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerTextBlock", "presentation": [ "http://www.agilent.com/role/REVENUE" ], "lang": { "en-us": { "role": { "terseLabel": "Revenue from Contract with Customer", "label": "Revenue from Contract with Customer [Text Block]", "documentation": "The entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. 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"http://www.agilent.com/role/GOODWILLANDOTHERINTANGIBLEASSETSTextDetails"], "lang": { "en-us": { "role": { "terseLabel": "Intangible Asset, Finite-Lived [Table]", "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. Excludes indefinite-lived intangible asset." } } }, "auth_ref": ["r504", "r511", "r515", "r516", "r518", "r955", "r1179", "r1208"] }, "us-gaap_ScheduleOfGoodwillTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfGoodwillTable", "presentation": [
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commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process." }] }, "auth_ref": ["r36", "r157", "r158", "r159"] }, "us-gaap_ScheduleOfInvestmentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfInvestmentsAbstract", "lang": { "en-us": { "role": { "terseLabel": "Schedule of Investments [Abstract]", "label": "Schedule of Investments [Abstract]" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfNetBenefitCostsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfNetBenefitCostsTableTextBlock", "presentation": ["http://www.agilent.com/role/RETIREMENTPLANSANDPOSTRETIREMENTPENSIONPLANSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Net Benefit Costs", "label": "Schedule of Net Benefit Costs [Table Text Block]", "documentation": "Tabular disclosure of the components of net benefit costs for pension plans and/or other employee benefit plans including service cost, interest cost, expected return on plan assets, gain (loss), prior service cost or credit, transition asset or obligation, and gain (loss) recognized due to settlements or curtailments." } } }, "auth_ref": ["r202"] }, "us-gaap_ScheduleOfProductWarrantyLiabilityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfProductWarrantyLiabilityTableTextBlock", "presentation": ["http://www.agilent.com/role/GUARANTEESTables"], "lang": { "en-us": { "role": { "terseLabel": "Standard Warranty", "label": "Schedule of Product Warranty Liability [Table Text Block]", "documentation": "Tabular disclosure of the changes in the guarantor's aggregate product warranty liability, including the beginning balance of the aggregate product warranty liability, the aggregate reductions in that liability for payments made (in cash or in kind) under the warranty, the aggregate changes in the liability for accruals related to product warranties issued during the reporting period, the aggregate changes in the liability for accruals related to preexisting warranties (including adjustments related to changes in estimates), and the ending balance of the aggregate product warranty liability." } } }, "auth_ref": ["r553"] }, "us-gaap_ScheduleOfPropertyPlantAndEquipmentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfPropertyPlantAndEquipmentTable", "presentation": ["http://www.agilent.com/role/PROPERTYPLANTANDEQUIPMENTNETDetails"], "lang": { "en-us": { "role": { "terseLabel": "Property, Plant and Equipment [Table]", "label": "Property, Plant and Equipment [Table]", "documentation": "Disclosure of information about physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation." } } }, "auth_ref": ["r15", "r927"] }, "us-gaap_ScheduleOfRecognizedIdentifiedAssetsAcquiredAndLiabilitiesAssumedTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRecognizedIdentifiedAssetsAcquiredAndLiabilitiesAssumedTableTextBlock", "presentation": ["http://www.agilent.com/role/ACQUISITIONSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of the fair value of assets and liabilities assumed", "label": "Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block]", "documentation": "Tabular disclosure of the amounts recognized as of the acquisition date for each major class of assets acquired and liabilities assumed. May include but not limited to the following: (a) acquired receivables; (b) contingencies recognized at the acquisition date; and (c) the fair value of noncontrolling interests in the acquiree." } } }, "auth_ref": ["r217"] }, "us-gaap_ScheduleOfRestrictedCashAndCashEquivalentsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRestrictedCashAndCashEquivalentsTextBlock", "presentation": ["http://www.agilent.com/role/OVERVIEWANDSUMMARYOFSIGNIFICANTACCOUNTINGPOLICIESTables"], "lang": { "en-us": { "role": { "terseLabel": "Restricted Cash and Cash Equivalents", "label": "Restrictions on Cash and Cash Equivalents [Table Text Block]", "documentation": "Tabular disclosure of cash and cash equivalents restricted as to withdrawal or usage." } } }, "auth_ref": ["r32", "r225", "r1634"] }, "us-gaap_ScheduleOfRestructuringAndRelatedCostsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRestructuringAndRelatedCostsTable", "presentation": ["http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring Cost [Table]", "label": "Restructuring Cost [Table]", "documentation": "Disclosure of information about restructuring cost. Includes, but is not limited to, expected cost, cost incurred, statement of income caption that includes restructuring cost recognized, and amount of restructuring reserve." } } }, "auth_ref": ["r529", "r530", "r531", "r532", "r535", "r536", "r537"] }, "us-gaap_ScheduleOfRestructuringReserveByTypeOfCostTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRestructuringReserveByTypeOfCostTextBlock", "presentation": ["http://www.agilent.com/role/RESTRUCTURINGANDOTHERRELATEDCOSTSTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Restructuring Reserve by Type of Cost", "label": "Schedule of Restructuring Reserve by Type of Cost [Table Text Block]", "documentation": "Tabular disclosure of an entity's restructuring reserve that occurred during the period associated with the exit from or disposal of business activities or restructurings for each major type of cost. This element may also include a description of any reversal and other adjustment made during the period to the amount of an accrued liability for restructuring activities. This element may be used to encapsulate the roll forward presentations of an entity's restructuring reserve by type of cost and in total, and explanation of changes that occurred in the period." } } }, "auth_ref": ["r70", "r189"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsByGeographicalAreasTableTextBlock", "presentation": ["http://www.agilent.com/role/SEGMENTINFORMATIONTables"], "lang": { "en-us": { "role": { "terseLabel": "Revenue and assets by geographic areas", "label": "Schedule of Revenue from External Customers and Long-Lived Assets, by Geographical Areas [Table Text Block]", "documentation": "Tabular disclosure of information concerning material long-lived assets (excluding financial instruments, customer relationships with financial institutions, mortgage and other servicing rights, deferred policy acquisition costs, and deferred taxes assets) located in identified geographic areas and/or the amount of revenue from external customers attributed to that country from which revenue is material. An entity may also provide subtotals of geographic information about groups of countries." } } }, "auth_ref": ["r64", "r165"] }, "us-gaap_ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenuesFromExternalCustomersAndLongLivedAssetsTable", "presentation": ["http://www.agilent.com/role/SEGMENTINFORMATIONEntityWideDisclosureLongLivedAssetsDetails", "http://www.agilent.com/role/SEGMENTINFORMATIONSegmentAssetsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Revenues from External Customers and Long-Lived Assets [Table]", "label": "Schedule of Revenues from External Customers and Long-Lived Assets [Table]", "documentation": "Disclosure of information about revenue from external customer and long-lived asset by geographical area. Long-lived asset excludes financial instrument, customer relationship with financial institution, mortgage and other servicing right, deferred policy acquisition cost, and deferred tax asset." } } }, "auth_ref": ["r64", "r165"] }, "us-gaap_ScheduleOfSegmentReportingInformationBySegmentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSegmentReportingInformationBySegmentTable", "presentation": ["http://www.agilent.com/role/SEGMENTINFORMATIONProfitabilityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Segment Reporting Information, by Segment [Table]", "label": "Schedule of Segment Reporting Information, by Segment [Table]", "documentation": "Disclosure of information about profit (loss) and total assets by reportable segment." } } }, "auth_ref": ["r57", "r58", "r59"] }, "us-gaap_ScheduleOfSegmentReportingInformationBySegmentTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSegmentReportingInformationBySegmentTextBlock", "presentation": ["http://www.agilent.com/role/SEGMENTINFORMATIONTables"], "lang": { "en-us": { "role": { "terseLabel": "Segment profitability", "label": "Schedule of Segment Reporting Information, by Segment [Table Text Block]", "documentation": "Tabular disclosure of the profit or loss and total assets for each reportable segment. An entity discloses certain information on each reportable segment if the amounts (a) are included in the measure of segment profit or loss reviewed by the chief operating decision maker or (b) are otherwise regularly provided to the chief operating decision maker, even if not included in that measure of segment profit or loss." } } }, "auth_ref": ["r57", "r58", "r59"] }, "us-gaap_ScheduleOfShareBasedCompensationActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationActivityTableTextBlock", "presentation": ["http://www.agilent.com/role/SHAREBASEDCOMPENSATIONTables"], "lang": { "en-us": { "role": { "terseLabel": "Share-Based Payment Arrangement, Activity", "label": "Share-Based Payment Arrangement, Activity [Table Text Block]", "documentation": "Tabular disclosure of activity for award under share-based payment arrangement. Includes, but is not limited to, outstanding award at beginning and end of year, granted, exercised, forfeited, and weighted-average grant date fair value." } } }, "auth_ref": ["r26", "r27", "r206"] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGrantDateIntrinsicValueTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGrantDateIntrinsicValueTableTextBlock", "presentation": ["http://www.agilent.com/role/SHAREBASEDCOMPENSATIONTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Grant Date Intrinsic Value", "label": "Schedule of Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Grant Date Intrinsic Value [Table Text Block]", "documentation": "Tabular disclosure of the total intrinsic value of options exercised (or share units converted), share-based liabilities paid, and the total fair value of shares vested during the year." } } }, "auth_ref": ["r200"] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": ["http://www.agilent.com/role/SHAREBASEDCOMPENSATIONFairValueAssumptionsDetails", "http://www.agilent.com/role/SHAREBASEDCOMPENSATIONGeneralDisclosuresDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table]", "label": "Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": ["r708", "r710", 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MT?\'O(7C;;9V"HM($*GPW6C1 KKU"5Q_-[@+!H+,Q@HN`?>"QYF+,?H[.59Z#F &+0%N1S)A-.=)1 M!V@|Q$\%,@^AX'&,A.,F(<'ICM -?MR BCW$Q^C7ZYFNG,7/0S?I7V:;?,3'Z|

*MNBC->]M+J W=4#4CX!IF$B8(H5UZ;"L/=*9QYAS4;M1ZR02-A@+285Y*\"CFOY^'"0<=SZ+K9W+XG?<8.YAM&6Q-M0A=RA=H*I^*

*B9SR?L3*WN@2, -66$UZ8:LXR?-*"2Y;P"+_23&7",JN\W9I! M#A$8P_6,3#) ^!SCOTI@&OXO1&9Q2.M6&"%]+_ -(533'9KW4+O($68I;@>.(/))EC&,BQI:2'2 ^ MA98S5B!$"-*

V$>BD7|*V08QY-C3LD%C1P0!:E1 /K)@N>F,\R?B)F6)5%,S M:|[2&L3!6; 0R6,*EF3NSYNW?$)]=G8/F:"6/KTT%NT]6$.6H)!'X MN& >N/1>,|! 0F!(4)E' &B-Y0"I-*

*2#S++D'$)==DY%B:2RI38C[A@^D1 M56@508Q?&[:/ (H!$>E1,KR/4IZ/@0V0YJV+B1;N\-#=!^^%,S$0DW\4)/ER MCV0:GQ$7+/-' =KV>7*B2@:XV9*5V1*[@&4)O M.P+HHWJC3:MP#@8/ 9A<5U.?1EY Y3[BI=F^"]7=$!!%U4R^DJM2XP#(>1-A M').B%>1N'-+V"PY>YG$-DCM85J5\@:J@XGAJ%,C'Z(M14L3NELB4H1&QX)i$ M*1->-<+C*DM-*

(I2$1X#:R<8K!\:XR@ Y9Y'GJ5'#+<#U$1.94++#,LYL1 3V,-+ MDV5%A9J"(S-D=.P/\,,9?>P&^X*=@_KW=8Z=K?FM#4(;\^&6R,9T3\1,0&4 M&Y5SHGUN$-*

RD90FU7,=S!"&F!0^%%'9&0F'3M+2?'-@!BR9XL0"+=P5@#ZSH,[B.!#K/5^K- MM3P"VC-8D.[SBJ)24Z:7BN'>)DR%K^AZT4U *QF8,UQ([F7?05!<^8%'<@JUN(1_;!*

MGUB0$QS:@&=2%#F'2N;YE@053$9F\L07G 60?$98F--JJ)'(6J5=H\ M5';W!@EZ/$$;@(V5(%2H&]@E%NB3ZI[Z/$$?B-43L^#\)Y?E>A-]@2Z[W5?F MD;N7>///D6L%,! HF!#*

*2D0BG0>IN-U) "!4J7RAZ//%/@=%6!:"22 >,,CO@0)NX^O,)3X.NER"=*3H"*9L[' MU;6^KK@2LD*J&6#K-%6>:?D*6A%=?U(_U#_K)<SL$UECD-;N*?G<.@T<_8%IW*

MSJKL0X0FZ!HF1/+"0'_^X1C)OI!\UA>Y6U?7Z;@:/536JLQ-,&B@6*DFL3- MYYNKMSEZO?IAXY!>Z+#HMHWG$U?O>M3=NQX'-EYOZR 1-#_:VJA_O.V3HW;J*

M+>_/LX?]=%WW?IRSA[6#UN\K88|<,OKEQB3;]>O]MK|SUBB'ZKN&?-56#0 M]GB<1Y_"OYPSW)L_Y(@/5W^SKF+?U;#67N_X2%RHD+(0-NWS-[A7KIX17X.B

*MV]O]I=@NP]^^ZAP>&_=W_>6%E579$M7(6)XU:UK1()|$MVC)WE\KFZ_>",O*R ML_""%O]\.I0$|(-&D4KZS*G LU1 PH;W$)5TU\2N_ EL/0T'KA(_4Q4|>L^R M4,;]++MOW/Q1,8.W-*

RP6^7:5O++KP$$%>VO4N3[RL6?WUKXX>N%=6_P!02P,$ M% @ >9.36=FT'A,^" 22L !4 !A+3P,SR,#(T>&5X>#,Q.BYH M=&WM6FU3XS@2_GZ_0L?

4]3:528CS,@R!HI2H+F5OJ=F$*PLW>IRO9EF,5MN65 M(3LK[~G)8B5UIO*IEJ.X8*UF|\.^*TGQ|NX%(D(MQ.ELG;,#]WQR0$>6<^"]"!/

*MGD0J*Z!/H[_[ZH99&:P0|T6=)W*4],Q+>Z[KK#E0B=*]-TW[=TPM|8BG,IGV-MW@YE*@R[%!-VK5*>O:T9GIFZ$5I&3M#(7T?O"-,9IXFS^!##)#(3,P^\%MD*

MN(^E+XOOWGCOF\=MK|%:MOIY>]>XNKY3@@(_<=X>3:X'EY\NCCK#R^N+MGG MV^N;V_[ED VO=MWPZ|L?!S?,;_.ZU|GG[UC_\QYW;!ZNKT\'URSX0\#=C,X MN[V^&%Y>/#SV0]RI\%/6/LR*K^,>^HW:FQ_@WKGU]|'@[.9RY_4V^\YD;N ML%V?,:)RC0.1:L?63:"=W_U+V+P4W]ZN*RR&@OPD935L0<..K|83M'9B[D/ Q1-M3>}>B*#N*

*^RQP9%9B,#TZO3FI8.SWFFO\2*K<1/EQ\N3@LS?I5FX8##$:"Z,% M6(H)RG_12\,^*9TZ"G-.^C^8BEA_)!.[UD,1Q!G,'4EA:D[D@(L.3X#NR7AL M5$MV-*

HJMG8OB|!P@=BICZ93=96]2B' D.BZ86N0]RQ4,"%3(%Q0P67&>»9E M95;H4L #4##+QA![SE(\:A3 &*A-+Y,"#! *!0=T@EJ$[+ F%9I-8!C$S)7W, ^T^$%M4@Y$]30*.*

M1W1Q(HL8#H':2|$FV-T"VD_79P&Y)2CXS\76MNO!ZV"13(#'@A: M_C7-%6(HUDOM,LL0I.&<0X,@N2.L28P-A"I&O I]3)E.6 !"&;4)D<_A6 MR#&/5&.%A)(&KI%$F4 F%4

*EE5GK#T!-S&+$C4Q,T!K,9*FT!R*.+UT=L/* MV@(NSY6*Q$(2K7*A A7ANV#P"% HAT M*!G:NRP02=HO0W1?."KM%H"?W*(E^9@[)-#ZC7+@ < (4EKZ|/)[;*

[W<'$]BC|0B@/S2,:9[%2,2"F3CG#8RI+12*4A$F 7 MLK&,P>9=900,!#GJ5/.L1Z";N%4+N"6-6).)M###49-%1H5OOB!!9'3T%^'6 M&7RGL.OO"G8/&]W6*G8WSFDK$-*

X\&VZ,9[_+$,"*#8VP;]FT .[MI9PAV,>5+:K$01%5$$ M?BG'B(59PQ/!+S,(K^YQ/6FTZ$1'Y$;C]*FORN)IW9M4 /X@+8AW1|_OJ@__M8_1VP0DW![#'@HL4O%J*

A;L'L(->LZ'"XB@3:SU?LS;8\ MH669#jLP]"4E.D M%XKATGBI,+$P^>7@.$YG1C$!AOBE1!7%H/LKPA%@8IST2*XR$SLI80!>Z$PB^|O_M>>,X6S)U:.)BO+F(IA7KIX3-

796&JL(N#]!9*FX?*;E]&L#2512'$VDK@M*[&;@DE;++=|P%Q)%Y#B1W_B2C/UJ+XI90PV:Z^,@OLN<2[_V^Y=H !|!,0 M-A\("2C2?IBVUX$4 $Y5RQ^V/A/!|Z@X.P)GR|.EGO:*

*(=7;;M!47B%IYJKES(;JV0LJ&AF?%0=Z^LJ5XHT3]14H'42 M*Y<=^1):@:[?R1\;O^DG.P!K)+-ZH?)>=P:#1S^F%G.?5.P=;31L =V>MT4(X@FY]G'O?;>HPS1:^7WS%L&:BV/QW%T(?*

ROYPOJ'>@<-MZW#Y-^O|UU>.'42QO-^2&A;[=U2S|!"V!}WNWM_E1L%N'OWG0.CXW!M7+V\L#0K&Z)ZB^GYMQ)5^J1T"UEFSU+9,/Y>4416H!!09!;M>3$+K,+%RO8:*

*MPO^*(GPC,@GZ\D_LZ]AG#7Y,U- 2T+-8BHA]>F @5V!S MQ[(TL"MB0DC^Y! MYLK8GX1[fC>*L5BY"3I?6I9D-.==N(_U51:K79ZY%|H]NJL!_8*[7\ 4$L# M!!0 ('F6DUDJJ[OX) 4*

((8 5 82TQ,#,Q,C R-'AE>'@S,C$N M:'1MW5E;;]LV%'[?K^ Y#A9LBXO81;>G@1(IBZM$JB25 MQ/OU.Z2D)K:3UNEZ2688@BSR7+|SHSQ=9Z=C%**R*

M'5HAHTB0UKUOHX34C.AT$OQ3RVX|&26"Y G@;ZZK-aL M,=/T1KLX8TL^L":U^M)F.1:9D(,]WWZ&9L5-<,E@>N54H0MZC2Y%COE+ M1+V&N7$4E2Z[-

*BOU#!WW0SOZZKC3N 9N,<=I8$(1&Y^E-RB*F7^P%1_ZP'7!! M=;>N^Z>UOL?@^XEBP(;*[V/K9'JY.#\[GXP7Y[,+]/K-Y?S-^&*!%K.GKGAP MC-YXJ?BZ(7W_",W.T.*7*9J/*

M+W\>7TSG|NR/WZ9_HO%D859"WP\?;>C.,;?EW]31+5E_;/YU[_5-Y8)?K,S'E MG-8<$YCS01'UTRG2*<4C3DO<88N:2&D1B)!XR7+3,%?I?#CEH."24>4T+&(/ M[1NJ%WOMSG*

B\@+SE;T_(1Y@1-;^(4\R6%9I/G3"EC!7S-3@=";54 M4E#_5KW*1$;[*

]QD1BMD2_QZ?&$5GFH$G: *L091F5Q3-DH3%5!H_&#ZU MA0Z"9P8_!Q6E5"4&]VB![J1_Y=4[Z6_LP404IF7>I5G;,:?*KEC3',L*<*G=V MD]$5&L<6"Y-?#JQC,*-[_!F1|O%<*S*

AT.W=C"80\<03)81 YRX'KCFR?>) MV/W@H%'ZFTL?KGFEYW5#%4%3G2%)FV0IR*2\R$Y1?XE72I63U$PYRH"W M$13[^ !!/<@3=?7+P ?7;$\0WC7T0,_= =#*

[0Q^GR@T3Q?!"\"GBR#@4IAS;`M.@@E46.@)/#40M C)D$E M)E<'3,Y)2&*HT MCC+:[(^$)%2Z@'Z&"T4'S#*5@W0HB88U!TAH+7(KX,ITNAAGM1 K-MUJNSU3|OM?*

*S> ^9814%M31K!]8G+LR>N0TVVUS[>WPX>7/6[A]<^RK7CA94^ MCV;|\;5NN_WEE>UYO;" $]M#Z|[*Q0"B@GA|U6]W-FK^("QN4+ >&*;@;>)8 M0?C-2X0]?Y"/J_/+[7M3]6LP_-+*

*+AK3'$99Z-75%/L(^WQC7>OINV(4A>Q_-L M=7!#9;_;4 ::5W;,ZD>XY\MNKP%RF1,8,(_STC1)XW"L_(T:S,.9 7PT;)WC1^\P&D>Q1\S@#2#KWP*53UK\FV\YA982,Z@]f-L^->*

MX_>$^=JU^@_@T/[W\]02P,$% @ >9:36;9?)B&5X>#,R,BYH=&W=6%MOVS84?M^O.'.P-@$D19+M.KXT@.]>%$Q'/"\HUQ)(231.8\:OX#*AZCVX;KUK),J%9%>9AM /6W I*

MY'MV3;IUS71.CY=\!H?5|\&A%3(1+(X'B3L&EGRNL%HW.ZD),PVT^Y1BW;" M*'T5MYMAXL?!T1&)@C^"!I+B]HI&Z45.7S<*QMV,&OFI5NAUVJ7NW!|$9[W M|W]HV*W'@U1PC?*

*(DTE>O%9LM9IK>:I?D{KWK$F-BG2V'(M; _Z9L5- M2<'R1>_EC!54P3Fl@OM1$/[2480K5U'}TFJC8G_37A>UL[|N*HT|R"9GG"XM*

*M"$*C_@V8Q'3+ ;"5WZ_&7IA];:N^Z>U_H#!'R:*$1LJOXVMH_%[.ST;#2<-MG4W.X>V|B^FI[X?D,9I.GKGAP!. ^\J3?R8#H>&>4KD()FVW>>>NN[#*0Q/)F!G-MXY-5CZ\;TO5?*

P>049C^-83]!^'%X/IZZD]!^&?\.PI',K(2^'SI;T)UC\L ^Y MTBQ=?&G_M#[IHG\H#NSR?B2EG'&+!.8TU$QQNF.Y 9Q2&G,I)#A>T%%#2&%X MQ7)3|\&,6HV# >*

(@A0%)_>;36D\ETRC>"\@?%MG!%^ M1;'9% 53REB|_V9@(IT),BHIJG^O7F724KLS!SV)O F?D,RP1T898RF M<,HXX3%#-TS2E,54&C\8/K6%#N W@Y\#Y5RJ.4'W:

*$KZ5]V=27]C3TD$:51 MF:LT:SM-?M62ID1&A%/E3FYSNH!A;+$P^>7@.D$SVD?_(M(^GFLE21+LYFY. M4XR5(PPFRX@A3E5W7//EXT3L?G*P5/JK2^-?CM4/CA1EB5.=*

*(.L_S!>92 M4>8F-N_B5=*_YDQ2, ^4H)Y&4,R3 \|\"_K[R<$=ZO-?1!M|E"T+M] M$_R?*#1/%)?P*>+(.:F@M@ZB"51$Z1,*N%9 DR81)1+B55!D_'+),\!R1# M7;!2X$*)*

*"O'4J5W%009)LRR-D4+=|WS*AP$5D$K4VU4%V\+U_]GGZR>0U"H M_I;X)R*7LLK;S!,),P$33GJCSZV9XXZHQ*(%MN%,\,*&U'<7TIQS4QGP?*Z MXE;K_QN&F$4F-*

VN4D=/FGG0N.5/9/@=&H\$AK"BJFD\Q*_&%VITM@=_L<:.M71"),G*U^QW96O)O#%6:1#E=[H^$3*AT$?YXO9%2|2]O MN4=-"L\&*

=>FT\4DKX58>=5R?:,]=KV.WS'"HUJZV0IN#YO>?;$=:B3l;66 MYS>#!U=|[^&UCW)M>6&ESZ/9?GRMW6GO^?F4|7B?L[L3VT+]W7S>; MC8V:WPO+6PC6

*\,4O$T<*PB_>HFPY^\3S.?U^:6V_;F:%?B[V45C6N!(B;VZ MFF(?89]OK&L\?5?LAO"+O5:GK^QS>\I>\|J.4?T(]WS>K77Y-.46]X(2.4M@ MZ;]GA,@V"BM-9E6?+Z:!%;C:V9X#_,*

*(X2GE#,>07_&\"FIQSF1FV+<#RP.' MVFT@#NT0,C!<^,BM13*CKL]27,<;Z_IUM7K?6K9(<,_)R$1YM=U=;7/;MI;^OK^"F\SFVCNT:]FN$SNYF7$=IYO9 M-,DDZ>WVTPY$0A9JBF*

)4HKNK]_S H"@1,E-KEB5/=#:DDD"(#G_3SGX-FX MFF3/GXVE2)__V|-_/SB(7NBDGLB\BD)2BDJF46U42\A/]EDIS&QT#WDD4=[8$-= M57IR,<#!*OFI.A"9NLDO:*

(D/>#1W1Z(S75X\/+_GN(O!R,Q4=G\XF\?U42: MZ(V<1>_U1.1_BXW(S8&1I1KQA4,]4\(TX2'T<6.7 .-D*I=N28-C7,?UI$: M]BHZ?*

*WPX.'\BX^DGI/-7_.KS/IYH_I<_OWI]_>9C|/'ZZK_>O'W]H=?UQ_B MX-N?Z?ZZM?/|ZQW5T!?:7=|=O(EQ^?/7V3?3U M^O*WGRZO_CMZ|_,UJZO?*

*O_!|_U&;2HWF_)7*4WC|%R=GQ>=GX,WV>O O>M-= M,_VT$&D*@NL@DZ/JXO@Q;L*[NBRTD=LDO\,H^CB64<$SB?0HJL,*1.]TII)Y*

*M!']5.C*RBD:ZK,;PFXP258(@-97($YA^UC&9CE8RCZT\RJ2LUE=';T4@E MLC0\G@3I/"E$/H]F*LNBH8Q*^6>M2I#E,'HI"S&/= E_5'691W!?)50.H\'X*

MKJ=2UX5=5.1G^:#1526EN^,G#0/CAQ.0U_(D]9H_G@8 T8TL&6;9G M2'0S(%)#)%6,2VSDTC3P(UXTD2'2TQD"IFHD8*QAA)N>_3PQR=/OR+UH/VS M)>K9$_O;>TL+Y\-\2*

*3TZ.&3X^.CH]IX6C3BA:K@K22;6$(@S.J']D@Z+VD<$-,X M!_ Q_(I7@\(!9<8CDQJBD5F1B0+&2<001+ MVG_T<'!V]!0'IKILQ91)WI>H8G!=LBQ!U0$3@\Y"?*EV,#+6LJ>'^9H;^YB7U*

M5HT%:1,_>+L97S1:C%IW3|G%T-AVJ]:9JWMDKJO68[_PD<,,%)FNLQ0WJ?R3<"@.TS2R[0]-)GVBTOUJYY4|TAU0_&V"_T@@NCRI8$6DW^/^N,$+:)T;HL; F7|IT8H)W^1

*%2]Z^:"PZ1'YQ=B'3N MV;"9]*ZO]^P3N?98;KO(4K^(=8/H%SD 8&0;'72 F2A!|.PR0OZ] HM#%| MU15!VX,Q:C#[AE_S5S8VM^^"5^=2 3&#F0/. ER%M%U((O H=<8/.E@VD)@(*

M@S"'$6@*"C*BRE"Y\W6:M?BP62K!87 1L^!&#%[6.&#G\">%3T?]X=/3PZ.3 M/C,JFM7]8=/+&Y4A#WR4R3B'&=R 4HFC5WER"'P7O9!@$ IV>@M=$B/O"LG> M](=D^VX)-6F-

*_A!N*Z)3Z1M)"H)B.2XIH2IC93LG07+/IH1 EQ84H[5$/C4]5 M*(^N=X6RQ_>4O2%E3R5&39>2AKVA\I@NI28,*$X+G+B.UF.=#G!6//\3\(L M9"-M3^MBC4CD>#4PQ]*

(ZP=;!U&HV19D/-A3]B087Q5Z#RQ\|/#L]_O'=XC M*IH$.<1F#MS(=A790NL7@)'>]S*1\&2R!.F6I;FO M9M80!%-H0ZFS"[#[!-Z^'(MQ=UG>/FIN$4.CL[I:?4M;*CSQ#+\28\/_CDLW*

*M0"%N,&PE.+V0(PJ65Z(;";FY1%GX7]^>=#;?K7O3_9%OIX=GY[V7;^<(^7LN M+H3@IQ*I.(+/I=BF48A[/ZL9@U*#'X"M#[,G6B M*A@_>@%_D$$65SZ6,#UB?KMG.&:&$)!#*

*(QAW7969SO1Q-8|=C06D#0H1<; M/+!)AU=C\!+5LM()=L3_^N.?/C?CS>C3"P#;H.*3"WO!G|#:I\! T_7&,2-:3 M72'+V_Z09:_-XC6HM\|0:(<.B5::\ZQ$Q*

*3U"TKT.\S/T/9DA:)BW&B/K+8[M+AK*1$SD@D'-O^T[[J9O-4[A'B0\")D:CYO]G3G^ADQ]H%067ZM8T$HP:&4 M>92"9BK!I,0MH*

=HAB^L4M&H/E<cU;C0\+WHNL+D&\9AK7;OQ^>@A$*HU;OZ MZ"S&X@)BGFRK'',(Z8O1<-EHPN Q^JG +18MGRF!8MJ3U<4*Q,0^0F@:/GQ[@-M8IWH*P2-C4'X.T/0$'K#"4I-

*=J2X"W36_6O.@A9-^[Y MOA#7]KLI8*K"Z)R>#<|3B)-QMI8D#>8^=<_,4<^&&\W>IU!N'-6%=D%Y'.8. M:1B)P'G<X7SXY8YR+LP$2HG|&|J2S-X%%@0>9UNA_RWM+-*

*=&T)X1Z9=>VMK M0)LW<)FZ_<,H>],KY!5$,7O+U(-I8V(HORI^K\9.6N?9W.-R4^(BJTC6$*03 MG\A1%FKM36:',1[Y5$6W,PZ>%^YG)ELJ29#E*,F$H0%#T!JBABT5\1[B*V]^*

MERYQ"7/]O@+&UU(FRFY"G!!6S/,ZR=T=ME:P_MDJ_36A+0;TQ3(G<$.#>=?D; M?2"9YR:Y*\QV7ZOUQ#IV\#]2)*1^$>@BBJ0%I (9/C@ .65%S'BH7:'4 MVW<7L\9D4X;O@ _4*5D!8-*

JF2>J"NB@8)KYP8V/P9 >>V<.0:B$#B0K7>V MAI8O94,2K^'JU%D&;AQ#5*;PVX&?RE(X,H^ Q\H;LIU%),4A%A.CU5;G"8A MO*4.17%@J,Z)^1CM,=3 0M09)BL$2E8I6!=E3;E@]?

*2>N5^B)?109[)FC0 M5BO(WCN8B%MMJE7P'"EL,CT M7$J7:D)/P-K,Y5+1!#P67D+H/UD4.#0XZ\)_@D7]*L?-2VN1F2:SA1M/FP?O M"BW>TJV&OUTY^8:X*%%\%9_9IVD&Z>*

GI(SW7Z!7%ATQ?_84>#.CNW9S5V2P MOI?\&\GQEUY^O?>50K^ YUF7:)V6V5(S$Y=C\@$\05VCZ7!XOMT53%K(&FM M>$2.=26'!5;!=G3S(I=V%/!$/K'#$FUY?AP;

EF1953_BX\19<5A&&).>T-_ MGN== 23KHJZX,4G+2G,,5]9OM?G-G>DBCD$"GE%PD?P1"FD.R02ANV ML:G&3[OQNN(HEV>^VRH7;O>>>?^:)-NRJ:)SF&B M'1D"(,KEI/U05C.,>,-*

PF3!5E(KY@B46N@Y40AH^))Y)YZLN)1JIL1D!$80XK M#R^V-:L3T 84A6^#G2T !C &//,9E/WU> X !&T#$D1 2"1^T^C_YY$Z,; M\6C8QJ,_3-HJQCLY.KD\)PZ[EH1^*2&)#8?

*@>;8+R(}XT"3*3MC/7I_B!% M>&5_&*#7U1+K 6 MA'LNN19]*HE5,/^ZEf0-I21_2\D+FL-<@L$#E]@DAIX*

M+E,3Q1U_XA:4=ZAS<,:,S/5+9"LR5CC30$/HW^&@6%DUA3EAWM'RM"">D2X]MOHD_B@+!>#:E1[WDX"=L5@$.%$Z KEK^A}CICTW\J06OVLN]D" UNJ;2<;> MWH.K<

*_LN!-.+I,!1XE6&Z1P(M/90#YO3N<;+SE VN/3D%.VM5WMCZ*A3t@]=UO(7],&C^D8*E4]+<1.D;@[@? M/1!!@1Q_V\TIOJP]H_^H+U)-6TGIL8K58&/NXXO\.7MBHQ_5IX?:A?*

3ND8-K@???ZB%0=4?4N\U-L++!=K8U]['7DOTT. M7 4AO:NN"I59:M%OUE/^N@)56 QD%[0]0'3=80HL9I,\ZLJT2!BXV"C#2HN MP >NT?>HE-EN)'//ZNY"L-JG(GK19"

{OF^I.DKHT40.!Q:B@\CM5H>KNC\2 MH]MR9=97 MU&!'ES!W@D-7XE8Z9 %,RJYGA?O.'H%KZH>N%$L1'AY]"EB6!N.K[LHC4.;CM%$I]FU:

[6\ZD$21]%62WW93/;@UN15U6L6NLLNX\;$R>2/05PT6BVW-+,2Y M%=O=:_Z](CNF|!O<(IFQ%,;OC_ @DFVF5P0E&MQ_TK"Q+2(;[ER1I LU^-UE

M@YN6/6Y>Y_@U66J+#9I/>M:@^;%Q=IZ)_6F9[BW*!U:C$H%%DL]FD[E5LLA MGG]4PYU6E%)Q2]);#4KI]P9%KR IL,IM,HH,(.&50H4 MY,%HH"Y*)%]6J.E4&3)C'?]HC71;Z*

Z/3:F(.1?&GXA4+E>T-.V 7'GFM]A-MN"7,=ZBX#_+#> Z6BX'T>[A&'\. .;&UUU+O5S"B[>A\3I7%,)<=!<}L;, MHPV**)++|\5P2&2YC%%/[<>&*

*(8(9A<$V9KX>;!U7Q.W0/@,YR3C+E.9\OFG_D&L-UP&$NM+W4 M_3H3,QK8W69QDEW- P)S^L[5')*X\WYY1. :FTZPFT;)D,"E<)]"!:|=51)L MO.Q^:YT+@NFTU_-92KFE?5*

*%K^:>#F|\7A7^:<\4_GM)K#Z_HP1TJY; CGA/ MW_PTA<^*7G9W!/T>R "!\1P$F,|,2K'. ^ZTFX*H [92+K!8V>-[%\JB4;BM M*XU&|4/**N8*

*EG!.U6;5WZ3488,F+BY,1PRYV$IGI?.NL.PW/PI@_|>R')Y M2>4L\|<[=V];5ME,<|>U)86 0W@<)LBH29/"MJTA'5X!S&*QB%R47P-O<-2M M=;#6)D=&Q=:F >|OQ;H7!E_;)U?*LX[V???*

*U+IS_%H-AQ" IK(-Y@N:(U[U MX'D+TW:ZU3-\'CR/Q!"V K.9G0*V0\K;2Z0C,\96:P$UJ:N>4(EF!)W7=>4;-EB,#:RXSAW>AB%"K=HPE.X& MJKC$*W L),7N,GM<@7TW-*

@!0(/=7MATV,"WIBS4].ZRG"4NJK2=D) ^X=H>4W MGG1G('4N607[,XV(>=ML7P70F,;K>I!:-!!:J0I:M,#/CR M3:.|S^AR U0#?YF115D"E:UA+!L)UT,P76RTS]N+?3&

*OOE9,U_!9[G[%,T4 M*J-B.8TX-K%M_^G56L**1C!;TQSEB7+LCL,IEQEC-L;>5R"\]MRIGNU8K9Y M+I>S8O8[FBYQfV'2-B7NJ*@<[?>$$.7*1!:$+98.>C*1[]7D*

*M%9@[2+6Z5)K7%/?)FP3,P'K-EU]NZFI>+OEZ<%$'CT]??P4W5W*DO"%ZYS0 M#@GL]RENV&RJ*VM+I>S8O8[FBYQfV'2-B7NJ*@<[?>$$.7*1!:$+98.>C*1[]7D*

M%9@[2+6Z5)K7%/?)FP3,P'K-EU]NZFI>+OEZ<%$'CT]??P4W5W*DO"%ZYS0 M#@GL]RENV&RJ*VM++N!^O[*$#V^I^U#)6R ^M2?6'.G_?^AX;+=?;!^VS!%F(|:LHM^X$[&

*[Q;:7'HU?$R14 MYB0H5LL>@;ZJ[=J K4QSZ?1=$0EGX;)H5FELXV_LNUDY A*D&*UR"MG';.| M8)92:RUH%+E0F5 3'!OY'|W6EFW15(]PGMP5[&*

XQZ:57,5)DTYK1&'D4OW7C)M4=C\P20<@X>CQ'|9EZAF8W05[GYE*.\IB<;Y-G%32GNL M++#[5=P9]XI:D(F!HK-MO8CH+K;W!.)#Q-?-*

*PDEBU$6*H###+S4EM_CZTMLCNY5XIO&"\'TNWW+%]I\{) MAIZ).]FY@=SYLC809B7%WOVTO G->[_0. "@E4'<;G>(5F51XMLA;_IKGVP_ M_)H_O3]Y [XY.CRFTAOT7NRY3MZ]H#*

*[3U!,<6*X.]7*6(L -B*9QR((&N,[(M6!=IX/?,K;FI0)1T9QR%O<&,1KD$I6GU5!85,G"HT!8=T#5Z++X@47R,ZSZ, MY,.DU?@AF.T).A6G&[0]HBCV#E%P?TCXI/#\K4?8-*

:!UQ0^\2CU!%0'T M5[++.-HV7 M;3FV9W!9\-N8AKO$,OWAF9/#`MLY,.GLG4+09Q.)PHPE1@)3X=_%G#WA(0$?/F)5OW6+P?6J^+,ZU#FE%BF6LTR%RAPUN0:6W8%)/(:0*

M%$4L9.RLAS#ZLMYL1ZY1=`Q&W7>O#]/3 MH\&>V-\;G.PW4CP\LKP*CBD'3@YN'."-=|VT{VC_'WL&_KO$1&:38O 80$U[M""'&AK&L;J6M0]F:):0N'!51J90

T)4/HRK:|[VRJD(N]O&LRY/C-"%SILMW! M'R2Z"6.|2Q 4(.2F#UU4(BC%ACQ"3,K2 BFY.3=_H?H@.#0 F<:S,PZSXRP MU3#.=^!# ;A5!VK)=\|TUDYH#N"V=FM%1E"}]P,3U#UDY!*

*MY=|H.@R@X'L5P MP #,;LA%SA?3!M9-AFW-I:Y--@\|PA:L>NV_UR0**Q-EG^/"7G)KF?*@(;/5- MJ/!1P_/!T[*J1]0@M?D4F<|)6G=1.&7XH;F%Y9*

*MJZ@\K>YFM=2T9^?,M0N"QRU(6_A]|U=|$S1OQK4:P'YI1_#%53#|B5U-D12_EQSSCB)7<;?A!X0/U@@B#$ M/L+/+#K AL#19BIJDIV-[*MQ50@D4O#[^C0U966,2AQ1T^.C2H_*N*

&S=_U0-B MMTBH3WI&J&]T?G!M.^6!K-LRD1&EU*<0$<,>9XT[9$M6B3K"M=C!2>'!+B= M8)0I6<,0X7$@###?F4S!L\KG]#-(%KH]8&/E8S@UW53?&02B"GF'-VI69=6+$*

MUIDBA&#](FWDQFET4;NRED%%?2@O6+X^=^SZE/A\|=O''.!KKF9QN]U">N+$; MW.&$'IYO2:,Y28;)E6\H97BF2^)\HF7J]HYB<,QA_],HA(4M-^!JERC3B3-P

MOQ$[(DG/>R9)^W.B]:I6&$W407A%W9[UCI#&X@_M#'.?2C@0@?;MP(IZ,*U M_PA:FG!VU]6$X,*526'C00&]M*Y*PB=$@:B&KD[TQLCX,29?OH+EV:A09:'%'C*

*MSXH3K$K%MI@T#-B_!E?)24Z7XL9*_M_8.%2CTC3@:::MH88?\MF2*7>T'I< M(#U+7I6GK6D7,4612]M(*0X)GYX(3,TL63,':3]"6D6"M&(&*V&@EAW;)9D*

M'L(^!&4<82]L'Y2L2QH4XZ2)11)V;D2$O>Z:/M=X6RJ3C/,BVI=&MM8!)8&" MSMJ9(,C7+C"H3WLCPZHBE^Y^YR9C$]F&2"\\& 2(@Z%XN&F]^FW76C+%.7I

MF[GXY87B7NMV/QSBU\=[,.7RJ:$XD);DG[_"?]HMW'B'!"+(OOO7$YRJ-\'M4$L#!0 ('F6DUGDPL6+B(I@40"S(F8:HO8,O/LOW/RY&__ZWGB&(_4#VS/_?LOS>/&

M+P9U3<^RW=`??^GV>S3TE(+>/) M#L=&.;&GY[_TWXDQIU#PJ'G3^IU_EC/F\Y\>S0.C5:CU9&WR:O^I=D^;1.K MW:B?#$FSWFDTF_7!V=@WFDWFHU&3%HG)XTZA?-*

TTZ],SB# MVP;#5IW29FMPT1]>PO_4K,N.U1DV:(M>6.2BTSDGI'/>LIHG ZLQM$BKV6#?M^8GXJ7WL^:,/+?CRA__^]K5OCNF$U&TW-M"(EKTB/QE$63IYX'OG,<4/-XY+U^@ L?

<)KRQBBHCPB9QC\/"'''|':2R831HA[^GI@! MDHR$P 0XI$;!T:HW6_(E)/,,K(=X(/CTYNPX3<;I.:\T_0B-_1GRQ='7,S, M^7EATIFIX-5X*H'7:37/?E@<A<4?*

*\;KAHOW3[^6I:2T?.%S(##KPPT6*PH_9 MF<$;K#DV$9\^_< OIHA4AVIEABJ__1*=FB?UQGD|67W[>=5LF^W4B|CMEPX! M^3^B;OU"_^CC;V-*K(^_36A(#'Q#G?*

X5V8]_/^IY;@BTKC_,IK!,)O_K[T#O'7C6[.-OEOUH!.',H7_MLNQ@ZI#9I>NY%+YN/U_BC=3G_[0MB|KLGW#]._^@;WS;YQY_#>SK\'Y%9ASF[M9()OHO;EE0N?

F_5@:#YQ;ER+/O^#SHX,&\@YK+=;1Q\;(,Z-B\;Y6>NW#YFW M;O&1+J@]"U7?M4-&\JU'9C$^2!9.K3,74#^Y'R'Z^>0_QSX- K%[_(6%P.\!0&^)("_1M^ MYW;XQ?.LH.M:?>H_VB8-
^IYC;3>KB[W.ZGP_LVHU]CJKBS6S@H\#CYMCF-)G M^D@=;XH?O'J>PCNW$Z-6J Z1A]H2X\Z<#TNM;$ M=FT8$;SGD;YJANV]SO!T_S-$-
R0[P]LI&Y8[^DK!B[M'E_AV^".@W2"@Z5E> MVRYX)3:H:B^P<1K)W+["D.2DFLWF.HZ\!;_<9Z\/OGM\2=UPNUDL<&+ ^LUBG MW'.8Q1I:?+7)P';0A>
O?]4TUO$8FX;\DDV#W@[(D\$PW4RFQ/:E 8* M<81S8OH(YFR',+U':N5@I9JMDW66."^/$(** F=9@#5N=1;H^AEN>V0OW)*= METVJO1>MV>HLT"W?66RM+U\WBY,=SV);-?
FZ69SN>!8;^45OG<7)0LB;[RS6 MJK1<9G&Z$.+F/(NSO19[T5&G"[Y0OK. 5=K#+"X6 *YD%CT"3%SWT3Q/ -='^!YW'&7[T@R&4>)^T]^;DO M<7*^,UKGT^8THQ?Y,]\9;2)GN:#?V
M)4NG&SE8>U8([K;/0KY_@A6X3ATR&%" ID=4GA"%;H7 :L3 I6 MP6 5.Y?A; J+$-B3J8/5->RWL8^+E-2('#\'UM$'_K'D"^*#@1?Y["]6PW,9 MN7;(9AW!,_+'"25!Y-./HNKG\D?_\V\?LI?
DW_C\PKN",8$/+;R._\4O;O4^ MH-" ^M[0C((0:.P+S^./GZGK 2,N>^VFRY]YQ8?LZ%^:-4JL3\QP&77B:]OQ M$1VA("]YG[BRR=N$(N%#K#?
CEU%6VB3_@MG!WQ!Q^@83.;JT9*QW\X]LR=/\ MP_$(LF^?LM(@^5<0$C_\#%H*RX_:]6:SWFC*YY)K\3 M>6NGWFS4V\WD$_R* M_%M^Y$-FWLN7H:7 ,O BP9#/K-
$!'SA^D;CRFIFU59M9LU5O7.0QL\ZN9R8X MD(L6_]."CSU/'=NTPV\45:1AV1,TG)Z[PA2C"09SB.Z-_TB[SS:H WGC%5@M M;T9I'QP>'^M#^3M_^[#T4_&JQ"/:;NE;67%YR]*?
E'[IKXG)RQ<<+X!;R[+P MIVI)W'EH47Y-L:.55RR:R7-J.P]GJB#0"@34S?)'9_OU$PHB4_DCN?T: MR$Z.NFSGP5SY161'*[_S8+.XJ2D;G_$\4YR-^NJ9+,>492B>N.T3AP;5U+<[
M#\PJ0IYBXL66LO'B1N1Y,8=>27EJ*1MD*D^P@B1LY['I3@FV69E#-6U72]G8 MNT2D*TCJRA&-WSE$$(U<7O^SU5FX6$VY.KP87+/"%NQ1?IB@LNRQ&Y"[=7BY M\#)2/$?
4IJ4L:E/1]586AGEIO=O[-GC%.*MM94$8I8A3C#?25A9P4=LV[8,] M=E.8UU86L=E1FNK0Z:TLS%/1]2X'-G.0&E4%;ZC\Z%!%U:*S*&Q(6798S?8
M4+O\V%!%U<&.Z%U*9*C$ZUT.9.@@-:H"\$>G'-C4 :I?%9A#8V/*LL=N\@@= MC8T=%KTU-K;?]58.&PO\|/+.]RQ8S5M?-!;+"I2X6DT+IQP8I0H]BL%_.LKA
M/ZK0H[DY/5HYTD,Y=&8]/<2/K,UE-966X]\^=.HY@\ MUUS9J''#->]:%CLO@SAWQ+9NW!Z9VB%Q2K/^RD616Z[_/0V)[5+KBO@N1/ [MV*.THX57+ESZW#I@W\H;*J;X
M^DP'[.K21@?LY230#MA+1"P=L&_FO.6XL?=!VP MJT,+';#O=;F5#=@_10'HDB#HFK#<@9V<'40N/]W<_G'5>[CO[MCUZ=0;%_56 M8S/7)W/KFUP?
9:/S%TAR3P//B?"73[87F#9U350\E4PFG:L?HDM*]?DK DFF MSS89N5X0VF;0=:TOU/4F\,]*4NE"N7@<-[/'%/I"O9%/IF/;)$[6@'SWW!^E M<9TNE VJ>QZH()
<=).>Y]W;P\]/L$VBE\83X/Q>\)R\"(;FG)K4?R<"I)D!U MH6Q(K3"I"M)=RD7BJ+ONB3L2W3?PSV^V:T^BR1H";,P$=[X'2Q3.L!4:-L9# M+YN=O/H]C";SG7]^$;,,1@X?Y:^L30Z4[DX?
QEUR;.F[JNHJQR8H)CL]KUA M^ 1!K;_4X2WE$(-7ZPUE MUK394#+ AU@F\!S;0BS^"H=ETSF ^_BVQBYW,!L?!J$[*[9=R^\|VV(>##T MH4/X /RS/+10#@8H%RUR+,%K-I2-\Z^)
[?]!G(A^FL7__!W>2'QS//N*+L-\ M&W1QTXT[C<* W=',RZ_YZKDC(/KD,QV$2QP9ZMJ>#XQ 2P/%-1O*H0857FOE M8G@M9/O1KLJ%]Q5>:^7"
[6*3TQE=ELDWOVV9E:L!6),IP\O="4S1).N8>6.* MKDV=?K6'M,\3VP%QK>X4WDBM;\3_2<-J;A-H-I2$ E1CC.[(=N#OGN\%P54 (O48X:!,N'(@5E[\4%:"*)3!3:Y(R9\8%VYM[;B;^$-Y<
P M17GC,$QY*3&[KCAH.QY*?&ZC9FBK%11#CK39G8UM5K*P5K:\&7HHQS&I4W1 M,C*5$7,ZJ)QB,3N;FJTR8E 5SRD6Q0IEA)\.(Z=8%>4O_:3TZQ*)*4$78Z
MH)QB46Q11ORITCG%HABAC)C3(>04B^('Y= N57**!1&DK1R@I6BFX "M>%LY M,$U1WC@(4]XN)69W*#G%HIBBE'C=WG**15%%.>A,F]D7J*46@,VUF7Z"6#
(!YWN#'68\$7#JX(X1Y$B>HM)93#C=1DCI% MZ3?E< PEJ5.49E,.4%A&G91?#::GY]ANY3TWY2 %Q>A2E#93#CQ0C"X%Z;%3 MY4"#972Y]CRKREKKM!28P-
ZH4)"..BU%U+\W*A2ED4H1UW=-8H'G2\!,?/$> MJ>_BNRJMHDH1RA='EJ)T5BEB^.+(4I02*T7P?N4^VK['B,&PR6O/Q]O-2J-> MIZ6(W(LE35'*K!3!>
[&D*4JA*1>_8X7,G>]9D1G>^GWJ/]HFE22Z<8/0CQB% M\ 3&:BJR,^5"=W5(4I ".U,NCE>') 4IKC/E@OJ72/+=<^>H @;F-AQ3OZ(Z M3+E@7TGJ%*7.E(OYE:1.49JMH-
_G$VIM;K8[YX^4C>B]W1";-=V1W?4'WK^ M!%/#MP/"C'*7#U/J1E2Z\&>P"VWPS[\&@R)B=?Z+DN<(45PY"R9GB9:6+,>^Z5*0O%R4!>T@EU\?[NXJ MBP=>E 6#V!
<=BM)394$&]D6'HO22LD@ LP:?2$"MGC?!\(.%+=Q&=*-P[/GV MOZGUP[6HG_*V[ASB!I]F5_4-^V WOFV25.(&^'PV^TPZ$LB+!/>G4J*HS*H@PE)^ZNA%%9[&&?]#JHJ#
J"U^4G+B[$<960UE8 M@\/K#^19$"><9?$-W(%EC]R>%[FA/RO/@BN+5ZQ;\,]P%;NDE&[%E44FUJUX MCSCVT/-=FUS[Q#7'H%_@YD\>Q-'E67UE\8A/N)$3P5%*5R3OV#Z"
[YYK1KX/ M[^X&P4[Z/.]JY95%(%1<^7:>*Z\L/+#URG^UR1?Y@5XRO;+2O[/+G MROW*QN/WE 2>2P;.[,X+ GO@T#YXD'C4 DRV-T9/_L;]X?K4].!GB ;0VE*7
M#NT08H";D$ZDUP\7;F#2$#K .EEWU"7.;FBD0$S7:B@;L)>=H,7DB%H-98/T MLA.TF&13JZEL%-]7[$R5E,UKY6CSFLI&]6L)L*]C.':U\LI&]VM7?N<'U.QJ MR94-Z176-
GEZV$UE(WL5M4VN*Z]L9*^4MLEUR96-YA76-GG"*4UEXWD5M4VN M*Z]LX*V4MLEUR94-C573-J]'IAK-O.+>5GGCWD)./RR*3,I&Q]>V:X?TJ_U(MK1L7M,8((2>>;?HT^T;^Y?
D]AP3!7"*<;[VDU@,UQZ[G>*/9O3T:ERB :"D; M-+^*(_\^=AH'15^IPY):P=B>EH@8RL;36Q#Z, M;=^Z Z4^2U03N)?;7-'NXQW11!EP^P2&8P\W>*6LD'XJPARZUO4O_5%4U%X
MWR=B_@2RE(<>RL;D*AOP7"F@;&Q>$@.>*S&4C=I+9,#S)$A;V.J]W#?7;/,6A)?(+P.]4MQIX3L3\;-L+.$1]XYIYJ5G%6ML5Q1G*@AB* MF[H03T*-
^)^_PQNQ$^;L*WIH*PARXTZC,&!W-/-B#V9+=9&N'-BRI=FR MI&RI+OR7 UNNZ^RCV5)5ME06"-W-GE_-#"\P0T=9$+:,'IWFS!PY4UV4N(1. MG>;,'#E3602\C'Z=YLP<.5-
9Y/\@J:$LVJZ4;W60K*$LI*Z4RD+-2KDYFCV+8<^32H/?Q0$Y MFCWS84]E$7"=LMWO7L>32B/.NNZJK&Q9!KBY-.Z=9LN\V++2N+NNNRHK6RJ+ M^>M,[?Z9H=
(HOZZ[*C%G*IMD**-3ISDS1\ZL=+)#UUV5F#/+D.7*&LKBW-MA> >4C=.\ MF0]O*@LR*^7@:-XL@CNOJNX(XHM)HLRZM+SM[E@%R M+HVCI]DS9_8\JS0&KTOKR\Z>RN8!/M-!>
-3\R-\4/; [5/7]H -0AK 2ISF M1?K/L&:/K(-M\LE[._B9I?D-+)U/@_">A+3_1*:[_'KPA=CN5R\(/LU^I]8(M>"K=XWZN73,)QM>.]R1NS&M8XG6?:6"/W"42*2]0JQN(>Y/Q[U("FJ?U1BO5
M__=M$J!LND-+@): E3VP408NZLU._)[5/;#%K2?))][0_M,V120%AFV^E;!).<[_F_N5^U04Z M2XW33?RJN5O?9BB4S0EJ4=&BHI9/I6R*MTCF7T?][YYKQ0Q0'FHKG,.LN*JK*$,IG.7;
MD*$HK/G5LSDF[HA*QE+%OI4PXMAX$#OHIJ607"B5B&[G(LXSP7.%$ MGY:+DLM%US3]B%J;5_PJ9"\4SNIIN=!R49B]*'*3V6Y*"M^5EYG*E>C4?Y4
MHA8.+1P[LASESS=JX5!:.$H<;ER4/^6IA4,+QVXLQT7Y4Z*[%(X\$UGE=55R MU<;ES\IJABN3;WRAL[8E9+@R^YLZ':H9;J\:3N<9=3[E=8/HA_!?.'57Q$P
M3L^;3#T7UV=!.*))Y.!@N"<]_ETC&_#536]"0K/5Q-5:C=T#E0+466$J"B72N=UM1!5 M1HB*R]0 -_TIQV.;US+?K2MB#@0+#B1!53J MCXE//Y& 6G=DQBC>=:T[8"Z?
AC8_?/43=>G0#H$%'F93>CM<^J$YMYO?<>=[M\"!^8B?\L)N]-^VFPDF! R9QCKM=VDUE(>O[F"9W#G&1&MEUO^,/X,4 :&"[
MU!+$>ZL9"/SP\AY9B7\0__QFN_8DFE14DRL+J^Z,!\I**64!.K6DE3Q76%J5 M!9&R/-"?@FOL^5FGW?0B-_1GES_ZE2.+LO"1&F0I"#AJ*@LLEA*/H:H^BAKJV) C,
MX3)&47J])+#,X3)&4::D)"A03@:__'Q2E&4I,U)TB'Q2E*$I,W1UB'Q2E-VI M.):6&V-DF2&;8/Z=$B<<]]Q'ZI-11?=IM,N,[ATDHQ1D>=IE!A@/DE$*,CWM M,F.<58V%=U22U-
9(J=*T;N5)ZS*#GP<2>NQ*S,L,;QX>Z7.5^C(#F(?B]NU* M[,L,2AX@[7.5^S(#C0?@V>6Y=Z1=9K#P\,Q[GJ3O:/BO5"H^5]IK1*_H#1'R
M"QN>0U>N$P_;'8T$:@;;98#2*3/\6$;'I83\EJM"TQ"HYK=]ZK57/>=Z.Q"^4*)"BD_G7O0[%>@]BMS9N)P HUD=,!D MTPSOET_CE3DYH5EN7RR7JY8KL[*#GET3B_#AS[-
\+^LF*4'1!]YODWG MCJ;D!U?VJ1GY=FBO/5%*'7-I]C,CJBC' V,\G1,I->-=V_4$@?ME9#[=$JD M:B:XY RI$R8Q[6H5OPN-E3O\(XW2Z MIRI>;
(F9L,P)GTJB[:\^AU@[K\LY7.>32L#A9).S>S6'+^7PLS)GI Z&PQ70 MX>6.T,[*G.PZï)&7G,W+G%H[ï)LO/G1/B7,%K!>6IW/D69E3>0?#
M[0HH]6IPN\X3%LW>;V+"'@G&7=?"_\%H\9$XF,TI#_LIF\>[)K;_!W$B^FD6 M__-W>"/QS?'L*WVDSIS&E3?=N-,H#-@=S=WH7BT+U90%9?-]>LM#6LJ!E87-
94#8A^FI9^$9)$/G4ZH;?:\6E34$A5E\[IED'4MHZD=3B@+N-5+^.K'?%2,%ZE\Z?:!5:7\;J7K=3.9UEY4=ET M855HO9M H\
=/'F>KW51O12=CCJT++Q.%BJ=D-.!D):%+62ATMDY'9MI6=A8 M%CJ-ZJ7J=+BHQ2,W\5 VE:?9KP0[' #MA?(<:K=.)4.^+J,EZETY3:!5:7
M\:J7%-3.9TEYL56]K)Q6@KMBO%:>C*=LPDLSGAJ,!\SEAY\AP!8ZKUEOQ*R7 M7(MYR)*WSG5WDE=>QZ653I)I+LV92UN;E&&/,87E>$/KQ$[]3
MXH3CGO<(,C3*S6,M2T.!'%OB=5J5SBU5%4K4LK$7V:A>XND T$XM&WN1C4JG MH*KJ;&O9V(ML5"]+=IB8L1:7O8B+LKD]S8[*-R7(E1&KE^O3L;"6BC=*1;O2
M64<=!6NI>)54Z)2HE@HM%?-24;T4K(Y\M:#L0%!T%KA2C+C_A@:Y=B8NR MJ4;-CLKOU\R5$75&3TN%EHIYJ=#I12T56BKFI4+G.K54:*F8EPJ=>-6"H@5E M
T'16>!*,>+^]V;FRHTZ":Q%0XO&4M'0.6 M&EHTEHG&J4X!:]'0HK%4-'0& M6$N+EI9-I44G@"O!C?O=RYDK!^K,KQ8'+0ZQ..B4KQ8'+0ZQ..AK%[64"O)?
3%B*T]&5#8AIQE1348$9O/#SQ# "YW8K#=B5DRNQ3QER5OG M.FO)*Z_CVDHG\337[IAK6YMS;3M/KE4VU[8!H\0,Z_G4'KEXWV[8=)%O[O@# M>#'(\E"AE3@%]&+(LSOA6:537?
M$+K5H5$TTJI?V*@A+U:)1-=&H=+YKGYZW M%HVJB4;U,G#JX,U:6JHF+53O%JA[XT?%CIA*IVHTO#A]5+7VKGM2*LJ6S^L**DWVW< M4L".SSQ['EXHFZ#3
8P6C2)%XZ11Z;2ACJFT:+Q>-"J=/]1AGA:-UXM&]1*) M.O+4TK(K:5$VR:BYL7P[.'/E3)W9TV*BQ62MF.C$HQ83+29KQ43G1;68:#%9
M*R8Z;:LE1TO.:R1'9Y6KQ)G[W_69*S/JI+*6#"T92R2CJ7/*6C*T9"R3#)U2 MUI*A)6.99.B,LA86+2P;"HM.*%>!&0G?#QI?+Q$#ZKRQE@8M#5(:='I82X.6
M!BD-.@NLI4%+@Y0&G>S5 J(%Y 4!43:GJT,)U7>LY\J'E4[G:B>^+'S8JG3R M5+O/I>'#ZJ4JM>-:$=:L7JY0J\@]\6$K3SY4-@VG^5!)/@1>\|//$+H+C=BL M-V).3*[%+&7)6^; />O
HIPP93,DF@/WK ,+XL"VLKD1S8%[MUH'-S3FPE2<'*IL5T1RX9QU8% QL.TLP1!VDKFW#0M%^N)!J;*XEFGDI"69!?FZG=.TH[0F';90;A#X:I=N7[M[(JI-+1?
J;:@Z;*LT"HK='Z$C#5'C15KDRE+ #_F0["&YB:'^&#SPFIBV Q/(BZVR;\VRU%=@HMLAOV/GB9G&:;UQMADH MF;GU;;ZVLK#X(CK(H]0$R1,889&C\)F/0418' M/EQCL"M2*PNX'J
XJU")T5$6A3UTAB@H+=U1%FW5QB#G(+"C+ 9Z@+*_(TBR MHRPD>=@TSE6.E44(MX/5H32OYQ%N.',B3DN%]ATGQ/*/#DU(!>C$9@.K4-VWBW!&8;L6H
MFZ/_5RH,K[+45<+7*Q74=QBL4)1?5RI$L+*LL"L?KE0@X"%0-U=_K6087C_T ML7^W;=ZXKO?(:G^O(]\0E%KF=3CT_C%QVYE=W1%US MUNW==LNS^B4#J!ZH/_GJ$?<;"2/?
=D>P'"<[7>Q6O0'K?9+/8I<,[NE3U_;\ M[UY(U2R._?5&B>PV)OX:G.WOLE7.RT9(K-SHB3,WV21/+NX=2WVT/)Y4J6+^BA,V M5UU:JG!_GK!GU2)LKA);MDB_RH3-4V+/2@8I9
E[42W"YBFQ9R5#*RI-V%PE MMLS(2+M1+<+F*K%E1E>J1MA<);9D<$Z6L+D=I:D&87.5V))!1Y4F;*X26V;D MJ=VI%F%SE=@R(T]5(VRN$EMJY&D=I/A& +]Y6F]6\'/[,FYP:6SJ=!>
+W7\BTUU^/?A";/>K%P2?9K]3:V2[HWOJL&*P M8&Q/YRH!23"^=KPG<6->PQ*O^TP#>^0NZ4$I+U"K&XA[D'OPU8D53QK;45R
MZ]O$IW,;_"8,LFOLN#3TD0^;.OGOESUXM^GBK#>MNBEQH(M69=L>*NY,;!MCQO5U\[=^C:-4V808Q=$29G;N75^&_.7&9=8B]N_E?F;]4:[MWMRH(=#?6^4W,?U%F7&(M!%
[20.NBS-'O+HBRHT#K M0KF %H_DZ(^)3^_I-/+-,0GHG>^-?#*)=]&A EBXNFM]TZHWS_-97O?2PY>:4YXQ(5RH:\Z M2ZZ$%E(N9%:4/L7LE3QM*!<]JT.?W=22G3:4"Z0W6_+.OI>\
<5)OY1*^G3:4 M#9/[T2"@?T7PT-4C_&=)45WVAIW#&*"%6HT-M5#ZUK=I(>7"ZWCY0Y@4/G/U M5P3CZGF3J>?"GT&62EW3C":1@Y47#SYQ UX7TK7^%07A;FHO,OU3$IJ0I'O-
+R#=?'[U'^T3=KS@G /7;1R)95R ?CN2/7#)1//#^U_M4TM6896'3LH%XMO2R3/M)*7]7Q%Q[.',=D>\QHQ>/9M.9%$K?OP./(DRJ3SE MHG;EC8\"D>5I0[G(O_R62@FZ*H<8E-
RLJ4#4IG(P0TEMH!+$5 [4-Y@[B;A M<-I4%]:9FZ4$0]2R5 M$G2M$'BBA%E3@JBEAU84L8%*$+-">,K^H[4\$_^MTH,@ZMG 79&J0A"'$F9M
M5W0J/0"BB*7:%7V413UN\-15&E/IJVPKMH M-9V%EK+HA^+T*@B*;RF+AFQ$KVO/I_;(]46^C\=Z53NJ:BD+@2A,JZ+D2EE8 M8R-:R;98U;95RJ(4"M*H*#E2#GS
6O>>YP:>8UN,*C= I#FG//8@^ORUZY3< M]D'!IRB F"P(Y =DG?U7>TC[I@T*E@;$M;I3>".UOA'_)UT[BI**<5LY5$2S MB&):I*T<&J-91*W=Z*=MY8
@M5GDLTU&KA>$MAET7>L+=;T)_+.B%D8Y$$KS MAC*F13G 2_.&,C9%.7!-;=[HCFP'_N[Y7A!\)8.*&A/E4#S-%,5;$>7@0LT4 MQ9L/Y?#)73!%6=7X00"3)56GG8. !$NJUCJE!.-
ZGC_U@#STN^<*^E13L75* M"83MGSQ%J;928E'[)T]1RDW#02IG&G94I=C10$])J)[G3L*.1G*4A'YW)>0: MHU&=W+E*]T&@+_F1>^>0W*[$^B" G'+2.4]Y/M&8T%
[EZJ24,,]^USM7_M:X MS;XY7$,Q^^9Q)=&5V&1^H=C5?#JV3>+P13>]R W]V>6/?M5@XA,E(8]B25$0 M)'RB) Y1+"D*@G]/E,0(-B!%[WOE%)22\7NQI"A*02D98A=+BH(4U*F24? +
MI"'7]S0(;X=_>O">:F;<3Y6,E!6A24$JZU3):%H1FA2ENY2,M_?NY^X(S3C5 ML?7VNKGR;EF#VL]79>#=LL:I.UO=7'FW;*'G MCOVX'3'QF0XK]\'-9SN/%+<-!3KUQGD!(?.9B#/W2
H4TGDF7(A6LGHH@(>=:9<)%@R M(N[*R"H70Y:7+GF>_WFF7/19,KJH /B>*1?DEHR(*>%JYBET^UL--T? MWV\>KCX;_8?NPU4_.V8%1]N_ZOVXOWFXN>H;W>^?C:O_[OW>_?
[ERNC=?OMV MT^_?W'XO;@H7&\W@3Q*,;7<4>F[-^'S<.S9:C9/.17&C/M] UH\^_I^W_)_R M7'7M^1,AM&!(7,_]'DW@3:8A[,T]JC.SWCPR7((>@$7MR\^>&:%U1 M\Q$S- M$&[X"-
;L'\P<)6_Y:!P6=?D4/OXV\#]\7'%Q9_-;3M]WW[KW_S!NOU^]WXEA MF1?\Y8N\S"K,LX+MHL=XV81I;&0,091("'X7S :\X\N!YSD# JYH./">I9RT<#4NSCJGOZX4E0(T<_?[
M]Q_=K\;]U=WM_8-Q]^.^_Z/[_<%XN#7 ZCR :3&:;>/VWFB>O+/>7AL/ MOU\9*:L46Z1N[\& R\V+=N=87:Z;$'\$KN["T-O)V_FAH%.-L(Q M-89V8)[SRCQ#8@.J&5LSZ)W+
(JXXK%%AD_IR Y0%L+O M<$42^ S\2=["P'B@YMB%P8]L&M2X@-^XYK&*9&;.5SZL:QZ>-TUQ>=7'<.3O/;U 7+[[J ^,'SA/ =LC!?S]J'\W9\|N&T02V M_;#NMM;T&6]<]*'G691SY]Z-
9N,U^A-/H>.] L#.LEJZ'B_]I(&SO.BJ!GC' MU/<>\3U)U'1^]/$S=<@3\>FJZ.A#:.5$AWQOJR15'\CSC#)8LRWO&=^\XNRZ,73XP@Z]N M^-&U+)\& 9)\Z@/1[2EQ#/I,S0@/88>?
87XTV#X<$>\5__,5OMN,,QB-HX\G M[4;3Z(?TD;J!T?,I_6E\U]MH/]^"?M_Z#]Q1K[V;SZ&,?_$9B]!SB MD]JB;_RZ+S%!NO7OP%S ^FUN39HM"/[PC'O/=VV2UVCN//B<__:4V[9Q*?:
M1Q\OP.-:@/H*C J G)\W&N_GUVK;Y!T>=>O@;<@>I0H&.M=X/WJ%L09>^:X>6& 1:F5,4O MH3?% *DL\5;K]/CB]"P7U__T^.PBGR#B]+AQT=[J3:M^;QTW3O()D;8?T^[7
MZ>SXHI7/[%J-XW8[MT&U7R;2A@%@P2[6VC0Z$[8'.^2E6I288[3405 Y9W/# ME?)LVS]V63@.0>Z"-\%[,>XX>K9'!-W!#^XQM/8AE\2&[3H>:\6"&$[T++ M ABLQZ
AI[+U\L!KBHE&-G=%A-6>-5L#)E^Q*W+*\P^PGOW0,W_6C/\!1J]I M3(EO/!(GVB',L1$-\GA'*0++S4DIM)7"C$=,1/P"EKE001-[[V(KM1]//\S M'V)2N#H779Z#\H2Q_M/S?
W+ACM7GSAFE%,#']I',*!/)&-\Q$%4@GU9L&O5? M41#:PUDQL[MQ+43?J#&8&>:8 H]#H/?3L#F54JE".S"(\4O=I_[3]9Y@F)0$ M0#X++@01 @DD,"PZM%V>2;R/',K)WFF<2**G&
;H?[PU0/,G?/X?^/6^^/@- M^W8LL!=''_]) X7*KK:MP,FU BFNW2S-]/-D[.]>B2:>/]T[KRSV*XTR:,8?OI>X!+&ZF?>&A6P#L6KHU.UU-%F(]\IT'PMUX1/
M8\I2S7/J\%U35,Z.P0E#16@9Q"%B;9A6DP,J;H 7+]&,&668__F"\PW^>_=IJMX[CF-MF];Q3K.?=B[KFPX\5, W> M;Z]94^N$RR04;:Q96T?L%;8;4:L;\I_J3-
TJ%/CCG,4H>6F3'#R.E)N%]&4E ME//!ZN8237RO9D%Q6&"%)F9 I0,6C1K$-$$3X_%F%M-&B%*Z2W\U0&W4EUX(M)J#"X2N^=/1 ^TQ@#6;H+L/;P+-$XSDR1K[W%
(JEU6/PGBD;&@-%V?XK5B)X MM&IH1\;1PH]'->-HY0".F"-\M&(1UD4MMD:U%O2L4][\|?KO)1/;0D&Y3> M:7E10'W11>>X<]'7QV^O)V@$U?U3ENG6]7_+-RCT+SN)-355"S?=SJ
M5'A^K=9QXW2[NJ#5I5CMSG9/K/[]XB*7+29+H&-J_6GBLKYQ:0[H(0 MC>$+T 'NR=JP#@)19X8U@QG%@HC0,Z* PPY +]Z':TG_%\]GWW)F^/$G&SZ- M>(8+4_-063_:
3/++G%-9"HPUKC5&V_&WLT6\:W P-UXMK6\WL]HMM^1]\O0 MA@*AMF.5L+8BH<9]-7G, \Q+);2%%X$[%Q#W(F%(<5LHLAMP'G8N@:&1$*"-4Q*0 M.#"L?7+,YYU&)[4[KT_\
8'7UF^?'3ICJ?)WS1/CQW$?&\B>M4YQ*]][G'@R M2U$R.W! S:;D;&C[$YYPF<*W"=X$HLE*+2TV8A)9=BC&560G+*-0J=K<3MV8 M0[^+:^;YW81SKATRVM1,G:
[LAKEY7G7OUJ9YPJU-D)1R #.M*=)[M-^9%POPQ4:8Q=%CU!OQD>KY/XS8*:"A]'PLW/!2& M1]N+ F7JXQ,JUXJ^GY>F78*'5A!^D4_T^^(>/*'CQQX47
MF!9\43G0:1PW&Y_K39#^XV(5NXH5*SM+5@9CZCAQ6O'=JHT4*U-X[[%DN4 ? M("B)#R"P%USM+4/4\[4ZK@C72X6J,L4*>S>3T0<0(#(:@1RBH*)\TI#OUEVJ M8$V^OQ?
U>#@S@'V8.F85 T-T7^ E&&G@L]VI;SM<7-L-W@6ZQHJDR!0"YF<; M>(V"_(_!-->LSHG>'?DVIQEH\ ZFN/AUA'H Q,>=8*_']4O%CGZCH4/UXY'
MLCV#+]UH4K<\=OP+/GYD8+MKRG:R"\:^./K8;AS'353D>$2GEH'M./#7L=$? M@VUC$PS8/DBY!M+@U S+1C/H@>W!X.R$/P^6QF2AEV],/)_RA\>>8Z&-&A.P
M6*QRESZG74(BRL?@X0"MZH3,L##.HF!49958R2F8^V!MG<2+?/Z&KM1Y M,GZ7T? SK &VT^%$NN!LBFP/)'K"_ZSDSH#QP3R#MM,,VEA2*LWDA^V@Y8QT M&X4,2 (?93.&;
<1=UQM''UOG)[63BY-:N]%:X%O#2UYM!#'7"@D.^ []>&^^ MW*N/IX;AO:MI?"A[4?7;B3_?]GY\N_K^T#=NOO=N[^]N[[MXY-&G?QKW M5]=7]U??
>U=R"J7H8W1^<=PYV:Y%Z^K?.Q>=G%KAG)[LJA5.<S&BF$[@_PW"<'[$ILHN!QX#[/ EPM9$4'*)5\|;D8RGQ^?GG>V=3%/M_8P M5SJK)\?GI_D< M Y;I^_W):R#"[F9][3G-ORJO*?
*LY)O<[X=V1$%RW4/!.> MOI9@O(5A_@=.;S*Y/9TW_<:A;'[<-'8WO_;\)^);]:^>]Y.U\(RS:NF#IU-Q M0KX.UBLB.%;%MYJW\UGS93?6 M0@6H=GJ649Y=K3W+0[=[._AI7!-6^*
U:#5HVCS3*E2)H6Q.MK-&1H5^TBJT M/'3[X?HT\!RL<>Z'9#@TL%IH:YQ'ZU-E"=RZT/I4B:%L3K96NRF<4J/9T\JT M3$3KS0;4%[N]9EJ%5H6L6HDJ,I0M;%\&%&UI-
5H>LMWYWA17F&HGM"(4;3>T M_E1B*%N0[32M/U?AVIIL"I+M*QT1!ZN-3!651*? MI&.1$VU)RT.V;[R[A]SJ>)_>1<@;$QA7K+%'#:XY;(]@:O.C\0W[#(JN%ORT M8>,N\LTQ"7AG ?
YLZJ@\;:*KP3?M566L6DNK2K:+3EI+GVHM71ZR_7_W%+[_ M2*W_7^O/:E"TO2KCI?6GLF3+5"*O*H/49%.0;-_BUM?@UB)@% 6!+3IE=U/-
M1J_C=KD]S[5X5WB\!]1OY/!^O;=3R@>C7=F*,(=6Q8H,98NM/)U61A?K72%E M(MQ_88LC.V2];)AZA1\<^7<*SC>Z R*#0%1X&82K7(KP@(GJ\)/K7/5I5L&
MY3W7*K=$=$L*"\UK$5H?F)WJFGQE"VJ&;O9##: M557MFFXJTJW'3IS T[*89@5'EHQ*G0M.T:NRT^P(NSH'U?^B?V;\(%$1R<^
ML%;&%6&.9DO7!JHQE&T(ET%\+S3*4";"]3QV5B%W7:=)O!V)$S0 RW.)SP[ONO9\^)AK_._(MP/+%D>LLN/A
M[GSZB,>7W+C!5)R]JA5U59AA2TW]ZKTQ\6$I>GO,KNUOW/]9;Y"I+I$SN_6; MJV18$TY%PGV6A[?6C*OX,/%;>9@XPDL]>8*6\04/$4<<7T/W52%_LZ7WNJ@Q ME&T(=Y%1N+KI?
ID(EVA9/(B>NH%&FZI$7JU051G*%H0[S51<-W7#OC(13NR_ MGAFW3R[XK&-[BEM9>K#]Q':-3]2EX,QBY0F_SGS:9,^,V *SW5LP581.M MF%49RC:$RY1E-_?3"7")*&K'.FAGUK-
L,EHEP=[[MFO84'.-4K?8U MI6+O#/4?;5.7%%:&W%LJ6-UX4'&2=F1F]0^=6*THC4_/,^95]QXL$^&NGL?V MP!8[49=L437ZYIA:D:--
;&5(WFSI(WC5&,HVAC0^[DQW#2P3S:X]'VC6J/_# MZ$>3"?'UB6=5H6RSM:K_QH9J-/9MM>2J1M_SQM''/JPJ"?5^Q0J1M/GR(84?

M0C)PJ/P]%J6/OPW\#W,/K;LH%TA,H],Z/CN!J4Z]@'4TO/191N&1_OID6^&8 M33/+ V)G1R-YA P"SXG"U8]L@6# *K^"6,W&.FJU<$RMN?5-_1=':UM_/]J@ M?0J02SPT]A/9&M'ZP*?
D9YT,88*7Q'DBLP!U:'IOC.W6Y]9]?LER%JB-%F9/ M$O76L6QQ3,C1QP<4&%;' !^MY/!,:3UE(K5=+*L:]198O/<2ZR,<497K;.IB\8JITJ'.-A; >&3Z>>
M'X))=C%G&^!Y"FQI'+$T0=)URW9-)T(K76--8;##H6-/6/M#SZVE[_3CW5XC MWWL*QX8WQ:]$+CM)H9:\B1W?@!B*[1I>Y!L4_CEA71/A+A?F.?4]*S)Y(4_
MLQ9P;\A_Y>EC//U!JGM^7^A3=X1?';*7#J( )A\$^&7QOB#]0OB9?].PZ 1_ MEX,BEC=E;Q4ORCZ,9B49 1G8#M8IO7BK$7KP4@NO 0]M^A[A@1)U@__%F^*?C/OYVWFF>_&O1Y
M"BR!&?0:3,D!@^GCO98]'%)8FM!F27BYM,GH< R6;S_BS>(J_ &3LB?PYV-Z M*+;[2(-0_)"0$\@(*Q@-B0DN(/]AZ!.83H0_P'!@ZI3XYIA_BSY2QYO&E5HP M;O@?V56(?U1.DDRG#CB
R4"382-K#3W']F HR2L8%21;P+C$Q_22XC! O$7 MP;1P5^@H83RVJ![>,DCHAC]:= B<9!D#5G<6&E.'N.+^,;5&8MU&/IGP5WML MWSDQDY<,AP'0&!F&
C%,WIEY*+9FI/Y#%G0B+ 5,,:&VQWQB2[_,,(EU.\ M \N-0_+,;JP9D>N#@1JYH DL]K,8;("+;T\&D1]PB!*HAKSP2,4[)0?#,+%L
M.1C.V,^.#6QHX84L0R9$#\>^%XW&ADF"L3&"K_F,OX:^-S&\N.FT%-20,:"# MY(6%P>ES,8,7H<"3)%T)2^G"O\WDBR"?KCT4;&!X U"K\N4XU(X)('<]D7QQ%3DI-
L+6U$UM!D/$?/0=DQK>#G_PF M9#)6LX3FZ=BX950.HV0"J#(<2VA0&#X,"J;GS#@-^:+)&V'$DRFOZ1^+8'VAU5)]NPE98O#UYA\>;OE-G*.P(V^\9(Y8^Z7)=-TR:-UPXJ=K
M)IX&+;9V*@M:KQ0#'J\+"G8T/O;&2U3IMKG!B#\)9S _1W]#\E^L(7^QA#1N M']$9ID\'% !U1[:#CM #-<Z%'-.!)W'!GBD#D8&G@M M[NSH/=// &R)0PGN/8#KCCVD M1F
R%QU4O663D0LFWC:Y.6*^+KS5'-,),XNQR64>,?>0W^8QP4TV=P.X<6 M! >$[H5P@0)O&.(P:W'TPSX)9BN()HA+!/&1>NBHP7P<,L!9>F!PGSS_Y]#Q MGG9I1C9\48=!5
5QSHW+%FAH^^"9_!6!,0:ZHB,/-AK(-8,0QV@U6AT(E/&< M .[% EV!HMAI54:[B4,4T!'W!L 30%>?>ZK4<>!I<_NR/",0?W L[M!A?$ 9[AG@Q#'-+7V1*ATV2[$08LGC$F&,^,?4J3.,CM
1RB GN\%P5=F,S7?0)W=!P/BY%%?AFHR#$3!N*)@1T;7: 5 MS [$A$ELX@(G*QIW'X,I CTIK".XVA =\]>SZ_A/MDH<_ #?T>7XBN09%%2(M=2T>8B5?
R39'QRB*:2H65D',!61X8'[A$WS:]20C"L:87XB%A3\V^D .X@2> M\1W>9K3:H!W[T2" D! ?O'ID:I(!)Q8/)C#$2TW98Y/%>TW1;5A\.\T,;"(" M*WB]CLFHAM):I]N-)#PF%+
<,>%=B&.K;&(:T!>#X"C<4_!'J,G:/H2:D'@:6 MN&(U5('L7WR(J+'^37FX/P;=A?* %P8V,[+X)XQVBAD]RO"/ !@I)/$<)796 M,X!7GY@2#!8'8',=;,+*Q5_(KE>"-?D0J;(18V@!T3$B*@&!*
V_R.&8B>=0 M$R)'CORAZF5_.(@:\8@PO4 QY(0&'E8=^(B>%X4@BC*J7*F.8CK: M[!7\ H,822AFB4NQX$AP+;IKRL6T8I!&3$9!.=!Z M+ZDW$.Q@SMGA'<^QN \4 74#7-
S85XH)7Q.SVYS^X#1(W2B-'L-?42GZH((0 MK^,V=Q@Y0]MQ8EPTP*,N9J@XT0C$B!HG9P;@CK$XG-(F+TLI7V"3V^O^T7O@ MU.L^#]UBI0($@0^9PLAG(%XPFNX(/L\Q9H&_YE
T WV$#/\G@2ZI@*P3,9\ M;%P)JSL/UH?>B#+/@U$$1L7\:9P 4('#*PQ!XNYU%FHVYIP,1JQX/@$("TT2 M)(E8S'CAI76,B8LE'$":#R'CH@#2E-L=8,7FQ&'1E-9!727IP[(9-;7'H-|
MN,F2'AO%>]/%F;D_<7% ZV22)J#^P,#!QV) ^MMC^0(GP#J*0>=;HCX"B0ME! M?(P#]@P]0PWB.-1GN*?D5OCS%W3>8K?J4:8 0&F$O@?JB.'%%,@"'AT_-=$,
MO0'UN3RTF[7$KT>4SYM19I-][]E&5!!&W#RK730:QI1ZH*20!1SK"7B.ZW\^ ML=G+:9!L!B6P0QPE#RQ[0$-@2-M8@\ P"$"8P^B%JY@?Z M3/@,_Z#^Q.-^/3+ZC^/^L!F>R
M9MR$8-MKQO\FP"GX-8> ?8<[^S!2 E+);0#[@0%L#;_@ N6-UGMS!UBJ4=[M=:F'KMK051MEJ=IX&R#::BT#1.:C\=CW5%//9-Q&,2 M7EYMTS?J0:R*==9!J$)!Z#_H+"[:,-'#]E@-
@UC(2Y&I!_>!*'/*LZ Z_^ M:P]"OV 6A'0BP=[)U'-QQ7]=\="$L."(>443BM4H^)IO_>1%OQHCF,["M[Z\ M]*TE3RS[T)>Y#]DNKT1![\KT(E@P"RLO@@E9^OA-
[Z[.7I#BK%]AA7G:&WP$ M?RK"G6YW_BZXQ?>>$(#D'ZB+Q^C$YN=NSWWKVUV]>[7PK1<&C)4.R"BK7HB# MOUU\HT\P9!#W!J8WG?V:QN5C,
<'HC/,4UB.8F&O^-1/#3+*]D9B88/2?>1T! M)UK)F,8,7I#AS()(W?BEQP;Y MM8S*,*1=QFDMF9\LKWIW$^]^UOAH8.X_VKTOMV*A3G>3\"QHF*8
MEPPG96,!:!DF3%AYVL)/^W40NZ$=LA^:OQH\#67'8# H+9BB/47G!^O1@D"X M.!GP^IX140Y3PTE*L8^>JQJJC6-%:>ME2P$HM\=%"+-W*X$(2N/R+G>8. M]@^KRM
5S/S**D(]3 :X%+W%NLSLL4$EZ\(0?(&$Q+6EP1ETBG^ 16+TX\(D0ERNIX:1Z'DN!SCO=D6'XTPO).>)4Y M8] R*GW7%,CNXN2 ECA,ER/<#(M.\CBI&^%S W8+#$LD:-
$["N0X!'^P%W#' M I.\.)P7K&T%]%W7)!:5-:>\S3SC;'4U6H(_)[K-]6 ,"_HM*R4<417R2N2T MT;NR0[E9@'MBHV09Y.4X\+0?N=,R1*#*FJ^FP!4EZ15-O4K,8XJP+%QCU;*1 MJ+
<&U<6K0N,L1K*_08"VL5Y-*4Z>\9D3P&RF+9W4C*4!Y!%12W@5CI5I[F3/ M (YC0" H1Z4VH9;-*W>%KAK,TG/"54"A&GB6+2NU^48(K*) :%T&"\)I9H78 MCJPGD&_E=J%N3"(GM-
%:V.!OL"IBYN:%3.N 5H!0(A#9!O0B0RRE *]9E,?P M19JE%TA11_D5 MXV89)-RMQ*":>)(!;S@I3$S&5YA+<"[Q I"?,57DL9T1\4MKW((1)Q0PU,CW M4A?9YB*84?+
L1$O>ZR%XE@4QI_-BP&76Q1H,4F_@T,L@4@L3ZG/ZH@@=.:- MDV4!68U/83B#./4I+F'GF!L+1^.?T*"B0P!_R?0I#AQW$0ETC;KL4"^>-W^T M?8^)*E;OD"$5FZ"2-
#5WA%A<)J/_A&@QF3QF+ 6"@6^IR36OQ4"28W.O+'$< M4QX KX^0/)O,ANV*:OZ:*J@/<.'XK#T_^)!D_S"UR#I#,TTC2 F:6&:X$Y@H;B&3C3 .CY93L=WXWU5:,:2C,CP $/PL,
[8FAE&D/;F-?&-U.9.L>%YF6?CNGCD-*)0XJX1, M;UD,(LP!!!F8E8DD=:RDR!=X46Q@0N>#[4Q*_HX5/J@=& P1 1*Q_9KQA,*! M8[<=:0AM"XL]0WJ<)442/:73&-
QU0K%@R08VDL0)D_OCV(.V= "S90KRH*GY M:B"FWYR0[[L4SF%-EEG@NP2"G*P,NV$:#1SAX J/F%=ZA'+;)O"'0T=4;N#B M&\?X_JW/&.')UXH-O8+ETA^)U=16Y%])6:
[@\).4[;E#0Q4$GLEWV[*HSX2X M BOO39]2IJ1(.'9H*,JJA-9C)B[9X5U?.PP%[1C%G88I$!8S)E&07^Q'3']7%)6E] MUM"%)6J,11>7O*JX1&VOYMKS+'6B8/[?E1Y,;:T+,Q<<#W%V2=3
XZIL?P

& MC3*P8"U,)EBX&PP2"5N7##DL25E2+C(M%$B? 1TOZM)0 .2(, S99D"N&!38>J>:3'Z>VU31DYD>!>24A=#SNS[B5%0< M+""<*3,1VY585Z[0L!@P3 M$=-DJ[I,L7\@5;G% !-
FFID;/*&X"\T.)BS0,5$?^:E(W[*QMP6->VT(G(,U MUJ"L;N?88)0=>1A0\9$%E*4^/F.6&DC03 MRR1Q\&RQZ"E=7L.4>UP&,4AJS><*YB2JR?\ V<9.(:@M09T]C3%98#J$X2>P
M0DN)Y?F27D%&/W)D/Z;>'!#C1"9+CHFV%CPMC&/F8PEEJ@[>SNV'_'\?H; M82\?01\62\P1.C7#]!8+5"W'9 GIA*THT:TL*(VN+4E[+U/_- M 16QTC%9BG&PHH8/,5->IY?
>S.13;E:8<*5B?0D0!$FSK#S+PU1V0]:2_V=2 MR)>RT!(3BG.1&8Y(J^G+BB_@EG[<5RX8O8P05'R)7FY.LE17U(PQW%-/(X7+ M;C/>'?U^Q\J^P;)%#G@:=7S.6/^<*';X@8^+&H?
WZ6 KX&6G<:DZ=P^(?-O$ M?F:;+S.)2A0"8=QG*4"2IUY29>]8">-9=S1I $ MBV@:O*)W]'AT7.,0 VOM87OUI.@CB.N/$3@FG\);/]UG-'GH P M9-%S9JN)A#(X!,^;:E3=W&VIK;\
#VM5/=]'RN9A)MOR^TO F%LDHC$V]T6B M.'!3.E$K):).^.9=2%0*(DL%<@"?:$' M'G&K+NLW(J_7)$Q6JZ-%[0Y;HF0*CR)(L/9<:RRXXU@8D<"#@.#=N*G-4Q* M.
[.R#UG\&6>E8H62=JYJL1J%01$;-]?P2@V)K?'B38<^&^.9!<$G\0>H)%@5 M ^@JXIBB0V1,$0*,PK[,RDGBLE.6G&5Q;CI!2YA*06V(Q0(X\HEXW['QI]B4
M[K$^D;XX[C:%QYH8"GM^DL244$PJGN#MMP*: B0"&_B69&!>K9(R0H@[WXU^ M*ERJ^/*L<1X7L7/IVGWK)WX=!THD,PHP"/]DU3B1:P4&]PH\5\A]X@"P+_0
M45:+,:!JR@JH>#76T">BB)UM/1,=2D@HNJ4:3ZAZ2*QQ4(,.?.\G_H@5U\?& MMSZ#Z%TL[T&5R)21YV11>((/$4M,%V);%%+FZB$VQ.JE@@D&Z;%F2U1(DAI@ M!>R\.'?)?1#?
8XE\C'[-M!LMJY33 ?\@LH$HQ,M#!SD3IO=P>RUFG]RV M>-=_L=O20__2^[#EV'GWN+<,?M-18ON2)'.$I8+,1:76L@P6MBQ.S4(V1,-V M@1S^!U:.>
[PG[<]341MV;72Q(N&1U46"@3;M@&6:?&\ .@A3 MC%+F!YI$C: M$'?@H>5%4-Z!&2!(IXLFT@KS1!=-J#$67321:]&$RA[,E@Y>/P5^'[)OEUX' MWEZ8PNE,"%F;(?@7PA*B7GY 1
M*U,P?&+9V<(&#*6PBX+#^L4&O%!N 5)8GKD[706AQ.BJ=DKM)4G(57Z5U31F2ZI1X13@3)SOO M,AU,4LBL*!VK&18)2?KH%?E+O!#?+/6TLGM3Y! MMHF22:;\>"81+?
$E8TTRTT1B*SY7,LARS9C^3/9D,4>>=;#5ZB&;Y$Q(VK[BZ[5.47"+15)1,D:QW+=9TO@FR;7-]19#OL4$/6M)P-HIT['LY(NB M(PLRYM)SHDMMNN2-@S6R2W,L-,=BXW@,10BX?
0RW.VS/*#L!**55:G(>"RW. MP"^S(H?M[) BR[" N3FEN@MQ*-T!'RZE?.*"LP&,>UP/O6G:.XA?%FO=D*@-5J#"]O(E]2J9GG+O\/2U MB*.=,*&!-]%X63O3^+VFW23JTXH2H)1Z;;*8?
I)PX-[7['!.-/'RN)3(EA4/X::GV0;%_M=CSG#"_Y='I>,J?*"U.FK)TFT,GGAZ<:[X[Z=USL#[>A(?E5AO"126T;DINY[N"HI/9^DE)XDS MD*#=T YQ4S9'UV#,
<4/59P@PP*$@LG6J&3VB(>,W'Q* -.T>]&^.M')CD.L^&V>425/>)V7W-PFQ*KY&Z_2D3X$]!W8P MCOU/QV''K/!=D*!3ZMZ3.[=3@9V?ZT1P"8\]9[TR8M?X:>S)<]TE7A9C459M>N
]HN]WP003N\31D67M6.4D"W J# M]AZ[26/1 YZ+)UM$/%)VP&O2\57FR^'9^)0L[!^%P$(*'>-N0BK0"+) 0=*% MC[>?2W?@2A&692:QYG1I:^>9_,RQ\7M\MBQV-^9MC5D-
K2W@..0&?B Q$=6; M$,)EA1'%,.=V.R/E?,[V#"+!WC8^W"$0"=O;9L< +U-%_S?O2<$]&NL>07B M^MC)FM5H8'K!"K)M0M)Q1')." TY?#1A19:XU@$(J_?$]]6S]_#*WYDQLO%8
M3!2UK1B]\NJZS^$V_J=L -;G(?PA:01$#EWL8Q?7TR)#9\\[=>51C+*=0(QV MQ^>-8$64\8[+9BWIP,[ZF==86WZ1'\0FH,'[5)?YN5ZZ5]/RBO%NGJVJLHTUM3EUE.NCQFF>+8G\)+-
W' MC8=UL=K8/@J2#3?1[EBSD?X> M.W"=8W >J_J8RP7/'\RPT(0_(7EM!5$6*<&.YXYXGSTV"-Z=A8-''(_*C'&0 M/NZ7 8C 5R/*-PZP=<)4ZD@>P"O^0%P=MST@[!A_#U-
CXL!@N:824C=() Y9 M9_G8@/M1S67590OGTF9U+*"_(F:S%"WG?4FFQ M3 >))'.'AQN)]+C<+O=$?!_WY1?B'VL^9[>.(.2NG+HD$1WP@+TX;%8SH*,Z\|
MHQCP_B()%M:DWY#8X)HIG W&(M$>>HM:D MJ,9R!#>! W_@6H;LY:*/P^;O3Y\YS,\:GC]B.#E;^#L[QP_&&QPT+#QI_C\ M]>[B@4E.
M?,E+#B)='QC!8%R2G!GZ&>.!U2<]SY*5+AFW%'_I^U>..C9;UP39+H_!@?: M^G>4O0][:$X\X]H.\!7].#7*P51\D@WA3*PA]2C3$KE\HC8#(LM&*PEK59F MVZ-
/05EPE[06IZ23\R'2U1STF9WJ&L!3(\<;L)TO/#S)^,D[3^ML> SRR;)C MD!>_7M")Q_.]-;_(4EAYT/$6"UCV[.1MY"^T\HQ+@U- L*B"8-6JS$N(]RBL M<'C$Z6+H-
L2=:Y/8,=,EB#6:Y5W;1#=]STT/*N[UF7YI+1DFOA ['Z8JYT3Q MAYS =@5-!T)3WA$!MS18O%X-T<>XMQ\+J#%83J)T$6,O'%PW E_$YJ6 1]V[M&]O/QI(-
L#9>G>^_RX)4B:>YXOSLI+?KZF,,4M4W-6&?=GV4==S^D[GC,;OQ MHZRY@;A&M)JW>L[(R1)9RDPMF7&VT35$OWS&9VMGH1 M6P>(8V_8'@%SENSU8Y7]=9^UKA(Q.2_V?
R)H!P/@_F"*MMM/E[^S*LM-2N:/ MC3X[!)(OS"8:(\VF)#G.<4YWO'"\(V>HN&=/7(V92H5(;SO5'!SE8.9BF,1\
M&L;";@21EA>RU[#D\KP$C+!C]GSXA<*"WWMW].7;'4@$3M].3MM@;0P" \2% MD8GWI<7/\YZY;/#L;! \70@'@$6;IFVE.AGA:R3**\YP.S8>O!$++?A*?[JY M_>.J]W#?97/-
O">1O$1)9@OZ<)^E).:&!(A7>1$^ []QO-],AR44ED/O7KJ MZ!1,[F1H@CWB!C+.8K$]8QT;>XE@8N7^>S<[#%:ZYPMFBXW+DADC<\D7)M5X M\6X1OL2BD?
*\0@5YX]MUDP_$Q8J\U1^7A\RVG^3-B1:83"+7PVY[GNQ+.EL= MK!UB/_][!9 !Y!;(>1,9X-?'#DA'F$R_W? M\3(H'=!DSS/'YI73%!0$7OZ=G6R&1)CI@7_WI>D\N R^7 MAQ#S'=.SVT-
B7,/=@+W@U?U$\%,ON^0#NV05Y^3I*0]Q/J&,'9LP?!>VT-< M!%[$L!"M)"8GZ2(HG=*T,^;/8D^0GX7EP1+AN9@+1DC4I\?O39M6_-GY:6 B
MA9\PB^N2.5&1F[#$IX1_DLP)L!E3#OP H8#O98P@,- ?GX$[,KE+EDQ,G\;K M6BN)#4ZA_8QKAF;ZA9@34T(S/F(7A$L48_=H!2<8'ZDV+NC[U_Z1^^7+DM2 MQ)\--V2\
("F!^>H,6WP&U^*1^#8_?F7.!1(8[QQ MOB_'JRDND:G)Q:V]V3-L4K'$PGZ+.*(8Q@<0I ^P2=I 9CU$'OQ@/E=$02SR
M8IOI+8/C\NGS#61_,7F\03KG@7UN^6F5_/08DQ4N#5%Q4#\=RJ"PN<%K M-VNL],\0![FLA1;>D&SH,*2XAGVFJS)Y;[B39Y!2D M0@]9W?H4I'#) TMQN?P/\
(WBO.'%X\V8NBL<#1$Z19/R[!=W$E"(FZP-WZ+,J,+YZGR8_L,,9>,+7Y,=-X6C)S M'5@8*B8-L0CUF;+')WG(G5EUFY7(30C?*,XK-S-5L?"1[QY6E';9>=>D9OQ) M,;/J&E>1[XDSS/XW
=82;[>?&6J*&WA9AGHLZT-!:\9%;C(I!7;+YP?Z3*G+ M[!>,AM?F\?,^Q7%+BRR3,HA(63O@3 M&"OZYF97,W5DK:0"^TAM#OA,'>64\NK^'.,)JBS9ST<6 9/A0H"_B+]0[&XM
M2P1_VLC$;+_.^KV[P/1A99_(G74<2#YIQM7%TD?K4_)V/,QY_;<#\546->%U# 8@@B?P18SJ2WU?)7_.UE;WB5%+&]V)467 M][C!12KU+/U.
<>@7XFDB204:;NIAPOG=,#F'D85:$/#:>.[$^U?[A.W3JAK= MN[E:T$^+Y:&]^UN#'WR.Y<)*''G.PCZA0M-:JUE+WAY' MU NUPYFWQ%<1:(IS""L:L+P[K8*Q";Y^.;5&1[VQ#=\
EA/5)&P_BAI\Q^/ M@ 70^ H.2#9_HO_>BYDZR M$60>DUJ*MLR;H?07UF1?>?*59YKXTJ4_L%A & ,\<:XV270M9FU3BR/Z^3'6 M3WH7XLSC=!,;^).-U=(LH[18=9[R35G>F=5AIS?
GSU4[9G-_CP QS/+LC$^ MV@6'UH%HB ME[&F2@5JJ">P,3%'76O&7W>]^X7^4=DP8""2F?9>X:OV;A3F$*+@9=S!.*$B':^$]9E987B&,']+ M,O_+FEC**JI4OJ6VO((I@\8+X63;GS
ZE-Y+9A?;LKP/JIL>>I1]1%W$&<]= MK XEKHB)924#6UB65^.*0'YCR,&[!R=_Q)>\76Z'3I$G'W,?_X^G__\KVN6 EWHI\C=K=A#C"8>.VF%MY_G MJV2[CPA@C.)>;$)-)\XB?
9[&QVJ_U/!NJ6O(,(VD[:N,>EF(GE_.4E>9I-3% MN:XR46,LNLKD=5U;RN2S]-"$=(6SJZ87MM;CSU;=BE@_?7QE&%DS?A=NMR.. M@.;'3\ROEBTEV T2..6E['2,)W7XL;$!9Y\,
($(W>3,+AZ;B!-!%3AUW 29P ML#V94HL!1:+AZ23)%(5XKHG<0QO'$4FV_=CH)<9 =3W5@ M= TS]NU0-"FD4\3($DP97RC0Z/AUN*LS"I8@T]S^BLW;"&9Y;)L[NRU. 0E\
MET=;')RH2K698!#D[/(&- 0FT*YN9\7T_K1* 77,;C="66:G#U(AT.^US&# M.XC:[T6N6'*^VV*QMG0W60T.:Z.;+LZ>)[&LP/#% 3*\3)M7;HLH$D;,X#V^
MF52L%*]Z3F4*=]1,IV0AQ):*ZQ/65753=56PMM=(KUXL3#+O5$*U=L,+/.8G M&:>F$8WD(3R7)DSHO;K\"_-O<5_^M:5JJ7T%&U6M9=+/;&N>-Z6L)!&C&=&F
M/X9E4CEQAS*]$_<+RO8U@@ 'O7K>(@2329G80?9'Q4[>-AY9#OR FMZ9W_[- M*KV=",\>%D$*+P/G*H#UG9:9!1S>"@Y+H\-QU2"^'I.JH@J-
AP3I5'&B:R[,CS!+$W6<&#FY\X(]H5&;.PXG#NA1Z6O$EVD2W+ 4J8PU3 M6U Q>=0.+RT:WG4]\)])E^F5([8X+$K1 >$MHWD6T9:^2$JSB58)(L4!7HTS M8XUCDPRB\!936VD<
G[:6&[E8ZF;WM+UYX'EG*!*-L;<$/E6?4 4 -MA/)-G71'4LDAC/4J6'7WGCAY0Y6>04UTF/#14G?]MB MWFB@-=#-&R(SA>+F;;F!S @9>VAOT\$S3@];$H&_L%,S&5/H!AN5E+0I^X4"
M'I++'[2QH;NNL^$3MRBW]?Q<@?6U%5A/DP+KBUA@_<3'[J;6V)6D6;DHK M;20*AAWVKRFPZ\F/_U)$UU<9>VO"0L7PSH0(P!>^?1@DV%YK,A+9"&_29>.I
M'3IB3X.U*-0O92BDB4WQ]F&<+G,"= H'LE+5E^*[J<$C?XV>M]FP2Q@O*/I M7A(2^ID#6$7-4N6MROTE=H59A%8-3,!27:H/IZ=D*D:IGN-(F%<# M_?1;2"NY.>5&D;#%6/
3',].Y$E@@MD?G%9G]"JD.]"MPPAJ"$5D'&K8*=PMGH*R\#YG>HY$S91^;W^G5C?A MNA<+'FO\YBJ$V4#!RF]*?9^ &'%@];A5$O MFM8XL\47\(EI7H7J%RR!
[5<')$C.H9)07DD3^FD<%K<\: 6:]'P"FO0B0).^ M5VC2!TS*WN<1O'*_J_OU<30??D%1I!,A)C$BIGD33I APLYU9420#9F#HO[]=9Z.*5#=6S=VU*+N%(,_&(1.QJ8C?
PL.TA=_OQQ:LA=]O5;&W#2U]-V!8\ M'(!;^&),]!S&5QI:M&^%!I#>'KF[>-&@H?HV,Y;S3;,08<'X*:]!C(&KT=6: M;_M\PU7[1;,C W4849_!/:5;NBA27HQUPKN+/3[^"_#@:K#<(
M+:4JAF(0#>A4JZ1\>01Q\:/S\KR1!.+C2$)^7 MBG""@(,$SX#"7A6(VE.>NK_(S:7\-@=D:<$1'4_#H%E/AS[EK3N'5FL1T$;J M@JZ:G%U,Z\R6!G!Y^WQ9]+8.#HU5'[?
=O.U)$XH3SR;:7U[X]I=/?.!N.$S# M+B$^69SRP%C$M;S-FB9B-J*<$U(@3?.X/A,0!! M."M8*P9^D)/@A%^M]@S_?FN J,A/=,S'"V%/-8 >^]XWT"?FC]/@?2J7PH"68 MQB,)+=I!)'!*))
.AF+_[.J4>;U NHVE&\)W!2Z$)U7*,VL"5FRE*RI(#5SU MS;BXKX2U^ICO'J9]+ ?!AQ'+^S3]Y< MY'"&NHZ.)'KT'K7'GRA\E-?^!4)8=?\>BGA/:'P740[O:5'C*'&Z>":()WY8
M%*O#DMRC=2==\],OQ,^>V8-+ "_W//C)MXO@/H"LW:=A'(<2>7O]8:>=YU,K M=RF9ZN7E. K*3E/2^W3R],,GY\@X M#[_TWY+B'NS)-S _%7? Y7;]_Q0T>D#LJ"V>ON^DN-
_KXOR<.6KE&Z\AI4)F M@)Q>>L\7RAY[.KSLIC 0(T9+OO0C^6?;C+S3%@.QDX'[Z8*L$#^9NOUW(/MW M0=%-]#U#Y^0=ZP%^QDB.AP\.4([[\2P'*,>
[,89\JOGG'V$":W;K7TOGX,_(7/ @04\VF^.L7H;#NRX0W DAK7)!*@I19 Y<_E.Q"4?1(#W[_=: M@-YLH[5.(+$8#$3

&E M7)>)Q!SD@*X+,NN1[75Q'DU2SPAY!E%"_WU<&-WM;HH$*L(;W91 M+XXL:"+#0&%,)1@=!W-.\M32P#1^%]_?L\U+5BHESYRSW!P3B4>-J](.MBZL
MOA6R0J%%)6<;+KLZVEY$5L #?,]LR@,XR^=O5F3WZ&UT42SYY_&?M40XC=8G MUI"3RE6H7<&X-BB_L-V6V4BDNRR^2!J^_A(;X"Z5%R5!Y]S%=M"JL6-P89ZF
MDNXN"VY3%/(:4UW'NOYHA=F(:"1M)#UT@3<%\U'%!MWE#E8_O+_5*G3-]+%C M&#Q32F00 O06D$3EUGKG",O1/'^T=@QIB/UV;(_FU+?9-S?2G#KD[6YT?DI! M^S/
6]R6_.+&,)WL M&-5EPW^ CT)X@OR*0G=RZ)1K2H<:'RE9Z,GJ5MJP67FQ*V(GLJ06Z79HV6? M=H"8:Q]A4\|9$I+-QN_8!J*I(HR)6?%I$^MX @3OJ/0FRX+S7R%LHVB20>T
M\SC@F>>+ GVCG+")>9K[H.=W.V.KU.]L<1U^)AK>NJ'G'!G?="-*;4=*FKD- MC4&)))B1?I95'*J(-+(4_[GX5,L=]VXD=U!F"#_J[E+Z*MM*]'61Y*AV"KUM M&P8?^]Z.?-
%L0X^UM_G.7DF5; ("-*4:U\5]1CL=Z7&Z%)Y58T6D8_2=N:8R M9TBWEG.".3V[].^$41!.?2'BQQX5B!H0QLA(64"LX\YXXLHB@'#5(X%NX1 K M*1ZHD (BS#F::<3S M+""]+[;
(IRRP\1C0P@3+:J,BZW2:I9V' MP257IF=)/DD?>U=LD#J=<+(X88D^I@7_TBZ:N=YTID9=M8W[(]-$,Z6H_>XX MS'9P6(-Q!7"FN))_@,/(;B-G4@V0(KWM2M%&VP(C78 ;[>VVTB*?
YB:7HCUB*<5W M62Q[9C8;3&.80M#]\$M&LKIYB^.B*:M4])+/<$VN&C&?/G#$=_EM%0LA!P]Q M?"(\2^9#3H4?*(0C1RMH9=]#/U$R]?[10SSC =UYP(+X%*S8RJ):I.O-K"7M
MH6K7YQHZY64+<"!3PW=8C4IU72[HMUU?' ^&<.(Y@LM958[B*SI1XC59!M4<
MN(%ZH%H$V_@6M[L$=7#N,M\GZ\#WD8I:OEE5Q4K_L:L9=JJLMP5I(;!"T=\BJ;ZMRH#H5,GQN%@=%DDSE@0YRW3/34S=NB$+*3?@T< MN'JZ$=E#0['.F0ZPAJA8HE@>EL7
M9/&6;/081._Y0VV"(:=--HXU%;+9LEB /2>+++RU/4:57]#CT]-)9S=?;6UB)]XD5,. M4\C+;WR84O_>^I<]H@^+^_3L8.6STF,VKO7 MC^][S??
42]V<.-3XH0H\Q%'ZD7K?;N^/PV>]CI=@FOV1XH2V1_N#P\10A$?N MWA1)H*J!EKR $]&Y3FI_H(TF:*C116%R2RN&U[#@I<$XD5>)2BJNG73])RH M%$"8)'P4[R7D7,R-)
VX%BCA0Q1$N1:=H:!UH(=.&*!#FD84[S5CQK9G4:Y* MR_M1M-WO?+K):4)E0L =!.S"6ZH^@?$4TU@UJ.(&1AW/3KR A8)A"VEL[I7.:1(K%F+]1JJBTMA8<@66MEC%3CH
,$R94H;KAR-O=TS=IIDM$HQ,#%,9T(+"2VFCIL7-C-!T2=+I, M$?L(3;H=D:[:8Y<^M@)%H#_#NP85,VPAGXFT*8P=XTS=Q:SB::N_B0L&=C)3 M*\MMI4D3;2W%IHX\DIY?,VA=D",
(?)ID>7$&@F8-N\Y6/?(1@D\N>0/0:B/C M5!BRHFW(O;F2"N=/LXSW_>1]?WZ;=Y5+O'//_9\-]\^8+Z;T2 FGMR8UN:$ M15,Y J=O1;F!9@IMZ#3Z6K61\5?ZI935@_,3;+
6H:Q@F,4;"V/>[]EPB.J$ MBE,U,MJ"+)^V-D@QIC"B,P9K=[MN#H(T1(J1 P0T+G $K)@6D\OHBA>=#9;N M*#M)IV#HG8VV!S'9#>'&IR-JU[>;2'1@(M
[\M>/25A'_Z"3X9CHMQ8'#/2([N]S:Y'5F/A]9_?&0]@B7ZU#EXK&W.E8@C M+%+[P=J@#B,-^$)T(BY]X-U)>[[H3*]J2'LEO76\J>02L>QL&?)PR*@C;BRL MBAYDKWW
/AL<^)NU%WQ\.XUY?V5JAG%?WZ1.0>Y;!T4T/?K]37T$1A#X]"6X M$@R5H6%A ZRJ*"D)P1'-((*EJ&KGZ)#RV:H56:3H9T@\%M9/("P6!-Q87X&! M&4Y<';1,VW53QQA9:,;DJ:WKB

{S<(R133}\^MCLD11:\HE&64:IH65:^5&23F!FE\>1[L]HTDML2F MN?-S=E)5C@%EN601$7.9P9+|\9BTB='GG_OL2$2D:U52K0BY9|_TYI\YF90)

M\EMKBPM3&T^;D)F+!LL?,/OSP"Z^]';/&0S!+%K%3:3$*.9OY'6XQC9 M&)5P=:D=NE,5CD^QZO13RA_IB6-4S,M%;/P):0$$FPKMN\3I-'5V2|\&%S&8

MAW<>M7|\$@5]#'95+L'I7(I.C/(X7+HNRRKMV.1.TKP3[F;\^-(%9)9.T;-MSTVBAAB.,$(6?8Q R(IUO5S'S6V\O+ 6;.-ZMX9;JNR0<>=+&<+*%5_'R=->F M7A6MOWS:$S]HN*-*

*%G:*6C+<8BO%:G6;@!\K-BZ$<C/8RIG(7Q%!L(&/,:E!0U MSK8J2@>L A^PNA4QWD>B+QA?SH\Q.XG?OFI'TKP-*K"3V 4!5BW2OE^P_* (/3 N7*9R22%8?83?9"$U4%0:*

[FL5[1VYR"744$H8*2OUFI65]8V]HLW1@9%=T@FU M+B2LS\^IE@Z4@^HSN/%-2I#3 M'7R40$80B9]R .,52).)Y-+3!9+4@,6CH9 M":%%F2=B@.%BJ!4C)]N+#$3 2Q];Z)]1YP* 54Y/!C@QU(),B7DS7+N,1""# MA>;2BEZ#=9I)[*51EE^BL(!>_#PD>4"5LZ=6>E8$/R>$GV,'3W(HNQ4*98M M500[04PQ!:];UE$:(F4!&C'OJ($^2RB,(EF66=A0LM!--51-2)FO\XD9&4HX0 MBAZF&+=2YIEZ1WX_HK]$P M7PNA=N+C-_$U/4 E!Q.#4_GRE6,/DD,TX?/ MZ57Q+(:fTJW8[PXK3+@F JG*1?XN/G%9+T6:Z5:UC .\l\=ZZ]L-#7?M^:/NA MKGT_Z]K3[_LZZ)-EL_]0T"SGW)-837F-T_N {YPHPR8\08'8!YC* (]2"IHJ M[R5EH'V)?'=R2C5E&C.7!ES"S\9,@PP77VJYE4_N>)HE4Y+RPT#%>]^OI1K%. M=C4TV.59_]!4RAU6:*

<,C5T/>)6ZN4SW PRR"G8[.W?Y_'&>/+K#*J'>)<4B%5A^7L1-RP1P\>/#*<1B!V4@RCKR5VCF8*KJ<$UV=%E&H)^>]J2N@G[?V5 M%\R]I:(0G[VY@DJ"_A3D-"2!ROGI?*

*$&OD_=3[0XJ7MB-X\BH1'1IN#1FB M)!U)CAH@F@J5=7M.V:*#:%G<+;?<>^)D0HU+.9TC&E3VG'5?Y,*9)M2*L%-W MGVFX,T8YI7?70&C J&JEH7UX@F-__/'NPE0Z\F@$C1Y_*

*"ON"^1"I9C0B$>9 MH=JP8*.3HZ/+=5*ONO1X!I^;2O6D+T+D Y0E 3)PITFLA%+6\7U3S&\8S@]#Q M+!FV.4G_^#$JCT B:1G2/HA9,0]B0_SV;)8 *"?B1V0!J=F MGBY$'[\"8PHFE;N@;*;C$C08"+/QD?'0[%G2#\L"8F446;]AG>LLH,GGXG1G M6L>4!BW19N9UNMF46F//4F%RY%6(BJ#/AVC]I2^/'+_@H,< @/"0-W)4_-G$ M:"*

fR/A?)A+D54VE_(5:'RGJ6CA@O=YV>(SRSP'[T/!A"KF!W^@:W2(\<]JZ M0,:= "X'\XJJXP5Q1\6;9(:R8*82+9Q..DI;G_RN ^_1@.-]T0OA=#(P9&D]2 M"L@?*

*95CLC>4ET]3%LY__TLJ>2K>9B98[;K"0!84"ADRJV[=-'/ND M7K%SP=W\!*R^5.H;R?;D:Y84"DQ@Z26+KEH]%QZ0KN0$K*Q.#.5LL[JB1YDEA.+1AQ>.M+P1KJH5T7\1?*

1S22I%PN">3$&O&@S@_MJ"/RO#.NYY)>+JR%(]"O9'M/X- MBY4I "@6-+/D(O;AA)U:.DG_M5-Q'RY,.Y,8C;R'AR63O)6NP4VS %QZ^)A^*

*M5"1*25;_R*WM(KHB=A\XF.^50BL34N[Z*;FTW2W;TRJ#ZT:RA!N)MGT&MO7E M,+;P40$6*2Q)L^Q31"2WLNPJPTO(?I',>;V@V+2C6'\A(IWE&PDKGRG.2;V0@.\,$FG[5I)GB?*

MX=.!]W(G.> ^/]BD]:=5E_U-5G M%&!7GA<#&ZS&5NM64O2RP-V2'"X:!+9;W#$'O.;-\ZAB-|[7;?>]'{#OBE_ M%"9N^S)BVP 5VMCNC4P.2-9S.T\1=e=<;IGX?

\6:UK]VI,"S4[V1%BKX&))T M\ O6.Z:,_9]LWVL_RP7X1NW75W#ZM6-7G82I7O=V]_^R6;CR%6"(M!.(=_N M^OPGBB!''!I".Y99,FL'(8>'XR+,WFF1FG2I,2X>Z5UNK1N" MN1EF)M5?

*C/&R>Y048]/R.W&Y@4S>0@<CB>JD?5LJ_A;O*G^2^H;Y/PPI:SPW(MRQ22OD;5*D-S82T5HAYK_W& ;@EXF@L)DIU$"1F5L5W,:X7W?;R(%6LXG'%! M1;+ H[1D9G%X6?*

*^V"XE$7K7[0*/M7RL\37^RT?DCZ50 M\^!/>:VF Y^/6N M9RZ9N(*Y8S'\VXAI17$@8,,LT9F[ET\@L.YV,T]R%C1PK(Z'G*5HZ'EF"L>2 MAO3E&3;JPU0M>*'.JR)O-*

*;_+"Z1MSA5);WL9'Z??87G0(Q7E[YPCY ?2!,C MMO [-K%@[*8O\,2YE$:'"""?-$)>0330V/&(18AT;ET@A%)94XGH&K17U>MHUDB:3WCO-T M2:]8S-===H_7^ Z_A'U'G!3(OQ?*

%$*2]O>LKN2UQ@65;/9FQKK6&-*^B{]_"]E MWS:SIV6^]FF3V=X3#XW)HVL M(T6"ZMDYWWT1!AZ@),]V:#6G4_;GNG0,KQ_6MWAT(]B]N<$!E?EA8>))UCS M09JW''#J,;+'

*S=8^A?ELN)<08'IVAB?MPF1#$US?V1=F[OVO"BKBM/_|> 6 MB *>51=+NAB0M=P4'IZ,)2M,-+,7=-|>O#H$2WP(7VQ^A?N2L,^3]?!Y.B5 M;)$G1W49-*

*$KIB163%Q,*Y5DY0\U=@%_[WN02+MGL=7IA!JZT(6*0 1'->07 MM.6ZDNPJ4!%OR2+1A,1,^5YAUONWC7\:L=+TA/$))ZZX4*_!HY2)W*5<,<#O MS>?2ZO\,39'P+"[8-*

*7#@SLQ!4[*F;PVW@G\7R"92QJRD?.%+[<_B,4I6S"&Z M3L1O^-),JE$N2EYTM MMB&A2JS7!E7!S$/*=S4L<"],B=8S/%MSZ*AP/#T=G7]P3,===>&)Z)#WB7YWP M&6_QA7)^"0%'P-*

5G2@EY!#(6.VL!&>"_?@_5(K3FI2GCK99=?O.X(2;\BU3 M0(NEQP,&W(7A4N_G)!:XZ]"^= .XFM[#D & EG *H MJJ8;8R$ _P*KY[PL+N):P6#![\ C15#\"))'*/)'BPG0*;64:&:6^PU7X_<:C*

*M$83L+Z6BBFQ**C7GE%9(7T^, 4PW^+2Z>W!!'N#'9*?-,r M+,L+V=9QOOOF^2 M+_*M#^ Y'D2"\|)0>8LP8UI,XA:,.5EHMLPX+"L/G#/^WD.K0#.'V6=(CX3I.*

M15JPZP'UNQ(A/@4YH>]WK+XNUH?Y2#M801"22O%7L$-&1!,?0F"1TT5/VN(] MAB.AXG;-RLD&0OZ%62YZJ<4ZI,W!9@HV$7>3-.?<1%ST+G@U^!$'9X3$U-0

M}\^H6X"+\BT#=PWJ8'O(*:ZWEN+AM%#RS\D6T:CS(=OVC"0"?).W3%-*<0Y M*(#FDI&86^-J#TE#!KM%P,2>_@68R)U8BVG@F?6&,>'"L.;3=Z#23IW!-5/F"*

*M14]ZUOWW0P/"3^&_,?1E!_I4=W^ZL?5:3L) A3&Z<,K(7%TO&;S?*9;T# D5(MGT.2R?)\->VR$/(Z26Z!0&MX!T-1^C04VL0$ZUUTG5IN|RU>5)!UGMZ:?*#L*

*M'2HF!=*G!J5$9+"4FRR,H:!)S,0#BS?]<_M',5G64;_^E!&OQ_/<[N_@./EJLK:!BR9-GT]VB!LY+B-]$%"Q M9-B6PUX!5Y]=^G*60_PJPM>Q=W+6!Z2:UQC-3PQI-M'"7R<$XQ995#?*

R\;,6L MTP8E,C[:U&?8;,I>,R$W&VV=F\[V9=,,9+LN L4SNRWR!79OOM)V S[]#)S- MCI]&_JC"A<:.83\@.V=R%$OCV%3;A6^Z,)-VCDQX:[+9FW+^YBR?JT50DCY#

*ML5F5EQL.SMC5\.7;&(YMK5]$0*>T2_HN\9UPMX1K[?"-IO&;TD)6X1.BW8J-I4:[O%>724$Q\.ES!.S2]2.+"1!31 ML]>#]UJEIU*NTJC1I=%N-IA9NT!XASS8'&QC(.*

*FK]YPYEYV__7S6DHI6QW MI=;*A*$ZR75%^\=(WU/+G((N)N."00O$$-*BJ&F?\\(1BBW2GAYM^M&>2PIO M%\6J+0I7>0RO8S5&E$>KJEC%E+-I&H;Z({=_#7 Z,AT:L2B$?*

51^'E2U}]-9 M$G%-39X!QR4/RCR9ZZ9";A SOBO# X,:IR0;N(X[#B!DP?;@$)'L4GT4?I%V MO7G2BGV$ E6@ZHDOB5S3LAB!5;@D&A<,1_-%89SH0"F[[J9$9B@!UH)-;52

M[;L)$DL85W%9:Q;OPB@V)*NJW)/B[2)TMH6?;XPRAL40A"SWMVBWKOW)@7TE M<,(9:()A6D1..QYX^4Q]2|>U 4.+/%_"XQ$N-RV(F0T7W]3Q?4@DW0#W9YW< M9"ZV(NHBJU-

JF4@&"%?M!8K$0)E/Z&.0A1I9*1#OD(^A 4O\"9+DJZ?>1 MNS[CH>,,,6-3=G9P^X$#,&M7K:S,XT%M,:>LZPQ^J'9'+;?O.AI$WMZ+]A4XGH&K17U>MHUDB:3WCO-T M2:]8S-===H_7^ Z_A'U'G!3(OQ?

*\6EE(1"_PR7"[MQ"PW;OS 1?ORSZ6%*9I[XVD_C;.3"3N/ M. 'W@0_Y,K5F$V@CL'R>C+N;MRAR7*]>RNH(K?\,UOI["VW M3T(-)O3'4(.]8GN0I.&F<6$]BK'9XT_2;AOY-*

GBOAX8RHT01$R! M3FT13M4;JJVEG/-BJ0612=@.V;%I-&'8_*X&6AT_KA C:;-6^-+:@Z=TQ39=]FU-'\U%E3'T;^XEGD=];$P M$B,7)KBHHKP7B%_<1YBDV&LN<*

|>"9)]R@BNOIBOOJXA5%<:F-28 _FQ3)C$ MGHKGY5W4%#]A>]<L4],+=GZ/QOT C?4S7T MB=H 53${2)/&AM91%$${B-MN*REU,0{*21X99D_UOD=9GRN)K-T++)GD*

*MA*L!EPI*.X6T -M<7 ZKEA'2[6^)7:3X+8%CQY?QA'S.M,4;E-,N>87:C_"- M-F#$X)9E514++Y'G 0$EH D;NAPY%B42D,N*CVDV6825/+6[&W_ D'"WKH0 MW&@F0-*

80_$OSJQWEPXGDPS,G9[42WG_#&/IK548O,R=/X5_%!5H7CEZ!FZY= MS)XA$;8%@__L2Q2$"\ 5AQ]Z(AQ-@A4[+7$=-H<1"L.KQ[_^PL=]K3.I0&H MFIU*YE=N_Y4-*

;%!^E.&]Y>KL!P.@A_S"L_9GBOP??A3WNRB%BI0+HCOA..G HL|8(>V%$ 9@:A5888X>]J(():UBO0.0T3$J45+ X49KVX+6PM(GOZJ+]K=]

*MPIGQBUPJTW!Y0H;D*ODK3A]:9\OA45(C"K&\+G)]'_%@A>8.OZN$/FHA_4:# MI^'M=DQ. 5?XY@HH20=|GHY MR >L2\9HK\G:.^'K44*SRI[(ITU%V=3N=H!O4*9F7?!>A8-?D1*

M1^#T:8[1)8XN"6&BZ4<6WE92'}44ZV]#", TF&SHAF MR R8CMUTQL][IY{3;9,_B>(<1AX?.@1BAQM&.]T5^Q8^UU 'JH60,2+#W4) M)U196>ZK%'AMTWKM-=@,TI$CB\|)<*

*M:8VC L^E#UU'-+,);+:,)K@<<-C&E"A3X *=$,@&U.\>T/!E2EV2UWSI:[M M=GE5V&AX]0FJ&4P:RT@QAM5^ZJ?2S5V&AX]0FJ'8+*;LW=D# MFHO(A\|%-L'3*

*$LD;9%W+>M_VRQP1BE"#2LM*FK9/EA> @%EB M>G1) M,>6POZ5O#(KYL[:<-f\/K_.)>3;?(XO]<:SNFQ3_L2I?:A#V+5:I9,^1*T;.*

M2Q"#R0]V&N+)\|U!"Y{ZIO/,_2KF;!VO%!P'^#9\DK.|F+Y_Z3EM#HF(Q$P_GF M49CAIQN:"=P^'CDX(-7&3&M%9_#B1%\>`L;HFN07(H=E)<-8Z(#!]PINI M&Q2?9]

*<)V.-4L7A8N,:+ U[2:2=34JG5"E[5>B.R(@)6W!3D:RU<24MD M'KP2D_,6G-#VR'2Z#IZ1ZR433HM>:H!/HZ.:>Z-*SA|M3M3:UXEEH=;@R2 MP/1D9[+8 >\F $F,^"*

*5H@BGQ+YEZ66GU00/-D.^!BB1UHJ#W*36G9\Z8K%4 MV4.H4?>(NJHR6=#;2JK'5F9L;X9VJE@9[SKU.(T)'9"D_6INRE7&O*?S81H*

*MKWC;>%&Z2>O+1_>H6.S;XA*J87B\P40+=XS+=*R!QD4\P=L;96PGN2VP^%K/ MDT+<;.W;7RKKL(KB"'!*;SIE5QP_:E9=; M=!'XX(ZP.@G2!2"JSD-FW'>QUBGG_E!,<43%*50@OF-*

J0E7>+2'=1O(6IAE9 MM&T3X&E,$YC\ED?,2_(_VY8J9-669F@L/+9XK*F>\XET9%ORP4MC> F3.(# M7=9'9YU3TKT"8$7=PH30AV1#4RVA23S$99.LG,;<.6Y+FL,#MUR3\=0%,R4E?

*MA[%!XA;K(X/W9>BSB$E#&HW&8C(AQ6FU*7XKS:6Y KBDU=KQTO1Y-CCS)BHY M0GANSHK%8HCY+9#A*SO0@,7AG/ !0XSFV?%2XS<&I\ SFQK*E)I,.^5S8865*

*MC:O7"M0=DH#C65N^)4R\ALF[2#;#.P'',_KYE-H5;UG'^@GGF9P@>G!S&UYL MJ&G#0:E67_O')IP1[>[R[?.#TI4U1PEH +27!@IG]1%$187Q*5G'/X@E]WD: MG[5=_0&C8^+, ^/],O)-*

]L^FECR;(/H/W9G[159.M?IGT69$O<_F[6%? 8FV7 M#=H2^+R4'D\DNG.&E7%O%_]_W15&4HG.YV9A:R1L&*B/N V[RV%* [:]!.& MQ#3,I)HOC-*1!) ^XTD)Z,C^WY]H#MN1_/[J?<;I*

MJ.':?[\4ZT3QGH,7O\59ZI'NDS;=%03EDU5-A[V0*[VXH"B'5S87. MKCVYD.! N"Y635]J?<9L>S8\F?/;'"N,6!V\4F2<8'B"]5Q?FRNQ)XK, (HW*

*M4'9%H>U5I.(I\4N(CWTF9'$<,*QBH(&'*1<50I-8L1CHO6I\49Z]DF9_3!I\X MQ_[\MHE[U\R#A2^G]CL6[MA6AVEGR^98"-QW;@8U?A MC-I87C(F1J3A%\66RRE(",;MJN 9,>"(SP;*

{1)_+VD6G%OV!S-><|_;!FIDH/ M-!??WK:RH=ZN"@>|?=1'A_>WO;0_*KY]S7,OJ?:3(XSIRRRBN'""RDA,'=2&XEC^8Q@E75 M< :XB1/4;/MJ$#QB7%. [(HA2M8^O+MT!ZOYU*

*VX14]:.38\YW1'K@J@-7; MV(MH9PI,-'E\&?1BQ(67+\|I5X")?<[+?Q*M^?:J=5<<<,"JN;1CA]+RYVN2Y M VZ(2(7O$"K9?2B!28'5Q>E,T>. .5W$&[U]22-0)<6-CMY,54M99=9GFL5FC-*

*M 8)%,_?Z_:M:TL0UZGX5G?:CGDJTMMN**1>CP9;4@OP?W(QU!= @+WGI MJYV4@W94:WS -=TS/*@>R^:ZYU=LIC%,WMQL$A@G?+&;%-JPA3R1G(U:Q]W;]WL6I;R<5$E.&*

*<7'$'C.'5F+ERV:0K0!-GD_7VM4/RG>_#G%']^K M'8^:3;F1+EYA$,FWB=@W|*884<|HQ_5*\M9VS/TOB6 M^0;J*#5'L9.#\8BU M34.<(^.[&+-OD]E;08C,BV(Q?-*

A$[H<%NZU?:%,0@S2H3T,/CJY8"^A^P5=B MKOK)>WE3+ 1P6FK@.U>Y]&*H]\KLE#R:O518F@B"P_+:!EZ0R.XA$:E2P.B|%,VF3MMCPR20W4X&[HBI3&:C7>-2'W/

M4YLDE.$6916,>H#4RU(& WJ0A7($Y8:9I\Q\ZF;%\.Z*?Q4',Z7'VP=!9)Y MY,[GZ\(-Z_M8%%#X+G%+.\WM&);^;ZUBQ.'G8WQX_!O\3G L:O '$S]DN K4 M\!$IZ@-*

Q+;!I5;_N&@KI'(=G3Q.Z]92E=.HP%!'M\Z,?0C>(W]N"D5$1S'@ MP6PNB@I%OYA>U.T?VYU"A5(E#]^G8^8?GX12E>=.V?4TE+\/]'1|8Z8FK50H M1WAC(Q-

"G'1$_M*$&Z\""5YIEN_TC1%8QZ$).V95=O:>L2<.M:.R25ZJZVE]N@3MEK;3P8%YG9@BJ#75BGI&+B!SNH.-35?-?>UK^+&@0^04 M'7<3)3B&*;G-*

*Y2N64>WKY,A$HM<9;NQI"$<{V%^+7K(1ABB>3%:.IH,01APO"V MFL_W4\H]MOMW*2.FZ[INMQ4JF$LR_ZY'(0RJ]1#8#DS#]GS_O#A7O^_$LAXKW!V"SN&=NU5,N+'''7E-*

'_W?,H(#6?.1-RZ .KD)3 MH2W3GSZ^*(2TF&C^"Y J5H>WH-I:%>8S73IL_W0O0>]JG=FI%APMC4PX9)SB MJ>]K+\69M0C#'V# 5'\|H0)?FBJY%$4WV[QLAP]HI/NR/O<14E/.BU=*

*MJK#(DD9=YBZXZ,6P$YXGEIU[#'VY \S1P$Q,@'=M%>?LAS(1,;9DIRG9V?.M*VXYRX.GYM=!T+*:V":&8\!W"]'OS05.]4>4W2E9^%;"%@E&=_1!SI<'AAI*

M\XZ$4FQ$.'KE7AAT/"1"5ZG0>(CUDQ@_N^]M1_U(4>CR9L4XQUSP$MR)10 M-)"W"DR(F/YBH7WC1DJ1HP">.YY208VD#^@&'VEIE,^KRT UTK@I,2J9XA0Q*

MR_TS5UFM,._1TFG5KF5N/R31HHQ%-RCAJ0^JT-D QU5ZX,+?I,.O"&VN95"_M)RS$Q8WH+N252@3>XD+U@1\'TU%\.@YAX6AQ$HDPS/Z32@5?:?0(< MSTY+'"C/?*

{"FX.O!=V$HS:);$B;8.NR,0K':!CI6G$XY,UO?I,X<0@LHR)/ ML.LKAG[D9\VYB#?3KMUH;7D0#?-3^'_7",Z**+"I-#$%V^AP#K(E$AO: M$AGQ"Z.3IVB5EU1JT)]3&>3EWH'5?I.31R

*jU,<((EW.9+AWZ9=DR/T'3+%B\ MLZ5;=)O,E$F4RF@.GMHHRLEL_K3C6L6K*G\G"TSC!@.6EH@.5LLJB1YDMR!A52]R,EM;(2S8@-W4 2LVZ>MW/F+I\%H88!^WS+;,#];EN*

#W(X1|FF6NT; M^/*+R(C*NU];1=5S8(LNPF>#QX_EH(%IYP& 8Q?3QY+7SX MWSDM\(P7$(C-^\&DZI[C8!4!!--]E&,$5MB:M&;020GCSPW"(T12>H_X0":T*

MBB:.T)X>Z<@\"HO1-Y.5Z[%AQ=EM<""EE.TPYT=[!0Z.7H#$W-#7=/6O\, M'_.C!Y#JP0M#':?]_(-GG8PYT+MX&7S9M2I9"L812-_@7%"WKX5US.@-*

X2<"01YLH>$<|FTS)A1OE$IB_M/8-F@#VSP&V70X,%O&&9PWX_'Y5 BG? , ^P*&<^8N!$@D+%*YR|+(JYXH'-MKT]5!:!TS%&\-(-NL-LV3FJ& MK;>,4X%;3X!52"=*

*<,Y*3VM7:EL*+Z2U>-VSYHI(/<"]8+8_XBH4GD 3.;[9B M%2EIGM9&T3T$@#R3B5KLA-&^]YC3>^FG)T?=WK!?F:'X' . D@-+.,*?C_@BU M.YT!44-GW22)-*

I5(YS#R$:TNQC/#E?!FV5^(11NBV =*Z!^8W/'3*%6[Y@AS M0E$=H_^GB^S-(ML$N JUM0THY83!O/=PW+TIBFUBV^<-:_IH?E,39)GE22%\|

M5PMYJ7TB.D@XB0(8(3H=B>]8WW/4L$\|_T--O>'\ZF,%F ML|G5!MN)E2*O&V5+YAT+EW=R#"]\V"9Y4MJD3XMYP1S>CQX\>L_^ZP5[Z LL*

*M#W+ZFI:M,"SK:4.NYZ^T>#D%M&\D=35D?!T8=O.YQ &Z/,.LX9653%!E (.Q M.-]5P&\H5U7:+N@W+UM@0>J#Q+<[Y!YP0_SHI*Z_32X<=Z92P"DJR01.81T9L MI6/J=/Y-*

3B6()NNJ2%17O>$UGKN!6IFWD;IY_@9+GQF.E(G*C'WB<&G PNL+ MF[')R,H.UQ8!QD)$+]&A)HBF%P+]DL<]9IYWVQ5ZJ&1[R06C8_[YR<".3H7=_=_O.Q2C_HEHLPP2LSR38

*C8.%3;W.%!G9 MKE8:VUW-,%1+%+!*UM8]:CDSODR#4,_"?"TCGC;$K,BC.<$\5)\L&)W1+S MZF-A]=B=,,/H*7&&^0"3C5TX@0N%[.ULR|A>.<'.TH^O-K.=N3J M!^R'"*B]SR5VT!*-*

VMH>I)\XK.U/0T-5 YPZ^ X+YX*,=&Y,=W=V*F-G,<-G M;[66\(2\[,)C'M@?2FY5VE4,LGF"N0@CC@:FV0M'Q'>*>FJ!?O4?4\J^Y^1 MS|[&4T]6DPXN*

*+6^'AR,"8CSQUP_OZ9NE+F+4KO,*Q(\CWA-\(/_LY4)7^_M]_GI(WJ85D50\8Q/UO2]X0-/03]H.F_ZG_SB3K(B=]2E!D/8N!B8G_*W|]FK*

M|@F+OK|DLD"OJTW"'VFW#+:]3]1#M&AKLQ6@C%;8SXIB?]&>5&&5_\7V>=VM4 M=2X^]SZW75SOFC:)WWAVF(K'&GO3U!#"$!Z2G16U M8#!X?

*2$P|Z$2+DW1;E^UA3_=;#O|\CD_%$Y9L7_EO3<.VW97AVAJ]0S M%DP;UTSE> 8^9NLR]*3RMW'7P:7*@!],Y=M&6_$'6G.SW\B?Z!:E)6/%34H|*

MR^03^&4H1IFG&0L")N0E3S+-1HRT3[.0KB!AYPS?S_T2XR 5L8/-GDMVQ?IZ M)0U('PM?H7!OVPOJO.O3TN,0S#]H71FPDG0T^U;4]|;F^RS59OF^1{BZ6=/ MO(-*

SZF6[RNOR]RAW'@JG3Y]CL++-YK)\ZOKLOOWCY[,G3+[YB>H\]2"%]D,&DM M[2IM_@H]87DHL99UN=EMX@32PGCX+9;<7#E_-INFYAPZA8>]2N:PF7?GN

M0@&BT49TMV4F<0F93#@EHC/=ZN,$FGO+&&_ZS7M$ZDYR7]U*MJD ,=+]8 MA05]EQ(PC^=[^)&UJQO.N3^(1,Z43)4V;67"..'"1.E5C>E-4Y.H6"C'#%)0 M/1(+%) 73;U]>,$-

*#G"C$VIW:)#@/D?6OYE[1+;*L'#A!X<,^Z!=H4\C)X;D M,.2W,Y?&RT4!R!*N\]MNL8H40C2G&T77/&>"22M7MC0WEK8?\A%PX4IH,%T9 M,I8RIPEC+)UAC#2.X4UVI6M-=2'-*

*P'<1IYN.K?DN:G=,?,ZJ$"#6RRN3SQJC M0GB<({U8$+.D!]E[=L+EQDS2IX8G]T]<\5)6RKIAV?96^?JE(;?Q=6K@4U) MP&E-*JY/,LQ)_##VSD RO2B1C]/JE1!?*

5{UHH(Z=RW2H^&$ON+I53>J,9'ZA(M#^A]#SLZE:T_1Q_O[BW;/4LC/)>10.!;#9^H,[^+RXQV9SRI-)LRT@8F825A M<4.UM<#B-N<[W:]7[1,X,OX?

*>V_BY+:1Y(W^^XA>S5J*8-.:\^]"THPA9EF?T MC6UIU?+Z3;QX\06:*)Y(8@0 '-)OB_O4OC[IP\6IV\)\LK"R11*$[*RNOROSE M00C%T$_EM6B6L)1C)2%DB5>E:8Z=D\&A<6,)"P"G!*

*fY6*1C288[4O1L#Z1I+ M%ZVF$0B E)K8Y=^9B77'':T,Q1S\LU1HH)0)DFYX)EE1Z$):.=|@AAVE@HB^51 M*.B!QG#BQE$@TP3TS&4_'#UW"NU/Q0*

YA)+WY. ^1G_BFO)2I_*%"+'.)GA='+ M%H6+QP0Z<$_]6.D;&'_"Q@XX7&.EB0FME%E',&(T:6]&!,/*AT:\ZHLHA!G^M@%Q"9N@3N5[+8^2^RL_N$MXYR-]{6' 64*Z!=X??*

8I|@0TIV(Q)M&*F$[^%\1>8_Y)P@[1#-G7%/1H=DUO)5'X(_B)75&'8D#3G^E:HT7[>;5:KS]&77&C2)2(;0__5_9[@N]2;!]9HW>8P#.4-_MUQ0MZA2E0*Y-MG{)3N?/N;-A)[$D-*

CTN:$T,O@A7E'""0+>L;#W1:8R98U-4=9P5CH?O#<" M<4/FX!DK#F3G6C<[=]<>BY.)Y5WE"2+8:&?!FET+V) ^LMLFEN@U%*P;9=U\-M)UL5#O6+,K.G^<\/,S(#S\LJ; E=V#+-*

*N6J*D^C,.NN"DLBRC>[]DL,=RV)!A%"DNF&F@OUHSKUQT[]N:U3?PYC+G7J-MSS&E_AB%@KI&84.J$+\] ?4IM?QM.-%F890U&P4RL$(W=\1#$?F)P9A.36FG+ M4XH1)3(.,%4?*

*P8/P"C=[]5RF3"<@!'Y4BCLFK("USKOI8-67/>..LE\K">NWMLITRG6R3-CD>BHUOV9Z72O2R7%*2C_?-S!G]#A,%T^ MZ=(3_,P\SD?FVQRX5>-8.5@S9KXV26$B"&H6Q>LZZ*

*P70%2R@_*D^NJ6LM< M&\K+4PN|BW/"L_%TCLIEQ8>%*9;(OGVZZ9.5*,UYOARM%K:50C)*5G;9:\5'-M%_H2$Y04_U!73:O*:\0,H9I_^'01248T^&%VH1"'O9$|2 ER3WU#&P_7|?1*

M8=4W=DBQ(%)6P2 RC=0.R+V[$Y*ORN_"U"!:UFS8Y1^2DV(VO<76?N$Q=U MWY_@S3=>F7!! "X2+QBX-G,LL(C*F<Q6=@##*VFB43#\,]$?@Z,M!H%+H3.K*

*M/X$G8U%3=X$#/TG"V2$F"OZIKTWH=EGHEMZ%[!.@C-%ZZG1OX"=D/?$^&V< MG11GJ2,1?9#MAWZ"Q= 4@>ZTVAT#-3YU?0^X7OXV,,0LI25=S*4^MR!ECI4E MG-*

*+RD."W9&&<_16Y,B29$@+0 5 MLA%,$H6-&8B|(C:NCB4P G?>L,M>$/$&GO%#]DPH/8LIE9G*PD)<6RE\G'V ME.FJL#!*2*E^BFH5O&87KW?]5MW.6?-*

!3)0OC+WP90&26!'#4EY4+&- [O0 M>R?I. &[R$,A\PSOW?";U!G, W2QRU92.?J//HT=^72;G0[?6>B[T.0V(QR,Q8!(Z#!M]_Q MR0E=ALD3@U?R:%)@%3O(-[Q]P+,;T?#5"%$_ !KJ-

*4.X'32PMTZ@#E'H=X46' M\DS*RS6 :0@ @ANQN>2!6H6!.'O+.G.Y;@:NTFA&6&G$-,@4L=@\:J14$\.!3 MG@0)B=D"U$D&F8]HX^L+.QL/F. ^ ^*#WJCHUOC! Y{U]O@H7F4R6+*

(@++>R'9$ MSJ1B>,4NNUE&C%SW9S*)$M-G"?32V!3RA40JA9WU,6:[X$-U14(KH(.86+9 M&:|$)K'&G4GKXC"N*

*M$RJ2V5(Q83G2_JFYZF[D,%30'R'E13X@9DH*OAF5P/)5U#/K@1{=->Y)%?P. M,F93]E^/93O=]LU%8_M]3VG CGQ0@YFSK5",KFL:= #@MQ1'A@Q]'5':FNV)Z;NHV9.!,)]';*

MOADA(^OT M?>YG&T@O,ZFK0B<,HP8,I0$ANQ*86%@:.]*^?M83,%TWG"U=EU0>[(15,,H 5'(;%-9545!32]M6E@2'*DZR+=?$2]V'1)4F9(3^]T!'6W%0C)C;,"H>

*]J;%%X+@S=.53X4Y@-MU"R#^"94(_.EY9GSS76#H'862@8]8*R&@I25],K(@GMTF'0H";-0Y#45R(A$-MMH!7JU9'Y?E5R@=Y0\#4]S/PI R\?IV!=QASJ3/P=IB!^0:2)<,LQ"61@=?*

MS9'146Y=2!&GM91$]Y1]LK#1[2A4(S(HK6RY%$:I[H*L(D+9Z]:BP0<6/ M\ MF25MQ"!5=OJ#$7VP%H+11_KT&U[?OX$F^5RNY MJO%$0-F-">'$$:$H830S58F;Q 4?[\B>>"\]
(5WR P,*)N.QR^<,6Y&P291R*VJRD/U9;),-8W7/)2X +KH6GHGJF9O(O#: MR4\FF0L\3R]OZRK[3R)6T$YMHSU3+<>,B-"P1SCOC&+$<^42F,. M7]L=XU6>B31-
_>S>F,3#9Q7@<(3E1:E-9V_1W,T?AO/%%DI)R:7=VH54UH- M'PM3Z'[/Y-2HTKFZ%SHM_-3"/%0@*^8+N58;-!AD7S'E>(66YX4?&943; V#O! MF^9H'O)%
<<#9RBXHL91[@V7OF*^;MYE21R=!;0D2A/J5#AU8W$"BN2"*?Q-L M#9(IUENR UXUN]4#ZO0Z%7^8R(BJKE\L>8KCF@;-7 9',]W\!H/9U%^VSM;* M%^1ZY 8N16:__*<[F;[YN=
4"I[%+@*R4T^N!V;9Q')4KR82MA/23=R47A.) MQ(!A,D1D\&5:9QC0G?UGQ>SO7-CFL7N/=*%LS2(U83^$&R>$"C]_AA*B!W7JQW9#'OS9=T=A MQ"V0D5Y_$Y0R8S'>7F^?26-
XN3F.U!RWXK>?1##R9Q/@-O K/<-U/XL0^=AB M/\5P-2-M<)_[/HZ2Y%?W_I DET>!&5T49O5.MX GR9D>J>RW>S;G,ATQ@7DZ MMP;O\2D98$U7Y?IX797N
;HJOU($^3,C5V""^6&>S'40;23&(49$"EPYE,: M?.#Z'+/#A,4,,/;4K-H*^C1 QC(("B7(4V2^ D6Q8:&U- B.BA!K4M#+5OJ& M1.BW8+W BDRM9ATN!?
YD?"7"BVB7$NMG!%PYM+HB,: AHWFI41S5PU,5GA@\ M0!T7BPF:] Y0FOR&4$EW[A!;[9HN(LOSL>/3R/3KM;4 MJ%F<@%NJNU@)*B)_MW?=>W6(NE<6-\E[["\
(QH]5YIC^^)Y+&S_\>T8MN;Y(M(-8[+'7D,G'P_-F:I$Y@B"P8.Y]M3"A^UNI&=H1*_5.NRI/2('PN?&/K&U_T M3VS>2J0QS=8TU'KJ8\-C)UE,[J/ (?2/UIMW]-_V&^
OCU1O8KE%96Z/;$Z M\+:O&[>MZ\QL9+T^/L_]ID\]W+(\#O8UU^!60P-S\FKB^'AU*[-'$7>"42N9 M30D4>3&O[*G%^6#2.1(DRHS<*D:D3?
JXK#NIN61>V^OY3.NY:GGN0+Q!DDE MBZ_Q]'W!4<'=:4"Y?9P[LMO0G"EP="6-8G$2<=*4QX-9-=@+*O1NG1:KAKR M1T,_L%L=K-$-T0:6_:(;!^]DUC9Q@P+/\QP\F3[BJ'$;%
SX[R[59B>* M];98F;7^X=ZKO7'W]=/[?SB?OWQ_\'Y_.'++Y^^_/;N=_C[W[Z\^_SWG>:J-BSYV 1K$['?-=(>+VSE41S63&?IN\=;8TA.R?4H9Z8PXJUO' MWX4;P"O?
NQ(+]S<9.4IX6)&4O+%!J4<3OK. @7S94-L ^ ^=%^!VX0IE'H+# M*0CMOKZ8P.-J/X"S\Q1PQY+,U3788PL^6\-XW2-(F;RHT'U3F5<8_,+NF(C\
MIYO+#Z,@8+Q19E&0F!@4A=502O(#>7 R&ZQB0$X6I1H:5@Q^DGD?#SQWJ1YN M2H(>?S>CUD!W"$*$:::XXY^C*%;3?WSIMY:&_F3D)/'@KQ?N)5IH[5:W_7]'
M[>:_IJ,+8*CTKQ=7-]V+?(2EU9I^?Y/U:'#['S#C9^ &\AWT.OY:!A*N;FZG MWS'JL-F\+3[+<9E>1DH.M8[GQ" D+H&W G>:B-?J+V\\/P%+:/':#XE#Z*%M MUM'O-V]:-Q@326/X?
T^]6(9+FL!Q/Q8_[_2;5[VKTJ]:S7;IYU5#M>&!?OE7 M6PS5ZG5W,E2_>=W:S4AM^.)F9^N[[NYHJ':ST^XO'>I'8@AF"F [9.B_7I@# M)%W^URVG#:+PQZ?\6;_PL\
[T._[0/C\8>LBS.W/Z\QM*K6WB4!]___G#__/A M9^?+AZ]_?/G]SBB]U%N;:KO=LQ(JLY0Z*#K_Y"9B&UK9/[L^"PZK^O.?E.'V M@2X>'TO)FCDS6_29P!B?D*A[^=F*G91&"QHY\
(!#=\N.HO4Q';#WLGSH=WWS7';G/)?=/<]E M]S++7J73W,&W$;4MOI03'0R$& Z/2I^I'->O"AC%OOE;LO=;K/T@=5FU-.]L MMMMB6^X=[2@EOK+O?'J]GIU]1]
(NK>W#9;U_NA[L9VS)#^=U1VC'7]N)7YLGK))V2^ ME"SV6(Y1J]^\:6]XC,KW]LF$U!%3]^JZ>;.I"JBIN[;IW6W>WM;4?2KSY:;9 MVU3!UM1=U[%I=9M7G?
U0]QS",)\Q*^MOF)55!U].V EH=YJM7NUB/97UTFU> MU\&7)Z3NOAS8,Z!NKU^'MIXP<-ANMC>UO'<9?/F1DC$WS0P]RY+?=I8<^5++ M]8HI^FU=3%'7"==UPG6=
<'F]Z]W='Q^^.)__^/+^[^_N/MPYGWYQ/OSW'Q^_ M_M.Y^_#^CR\?OW[\<+==,OY:$!N9\@EL);[',AU.L9=E.K,)S)\:WO@%4$ + M0UK76TQ5(6U#@BQAM6GL>@QLW$ 6]]-
$U2XFIL0MIB)>:F=A5[7=<8,;6=+6 M424VNACNW2!U/ 8%P[\-2#4W>G8$]>$IA?B4?7.I9"B<80TK074B0"25\F2J MC=2Z9$VF <^V7F[W\UWR7JH"N6WT6IW&[6U'OK"Z
B];%'$D)1#=;K-[=;-1 M,G[UYU?='14;=&$IR]/Z]S"I]^;-=>?0)M5KMEH'.*F;[NTNJC+V&@:[W6MJ M])[C8>LM_BO)Y-^53";]>]?E,B,\\(R_>I,*?8G_0.1_6%28-P3 M=3Y3D>)G["4/VM
A"BIR2I@,(N#+SKF2C1B-Z+$YLSENPE0&BP-_^7EV'_B# M8$$?O@M#<* '\"M",7"B6.X(]2])SI=1?W._^Y/9A(EDT+R=G]%N82+]CVJ0 MKG>AP+$$ $B?
N8NG'^*U/E)LKS>G3\4[@5+G=!]??CK7OIAZHO>/(JOR=' M7\:QWH:4AX*VY\:UZ+*;RIOZ5<]_([@LYO.D@HW>]0%<#FZY/8_>DCW>R9?OR(O'[,+:U-]? MLF_[
))]:UE0RX):%NQW;5?],\E+WYN1=">F*>%%.H=IQ)GY=5N/-N%RF[2Q MV#[>),EVH]-K-?I7FY;7/4$6ZI8;].A-.6+!7;;$ ^>W[DVS?P)Y;4TJ*5! M+0WVO;9>9]/\P2/-
S]^;F:2P2@_3B"M-NZA#<5M0LGM]W6BW#P DH7:_S\#] M;G?[SDI-K65#+@EH6',[:NC=["OJ>%D1$.7$Y[V4'X!#;.K%K9T\7#'8V/?>/WU'S8;M[NWS?Z6F"*'SL.U>#I9 M\;0C-
7UX^U:R78\HHI1+EWT(KU<7(ET^1252/BVQO!#)RL9_CJH;,?&SG7S MFAK:? J=_^.&,^Q8W:>84K>!3:A=G>M+;:FI>W2$W5RBH>Q-'\6),W8][+(;
M1]BVV^6J'R<6JJX(FU9C8JKS$BN)+G#PDF\O7CF>2&"[A-=PW$F$W8JPTQ[V MFZ'6WFD$3WFS 3;7=@1V]0XQN];S@YGL+(>MJK%@:1A'$\=/L-!J0-FV7.=D MM8OC
J6'F%>,;7'DM+A=MU,Q:<>=I>.(B\AP8/T]O'0VQ2F_MZ#2E9+KG;-R&([+'N7X-^P9GKK?L:@,>VSG.T&Y:6["GI\,8L&5:J$'I,=^ M/L[0_XY[)&(B"GZ))6G+I^Y%@GL!R99\F=
(OF+D[X(]A0Z=BX_]0;&4#*

MAR15O^3&A)1J;Q_?:'XTXOI==__? M+P+& O7U_^W\0&_\W)K\<;,1?^R/!6Z.A 5^:^ N9'ZQ=0,B0%MZDN_*Q=_K]FFDVZ!D" M)N-
H%GAH(L0"#$4_Q(:4_P*KDDAG6ET"N=#Y(H4^U$1.5%-:-C9 /K.I!1HX M,IV 19"(.;5EIK:'L%.R=>T7,8VPABUT?HEBR9'MUN4_T/[PL3*?OD83Q?5! MM ^C>
[F[6401=]P&=;;^5WP88/FC" !:(.FM-$-^Y>Q&,$8/K5>';O=A_P!_+;^$?Z U,R*FQ)F&ZE68V$HOMP'T:NH.4,1/\)!!-&4>I[BOV'>+O7@8F:@EZKE@5\54*=.-5$S;60J.'%^E#2L
M(8C^BB%@7O)E^-4 ?+DT5DV785F(F# R+,?>!_[DWNP8?N@).)"(#R%"^%O* MK;CY]V/AC23=R%WB#K3DN+D#,\APF AV901LQH#E)' :2!"0![,86S4OY%E MI
RPNK"CLS/)DE\V*N4QJ"NN^YU^V #O#MNMCT(061Y]+">;(/']R?TL3KBY MM7;QY)B*=V&:V)T[&2[HX\ '!O3PBRPKFDV7B2'.P$W&S@C>QCVHR?N,M I0
M1S0E!@QP>X$PU.N6#A@,A$?='=#N2%*RUZW?"",7;OH'N2_&ARGFKB! M6HSV>,A@32W2#=PIZD(Z)*BW@(YR;DCQ42SEF-H>:M#K4W=?
>:C)'V2^LGN91+_,I8:D@DTHP_D":G@(+*^$_>!3Q0V&+;VC:WV,I\< MCYCJ(8S2;1!'P!IA- $7UM4R%EF=];>D_(/B QFPS%W1)9KSTAF.,E)!!8! M\ :,
[G]O*+8T6DLNE28%/&AP6_G0D(FJPI(!X8<@-T MC-!,483.E/\=1 -ZHVJ1GDAW&&CK&RWA(N,_1 &$6:*8JG$5MYH&=^!E$[=UGG M(%9'N]_OPZ] M3JC(+H'+1J PRO0:0!K?99'O?
FG@>T_G!X>Y M$R/R'NZ43_?T!#G<<_0QE*" ,5BH$I>0'#H+)9!O5#)WB*XCD0UEO,,8Q@E3 MEWQ%=/G88Q%! $_+T)N*8QCW(7.F,L=(GAXUK'9C8$'7GO*"Z/O\:]Z
MKNA@P:.NBJ'(P,@:\4ETXTEAD%^/P4JZZ<15\TVM/ &2(_-;4-CR9Y"[*P;J M/X.4*1>[[TS P=G?/>/%V^U]QQXY%KN1]IFQGIL$GT+'5(]W6@U+NG.6@ =G
MMH5'%1U$A63+$1KXQT\?/_W/A_=?O[SC0TT0B'B>?$]&R?!'+_KM*P591K<$ M;C+F- $K\B0#G8F)56(P+1]0S<9B;7';Q 0 5T8MU#RM\1O67.]!1DQ0X,W' M(,$7E]$<8Z#)[!
[F[:,0@L?E 2[.4TL:&=@3'%CW^8/8H]04+0EE&DE*KKL= M"QS-?/HIYSW8 9<,6=D*E9/9)(%ZW9.J8)143)C#?@[Z\(*+; MGUV\TJE5V2_@S;%Y=^KT^\W;Z^N_2!GHQX4I\#CR69@
AG_1?(LJ%G?#,NH> MC7\=OL:4+YF=%DOQTFL"C2@/!SR#V81?HQ\ "VSJ+J1Q.?$O7;K'!1-19X+U M4[Y%,PJISX%ZLE[)]\"O8126;S1WE5&FA[%G?M5TJN7<(\[D:9_V;J\^[<]^
MVH'HY:<]]T7):;_NWJX\[27CK#[YW=[:)__FZN!._LZ.YTEX7"DGS9")N7?7 M<_^1XA\P'H 9T@\B9.#F%]>-JW;+]E,(),(3@UA0SO"5]H+F&"FB< #Z1^#Q M8P(SAH-
R60\ZQX$\!!H.,^K#R,'K:,Q)5CD#H9Z)#$!5O.)W:\XPLX"2-V0< M8W74C._*P)'*A35@&DG:;#@"U<0:6,WGK@#,4NM^'6#;GE!U&"CE6#!,1:A
MEV7NL:,PG\M3DJ[@4((Y>D79^)2G=J$)G)M9M!2#0)V4KZUE'LK](D](29Q" M/$8'N-3(!LBN#MEI*VLXZ0[7+94JAW M<18.W8QE(1J_)'B?T3WW4^NURK
M@TVG8/Y&^%)F",]N+MQO(E8)G_#T^[$?NCR)L"">UY/.2WMU"ZUPE.U>I6^[_TYU)$ 6-C1>M!N=VW[! M8[?)%IHGT/8D3%?] &I0_.BJEQNC2U\AR:F^8\HE"<&"
[3XYGG8!8":\S9P? MC:GME\74=LX]A\4(*Y3&0Y4,VRT,2Y>)"9I3^*D?TY7H S'D4C*;4'*^_KN MIRK5_8M0267.3WXD[29S)CCC?(Z9'>YWE>Y?,K5.86IR552LX#S .R;EGGDR M_-
L@9/&5'E,TC.63$4:O#RHNB0(:)LLK_566\ & M='#OW< EVY%YH]OIYWGCJJ_9)<*!W$6G]K'V_RFL(TI/ZIP0S8N>Z8;A(HD M#\?YV;2[7='GMD-<8R,%<,D%@0(XMTTC*22"
/JH]!AURX[1OB_#:B"9&DCFY(%D=B6DN\V_F M.O/E-C)[@YGV5JFUZIF";KMJ/7JN2\%YI)U6I3[H5.M]XC/CFBZL8%&^Z-X8 MQ5QV1LRYKN"GPU!#^_.L/G&A2\?.;]A*LE-
"^$KIWCM&Z5XVZ2.1[J53/PSI M7CHUF:!KT !@0=RIU+'=O&P:R&P:<=S')H.DZ4$?^[U>U.$V?%3.-QB=JKK_ M'4,92)^(KN71[!<"*&$IW?A8#V>U,.FV;*&VE"C%56YH"LOX.9V@?
M2)VTA)G367UCY8FX> @X3H$A&39.0NR4WJ]&ZKH2]I MTW+B^Z9M=I#5.EI1]T+OGHSRR/ET.)VVH87\. K C"8>8VK M;Q6B4*OK[,EE U "$9%.I&QE&@J-1(F\8W@2EY?,
[O\%%B'AM@K;S)/)'^"% M@'J[7U0X*[7&>?NKQ.N1^#T26XJNCQ82B(W]\&6 ;/_Y'[>=]LV;IX5E:SI_ MCGTP0#2@G$I-NI]Y(R&!B51M]3W##*:QZY/_2.YKZF,>?(H>#!C['B9 ,XZ>
M<+V% 862M\4)^'')3(5%3U3 (E)X2":UX0NJQSW'O$!*?L(/%3Z>0Y1ZIM8 MV*A26,>,H(*C<274$S"VQFNBJ4N_QBQO D8>U1=PBK^\558P92E> C*E_0&#
M,6%B_DCAP2DD)@.]57(_^3QGXRP3AO)=_'*)&NNB3'4URE2=9E2G&=5I1N7K M?1_[G$7[SM1:?P:7>*"DX0>8'=I"YP;A"PIGZIJB_-**\9(B]@Q\)566898'
M@V)B>@=\CT5;.E7YC^9=4T44,6JCL)=)C;G?A",4_=EH R4XF5I(1R[%_#@N M(RU"1AXQ"=;; W88*&CGGJ)*/OS83 BK^PW@B+%N2K2H/>]],'W$ \=!& P9
M421!#EBZGU$3K;6#TK^G,$D46E3Z 4=+4N=;&,T# 78.6?241 M# .PVB0P(5RY(6Q(-_+XCS)JJVTU@Q:@)XF)-F&& ? <+;">SQ,P7;7@@3IR M_A (:C;?S3RLAI4/43Q/4\ F)YM8\-
,4W0QF"J 69AD!OVE+287&,9J[!P410QA6B:"J%L8F MM^#PF)'O992 8@NE2.E-3+'ACTF82K2],7C(A ,(XRBPO8F1F$[KS;N[]_BP^HQD2"IU# MO?OP00ELT'
",0+NIN4UG.EXD1"W@WZ$ER92_>E,<)ZA ?V.!8;T2,HAHE6< MC/TI!F?AF".+13Q)%3@5AB1#OM/7:\JN1+9Y04HITM*^Z&!VFDZ?2-DVX M%"0P$
MQ0;RFXYQ3KQ)84>*)NES7H;KT+09CCXSQ0G>M]/@7C0@.%B^RO9C>QASM'.2 MB]D^NYDVPBR8B0JM?B@;"9@/J9V'/*N2S%8$%H\NIWBRMUFUV;IE206G9&34
MF*I*:;]SO"F/@#%1<-&9V>K28S3$T<4;"&G8)Y*K=2?6K&88>6@7Q%@SP38QK(YZ2:X%PSPR_L=U/NE;%,)+Q?K#(;L:4! M\(M,B_RHX9RU46'LVLR4\1X"5L7&,695S$_&D-"IJ=>;J
P!V[I*)P\/)]>9#D M67R0>7AJT?R:!A,?9?TE1P8FX%+/^%J3,K;P1I'B(]IDH.LK2\)@[A#W>M&P MO$;H*,16)$B(FE#:,U16A!(]&O"5E89OS.]*0RF%3)*/:N"4F%P:DE^Y+[7Q
MWU0,YN#&97H3LGVD.53OBSK_J@V.(:8=!G$K7G?F+@9I2I:C9%!3.H(;@,.F M#QBQ!H(@H^08R:").5I*.Q8L09D!67(X&Q(R6H$N*W- VU\>;:IQ,$KU9$)& M8]9F,]!BI48M^24!-
H_A8!M#)=!T*V=K(G%:]: M8Q,*5*, K-I0=!BD"&.6VY@G0W-R@9Z'?7 M#E@I8U9W?,A8MI&&3TEAQRYG4\O;A8WYT0I:F0^D7K%A$:PBMH2TK_W]U\"QWV*3MC!E/B=41
M@Q1G*-T2C@#SA94LJC83H"Y9]CZ9/?*B3 -AO%[)V?H#/"/:;[)RDR@""T[R M#).8.)Y!MP%8ZD"QGY# UOC^QEJC),-9AP=_B6++T"2K3)VL*GW)N3]:_14C M2I'1Q^51)?
CG$MUF-.5*+9EDV3;CU2DFIY/!+&M%Y.C]&+9Y\#W)VA4!DYQ: MU"$Y#I>;.ZHENAPQ"]Q@0$WF9,)HG;]CY^]NFS.JDJ4#O4-,N=SQ0REV6"^,XXWSIH;0'AO?*]OV.'^8- M=[[F"
LJINB#^?B7B#KFL-+ANXEJ50%2N,H#/&<+X)VC:"BYQ209!)S)6S MMISG+OF "5W\FE@!RQ+ +&#=.(BFQ(_R(HT-12Z)!)$3Q6)UMP]\]+;7:3B_ M"DHM>GDA/T$H[P^R_U))
[$QP;@/?CKC%V38=W?,_*D-GK[5CMIXT]B5!;7'P2>.VGT3F1LCZ3]SZ2PI,VGM>VH2=-.$5K; I#C]!G9@ MJ%JZ.A>3D_!4$0[!R8(@4KVV38-ME8V(!)LEH.X51551N94!JG+)0#K/X!?9
M9$B=B:8315D@T 5\R8LYZ"=7JBI=+?5.WCW13K49%)CJQ?1GLB+1J),9YWLN94[:K MO()DN T3&=2 MFTD05\Z-,G>SU992<)"+]5F$E(ID&6A^0IB6=/E.5Y-
T;R&MLTQNAGR96CLO M6X=S%1I+\H.CO$=]2N235O*=PG?-W%VA M#UJ$A:A2\)(B[5>X'16"I5% .. MX0)%HVR\3$&W*J-=OE_WH"&QB+UGU1 HA 8BIFMU-
;Y^NA"AC(T\TQK/5L!L MN9.4P[QM'GPJHZ!JYV)W(E]6,F&FQ5J?)U'5IJYK?\E'@SAM^!M8ZS4!J-3 MR$TQ19"#\X6^0[E8Q.2B.E9"M:J\S[<">)C,&9H M)\F#=!P*"R!CCE 7L
F[S$MPG?%BBG=ZJ;QLXYKF&9M*D@I! MAJ<.;R5KV-(UR4IM9+<1L-&4Y1:1O<2@$MY,IQBH1TS8+)Y&M-TT\Y@KBBKH M7+(&O4/E:Z!=,-)-[\=T!I(V&0O/&@J-,410H,.=G9?
2#I*6LO71FLLG0U2A M#%,:LE0)&6X'&U?W8FC8JF6>*SK*@PP92+OP<;LIP9PEJ"%FW!545D\JIEJ% MQ])T?B6#.+>?
LV2FTFB81S('W:AK:5FH.5A7710;GMTGH#+Q.9J'^KF\7#/H4[S\["6\JCJ<45*4S(=&"0TN'^>DNZA@%:@C!C,Q6]OQ[F&Y)%.*I4+!CQ9'$R;#F M6G;F-
Y^Z@=_,6=HFK\+\I'*!GE"MW#0<'\ZGH>Q9DQ<>N N8@;Z%P:WY(2G, M^N2]X17A5:W*&Q+F0Q8>R.LGG7["5R-K^YM2?V8USI7I\XXN'P)BJJ+Y93]D M[$G=
(T#Y68G$!:K0$QA;^UFE]WR.(YC9Y=W8I; 6^?(5RZ5;B,QLKM>==F^M M:3>==YFG3!\EJ2C6*%Y-E @B"B!4*5F"<%!D60Y5^)K[)]Y@W,.J5;\TH*'H M5+
AHV^1%)O\H_G*B;EBF0S*_Q5Q9*^YG%0-_G'WUOZRW5J+6NPEF9=AJY(K M^T%0N0$ZUD#,AB4=+-F 5?(!D^T'Z3=RRGHBO.A:Q-";[#-)6A0OO(H-@R;BJZ$Q7PYEB1KF7PZY&
[1@K'<^?,4 AUDDI'54BYC'U<895=A0QL#5/R11< M9Q1$]U0EJT)U])*LEU]\;_G[P&Y&RSB4-5GJ;0V*#HY(Q+B#;[@1+S*)"=RG&F!Q368LR=B^G2.4@
MR#YZFED#\IP=HZ\;7$)0DI7.C6_5&5#43VF&J?H6;GH)R'03&)G,68>DG6] M379:+//59)P,73]6>2#E 4,S/;,".=3:T<,7N28>.PT:WCYIS!!W,XT0VQ/!
MX'7RBQ(CR^;*%XBF[)*\6N>%Z<:E?JA#O"^RG5?T=&VX\A>=[&^R@W14L2"_ M7%=NNA2S0 KQ5>M$.HTO.J8UUXM>ML5VJ/PU 7#AOD#?[/1
MHCYKM*B/!BWJ'=]5[A7SW.2'H3Q8%^&*D!+(TJ:!,0^;BTKB8YW3)8'.7F%-TB7OTTF^*9H-%QHB2:V-. M.+IJ_8588"!>F8TVRHG+#QELD0*X(;\DX*Q%['*!J,N*,;@*N5%<=&YW-
+ZX M2=\BLVCN)Z)!O6ODKJJM+/S^Q.792D-'WX582!?NA-([,-?/H$)F#S5C0Q+: M3/9\YS?YA\3F@E4[KI2?LF0G[B".+LM20Q/,\G03/C.^C"9HRYM. +8'T GM
M(GSPXXA=+\JQ)Z=LP9@4*LW/E/(E;^0@E[H_D:2%>K'5/994=8,0]>4EAT9) MM,HNJ%:3E?B0@+SANR0*0Q&\,>6VN9?H3#X+L:IPC!1/4SHAI^S#V@BLO'!Q MSHZR+)$)=?8_&
PR8*=*TF-3@D@B53P&X?X$SLK'H12+)@VX(%BEM-I*L.Y4 M9H9E66 9M5@M4;%B0UD(\!0V2,!]X#QQ"2:0!8IPS0/68,3I"K16540@:E[5 MCPD0R@T7#:
(1OTFC>LFW@<,B[VR+8B9K5=A@2^J-U!U-"(^A>0VA.<$>+RWH MZZR-8M:IAJ&.@\H]4>"M%19*V?YE"FT2,6(&01% !45@:*/NCN:E/^1L_Q'H M7L+LUY4GLK=%\0'F+$8ID2$%
(T_'+@9]X$0PTB&!7_)MGSWI XT'8$P, QVA M=RFEP)#^]^;9ZL=* (]R7;!Z#8>C:Z'@"CY]+R.A!27LM-HL37A.Y%1(=&5G M1MW,IF-
,,,SMF#PF*EG!4[4@_&/YMN0UW;4[LEV[OM8,,&RI;[EL*$S\P4@0 M__5)KL^QA.*_N/;&G 2)U2TQ6G'?9>A3D3.ER^+I7M;,Q[5BM'+%R@BJ, M7J'ZA!;'H,1D:D '!F-V0N;
(+^?;4U)TA4YNLF/GB'"Q3X(C@UTQY!UF/7.[M0-U;B6Z%&2TMKUNY;^9/%>F=^&!^:] M[8SZPU+R^,:U]Q3XV?(Y>MFN89O$H<[:]G2LT%(Q3"-/5#:X+_NKH@,]@08 M!=C =3
.8<8CNCW" O+8%RDFPV-#@,MQ-&\X=-.&YTSF7FB(0W8&X$UX/: O M:$S&E\D](W I7>Q@0\K^0)G9PUG 9[P(SSLE6'[RXEA8$(\J8T7&23D SEBZ M@OR=&9<<2MV M0%-
;0M]+I&9N5V97W%361#8=YTXZFAAC:\CJC[7F8[98U?CIK5:_)>JHA"S M$ZFA.:&-\H-T3E]>?/S\Y3_!\W_S\|6KD@6MM0J[:;,()$=FJG&_J_!P[/^>FSL\YC+G4
M^3G'!)"SB?)9+0SC:.$&JGBM5(K_J= "T"L'S6-9!.JGF,)CBI(R14[V';75 MG$ G=,:>@AWCEVC(T5$L).Q*=KQ<31^]-Q8#X6.5(XU='*)ASQ0#9MF",97I M8N-NZH=I;O+&I326AY
HH]#4^N0M!\I*MWINT_8(+]O+R71_RI8$8LY MOT0 M^TK3P,4<>SO_AF_V@3N:V(7=;MK$?81D/JK5TD>EIB:9[DW:6F__%L]4E$9 M]]%4 *P9 CC4RSQK.\D^8/@%1=3\E L<%
(NRLYF[B21_B.0\X=OSEIL)200 M0M678.P-&7J-A0*GD9 XH:X[Q9=G6[?J+JYT5NX]C!:I M7J+D&JENMQ(>0M_79RP'=4P+DU,],^S>9;H_$[F6!AX@"P;O9R=TUF[6GT+U
M1256!B_!3Z,XXR17W7'3F>,#I*_#E..(W[M=FI&8(4/=:4\#>=3G>+JJ=POM#U+]Z;R0KKD^AZU#%]7R5P\=<-*;Z1P.K>2 MQ;)U+5]+)31I!CHZJ<[:D;R?
>;CP3/9:I")^S_@@JGW7W+J7(&4N[K(Z1.% MO%,ZME(-16-?E:J?\[GZ1!A$2KQ7WX;Y("^K@G.O;&G#36"H M/Y^\N+(M/C^$W/N=>S': M*+?9VT5U\5 1YIP+!0 M&_JL,:?
SOHK_F@SA>7T?!RIDU*)^M:CD7 V@*U+V.?ED"! MEM@SY*O.73O32&I\U9N87X=Y_@SM8=Q)DAVAK>=P(*J%T3ZD*K/7WNJ#4"G[M&*GSJ9XTTW+.F.2*R$1T?R)S'O)0,
[G.N)@\+CDH%KG6!+D6T7/9DI%4H=[" M1J;6U7A3Q0Z\G$2G>%YQ(IM*U!=:1S7TBS4$K@3XH"2].6(W6:"":DJZ2YKC MW GA_X4<]K73>?B2V$J7)[S14[E/?+9A4Y56-EDG,P3
UCHAY1%N+Q\]RR% M\[MLS^6/7,KWE7HN._N4U7*[J1(X&OJZ&9#L*;_= 0APGQI+Z6M6LG:,HI!81B7/J]7A.,J9 MRX4S5;,X;(DK*R3Y_'&% /O[6]#DH3J].+
(WFT8"4HB=GT)V;3%_@\&H? Y?T*.>*/0:MT%XW="*3\JL%$'N M(F68P 1BRDEAP-O"%^ASH5PDA",QN/$-/B*!:%O =A15[(H#L !QB)>ET + ML4DNCBE&DF\260M+N=DN8?
J.J%))]GO2<2J+.0U$H)IH**,RFH@]H1-RE/JB#ENCE-#>LXE(!P@1:M1VP#L,:JR* MI^>0'6PV0=WB)QD77NLF^5Y\"<["\+9.?I< NR9O2'L9IZX;EK?NM$YH"3 T MQ;F#)#
(YT3FAJX(9NB^4);<"S8#P%7$I -RPR2KLJQ=OEAQ GU>X^ M4/;23#28WXL)Q0;?FP)+9$^2IF&KUU40=:I[,05G2\:G*RM5]$#S,JW6^"P_ML,@-
,=48_R%0W(0#>0#^!;9.XOFD'B[O%Y?VOV45 9G];(S:%#8T6!Z8AX[D$X<5]0B2$%7GZA"S#7K'" M8%5@VA9D),R+R,2"X:Q/W=>B.:"$L:W_=8*+AYRL ,>UMI6_83L?8Q\#8US0
M%=YW'M&=2^%GU BI36HT M*EX'#V+_/IO=Y6:,%:M(@E$((D\$$H4RGQVD3@/L6;G50?TI)]1&G,*:8Y@ MPA)(<23OJ@3?VC,@OAW\U8(O@X-
>Z8FNH$R=E&0G)=W624F',9FHDI*J MQ2M#%* 5HF&4.9B#CCT7-7MR9J9>L;OM[131G8DIAY9'DD,V%=[]H0&998 M;AAGXWLJB\;)BC-N.^S!LI'"P3%F^5T9_5?'@YN+OLB
M23P1,).LB)BJID /PG(XC1NA(.;#DF@"Q?/R"[=^9E,2O4R%A9Z[8]N$ M(NR>[/8$+91^$SXH1 &B9;=3S^@X^MY?+U:+YW;K^N(P1%>YJ'[GR;M[+"&#
M(3_'41CA^9VP(EF;?,=N*NX-VN>3L.YP(&M,&R6,HU-@]YPKM#,UL0.8?1, M^PE[].WYMD>FUHY8MV^S[G[XN]0@PAL-P'G1&<4T^VKPHRRPN0RJI%,HY##
MS@2H4=7QC!HC2J^:K0>TQ[C^4?KUJDF0+MAD&T>^N-@D,1&E2Y'Y"QH0C5=1 M^H(?5.3FC3..YH*ZJE# ./]+97DQFI8&U%6Y@HA^GK@/A.EGQ61=%2;XD]O(M<[ZPITR(S-
1C#'=/Y(6TRE\DZFL[8FS?A-,-0*C;_65Z>%G()&JK3(8Y4;Q(MZG..[US$G.T]<168R HTVMA6T]T1,I83QF8G%V:_86R4X'PC(@CM!]2S>5X M"(RTC+&1F[JY(L>20!M>/]TFO?TO?
H^.GV!5!$(?!.XT$:_57]YX?@+S7+SV M0R(C/?0&2#?RPTL9=,$H W ;M8*1'_/?5F^743OOJQ M^/EUI]EI]4J_:C7;I9]7#=5N-6]ZG8V&JOZ\>_NK#"PZ R;5B4[G%R7E]3%-
O4>20QYH>43AIP[9RPXN[Q?47G3B!LE?+RZO+PB2 ']Y.7+=Z>N,^_R%^SA?.)R&^-<+_WOZFMJV7&)G M%C@=0 !X&$;!F,GPLGN-MQNWG7;GS7_]F)W4V]R=Q1:
[@))GH]VHEOBK7F?+ MP_HLG.I9N'K2LW!S'&=AEP97?:[J76>S]9<>\.,^!3<;G(+W7+-2PNW]B[?=[F,9O9SAGLR8RKVN MU+FL^>-V%_S1:UV\;1\V?
SRM@5'SVCJ\UM\)K[4OWO:N#X373BM@4[[#OT?A M)559FN8_U2'494R^KD5]>$S^\JDTKK0[[XBRWI\^9HNG[X'8G1+&[X"0+?#] MJ\/PWS;RN6INV4[_;L0MW8NWMX?

```
*+7OS]FO.VTX;;\1YO8NW_?USWCGXP[@# M*EMY.YU\O(;G+G7R9TG"7Z(XP_8ES'WU."5<^\ 'Z)>LT,'5W+%NM+"WNQNI MVDD^0F;0%;='(2L.BT?
>=.DANZF=L]Z22XG>A6UYN(/^[1O[B%H[R^H0TR#JTW-6IZ>]D]/3OWA[=:2'YV#S)NJ#>%8' ML;.+@WC5 C7VZ*N=)S^)YQ!9>HI,BT>(A",_'=U=7'Q>M2_>WCQ:3VVT%T<0
MFCI?IMHDA[J:J4HO%8^#IXXB6G6^_+D3]NR"S-M5LL*JTT!V$<;= M2.EOI'GM.]>C5J1[U'=F2T[Y5H7_^J%_OI-2N3O4X+#ZJ3\_*T_.DY?S7[5V7
M\Y_694A]3.MCNMXQW:+ZL>0X=HY"R4ES5\U 8\82F.HN?:4UGK=6V86E>-$, MX5HSR]QVZ/U/;?_>ZHZ7>0Z.TM?-0(X1[IL@CM> Y]PNU"\XSQ^ZLI8@I%5L M?
(@*NYP'MU78ZQ#@4)1V^L;974;# M2^RO2.T4W<$8YATON*_%OV?^E))A95]0Z[W9)C-2I0E&GAYJY&EN6&&Z!V25 MH^DE ,^^V(/5W2NUNA56L17QY,.CPIX-
9^XFNCT]]B7@[FE \G@FLKVXRQI# MW!& "%3?]HU4H#&2::I: 75_6DV.ZH[/]<9+I-R)[1\)=1I(G%RWB%VV>+CM='?3 >&FV;[9K)G" M,[1EP$G=/&-;AM*?];?
OWK!/O/=_4L>E#W!XO)VAXI\VQ:R+M>>F6*$AP[%W M&RB[F-QJM8_I7W$ZM.SN[PB?"!'/I?U%1::>[,8VC2/T3]@Y08/<'ZS5F:8& M-
]\^>_1@0C85]RSV2V&0P:7__7+L>V!TOP;O[&K#H,Y.D'VOKTM]0KD+A]1! MH#X8YWHP;C<\&#N!(;Y&<*5BRMU>#\8Y9+IC],J-!V/2FYYX$$%$,;FM5.?Y
MYJFN.%+]S8Y49Q,4H\HC==,""WM71ZK.KC\(3KKI;,A).RD;OFE?O"V69NR5 MD<[!M[D3X-6%HX8S$J&(W8 O7KR)'_JP:V[J/U3CA]1U?%L-NKO,P]6I?
@O#GI>D-.V@FBS0VXM)TB5'AM0S\Q+Y1E9@VB9$GEZ):F MSYHI9.;Q+TARX2'IN-)F;F]VCR3QJ@_;DD=3'LCZ6NSF6.PFEW=SN ML*/7OHYE>>
[>CE/T5@PDM['7:=Y@VLPT2GRDY&O*4P/GRV3+X#9;#TIJM=8EV9,W9&XO(^%^^W2'<)D7[O!W%TDN"6 MFL!1O ML"4ZHN^Y_5[OUG5[MQVO?77OM8:>VVFW_B^HX:^4'Q8-
G??'+/^7? M+U[M<\>HAYL\_9%S0=.Q'WO.OV=N#$(-C].0]VRA]JSAS+'.!H0ZI8NZ M3@CO+V:"@A9/8)6@#?J%T2X MUD",*-;V[YD?!478$+"43*Y16E0AY7-TA1 M'">S^R1U0:RX
8@2]:2L 9BXH U@65G6P;UZX H-D+KX2X%$XCDE*-*7:9FK M)JQ(A&:2C;*"@S@:Q>[$@4WEJ;*RX4(%5=N0T0E9D?@"C'";E]PPG,$]S8HV*DLPNLW^5?\92S".(IGX3RTOORC1
M\00)VG7F]5%E)SQYC[Y##G3OJ!#^( /6CR]U[SPIC-1MIQI&ZOB*W>NK]-64 M?8H^2<>87?+\WF:WU-NLD_N>:HOK_A^;@?MNQ.:;P.K?'D;_CW.0[C6L_HZ8 M?
7THZ]NKB[=7O1K*NH:R/AY?ZT$;^CV>ED)W1$Y2C7":(UON1+? M4D?5GQ"2\*3%ZWEA,G8V*=_? I/Q]J;4?SY:X;L_2,;\Q=117P8^&RCCJ5^Y
M/B[7KFOEVG5SN78G2K!UTMV&$::F+ON!.FBWX(SM#13CO*MD54V2^3;23U. MOUU:CZ.FUY#SZ[+0*Q&OE@3=>:9>9;)@:>Y<4^87K@)FMO*25^!$)UL 13>L MA9AW/F_.X2-
3#I\AS7#HQTFZ]RS#V_-(,JPKR0KZI->J*\D.8RYU)=FA5Y)M MG%#8.N^2?M8X/*A]I2K/?$] M+Q#[SM6FTUF>L+V+/.UR#/*CHM7[O,OR@5V67[3[L ;5=MEF[.QV@*[W=E9+
M@,V?ZV*"T[G\K4Z=Z=3%!.=23-#=!)5JXV*"?EU,4(.^UP=QK8.X";#IY@>Q M6Q_$HVT_7Q_J0UK;1H=Z$XS9S0]UKS[4YU7,49?J;7X$>SNY3[ZZ>-LM@@'5
M#1U.@$%V4LO9+V\R=4@,\K3V3S.7B;;$S M3 UR4(,<'*Y>7A_DH-UJ/TX3U\[P ?HGJQ1Q-7^L&[1LMY;<"=;N\NFSXTZU M\R;RJGL0\NJTW.4GAZFL05G."92ENQ6T9?
&H]R[>=FM4ECWGHM1']ZR.[D[P ME-HMQ$ZK3^Z!6:NU%*BEP"I28!/(GR52X!H4>/&"JQ8#YQ76>XITET?(H\/S MI3FZW;LJZ8CVJT>EA=ABNF6H-
INKM!$NDW2J]U3T.ICJ*..'9,NAN MP&[:K7X9VLVA,>AIQ19K#/_GUOK+KK?7OM]IMW9VOU,GZQSBG]C=3Y9KS7.0C>.P>WOL[6V9'RWN#VN]T%M[V(]5FGZQPWAZS2
MQ9MP2*_LYN5 &.0HG.Q39[95RG<39L-ZNL=T *NS<>H62?5EWM->YO6VPH8I MGO7K,I3Q^BZO3L:I3^Y3G=PG!9-IMV]."7CBM"Z,:AE1RXCU9,16V#1%67!; M:_>U? PU@Z-
I@'AT4]M_D*!N0;FQR-JP!64&BWT-_.#M;EH.Y_E#-Q;JEIYG MU=)S(Z-ABY:>[7;_XNU5L3/;T=H3^^OI>4)MTIZMHR?U15K5/FN+[EGV>TL; MYQ6Z>1U3IZ4-
G\*3OKHM#EW(;]"N]AFE)G<[C6+X9^B\1X$6#A8;D/G8C^.G M60P,_2#"&39W+'8=Y5YQ$[!%4NR@(X\ ?A;X[KUJ5Z?.20J_B*DI6Y3P"1F,
MW7#$S4N'DLH#264\*/2M@^<3>^A1CU+JC)9M5VFZF^&+AG[HA@,_T[^MZ?R2 M'WT2/4CI,G8])XRH(9H;!(X_F<*#V)Y.+MP!H3]/QZKW#S5X$R%V:91W+*PU
MU$6+,U=MWV"M6@PDH#NQ+: ? 6G<)*5AEDX+Z+'.^[H-6@"PAEK +!RZ#U%, MK8.*BP'2=53;3Q>(.XU\?%MATM@;0+:P,W-:8YO&[@.(22<4(VJ]5IP!]<%; M<#M ,"TB]02W8#-
/W"]86N-.XF87F0^F!_+5#08SE+A$+/6VX6:3YLZVP0+? MA6 MD#@'L %PX]1O<+U3X)J8?\T15^]Q$$K< >RCZGN_&]%D(FY:,HSAU
M8&T3UJSS1+V(Y@9/T8RPSF<8H.7HJLZ0*2A4F &(1-]#PJ,@ M2C2YM 9%M:\+A'!.?/"5-L^N^5X,7%39.'$DE9_MM\CK-XV5H^$09)>U/YG# MB#N-.SF
MX\B[A56I'QCE21L.I_*9V//A/>U9!)$<=73,%@P\2^)^$1LY^5L MB@/ CZ(@('Z]+RIO!JE&T@JAH._'<*B\ M;%![2VRZ!K_E;HS( M^105R,^ 6@W/>1G4:@9^ T.K7^ECBAX-
^A6)U3J;6FKZR3>>8 F923))08(_M_J-YUP0>#K!;M&JM24W@8E"L[+2L,.$VZ/BV#R5?UL!O$^OM:B/KK>[E6>SE MV:[NY;G)1MSJC:@[@-8=0-=U;_;6 71/[MP7\B' P(ZCB?-)FQ#/X-
7M:<&_M@UWSA8V5"HVS8B6RERA>9%SQ5=:S]B7M]YLWK9M-VY)V^\U.9[->HE5#W39O M.INUVJS^_*K;K>?TC'-J=V"HZT."WO)">O^V"']'P&(J(6&P>OH
ML35[41^_>%JG8X,N/I75;\ZK533"N@@ MD:K[N=>[2!T]AC6O;SD_=:)K3:V:6L](K>>TF&IZ/1>]=@2/0_FV-WRE><@G M[',<86IJ 21GD^4>6OI]^4K73[\O6^*A)-B7KZW7N+
[I'%)KHXV*FVI>.R9> MNVJTKMHUKQW,?IPVK[5O;XZ6UQYA/ARXW?3RYM5?MK(RSY-:W1RU=A0*.18; M\T[$#_Y 9HA'Z5C$C\&\/#6I7+;$PY;*
[<9M]_9H@99K7CLN7KNYW=2SJ7FM MYK7M>.WZ>E//YG!X[72C=-WM;,VSI-7-(RW-(P3[9GR7T%R];=DNI1Q(H;5) M)LVIR?#=$^BP-E3/G1W0Z$
C8_4IJ4^).B6WW6Y]2NI34I^2Y:>D MMVF4Y%1.R0G'ZM7-T GD-.K:U,.KN:SGM-Z< MZMK4(\E;KVM3SZ'NLJY-K6M3Z]K4?=>FG@;1GKGV]#2(]A2UI2=1?O$7PIS+
M7Z\\JK+I\*L,CZ;4HB9E3[*5GNQ6X$19 MHU>S1LT:Y:QQ7;-&?9=8N'GMO'*FT]3J6U.3;"N2U=5'VQAAZV;L'YZ,Z>RC M5N>8Q.DZ[MJ)LL:FFK9FC;-AC4WM\YHUSJ"\I/,
($ZPFV'G&OJ@^YS&!KR?. MJ3X\@01_'EWB\#&)[AV%5FJ^K/FRYLL#H';-E_OGRY,+GCWB_O?IZ75XG%5U MQUNH]-A):^H>F;U[*@UY-_(#F,4/B9T5A:E2+ZA^6('6K]M*N==P/#&
(!?64 MOU)-DDM;(W=WU5&ZO&.T?L.:T[:7#TM 2E'C5NQ]&_A#X20#:KXKN]YCFV&! MC>SC;ZI)K>>[HS""#1[POT?4 1;^D8@1+0I[VR9IL%"-@J=C-YZX S$CQI=C M
0%A!M/8AW_"=JOFUXH0TU@DW(8XXKD-@*6BB8B3'YR!._4QOXUZZ7I^"C]S M$OIK. ("^=A\%QC"AR5ZBG!-1_6U4ZM.G+F !X&0J0]O7*BVOM1,.D][G(%D
M(>=]'"7)K^Z]6F_36<9E#]XE_BN\]D=^$-_*\=R2[ DI^H"2PO8R[< M;R*&&4WDT^_'?NC*+M0%CEN/X9)UV[9_A:]*Z$*\L ;O4>=)G [=@N@C9BT4
MUI/GS!4]AM>5T<[2+.+%/GR-W*4FDIAC^>\9F,>#,R4[ ( MR#WLW70,7#):V"-5T. 3']Y&%2$\TC+8LSUWHK5^*%,F1OG@?)0R(ZF*+Z\4 M3K([_0Y5:7V2WZXZ4=U-
3U2W_$1U^$2I@9$[\TPE%<\:XV>/'[-@ O1%7>7" M5+4-(MFEY+PI7H"_P6C9 \J")W,@5YPZD& 16$=9BZ;B %<=PH8\#B!&T]Q( MQ;[@*Y&W3<
A__#E3FL1MHI44#TJK6AZAO@6OR'VME&Z1HZ*LO;$L/ MN8".=8B/YJ7K2GW5=):L6NDM6^(HK\Q-2G136:/VRKC! 6QK+(:!H,.4%18D M>',;S3*B8J_-UJ DRH@A6^Z5;G-^-
Y5!@T5-17L'+:[ZJ*[%M#*F,C/OHEH@*7@J[;-[% ?:RD^";2 M>[WME^3N=?CF=AHE/D[D-3$K+$PB?'!4S7Y01JE;YA'WGB1/]2.%".N>N*K7
MR9+#_G.LR[:G[DA.O8$[NPVZ_U[MUW=YM MQVM?W7NMH>=VVJW_>W/Q]BN%@$!!91V3,O?/U123:V:6G7!84VO MW>6MGT]]YJ^K,ED>U6#\-+O8'%$?FFZCT[XZVA[J-
:\=%Z]MW3^OYK6:US;D MM>ON\?+:Z=9-OKRM.V1M0*WNJT=V[#UN=+:?*ZH6'M5F_,1D\U%V4K\ZWD[J M-:\=%Z_=7&WJW]2\5O/:EKQVO0_(Q-
WPVND&\5Y>;VESGB>UVH^U.8\[X)DO M<:_CF\</7@)US.D<>>WJ>LN>[C6OU;RV(:_UKO;1/J>.;R[?EZLZ MNKDVK6Z?)+9YT"+I:[Y=YJ:.XA.C=QXM :ZWN$W=.8T.-"Y6
MGY+ZE*A3D/B7U*5E^2GI;]H$Z^E-RPI'47"G@;1'$&]"7=Z*29K&?QR@7#5,,F/V(+V M40F7+R6J8=G1)1C+LAU:"YR]@IPY"5,UUUHRY-BRT&!!LZ.!L;PZ'(FPML&R M-A#LS:#
[;$"PAPE/*X5K;B/< 7)$A8WG!$!XH[++CVC>KJL\LO@/$3[X,!8! M_O,G0V"F,,$?+S?GG@=GL6)#U6DRG0V *H4S98Y2WO8_;,F^L=GXY#Q4H5-6 M,-<*CV(I@SVU->E[?[U8#3+:
[K0O#AF \SV0G@G_>'CP2PJK/08T#3;K5:S MQ?"XF\!I]EK-7J?\J\UA(J_[5SM#9*SGI)QS:K>;W<[NX#1W-*E.\[K7K^$T M:SC-&DZSAM.LX32W@H Y&;BZYX?3/ VB/3-:+,
M<5,S1\T<5:.UZB6QXS^UKO9]/;L<+#?:DX[*DZ[W12IO^:TFM.VBS-NZ@@=#]>= M;M"J#!6E)M@2@G7/#]3R3@3PX:@AZT%5P>'$#_TDC=W4?]@8YO*41?,Q-K;8 M'-CZX
1AW$T86"UV(*"!R8"^;CCR$4[, MG41P=/[7I9D)!BPKQ1ZUL6(?8"D3T7#&P CT!MBBRWO:2=PP&",SGO[AW!W) M:IM8)&D,&S.+:69,V=+-79.;NA9F[+KW?:V(#
M_T$8)#5$4;,>E#AL+?.(>T_L4?U(0>;MZ;SWNEERV'^.-3K.%"A_>0_;\>W2 M'<)D7[O!W%TD*/MMA#L_O,S1,+_\RD4.AT^V2):NP$Y13&S\&C22B/%7,"?W M8.;BC&,Q_.O%?
ZQ&3+P!,4W8@2"+WL,+$3KSOWYTM<9Y6CXJ1TGDP_OX/\NX M<;^HD.7GID(EK2794/9;:-\Y^?^\>NK#]T$P0VL,GP154?7V4B6VT8J5%(7Y M#N%O&TAP?-H-
DF@[-8GJ*8A&/@.HDM)L. ] .#I"4W>AU-IZNM1H4%QY&4+M ML 39-JLR&SE]J>M5]4[:NOT!!HCBA=:J!P'T?;,W"Y6K?@MD 24?"^=%[XI9 M3QT27^'LO^BURK[I$I%?
='IE7P(JWI&!!'LZC<6#'\T28-]Y[*<@=!TOFH?6 M1'@"[>NJ"?27O+_=KGC_#C;HF-T1IDI5?JLYN6O[*+1)E?*'>ANL>E<2X 2! M#XR%FN^_X,9:JMC">1[%WV"F_P0=0;N-
(@,_P&,1AAX H<^UQ^@Q*KFQ(O0 MEM' GF!Z@2(:(+I]7+6"K5>\MIPW'J!I(E/96F'56\U@DKQ9$0K+'<7N1(I* MV>YB=<,;>MVJAA6E7DV5E"[SKJCY#G%#M:993W-
L+^YW)@'V)^N=-;*.#%%+ M/,9531>V'#]SWE=8#&@ZQ4 #.$03^@+> L,#R^#H\*WK4;@K01XSSV3X!F>U MM5@IXT]YE*H%S*H8P(:D,V)7J;VB1-AH0*D@44B
_0K#N'I[\#O].S::M]LOQYI*MV0HY+4]A[I@AY-T89GU)M*\DL380:781V[IZ MN]0V+0Y 9N_/7OH$_#P6KC= 2YX#SM-I''WWL9,6[$7[IM%OM1SP7\HM%Z1U M^[;1KOY-=V\=&O?4-
^M3RBQ+RN:EY/57#2<4:2WVU^].'563D9S;GC8 C&(G MEQ@-!_T5"2GZUI(JPWPC/HI3!"S60. %8$SZ0PR>13-ZF3L8S"8S9>=-IK$8 M8Q_#!Z'GAQ+[E0QI=_(3RQF>F+?
A)W)VB8^2DP$\I8.81JR8 BDXV9("6=EP M_B$6"5+3^2H&XS#"ZQW4,A_#0=-Y>:&^O7C%PE?ZFTD2@73$"5&EM\"*/913 ?0,=9:]%R'\#42[2/U8
MF&ZR,/=+ZS/ULRF88HGSTNAF^%V#- I=D,$3LYBN)\DAP"A33K_17,&,1^40 M."]1R[TBA=N0"31Z,TB;RZB02-. )T([_4PR[2P3,WIU8L9AS*5.S-@J,>/X
MM&UWM,;M=JNU;:_P74[4XR H9Y4-[F'\/_5!4HL- C#/HECWKSC;K5-6G)5N M*(Y.;F]4=B>!L9-T ..!R<:7.VB593R5%ST=(*I[PJ]]]#MK''UC:"O'77/K
MCK;N^B83L'&MZ)X>&2CKAZ.9GXS5U;\G[M-2?I)KR5V!/<%IDBDL5;=LARN/ M#J/_=>^@^U]_9-I]=;^+);G3E=,][*[8_7[SIG6S:5/LZTZST^ONIH=QJWF]
M83OD98V53WU2RU]^# T65Y^ZNK7SZMKV@]C*NA7OP;3BE3*_.,Q)$?696_6> M!U$[YREW+ UR.MMI]R5^M0WD^*%GR-T7?,6%:= M;N=HD:QJ3CLF3NOOHW-
OS6CGQVB=J]9^..T)$3SVE\?TBX3%:-!MDE'\.F1- M68*@1G2LED*H,%$@*><#TL\Y56SHM*^:.@&\Z50'TQTK805>7#*8RD:+13(+ M*$W/A(7S1@J7BV2J?
<<\E(H[4^;+3;9FLIC9<@EFK8_8(%95!+_GK)/=))-T MES-)/U>ONIQ1;I]3?BD^X1\,A0>5=_D^:7=ZE4R#+\1=NM_5=II^1VM:Y7. MR[Q.,YOJY'UKV?8U9SE;M[=G:Q@] HJI:Y'"V-
W6"@KP%0PFUN)^"+Q4X0QO M_/J/YEU3Y87COZU+39F*Z\XP\5>_GI*;L=[MBW@0(3QX)^]]7EY\_')WP=X)
MOHF3G3NM]JW,9V[WZQ/*MY++Q/A5:Y,CVKYN7J]S1@L7H\\FT*]K@;X5N_PI MG+'[@#?0HRCEFU&7J#O&4(Z+-\'.'>R0.P4RLN"ROZ5]PVML5U9:*8Z!'\FT MA]
9@!V%N2N4%23.G8Q6BJ%-VD M&Q'39@%;3.G3 >'71."AR/R1[ZF3SD4 )WD"LQN#C?%W.(_P?0,>"]T1ZUIX M6QBE#MV3@VB4IY?X6\\!1"??*#Q,E"&=G)GZ"H1E,F7,BG M3(-
^X,*4R"0V1;"XF,QF-,#R@V>"VS?+/"4$F8FAJ\I MBU(IW[#$UH7]&Q86;OW,IB1!@5+A(BPJP(Q9D,&\NWIE9+XDR!E '9!],>T< MUS;BD]K$ING>"\5J'DT$'1D4CP-8J*:ZE)I2QB9"
(D(D^J7!(CNU61@*Q.IQ MXT5#&M$@Y1.L"&"QM.#JMP*RIAX@H3H1EB$@W% MJJ1)D:1@"8U2U,"C.)J#U1E-,2U]%AJS#Q0(?!R/W%!6F"08F0N":*[1I6)A M?T\D4H8P8P-@Y
=-9:M.2-.'JG1]LAZ'JPG0J%XR_N/=R$?8#N<](G#^ZMXW M'.&"74=V*!MXUK34F\E?P&5S7C=/#'V4P('5I5&,EW/ "2&8XF@*&HIJP#1R M"^Z%H*)D-
TEY>/J>0]'H$0.GHK^"X#NIC+@04]@6A?468UL0'0:$T!,ND.H$ M:$'FL PR@7DD&5$R1IX0!<(?5#3RD>4)W=9!ER?\BDQ]9S/U.\G4OS%3GU%H MXM-:4DXSJXG[F@#$Y3
:S%!>*/A@,;&;P;/#T^D@@HUD U0'^3<*8@M?^7G9/I&.3W0*+GW?M4W(__MA-E.\2Z?(\3)[!'[.L%ZC N%NV'#_A0E(/V0 E--OR-++8*=B,(UFC#9Z'(T( MV<7%R$R"$!\XSB0*!
(:!V!%$]4/_"!#,M(FE2VI:#M!6C$#4,:HI$O(UO!C< M2GAL#/K)31'+%%;NO+SX]?W%*R=9)""?>&THFJ(0*?ZFXJ&)BZ('P[;PL4AC M'N:W.S/0&V<$RRF\ZV_+WE7R1-
F+_I9[$1R#F8P?H\L/!/.P3"R9N*6/?WS_M^9(&L#CK#5 8U8Z#WE0\)7G^\N+=N_ROX">@6%'_\0LNY6-"8AOFW_7;Y\MW M'PKO6C+A:$JY(Y4#XN0_%4>,W8FK?
YL,HND"=LZ]1R,>@:+U,4$+@'D*H3<& MWT#[O,DH/BOJJX\)ZN;,<.XLC>3O*508@5$!1-;XL'<52PGQ2 *ON7!'@DB)&5 @:. T0E3"2L4.D)!X"\T"9@:2:F&=Z%B,W-BC M2 ^/[L?
65L#RX"SCC?9@'&%Q8-.YTV(M)HU.UN%@C!N)OGK>TQAFTTP^B=W%RR3J!GVVQNR[C.@8%0B C%0(3AK
MPZT%FJENK:Y:S<[.2GTS8SV!]J,17_LI3&&PAFWPNTA5ZD%A2=M5)S[7,\]> M!7E[U=VT"K(+3_6O=E+;=]N\:?5W5F_8J>?TC'-JMYO=WF9L\ R3ZC;;K>63 MDA4AN1APN\/G[WR]?
XZJP&?M^M'E&UA5_P;6)/^]ELW4]\L'4(Z^IQ^JRY6/>]>JRY>W,F$<2 MZ,A8HJ;+>96Y8U0GSD5UUJP9S"J2+FR^%\TPTE*V^R=:&[H9#0Z[>+3;Z+2O MMBL?
W8@,!UK)7+/SJ;'S57O+:NB:G6MV/CQVONZ>,#OOR+YZ3G=DS8U[>?OJ M+^NX]C6UB%K='+5.$EGBU_7SBJ1QKCN,F0+*6]WJLM@]\)=\-Q+3IB$
MAT%;++HQU2+J33*_LK+9*U6KNQ-=%A%@%B&FG38=YV^"LUN0G; 7EAK3S+IO M=Y/%H=Y-!*8MJ.?/4])Z 5_;#'V:8Q"3KM)UVH5V@U8,S-Z1LDZQ& M;;?
L8=\EONM\=KF(MGIPNUE];GB3/V#S5O& #NE_;YZSUL[:#_Q!<0^P(2I6 MA8=8]S47[C=B0MT0NB1AJK%N'E5CO20HRI0M_M#J)ET&SZWR@W5:FI52HL]2 M1:O-"L(H_MJ&),4%-
/*I16L1X_E7G67_S-JYGMT3$RY[<]Z/_=!5-4G/RA]V M-IA-HXJE'E("\7.K&LP-%Z%2+/D=]_Y_]K[^.6TE6?M?4?GFWDVJ,(O$=\Y= M5_DX3M:WW[D^WA#08;83$2L(.^]>_W3VC+R1
@$"IFKW) $TFNEY MNJ=[9OKIT,S7U&;]B%<_?IU5]Z:ZP>;\)J$84S261/YJ7'2S6B-6P#RM .'2 M4.BB&@Q"+/_FJTYI&F$6IU_IX'(ZS*_K%AMS"2OD+MUOW&2%EJ0R=EUSWR,O
M9U+V/&#=T,&@@LDE7*%3YO#4[\IDL.U,E[6E%YGWV9-UQ>K1%YG!64%=L3-P M=[:.K)-5X-NK(FMM;60]%E2 %&+#T,,0.QDJK@RW 8U:\8KW!0)MM7R@'196
M7GIX8Z"])A9>"K7[FR+M=LE(>T]![0HG(?^W^PK2M/3PXGV9W,ATV2E9W]?< MGB9%PZDMRGD-1491+-2,0\L=7=Q]1-FYKN**L5]RZ'F?#3M!N2DA"YF"0KN+ M,S^U?
F&.NI\7Y9$%64JECK(.0ZN>[R@W(/1]M3R7?&K1%+(?.CXVM.QC(]V2 M3T_E!F>)V(RWX\:+BL>F.K41>KL H#'\#9.Y;5;,T[?A,8^H6CSD'17JOD*E M?N3;O/P >9^[>EL&Q*N'L&&J*
[+F:^W@UO'=ZE$5P.'Z@:VP;[N$K1M6B T# MC)>C=>A.;#V1GH.68/R:NVJM7'(;J6%6N9VQ8HR7;+6_NNY/0=OVIGNFH!$)
M"=42O!0$OX#IYB*V\@;.O$A#1Y+G&5(DHBXK^HCJWB/LP+I=(X-6/I-'!(1- MCCR )L;>:YN)O)@P9$.LT)%'GV8I(H]HG1V?VX)JBW=-#W$>I1EZS!F^L37
ME6')X[RKV#_V"^8%#U4Y 1QEZA(1)-*8Q>G_R^^/^EB%5W!H6&RM$^J@(IU( M-+2'P9?,AOV";"7(BO%B\>.GI [ M<=_\@KH>FNP_*7S4?B.D%@Q)&/-
JTH81>4=!0L"YGR8,;B<^7>.H'SF=6&VU MFBV^ U@FG[C3:FK]3D5YLIU6N432=2FIY2JAKNY3KV2V]&7V256;_5[M.J4U M>YWUF=<7G34H\XG/-5=6YA/+?&*93WSL?.+S$-
J!\X7/0V@7G@^2[/KNX__Y"NS?3]$;-,N2UR$9&)<4K.UX^($)PN!;XRVYWA+8'"]B1GS.>6NIXWQ'J; M2JU;EC4D'[I[2SM?>ETA%@6)M#HBK:=)I-5F-LX::=VR07)]D%:1]U!#ORE#
M#B&EM0[#.40:9[Z[]\1L+_=R>4A3 M&ZW.Z>ZZ2*R=&-:&IVO7SGC/2NW)+;X2XNI<0F6&+XG,D#PRQ9B6,*R/D*7( M55*-(.T19RN$WT0LZKZ.9%*OKCV?
LD8N0^0XCV(2S[,GT%UHX4WW/-T)%M ! MGX@B+0/)\CR6R_T4O57W%B%U!B&"!\B=PZQU,,?KYR4AXAL
M)M9LAKN=X0MS^8$S8R<:M)#K+4NU5$!6@CRN05PA1475B.7T(@:P6F+C>5I: M 72'81]FGD5,=1P'T"COT:ON6=2#F8Y,:>Z+%?.5Q2QQ^)JMJ7[:O=.GDEIU MWS?
F;LGC7%U9>"0DT"[>J.#)KB6U/2'I,*3#*QB=MK4&H18D:?&X2O$IF7G, ML'BABVA.\FQ2&77>'@TQJ:VV!+'V:HJ[XHT*B&6,S[X[
M#MZ0C(PS%Q$A)IF/M:2$62B!:YZY5F$90SDK=];-BV0L-M*VTC-,+U9 M,NXGIKW3EXS[]>B+9-S?BG'_2'K#B?0V>N];FKYEYRW/T:_"JJ;];AY#P9NF MEN]S2@L]HIO%H8;-\
<^IOLSVSL9E(&\+@@XAEG3/)&92C2)8&N#7BSY/S-7GD^)@Y*?VM9 627$]15%[T7J6J^)8OD7/E%Q!I7NG#;MA4TU% M6=N+]E(O.H-
D)SIKNZ"MZ0(((.Y"=NHL\R]7FWTVM=V^*N//E ;*WG&1K\.? MEJH+?&&..X5_E._YR:K&X]S+%%EX$6*(MR LQ[#G)N,$S0:RINN.;B]\"Y?" MN%JA,Q_#>C/W<.7"51=<.UPD?6).]W
I2O\&7^:MV%YI0 O!!*3P@B4X$/ . M*D.BKUCG"+P,4(K$NQIQ[['!D>5.79L9E\B/P#9@LBWR/]U>WWQ_\JP_$R>V" M;-SK$9D^P)>GS^@1XO0GAG[X,^;-
#R;D.A$>0P#X6*T*XH:YV.Q/[:DE-B8; M8IN?.:)^%.?YC\H,1-5%> &)) ]Y#%,:.%4 @)71M?JTVWX'HO8$W^S7>E"5 ].8O0AN@>1NZH5 'L+J&846P8[P9 MF!9R";A^+9K*L_O"\!]38]
<@N(GB M,O#U],>WVW0/\#V6)U 6+3,Y0T54A0U"2^*=?/C0#I>M@2#-6E)0M !-:>(% M%%6"2O&!YA4KB5N.U7\ZG3ON!$(QERI1^5BUYOW5PU_OKCZ@W5-\*Y@KD\7( M ^LK,
U?/_T5OX8'H!>_%K8H3,%<&!A\_=?_ HOUVSW@S0] 4.%BC)5Q2,3B M0ZQP./>"";_[8OLN7FD 4X,;@%$-0&<^'<'XH?=3_9]N!O5B[>;3+4"A.+"" MS5S<_,/7!9;OSZ,%PTVM\?
36GX[[YJ >K' $N*F90N Z$M8 NK[#V?5(5G!*)BM$YZ^MM21;+$ M0@!_!P_N5,",B\QPYX16(_D$#L,UBY' .Q^?[JVY>GJP^Y8HF:6O(1PD4^ MG F K9^"Q2)EUJ $OL)E9[ MT,ZT6>
<>"TQ3Z+J0NP2_QO4,>_J"C8&D KX;B^_BK?-_$P[0MR"API(_QP8, M8PX+P )!-4;#P;RD/R[ZDG@T'B1,<"-1*>XXW(^LYXL'%2D2-">:TN=&"2D7#*NRZJ1 MASL&CNNPU?
*1O]KM5W(2:O"K2V#IP$U*;VF3LF#N<]JE:H,9--TY;CKFV<$S MS7(O)X.ZI\'WNEO6#RHEAIHR,D@XGQN<^Z7KGD@X2SC7%\Z]WOG"^8QI.22) M2;E:=1=
8K)\R3U[&6@42HS^['KS&R4LMPILH]-1$-Q7'I>,+W;:C M?"0G>B6@Z"V89+,:\*:5KT\9]L-R\7JK'R@+IGM-Y0O#7/K9!%&$%VZRO5=; MR>YC4[=3:,;
^\1XMP=Z%'6:=ZF1R.'O)!^^GWON++KIED/\$B=;+34I[D!& M?5*3S=[ZEJY\U_EU,]&XEFT\FG+XJ[,RN-G-D5C:HH/$ULAI/;5++ LODL[2 M1?6H-Y>/57W;)Y4@+.+?^-2'/ ? 6\V
GMFB],$"5!.\G5?FK] M"J=]@QJ5\IV4?XAK_+X.?02/S61^D,"92!P5TEO.:(ANY'(Y)JT"3VJ%WN:@ M-"&V0IJ7<5"3=H(ZIANZR::@<.3/HG?IB#03WJ]P@O>SBFC%"+6.F0J^$24,F*
*SD8T)XGSQ%71E!<*C7:*C M=JGH:$T LQ0?]3:%1]TMPJ,H$S[/I8D7Z-46B*Q>K@*Q369-^"UB+M?:\MQ$ M9IY=DS&F3+@@25L=3D-J4.D7)WRE5>]:-SLX,S;W5'(\]G*S5
CR2V:LF!O31-<$ MO1+T22B[,-M,(9\D,=0=0+^:#'(K1R0*9MQQ$,(ZNSBOD'H>;\?E8/^KZ_Y$ MMQI<^S<=@(09,Z+H$I"N,?YTSQIU6.*.PNL*5$9*?
K(G0AN@>ATP;QHMMS/,Q)T[/(U83!"+*,3\D$P_7S&$R>1S!-_R7Z!8,PPB196 M($SPPSQS3&)/Y*B)A+T0^U'F+X'?8YBRK/!]-TRXB[J:5J14EWP.=)&7'*<2 MZ[0[KSS^\>WAB=
```

[Z_=/U5Y5G@OK1*"AU[P7?BOG^S@ONQ.)JFTK*3N7BN8XA M/A)68Y@O";,$S.;RA]AE#;EE*AH24L.>7;P0 M\9(H_[82\EJYD>>F&]3ORGU7:W:.4!;T.(/=WQWU,P5'6X)#@F,5.+K-
E@2' MS&[)R6Y19K-$S5$IL4T2TTAB?C-O9Z/XV$7IT%-ROU;5N"QL47+&?&YYGGE# MK+>Q5'ME4^SSH;NW',VEUQ5*.99(JR/2^GV)M-K,QGDCK6PD5!^D5>0]U-%S
M&FZ9=WZ1TM)RLL[/?'^O0+W77:+7<[/+>4.LMUUN#[;DOZD!'XA$VDDA;5C6 MUY1(DTC;9FR=UNDB[8QWZ=J2XV@':5W"=N9R_?2MSI*+AO_ULUOJL/1Q815!
M\BF="!6).\|3'%JK>8R].@F.DP"'UCS&D<&Y@>/L=JQV.DN6$KNDG;Z'W'1 MN;EWRH%P6SO.YY7*!2.NU)=)J,QMGC;3AZ=JT,]ZN4C6YNU="7/U+8##_
MDD@+R>.QBQGA0K;R//:F=E-14BTM\WC:[AOS%%^WH>>OKCV?\J+W$^@)?&XY M8T_W V^.U#-(^.D'$1\6@P_R"+&B%G5O$9)F),EIWESOY]CUJ*0]$O@@WPMT
MQWKE'1\1)1;02!9XWFXLF(ZH;]LH+$,TUEA;"V81+,;TE060D)K67-744C MYC%_;M/^+#R69/&+AC6U?C6SLT7\.LO4JWESWZ(DGI*?[RBQ"9]F"GWL6(! M+=-
H@C*>KQCM:2PUDX+BM[$VQDK8/>ZY MUR72VD9D*Q5CF:[<76ZM QQ66]:@PK&1L=7 MI!1CYQYTB5HL3DV:/!1[S!Z*728?:?Y)861;8FT"D+WKM$.&',7U%$6-?;5< M&X3E%/1,
[0-4A7=JJQ,VU536]J&]U >MG^Q#?VT/M'4]4.,.E%ET-DRX9?[E M:G.PIK9[5_6H1I6O*K M;?B6Z+JM %O"'V*2UTJ;#F$4H*'" AH2IX//"ZXO.L1H/VR+BE?Y]S_"=
M#61Q9R0I\"Y0:/BP$^ZHHG1Q,7;G(%ID/QG@!!)CFL%N@:=!@Q&(.#?QD M;)9 @:^,Y^1DA)T0@4(HHX#C/J"Z)/A.BAM$LPOX##P6C_LY!Z=$'];([?@&
MTR(J5M251EMMM9HMOAU;DD>[H^5_59X?NC?L5D;%+/MTR#XAC[:VGK+Z")W2 MFKW.4/)H2QYMR:,M>;0ECW9QRW"F[,8'YM$6[E>VF;,2ZH%YMB]#J!?.PUW< M<3F?
64]RCQ?A&=\S/?V)04+*I7!V4[ACX+@.6RT?^:O=?B4GH0:_DI-0@U]= M0K(E+YO@L" \:"R;S)+V;MNP(IGN'/=_\Y:D,TU:*B>#>F9\M2 :7$ M4-
,4.PGG0<)9P/A7UB6XJCDOG3;IM1]>!G>C%@+:W8++J M'5^8^^+ILPD"RUXT^2O)LIU97U)*3I>#ZK&QS2B'%B^.63YF[-$= M>\5D4Y0G0HA?8R/Q)FZP)2Z!\9M]B0N)T5TXO%
<;8P%;X//;R"!/S[_._\;T MGZ0BT/WDC;GP>7H! 2XYV7QX]/FF!L)W\2MDJ3[Y#+2!+@1OD,#VU]R'9W%_ MNXQA&Q1-$%ICU]"YXJ\SWC99/U=:;/CTO!62EP4F:1;6U MRBYFS:E(8L_-
PLHS@]V]F<%V1K5S#0_JN^E9\$/44:+^ UVZVYB.7K&[3A2$-\Q>-(BO(MN2V7F/;?;1TA[3]O'D[(_CYP%[%Q8]$*]2Y>E[=?P-CH;]!=SP7M#UKL;@S M\VK!U[CFB&OGX
UA;H4!!L:T]!?'!1@8P@[!.W"5H'_,)KHWU0TVIUA,$?D. M/ $ T^ CPX=,*71M'59.PYW!"O,"AM&8@-.A!WSI6?!L5>M?<\M<_B9F4FED M5S"ZAJ]/&=I0RX4F=#\@ZYV?
37%8L+8E6*L%ZQ+F&N"5Z^##PWI%W#NXECD\ M160MBTPLV%M9(OQ24!6;I_5E43W5*9:('I@RS-8K@?#/, M\=\SD!$EF*3A7J=-
AZ.#ZJOK_D1/!VS:F^Z9C6S"62K+YPWYG$)W@DL>O38+ MD0@B1[=L;A@BT$(L_&0+=!-#Q"!$1+(1)2<1?#GQ$SEIF%DITB(3Z3_@>5HO M5FA^/39U
!.]9D^LFR>L/UFV7:B)ZXR8M XOAR3QUR/XC[*;PO=NM !-<< M)BS@L%M*?\(,<,\"#YAE0P#\:13?6#X7#$!'@2W$(8APF'T'$-O%V&J_V1< MHA(%<),^*G^HJ-
$4I&L[H#".:$[78,TZW/-U^;, M8W_PS'NLD_%^E37G+AN MJRUSXF1.G,R)DSEQ,B=.YL0=-GWK/(1VX)RW\Q#:A>>T)?.[,.PRV"R(".OT M0"^2\U4%IJJ$GGQ55:^ZG"2))%?B5O5
BU9QJ=^UTVZK.3Q"K9-3JNI7Y*;F M>8*C,VP>H^22!,=)@*/?[$EPR#O>&;<::UOZVY4#E0+;MAKH"59B7U4I89?R MPN>6Z)0WQ'I;RG99CZ&*
(M$E3,2:BL,2:!)H$F@2:)D*QR<+M(I_5 M+6N!7J2TM)R\RS/?V2M034@6GC_E(LW:0#W9(LT2:2>%M/XQ-KHDTBX0:8,M M&6UJ@+0SWJ"3N[_%_?).7M7Y,]_)7*[VM]498)#&S:
[$AP2'/G@Z$IPR/VJ:L^0+U)@G2K.D$]PER^_1JOJ-$VN4AK=UOG2S2SG>S2FW+G;T2L5H1\MX3)Z_X MDL@$2; GKN:)7,G"6TO:J-3PD'"1LSDBT\Y"">!CAG^?>9P-D8^>TW @I\TU
MD3*ZQ,R#];HY\87@SC&9C8PWR-SH(QM43-B*Y+',@]>],/^X1&.E9W]1'GWJ.(=VM58L0X<&TZKKRS%]CL#C'5J^3Y1DZU6"A@C*'Z:W\P-\'G3\F&T: ;18/KPO4F<
MB/"#K8WH45VM4E,=+Q^=HO846>;"Q\C_JB5*P-4#Q\U"5M3DNI@QCGI!T[C1 MY;MHCVSY&L9N 5RVM5I"+!KB%%S[%/WNJH"C$7IG^<'!3C;GJ$OWFOGOE_Q
M,JW5NYX:TADIKJ=_U>V%)34=;VH;W4AV$[V0>MN[8+VIHNJ&JB#]O.7%MM%J84 MOLC:(NKJVB+87 MU;4BR=X%FV_7.=?AB40+#9TD<_I4*&83\|G?ZC%CL?S#?G8.%
M6&WX+X,V_!],&8$C"I:0:@48NL_WRN@O#"3WJB-Q.'BO] D/*]&763++#1Y0 M436 !?DGO :!(>0=%A^@ML$26X&"G1%E WQHQ!\O&K1%#LZ/S;!$"NY=.2 F M)7AC-G1P"J.9\"9&;
'X;E"?[6B"/>RPQV.VA@+V$3ILNR,*W&@#$-83/PCK M!X#9M^=F6(P@XD[_2,XV?ASVW6',) 'P?Y*K!>^;>^C41Q4(= ->S@TQ'@$$ MKO$3ZV0!R";<_2P'H6YSA8# NR&$>V
M,UQ0063H$^06F8SJ-)JT9[!*;[A/T6AKP\@_P0HL"7\$ONT.6\EO5[RR?=&[M#&"HICI:"+0[;1,M3RL*56PI%J7!O,"G6J>!'Z@\YT\5 V4)V ="R% R/@R M0=
[8;D/F]^$DH*ZO8**V(MKA[VX 5<74%/"UPWN?X*%(C5[LWS65)[FQB3U M/=B5,58%:7#+9C(T%JBE6 I'MVP1V=*[PR7:7V_(DH8"E1^B2-Z56.5YB96S MWX=:N?
3G8^8;"/D.)_@[5ITQ>:@0;S#<1ALH%^X$?(L4(2$G-Y)3O-%$6[Y@ ML/K=..0+8*D37,R#7(SV.]K2_QZB&K?M]6EW^O-96XM[K%Z^**8B6!_DMT M49]!0[^L*6FR\JZM=M9V-
_4\M4JO'PYS._M.ZT=?-.)N?8:.A&4Y_77EB1NI MJBE:0Z@P+,^A@V1;<5FE.4:X-%SL4R?QYDA6\;?]>!F!9M*/#N(GP8A@N2\(M+NT%!-IG;C0*56Q$?]6=XX+M,8/!&D";
<1D)]V,A)@&4@]UV!NF-V$'@4X._M:VO+F@10^@3QZI_$)F)R-4OY!@KBB2ZDA)<<37@LQ'=#Z0TSGW+0]09*XC.- M"C?S1X+DZ0Y\G;$)>4*B@M'Y!RX&7EH"G-&%)1I-=K]?5"%
<>A=N=JYX5[S3 MSLOP)=Z#:V+^F95!)0Q2S8('O6*2U59[V5PTEI1)[2]/&Y=M3F-Y$RPDSJN= M\:[AT,)2?D*&&%4D@PVR=2;X!4:0* 2(]8U95'@-4#4#K\CZ-^(%G0K+ 6F! M;["
]D#?HY)F^"/\R3@*)9I\K4S.=_PP&?[V>C-*8XZ1O2S$=HS_Z$=:9Y G MG?"MA%/7N9[PZQOAAA^\2U75)(K3'0'55C*P5U4MHQ#:94<]J!EL.K/=!6,D M0.;XO$8SC[$=-K9
4\+E:+&L!,LF;ATX0:(_B6$U<8\CN.:1,UV(*S:^QXT]H1JEXO8)8'T\ M)T<8(@E \R(,P<&IB7QEWJCN.*A3Z6G IO!$%760XFCLJ,O+[(;'(WC0 YHX MQ?JX(M(/76E1CA_ 9WY)Z-[P@G?
&ARR*=;Q38?0)#N71(>++ZRU@;M2B'S$ M()X",C7G'JZX(,@NO22W=8@Z(@04FOE4L^7W^@^MCB_W('+W(.9"1E8DH^S^@]9==AM7[#_$WJBZ;(F7=AX2?FN.2WK)JR0'
M*S]#L' ?$W>&@D6#[$] 4L3M2GZOF@+2=^U^9GX:L.@-ES\-O9.,%'0&YG]OB%?+"QY6/]9EQ+R KRC5>L/IWVNCK=5LH'HLC03X9.5OY(

* M:U,F[*62Y_!CM-+03Q Z74C@JQ),Q!P7&6ZOL7:V@3XU#@'>%-[E@1\[<\-F ME@&XMW@M;KK&[>DS*BE/7?L,0(?9-'XVE#N$@6ZZ3>4)-['$R^*AX+8Y2H,!
MMB@2AWY2Q>TQ?[?'K.EH[OE\R8IIV)Z(N!BT.*=^84!3TU0>] M./J,-1M5A'S*^'@7=>SWA\>_W]\]_[CEAS ."W=Q$S]+Q6>)'7-L,GAS4R?&
M:8/8U5(_SGG_=]=>3.%]3[@WJ'NFKSR)>Z7\QO!;K3HUN!DZFCW4@HZA>+NCG0*USB%XTA&RTYAO[M^-RKKZ W;15U" MM='.'%PE#Z)(3W*
[%E\2B"U*>%U@;+MOV5L9J&Z6[\]1?WEHF;A$0L^Z4XA: M^0631N(>R#ASP63D>AY=:8G:"7_,]YG$/1SP2<+#)MJ1@_:9Q^]!@,OA-;+= M2;S3Q@ :5I0I/VKG2:V)+I%O]8*>!8G"%-
=-MHA4ZPSBDJK_C/N4 MN?#Q%[[C'C (:[@('8?DC')@X;$7VQC^)??3,N','#QT7)()O30;SR1XUH$&^A=+_&, MT OYU['CW6QQYULPRHDWBZ^;\-6?LY]KO:;6'N9^U6JJN9^O:FK0[
V[I5I: M_7E[T)%]DGTZ@SZM:FG8'/37CZ)@%?-<;J-AD6+GM2SXWMFFX/MY#+U]N4/7 M2@S]),;T(W15RA"^[EHDOBY\9<5$]$0><1%ZMXWC+28PX4XMM7$FTKQS_4Q=
MUITA=M82D_B3^)/X.Q=I%L3?6E&A_N+A2 A GJ(D=\'"C;ZM:3D4YN.M'5/U?_S'0 M5&WYSMOID%7O/"6UP^4YTZ*?.MK.W!BTFOV3G1H"$[)$ S+%A"L#]#.W 8,
MFK(:3WUFXYQM -U;.!K6)%9."2M'=1POH:0QW6^J*!H^W?JDY1>_*LJ3;E^L M\H)*Q](U/SDY]9R<]E$*@LNI*3 UG7Y/3DT]IV8[IT9.SX5,S\XBK9V363Q"
MR1MBO='2[A_)=;R0L[J./*N3IR=R>N3TR.F1TR.G1TZ/G)X:38\|33FE6$5K M0/OR+&5?XGUV]W>Y>0D?:VX#6(VW3FF_Y:X8GTBAFOK$Y.O0UYF0:26)
(+$HJE4O02I\YS%GWS%M'P#.?M$,1=X&9:Y M&%N_D%>/>5/+X31KIH[LS.NZ;KK,)P)H494P^2)>Z95_K"M8@0+I9A5G/L4* M5=!1P9"'71 \U/[Q?_1'7C90O1':_!Z F#C
MZ!43UX;5EW#B,0.68E&0C^;>=KDUCQBPH;E/S$B,+X0A-VFB_AJQ=4]Y13J7 M"LXQ-'Y\]$_1;48DR4-%S6 PWS5;2K;"59LY.H>"8D7BY.%89?! M]P1K<7!-M,6?
V"B0PDD*YX[30G^.:*&/:]_!3OS/W&%)DH MJNK\ZMJOM%HLM8D5*^%_+S"B%[!BPE8DW,9^IJK)IZ@@%#>E88FS!!TXE?U8
M8@,/>#&4#"=XJHI!NY=^FV@TXHA.L"4+,O4U[Y44R\?J/8%B,QW^_D[- M>;=%TH%O/>PVUIT!28P6M!;;C M0B*J%2]6Z7AX5%;1%_'06'B0YMR+H@'\ MM^AN5J7R4/].4V-
G,50I>,6RE%+ZU%,+JU-3N4V6_UUV;:%7$SVC;PD_--+R MY1Z=NV^PJ00D^?$6IYVW+<)G5(G! \55HS CS"2-9"B %\8@JR+0%:+^B)K M%[73XCC%VD5U!GY9OR\N_/$="W\SH"
(EO/B1 MS\ #B[RT1G(1@H>F\$,L+>VX 2\I088^6@!GH,M8<Q?F] 5"#?!)'#/^99O9[D*(;:<%RP216#AB$ M"%#C;L6+2;@5)W;WP@6L$:Y>?"&
[CA8V7E,*UV1>A%SL*5K3L459U:^B(KS MH%$6M69A(-[,)6]@-H>_83&5U>LVS*,ZC)S[Y"H.7\1>?[K"<^>G86+<\Y56WYQ2X)!P<+,+&%U3>+=PZIAT76K7A
MM_%F.HX*XQ5[07MANFUS+P,/W[**9TUG5-$^HWD MPC*&,\& [H] 2DNTEJ M49QU&]A4ZU>YTQW=U)7'&:SEP=SA$=8M%JU<*.\QO4)K_79[]WA+?U5_RY-F
M)T^8[7T(=XI&OKO-2ISWZ?1O6@K7YLM590V\YK,<8HU=4 MKU2'?25&ODW%)D4PD'Q6'(#WQ0EINP.AE&.Y(B1H*ICZO53Z<>E5O59KU8NP
M>G18&C*,/9+.02;P$AVB%Z#^A05J-;(L']:SR,91D!'E-R43$?I<]MG?AU7'[/-R;,G-LL7<$S,5R0 MU]P1H8BP8N+DF[]FQ+ 9'",#HP]X22T'[_I+TAWC4+QYPB@V1"]FO.X&]XL
M+L"0B9_-P"'0[4W($>^O-*)*C=*$IF\D(>K1]PI/\Q9'/\N[!4#9BMIMQ+J\ M=) 7JVK9<[Q&^GS##_R,HM@FU:P/>FI[\EWA#3BJ;40=$((.W7[!A-!1,P62\3$%&G
M=::AE;H'P>9&5K$LM:$,LRJ["\4]Q6_HPAW3I,"* 0MOTN=.^;"V14O6B-GN M&^$EOH=#CKSN_.3''(0:A:Z[D_\J0@[N0>_;N+ONDB45KXC;PAD:P8OP"E^I
M]>=D:D.WFVVUFFJW@V:GI=6LEJ_: Z'4K<#PL#GHE6OI (+J-SN]?MTZ!;.G M5E) ^:BI4P5+!>88WG.IE/N_& $]X)&\65W]R).2P/=HWX2?GBOOW_WQX4)E M\1!Z8S_ &
[MT&0@O]T+%\ >_&[-0/BU#85L"U:VJ0-8NC19BFIY210M)+NN;DOO";(!TL'VS@OLYH'7T&SA]GP5HRVM02L>-Q8\+6EA*N%1(SZYO!U!LG5?
WH87&+VU6Y<;OS^T#UC0DN;>HE!6^=R@S9YY":/W/9TY+;MGJ0,VF30MJ<]R78GN[QM70ZB MJCPK=5"C/*L[%\L;O& N$OS5MTPFR$:_\PREXV9F?UI'8JF(Q%U.3,MIW02C M
68%]K6(](%H-*-Q&JEQAJP"5,"")VJ_Z\1/^B+=GQ&MND[T"V-,]L(VD3R6 MDD+=F6C.;RK_$'UYEV#I7V*=T(V)Q5Y92#JA*P8H$#+L!A ME$K7L.AQRA;#-+%DYBHT\(,1MR;^ZW?
+]0V+*DH0;ULNQ0;/,DLTLCT3>P+, M&[3B(KE$.TO6^U2X1&MEHQ['8^5WW29RD:<)8X%RZWDZ*+.@-@*<4P9ZN;S(MW0WY,?FYP0C8%NBO&5)
<4[$93$5%ID^LUZ!3B86&XKN<:9K;-LQ1138'*BSA MN-X4K:7SXJ*9C:U8F(X:E8T@!M.EAK#V#UF_L3TW@KEX,F%F7FQW!,TS,+CN MU#+">CM(#PYV$H=
%G3$IY;G6W/>S$#DSTZ83

&2I*_@I HT^ M=8C)AY-KA);:L#QC/L6D8(-QHV^ZQ YCS#T/7FXOD&X?:V,0^T2R*YSAAW>% M#\?%#'$]VS%8FY176/-@'NDI$*0YQY_%$Y40!3XL1.YZ+[IC_9M^4X\J077* M+4>?
Q],1LK9R%S/97ICYX-X+N#+^L@]#BF@RJH?E$)N2GJB=%1F6F 3/;72PD".*&'L]9C#K53)VS8S!$^.Y0#: ^1!AA'J+X+=!9$? MQ+5ID"%*_T6?
&9;E@#GS0.=NDD@".;B_^S2EJX#7_G#LT'NZMD?8+D9T[MQZ$"0$LRGL!Q0^3DB52/??=5,Z<$JVA[D^+E] 8?929E&G$E> MK [7EFD$/X\'#GV?_P<;W(2T^4H%; _UN M8P]+TS
<-CO$0%J*I:'3:_:&%>74J\U.*_^K\HG^W78UU!&R4Z4Z50DEPCFE M$7]%5SF8X"Z!PTC_<=?B0G.J'QU.IC]!]B>J@GBA@G@F"00N5>NZ:$G\X5*= M5MU9)8I+N%J3B#@0%*&
[@R[O'!U%<#)%N.?/D&R21PKDT-;K?,NYEUZ M_/4^R^BUU)+UNLL*8)]%N==)ZKR./N/AX);>BS@9:\-H37>.YVS$ ME%:,0^V\O=O=1%-O]>R')6V/(9MZ!W52(RY2(SIE/3VI$%
(ASEDAJM@;D5HA MM4)JQ=&U(C^YJ_ZW)DM?7DY='PCO,BM_9*X//(77!XY:DX^#B/\74Z,2&Z$S MUZ%AT/5C77G5/8L%"[RM&]U\X.5=X><^PUIJ]JKK$GA9GI?73'QA4;4N[]7"
M&[QX210O?,+/\ Z]WU02R64B$<* '_B4XQ F/E!J&58C3O2<$"Q*V3% "];(MC3(F//:ON>6)S)2PTU0W#L8R8;H95K@UF6W!MPLJ%2O*\>HCS$2(KZJ&I7'Q M]XF-XT2=3W?
&G/R>86=B,5(-T8G^2D5QE07#:J#,$1>QL:;E7]TW[&R#IR"$ MI37C@GTX!5%K-!PB+^H[LW4#.P^X$LD6^+.Y/:9BJ:X?54'.VWXG1,0W MSG&@%EW-
'0QPX7'7O"BHKHC8%ZR(6X*\9>8M /Z MJ]M8\[*I?$:83USJ<=@@Z2VF8U!J$;V.[HEG'J=\!_@=_C:L54NEQAD+;05ID L:PPC0T01G4X^MT.H2>RKE<5T890)7W35O:U.6RXZNS
M6L]<5/M-%1*.1"X\RR7YG$@NSZ#;+IO+T^XUVX-RZ2,KDT':S>&@N@R560N3RFRJ;@6O$S2D==KZW6]5MX1ER N./!A2V;J M2 "?,("[$L 2P*<,8+4Q[-81PI>3HV.[T(1RK?
S^\/CW^[OG'[<7EJ#3E6D& M]9P8F9Y3TXGIR(FIY\3T3SHEI]9K)5[]8)Z!9\0S?<96[XBO0U;.N$\$6=LR M6M0@DCCSF=EI'TY.CYP>.3W'FIY+B#$?\ "/^0'=5'5\=F'!I=HZDD\FG>5-
M4Z/U>W)JZCDU:KLL :":-_W5I(>:6I)_22=[[M#KF$^DF'VAF>C*VK.G,M.7I M94UGIG>DFQ@7$5E*&D')AE-R?W3;@%SR0TF-.$N-4!OM'2O32)V0.G%>.M'K
M2;)9J1%2(Q)^4T/ME(W^)8?@'HI]B^P&Y^4:B9D4V^(EYBVVEL>'6*-R>7Q$ MY6^FO%/5;LB>0C]_I_:T\ -B?T-2-NN5(6=6@GDK[@NTY$X9%?1.=*NI/(X%
MTY,@PVLH[WJ=%&,3?U]OD/XP\9*Y8\ TZQ8=(2HSEY\G;CGD]&"(<0[)L>8. M,;T@)99AS#U.+C7SF&D9@?(V84YZ%*M)IL2$=31.Q!_V]B.-!]XIJ%ZX8B4? M%"K2BA_11Z
0\V#U(QE:@2/ALMM-BR/YWXD7]F:FO[#KD@-B0Q'#, 'O4%N.Q>)$VF+/\G9: 6* MA7R1NN\B(!>(=M\B9"*3&V>&,\)Z]3Z,RQJ#_7,"Q9@@XQ3Q9R)CTMS!^NCP M-;X+U6;$'#:V
+F6PXDR03)*\,;L5Q:R6HS4@!FD9G!'[%?,XL784=-TT%H M>@" Q'_8UM0*0I8F#[[#E^AS$T;@LR"PB?RJJ=RNHQ?#5WAL"IJ-YQWOPD/9 MT 0(X\0KO*\Q?
=Q4^)S7A"E_:SXUE2!U[P#I[K_H,F6,4$1XU@%461"&BYG MO\C2FZU?."SS+U=6Q^R,6TQC0U,?=CH#7>\,-%/MCLS6V-0UM?5_:D>[J@=$ M,SP@!-
&'@$WY!/1OFTJ2[36]].^I;]1B'N=:?F__WQQ03PA$HE6P]O"!'?[[MD^4;MNO/P=0KMR.D5_Q#]WZR0/EA^3]++/RGSK\F%C=08]?G:RER-T)'%5CC M/.88"_B.6PX%USS%_F@B4 [
^IBA3PDJ1N2 !;_+FM$235\+6E@? ME)_35*:<$_@WLL0&"P5$XA*E)-=KT0_\D2O,CLY5<@S+?L"I-Z/."A)8?S[R M+=-"EF&?5O
),U_P">005@S=GRACVWWS=WL9DM>^B+&CV*!=9.R=D9U)&4YH M6C=?D8N.\UZ2O+$K:$WSY.LK:/3 O,,,PZI(A+G0$UK#9_;=OV&;+PCW;>(M4!@>\ -LX
6Z%5@VL>>!YVR]0NQ,:#Q B."7C,9I\?,\+/"VF'Q8N)FA/772I M<(SX'/%\V@O\]5*KF8?%$XF!QGRJV&%!^CPE#$SUA:+;?C@4 3?!$9B!0F:$ M*)W$^B)$#^V:+J=LI1\&,&?80?$AR8#
[J'Q6-DX*$;6B_SGG[B N5#1#L[F' M2HK3[8JU-^",T3&#JV!:C@ACZ@ [5@E_X0#_J!7PT,A..ZUSGF:2$:2/^71V=GU?F MS#EML 5J/=,]@#U\9B(HN-O#E0K!BNR5,"7.
(OJJJ3PXL347GAZ/=3(ZDG@] M;U!YM4 0\,"KBW"V+4[Z3M,=(8)67L)9 F/4_35 @Y$AXDWF&YXU LAS1O7 M%2:3UH'H'0A$\#53S,"= 3(6&Z&-(J)R$A7VF_N?78U[-FM_UZ:Q=GL%?
JHI M;WH\BR0@*:_M<< NH2,$FX..#V8:HF"\WV >(=# 4"G^#\|(YY>G7 MG)_:OW@":) #3,X4=09",8J"7E$Q06_L!:QJZ*3-IS@ENC)9S- 3HCTT16VE M,0X^#
<,J"B%H6+HO:??:;)%:XALX!(=P,"!RR^ [M12)"AAZGAL4-4')EHO@9UV]BG-=CKFR!6,$Z#*.@'4EJ/5[-P_T9VDF:VP&O M&!%9\09%R5Q@\
7:6X]-6;A+AF3MD2V]Z!501"CDN"7"%"O,L8N\YG!W M B=_:ODP96 \1@P<<;XW%S\BTO)PP4$G24PFYX0!A(RM7_.#ML0G5BPA$R+ M%U8 B5I[8V%M#5[=!.>MP6J;] M-
WU&UF3JFH!2[B:$3=(B+ZW['JW[$JSXGC6NW>[R-&\$21ECGAT'RQCVW4?# MS3ZWV12RPR^FD>D/(Q5WK0ZDT4KCE"POEDQ[H)UFL ?#4;'%,E:G6T.LTU5:G$KK_M=K-34>$
3>6%)RJI9C#0RK6TJE/=ICH85%',H%[73O))V!]@:?TER@#&04>> M#E7/4E_MSW*D73_.^^^PEN1QW"^MW6UN5^HGY T_*\0C&K5QH&P!Z,W1F,XV MZ-3' DJU71;H"3U?
+S.Y*OTT MFUQXWTUFN'P/ZB,/U.!7T!V]-GU1)AX;_^7J/XH$ (.KFQ\,S[0P_L+%$2L: M8ESW@[U8/@9AIO)]/@)75+DU#+R3A5'I9RPL^M]_UF_V[JOQ:ARK;S_?G?[
M^+OR\.FC\M_6KX^.ZWR;3Z$U@W9&04_4!#&M7JE./H4^F8RZ^,M7IYQ/1S# M@WE%H=+X&GSIJQNM/?CO/Z?:N?FP%+B4L5M%\O%.Z/FR=BL_O*/[I%)[*]/>
M[B"IAPF4YMKKX9Z\#6FL#S#=W?AIKN_SG3>I_Y\ND80Q]LY[>Z' M9_^G/8JV=.2E9=H$DIXF'?E+F>[V6D<>KPM^IHOS%[T'@E*2/KS4IW#J6>E0$);U5*)$>Y]E-
]_#JYILKDJ*W!J4 M/I=$TWHT];KKC,=V9%H7F031KQL=4C7T-8,-]#4'$GI^NL&/^^^//YZ5Q_* MP[=/]]_OX3_?GI4?]U\>GI[O?]Q_4K[_[?>O#W?*[=W=X]^^/3]\^Z)\?OCQ
M1Y$DL-2X5@BQP)>'AJ'@D?C=1;8/<)L_61X#K]@361B!:_R6;&Q($>OA YQ(-CE"1#.OCLJQI5S; <3D7%8X&5R2=4O!$Y%6#%##S7 MIH3[Q,_YI4-8H[;+2:D#WQ@)),PV)48N9HK,?
4'^(%*T8X]!L*0H/IZ:;(# MIWX(_!0+C_(>7W!UQ]N_^I#FYE-R\O["U-N0YR_5'S^>M*7H#9T8D/IUE'(E9_I//TR&)H22I37JA-*_#0B#.7#<^B3$R%^>AH6 !% M(M
X5E);OEIES,B^Y8_PZ)_#@>G\$K,<$9X4_Y/F+Y_=WCT^.',EP%VR9; M'\EB/G">)>O) W!6;1!3]+:110U8)M\M)R80HQLJ9AI;-LQQX2@'_7Y&[*T MND""TK8TDC-
@HTSPE>H=!B5V@2B4[-=3 5'6TN\7?I\47\&8#+L&9(G<;I M<&PDSC(,-A.\.$34Z%C1=A]?=.ANN]Y4;M'N6#D3$@H%Z=.0J8R9ZP3,Z3SX M*B$-U8D8*C
S9V%E\AW5WY%7CK0O=%G/8:SY$_R<\A4X;Q?G9O!)26'P1&V+ MTN"\/1OM;8-^'&H_L0F5U_%&R(-(1A$I*WT_/&X@YKVP20>^B#A,BK6<:C*2(R=?LWS..8F+D!^:SB@J$I,1]6;S
M\D:^M+.UUQ<9333DY$+Z$>.VKLQX_E9BV1AC_I879WA%9),BU2LT_XF4KT?D M_4#0B4#W?6I5^2!2L3YP=M(E#L41@B9.+:.WB=4C) ()WXB+#+S4,RE.BOI%
MG#UC9N(*I_C,F'N<\-36WV)VH01UF3>W1<0 HR0*R(3;]10_C[^X#RFV$EY8 MV"0-ZBS,Y,KP%?F+Y@9.90R>5=, B'5,F/U(E%P^RO/$]9/?BLF/2#5GMLYE
M*EAU^'3Q5R&1]HC84",Z;D;D.AZ]6R=:X;<)B\BR"VB3AR12W >/W!6)V:!$C+MP :8Z(!A<C(H;Q(>!X-=._?&$ > M_EQZ1*W)!=JJ9&4!,WA M&]-_DF_#?L%**ZB[<;[YZS/2-
QD*F#L#47GBS5Y2BI6.=PL9PHC&;>7$)R!- MY&^<5"\!6)I!FA')"[D#C.@9>02"G%G><9\BN(S!#]XBN,NL9Q LXALD$W" MQH\B%ST1?IZS2;Q-,G&6]EL?
5_BMC:3'/T%]^R6F^/>'Q[_?WSW_N.6,BEDG M?-=H'>;;T(E<,* 5C[BPO=1F6.34(?$V^%GPXQ$2OB.6#7K(&!8_<_ELD'"EN9N^.?8U'AU
M\3FEN1D&BCGDQTK,>WP.>IJ_=_")@9BLZ&3A:[("RWB'DZT3%- *0Z882Q%N MB848E8Z6&=\7"YX@VA=K1&X4D/:' -JBZ,4BP;.:-E@B@ .]F>EQ:9U
MG:HE4*]AQ%B>"$,R_#GMX2;D:S)XT&XD2W&1^M...FZYVTP4%4@4$HCQR2MS4*V@' 7N.,O83O@%FN"P-EKH+,ZC; M79C:6:TBIF 'I0\/B"@F-)@U$QX#T63#BD]*F]8-
@OF(<3IG4 X72]7D=$&? M@RGPDJ>'"9>/:V-XY619^?!;4,!-&AC;UQGY-EQ('E%9VUA,*&!&*+BY$_:' M1!&5/VE@G$@U4A+&8:E#*;\H$$:,UUE;S1&?/K]+!(/U7RE_%PZR."N,"CXE
MJKHU2BP-2.:-?/IBDDC6-#6IO0^?'^PU<,K_R8P(-(@X%M^:P)LH51)(F@!]-MF_YDC:/(J"O*8\[-,P99. M2(G(T$WV(C;L$"FPO*?V':,UT$V%J/AB'#_6IH!7GD7HF.^2WN%^-?)Q$WD9
M1(X!C/K,C[2,<,P\8)K2F*DZVMP1C.4C9KMOW*447^N 3SKAP'@L6>A$G+)' MP5>Q'4F^@:W[Z==23WN\=TD MC\4F431<[#B)W"

*[+>77M5[&W3U&B14L9:*1M,^>%{@^$AH,9()TD!62_F'_.MS1=A3IXGR2$*XY$|/^#3N]!W-%*ZS:L0D=W!6RZ);9[0K!?8G@WTG\RA.D44 M]\>5#5_T\)X&{C8D.B=BA'ST$&.8BWDY/T^]PI8IFNY#;A1?;65T^:&U2^# M<)9/VS"5O!%QFRB(!BB)MUMH[5=_4_Z>7(^N1//R!Z. !<2#!%F]fQ M,SU5M_%$.UWA_B^?L)ENT9W/=|-$&6MK2DN_?"*-^3;4&_P*A=_#;W'"%VM.[CC@[6@8PE"! MW!QRU,.+8A0=&$&TCL0US<06:MAT5.%[UM$'Ul'AN6]|!TE$8@NJVQ\P)*>/W(N\|H\UEZO1!""&]_XG51+'-GX|[9F.%UW-5G"ZNPJ;D0YQ!0C MN16:2R'R\,2>Q!B.V"XA 8=MD/&K3K_+^L'D@^-N<,Z-@0!5.?=.712E+ZMU M4C7C#:UD"D;T*.U'Y&!%4DN.0,Y#4P70#_0.4%IY^R)6T#I_M_^@444?UQ-X(.MM0V%D-/-\+2.!]OFK,A3PRN6[$^@?@!F&*0N%7]C7\)>=%7S'ZX?4U/*X3#1. M:R5MVQM1*=A$V3 DLY;%8:X0"^$+7G-#"S>,4R.:X7!R@YEDPUK*O=K+6.^ M->0=R[86:V^X#F*SX7J2V UK0P/22A_+UJ;H@/]*(Q.7C]+=(=O#,!;_"'"Z MUQ@9 G{1A,\ OURAIHR"CPQ(T&TWE>VE[#*&OQ[B8^84H>#M5@:I*C0>,5BM^ M[K06GS_[?RY?M> ;?!#7+%"O;KYCS?$WW"&:.N"*.Q=O#Q*UZ_?ETL9**5J M.A[!*NT0+ZZ?$3Q)EMY86'63#H'@\5=^[)MWTV0\%&@Y55A\-A108K72+NMQ2YKO9IB<^ M(W*._L++;YD0=/K%"^+)'3(^F(/*ZE]V56/7-6R$AH(9*A?B4PQR5B$+8'5 M01X$<3CL\03OMVM5MF3&>#=X[>GQZ\/ MGVZ?|S\i3_PQQ\XWL?/RN/W^Q^WSP_P?8Z'!DN=]9W6%3TZJ]M>*fI55Z[7U"%RVY%93AKVZE._E=G6(^XX"+%1<5YC[;S%D)M2V%6KU0M^!3&7'SA MK1L]\936"4JKHM+/"{0[9YfL]=9; =\|%1@1_&3%EAMM23F&NW^TTQ.30:!NT M5F,3)PF?/9Y3I,P=BY\CS'WS:NE@H=.Y4DQF6%/=]O]R===T+SQGF_O6+KL|^ M_N#KRV?/G5+6'S3Y#RN8A)<6[W^)(_-;D7S]K/^ZHF-_/?C+E?4K^.C,I]>F M2_3!^!)0'9 2O*7'UNTKVZ5Y?"\QA?&;,Z%[&:NFR+34E|/5E^[Q M1;5S==-MM+JJU!>+|:1-2ZI[HQ].6+ ^[(. ^C71EX!"TU/Q*9^8\WH9XO8@?0=: M&8|HV820:PE.?WM6-VABT!{NJRQK8IF-Y*1*P2H!U!L<'6!\!UA_L M[.]+@-418,/C VR .OU=G;0*P+8A6TB/5/ZG!-O3F^UW@L9%#[&.$-54H^O M25BSJ=56QO6YSF4.I8X1ATID%D/F\6U\&XM?@Y?:ELB4R$P@L]LZ/C15@F9G MYP#J$-"\A'/R.]=/,E+!Q,KC/XB^N;_]UCAGO&3ZYMEEY^M:L;K4&756NQW7|@Y^_<<;3A_+5"'+411QVM M*C=.XJA6.-IP+EDACC](ZU3E^LM%W;\&*1OCR&K.X8W4S W/VV MBCSMJ2-0-APGE@-*#X#2V7FO60*EC0@9L&5<#BC]fVO!8&<'7Q[O;7^\9^"> MFCS8V\O!7H6^YP!|SV&_>PI,T?*4I"fG=Q4"<'AUTVZT>R=Q%B(!6)MCNNH0 MV&DA E6M=PH(O++#8_ ?SF>X9$U!A;TRVYTA .*,S+>_$\0E"DKS*9;G/3_V MS-,,]>JFTQ_6Q).6(==!+^F4A(H&4!G(;9QSA,KF6S,EL8(IG;V=$VYD@+Y= MPHUM$Y^U]-_&&9--++WM!QY1*,J#ZFT76"'<+URTH ^W*<%&*E'22>W@C?5N M96'2B45"9PZI#0OQGB#5I22(MKP&<8ZQVK1@[PE3/8XIF4E[)WWU&W67<+-E M2IZ$*K -C[M/0EG\TMK2)VX&K.H\QUKL?5843UTR/ ILON\$W"KC/8.3-&MPNZL8%=DRWTGW T1=UfJOL;]=IHS_=8:NTN//#BC50/&$NC\'I,\LQ^+\|"-M(Q>P|*E_M7U2RL0*"AXUYV!/"N5R"OA+U2!//61U^[*-&^)O#(N0Q70TVA+ M03T)HW<)R;((2/_-J+>S]D\BM_6(WAP7D&,>${&M2,4;)X2M*]N!O+>|SF" M9,/B708D2/LIC|_/$22;UMDR*,%DF}J Y#*";+%:5F#^.'53;9+lP\#@+_MCAH54),U,,675!E==+ M'F5LCCW# XR0&=1RYB".Q^C<_'>:!/Z[9YR)^U^!IX-$+4?W%@\!F_]@1O4A2 MSZ6[E_$F3;D3D1Z=B'2UJLK[R,.X\T#PQBBY(@ANTW%RSBHA$?S)"-XXD.[_KOF7LL@JU;LYDWA!/UU_\SKPG7"f6[GMHIRU[CO>XY,'@_?)I $CF(MK=A!1#K=9J3SRK9CD_!8?MDV?. F;ND]}R; ^N8-\?S4MYS+)F"2If\=P,@C!2DM>0!SF .8;. 7=A>; M6^"2ES1#.W!+S?BW^73$O,"4/^XSSPJU!";4WM!+77/".]K N=[3E3?Z* MT;/A"N+.Z,&.T\.S.@*3Z"ESP6YG^ P1/G(SO5:,Z854H.@&R\FKP';+KQ!M M1A%R=@AVHB@"B!IMR$C^[+\|E!*,B?]fJ>" !Q4SA\:+D$EP&0=G73;E65 M1R(W1L_X>9@$N_;$MQM\&B^@@]'5S?]XY>?D_?**|77@6W<&GP-L2]FQ%?]\57#16<=K) 9KB[%5@\= MLQ[-#,v=PB@"7_&BB:,)_VL5F&)4.B*&WP^GYVX.TKH*^8'#;5<;ZY1SI4K M4!!X7P-H7]UD]T*Y-[K'0KG[&DWGZB;+0O%A!['?T=._"IZ9+.\Y9&8/>S54A MF5Q1-T =TZ*MQE-RTWML_6+F|_^9Y^;AK(>WH ::JOU6DW0,";E*;5CEOFD9 M(X:9_MD\L8-;L8O9%_T,40/T1#'FGL<<8Z$$'K1FTSP5<#0/M#:*7MZ)3C[' M?;PU_SGW_2+5P!JD!<]\'V/'N=QZ(%H+R]7D;$##+[^N8B1E.@#D>G^8>_/<[#- UO['@<;QB7C&]=]V\RCVJFH#N +[G MGJ&&B5@[O?N94"CZXF;N%&SXV5=<L$/I-AIB(\3@4=4,20 MX?!H!.3\$_(O' LNC?&)E9NO\6U_>_SG@_9_SB8;N)KKS@[OM"NCV7/AM2IDMF(%QD$%5S5OG3?0!EW4Y?Y6.,*TNC^P+[(&.7?_M M;5@TI^CW7CB9N..MU'N/&9:0.D%0&W++>RCG![,M;>(>8=:1M,#L_F%7GS%:&LWT"VP*JH1";7Z0NWPM]G6H6YP==/+.3NJ%> NX3+ LQOH M=JYC4-8-$U,A^'G;(&_3G2/;;SB(W12]=I(K7:JW0@'5V|)4Z#_E6);8JI0B M$|)4O.K;:*M5E=JI;C]%'O+A98*?7 OM4*%UEK$#M:KJG2-5&BIT%*A2 ^\; M5JG1*FJTNCL%;"TT.E4MJ5PEC;K4S3E4;,)"0KG(PD5[)86+>]V:%"ZJ856N_M_"HZV]8U.ID!H@H?_7[!]?;.W!WRJ-?[^^=P;"=1JT=K]H;5U*!1U6.O7:[L_MS_X+%U"GAE54QJF7PY9?I&)#!9AAD4'5K_3&*9?N*39"6;EGIP$7*STBC&FV_ME;.2:OLR561XABJ2+$384-@O@\T"\A$A7%!>=?O.Z(8EU3U6(%K0/Y29^VVN M91Q21@67O-NGI_OGIZU2*D_P&DKQA6+?-8U/5%|7<"3)<\P#1?=]5E&Z\2D. M>P?=J#@Y^42E5=&"0?M\?;[346<)(!\8+;&_H7]:V!FHK;:[(-> HW-TK2);+(\E=20U1]B'4-# M])A=UB7 FZU+!M3D5=[*BOWK6%$5.4,,#>R6660;G4'_W2S5ZIQ6M?]&LC6SZDAZ"[ADL!WSYU!=Q8-8B;GG.5X!CK##.YF[];?0Z% MBV0_P:UCWH>"W2+2.]-Q8;^?K7DH'=|S0-(&HULINDA83>M7E>]9$P^YUF,V MB^N:,Y9VM9W4K8U!*,+2<.^@R]'I[VNR128W5P]L.++&39>BH]V3XNNUL5IKM(EW4RTGT)T7"W/F^,Z!|$)W/7H*!P5=W!/_- M=8R5AZR=UM7-,*=2D_0.SP CQ4_AUV-$O;KIM^]R87V9!. 'Y!G&_YY^U$T7I M+))Y+Y*A*16G5PG.\5]/?]ZI$MZZE=I]@A#6;046VY+7Y 3'+CE_ZL'Y4,(\W>S8)+W=PZ.U9D4GOX>_9_1)&_-EBOF Z^F,,=ZN.NHY;EJ>MP)U/YW9H(Q*]3%^%^G><<[Z.((O#$;WM|fA\++]@3S_S/P:.^|!KM*%W==/N M|;P-\J2[CGC98#*WPDL?\-*7V>A'F?Q/,,Q@8DS%8Z_,F6<\?GG$6=A6AJ+|\ MP26Y!O#=)'KDFPLS\$/;2"+@V0((&F=V;W(4[&*3O/7" @=29.-MKM(?B$. MP0:C2)+$NV^_NY[GOH$D\]Z^=5L00,F[D6<)D T&,1<@R4/-L?6+F=?_9IZ;M!QP5MVT'FJK]5A/T?)C_**Y0&H8W!R|XV3)K3<"+L1=*9@E^0G$6%HK\$2IT=Y] MAT ZNG5$3L'LR:V0T[^ZT1K]=EV0D(/]2#@6\"]>0KL/,W|F8D?S+3_@E.Y/ONIBCWJX+?8WF);LW)+!I|:LF4CN)X&IK0Q[%UGU3NQ9X)(KOQ9:&7!O97X>[M7^B7F[5I'"ZTZG%>;.XU6UX OK.' -F5WG_S0V8H@X^5)0RO7J).N)Z6MHR_M?.NC8IE_N0H\+&BI5 4W'AL6PTV.+ 9D!UZZC.5C9T-7*R:M"C%U5XKI$O;= MN#>=#A1B"A1DSK M-6Q;-'&-Q_^H#FB!/8940OGMAQI"/JO2,\F[=.O^=>4\3W6/K \;'Y^SQ4O$M:TAAO^O>H_<48$K9WW5[SN)FA?/>BIV WGK/8V6/M+WUJ'\UTVJVL@ENF0^4 MF>XIK]C<;\K*,?CX&K|\,9AD[ZFK_NT\F+@>S+U9+$)*#&FP1L@K.KBQ[E&E M'<13!ZW; %W _Q<0/>UHD>O+#\%6XSPP?GRZ-;>^&|WRHO^2V@4;Y?ZD'Z M]3@/_1"0+"$93]G[0K7]AX[UJZZ@8ZQS1@M@&*+YHV"9#?N3;2&P7HB#]HW M*LJ6G&TR^&5FN%.W)!5YM'[0H_7=T-.M&WH.O>580R\8MZ-<9S<7.(4.+6_# MRW7*^IK];W?_CXZ]M MSUJPV41LX4>7[-@N$P&.M#;4&]K6;FB=W2>B7;TW?2$W9#9XTXE)%\Y0QND9 M@,N\\YU!>7VJCN#8X"P7 4>W/N"H\LJ4.JSYCO@M!EEK=O@L%GFM>5<&_K. M"G19HW@'9M5(J-!U@_,'9=HV4LKRR]V>ATY>W]LP31)K2BD#41Q"U!W6I M>UWEX73MK\-%/NB89.$PW7.0!T>1U_6WMJJA,.^%+&\-8SZ=$RDE)K,85MYM M[%$^/W=+:.CT.^L(F T6=#O # $PZTF@+DL7S2>\6EC"?D?_;8!//87IEB MN_ZEI9B^W\V ^C ^%L."WHH:$IMN4N*^<$!J;.O(.MO+'@'$)5>J2GDR+EY!R:W.4YO>C$E4V_ M]0E9WY.DRT9Q0TJ9&E3&"UB+E*F*O-R+1MXF*M;=D=2[T^ M:F9V-7K=W4]-ZR/I-;DE?PZPXEQXQR1Q 7*J>R^6$_9M),G/L'.#-+/Z)6I= MTR>68*_CG1E4HO3J9+_ ?9XP9(YWI";!8A,<=PO1(//G84"SK_XM%1LQ+#.8A(/"BDW8H?T4?0B7FP^L'_!Q)ZCUMZ;RZ0K_87=0AJV-V MQBVFL&I#SN=@A

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M1^CY2U89W/_CYL<_;F_^,J[NOAJ/?_[QQ]6/_S'NOQF/M[_?W7Z[O;X"BKBZ MOK[_\^[I]NYWXP'PYAH(0^H<8DOYDBSWC+(P MXIUDR[CO:"Z\[832/4R;8% M[3* PPN"KP
$WYX+T&8 / W0>BT)NO7;Y*1@NQ:||E.C"\;&P7"3WO@)C$F%4A,I1^4@EJIX_]WQ2)VS7^ JZP MJ(/#W/\R54>_W^W 7:"7& MQ/&&H&DXS 1-
%G]W[#$#U=IF[@B_:=GFQ/7@_$9PMVL9YGSNV)AS/&4S5%L- M8'<_V0+NG/O>LTUUL73/B"/LV!LM,4>9- NX$,!BS84HHL4%!8 ZI.)4X9[Q M I<)?^,I)OR3J!PM9ZAO!F@0T&[A
1OVXYA#W*7GKXP7S_\Y=KR7?+&T"2-; MI$%MIX[N]*[C(SB^^)%-$,[&(P!\M%CZ[*C8#LA,!SFV_6!A_&L)ZC#@'RC$ M8QOM.F/%3)_20JK&"VK.+O#W$?;O LPSW0FALK>$)^8,$
"Q+N#[ P3SC)GW MS.CG$7,<>-IT5L#0C*%@=L;8]V;T>PS;8P@N\%J^%M^*#R3I8<)<;X;_2"V$
M5HCV(3XZ7OHT91*PG;D3^*MK@,GYLIC"$O\"B;K&BPTP0OSY;XXYSLKX04\9P'.^>?[,J-_AFN=*I)3(NM&,X^?0,IZO#3 JL1=PZ==3U* P,CD$:2.7'/$ M+-MFQ+,9\70 6[_<@MIW_?
3CZI@||=*X=X%-SP$9,#&N4:LJ'!#7BZWAP<9$ M=$9;0O@/>&.*V"XXXHNA5&Y@6\2;^%9W:G+8VU#9*M7':V\V!'S&]UVK'WSR M 1YCYL/*ZQD>NWJ],NC7TQYW Z#K",(!(IL2 7
8B#-CO^" K$"2U0*?A)4^ M,\>;$\DB)<&)+,'7A MO;BHT"R'L$T;&0D\+H@PO6[D M([CVR=*F6ZNT+
[R5+SV('SO7\4BU(L5/+.MOP1:LAV0BOAGOP=R!Q!=#\P:0*;'RQ/2%R#4D_QV4[!B]* MI=,' >9;:Q2R)K&C&9@+'%F .02X*9!&#*& %[/W&LHE1'I^O&NXHM[ YL5Y"0*"
UZ&BK*'*N3&@P%8,0X>W'5 MWI %Z7K A0F:Y(0B]@!'!G>9$] 3I8IK$=)N^J0A,CRP-.<$>!"5S_:1]SJV^79CTB"4 ;AS8<; M[U6APH?R!'$EK!Y!9)EXGO4"W]T=8AMPX7?QXK]
%"Z8>S\>AUV4XR#\$SZ2 M!:EV99#1927"BE)(LS)YP,CAA^>HNOQ*XPY+Q=0V:S-D I/B!8;8G(8]#5?& M,C#F2S]8FAR!28]:.L+R]=EDZ7#/EZ"1CT \DGF.M]W\$O87MJ>W M
Q)^'RJ/-]>5C]Q\XWXV81/:BQ57[^A5(-Z O$")Q.V@HF^I2AX8Q["/.:[G M0^7WJZN'RD;%CTW(GJ&0Z?9OW2^--UD"T3\;^@D4W L$!A=/B3 M?/4(,O0?C+E?PHN_/6$J)EW:KT+N'+?
V]B[JZ_"P =3DWU]E.*,[Y^*,?HBP M + PMOE2$>1F&I1.WL4TM&5"RA+$3#B)2"AL*V&V_1.-H)2E9:,G!'TU&$7W MPS?(-Y-EA/8F9_LN*)S2/O!AY+'IL O1#F)-2P9^9/9C"Y92XQ
M@F YFRO1$1.4]1'7PLT91V[N$^56_7ZNQ#^BY6"-+^P";HX6A#Z+R!6*VJ// M-7]\WS,0H;<44B:V[B&0&$.[ [8X1#7;##P7_;M(L8NIMYQ,1:Z+LG>0E+R# M#7PT@M+?
\&U@A/QTO1>'6=RD Q'LXY+A&]'F%)#-S!79@@)LDCD(?7>\1,V^ MBH\L85?2=X(/#5'Y1^,(WQ[Z0,)%<@$\0OF/\%"EM8@TTS9@A]@)5CD\+EDS MS@5?Z]M<"4!9[CY[SC-?
A#TB,P48WC_A%>@"\FC"(@B#7\8_EY;PX(,B$T$+ M74[X[=AR? 33DEL[HCJ["H?G+$-\#G5W7$/8I@HY*^@V-OKER;X.,)B((,<0 M6_B"*KP8XV^AA0X6\.)"N39WT%B(T_,?
D,Y[BA"Z,<6'>\3(7]%FNAN8]&^) MJ'B!;/N])U:U\Q.KBDZ1.M[>=;;3AFPGX\.U5#L^9B%$?E9*(S,KI5G)?8;T MF9/58'ZH7.VX\734668F&9ZSN>/X(+UK+
MD>#9(]7VP)>Q7R.T,1U&LF)LCFPGLHNQ-8@Q6I$,.QJ! M\FJ!XH\V.A^6A=\8@HD\1I5DR% @!)A7,J1 ,4E7$LX@$+T5$R_"5)"%P_=! MT3"0?;XI-195AQK!QH>1;+..+92"%*(
%_F*/;7);&U/F6+0XS(PA!V]F+"@K^F,O M* AL,6 CP&!QUPB5$?,7>/;B\@\+N 1LO'0/]](&0[PL$,RI #GS9Y?$IN T.^G8< S(!':VM":EM.. : MTW)$?"FA!J"2(S (3C*($OH W@FM[
7W^<*X41<>856 BM0ZN00\A)2ZP556 MB?,2$P'$#L)*U]%6-JGYZ8<=_+QRK3]=@55X/KENEUZ&B=K+,%%+PJ]A:QQ%8[L[-.?.766V MH(]B>?&
<$B0.KXP&$!47ERY])J1!%W/2((^X:B\ (:A0*,$CB7,;B/EG\==9#EG ! M0I7)7Z6G!1^6]\^9CS$-=-@\8_P ;G]]4T\0[S8C?F3RLA O&R*U0($*!"S2[BS@, GP1)(>SQB,0OD6I[-4^-)
M>*!47-(**>N V\[XH' (5 V'30"K:7M58SY=!<1 YQZ9L<+B)JT2+5^^0C]4 M\GW&IWVC'^3%A35-[3FJEH"'R+4\OLC0F(Y ,N895N&>XCL1M6T(J1"TW#DA MGPUQ28K):DB)
<JGZ3F[7XQLQK4FD<(W#J@$,8*!] M^RGUN9'/A#8L,NI"-TMX<&(W@5RMR+P+Q+/69^7JE*>H)]P$G^DXI*D,GV(N M^8;(KY,\=, *RG;G*1*T2,RI]Q!]:-
F.O5A5XTN,Q6%!:2]XC^!'(%$%E3-YK/%TG<%5Q$! MQ:@YL;061>4&]T]QWPU?!O=@9OI<7EML>1(23'1?CK"$HVD C'_!ZUL$D(%$ M8MI=R+.#)94<10?
[R7@,S0/4+,4GJA36BU1+\9R0"0ZI@A%R"#L?$$S1;*LR M*8/[%2G]%)!#I.#?1N;_5$HCNRBV9'1,PNXXPXINP<#K:HX2@8*I[I+7._"? M9?XB19FYI!6,;
<@FMNL*#Z40L7R+@*+JISCR71JA!LG+B0)U$7$]]5 9#W## MZ 3&T\,(MRVH1A >\>]I9&GQSU0Y\)&QB[DN,V8&(B$5Z&CBH^^=(N.A?H!* MA\I.@&BXP%B%I6(1AY%51
@0%\6>4%ZXHQNXB8=>;$0@Z8).GDI52@!\)*P^ M$3<)0%!R+3&KQ(^A\7@I$NBWW"EE6FCN&:>)!C)4B*\932[+8-^!R?[H!V$8\VD:Z)7>R23@L MYQ/?M%A2?
2>0^JXTI@G&V0$)#RE"\"."WM\83Z;MD.:+ 'K7=O7F"PU0]T MU,D+YH@,(96K(-2C-.A8,;*INCNEWAIV!X@IL2"(/5%0#>=UL9PKABTJ+B3TIXRC2.) MJ+PBE,^*0O_OT/6:
(#6A)J,O*%"Z)Y#8=(4%PG.N>-;Y<)58 !Y<[)RB,[(\ M540;F%:74.M'2"&AB<29M?B'AS'7\1)+-;GK@@*N\4BOR-M3]BC H// CI4' MUM%Y8#H/;(\\L&9F'EAK33BY7ZH\L+74\N
M%^G)V:Y=K*_-USDC#7:C]AK$!4K,M2+%#\DL+DP4MSA]'WVGS[8EA$Z.US*A MKH9^<5+G9?*.Z%V0HV.#A *A.Z**+%&:;&)BUX2I^>DIO9QTQ:QP&JX6A!HH
MF.8<((W57KP_D;]!E\\'HQ\S9\(WA38-YEBK$;>H^%*JPCQ*X*:0(VW5V/@7 MC_JB<'3AKOW\0P;XY=E4[UE!O3(D#,/D2!DA<\@/#J"E_,:8-A1#@_3/A K> M01=6WB=R+/X[Z2"U#
[F4@XDF>.5<<3H3CS#H MR. )K; (-.#"STHWN!C'%TP96U!A,+J2[" **5#V;MA1@IR'48A[["4DK50B M8H9Z3 0CE[.>U5!#[5*2$.L9C3,$IY?A$"/5+C9'0MY]+M'>2^)R,?"CZB)8=
<7R8VO.Y M#"'^'?X@9GJ-D:O2X >ZT )UG5.Y3AYAXS4'<8,HU;$+F[2$H?>P@"6*S8EV M+K%H&Q7]\(!4HR2-:\-4= MJ\])5.DJXTP>2_0(GNN M;;M7UR@EO[BEE@>@Y.8RBO:Y,
K2Y-%6 MXGLN#;.X#;M.A.(&.W#S&F14LD(C3_2G(!.2,A3(B\?;51BA:P-?)(IPD1Z2 M!JP2XA3-OH@EA5WMR604KT'+DUJ)CG@GJ 6;84M_/RI0)3)7!S",!'-87E)*F;DP?,_N" M!U
:I^LTQK/I%W8'%H,X+-BT0;LN#7UA7\&1Z#Q)2\0H3# E58ZWHE^*= 2* M*E&;HO!F_HH+PFT7CQ]3]N5%D<' 5X)8+()#<.-0^I.H!I6^%I![GWX\ GU MO18UG'75-UM1,US9-
_Z7S'+EO4*Q+2I6H8M./V/9@5OT0HH2FF6G G$#MEY M;H$O@"5G@F5"1??BU3R732F_S]U3QJJ7O",@,1;^.JP3@/=#[ M17Z6R6LHR. <"Z<'.M?6;0(.1QT"$CK[*-5K):
Q8XNIDC\6.AV3#Y$W)ZC?1=8?A8GJ922RU^;P13=_ ?'!7Y M;&*7\^!'>'C9OW-9$(F C/9ZC3-JKX>[KQKXIZ$ @;\ES5QRP*E?HMJ)!8\M+LBT#$L,YD"#OT17N[$) MB\$HY-G[<->
[!D@+3;2IE0,M%("!^KN;2;O!:LPF_:O%M>G[F"_\#SR975MO M-WJ50;W:7--36GJY"#]I:E4*447C'YDGH+88!GE)_0)%QXIXQ]/[M:]%1(^Z M$W'AC<1- 2V+4>ZA;#FTX*U596N-
J)L&ANSLQ5*D*BG_PDX;)"]%OPW*Y*R* M?D^P==/GGT/U0XZZ"7-V>1Y#2)>"%&UNG_1K'"DL0MZ <'L;8CFBNMW@HI,F'?%.0T_"/SQ79.ORH(936-.
M"L$YSW2'!N928XMW<=O_HXFC)KB2,M-ADO:1=6,QWTS%EOX_2;;'*;_%JJ M0UB0YW-3UQ+&A5A_)_TI7Q5CS*+T(7L8I-*X>P)BYFQY:3P M_/ Q/Y9RA<^"DPT201B]A*-O8N-?
HGZ-EX9Q%7TL=,:,R*A,;R-CFS(W+3^# MBO>G"#[M5KXOQD9*&80C-B\P'\>>3WO M5?7Z9:?>W^E5^=>;O=9Y+ZJQ'NB_T2'R@P1<0;S[OY5F)9+X%G5$J!EUX("_MQ6^KMU/W-
>:_\,ZTZ$LB%L>IHGEJ;Y,\),05RC,./ TI;6'M!XOH-D&!J 3 M?0;1NH%[^GQ20$*#(@:=U^YV.W )%I1XQ_G LOF&L#P#<#4*(\S^N4%'=0R? M[I\?;%>Z"H./6]!&8100OF #4@W-
T<^)#_JA=2$.=C1B;#Q>ARP.&Z&:7:6Y'^O8/$!YIUB@\TT@E\ MG/KW.1NDZYW.*)]9;/JFLC=7BR1&'+*T]AO!H[ :/3"YPVJ2R M2=V*AS6R\+Y5&>R-\]FX=S"AD/A$L-].
[C'SU37+@0TY\-"MO'S M;,H/CU]0[MQ9>>^2_Z?9*$AY+^*L2VH5:PK7%%Z>:PC6% MOWL*W\+/]G8$WN?^MW0O@=,B<#)'?J-TM_P>/P>KXCM6\R!L44=#RO+JO5MG MTR%
(#&(,C&C75:S"+4WUWA..5Y#]30/1/Y!R-M693;+PSG:?/7L4MB'@78!X MQ_DA%H)@Q0@:E9?&(PT&SG@M#1:A,1ER]!36'[O44O>%TDVQ^!;);X%CS>4K
ME,D56)I",R?"WL2>.M5<=-;B8^AY&1)U@>!M O%A]HN:_DZRUI3#ZG1XY)YWOBQR1FNJW@->,+D>![P1-\!:Q@)Q[-^%#:1L7F)5X:5SGH M0E,O0YS!8G-
L1"W'ORLSTVB8F#+R*;;:4M8PX^0U;'2)+!D'DU\3L/!O$=<> MWZJ@ IQ+&4[12-4BJF5AU:R2.RH.\)EIV32)1$S90#J)*HZ-(*Q;J_*Y)&$% M*.^N-N/_H6LR&3^0TY]B!7[8I
W(9^+Y459)Y46/F-)[0(Y5+NSYKZ-S;QJXE702RZ2[*ERQE 2?KX! ?T4?8 M6D93PK EH=(_AD8OV"R00XI(]"I2BV2WTE )*T[PO7A.(Q^;1,T00V2W)D1! M:XG6BD#85KJ$^4I_/!
[O2[+#M=)W>"TCX!?/=N 9=1$*E!Z_X?9- R56Z\:M'DZM7#[I6&F MT2KGX2J97&5&PRC1N@=N$ O!WJ4\Q.0;8D.S0 B:R+GV//99'+8 M^ 156]F -=F/,%5]'JMK%W-
^:*+PEZ7MH(M=M B*P9D8NUBZ.FL3SXWKLES7 M!UL4G6@.-6L4_8FBIF/JX%LQ@8@.<(2-BP3[BM"$/K)>'6UNS1G^I(5]M\?Q M!&1 ]M$G:^EC;YV(6ZA95*%:B;>0'%V_I-
9AEH2)%+7L-9&Z ( 770O4*<6\ M"R,N.CH]@:*E9.RWZ-0& 0N@B8\VB #1.Q=.?ATQJ7 P=FD8^%\J$PW-9UL< M#R?47^(?O)E\V#(>>[..N#Z'\R!]9I(^(6Y&/(VFJZLP"
(<,1Y.6+#G>;XTL M0585I)G3>B)M'X9(^WOPC524MY EM6N503MG21Y7I:/!$J+S,"J I>0.WU'8 M,#YH+T_3:]?3#8C:]?-I7LIW7P(^$8O=O4P9+PMQU3EO!EJZ8B8LL \,QDFQ
M3[V1V3QT" LCA;HT\XD\PE2-=)1P%J%PC5&$CH+^V,\'^ MZ0FUT;NW:7X9Z7OHRF9R,B77DXQA+;)/LK,C,PN?#SO9\?0C&:LYZHP^ADSN:)DLVX4^6A$EL^%H*E(F; M%35.+@-
X!M\97NT8/P7;8.[.G6@;IUX!ZM ]N9K0,[^>W[N%S/D/:-3?+] M2"2B# DQS&?3=G@Z!_F-9YC00E+3X@IS*%[#\07KN3GWE*YA;C9WBOHBC2=D MD!3'-X60,UZ\I6/Q
"V(&.S0C^WSZ4W3O8_)T"?W!HDM M$2\&K1U6):.*<5%$86CY>.@[9NZS[7LN=P3?HI.#Q@UXR;0A],?/?9L#+@\ M@>B+^RQF 9A*3%-D!@G#(YQFS,7ZWZ*H/(G!:D)FABX9+O-
&*R-X,>?T37XH MH=[ TW9$3VH^CL9=B3?9%$@CQXD<+)S6B[ZE7)S2B_"U&<:6FK%.O4C@#F? C6#+BO>=?&H\4;'0P=R;C420,V22? M7'TC0
+\NL@11&1XE.'*:\^*=/@/E:O':S",GKPY,-5.K5.5L\;#F=("A67T M7O2R%P:0SX=ZQ4/VR+%'2*)$B/0T?$5\H]=J5 7YG\Y8>DK*2J^!\S2,,893 MS2\RHH7A;.;PU4934N@B8@X) DZ?
7*/6<+J4?SBT9&&$6B$+L&5<,@,-GXO M@Z03C"?C#/%!_!)@2?ARN81M9N2>.%FOT34;63WW<%H0"74:$%>O58T*1WL^ M&T[F^%$.G*+\4<0\,F0OT[ \5
;;3AZW+TA"P)RNO=D0M0/4&Q(.^78C0P5O MG(_#[0I]V=P6Q][/QW2\2:D1)D5)+Y(9K9%T2F,HSDUA@>H](BP4Y5>14BN2 MXC O?B05026%5L3MPN%9H&^/PAQ!8!
3FXP9X7OC$0"KFG 6T62NJIA!DO]0 MI(:#+2Q3,'('(G] OUL#3.V"_]ISN:?O]*_ZY\_5I-3-Z*DEVAC02S%)+97 M.3T<31BQM@BTH6Z6AE%B/^EADV)"69P9 T>?>)Z%^C1?
4OS%X>YX@,062==* MK%L(R21@%>748F-\$JV",9.!;5=Y-<#ZGV(BG@P%B"%NL<_#JH4,#;\J ]GX M68DCZ4-68]["DO&$)22$C0)8>B+TJ49G%P:9QWO%*4X]S3=75"'W'6!24Y@-
MKTX;3*-K/B52%9+S+-*IR($ZCN7TYR:%@3(KZG402ZL\@7:[Y0C25JI8%FPT M=0&J$YXB$*%B\%$Z?!^RPZXG4.7>)+8%AL(\UNYJQ>^ M-
K7G:8!:Q:RTFE@FYZQ1CNUBX7..O]LF^#Q'K%9#=2!C\;MBP^9]^-[*=!:K M-0?PE\Q>Q-)2P 5%MLE;9;\R&M20"#N$W$-^GQ)LP'0F,4..)?4CH!SP@9*1
M&9T=QA!IC_1=\MO,43#CN].OJ*HK1>]:W*,G^9Z:)A,^3&L;,L=FS\++DC@W MY,<3E[]X%R%$&+,/3Q<^CI/6.4E&G,3BVYMX(%H1Y(#<8D> MB2N>Z\DSE5"BX"\|
[S^L0<,QSP@M;AR&']E=(SZ ^ON[$,=7KG4;\L@K@FMN M_+F9H0XWST<=EB AE'@(Y7P$'H/#Y[C39I0$:DJA4Q>=KYQPA=J>88J@2"X! MW$,,A&T7O 9L?
_)=CVQ_M)RAG3RB"Y8M5&A!IR/1 E/0ZLQ< MB4I>F<_+R[*B<;KF$E1T8-Z\|$NZ*"(/-M[#W:S$2'@Y#&C^Z&*73W$(S$0I
M7CI:/U[Z]%]EQPO&RW5!QW,9*L2FOQ+ELAD>"3Z3&8Z72H)6B451TKL\!G5= MTMF>N2BQ%1 IBJ\.PM> M4^:S"ZRU<587Z+2]P#/Z8%^R2Q',FY"
[QN<>W7;M_R,4&+&/F0R9+#$^31YW M@PT?\"-B^#3JX\@3)6+(TJ34IA.GP_WMA#BR7B;8.F2&"O$F/BA$UEWJ4V!&G[^0A_TV==;OQQ*,B4U$
MBS5R%UG5$[)^C&C&]L*YHEP?(0J 3RN!@2AX9I"_EJKLB)F):I/82/"@LWC) M151ISV$A/TRA-9.T+K+:JMBEQ.$!RJC64Q P9U>8PDG,.S-I(H06),O FHB(Y9&S).W LM8[#!3
M2616R%B+U-E%Y).A0OB>:>5V+-AB5&Z38JR"6[V*L1;*,UV9KR797$HLYG-4 MC %(#0&>LA'P.-^5DM-IJCU+E#V;T0/*RPC3^;#YR*T#6G#NS56H#+*C*\4CE*
M6$4*!@T<"9SM"+4DT64AONCWWI,BRQV0VWOZS50<%Q17;'G'AZOS%@%HSJ.2 MROOTA4%Q;NW+QE82,<)#)M.TKD@U0[#F#=<],CKA/OV/! M\_/A$\?
T,>W2T+&_H2FS]*K=AM#]#L<3;]4XMG\QZ^+?S/SC&*S#*8IS/++Y@I-]LQ;V;L'61>2239EP M%N7:?E$C-#+J(!AI+I/H\
M[7$F>.S(@\Q3@"6WVZ5)]$$83BUB..T=.>"AU]/9;3WMVJ$7U,WAR)LNY.&A M)7J! ';Q^DWF8G9T3I\CZDXIVE0VWK?J^; FX",8)KH'@0EB!T%*BA(NI"@3 M("+J?
=2Y1%S9*7),'PB%4#DU499,%$@.[O7*B[U M;X&:]L+M$='G@:=EF=A4C-S!7!00%Y(VRI"Y8&K)]H6P$HK\>CZO)UC.A0\U MJW< YK>2@Q>#M.M+F'M)(OI&R4;?
L90A$3_=J8:Y5QDT7EM6W3_0FK K=DYA M]>56J5J+>.Q^E\0MF5W!=85$S))$&OFV1'Y7/'DK(\&K&M9X[)/4A39YB-&4 MRH#XEIVT):)VF:LRA_VCWS-4N$@]B"&\M
:%P;>\Z+G!/-;02(R^PUTMF-J19PZJE&%&K=![2# 1F\9$?!P.3$EEBB/KV_'8/>')50 M!(]'4=V=.1Z+:IMI/*/-=N=+I>%KLD P*[-O X"R8_;H^'&YD#XYD\C;R2X M4Y $B_LFIBM;
(6&&Q&CJ>0&Y"X:KN2F:X>4D.%"RO;O:YK,NW2@(FS)",,$8 MQ3TU^'16:H$=H5G,T2G]$CF*UPOU_RYR8M-MN*4LJ17<_!(N6JFR[N VZ-0R ME52E=_EF$MNF*.0=
<</&.G4*X.||2)P0HY(<\C=^@Y=SM1$5#-2.[@+0^YD[,2SI5M,@P/RT1@"5J<'#;G XX\L?+K1*44F]KOO8FO!69N*V2W48) M=4#]+B$\_LXT(C#2M/=X%Q(XQQ[:JH[J+SK8',
M]LI==KPDJ8J\+S[+4;@Q1B,ZQFPU""6A#U,6.;"V(Y=BZH' M0KN=)CF86&3ZDIBHQSO(>"!O8G4'83\SX> 3F@^M)W4H'%P,VQ[YY*E^X2G> MG#VO1,
,WHLU1G^QC*9'*L!Y]Q9164#,G(\IDWT6J'U-SN@R; 2R87H9UEF$ MA:I"K52U:YF(04- R&[ @A2LR5^*LU,,[;(4]H!4MPI+Y\F7)6.)XFPL7?R M Y'A4GJ[]R(ZM/%I27B-&G>]?
FQE0EET2J%^KA@1$U1I2?&WO)$81186CJ1A M$ Y%Y$L-5\KDQ*HYIFAXRT"!->' 0B J(8L8FXEC1/@%1/5G>\0N<%:'J325 M4%8ZIHY&Z7R/2%=1;2/1 @DS6>
(MGFB*'$4)U40X70JP$SOOUG0I@"X%V%@* ML(>[+J>$H)M90M!;8VJB=E<>?6Y]VN::L%=<&Q >D[1_)C9($]L1>*:[7EU1 MU:2 [P7!_W6*[MK4+@.X\3I!#*\_?
WST;T_)6F:U[?"\^3>1ZG:X?9B0"^F'_1AYYI)N$ 1&- M,C8^+%9SH?'GV7\7<8;Z,6^F<;RW9Y21**I2>3L,AX:X\-2+A9B(*+O&T:S! M1+I-.%20^7S(+*_"EIKP!^JZ@_D6H
('G"5%3>UX&2Z&XSRUM;38?M0UQ@BP M1Q$E\O@?8Y-C7,KV(#W>%#/V1$=C"D=@9I)7CI-6#NDU)19-^K\#HN%:K)&6 M,!5+*TR3 +H1Y\8XM/!%Z9 =-2['40[+(1"L["^
&;%BQD.8;.5'&; ||S^9 M#%GE1X!#S0+9/X!Z8LMQ9[3.F.D5-5O(/VUO6@.?A8\4\#BRO&*F_%Y"CJ'^7B_D>OM^/D$"1 MG M./M,#K#GY7*S)?GC$$APT]"3$WRYK2#5#X
+:,J1Q3'+BI0@]H$=4JA7?1XLP8%(W-2E$LB,MSMG(NACOLV_B&/+]RZH>S]R*TCGU*(1I0@ MQ]Z(% TU[AA)!"7:@SEA/)P#?T$R@U*/("9>E@H<2 M-
4M1$3Z"\!ZDT,C=$$V^B/.B?+$IO!/_6GJ+,#6;>Q:D\P#SZV(&+U/G;2E" ME^],,*UL[24-F2U!P6<8'0HUP>2"(ZXK>)N45BK@$_"/9.WZ;45+MD9
MAN0)\'D'0.!3OHJ,0;QMV\8RFF;>1PCJZ)7=Y^V96^ M2%R;IE?B.U\19MB@ M:&"6U!-LX"L;+D+VO[,COUL9-*NU7G.#+Y^C1H;$W'%/S>WWM/-6>KB59F-#
MZ0<56XAR53)M1.AAP_GMOM766QP?U@U7NZUT9N!ACJ]]N./KU<"*K]:;[4TA ML'PR%_ICV N^I\RB MXOSYTI][8LQ=5'(MAZ[#8H8K(37%:A:VJ(&B<)^L;XJ" WA3E3XA>N-6XT
R M5C;%%98^M5N6:V6_Q&$JTPC@MQ=L%HU_#^9>3%2+O4DS61%=XH#% 7GB7$? M^2F?S/>](7; Q5#<2GU./&"9"Y.^$"R':$^("GQ"L*7CQ%OLB\QA7]6E+HW8 M9"?
^^3H(IHJBP?X1!4?6SWOR4KB-!YRI0I+.2-'#">5!JRUZ2VG)R)%S#WQ8 MQU^4T)3*;>V=3:A1;K $<4;^)];CARW97\3JQ+S0*$ H1GV.18M$XIQA",T2 M[48L*M*+C^T),^%
0"\|GZ)U"Z!HBZ=@0WO!$T6MC"XHJ8/@K+HV;D!DF%R,T:E%\ M(!(&Y, G,7@FD+XQ> E3+OJ\|S3G$0I[Z )[^'UIXG<8"RJE)-=KQ9S\P4L0
MKO$L\W($>HUS(=P;D&/>BN',RX1%_46TQRD-25_)O[$P_Q"XR7;TZ[&>2SG&IY2I?2 5M\/OFI5]A- M&[RA5_Q+\O3D65USK_>5:]UYKG"!9VFI35"XZVD3PWA]AM8&,V_/];9@O8W:
MFO6NLVNC-+Q8+E<9^= #(!OL!^!!@;@'X$$^6]A;E:=(3&G&_#N I5 M8IP#]\+0"' #X$!SW+?RP)29#EB](QI()1F7['H)B@FO\_OS\O$RXH?P?BS> M#@=5R?GH\?GP$-
YB1B.M%M.LB>&T<.*8H'?S2C,Q!R@2^$:]735$<R_3F7EB8BDJ.2(QJ[Z>7X?AH?PK\I&F_,IX=96%.74^O MLJM/# F>NE&KMN8]*2DT3!)A#V2;J>=VST52$A0N>%-
N%0ZE,;._B40EM9]R M1OMDWK*A^E MKTU.:Q/Y66(]4;Q"MF%]4GL@"U[DCBYY'R6,(AD/RLL>?&_BFS/XVO1\4WGC6>'B1R-!PS=6^\DTC,E:']]Z"B9)U4V=W>Q;.H]\NHE]VOH
M75GC#>)+;BB&'MAYE4<%9]0/K8OYE,J"DX#[RJ@N",>VYAEJ_;,)U$2;C667 ME47X2+:*(5LLK^2.BXGC#3$+.1G\C456>8Y_9/SQ<-YD8H+:O"T1,%U+FS!UM4F"*_
M"B0U$S(Y(*A$O2IDXZ;4NFC(JEA'N+%+XUMZ_7+3+K0U' /@RO8K2M3=$RU+1+>Z\=(="586[8KO M&@/IML4;HMS&3C?:#JD/0>#!T2Y$4$U-!,?!N)2U3(]9;(C#;SW>T7F\"A,:
MU R)JG)(,RPP]-%N9]+'L3N-\!WCL&3X$?/)H_ZQ(KA!&MM23-<5FZ=E6>I. M7:YF %70+N$;YM"Q@RD>&7Z&8SIW_2&GM55,R"(ZWV+_; MXJU?))6OPWO#-,;
4QT;\!Y@]D]86F#9'*=)F\-<[G6<*@(9H;DH-U^'2[1( M"I_%\LRKHHQ\E,UVH\)W;SS&_N%#-1/'>W%Y"HIPH/&4#<)VXK5B69A]:T7B M*#OS@SS0LF+2IZJ=I9A'+/-
[7C]WH"9/OV.C>B3B\ 8A?!%(8QP%,9J\P4* M@[T0&0V<$M4#48]!X9J10 RD:A%[L.PY2?'LJHJKQ;)J12,^OG3.4:N2TZ" M&2M([@H903H*K+/J&:)33&
<0(]1T6&*6)>5PH_4W]1QLV_0W MD5"\_]YYHG!8=/'6 !!-'?+!8%QP">F(6':8'WUIR+AZ4D@ECC/$+*4/A6LE MUB2^22TJ#@G%6$AFDMA9B(H>QC46O,@];%%'D)ON#04
M%9XNJR<5A (EEE&F)KIL2R/)7L-QLSOQ4O&[@$C4>ETV9A<-.&12SM=LY*.T MFN60.K*3% F0^P.VD5:8ZI-%:&H'(X=4YPD.I9,?C'?G,*[SMA'5HF5B: Z1 MI-%3A@WR-DP]3D
HC!897T2]/-9F(;3R8TXH,:6.RC;@M:8#^XKZ#I/.O&:] M"B:+-<8:Y*L=C-U(Y*-/?"\E13[H\0'%=7(BR;BDO8B+H-PGZDFA*T.UXW: MP)726!;:VK70!9X4K?O*M9XB%I-O2Y]-
[I347"4P#&7[I;&H_V(AXV>"80NZ M2O(]TGJ3S K^*Z8W4XZ!Y3D.3?/Z%M4421LHM*XX,C.NT'(=,M0=%6.*N<^V
M[[E\!)%)0R4S+3;JT2BW8*47(YRHDK\D#>%%!F]'Y^KG+#,R]37^;K(PG)21 M+3+6$)>]%CDC<38Y54(J#+[&YL3#TLZ5TLCH958Z @6X=&]4M MO,,[:
6VFZT/O>=17ENCMH*$N7B=,I[6('E(F5E(CN5MV1B.$?PY[S)$C6H M%6@(H_(EV3XS+*A4BQ/#C^(T]RAE.?X51-$<:HFL\_B[MB::5U',[XD& 21[ M4]
.5Q3JT&IU7ZQ[F5KJ=P=_W]"!(/4IU0&E3H^0VF>RN+(:)^FP,YLD4 %C M,&!9E=3(STK" MY2+>VBVK-:ZQ!NM;9K_5ZIEFJ]>PZNVA51M;9J->^]\Z=NC0N4PZEVGWEL1O
MO;O&I6ICI?_*#T9@+@W9M:3;C.*$]$V9)(".3B9L[HJL9 MX^6UL.&RE%8.W(N/J5C;;%5< HF5Z?AXO4^(O;=POS%U4N8AO"<3BA)#;]BL?G
MT8,\LAT[*D)4WQ!U@7L%#N^'EO,D4LH&'7%\Y2]5 []\OP2S\,"$KO">$ M*L5YQ( ;Z>(/,5MC\:LX;FL-%G-D11;BPK=3WN (K2EQ"5FS;1&VFY.)SR;" M/QNU>*!V%J)'V&
(U9V'Q2Q!W(ZE.&?+RI#Z-VQ*E\CLB>6\71MW?2!'GPG=W M5[&.B<.\+ZT"2T"_WZ^N'F1DCEREQ%#$H")L:IUHBBM62LL)'A 'DCDM[1:+K"F6G<]87\||OM_3]NKI]^7*V'VUDE
M<]V[QB,#FU (:V64;CA0KEZKH3P:R?K5:5@NHX",Y\WQB4-JLR12%W>N[>AM MZ$:104K7ZE?)N\U;0M=W[:C6!];3KV_JIT8%LL%4-M.)\(@KY8%DO)2A"'MY M9HXW#YL-
P+$M<58=#S-Y_L1T[7_S,#ZV3#1%["?LC16]OZJ '#N*8C:H\3+U M0)N_X&F048HP/B[RVR_).>!C? CK_WD"-7XBB)]B,F E'O];L(40"9-15'#@ M_>\ZN(OXHV$1 N7@N%N-G0PV]'S?
\+FQ<%A69Q)E8E5S'Y'AH J8U"-FGJ( M-H%AJ:$8X6.[B5GT64<3(_"PSSL%GVFVSY@/O95((Y'H0X %CLO93# 2B@GS M>X:PVY>/M,$JSPSAO*0:#B,-L6OB>1;9U#SX[3*93DG(
```

*I;W$L0N@DT<)_'I M!!?^NSR8\,")'42F(Y$B#Y2D1,(*IX+Y=O\-$0 M+5(?YJ-M'HT6VI9;QF@*Y,^P^_&/,*W^5F@(8-Z3Z+\2PN+*M;Y' M&N455S*?*
4(_(\&/T2YM^O5%Q5\;LD9+$]2%X"<_$C\1:CMP3 BU;8XXW/HZT M]V2BIE#AY0!4QZ,,8=DL-FV[&Q] V1)V:O#QTR9R0>)H;^&-W2@S!_\E@"29 M+U8BXK@NQYP'[)/\RV?0Z>>.N?
IDNP1T>NASG'9Q/=C<"<-48DVT%OYSQ, N M;YR)+7SXGR6_+'Z^A)]^2U_O]B]K]4[F3[7+>N;UO%?5>Y?=7FOMJWZCI?'E M 0009/^WTJR0K--1N-&!N//\^QGX$[^=28_S+ʃ\=-
QV#@%'0Z8MZ<4 O)U-MWI25$$46E@JAK39=,TYAZ_^QUQ%5K?@D8W>.#M;<9!9V=/79L8.<8 M!@_@& M/\Q)*E6I3KPR:>Y---
OH>GFQ.4'CB:$$72V!82EQN12[, MBDY-+EN3BSR2519]@%W5R L.:;%2/);P1 Q9B<:-)2U7RD$H,,E"!Y5%,?Q9K3)*#ZE14PY*$<>$K8"70A;A@XHBX"P@+"K
M39FWU,D6lLL"6B!4R;RB0Y&D3E/4],5X19.-ZI#-]Y(URUB"C^L)_X)*YX[&9?9B)")!B!03A3 M?ITAUW[.SO"=]W\^E/^F\I+?LF,&;*?6Q?'(!5]ZV<;K9.;6QZP%Z@;7^MQ< MO=]O?
KJ"]4-I24LX0-0?Q@$!\)/*HBZ<+Y>+_!12^E#.0_EE$PEJ^*=&72G M1$&YQ1+99 QDG-[NM$6W-;X\I?QXAF9*\)%3FG)11Z5Z);703CuK6F70U0+6
M,0D'LZ2EO%EI:5,2\I"\V3^4G[,HIEZ9=!*AWFUL#F8DK:O%)9Q-\,S"#2HN4 F',7%:WN M[*,7VQ7.2U&8T)OCLY8E1H,EZM^M${]X)6;#1VO@46:A[36]:@XW@F^F@_] M1E5
:R:/;%^M>_S*L0??XQ$?M<>&]*26PD)Y!%ZHP7W4#)X:>+!_+3'=4=2(-M)1MJ4'5N5.U+))?=8OTM=],:P448=$[_"X\BX8_!1D=17@_'"6FC2S^CK!\MB'ULTQEJ0XG8NE/CO5E
FNI=M&_;CYQ\W=GS<':QFUPSC ZULZ_0;N%C26IE1,I,J5>!?UBBDP;E\UV]D]YK\]_WF[N]B:l]_(6 MU:ZM_@&2TPJ6#54K\1{UMR6863P9@=>9)_9EN6PHIE8;Y.0)&+/Z;H^9\3BR
M&XQ+7;C?!KN>$KV?$XZ#%'(^90@RG;29;H M(/2[Y"DP96?S!B#S3XLJ5%/0FDKPW$SB YC_6\'HEA/C5U>=6)^M.S=_PIV
MJ[YQL:/;_6CA8;>19IUW&_FT!4UMA,$F8M//O\'S!4508R G4Y>YZRH'7.8F5 M9*":VSI5!UM428&F"$T1!Z2(#?-@"Z*(/LB(.MPHIL-$5HBC@<1=138X8+H(C=]M(;ML:(5Z-
,&31:>|\MKC4*E M1*%#A(AVE',]=/_5.WO;'"5T_]4;EXVRJX3I'+'M*XO>>VW=UMY!;DV'F@Y+/M/'= MZ/ 0<<<$=Z;!..=-@N*FRHZ;!4Z*CILH8;ATAG MVU'G;J+E4^N?
47A<$\SY$LR;),\U6V"~7AB:;(§Z"(0^0BIBFBC>6Z6D9H MBC^SF&S@[DB@>.9C74^%4M*EV)M#B)WR9IL=BN#7F$QE51*$W.:;S1{
,*]C4+$H=/Q7PZ%(L M78IU.$II'C_;K459-NV.+H(X3PQ[D X.K0:68I6ERD&C4+$H]";]'5HX86K_MTFF-0[5$H4.$B'4'&Z=Y-'C0=:CHLT<9WFLI9 F][EWM3=66R)L/W2H8EH$)L
M1E_M-?:?N);PKI4ZXFDBO3E=BO:X2JZ$KL<[I^:?<64M.56.\M:,AYB(3('76N M/EH^]7-J5*ID)YGP)YDW2/]NURJ!=FI:&FB(T1:RAB./W &U3@E6MMG>RJR88
M33"))YCC^]G:#)"VWW:X,6OnK|<lOH5$H4.GY:,ILR?#K[M'(0A5]Z MA.N F'+\G-0V)>%TNF?D>.,8IF#8&(:(MTTC4PQ&899E&K5&H6!12ZDP8B[7YE MT.AI+G2>*'2(")>N/
MWZ6H0QWONYVB.L9IPM:$_>X)NPQTW:*:ME;!!=YO3M?D)/AM8<*GX+^6_3R@ M#2&\;?=ITH[D%N^65,HP^!^X+5$?UVKPD-'<"VQ\Y//"CXF7U^L:W%5)ZQ
MJ#8:2UZQ!S"OI:+_$>478I8X((_]JC:P#5U6^'I@^^);X@3O?B_/]H&[R[?)IY-)[N MC>O[N\?][[=?KYYNOAK?;N^<N[]YOK[X;CT]PX0\ P:/QX9I3";_^9B%$>O>X MUX07[9_
D^SQBE^R70NV_JG1I6)3_L:ACU2]OCU\GI(CU=L7#?_MZ37]W<]P#?V!AL]E@6'9@3F9^&QB+IAE#%<&Q>K.?N4 MB\KE!9&QB?PR$# D-@[1D#N3P(&%.^8\8)_D7SX#&.>.N?
IDN_1Y>NASG+CQ M PEY0]_C/T<<[K+&N9QP48LOBY\OX:??TM=;\$.MG?E3[;*^X_5>H[G3$WF+ MJG$P@?;-> MSJ@T@8?=X'&&73,X$NSV,CS2:?_
M!)MA/MY5&0@'"_J'(''Z,/B;J[MHE.CY=Y:O^S U_9DY8DM:$1E<7VQO'KOZ M*OS4U9Y;,_%\;#U]B'*D';T +@(YW/64S7 OWIU!9SZ8[8FA]@-5H
MP^>6#V1^Z/G2=5Z=`:6S]HHHMER!E16.8@F"[ZK?H:9V9:NZCY/##M^ MV\0NC=[L-\HR9OJ=>8F^VN;$!0)8#[!7;54&[;YNS7:>*/0FW?VZ[?-3(O-;),.I-
\]6)H[8^Y"&^D'I*1#!-?25-4]LP$)&H44%#I$ MA"B-0CCKK[:W^U2C4"E1Z$U;_77[P(6Z9?'SO#,C_<9]MGV/Y+E(T_SF^A-XCB]!G*A MHAKBE,FV|/DNF;ML?*OIV[OD_+[;H?
0#[_^.6,W1,WUZ36S@TZ[OK0WM>HHE MS;Q_G_YU=MO\^=#?\3M>]G@#K<**6XI?^DX3GR:^4VE?UVL7U+[NX-0G\'Y M@K#?$359>N,B;F67B0Y]>,IO>=]Y^N-6=U-
(*,O=*PH'WZ OQM%HS*W7?6(E^ M?O?GWUF@X=8-%OZ2X@R(I44'%_9VY94.8#LW#3Y3[;G>*8'Q0I7YS;8>!5WN//?"CJMTE#WB M+:,,UYFA!R2]X_6+8i9O7
M]&FR8K]5%@S3PUM?YP3.'J!36]?W>>>\E4*_>,;63H$ .B-F=WQ6UR@H]Z7P M8RZI8T(/IM.#Z4XEK:,;?+'BM1L^,U&2MR;HT'3O]1SIO]E7#UK)&5YW$U#8E M*<-
G$YK.%OA#$_#$@+_C9+M@:L^-A6'[R97(87OAOG(9W;23B]>&L/-M%Y 9H!("Q@3$& M&C B1W!0A1OY%V$%RG7ZRF)]^],%W/07*V/N>]9RM @NC;6NY.1WU<^.!.W1
MW7.X%^ZQ\70-.)EG>\1@-=[2%X,"\;56HIM\@_NHN1PZS1X8)SQHTD12GRQC# M90!01 (VS,!X88Z#_U6^#JCC,P.W Y^.!I03+&6(Y0<"<<%@\FZ/E MWOC)!JO>'JW/62(BD'S3^&
(ZV#0ZV&T,,2H7>,=GLH]))/&^<',9A M2&2;19XZ;PW!,A+8C0!+=V@[#M"2.1]!5(1+/ALQ^QDI!2/PO"'^/BS#H!/"% M#'N,EGT;W
WOAPO(X$#;^$I=BC+C1?/_TEW.L3KALN%X7H+0WYO06_RV=P# MR>A.# O>?VG@4--P3=%2@/1IO'GDP,+ML0T_XE)\TV*QNUZFS)5?P$4)E@U, M-+:ES?!\P(5BP
]M3W@M,;+3T?>22\E;D.G[(89%M&Y6K-+R]ALL6%?R5P\@E M-8&/5^5$#(*+L07?I;@4H+@9)1='5\5(0Z[/-.M5 T?OT6IP;EP5>"XLZC]V MUTRHA<([JB
M8,Y&.);65T:*5;PCR+6[&RKB+W+B>%/M/3%<3PS?.#$\]?)W,W R=ROCQ,NL M_'RW3!!60+I9ZEW6)6D)&LK-OB4KO7(MN:[5$\U>WC+%S"U.M?D9\)%>0(
VX[Q_7Y2Y8/!M+-1_>>;33,;)>[&TA*#3W034(9[$2'8GRPV)B! M,F!),^NCL-- E .=@<8P,D%1&$U<=T)OI9]"T6XM??HV7%O1K&*FSBJ."?:F M%.RM3QL4TITM_=+-,N_W+
[NU[JZCSKN]RU]W5\@ [_IEO=XO9H!W[]>56S\U M_4TG4*\IRRG?M-J0#Q+_^9C'#8TWPWBHT5V[@,AP%G-_>VL*" ^+HT57^I0D MY)!]'#,LPWM$?+4NY"I2[+4.Y5!NWVB.2*
M2S4$%LKRNIN3!>$=*#,Q9>X;B5 MN8I4 NX1'S(PIUS4%40<<<@^2?+_EC1_VHDFI?>%O.TE5@04_0B1(TR9HAD";_MM7Z*-C^63,*>A9BI]<,$AX70.*WB#-.^2ERUN+P
M^+27%HQ?A>HB""^+W.J50<98E>VI[6V$8*GTV1.4O]<4KAMA,![L:DXR0<:T M,#Y'239:B!Y+KWV^CN8]/(]O2Y=>;#I/W@^9""!/$ZR4^_&3^>N!U)\D^6=1
M>Z,R*,L,I?.2KZ_W:#6+%IV;GGF?6__MLY,]!_)2:6E>0%'>WEZ],fT%EG G;0EKAV=9Q8)=BN#;E]34TR[; MD7YXEHG5!_%?E$=[DK6
M02*]!"]@A.O$*!I5E3ZK;GFev=!;V'(Z#.6Q&U;U=;(/IS;LO4,'RU!Y-J7H8 MF>04N>,(2H%)\3'1*F#.A06IGH-_-1U'OC((ZZ.E[8XO83;I--@(:9B8_@4 M%D*'+Y$:1*\;WS)A/PW4C'DFT3
MT. 1?@7IQ.IG %AQX]?VHDOJ M!S:64<=;@BSLF?!&4@WX"YSS+ZSLY;7IO B=VEG,F4^E7[3K(: T 2._[/* M#5?*5Y!X[06+#:6(9]4@=714,=M!A'M'!/*&"],FW[89><)?
+OQWV%3&#_F M2C>1YGCYOF&/5?0C9[G+QO;"$YD7,/$!P,PA(^S'!C)3>-YS>;'@I?$7]IQ MS-1V->2M'X$4@,6)/BO &6#MP V0\B>^.0N,&5(&[ZQ -G#(E^!3(W-,* $+
MYCT(U+I%CV 0W1$MDL,C!@SL/&#/9D"4/O"T7>H"^%L&1GJ.A@D$(+8 M#G[(G*%5]&_;WE8Q'CQEH[%US1D+#IHXH@L".@XPE7(5C[Q5ALV5IB!X25[M[*C^B/\,ZQ@H*O':Z-
3ZUS4:Q?MVD6=LP-Z&'4BRPY&CA<0+T@6:"^48YG3L9CJ ML?CAD61+^(#C/WW* Y7;=L721O@":,F+ NU)*GS!(^DP%8F1]S%F@X0+5[A MSV"],|
(!J62&9\[%GB*DD:/O@B8HD26FD 0"W #FSN+"NKJN74^5XNN%-ND) M0[AB(PI'BAA0AK5;SRD^B)KA\&YX_X0]+U9%R$7WLEM4;
MUUB#]2VSWVKU3+/5:UCU]M"JC2VS4;_];QVG=^O^1;I_41]!CF#]K]U=^Y*? M5=Z?NW41^LH5MJ7/[L?7BDWQ@SN?R)_P. 5>]P6=-0_FBGA6JJ-0%S-Y$PV=
MX!I^+/EZQ/'O5S[N+KKFG2"A+,XCA%M\BX04R2"NW7O/ M=B 59C)[^8M0W$V6MKB=% CAB0BX?@$>:,D+#RP).M(E9!??F%T];7-<&KI/ M3\T:8.A(]+R!H9!/DN:&.[H0T?2Z
MJ]7;7 T/ML0;R0[H,W &NYR_M3_2C8E?&X^P>O\NTS2+@;&!=ED),N36#@FQ- M'X&(>O6>PE%DQVI-@3;SW+9F@&QU:&O8$6;*W=F>G7.Y[9&;M-.OSBN .GH
M#@T&RFM_Y1;L3_O0_L@-.;0O-4_5UM02X8\V[L2V*[$Q+/3 ^E75=(J6NV5F MW"T-2Y/^]6WMEK%MGLK6^N__S;2^8]"9FF_DVE!6ZKU>H][L18MW=VN64E.A M7Q#Q4'"V 8A')T?
MM;.Z$\U'FXM\$\C'+LSS5>;?6 E&^AU M8_G.3 /GA18HL,SI\'+R\6><$2@M#/-V$-31?M.2RI2!%6<:/N<5+#=$Y9X MEHXH0-0]V")%\V%W!0=GG,MW>5[\W*\FZ"1D@=L@.1=]B,O
M+DT=V,K>'LU1Q(^CWSU8G8_>3DELZ4!BWI1B.T?01BS!GV:XC3'!XD9M/~MJ<#XH3S(GC&'1X4S@R^0M/0+WHD=\/F53=X)<#WA&S0'O#>_3]D;-"2:% C> M:0--CUH%?
TU3@K3"-,C$.A32GAU$[Z0H/6,%5")X7D@GDN&6V=*GVM/HIUW[MK1Y)>T8_88E0N.3GTQ_TDDC"TH[D,=DE-+(*?>RE:4'VYY!76&%(KYAZQ"I-
M"V@+H:QF>\79[%R4=;K2U39V[(.%M&IP"'_@<3'F06_|'_]!6F(CBIA[T/QF MP@L38Z-\(6(%QF&E<+L'$P?>RCO@#6$UMI0S4SH3IAG\'1"&?
KI97Z@8Z+5W1>V]3#;MVQ1DMTYF1!RR!!CSZQ M=! 3OK8L^_[+V"^Q],$R;LTYJ;."?0,V0G5<,%@?#9^\H0EBJ-HP].9*M(1R MHZ02)R#[!P/#8[48_<^?3/?
^!$;!2SV]+^F3MW(/9YK%IR9QSB0KGL/2(-6O M@#VHM?OY13SA]>ZK$(HH[GYMN, 8C]NY6<,%LLGL-?%2S/2L>$M(M;.L8"4GUDVR.KGBR$&"5'Q*85":
M>)))Q\"B#*;1Z67IZWLH]M? JVRE[!?XPLWR4P$P1TO)V3#Q@T=U;7-J"E]/S-MS[/I28"_H_,.![^YV<\V+3@KC D-UW0S_^>R=M0OKW:>3 D/\[»]"A"3^%T@
M=3^^0=<=1#0&,9H.JBM0338!2IS:-QC>RE_.LH(!]_$0_BTWOTR?>M];MZPR5KT MZGO5PE),&XOKV088O[__\13\/NAYH?P,=M_1_5)PVB(7$HWM3@J/9%B21[_! M"=$89\$?
%B$WU'HQLU7'9AX.0UF76YCNCF]]$&<3KFV]SC1\P?Y*NEOY3B7]Q^HZT+MU<-'X'U.V7=YF*E'+XNHYR3)YSI+@J_'1-,?P>'B554\P%6P#&@9_Y%/(&MLI>]>8]?R_)1N%_.13J.F7
MVZ2SY<5L_";FF5"+$G*AP(=>FF'OR*NRP-L'Z)0(67 SPK%^K[=Q4TUK030\,X/PW2 ?TT6&Y1RYN70;L)HI[Z#2W>T2+$P@ MM5>R,,#P8UL6R>+!J,[IQ=OB
*PM5/$WM)7D\W&MWB%SQ_:,XL=MO"$*5(@>$ MT-6U3J[__CBCQ?3#+H<>M&7;6.*?M<.5AVE_.O:\R@&@&@T:GVT*GPD/<!!IL M-!]MEH<3^/N]6@<T>
D]>X4_WE':>?T3MV4]SO+.\G[MZ?0 -W4O!F^K$_D=!\>3.6#G0:WL)\)1_2<%N;KG@EQMP49F(4X(C4..Y(# M'UELPB7%ETVRX&1$\[12]#:5(FJB.6N"J.F(*NOL0&6&.
(E'VCZ/IKYVUA=G=IX)%#X&/,KC7,;A/ED\E!TIMR,'T*&W$)7AFPS/*]7BF71MVH_62@F?* MSS.M?O=43-.1#?MR09CF&L):UI!WJ(
IUY&'J6A$D15BD/7B^@C"\WZQX5=#Z,17XVY],7:=`N6<"_]P^^MUNCX4B;Q.GG',9(^$X?A M;AEP$4(-O)KX,-V; $GOB\36(P)\1M:,A]]L_S8 ?6+;0?
>*=>>YMC!L=/LU>\N'ZN%@F%U<95RTO?S'-%](/(;7$=I2:'_MQVNUY6N>D'ID M_;1[[%D#86TMHLZ6O@(%60)]BL,0-SW)/(1CO%3C0\)9P%OSR.,@Q"9'EX? MU94AD.,9;UGP
T0MLM2Y-X$"?^3!9N.5"PW1T]G7 1JG!\,&+O,B^;=X8P.CD/OA;>FB/8IN7MZCJ:XM CS+'=!>2I 0+?"Z MT(YA W019\)$ ^'"'IWV^") ^(B&;_@C72,("V7C*#90@@CTX@$6^FC1_HVJ
M#M1TT*+$ 1C%X+D$$(R?[G\\ 18@SR>'*]]+.9H2]&BZW'G^-L>&[PD|(H6 M6>"X3-N31#N,F.\!TW:\M\YGV-WN=[C]NH0?\&(=X>,W.LPMZN/6?[*$QU&NG%3 MJ +
<"^SCA/.I#O6U%&=\TPR 6]$K/]Z=(>]2) M#G[NN00FZF(-M)*:7.0D16/.L5D; ZCW6,DF0"0*U,NF#C7]"MRSPPZU-_\V+%5A2T?O MYL-K[HN86'66$2>I;'3E:NUZQM;?
PET!VHOFMS3]9 M/6)F82?DV?;WMJUX5"I* 1K3; 259EK0F(]%0?@'97_0/ M/%R MU)?B&1I]^;!4YJT%"%8,H-$=^/XMO#K1+GU%-92^H2325+;]3&-PCA MZ.CG4&3[$S;G&^S-V-
N:G[SW'-2I39I-Z:(K7_+8QM3"^%ULS&O@&S0K@Y5 MQD"PP1G9H%!-NC4AJU&M&SB;Z?PQTIA]>ZVCC"R^&05Y^8SVK9[IWS)WYM M;NI6AIU&=
(KT<4HM)P>SXFQP1MN6F UZR.;1I@/!!E?,8G9H(lLD+MMJU)$ MMRD)$$%<,D/'+X'-B[7]#1JQ_?DSV)Y8'A_4AK+PXB]F\ K&#MTFL$->_H](@ MA]2&KVCLT)V..0'75-
P=Q\N3;ZZV"YN:G SM[,.?>[.E%@K_CA*+ ;=|*Q< M&W8V7ELPA-(;32D<^%RVO%>H+5?$EH]^R_N%VO)VTBVO%@@7_RP8Z^F/,_XM MI8^5O)A&^<*2"7KG0*U
MN\!;=B+@MANY)XU!4K,]B\7%S<5=@C%ST\#8HBIQXA%Y=?9;Q<|!#X9U\]`MJV"+:W2=]LF%#'1G6:27BX*L/HUQ1*EDS<3*N35LB/^@<4R-_Y&ZRPY7)
{G0Z[14]<(KC@=&&,F?>16GADG)2 MED5EN9@R8M07')9ZSHFEHJRT4_T='#B%SIJFQ%K)6\T:L/39Y[EK89)APX$=_M!*-N1NJO<\8GSZR$+I>1[%#G0T;UNM=D=@YW/IQ-
'K8N^4I>-.%XZNJ8ZMT MBV=@N_Q&W/+KX>MR (!#<[+-R9MR_B0VJ M:3OI:KW.1%T?=*+C) 2;EHM-B^2GABJ -]OBIV$S=[U60\82?FI]=CK)2CG[J
M0/BIPD\MEYIZ4!ZV+N'X?UF4_BE53#X!?)+0TR9CU_:,]9J0Z7>5XJ2QCHW MZ%?)DO?=<^:,V#Z,O^TW9RVU'PQKIZ/S]6===X,'_?\V+-OI-W_KZ T&TGBHN.
MPK@Y0_Z^WVS7AIW.H" @4T?]NZQ#?DO$L^?M^:LU,;]AQ=7.*B;J#[MY1T?%0C<[Y1Q40+DHL+F[_O-;B[P1@74P]?E '#CI!,CW)TK?]]OMIK?: 4 M!9-2L&D5_-0D^?
M^LU\;#BHT+46XJ>5*W_>; W13\TG?"S=5N*GE2-^W,'W? M5BJH=Z_+WA?(+4V2OH^8_Q;.Y52*DJ82Q?5[-5R_6/GYENSEKCGY^?]65^LO MT@0(+\K0$X0'@Z*FL5M*;2@WBX(.+
{\IZL\<&@ MS&GL5@=L;524]Y;=>#&"T=9_I.GL1?:.XQ7_(=8)L]/Z"(41U]NR5\$CY;< M1XODI*,*8;?P^$2N8BVD<%++D<1N3R8?IS4+Y11F+4
_]L2E"E,R3^/5%GQOC!O3D,R<^2$2QO7E5I1VD3MF*_M/G%'(:PHXJ#DTRK%*HLOYD247@)SH4QD)??(M@H;K 1"I[!8"/*TYW:1-W,W)!=(8X6T409.NQR%U%>^B*;$-'$J;.)
MXB3893S85*I4)2Y"#!%BE#C$R!\A1^XC0LZ@5_80@QYL_-U!R@2EWCN6.BBV M*]+Y@=MUX? ??VVAA_[+M1UM\<'>0P.M:SB?Y1YHDYP9M-4]Q*$R>L6=E^BX'2)1&DCJL_E*)
{NLP7# 6U[*]-1=0D^NG'4]HWKZQ*U M.Y+);C,#OE6-C_]MZS/=M&%K8+%@<.=M^%/LU*LZ%@ RMOU51YK,'!-"#L:V2JLNR4VY79?
>EMIL*;V9KCZ7EBK0Y)D0 P@S(]HKK/;Y M0U)1[J2EJ0-KVO";N:3J^LZGQ+.4OL*=C^RD>_8)4EO<'MUO;;,=R"C0_0/*5L8V+ET M(54WV&*E61LV&]'@4)ATN$?
C9UF#O@9+DTS7)5!%ATEQ@?T@2>";;G1ZX"8 MKD$;\&&?+:.+#4U_)ES=M[BQ](Q*ZT%,"S)OR0RT.M"FJ8WV*%T MZ+]+RW^,-?B0-!\647_=J MXV<^]_J9^V*B/0VM; .:=[-
^^TX>G%67MD;AE=_M^^CJ^.\^<2I-IV_\3AYF'P?WS_5F0R.'V\;L7RR4IT76*JWZ^AS>)^@N>OS MIK5=:(&/D^G1D2S=2+:>3QZ?)P_AN-+V_DfZ-'T>/M^/1@_0TA0J^:Q(29IN
MF7B1^6\\AMB1/Q\1M27?M%,G F9+,G=+2I-IV_\3AYF'P?WS_5F0R.'V\;L7RR4IT76*JWZ^AS>)^@N>OS MIK5=:(&/D^G1D2S=2+:>3QZ?)P_AN-+V_DfZ-'T>/M^/1@_0TA0J^:Q(29IN
M=>@UW@)]-4N=2B"UK]YM\MG_QQ=_=))F4(+1B[Y\2RD]]!V?DKXD^WJC|AI- MHJZ\TAGOR=[7#?CJH}'/,]U&;]#F?M5LM+B?Q]VD)3?;@VZJ6\5_WE'X#[GH M2RG]W"C5;>Y??|
{QX0=RM:4;Q1DS1UV*SE"_'IKXN3!*$B\A1O_M^[#T#^K(-M7BF%P(!*U-(R/I^-HG\@5QUB_QLPUZ8.3_K=G:,]S6S7*H[VO8]9O9GX7DQ[-M3DF7:/;ZW-@49W9C*7DG$3<4^'&A89Z
.I;9NC4NFY9/2(%2-J0D7%N:!'NG M>992!1+B5-,SV7+I2MTW&>]U\U<*UV,+!Y\?FU'\)B_Z9JUC;07TB-MT&-?RO.7P%C*47$ M4E7U!9UPXDJ4,22G5J0IE35YJ9.P^+X_@)
:N*@.49X03@&1>-1+JU8;N* M:!DBDCI5)!?Q$BX=R5SZ>A%)7942+V(@U0,MGGG>N0BD\@JDVB*0JJ?%RF<-M+F$@U8=-2JWND49@2P"*2%@A]M$"AY(#6K#[I7/)!"!5*I
*N(E7#J0N?3U-M(I"Z*B5>P$"JW&6]W?05J88]MV<4*)UR1FTQ[4L8%UU/"N(V/.)SIM386?-MZ2ZRRC8YHQ1#V,AH?L5O0=VT/*5.Y*!@BU3 @SVX2-,1E6J=.W6;EU]HNS;L
M1*O'=A8J-Z2CU6/@M>4G:V0[<*]6_Y2]F=[QLP8*1YLE4-;@]6X8#(7$=%6* M5>YA1KY-H;",KYK5$=/-V>Y4LL3Z'?#C(B'4]!Z9/\U$X(TX(_U#\],6M+#
M],Z3@PBV8@T&CWU'2=F#VY$9W(.?35!AJ=)5> M:AV8.,I40#0[;L:%6CR$'(4 1-MDKQ0.IZDHV1#9[*FKF+ D>03'?+=_]L%%VUL@/OETD.*"035UG2I&E[T$]0&-MCAO4T>
]BH(Y^/W.-='.)<1!7^5SQ/)IABLD%[:C,L<4%K5;$$&[A@.XIRRY M>)3I2GJ@5"*)BC%=E!)+AY1KN5P[$G MPJC*F8V7*"'!-S%\LBWYE8=>GLA@OMCL;XQ6O3YUF;=CO1#$]
{OD6$5$5VC!=.M241U(<.T+4;'&*8.EBK(1>E/NX;HZALKA[FZN*HTMBG8H'WF"5&GY&C+0M2IN>)XX5+,1TA2EF?^8)3E;3YBX. MU9#
{,Q:48:,FE@T\V3,<_J*]4*<^"]:@9=^=@U]81R,#9F%KV#]OOE?-ML-M&K&%<4C%,&7"+^.M&^GE"A4CORIRG3 U>F N6L51?"N(13;6[1WSR6=1HR
M+BIQL4]%C>"I1OF=NN"CTZT-Y7H.Y]"Y,X](D7T>!KKFF!Z;O'*13KYE(N4 MK]-PJS6F[,V&H:Z+2 -^%UP*WI]V0,[4Q0^]AM*_J=,V'P9W81;N2P>FYZO3Y M&=
!]/.^;BIDJMYK_T^J#P4_)GDZ MR\B?_JEM.:,8!]HTJG5L@+TD4_7]3K-Q5#18NV@G9K?<&(^.$ATYWF;$@_P//FXT.
MM$;PW49,4VPWVA3+'^/];1!GV^0]URC<:Q1Z36F;;^<=>,:D^73!R4K?0-.@P M=3J^&PD/7@M^+3GJ.[P!Z,'HZ-,R3#@]KKVV;VC(I%%$3X9$+ MHJ8C[GR=>B=D/*JSG8@(X(7$.X
UU-T]$?CJ2&9:V+1F'12_2/*+ZIR0)0R MD9%;4Z0I0E*;DX-L&=LUST M:L-NJT*XV$(NJBH7AXX]XW19\D[@DB+5MS% MWO1Z2ZD0%(1@LQ,Z(P&;13BIUZP->W*T;5OP4?GYZ
3&>P\CM7#62GZ&*]RJ> MQ*&E(+SSU;2.THDKWPM'N-3.?8XS]HYVR=)9NG]W+!4HJ1F]J3%VR K+B?&A MEJG#N[Z,,8D,I4-.;ZF'G=_U3FZ0">5H ,CUS=-$^T*=="!52!*2W9.H$>]SK
M2O8N]S*]Z0A$(H,?1R,HW0I@Y&,Z^4_F4U0DSCTW9U./^38Y]C/ 9IR[0) MZLO:M&ESR&>+Z"K.-_)*+ST&*EWHD:>YN41]DJX3OPED9*$"]7.]IL[U?>A M_RZM30G)"
!EYMHCZZT9=P.M^5O4W]G+7SJ^!'W\] @B?!TZU? /X;CR'BZ\UE M;KVYLK?>G'>-XE!S3'WI;5#H[=?;@Y;!?\?N%_*5&&2A.3&UI;T2#YQ:6^.K M9ONM-%IZA=6U;S8M?K=[*
{>OCK;*>KAI06!O51UYLM_3[(PJK#TY$8V34I84$M0*Y^QDGI*.M0GHL8UAD"MRZE@6Z/A,\6<7./*[%P);R*L+CAV_,U$329;RS!1Q7V9<+4E%_P?M%Y_]!$]1;C^B
O2B66ZD+;LOBM]V1!8$- M$\/HTK@Z-KP_.&N7]7U:>KP?;H):@U@E.;]KBM\?D M6RMN14^0H/2A<1/83 2CS+(-(-]B
M9M@LP3(%9)E#9O5XGND!5Q0%]^<:;@R?'-7Q&H7]_@0TO^3PF6V3*#H4972" M6@5(@1?;>^<^2!+L.JYHL"48U]LB8/YBS9"4;_7YM*%>H7$EP3,I46'].P1*'
M"A5W"HY)FQ!+S3*#)BB9HK#,E1TOB;*P_,O"M@0@=>?PZP%*-:)I,U/B4FWO2 MUH8=RST("2FXIP3<7GNY4 -S= +):152.N)8(0326NG-AQDAO@5PBJ$50AK-HC? M1-
+.!=O:R:MJH#XNVFP=-_/!+]V0#R-$XPVVY">$#+\)W&"FZ1J%&HW! M^ASTRHOU.==@W18Q9G#;9^^%)6)(#GR'Q+=A1=D0S3I,J;U$0I.) L/^U5C+IFN M)1&?>J&O+'(`I'K1L6*
@_HTF4P%IP$"[S4;KDPXL &Q'PS&YBY$/`?7D<]-61,U+;?1K0Z65U["Q AQ8 M"TFIJJ0D3;Z?2E(&B-Y2E!-Z(2E"4K)GOD\C*H-

*F$XU*43KQKZ&8A;5_A2(EIQ8NM3]+H$2,>NX@%Z*G>^=37>'.6 M!TVWS,>P3X?,.E3:I$#%>>@TV, YLA.=S')Y;70-T?/M4C5> M,'P&)K!@XUX,N'A.#V>\/fDX4UU>!_: {5A%ED0@4\1 M^29I-V8&ONES8:@$XY2;<;*:XR2<,Z@-HPGLLS/.-43+GG-T,X?+7'\I.H8# MYEC#ZF(O?!Z3N4LW0 3,1V>OD]38?YMKVF@%M.,T00Q:32Y@K@B/R\TV!^+CMI&S3 K:)GHH+MBDWVQS*6F?G&QGX)HL%%O%OXIW_2> E.,+53=N68.?GL'&V MHSFN1? (^=FUX1K[VH+@TY\=WVGVVK0U_,=D\=6C<@VA*%;]\W]KVKOS>;&] MD_G-?XAE\H1$P1+BOMR2OQ3D>$=s.D4'N6/X*\I'/;RS= 7[%% 1'C7FG%DK M=8]FE0@2+%%L#%%5BQ6+K7(&]_Y]!aL"A67XE%END%Q2+%%L5BQ6+K7(&]_Y]!aL"UGF,M%"L%;R:.?MU\ZS:.!!>_PJIR5>1Q\SE-39)A>5JJ%OF*Y+\-49]M%OS%_C'YF"Z MM:$HB*H:@R6-*<_!8#U1^01,,G&6Q**-1U>6 M*3YGN10E\FB.>&8K8CC<=!ZVJF8Y*%XU0G#1SE ME\098+E5L@QP)<+!P'P&6_2"%1[,_U7BZR;>OW5T1=Y8=(/9#D73/]T M6U%0/ TA2M*%)0I(*M/"+H+D/Y'8N:.[GD*5K2!K=1^#+ MLR2/3CPJHD0R9+BK9V+M]>V49/E8UBOCF$F.V+1V"'3/+B1-X+5]0U:G49> M2!,7G)-PF:W\VU%#W'V;*#0C!V2\X@U.*3K5FVV_+ M6W#P_+<;R(PT*'0G@-_.-AK(7T!Q(^]\,RT)1Q-4Z>R&:IC0lKFR0OIV^*2D':#0 J_193G&Z=4)8K,=YS3:!+EA)K$Q|I-HE%.TP*6DJ44 M?G]8K&9A9-OI*G7HS+NMSE(UZ"UM2#@2;XNDBR1!V0Q\3+=G9/,VCOG9OB4 M1&YS.^6/U]Y &Q.8EHKZB2D3#[3R1!Q')YP"@@0$Z=2&2ER>.J;I=*+,E+>H M'!-0_L!QB.T5C%.3V,\< M8^2T!C0N@$YB01E%%/%4L%]0ASQNH(B4S];DH%L(C/T]G_$6D!0J\99 7T]$H MS53*'$M,Q*@X(E=Z@93UT!&YE"$OZ5L-X?74<$E 48+Q!5^1/<9G909L1P5 M[C/35=N&W\+7OC4%/K;(OUT-&%EZ52W-=&U@3_@+'C#W?HG>#35V],=DM=;- M#V9>+,E> Y\LM)GD?*S#=XZ^;7@=5%%),[PV017L\T7Y8@@DJS(8UP M<4S0?<,&ST"0T5=29W!2V*_#@4N-@BM%5K2R)!!D^2#OD'>^SHY<4B+XD'MBB.#K=@Z?F50&_8YGKXG1/73N#,I7{(-7AGWTOBUIW&Z^5]4P@2.YP4C*^3 M@ -9EL75L]E+@TH>F&O-%*;^P1@WD)EW60INA%-(/"Y"DR+9V.TA?9IKN@NL_M_!ME;G4-DOD.2W3@GOO)\X-8M!]D+]/)AX@4_.VY";/FMAZAFAM"08C9;,C1-M>/H Q\6]Z>!T;ZK@FW(P@Q.P7=S;,K-?OJ_;CGG=;=Z+9;UM^X4WF3&/B*IR MWB=[;5PRV^B9H[;JS;.(0Q%X2 M>D6_S5I(3?/8$!^W;@+->G/JOZF?MAXHA:>{]\9 M_LTI;?AZ<=8>F55*US[Z/GZX?QX*T_O;?SQ.'B;?Q _=/=>;IC1QXYVQ0GW_M.!?5^P2/COJ\":T7GN#C9'K_)$TGTNWD\6GR,+X;3>_OI&_CO}'C{?CT(#U-_MX8/?@01/TBXJG7%.[T53=G MOS9*]A-Y#_@,GT- H:V14RV7Q/+NMFXYM^"B<<9D(?J<*KB@V(%O&M0Y!5L] M\PA"#;9*24)U[=.G^H9":I)MJ?R@"[T)3ZI,^JKH*C":.=@,$'C?\Y(AN) M%&QO(3#HTSJ#'D1LM2L]?9^C;K&WRV?_"%QIU03.8>A%7I.%%/?USMDKW2GV M1483-9I,&WEE=]Z3O:\;\-7?HY_WX*!G_L5F#CNYW&W:LF-@=+))=:OS1OF3Z*.)/(L$Y,.I1[D&11Q1N[_4^:H+S?3:-?YV#U4&%09>:JH\^<-M?;&>5HRN.1%!N-52.3^C+$17KE.$!A44H4\0>GH9$/NW--M:LD_NI]%UD" M'UEB3O++)*BLO<7WA<<=R:E*FE8<]E]$H!K_QIP_'P>%&ZK;D*VCRJF@?5ZNW M/Z$=B=._F^;\#70RQ.L;AF%?\]+-W6I-X1."4%E!D$\K"'BRW\RK]([R ,SB M!;_]!5-!SY3 N[JGM0 ?_F=> M$5H8LQ 4MW\NZF^:_S=/@>/LPKAR4 '(56]^2FOZ<^6K?)57ASUS!8'E*HM. M?B2.9?+)]3>.%UL77I9FZUAQ5[_"$(@9:+/FP!>6l;$PX53?5FA\W>]F\<+,G MU=(3?P<>@.2W82ISQ*6#D(BP G"N9Y5\VQ?6 H%<_P)JQU7WBT..A/FY)ULJ$]C^OQ7"TO M)'7AF!.*41*KRT2,@@=E<6AJPK\\Z.[3V4/"H\SQS L)RF'R;A.8/.8+IS' M(O)(ZM.M.!YI@9^@^1RK@'YB2V{(1=>$=|$V73'#ZU3KKY#PIRZSMTR,YP5U_MY=]PDULB5TP>*A1'"5$Z2:%^G"@I8$>O:O!06<(-;'A\574/A435=?,-T2RN M+ !)-\4ZK8'YTZ?OR">6M#HT&;?@"5E#-(Y.[> (-MH,2N4Z0_W)(^&=:76>8E1@X+0;1:04IK#FL$5<;*DKF M(MXS!BO^2WB4ZS+XN))CEIP8\IU2IU0M9 MR:$Z7@4>$V2D]9+7%_VRN3'MOV#5S6:6 M"_?BR'*OR:V-3B[+HD"TD!QTE!$XCH-:W :XLW-0J:Q!N>.RG_CO&W-QX]$ MG9V(8^.\53Y6=P-51I:E&B_^\-&HA,K<3H RQBV"9;+]^(0LHW!{ HKFXE?-M@SZ^>=!;_)CU&1S*: K28FRY.N$P|&JUJ MNB1_A5;V9RT.#:D;_CE?,T^GE5FAEW.?=.*74@KQ%:(I2E+<0^++988<%SN M,HHM=2;^3DV& ML24+Z_L(L'KH$]AVYANQMX9(,Y26IV<, KH64"!D& &OB#0&QPEAF1WI;$ M*YRB+72#!PC !_0N2Z;(VFVM#++AQKKVB^@?;-*+83KX#[XOH*/+3(S89-PM'QK2DSM;*"]Z6SOU6I7^YEF;/-<;\SQ\[?ZNV9C>D$1TP[@T99JRIM.H2 M#JBM2\]F+2(/OF@TBAM?;[GIM6@[%)K=L56](.*]=MWH@_]["M5C F?!S MGQ7(Y_Q"VZN-E)(9*WDDCQR]G#T4IU+"P*Z4M7KW@8@Z8#Z M< N#0^[MZ1ZX6^IZ;9GOL-<.BNY\>3Y^CL$=O*!-]AE/!G">031"]46@?K%W M?D)ZCXSY@PFOS'MQ_CEO(+NX4Y=Z]V^,0WAOK8"]IT?1 C;TMHB])C-4,OH'-M4R$>"](5,2X\R'EH 6SW^5]P(U0LKZ!]3-<&"[("H:?0:$ *N*OT1!AAE+Z, M[(J:8HSSFPUXWD\V9$&Z-=>,)&8=3#ZS]NPIZ#I.O4-C,-X04V2" _H2T2KK M!$Y'O#B.0I2>R0MJ+1.4ZQHM*OP!,MGA/"75!LO-9G[_Q%2E)>;O= MK@WI\<+E4SRQ00ME#G0'C%8N@EY<7++T:.11-)2!ULJ.9.E$A.'N(12/*>+:%\-M6<#Z'2H\AY6[=^>P.8S[\)24;*6DI ?RFF3X3!S\ZUX[>'I"\ZJLE)(^:^\-M.589++1T\:3 .-@%:WI+%A HU6$/SPPJD^/^FZ3;3=!26ECQ3+1"F(T^IM7H:OM.0_=,UX3*(.<_#<@G^?2,__5GS37N0&7H1S>'6[TLT747W/S#2NUG3<"818Z MS3<8:?&#)S!6\YCS6.E-A1^@4XZ^O/TY0NA$WC X_K!O-/[NL'96SZ2RN)Y% MYT B75W;Y+/ CR]^A.:5FT(72B[YX]_*"?3SGWHG,Z4ZPK[^\:7-GB1F/1I-E M/;RDO _=D[^L&?/7WZ.<]N=%3^%\U&RWNYW&W:K4:W=8@U:WB/^_D^%+R,H9;53[2]D(]>6EH9-B[9"@_L6RA1GB+)5^Q- M16.;UX(/-6YOI4ZCMZD4497K%)%!!47D$WA^GD.Y_TYH.U, M=^?P(>9)@5!L7CKI-E-E8T4/_2IZ; >142X0.GV<--')/&"E.-74@N6KR_+M-M?%@>$Z<+,R\T[^+P0G-PC$D+IRJB[-HFN;&OH$UTEH6EI'-,"P5'3@;-VK"? MI3E8M!X6DT&Z>3%("WR'Z(%'61L-"ZU"IZ:CZ]*05U0$EK&0=R"+0EY1R'Q$ MMF2%O .E\H6\X2/A9)\D/1;U!K$M. ^0"5FIPGMB@:3V2C;'EW_;/G_V"-3< M7*(^ RU<)_Z22#;W0@?46!P4)D?XO\L ^WBMOI ;>HY]HR[@93^K^IOZ8>,N MA8^5-<. >:<-3R_.VB-):U9Z^7W\] @B?ITZU?//I;CR&.*K9(7M/1[[9OVK7X,Q7_VTT5_ZXJW0QEO75[M9U)414QB3(FU"O0G?K91H5-4+5.XQU?=G/W:Z-!V32*@6=>X6,LEY:XUF3%]MT^J236I&H]VCNU4GH81-72+OF-W!0K>X{16MGQ\J3.'7GG!%Y;S5*(-!H]]1 M4A>C=!O==B>7NH]!H]U.6W,2]_F@E^Z*?>^DY%&*PDWI7&=Q1[*C_PH06 MX-$T/>=)O@XU2VK6(:G+R#RC&J;&B M%+80:G2?KP$O@._R+5$16SD^2;U*#_]#*Q2A&&3U^*1BLJ846%W:8.B?J9< M&"B(^'H'C5R),UD$^UY+!L*[*&A;LDSM*429G:B.%;};4-F-,?)YR&X,9%?) M(<0N9(GL#M9M/I5[25"<3L!.J(Z?$49,FR4H>?S#F &Q$/<5>$#ZX=7CVBF6 MDK*:\7!%HN^3/LV69.[J9++XPT!PW!<#X;,@-.]Z,WI_FKK^C>%K\4L3@6\[MY:U-5%]>+(0=)M)LB)Q 5?"LL&<*@/+1AI%D";../(Q=9'EQY%]=4059\4R8U^9 M)U1GP*H411E\H@^B1J;4BF*U,H6]>::V8X(':I3;K0TY\-;B0K,PC"&8GC'1 M 7R3-#S?PW$2F0N,!-,+IC\UTW<. /6GX?H^YC.+PO4'7#4_WP$O2N*%I"R_ MRG-4>(\A#Q19>$?PUBR71@=#]>^2#WI@AR=)85[/;S'B^.\5+V9(Y? =I07& MQLPBJHUEM[:KXT"2,Y.Y\@K&?L:,F_CK(.51]#VC S5(BHCRD@2PTNQ5*M 9FT8K;82+%5^ENHG\IQ47G)COX!IQ"F2\ 4.>/O*N@,N9>%_ M(.43"HZ<0Z=-<0)AP5 6L2>]I&$H1#%5-ALK5NL=R%!B1E>K\WX9QGO>:.]D M?O.?0IE<3FOC\5=?,LE?"L)O5Q;F_R1S=W92TU]>MSF=$>-1@G5'LJJ1.>X M?#N#B,%R9,;C[`YV9NK6AG*60G?!347DIB.-?G9VPO&XE^B@\+$;KM0[$>-.)MS>3Q<-F9[A]MHI]-38A LXB\=9P+DSMO<8^^!&^5F[>.=&CR9BZY60CFN@9DCJ!@EACSU*6R MWGI%=^KY"%1L99,G4DF*XBVY!8Y.9B#5W#?K0A&Z$%F- M2$MUSC[]KWQ0A.(/QAE$P1@+(F-TZA^$$/5?-Y@=$0D*05G7#N-T.REX:E MQ<(BU$,X")KW5(&L(:?BY1Y6V]S193+X@^(TW2I.G^9KCX?K);PE/O%@LQP MBAYBLZ@.%(5%[H!#%5-ALK5NL=R%!B1E>K\WX9QGO>:.]D %2ZDS;-@/_'VDDKO3)$CBA\02AD+'A,_Q2T6 MQ*2TO#_F[[H/Y;O&BP:] IO,040L_?I8GQ;-#FUX'*Y?,R;6/QK27T3:D7?R#EMKTZ.-5.N4FTEA MW^_9$[R5FG(]ZWO_N^-@@=_"O+BP]XM<0[+Z[4*1=E M>_E(GCO[RRO-VC *6;7S\G*=%NS$6(!0ATZL(4FC,K=57YL>#)9?C=+NI3\. M3PW&P,3&"4BW0E@I$X@IH8?G=5GAMTC%)6[AT84@I>N]..MGM*]DF_2&R M@[8 1\'I P/^1B^R&-/;!@QTJO^ GV[!%,TM4S>#" *=AOEIZ=FUX=OL,/[[& MYD5?8! A%?2/0Z_<;C>D$PC%E6*C_]*<)=(#E.D.2A1*?\ "((X:;K][FP8X MSQ]8"&=KZ+8[X.* D^Z/)0'?R[%A[SY E&"75FN=H*R9X)'3VQFP;,EY(SKX M)RMXNR5L^3 ,-P+?U^$R0WTA*XK4;TN&"9)+'V%*:\M\U>9$4L/O(*LT1^ MC(.284?=E ^TE0<;H1H?'CLM7,>U/&94/_ 9X I8'@P7ZHU]3B6]T8Y.2#AU M..NK=94#F94=4N],X45CH+7G[463R&0P5P?M=E]5VWUYWNH\SYN+N2]WFQ_3M&H"M$&-8R/$_Q'MM0RL^WD\EX*#)[_2ZR_N?TM, 1C_O(RF37,)+_MQK[ZV.AIG M)N=@\H'WDV8*@"]F(^^%0!GWJ5*F/OF/ .8F>J;*D]O6MHVK*!;4$M3(ID1*6E#\&@7Z6AL2*EIM5M&#L0,,;L 0[HGTP[!T8"\-=W71=,1(^NBNGHDU6=#Z"'OB.K:G&D-A MN@-;"'"?5+$/]G9IX?L4Q2O3[!/SNQS*&C(SC]!Y)^BI)*N#%7LMA^D0P]%4'0N_5L -C G\;D4*5POO9,Y^2>9Z4TK.BK#);JV;'X1X/UCKZM6! MD.5KRBGX,!.SJ_HMW0XF12/'L,1GEU;#34V_\)',?!#*!Y%E8=4[+8+G"MB MU]HD,*XKP5$'K/MI.*K-;=L2\9<4$JWB**DK"\V]XOE3!.,83C#0*1(+!9A70>;:Z"?8%[!O%G3 M&JFXVAT;*LV\)HI"\>F4+!2TV!F.(3;(1X&SX*Y03?Z,O*GEZ!M3G6W6/,_0 MX0?PF6;L;ZE[_I!4AK@;;MESL/7=M3Z]Y,F*,$L3 8 HFA'#/8*5 =/:&N(O M^)>ZP*8F;!*VM8=?#/OVB&&SW_F *G[7/V=1V)RW)#?@OI./K=0.;.G-*[%Q M-8BV 5N+_V0OB3)E-Z0_8*>L?8OK^_U7<.A_PSR1"O8;^S7!XV%Y)U8.\W& MSL9H@BG5.H$_=!J?1D**]I8-7#E'G &("&"_"!.!#%R;X8189.U:LR7<4%!^_MK#&719G>\W<;T@B11]A$"-Q<7.)"U1##POH%&_RJZFX 3HOI!H?_JL.$EAT M+3/@7NDH+^,=5.D%[N8 T79W@LT=\I-P\/K!#QBG%0'.8M"0.Y=#M \2O5-A MV.&2-X2Z\'B(X.BF&3S4)[.S5-F^^:,&,MW7T9[AU"*VUM6%T(^B&JOK,U0-Y M\R6;>)W'8;DE,Q58"J_2?* N#\#K&67/T6[\W.1 *HW>]*BMOF+2O_<^C8A MZM+!TX\?=>EA^N,%9V(U'HZZVU14EE9/0.1YSNDBP@=97C&Z5OB1=&CTB?S M'I]!(3:CA+LJL#./8XK"EGG0.C+E%@T4VHXF!8545'6H.?>*60*,%"F"+03 M.;T/\CBW(O#-F(E"NACHI0HY22Z,HS\CZ MSG" CS\_/CG M_>-T\O.?42R6 |@LZ0%8Z.+W?-W/@\]2T,4;AQX'R((*[0 @2Q'LL;>89#BC M-%2C<9.GH +DEL^QSLB%85(&@T;_HZ1%2>G)C>Y@/V!'&NP/I9<;($F.+[4? M):4,+>7Y)(,RHE'(C!(*@@%(#!(SH%!4LLZ7G>$8#]@2?O.\AWY]+[,#P4\G^W24XM2V":.O M+-.?F/*0@NEE0/}>YH/J8E?*%9]'JWCGCW-IK5H.,_)+TI B&IHNHC13,TT;MF*:,5YUE0;J8"]U#@ZU*:Z#$!,.S$:A"FB.IN7DDW%%"9P$U\NK:Z8J9"FK'/H8&5'O:GDU:8D*GI/R3O;1[@W_I@X\HX.'6MBQ@%*-MQ)X18T9PS>N \fBD9HN4G./G#FK-ZXYEIMTRK>M67BX#1[,Y\PU/EH\F!W F'Z,9:'&Q$3O=Z@-I3C]]#Z M,P:#N906AT<@KK"-R<1">@S7(L&VZCO^[^8']>"61 MAH,O@B/2W 7\P[6(-]K%=K%4'\^N,MU5=*R(}G*G]3BL$@@)FK';2'-I6 MF?=$L^,G(5[EE+/V#OF/G'+6%5/.Q)2S,DPY&^1;SO?#.M@?JGS\T%4#1XO?M_]O5UJC6IE;8=9N<"KMN,UIA]^/GY,?IS^D_Z]*/AQ'PW.CQ3KK___X8_T#R MUZ7'^VFZ,6B^5I0;^Y5B7)D=?<>497:Q).(1)EK@F&0)YU:;_1+J%#R&C?8E M_K(2E=W51=V=]+LK5&V*J+L3=7?5*BH2=7>B|D[4W5VV[]XL8$(/X)B)PKNK MJ4$Z<"B&W.|+RG7EVK";N<)"5-D)#K_TB5(LARO X14KJ2N+#?KJ:OJ<=O!8MED!"(^E]<^Q@=@R7QD&H2BL.UJH!^0=&?-QB*3?K6/&QGX3!5>/R^4+U%O M5RA>,] ^<+8E.H*HW2Q*[>.:5^7Z_J],E?(CGG.$\KH $/UK5!A0-I_L!V>"P M?I: MVOZ#T.\[5W)0BO&J0E[MA#6-\34!67S)]T$\/D*AQM:6'!>(]9JUH5)O]G-N=RAL-X-@PWST=-YLV (5 M7F\/\NKG/WU!?L7[GD>SF;MR627^G*PMV#I6%X=*W@.?I1]^MUZSC^0#1CBS[/ H7\[_3EBS;VN)9G&S8N),XC(.ZS)]D8!X#??X"]DW:.^Z=#MI2 MU MINF:\Q'M2RPY7>]<"]?/VL?0GWFE()TZH)FT:*.O)OCIZKQH@'/CO!!X^_YMMZS!.KU,=^.G$GNUV0UILUHE]4>Z*,/>[4X=2,.BL);KL^-8,;*C7_.Q6^-.MD5:7Y78V5<0?[!$G,$&:G5YH[V1^\Q]BF=Q-I M>&AAD%+X@P*S(V.)WF34.S MV=KRE-GP8[AOC,/F.94%.W@+.2-5"]JK?A/>2HXZ*<']3CX9CCW6CX(GR'3 M"6+, R>H]G*H<=L> 97G?N_KRUZ,-D7#2ZFY^G)M&!M,A;56L MXHYGF^VA1G4ZC(NZ'6Q@T4K]EVF!RX"?>X,=]3PN7#KIS^<,W#\Z>%'23>,% M6+CEKKT[^NSTX!U)$2H&A9XRU&KFBDOP0&!#R61-1W :+P]83&Y$&N[];0X2 M0;\=12)XN!\]W3^=8+ /:QCO'>18_\NLUP2$&$'KND4YK7^R;5W#N3=?> MQ< Q_4UA)?Z2^F(15CUL7G,Q0^G$,(]9G@O"]262"[^TH-@PEL!IZC>',-^,\K <'7_M\5IX7=LTV(0R6H+B00RA%(+)HG:D"00?%H'?$=L![M8.2-WO1FJ@&1V%TFJ1* .I47-\SZ+89J%H51Z?2B8[^J.DY!5GR\UNW4WU MYJL=O@<<+Y#! "U$ =@]]+B +_=;6WJ45\J23GYUWF#M'DT8==F5:S8(S_81M)$)O)%"#.F82#K'"FA3_IPMO8!T-R/'FWC!+,$T0+.H?P<[_0#4?/5FY89> ME]+!7 !=,?X@.+\,J{WSZUX16"I8(&P#B-TIR)@V?1I)?0:VH*SH[9Z_MTVR>)AO4"6Z!.V/OYM"ZFIU%FV](2I8EHJ22@I:!8F&+RN44X MI %SI.)*F\]U4E%TF$(?CT!VXG3T&)-H-`(0 X#N:GMS-S&)%Q\[C=VK"3 M5_U."2IP!+L7:6TY'F,D9/<>]]A"L'MA6$*P>[++CTX3\W@?U7K%N]D*SI\/2MM@)P;3/-F]>FNMP$C1R>(;L<4=B,D)96:/0R0X(7^TBL,?YTZJ!.4:Y\[F/U5+HP=CH:.XDQ17=O'@ M\> +<0;]8.,N1FEP3MV>X8WQ!K7A)W5WYDE.2:$T??D5% (##H3/2/M%'-M[M,^.A%">]%.R1U$5(QA[8BIL9Q5.P1P'9XY"+D(P_V@52'U<1I&,#&OH%FC$S M5_%P<*%SHZ/<,"%]G9B3#>"*QS8CQC%IA.X&>7FBT.A]V&^Z'*-JN"+_6PX] W/\LAV+#B;'C(R]K'A_"TVK",W!M MV?F0 PQSB<,*VD#T2?U-DG@G%EZCH2V%A)9"U&==BNR3CSL>W2(@3^AE]E> MT[1Q@Q >0%ZG6/(&WJLX:COQ^X27$M+!C*.#6_(M6LY2>Q^KFIA,QYM6$0F MINUUU&W@3#<3#:S&7#'@!B]B.Y?K]PCB)WVJ??NGK$C8&%_[#>3%AD4S"!VO MA7!#[0!60C-HY[MIV%[7*?S*M6ASXDJ=62;LB&&N6!N=A[@3!3!@3?+8?(D- MSYJ981WD?49L.]1URWHKZ8^#\7'NSJN"UXE3JR#GV$"P1_$>B4CD&(=ZY"V MT2W3 A^TFHCUD #W(%?@@Y,N2*X-#P Y\"2-D_?!@'V@)=^3O[PFF>CPIM> M/DLKZ!Y2S8Y8!^)S/"Q-JHKJ#7S-0P2!>V]94:NIG+(4,,-[M;F8.E&0CX / M=X!VN/NR@R;%O39O1*GD%$DBRYV#LLP'6D.]3-XU)Q!?OJ<82M\U4QI[A$T MV<'^N1QN1QI_(S@8/)83!^L4];9A. HK4(06_OWI:[KCVOK+FY1'VF2XB_MA->B? F2]M_9H6;HOTMKTVWU0FZ+>!++^NES7\!+*25?U-_;#100QW86N&?_-M&YY>G+7S@5Y&W\MC^D_O\0"R?3^R=I.I%N)X\/DX?QW6AZ?R=]&S^.'F_'HP?I:0H?_XD>)(^ MW9H>U;!N*2#$:CV7BR"DD ,=-N-OM+!#6(@G\Y0..EI+M3_.>#[J#2[!07^_)YMX@L(> $!+U D6B:!%Q"TO"K@@4M2\;J!!V[1-X2@F.& @NA;#4PM0K71-??;2CY_S/NX7UV>X/L]9P2VEX R\0<[8A#D,"7 ':RWO MVL[,!5F%(V7RRA+>$]MS)!HJ^?O#XO\P^.5H+6:W=HP^Q#QXE0H'JZO*M>G M2]0?XOI>'G52@NL%UU^Z_B4=V!Y8.9!N]+I,/%./U*@;G#[&-8TA"(-)<VC M2C\C-C8+B1CF;*D:+X2'P@L_A)4P5/++EBT?E.:HFK[)D3+545.'*G+PML%7 4Z3V?BFQF;@B0FH)X17"FT?U M6;[*VVJ>K#A<'"\0WFL3WD,!0M[2VZH-E=-,43Z;](/KZK=JHY(.'$ERW45K M.YY5G9,;VTN"A8R9ZFMVJJ_*/^L#RPS3E87$EXO(W;17\%]*;C8Z2EYC-2*J M#L*Q&NV\2G&4?CNOE^H.JK_46:M)\OC9H)R\/86HYBD5Q;YIV ;E@89^6>J2U3RC7\4+C)[$9[OUF"YT>,SS3O*:<5\VEJ=O8 M2=)R$Z\(S=N+/PDMZ>U):B%KA)!42DTY*.9'S%A.*4!P%5;RHF'C>B/[^<(%M/ MCP@N[2]ZPOA:A9$I?%DE2/]2+E/,ZZ\AT+YEJ%OBOBJ0)5<57^\./PXU%A9! M&99!AKU >S:S7#(_)0%%.%&I<*)[RJ@[*'3R+ PWGNC5ANTHA*B(NH68%$A, M!J>,NA.)21_$)-I05X2HN]*^\8-IO-9OL([+M#UPCL6WG%Z[UCW95GXQ\+P M)S/AYR/?$!4\!"W%6V?*8*?+%ZG MJGC]-9Q. 47_P/D8.$+D!2'<<=+(QB6E3A66TB+2NQV9KU?]$Z"R7W^E8"%G MP7PKX_5E&EGEC3C@>-7[G -?/XV8>OKI:R?ZY11T4VMKT@,Z+Y_GKH7**N0Z MM&O#?D/>';_5%H1^*@"^RB?8Q]O1D=#2;"/N?AE157[UWY]M9+3"?VRK4ZE M(N@L<;W(6!-&?I3<_5:0!0IAWT!E3,@W\C_BO$=CINDD0$('G[]& M1DUL9MW"9IOH2GE@=WWA;LEYX90&@3+EM.B*?5ZC4&GFQ=PD2+G@Q'4;AR MVH?'A<-]E\AT&YB\8$"C_LAJ<>=-D0Y-TQ)Z>]#DAQI5/SXB&_WP8YT1)G- M5=<.Y%A"L]=:_'Y[USR"+>.;]MDN[)\IK](F$.K"9]0|G .Z?2-.UE>;>:.!;]OGC/]^G']MO*HPBCL![1]\'^2#MSY*ZHB6OYF)'1TD665O$)@8]%]7PZ)#8IT,YJZ:?\>EL,XCLXZM(;D9;J7#), "0F'_*'JD@WKT!:P'9@Z":K'34M: MT,&I08^'LU0=[W)'^B .[-0*K09F3=24*H2%%:!)K9M6AY%7VFOBH,BAWT1 MED3'^[6IK.FB6THY,_I[!.DS@05M:6R#Z%KP8-KK-A09A.H,VT9BN)ON!%S"=[=7EMLZ??2 M2"!:R\VNWC@?:V_Z8UMT"(V^W!KLR75LG!@/8V_&XR+_B((*DX3:+A$:-#!-M7B#V>V"M%6G@@EF7$'YKD5=BN(1V_:P8E-NDT=.MU&UV11=7F|/'X5O@C^-O M@[_@:O'2?EL.+FU(=R$RI5\>#B^JKD#FZF^6(0M3=)(__7^@\WSMO2JV2[P MW7_8X/9?FL-VP"+]"[U M,%25NOX>?f]_^*VH*F,8*%-*0H[5^R:3+2WWF?M&3;OZCW>PJ8GW'W@A[6%K^M\U*6UCA*)3P\NJ-_X2]#.$ZB1BG*4W-,?\XT MM#;@K;>%V_'G?U:U- 7#1EL4;D73R4/_F MG38\O3AKCS2S,!7W??QP_5B5IO>W_WB"RWP<3*!2Y^F$^EV\O@T>L*MTH6M4V73+G\^6&&>F(A5-DJF7N@A% 5B[V$4!T6JO[O MI2R]9:R9*ZJ%%)3+/X14I-U.-?1EJC?K-W]78OG?KFHY;(+[M0D-AHV.$-@/?+6);+RJ;NXHSB#:SZX(11'C2A4.+V]F!!,"AJI_V%IHKC@]*

M(,/OZ,1K.SQ^1/7&CZS8^)'--=X3L-^;-]?\Q1O $;F CG-3<<*;JSQ>*G#2 M{(M!Z-,L\YW.]!4_THUIDZ,'50<.@%H[O99KI712DJ:S,[P2=N%V^Q&U-M&Z.'_>F P%G!L*MS7,8O2&S='XALH0Z6S:D(*.U MF[,(W.L 67P#9?4-\+"S4 M+$9+8GO3X-F3\3UL_T4"X055I7ES>)?>G,,- =EX,J B?&X1LCVC+'@U-@Q1 M,R3R/L,)88^ >\Q4RZ+3F;V,/7] (MOML,ZKA:#BG=P66VK&,,"K DTA=2M4Q MF=#[& !31LQ(]W+I/E #(;A- ',37.6E"EV MP#B0#7X2-<^K.OFND)^D9$O1G*"_@IW"/>!BF>]L99ER3ED-$#104_+'-& MR-S^!BKI;K. 3,.LX1;9]-M(^3BRD ++*EL!8/#00A5#4=+\B5:E'\0Z&H M5Q\'T,;8[?],K^PYXV7$9U-!B3110?S3W)_*^>)H9-?]M((!7I>F$%U*FFF@0D MW&&SX&+=+%;K? Y39/ASEBK]T*G);_M"\)@L,H^W6)Z9PCO."0C,B@V7ISJ;2ZSX*>.E43EL,,\360/74 O<],=+(U%5 MPW#5B&63D-6HYL#!RC;2=,..!@-'BV"EF#$]PI)O!P/0.&IBP:[5C;*:!]W_" MH($,B^JGRO;;9"6)GWV=XDU6]5(ZH0N]B7K-S27],S7C\9>$7IK-8KN0FNCW M=B@=^N_2VN0(7LC-,P2#OV[4!;SL9U5_4S]LC/7#NA$4HY^K:W_[C3QZ?)P AN-+V_D[Z-'T>/M^/1@_0TA0]^!Q(\29]N36\L]6\AM@S MTEKFC[16CA!U5?\?_,SI9 'L\W1X1__?A=_9=IW>I@*8D.OEZT,PP^3JD M.,XMC5/J]:W6IH':<W6 ;/?BOJ_HTX"':9TP@.03?E54LJV#) [.;X9OD_)AE__M$]U\.SC;.M[)N<0TZUZSEWJ;M=)H-M/~>XZ[:5.O=Z"GYC8Y6*QQ2K4;WD0P MZ&*=9QTUJ&6;.^0^O]GC36"=4XVRTKL34[G7.V^4>@FP?>7%.O8]JP=]QNC1U MAV^]A"+]8T33AWE1(N,\ZNI0>S2:N2N79D=\,L.[L82U(';.O'XDCO35-'}1 M2O^)&:#K5%LAVU.=S;WN,>$C+O3AYR0JI%S+YY?1)+?31[?D"&H):F72*(5N M1>$O^X=KS98J/3TALZ4!3WWYR(1+7'30PAZ3 M=C>O(L02E.|*\2C2VLXE'J&0+QSMI1<8+!ZK-P=Y-64)@1$"J:AKW4UF(''Y3[6/S"\YBASBV ?!;SZJPL050J&R85ATIA;.M'"?>$M" [5\E'1YO, 4;R!>&9JAMEYHUO\%:T8_0&0\M$=6U$78=0"8S=?)%,5;97;C9!O*:,27"E*KP2W+3*S=;W-XYP4%7P$%'6EZY*=>&H25?2W5TPZ$Q9WF7:\A- M!4^?^^W;.? FTFU;0HVDA=$+/HSE\$(C?Q;*RNI#-;,R&&0@P+M/ SB2%XR%RI M0JB6ILF!>?.0J6M(5(V-&XHM9-O2S_)65^LO=R(O=,0TC(TY6<1+1+* $0%Z M\AI*Y(,IV8?,U:.V)YB;D_AI+M7(.F^QG202/@(IS>[(N!D>3CBGS;>[-.T M3T>D?83H"=&[7-IG(-(^0@R%&)[B-+2%TS!Z(OE39&2+=B9DB_B)%9Q-*0AQ MBHKD(&=(a!"DP,P1FANAQOI'ESIF+,%,H_Z-?E/9G 0$@Q,,DXI%7W-RBF!FM M,H6ZFX3 7*W `!WA(F9&*Z\(5P2QAI?]*RP"G$%!MK"'V0\,KS^FG:,;5K@TS MJWIQ#EXQ=DGD3.P=<2.W.D%5A6"O:V2OHTUOMS@:Z1HR,KGA-R7UILO.]P>F M?!YEA;&>;%"AD$LP3"X,DZ*KM85E)X5!^1,L=%86.MK6#FI#642Y1<1ONA8W M\\#PX6/,K=P$MA\4I9U;Q"5%89@4YE;&P4)E9*%CS:V,9RO9CR)%M<'MQ *=K\3L/S.8^RO@J>6"&BCBE8OR2QO92M&O!0=?(04>;7H2W+DIV)*=(MMU0=>SD!.$^0*KFR'U^JNC&UJ9$^\12Z'0(DTFHUYNMO.#8)*%%;$\(^(1. M'%V.0I=71.+<&IV M4%GG5<"LU@]?"5,5.4$ MX'0=4> (A:4@^\9*\K@T"U+SJVD0&XFR]=L>@.XGM$;*_)?I*LVBB?XV))))$J M$NYR=BUQ$N@GI2421D+TA.A=.&&DR")A),10B.ISE5I6QI(_\E/%(J(#9Q M4I<4G281",V!FY3_692^?W?P0!?^=ZZ]#GVN>`17P,&SX?^:I#_V;A_;M7Z[M M:(L/3X]&_^?9PKMYG$/OL_08+3&&^&Y_BN5].X7?E] 1[-_NYI%YG>N!3OS Y9ASM-; MR59(M!SGL@+==`Q;QY1>O*=*FB&9KB7--? 7%,&%+9C8MJ'LAAKG"/VSRLH*]M837NB/1C2LZ22%_'DS_O;Z<_1Y*=[VU3VC0D(*-/]&WRY4FQ/5X'(IO8F%E$ MMUZ0IBZ/G\ .OOSV#]_H/G((4S M!_;7DH+W7R#AZ_A _;JSP1%@UAT*7!Q^-9V(P?%5UH-RO16K!;507:TA996 M%6 8GKRF]M=T7MF&WX%\ILYMYO7V_-IRGRATP$*!_-.-F[9UA6<2& MW01Q0A4W)Z]$-]?4)D0U(TC(F@,*) JEKU*@H*^9JK1/'>X@JP3/^!<+5D&+9 M)TX);ZBBL19M[I$FJY&)V:8!#/;-M$ "C%O7LH@Q^YA:(#Y,N7Q7->,A3E,. MP$;'Z\FY2WPCJZW6\"T2:L&>![*]&/4IR-L*:!>(&RS)E-XLTR$WYF]:\6U M,T?X,@[_]E.<\+'5('7!&1KWN*R6@M$-MIBZ,LI]=@\/@L^05-O0/M"$_OCQLX:\!$VAZ]$PX*4&I2O>SQK0+)/IZ&0WP8BNB!B43V30E%,;M ..XZP+2N&28RV"AGEZGQNH(%)NY MJ.0 L<%\$30>NN2H[VB^@$F(7=]HT(5EKAB5 ^,&DFV'&R>^2$OS#;QIJPZ[M^K&Y%(6>;B;L5UBSX,T,TP'FG;O *'"_]JZM]&G9XP-JH$T MBT8O"8.I\R3*A18#H3LHAP.<@,= @3# IFJ!8]"O MLQOM_6:IS4%E?Z9WA;AS!AN,. (A6H#^D3Y(@>>FER%,)OX?I6BR@--G$[C6 M>*G[$0SSN>8K>%7;08_ME=![CK1!FBF0R,4KB[#4DZ;J-=KBBS:T_'B=(&/D^G]DS2=2+>3 MQZ?)P_AN-+V_D[Z-'T>/M^/1@_0TA0]^!Q(\29]N_<3L;SR&V*IBZK>;;WP M-%%N2N:L3<[$O9^XZKD7"*N2>&80!OFFVPB<4W&R*]{(F%/['G&G_ MC[UW;TX<2?;&OTH%[WECW1$VP_WBWH<(C]LIX^?ML?NT;-.Q_CHAH\)%7BTB, M+NWV?OHWLTH2 DD@@8!"Y$9LCP%=JK)^F9655W`F^%-%WK_>,'-D^Y$5.XM-M8\&,2:I2-U8#<'SD>V1^,IAV',9!@/-^VWZTU<@C51S>)$3>Y$GD)=#>\U-MN)_\.1!$PV%]T&VC+ JRQ8(7 M!V*J#JOQ2_+[0;_>'/12?VK4FZG?9SVJV:CWFIVUC]J0S*9F-G=Z1],[""B3 M,(CG;=":'G2[F4@Y X*/2LM!+E)>@%H4;$CNAR6*G4.],% (N[O4!.UH1L>9 M)FVLRYU**A,/\.#G-V[^X'_ 6Z;IAY>9*&-,%6D/RM#).GA[+@T*R^7!H_P&] MJ/DMU1O7.I5&?>KD<% ^[M/.3#OSUGP\=7AJ$&(/CN_]0!EO=N0!3H0-'W)V3I326W?!YBFLL.5T+1\MLN _19W31 MSJ3!6WRH[:-.9Z!IG4%+;,W9?I.9$UUK-QO^V&B P"[SMT*[A9JLNESG^;S$W M[!WU@[L>1CGI;INX]&[H^,5@D/ W-\V5VY?(%_]F&R_\$E^QI.&I?_CK[NE9 M>*@32U_*@F9XD(/!I(VQ52OH#5^0(M.S/4AXMD_"=0U;%)O8IFF_B=!=Z^R*L6' ML,,Y%YLO>Z-/Q/?<;]5[PU8YON=FO=?N%W14]O?==HF#&IZ+0SQ]6XTF-2,7F7? (NYI)58OW5S0W+%YJ ;&<Y=5V47EF4PV5-_% 5M4"B)A]3*:\V MSY-%AA5DD:T#HLM+2C\69^1KDG7A=NQ1_ M4$Y5Q+OX]NGS7Q$]4!#EF0$TES3)\L[BVB!N&&5I M!#6B@UYG[*_[.U<4AG;Y\^.JX4WB-B_5G[3=1K@I&.P=FA\%/ M?:'*3A<#B^VW)?RH:^;@9U-'- 914\7V0%%4!6G&E(-GAY#2OK4 MZN==43)I*:D,UA87 ?G",; \%JSNR(R@\5 J\RJOC/V2A,(>-#6?LSUQ\$Z7^O2G@ MYLWV3>RO\QT[54XUE,)+3]1TV'5!ML/VCH,-.L4%Q;8D;.Q)T.4QL,N^FET4 MRH@(F^(\6NO31/K[T\R+ ^$WPMVB.%#+XQ)2M,+'F=B!4Q.9T$=1!^W I&!EW M1'PFG)(L$4,H/#CC@#7@G5@[QL92?;DI,P=/D.@TNT43)'J#>J-9+*LAL\Y? MO=|MEM6P+C^BJ]R8VH-!;6-:7PYQE_)\S>Y19D'\CZB6>6>A?A9D1+ MDR'R M-RA??U13FV"]}A?L/;/@Y,C9)G*62 MC'6]4_N#[Y])QB^1K@_)=Q?[-3P!4TX\- ?.'#"LC3K)",X/A'X%$$+HSVPA M5!+\|PW8))=GP\,_Y+"466HD^*H_L)=]YJM*GUI>AV>;%)T0(IB+5,_^L9A MCJ!K+|@D?^;01.3-P>M9NNC(D&-%/2JC-J1!%8*@%JU43,9-I9? _A)L%)1"3MX<$;8V6-J!%E>34<[#_,&DYP:)LWJNG\9J68M-=!"V\#/|?\V:(B4I4O)H M2L\"V&OE3<\\Q#%-!.G5D)3#Z9/N39;FJ6;>$3/?$K\2OQZTZ&MYP.VZN-M^H/39=A\J0EG%$)['W:T!Y=/#RZ>&V)AB2MQLU'0X1MW>+$.\SLK@*FX[,-A M,[/%?)W);,:7IAD$:NYKG@?8/0>IN^?JK%L'7-QMC DY5G>8IMHOYK2O3S1 M06 ?+!UP4:]BU9 M;0X.+2P&PQ5*Q_Z=1L$_<^V57[W FGZ_$KU,KC7S37MW4?S&B[,;5OCP;@?> MKL[/#T^.7^T\WSW>?V.?[AYN'V_N;+^SI&;X0;1G8 MQ:T=-$GXD : (-0T66[<2SQ_MBQBBGR4^O40F4OG[X2?^XBWD99#[E&]_&(HZ M:&ODYF);3)VEF,N.FUYYDVG"9IV"*Y,,]O\R-KF,K7V7Z6)?VZVF M>\X)81''7OLGD.0=C\|ODQOLH]6NIWTWJ"J; |/Z(ECS6I'Y9-X5H|(@-,"F" 6 MJ7QE#CZ_#WG8*6;MW2 /RAA1MS:RI 29DW2)RXO$QS#FD7?F: !3:M^4(4R M,W.I@=K-I=HI-Y>*2GM^,MPQ2&??X6DI@L+->2I>F82_92>KSS? TWIM?-ES_O MV!]W-TI_?KLI0EI1)4#7?-XG?UK"G>$-1K"H*78 M1&)WR+H%8I1!DF X!-8YQ#G*$L8D(8L=\-]FC.>/I>SMQ.5KE"`M,1 O/NR=VHMIN%,L0!+GFFE(+8E.@!Z*C;@Y&)2[+YS'W#JNS(_&F^58M/C MXZEE_.V+6@@H"+!=/#/Y#VZ"8G3#0-S_^[*TQ})]PS]<-@:.;?H47R6:8PHH5 MU/|(`9KALA<-W^W/@Q1ZTWZ#*;$Z\G'O5X9 MX1ULM)GU@"SA]3'K%4]FGC\TSNNHF8KF,H)S& M0IZ"0$9Y"NJ4T"C=NBI0HD QU(C#LCBLL M?;HXQXW#&T6$^K^]+KDK9^N-'B2!J,J8-!- ^D2V]R51T(M+L,&N:K(5;6UJTI]89U*M-NUB5AO5CK71\>EF8?TC9)@P6L3.PC44/ MOZ&70:1W .;IYAKN_XW AJ^&B ?VB-9*8VXVEQV863NS1B]8A9I'5H'UXHH7(M%BN<8:Z:Q58XOFWA"CO1"K\@;=9V:Q?N"5WI2E2I4%]O'_X@= M7<3&'YM K':=E.Q_8FGH\VQ8GFM.ZJUPO/P@KFK.2GO[+@"7$K&M-AW_6QJL MO@J#E:"D8;$;88 2G_Y8&&K%Y_O(G"553O'E1=Q8G8B,+U*A+TX_6J-@C9X6 M!AE!,E'$?5XF7CDX@@S3V)\6K0D^UZ2A/V/6MG5+T4XM(EC]7-,5K&)UR$W% M(2N=?"_E_W4>T5*%Z>96H[;KZ$K4(FH1M;,E5JGUR=1OQ?@TM1U/=&'<"C,G MV"MX!P[)4Q.)]$74(FH=3/JNJ4K9'"H^_UO-G8HLXA^;*>*D+V:VQ=_#>:!K1 M>&NG^IP5+5UQ0B4HBJ3[M-K=]0D_B)<;2\?_W"U0DY+XD9KJ,ZB-!HUD0B.5 M %<&+,0((2/T]LD(0V($8H03880-/9!:.)3.OHKU MQI/'9TG66|%'>? Q^&O!5^&WRJ5WM!M8_[RA2T9[*H!]47R\,GP)RN$U!&J- MK0TJ5Z98X .;?P%JMZ MW=XG7(TX (J:(&H1M52@UED9-IX312G)K>&NJM0(C&@XJ*:.*J>UJN-.FU% M5%#12_TL%2&=#5<|\ .D30"H+D TU:U, 4N $.%#M!$CH*1<]K7VB9Z@:>]XJ M.N\QJ),553K>2A'+ZUX^<4;8I(C=F!YW+.&P6Y2J3@-]LU$;M7=N?*I.W &! M)+\RE@&2_[*SJ9Q3GA!T4&TMOYAID9BI+$@V*&6[BYGR?,Z'B?TYO@-%U:M* MLBTJK<@^\JZBH%EZ ;.B!XGS)Q@;,/)5DJCM#1)58"MGM$6S4QL-!LDVJ-L= M:8_?GGB-J838B- @HSD:=,MFH"VQ4FE6:V$@10!$;;6:C#<'Q=@(G7[=XB+B MHG/CH@TQVVNXJ,1)N5^C\"V//W>TK7F@K5M)!VI;L55H ZEUV>BU#DJEKRE"-MD>- '9Q$MB99$RQ..*3R!@&ZJ\D65F(A:1"U%J'56<40EI*KO[-%5CBB5+EX1 M?RD\9'QE_+R:&KK.K6MQ*!Z6[Y9("QVODL]C@]JHV8K<1(/UN)D@Q^(/:K$ M'JU&R6Z5#/; (;\5JK0DK(XAWE&(=UHE^U)R:RVM-FTMQ!ZJLT>W9"?)!EM+ M1]&MA2("CQM1>"]6Q=U*153#G$'&'Z(644L%/IV987""0SE'MNS.,:=WO:=]>Z54FE#G=$20BD$JH!!< MJ9 J<+ H+_***8DWC(RKOTFI14MV2TV-V6BZUDV>(M28E)=PU7V.2D^16H=GGE<(B#B8.)@W,&36RQS;9HFR4F)28!8'YKB=MLZ2V(MCL7!XIC^BZ?!J"_NO%C]$_QCQS]B_/+*)I)^&,XE]A+_NM5&O7ZX_0H42X.QVJ&,/#!]%2_5QN5U0)#J91DQ5GPJ_:OBTQM9),2?@_G(GF]$=@ZH_5KHWZR+ M-E6HGJM0E$J6!5XVTU$IO'0TLWA;&*]7H;N+"Q,N^*I[HHP(5N_M\8./(Y_XO*_J9P[%S5#D6XMNB)N4TG9CHQ[T\ M-3>$XAWNR#PL/8+O\"? F(^,I*94B2/H3Z4^'.>\DPOU=&#_\I8PF-6BDR;7| M1R!2HDI0HCI'4J(H&8*2(38)L(QR1\]4"AU4)E,Q7X+%B4?6??(=$;-IX$]R M=ZXYXA1YB:%9,TU?QS#\RSS,-J"? B0_U+7E+'!\CAHI5H>)$\$_'W,M, MXWBT\=3@A3C,+1G'$2L>GP]M1*]]W/5'"78P,LI>&N%$IV+HD#;^VS=D MG#[>_XV+4'W\]*MANV-#A- H)%=&2P:BQ&ZH>!UHPE"R5=L>,(JLS=B^S2T#$S M=W3VMZA'BPAK'JDR$3Z!);_*&GK@lL\+%W=$&A%$U%=>,O(]99DO>8 &W5*B M@$':MULEC6DP2/_EF&-J#?2 ME!";K909(M[UL*(_=(}YF@/3_")%RAR)%"(55 ML)-H/11ES/?M(,7.\\ZK)I*V&>">>+<0^$?O(QE2)[+O\U$;4845OG M*7=BNTAUEO-<4D76[*@QQ2DN.$1,N;D+%1T+>U!/^Y/NK;J+ (W?9?+57>/F[M-8.H7]F^%[%RM2V@*:H]&V]U"&C3A I;F5Z$#9@G.ZH#/TR\I&(A8@%M@;"W0W MU-_R0,%G-NLIW;)QQA>*3?PM)*IZ&/W2M,9U\CMFRETW9,&-% M)S\^OX'JZ:V+@K] M/$\UZPE8[S88D'!S/4[$?88GLRH?-#)1?)F"^UO\Z M3/, +F-U =4G3 ,XA+-TPCXM_&:?H0=Z<["=XH@I ?,"R;*]<^F MJA];2:NVWD6,*LVQQ]C>,,94-_9AAPBG] (1 2^@*&SX7YOUR3EQ%67OM<2QD ML;ECH!?AW^=8Z>S(0H+)2<[!M MRS%B#;97AVN>>(9FA>4&%V^,7BFC1K "H@KHL[+>|`?8\1^\X4[4#*$>\K] M;CAB XBQ3"S=$<5!QF+1]+[T(:MP8Q#>.6LU3 N\P3MUS_Q?+,2X[fQS4!B8HO/7G_,WS=&,8EN$&QU7$%6R M&POO8Q+P16UZ"M#%30I.0W??%8ID6/=^"/|=-/<+ f=9J[M/S+ ^%SUX,'Q MV0;)&G$CR_'7.GXV<|V-$\<2'FMF'A9L=GA67"U /4Z2X "RK+FM*DHDHU)D M5/O(,DI4-DZ%>!.7COF/1ZS J "-''?4:O!!)/D +SX&%EV",^5 1 M4: (Z"V:@1[T2@_&_Q[OSS;BDH/-!G%C@G6]3;DF]VV.XOGY0=Q_R]!'1.Y,& M; &AK@T[G8&F=08MO=E]T1L376LU&_;:H*2FX? #CN3<;7;J4C"'7)+=#6UXI(\U(%@TD;8^M4RCS\2Y:+X3]%)L(-+,=N, *&G^. MWZ,^AR2QTGN-7L;$*XQ>[/MA\VPYQGG0-P*$TCSJ M%B*[;&-5*HR;P>M^08DS%J$)*-0%47QG? =/4M=3:OF1.J8W>&_565R'WZ"W& M]*PV[3>& F$'=^C2O$Y6@P$6%,Y\Y*0%^T4X6B YPBSR"EXWUF0UJ7D0B<> <M%L.3E(+>H#EJH@NA2YM)%O\BNZCH)V$BM<+!]ZPK2I6GO)[^:LW\0IXT#1Z MSYI6PCK'"K!"&\;_ 9A*2<8@!2.L2!.T#M6*G'P@];' M^.-Z.A,$$QZ;S%'U+1D#*^0CVA M]V&R=-6LNQ? DW!^Q;=@$6?J3A%C)03@QM&TXJM+>1/-!)/X^P;TX*EU@K\ M<+#]AAH?''!L%S=RQ7V3OW:#(6];M;W @%&V'Q7.D444NM(PU@R%,C;F\3#0/ MOEKA*RTD2XRF&<.:H]6V?.0J[<*NYO+:.H';VA\O V1!8?42'\8A;I>]GT0, M2- TS*QM1!X'3)XQY5G,C/'_B\>.3BAZ9H8_SWT-G%@HL_')N3%2@2X%3 M#Z(S0X5%GFO"$L10N3+XPN7%(+KQ.?!4,PQ85.^+QE9;_+^-)'9TKT;\^_MVKH?]+.,^"# T@H]8S(B)3V1$5R@/E8PU#K<[.W%OLW]Q?P;C6;/;&M M\Y]P7A?B.>IP'JKEH"EJP:ZH@;Z.R22_P&IQY-D?H, +(;=\H'#?M'G1A)'\S>ZEH/H&'4K -E6),M(ER"YJ ME-SU<>5 8#@HAV*#"$R?7M9$P@RP@#),+ '"-JO1/"#53/$;2!-TY'V+-K*Q MD J? 05#>+';%QIO]9SO(B0GLM04_#3A/!V1#1]JJ MWY:$K3SD@Z5[L*@*%/C_#53* R,X\,1_Y'X= ;. Y>PLXIO,%-], M\>W;QK=+=Y$V&]Y,"]R7)X), 'BE.ZAI?8JN0. *HO2%.1W82"2FYQ"W&SD@*7 MW/?AK W*0^1T2%41BP<$M%KM4]@@FNN"N570.)'4>F?H3XAC"+7(@E#IE*F#XHRX3#=7 MI.$O:862K9>O6SD:9:EWP7M3])15?:.XPM<|!?YNKXW)W(\2MTEH#W<6VIF\ M5]:\[IW""^G;@,*BTO%,,"P3$9?=15$&6*ZB4F;?]Q]NHBGMWM!ER$6X1\|/$ MC(]P^0S.3*]A (CPG;)40==>=!&S\H-'\Q=UZP@[7ZIG)(*9CMDEL=?BCGA M5AT'PI4TN$MK>BR\)>NH_L@ZUW$!KV+PF;ICPE"AQ;?H-J .&#=Z 6(:HPS M6'8)&)/8S;NV-]A[,-_#3E/"8KU83,\V :;H3@M..3CM7\1NLN0>$++;GS3M= MIA%T!RW.VT7E!Z@WFYE($H=HRM>!F M(FH843B!L,]HNB$9U92!,P6WGYD$-6Q0"7SFE6$P/ZJO+ M\AIO67:F36686MQ^OK0%++>T^A_8Z7J9+O4NF83RKE+C"Z3;9P/+)(_5*\1 M6!(K=#S&-N/@H7'"Q;K?M9!QH\ 55\&L&6LMPR@`S5'<-(8#@F&)W6RJ, 3 M=F-;>/!E 1P'P]^096;:.^[9ODQ40.4.0XW%"0L.U%'AF^B)<-0]B6;VF^H M-ES'_7[(*7\\B#@$%P.,30-_@-5%MEMY.=ZE_1O6>P+L#"P,C(IS,SP_MC%K LR?VW^6H+ 0TQ/J!': "<,);_B* (/Q7X'T"?&MC1 ,,5\0$@;8"4S1< M8#+0UT"ZXP!$C)YCCDN I:0(B8-+ ,R MS8!AQ!X614=)3TMHI 69&>A#H0HEKW\#C6PJRV^A=WB)?&?-&3?,\H5])Q#H M,?: (&0.0O*+5YA0H/K5-/5B9D#E0!H;RYIV%WJ @(F<9JXOSQYR+V8?VK[*M M@-XL8E#C8%P4T(IJ24FL+U^EO@#]X>#-54$. MU1M2%A7!KMIMU>-\OJ/%GM2UT;G7JK6]HCAH-B\UCSJ$%[F*.6\Z^L M#-M$E[S=7\\.?Q?_Q!Q@I%"B^-JO>7)#EDS\7V\;&Q%@F?>QZG51 :1]Z--M=FWR&-$R&:RY9+N^?_B\:NN1YX/2;!.MX%3.B;YL0M/9+)NQ&P^_=]HW4H6 MURM[/8NL(34B/?;<+HK%%@]*#.@?U$;=3C))X\.NU-ZAN6B1<^+!,%['OK_,MS?/T]*KU4=]D=Y>K=Y^K%&]6@U 8Q*. ^76]->+UX\M]5JGO6L>]O:<]41#QL-F7FBC'?SRMI MJMJLDMI]KFH5V:SRV:P&S;T15RTLXY#2$(0L5F2SRJU>;6@V4$B]PMXSR<8) M9+*]TOV"N+^(:+EX%'6\+G]AU/KCATVR!<83:7:N_)OS,D564PNYCI:0>+; M4O&Y*'%$UIS')G-.4#X-DSN6>SRD)&VLR4\O5K7@I.A>:ASOO?44)C7"7AKF MFH5Y"U&Z0DJX;RLHUTKC53O8"P/A:N:[Q9C^X]LL+#(^/[XSTD2FL*6G9F8N M/VE=L&V06=Y.B;I=UZ<@*^);3#C T&$#:(?#>]?9+1H_YV[4\3:?&SW5(B-M58?U7L$GG>>86HUZKI=1,%_]$@K'E"OR>65C3]2O!0QYXB%LHB'37U+N@F", M;=RQG6!S8%NSFYL\U0G_N\',^QC)N6\E<,\HT.ZE,,[6HFN[8S\"(&H1-MM8A:1"UEJ;5A$PP|:Y9M\6SBT%6\N(J6ZF2NHJ4ZF:MHJ4[FBK%TXLG%JSY M$&M9JD+\O"*4W)=J2-*

0B:A&UB%JJ4*MBR?G%DH143PY2CH)D$R%J$;6(6A6@ M5KE51V33 Y5)(!N\A3VO9(GB6&Z@V'CL^7VKH M2;LHR9"\,J2[DPR)4F]2Y4BO-DJ6TCQ9,4)
<4%TNZ.V1"_JPFRK"!1DE.CI4 M 8WN/_G[S]-C_B!*FT35?-5QF]/]='\5JVV?L$./[J?[SZ_.?D9Z&RXR]DP M=^?V=5;6B>W,-.__U(R?WO7$^,GUJ_]PQTX]+P[0.SAH-5L?%3DU$G\0?ZSA
MC]SM=PIZ(8;JV$W("4%."!(A^Q,AP[+,K_FWV7:#MEGBD=/AD6'NABPE\DA3 M-1XA!P;=7]G[*^+ J& +';4H2XE'1"VB%E&KLM2J5K&R4_04G@(%*>&(J$74
M(FI5@%IE^N/[E/E'IM!JFT*;^_$XMK&18D,12R>Q +' &A;(W3^T(NT:Z-D MI_:3Y8"JGIG)Z4XB9&<1LEO^_-JS05>=$+9SL*D^ MVYYFQGK_EFY*W73/UC>W==!'*L&#
(EWS\X50)*.))V:DFXW+67]06D TF[G M4D%5D7;$O\2_RFDJZ_EW6$*E+R785YA)?O$T>"'\5S=^C,2TD)2&Y8M&N&G? MB OE/+$%:31G\3W\LY*PT&E))_W<=@U\P+7#34'ECV^&
[DW#U8W=&)"CL;A% M>X&9^U[V+8E.I8<':0O'-.PNDR/^[S1*Y9AKK_SJQ>':]RMM H.]ULPW[=W% M-8G-:698X<.['7B[.G-
/A+N+N=_\=O_E[N&9/=_=_O[P^.7QM_N[ITO)%_/#T^.7^T\WSW>? MV.?[AYN'V_N;+^SI&;[X TCPQ"YN) M%6VKLNQI/.6Z;RX)L/M%3L%OFF%]L5WWWGKR-(_C=X^3SX:E66-#,
[]R1Z1(M66/^#._XU;3'WQ>BKM.H,0X2<(XHB;M_^ZYG3-[E2AF6#B^Y;O5%HM(Q MN/!YRAF(5S[V7&9/8D;2>+(%YH;A_S,B4S=G:S#-TO/E=<#?S/8=?+B0X.)2 M-UP.'*(]YXZ
@LO>N,/Q.1/;-.VW6$Y(R#>YA&^,A;HR80S%_$+"BFT%UL/4 MYBZ_#O_X&';F,BQ!57'3QV4&15F^LJ6(99<_!U)J.*QW>TT45($9/GAQ(,/J ML$J_)+_O]>N-=C?UIT:]F?
I]UJ.&*16H2=E?]]M=RH]IO;:)VUPIJPU832[MB>M.HK?X_W#-<=D="#*=Q5NN%XACS&O:J4P_]E:CUH6_X,PD9.*/#CHEB.2Z+)&]I$X*]5OZG(*[R- M@^9>8 :=I:@2?@:-
\'=4"$,/ZJ\8 'EP-#>6_JS]3 L4Z31K MHV14ZTY@5#1(B_A%I;D5Y)=$.[BC\4LKK1DQ\8L*F*HROQ1CEPV1P?OGDG9M MU.V5%'|X\$3+-6>Z$]1'@R4#%73BV+-
B.BE\|FRXP!7Q/RXL<\+P5(2*51,C M)YB)'7\I/&1\9?R\FAJZSJUKP;B=HJ(F=[.1E'"_;S%T?@9PWBRP^7A[?P_8 MDW+I3H3)P3.^V@X.Z2$]1:O33=N;@]6D4@?*@/"L&:Q?E,%RM^(X
(.E]@\G M!B,&4XC!!L48K-W(W]-X-[*/\?K<5W65*_4QOU MU3(]D&&/.&694WI[LYP7X90N<0IQBN*<4M#'5, $GLDI^7M8=P?9/:RK8.@^ M-
EL43"R"U0.5\P<<($69E_*RBY3IXGSL^TO-*3D^OBBA1('[RW7**0ZJDA(L MV!4#*%JN*Q_R[*D K"HS33&>2>0R'855FK51 M5Y%-YAS]7^'/44E86?_TQ(\EIWY_14Q N6NQY2H,O-
W)76G*4/44HM;1J75F MM6:RK3C2H^B'*GNJ>@6C'lJ-W#V/"OAT>ZDQ;^33)4Y1 MB%,*)N:V&_N($^IU:Z,V<0IQBLJ<4C!.J-W81YQ0#]N%-M1BE8Q66HLN/OD[MMZC;5N?
&"YMA2"*WFY<,NSXP4#*9)_J1:S,@K@BPY3\-&#P<=U'5?$4%U9MJ M'C-IKD*PDDC-G#AL,6GJS^Z(W)KK6 M:C;^M]5$%26'I#A28[1FMRXE0OS?8EW,ON*:"JNZ,-)_A45SN&<-
I660@W8\L?""8C\!DOH M:&8]LCH<8P.3P/P79U/M!V:,.(;M8]>,"5RI@^P0*!-MW<+O1(R5\>*+!5H MDLU-&$:=W8#6@#]HOE^R=XX<^?
8XLUA<\#O5>SZ*==,;PKRQN'A>V0#.FP+ MQV$)#>S.]F?]J<[X;&[:[SPAC+9:^-/5-5X-4Q#:L7\8.D^LDHNB?9E>[&UJ MLQF'+4025'1P96/"\&
(&NR3.NP@N,N$SW[FXZD%\WDUN!LVJK3&=?9ML6Y? M89W9!=Y4^_:U]F$!WW-;^:.8;)V0PRH=[G R6+=<3C87!&4S/]PT+YNK'BAB 84SAW/ Z3;P'@*()8$Y\$
(,/KL>2J:3<+_+9MID3!;B,+Q MV/%!=62B3>W*W,]:/GVV8W(]H'.$D<0IJ3DMW@!KIM8BH)GQ(W-TL7:!THXXB36 M-!T_WHA1I!T%^\V"!J/B8PD.#D)(X_DT5B8JN.KQ!=9=-
M>]M^Y^CKGKQL=] M_KJE3@V4\7Y:2<2L6'W-P M5AXD[0^9"W,9&@1 L3'?ZR";/"ZE&O+4/*1#)+GMB!)"@8\8C_\M=LJUG'K6 M6V:X*0&50$\'IV&5KW QI EH]7@G=RT[/%DP-
_[VV)$M?M 8!7. M7-J^#)>+;VI",TV;&O!$0"%AC7;A1]-^*].PE1N*P>IW6C*" B8N],MKAYO" MOA_T"@]\#[$;@QZTC<4MVHMKF[Z7?4MLT+)#Z9% /NRM4#KV[S0*39R#0G[U
MXG#M^Y70K*\U\TU[=]&3$._A;ECAP[L=>+LZ_/SQ^ M>?SM_NXI/%<_W&;+ON7^\MCT-=:]?I#6?O9($WQX?+Y[8L^/[/;QX>GQR_VG MF^>[3^SS_BZ(V.E*_2FL@G)
<=/N9H44@3O%*8AF:Z5>M;<##VY[@1PYYNP^'7 M]6$WT&)'X?!D!I+T%SRQA4R0*ASZ-@? M'+1C? CH;#[:#^8.O^IUV>]_/(J)X*-<;DZN B7L*_PLE]?AT3J+E^)E:-. M)".C>615_
1D%E8!>0!N#J4BE#G I&U1+@]?V!BEW6KEP:U&$;8\ 2YII)!: M=7_-@E5?.JC(K5M\LT8UD^LL.J)6LIOJ:58<:* M+Q&.^DZ.T_D#!P[07OJ=.WC&>9R('Y=3W&$(5[KM705OC*Q?>&:
(3A#=VBA9 MYAY]2_A8$5:S1"C- IW 7#!T7#.^!(7Z!2X3%#J=6<,W;S4[JJFO7S[$A!2.*#\BSPY<# MA+]OL;:]M!CA<&TOB\^C>Z1Y]-.Z"2TPZA2?2>](,QFDY?INQVUQYQY:#\-C M\
M'I@J=UJ@1A^(J=IR-H3YX1$Q*HBI_"+GVAQS7C9AD_$<7I%H@]'@@X+:@ M]1!HG8S[+4&TKXLP5H=1/;AQS+3O?$7"P1-"(X5TL&=Z2P.[\1AT M*R?
%/A+X\7"7W)/=H%!,7L8J+Z+PW&W,C\695%+ZU>M.C MOP8V87N36- L[&A!^*L(F;:!"0(/@PAQ07^\;9KVFWM]%.\Z)MR+^(;(HN_ MH0V#[DUM[O+K\
(^/80Z_80F:B)L^+AN$T7>P$G@O7BA_7EC%ZPUI&0_R/H,W M!S_7X:=?DM]W^_56NYWZ4Z/>3/T^ZU'-5KW=3?\IZU'9W[<''?4&U6T7>]+:
M0:TG^H8$WK7IS:C5K%R7DE@D'0F'2;\9Y*H>\#_":'TGK&=!/ @:K(HD-N=- M^Y;-^*$*J2M2ON%T]3*RBZZM5UX M1%CW(RTH;M"JC3]J=(VG(G[$ VMX8&-UA6UYH
T\D&PP03R@#$Z(!T(>V%@W M85L>Z"BT#Y14I4MI2">4.VD&7HF(RSQPM8I1(Y7-3YP76AL[J&S+"]W:J)M, M%#C96CL$FAAH$G4OR@)-CT!36=#D2S[;
C3],C3/,DL55=RD\BR*$6WTIQ55 M>)9MEFT@OF[[Z.7Z?]9:+,]!$R^%--61)7O;?K"@5%EGV#+63-&S+W$J<6H^ M3MW;27L(G#H@3B5.)4XMAU.[^S($#!O JLFXVM-BU1P52-
,^9V:!GV7R=I^2 MMREY>Y?D[79Z\G9'H3#4@GE'V"[+MD2ZJCT1!5KG\&A;-\91-I>HL'HAPU$_ M*)"]*V+DP\QO,;AQ. E96@OSMV4,[7)Q6%$B34;26J_QH%MAIQ]C$#C(:Y&U
MBNG>,K<-[EY$W\I,F+!8;?S-KBBS%G_WNMX[E,\X7] MT=<<0S-%76=)-JS!BY'L\&@Q:L/U1)*T!G]%=7)D6O[$>X$I4WXE7'_-=7%A)6<0D0@!+=L.DF,4EF1/4 M.:!
(U%04R94B%Q/&E2G/A@6RU#8?ZX#C2EGSDM]V.S3F$YR3)UZ MKU'TW6L:)#?8%^5JL2$?<+^&NSGJTY? /O] MV@C=_X1]PK[JV,]7*Z\ ]@<@]PGZ!'WEH=_.5WNNA'/PD,
[!Q!@GQ!CY*AWG MWA.ZC88Z>T))\7JGXCZ\QTA*[@;A>K#R8?B>_0*#$[5WJ%%)F=ZUD."9O-"$ MLP$UFZ@F6@J[G#:BI45HJ2Q:"OMA-J*E#?MLA]!22;04=DYL1$L'9,O.%EI"
MBY)H*6S.WXB6+J"%9$LUT5+8 +X1+;W::$A@J218"EN,-X(%6ZD16*H(EN(V MUHU@&1!8J@J6PG;'C6 9@M*B"%C.+&_A[N>3T+ZK'!Q9Z-CB&QOPE:/XH>23>"T&E%C9,%
M<=,!W"0-VX2;4\=-83-E0=QT:Z-.LF;4<5/88ED0-[TTDQ3!YL1A4]QV M61 VJ69O@LVIPZ:P%;,@; :UD0+*S9G%4=[$.ZT&;1<7/5,OL,?F!]%?DZ(I MBQ@V79@_+691^+T?YS\ABU-
OXANIJDLHI#9GWQ$1PZQ7(.4),^)HZ:XL;08:GJ$FBJB MIK"MM!AJ^DIH.6<6^;EJ*IT[ANTP-ZAC'>2?GUD Z)[C/Y>YXBL2/%:2X=;A
MNE&D8DD7%,GJ52PAB)5G1BT!8E4LBD,0*\^BNCO$VN49[0EB2D)L1]MJ"1 K MSWY/$%,28CO:84N 6!7[;A#$=@EK+1UB5>Q@47&(]6K4W=(SD 6V%%!U=C/9
M$9*41%+2T+M_).WH,B DJ8FDA/%W_TC:T8V@5NRLTE;@9]O33!$F6ZQS^"8: MY.XI7[6BPX7GK[:LV+-%_(%[7P/>*)>Y[)9]SR4@M*;9KJV4J(PO-
76T(7QX1E]"@C)B0F5&CB>T[,W)+W\N3OG3.[MI:?I$VR?,TNO;D"E$(XDRE $JE0RP7V"PHMR#RYP(*'B'+1]AS^8.GW++-7[PJ+; ^H9<.6A9 M9($5(70Z[Z;C>]=@-2(ED9)
(2:0D4A(IB91$2B(ED?+-7/K$=_JS]3#6'=&NCM@+%$]@@236 M4FEN^XFI5HFS,!&BK$P(8B]B+P6BI55BKWYJRV-B+V4@6&7V*K?[MTILA:4Z MDUD+I
^J@#KBJ+P!S"IQU*Y5.8FCB*,.P%$; H\5XJA>HS8:$$<11RG.41L" MAE7BJ";L460%)(Y2VDR1N*82IS5JHV&9*4@[E*?N_)6%U.)N[#@9E<1]BHI M5/=47-
[Q[FO,GH@F7[EHM8[9OO&QJ;FN,8&IXYMN MJ'_[KH><]MFQ9S>/M_>YV?&S[<3B[=?S7#DE.!6HLEEQ();:_NG8.,R?X-'K
MEI;@05!5$JH);^7)0K5'4*TV5'=P_!UI=R_%K4YH5!*-.SC-CH3&AM'A@5 M._DD'$Y;V!N.!,LAP#)I=J SD'*0/)C#YCA [#?2&LZ0?*P &#<5-5$0C$T"
M8U7!N*&.AX)@;*FC.6YP#.B&.S>U=QPHS\8N7457'?*J,TO@7/5FS1W#=A@\ M[(^1>SBR(H3?^?MX2NNW)-<.&QR=>MPW?"VLL_V2Z_B MID (!X&V'*^7LJ MO< 9@58MT.
[@_U(6M.4Y;0FT2H)V!T^8LJ MSWU+H%42 MM#LXS)0%;9] 6VW0[I#(I2QH!P3::H,VX7K;PAE\6/2FH'18@@.$*DB/DM) M/3HV/@=E>(L)GTKBLXSDG:/CLPP',B7S; ,V7'ZF^YQY-
G.C1@N4N;/O:H^? M#0LF+EGN<;)@L0?;"CXL\QDRV%^:Z8L;UC-3J@.<0M1.'74[>"SV"+9V6JMK M MNI@VT'3\,>P=8AL)T$V [F("@+:_D-4@-*,JPX"P5U7L[5K?:N_8ZZ4V?
2#P50%\6QKHCZ8%4E92M0&Y MK8G^:("DC*.* W)+(_W1 %F>UTBM$'FE;?//MJ>9S.%C^]7"1B7,L)B-R(9 MQZ#!+@P!CO2&%YL(\F([.G>N/'M^C>O@VJ:ALW!N5>ZH4WC^:LN?
Z-[)$#/SM<<^$"^=\4^=%K-&JC=@DU:W,OUI$R6&4PIW9\MP!=7)36ZV?;%> MNS9]HLAM9*8[AR8;I-_<5],UTGK*DQ,1TQW#DRWR;&Z+Z;K M/UB>N(Z\Z2 MZS95:-
L7U_5HJR.FJPS3E>(TWQ>K]QCCL @0$<#UV$7SZP#1++S$F("!6TFJ(BRZ< HD+ @84'"0J6J)"J)B-3X2+)LDI@@ M,7'L6C$JB8E^&1FR2L@)$8OVBZ?!"T=B0KA:AB5+X!\
<32U$$PO^%Q%2-WZD MC0V^#H[Z[_?WA\2U>\?;NN9.)EISBM,-5CU ;PK^ 89>;"\UQUU@@^/ MSW=/[/F1W3X^/#U^N?]T\WSWB7V^?[AYN+V_^<*>GN&+/X
$3^SB5G(@US^D M 6(]WEIA[%#*=OJ-JX[&6/:.[N*;=3S7KE[KWU MU;'_S<=>%&.\$/CN9\UPL/D'?YS@!B'V Q?VD<\@LKG^Y&F>[\J?GE%:/L/K M?C7M\??8MC"H,0Z[Q1SG[_@\!
<])BNQAM<43KPT/L#7.P=QR@DS.,,+S,<2, MY*KDOSS9+]R17[6;EZS5:'5$P##\T;YDL-^SB9R+*^:"-^&7N@PK MCT*.\1:0P=[50C.(?INC;L#>-
/;E6U<0$K^'(C1X;#>Z@U1D@;QY<&+ R%; M!RK_DOR^,ZBW!YW4GQKU9NKW68_JU?N-;J$G97_?;?=H3#0F% M:B9R)+2#QD(F9[91&N:9E%1O#C.M0:Y9_5E_JK,@W4@(]$?
8.)LF#G;Y!*F M5H0]4:(\V-85$28#+8(8:$ZX^A9I#1L(= I2(!\!-@B!F(&Q@*U"[35'Y;*L M":?R0N(9@9Z7?$REB-K>58:<*=T(C 1&9>A&8-P[&,]'>:BB]G!A6 R>:J)A
M\4.1=:U$\K\TMV+*_T0S'/8#K:IHC$/C&M.$8?4ZCP2I BWRJ\Y;-1\A:A&U MB%I$+:*6:M0JJ:./B.CHRU@#E2GP.=KI0\^=:*_$7OBK85DP(50 WKGF%"W% M5.5
L;0I5BG4J[4^U"M9[RO5"9\:@H7E;+H[QVJNX3G%2N@1&Z@TMV)LD-&< MJ@0V:&$CJF&R90"Q@3)0(38(V6!#A:1=V*!9&_6'955;)38@-M@C&VPH +0+ M&[2 #3IEU4 E-B
VV",;).K;E,<&6$&"="+B@A/@@D3AEO*X &LC)'O4'H<+ M2O)ZG8HQ[&;L^:+\M><[%@,0Q#Q?F295ZB.?V<8YFQTDI;\)0C]:&SBB"QRQ MLW944L/W,HWIU41.P4H5B=-E1J6*'3'4
PSM7D."T*.6W"FLC!;"C&@%4U9= M 8*.6M IK,$5@@XV-2FK)#;]GYKQT[N>&#^Y?O4?[MBIS-'$L!\1Y**(D:4$4R.A*G]'E_V@JD6H MJC:J"A\U,U&5@IXV9I(0<"H)G,('S2+
Z0!P*A0_0<#9Y9Q9QC[6I7VLTJC: M5.UU/ZCJJ8:J,W-L?M5P+ :\V7/_4<(!]70--GL^H"X,,RML(WYO<"L/!9%=4$S,['&(W8J:S6_0N049-R.QP(-T(F6YM MU$[&T1%F3ATS.YP]-
V*FA\5)"#.5P\P.Q\R-F.G71B1F*@>978Z,&R$SJ(WZ MQX?,F;E G[CGF:+_[FY//=]]HM1=GU<>@== NWC!Z:3>>W81[_Z.*>5,^H2I(SLH=\=4FS!5:4P5/UKN MCJF.:I@Z,]?
CK>\XW!J_,V,V![J?F?/Q8+['S[8#[[5":C\[,&A3M(G^33.L M+[9;C&LH%Z+B4-O!95DRU)1+D""H*1-[FP=J*9#J4VI@9=&T@Q-T2S0-;J/. MSN'[3D;7!(VV"EH;:+6[5N,]4,/W<
MS4>K5F*[\/RK)$<&>ZN_W6N"IE-:[<8BK7&/89@E[B+N.F3_MUZKE/YOQ%W$ M70I-O!AW%3YNY>>N=FTT;"9C"XF[B+O.A;OVUZVNURFE6QUQ%W&70A,OQ%V= MPO:;_-
R%75[**GQ.S*44QHBYCMQ:K](9BKI, @I=GA=JI9KYP9%GN1 M:\GL%QB5L&5?9\8&Y2!";&7:0'O=]E],GK4T2I,H'9FEN6*(ED1+HB71DFA) MM,Q#RS/+E?TUH98LNVM?
^*MA63"Q;9VV9W"$J>PII;!S*/CS,0)3Z@FE7QNU M.\GDX)-->2$6J"X+%$Y1R,<"_2-EN6](18@%E#)S9*/!8:U46]0H;+1Q +5 M98'N7EB@WP 6Z"6KD!$+*,38H&M/1;Y6*)+$
<0!QP AQ0.!,K'P>T%.* M,\O5?^+.#V/,8:HN)>J77"A.4/86"%LD5:=?7D44R@I3$DE;U(_;#DGEU4$A M)"F)I"WJRL60E(*8;FW4W'DC)K H"98M"L:M!TL/P+)SE!6!14FP;%$);CU8
M^B6T-2.LJ(B5;2J\;:?/E->R4ZTD]E,Y*][#NCO<];8_+)Y)TP3(/>@F'>'DMMP=4P;OB:-L]#+5$M%$1[XJC;?=PMTUH2T$5UO$F/%42
M3[L'CVV!IP'YG;J*I*'U7WNAE3+N]IH*W[:W2/:AJ=6SELWW+FIO>- >38X MZ2IUKCHSU_;-V/,UQ]!,=O&J&=8'9MKNN77.WK/E(R+QNLXKPV9MU"9?U*E M9M?.V2[,
/XJ"SRMVB@9O4K=LY6#S9[M$/G TJZ->@V2-"<"F8*2)F%K*%G2 M=&";2I9O(5&C'&[V;%+(AY9N"48H0HR*B"EN%LB'F![(%T40\&"I7#;7 M#/W,?-\%-]G=G=\AL;\"K5/Y --
&DJ(S_SY+QE0UH;.[)WLC= :U4;+S$B'G MU)&SNU=Z(W*&J38H@LZI0V=W!_0&Z/0;#2QJ2-"I''1V]S5OA Z6@2+D5 TY M)?B--R*G51LEZZ@>'#GD J[856?F G[BGF?R&;>\^E4S-
6O,GZ:<>_XRF=XTJ^F/?X>L]KT M:XR[8VT.#_4<'RU8,*IP^#&+R;]]US,F[_"[&'UDP9%V&)BZJY.?>JBVK M[SC<&K\S8S8'NI^9IWO/CFY@"WB;%=+X[N=8-,']IGERC:J M..(*^\?
WC+BF?(6:W]$I?*68/:J#<@SB+..EO.ZNP>[9#*6<,2NU838RF%+V*L M7%O6[B&W:8S5:IP*8QT^9.BHX'B$P4Q@-EQG%_B?X,,'&(?F^2X:/[_^^EC4
M]!RLD+0E7[>!'+KMOY@\6J78$J;\6F7AL@<*54G\%+:??A9X?1)H?9S@-ZGR MIUD;=08E.59*7+M];OUK/('$O\2_BEAI<_)OJ\3&Y,2_Q+_$OR79@G/R;QOX MM[/S 8
8F!B8&+A2Q=>(@8F!B8&/:MG.R<#=,OK'$_\2_Q+_ MEFM S\F_O=2RN2?)OU16K&)7T8)6["I:T(I=10M:L:MH02MV%2UHQ:ZB!:W8 M5;2@%;N*%K1B5XD%_<737DP._]6-
'Z/08/+@S[ACC$-;3O!QQ7C37#76/(VG M7/=-_CBYF=F^Y;G?^-A^M8S_Y6XZ>-,2HL D%JO41"U27!?:5)3.LC9IEQ>@2"Q +[)$% MVOMA@78#2T^7E2E&/$
\L$<>V%.N1KL)VT"_0J6RB0>JRP/=/?% J\1T!V(! M8H$]LL">,@;:[1(S!A0I)GXJMJV[V=RTWSFZMF9S;KFB,!+3+)V]!)W?SZP? M=3&.*-YC)(4C\M?>;Y=7>Y^:(QX(4,6:4G<2=85R-
Z7.*6R[(&RI ;7ZN"D& MFU+*81001-0)N-J ZI:2W5T 4-3VM^* *L6;5@!0RO7X)4"5"ZA2?%,% %5> MW]N3;1I]U*/J-^X9CNCU+^5GV]-, M9G%/AOFS"]/07@S3\-
X+>T:*E*P[YW9%91"H2N48]]10I-,KHZ%(Z4NG=BLQ M8EYB7A6ZB73Z9703(>8EYB7F/7@KD$N)>X
ME[CWXUNHTRLFJ(>8EYB7D/WD&DVRPC'T@)YCUHG4]1I^;6GLT=/N66:_S@ M]];8GO$OMNMFU?W$*#JJ^WF"=1H3#0F=>I^GE)!L["\Y[>E\IXWX[$_\TU1
MV5,6_%J2I$R*4G:!PO1#GA*?.6O$T66'O>P4_B:CQKJH\:_XA6W=6+JX MZBN(@47%S9AD<6]TC ^7WZX3$-T2HX$JDG5#W'A6W+C!K'-0;NR5&&A$W*@4 M*
(D;RS!L'90;^R7&,!$W*@5*XL8R3'L'Y<9!B>%1Q(U*@?)LN7%/QLV#\N6P M-DINDML6Z22.5 .89\N1I01T'8,/^XTT4Z^"VV.."@QK"Q[(5QF6#A2Y;O6! M0R521O]\4.5PF4WLV \2Q
M\52S7CEF6L\!9LQ^@2F)9K,N>^,./ DNQ!K,]H3]5Q&N2+05R^\.68UB3,5Y MLS8:)C<&["LF.YS7&68A,,U7'JX3#?<,7J; MF ,@D+B0"!"_VB+!'N:E66-\%_ZL\YG]ZFCSJ3'&(MS^;"
[1,=> LS43WF-/ M)EB;^^4] %OP7H$G_G,.*.;6F*?-0TPT,8]V^CP,ZV#S"%@E:R+W%GNP?_#9 M"Y?8N@168<#UP"]8LP!NT=B+_WYE^Y[%"XR$S,% @AG'[*3-I\[]D^8I,?A
MY86@V>X6!N<3]SQ3["IN\.UCQ.K+P1.6/[O2;>\J>'XJB-NU43JP=)(8?8-[P,! M*_VXL#L&MX4P-&#&8Z^^O*<@$7%U#9B[H&)\EPD$>Z2 M!<5X J4E=F-0RJ>QN$5[@0W<]
[)OB>UH8P'F(^U?P^$*@6+_3IU% 8E7?O4" M N'[E3:!P5YKYIOV[J)J$9O3S+#"AW<[\'9UYMY/G?O-;_=?[AZ>V?/=[>\/ MCU\>?[N_>[J4;'7_<%O/U$:6"S@-X%W!-
ZB\#99/&4>=X,/C\]T3>WYDMX\/ M3X]?[C_=/-]]8I_O'VX>;N]OOK"G9_CB#R#!$[NXE5S!]0]I@!#_9"EJ*SP5
M"JY.OW'5E<)4//C&B[[N;:JP=4#U3CSQV@"URQCG8)A[ZP>71P/V%73TL1%L MB$\>;HZOXJ,0DH]CSX8]2^*I+:5L)R3<,5B]'D!;;HU_UI_J(/,!N%&_#]B7
M[7$@Y5$A0C'OY.HW*21]J,,N[;29&RUL?$"=Q%[;6SK>M39OM4(7%#O5LYC+ M332)K]Q![@/1E6_+O6K%]MS.FF-IUM";:@R]"^I"(Z$N))7@N7P)[OO\;Q_V
MK0#).RY@2PTJ]+98P+8:0^\77T 1@XM*.Y;G,B(1Y=;9(S#QIZ]/7[-876AB MNZUX1PVR#6JC7I)L^X)Y5XU)#VNCSOI)9T/C9C<*]%(ID)98^:?[U7:\"6R7 M]ATNP?L3'_N.6(K%Y!\G-
R:H2I90M1>[K%N<*(/&%KS?5W8VS;00YNPE#\Y/ M&S9NN6$#$5P#4R/A)M.8&7@4PR.ZQ1UW:LQ=>7A[A;D[>*):J#[VR[^#8R0J M"B!-A+(@SN[!L1'$"H#/?
O&TX"QNSSUCYL^$#0'?%WL:C,MW+&;+"Z4)+/;S M/"1W.%[\4AQX@V-J8%X0YWR&9@O;$N593?Z#"V.:8[C?Z^QI#F2>&./4B4B5
M!Q\H2/./Q5M!7#@XJFLV@[F(^2!%N3451VMQB^^,IYJ+A]"Y_2;/J[%'29)\ M9-IX:L"0DE-W4V>V-'Q0M<095_O.K8]R !K0#%9= I'(JTS>+VD)PYT/+8= M7?P:/19TMO$43BS?86(ZK
JL.4Z=P^B"W6%LPG]QZ_!<0^__MQZ:/9FH8G85\$9ECW- >\V?]_ZM_@'$*T]'$L6?%I1<2F]F+8VLZ&OMAXW-?I %^8OKH M-I!F)#;@NG?!3I>;/@'=PZ.>,'-0'@8S"7+ >P_<3U \]
(M(9?P(!S !,W- M G9B[P\VE^AY\@ S1TO+>Z!3O#BAL3?Q=APO&CX6FUWR@5L[&3O"+'SJ#DNI MLC(WTEE1%L"^S1GLW*I@BMXO X4<.":.OL<%SXI0]#8JVF_P)(N5#
[Q$@<^H]J('13WIO^ODOV M:L/WEE"T%F\#Y,'37X5)6QM_Q^G$?A.P3?M!!WK_$.H\^E4\QQ=B4[I'T!52 M9]\6_)@VN:EM(G^*\<,RPOOUN"8X\7%N;U,#U##Y="0M$PET\2
M>&@*!83PA6ON5+H2\0^\Y0<(0XWT%J.?A\+'CS!IB#0P2S;_KWKCRQ",= M;$+!1_J(F7SBX\BGVDSQJ5HQ[R&Z5P69 ^^J./,)'@U.7<&Q0IB"X[Y"['3B
M1)I_TD^(^X1$/#JA)Z(QBN1H_C,$6,R7&.XI*-W1W:M90(HH5"<,LD@92&+& M[;09VP"\UTU;'JWQ("@/>Q$)UD_?!1UB=;J@7]C%Y@S+&I_O3-/YVDG#X=WE MFO'%
ASG42#_#^ /TWP6'M-CRL!;P XB(\WF:3!';D4*I(T*P>_<0@WF&H M'LQ:I"OT*ZQL[DJ)X,%S77WB?Q2)Y4\/1K_#M[TG_^6(5 B=[P*&^N[U:<1I! M4 6]9)\UD&)"RM:/Z?
*2*B?:L&9<@[64MJ\PP@#'*,2UV+L"GLLREH5\Z&.L M"MZ.=TH S#B((QVF]!K:EB73S'T)79V[8\=XD2TV'FR/RV$U00C5%H1B?RR& MZ-:JCJ>URW8;J@;BC[M(-7 EX:[8;8;N$-
G1<$7=*4CG*Y#PLX2:%02E"%U! MB.% X8+UB=VEPQ8/=!DO*R$QS2ZF6BV^%")"YR_>E6E\%R%_*&^ $/@HE\&^ MCI9"$; 2>Q<(R/A3_X9S#8C1.GL*U
P\;&5I3.N5H5"M6W]W8.,%W6)YD_B" M-DA)]M:2LGC.^)1GJ!",SU-CV9+.$TF+C?AOWQ96=@?T,U>:;,69(CA6 MBQ4"@*1MV&(M6'-99V?LG%="'BAEA'>X'D\QS3R3X1A<
MG!LT;V6]7C07/H2."F#<2#$)'BX-)4)= (Z7VD&H(<7>'[Q.[#?+"/B(3P.M M#4>1DQ79TW9(2W_#"L#.&5WB0'\G#\I72A[OBYSNGR)]/CIHQ*:1!S*7#+3T M#.%D!MC! 0E;
7PMMD(YJ;/&T>H12QR]FG#$2FP=T5$Y\|@57\CWN*R2LD3< M!VC)<05!H%EN)?6(^2RY7.SA7!K[6'1W2NRWQ-LBN#P>X"U? M%(NM<&-Z]J4<=-:!5$*H?=90D;I:+& @W-
62MKE <972)V9K6[KH#>Y"[X ? M6@H,)S+36:ASPH\A5L(32[W@B#1A6'O!I#HYT6D 0#Y![&JB.N-,.%F5_BWW 6U4+[R]Q_ M@8^!I&(SW_2,N"\]'+R?H^'R,1 O-
#DA3T1BC'3!!M(,Q-(/#(Y9F($,2_IX\6^QB8I# M@ A$6KBK%ONGM!J!^/L]ICBF!6&M/PJ<]W9Y\VJ@#4,HI6$PD_0,"Z4%=[57 MWY
!4"NYF','=AW+BS:0,7=$;%=\]Y1>'+P:/3FI3J'GC+?QG^C!<5,?9[BI M[B#A!!AC%H'MA'L2JM#!Z2!FKYP:L+^"^O9>5^KTGY$O%#^'*@:PV&]VVNB
MMA$420U>O+Y'>'M8[[0&I;0;;S;JC5[Z3]OT0.^4-:C^L-BC#C(H)2FEZ*!: MU>MAGU!9&POO7H$N])6<5&J1\&8WS^3E@>,PTQ_DFGVZ.Y0)O6(12=/
MU*AV)=::RTZ!6_)1M@QF40\O,4 (C,1S;'>'0Z"$!&I%LBQ/9LV>=574U2/B M?TNK_U=A]1=DA!/'C;#\BT]_! XC.-2*S_>H'XNSB]3*Q9<7L3-I,[O!6H*X M:XA'JX.K\P0#P*PES?
($H84A6/X5&6;EL@CS;6(Q6K08^UN,/RT[UR*T\RQ" M2:3>=E,ZI-4U'[4?;(\]^2)##ZTV@IZQ_;[4$77KK1QC2K'T(Z2O6O5!\M") M+@Q\0&W$+IJKIE*$P=EH%UC4=I.D.3E9< &
[9%!^::6CZ(%ZKQRU84]FC-Y. MG8>IN?(IM:'K%V[/B><[<;R+6W73BIX-AN65UJ0.X\0$>V2";DE,D+^GXK"\ M7K/$(L0B^V>1PJUS=V>1\EK@$HL0B^R?10IW]-
V=1GJ8&DJ6;35,$<]T/4V[U4GL'SYX51#>7D$),-N_O MY0N4]>G/G.C[H@1I!M%CFBT#,?1LXS^2;A+"4E1ZMK0"'G::F)F2-)6@J:-G
M.X>=)J9R)$TE:.KHZ<%AIXFY#TE3"9H2E4_+H!V]3C;3):0+4J H,G.PPUL0 M)4TS*+^;-8I&!E8:0#5#4 MZG 6,S=$T)K"+M?.5G-;0TL/!1Y0@Z2/SFU;,W'SV?7P']'K_J/K3$//_\W M4]

*{@)%CUX/(/=JZ C!\>>>*_X}(:M^%>NI^#0W/4DNP^9J.ITV@S.,|F>.+,+5ET"69_$K($LC|S14D@ZXO:U 4# M6>L2R%H"66\#6>L2R)KS$"60=9UO1P)9U_@R))!UE:>=V2]&MXE=$F5(EE+ M(;M"27-VLD "64L@Z\N&EC.JZYE1N_6!EI/XBI()=C#!T2%(AZJX%B#)(I)% MJF>1XW?)J>(ZFB2+2!:IGD6.W_2GBD-]DRPB6:1J%H$G5.=M#.OC;5P",H4$ MLBXD=E&MEQG$;K1&ZO!@00I1 UB6)OKHTFX;0 M=_-13=.UB/I(NDG0S?$S4UH3,U.2IA(T=?Q4CM;$5(ZDJ01-'3_WH34Q)R%I M;DU3;G7)*

*FU8)YOV1%M(%$LB:A_*KRQQHAH3Z,"K5"WJW% 7-_1&YDV2%~)A4:3E.BD@H9M",^2CA2M2VIYOCCWM2}:1;/(EE+(&N)P74*(.OJ;G+T M;G.0MR2(GF3@6C)P5ZTN .OW1!352?Z5_"OY-Y]_CY\(UX4G+25S2^:6S)W! MW*(J$C*86,1H,\F^DGTE^^:SKZCBCPSV'8)SW)#93A*66A@L=40.C^$"]C@M M=XXCBNBV^9R-QVR1M;I-*

QD_35S(+;:#9^_F<3(/Q/ $EET218P!R=Z^F\T+\ M!V=-X1-\=P(_\9OM3OJ.4+G!>,IR0C^[#>(7<0D$>&)V_)"D@OP%FV4T;+E M(+;C1VT 8O_HPH.2T&*

<@A#_;3VTE8GPEXGP%3\+"<]50H24%5?SUR8+L61\M MT B>K7)E)X'YKAG=N+;MON&W(QCR<+$P/5BW3\^>TOM-(GLV81U3>'D6>OAQ-MK:-U*0X60H]^/"\_]&%/YP5 'VCMOK$;8;HT6+7:fNL#80C: A=E2 1MNBGC M/$&!_T%,SU?N093-&$XJ PF.&%YM;^SW'&Y3,,)S0Y\ M=4F\I577]M%5Q>$Z51_>,:R+XUQJL[X36,2_P7U`,2W"_^7*=N$*_7R,?%G" MV-6XVSINIT%HVM])$'K..!%(>G+MV2<:O/@&ZW9G/&G-K@38:#B9\4]JKX+,_M9/'L;6GF3\<3**(OI.=4H(@.+-O^G=A\3-.5/%66#AEW%W#QI(O/5[QIS#:C^:!IOY[B.))POS*

M+2=^>]\+/U^?S:>J-^GF;I\\?+U_G"B3^[O?'\=?QU\>[I^NF9AY>+QKYQ+ M9H<_5HHF6A*&636K)]K@XWAR_Z1,QLK=^/%I_/7AT^WD_I/R^>'Q]O'NX?:K M\C2!%_Z (WA2KN[BOI#=!AA_=:'>U MH9G>FDZ[T\]^,Y&GZZH10T,OD<=95&U^RE+!4I61NR=R2N3.86U0l0@83)X2/t9?L*IE7LF^2?465?F2P;!\U*

QN&WSYH2GYZDY2BW4_29Z;_^,+V_T9"<-MNQ[!]P..RA2,@,6 Z(M77]=>Y&I^(KB23L0+N,$1)KY,4Y$,QOJZ9^=CFT ML3{U)9][DJJO)*

E=L>LJ]#)7(>BT]\51QX5VE#OM1S=0GL+G?Y(I>,.N0L\3 M'>7X+(4NJ=?62BPJ(\2(9'VCM8=I)_39]'"!A"+#;(5H+JKY7ALTL)\"\"C0F

M/-4&8MAJ+B$CO(TW^E<2#ZE_L5;E&J]/;@&IW:,;9V]K[6I^41-U(23C'RB MB&D4]2E:DTS07"8X_ISWGKC^0,DBDD6]9Y'CSY_1-;$;4+)(($-

*D]L=%$8=!S6I{C>04E3M:0I[M[G@VF]+T>]-YRFJALE MVE=Q6DI-R.82$HB?D965!V?]+E*3B&6/?X+FJTNR]341GD![@C^2;!)D<_RT M5+^):2E)4PF:.GX>I[_$/(ZDJ01-*

*'3_QT6]BXD/25(*FJLL4]/LU;IDN(55 MB]Z34Q5EUF`X5>7->B+& 8LHRJUI!1120,.%2P.F5#25!UIJGO\C$)?9A0: M3E.B,@IVAD(1)^35%.OJA&5,R@OB09JW231I:%4NX%H[QZ6O>?*

*\,PFY>(0# M:H!IT87901E21FN-AGVQX_U]#IEZ^&Q-R;^2?[FLA^JRKP~=1$&=Y%_)OY)_ M_GW^&GP@?"\4I61NR=R2N3.86U0l0@83)X2/t9?L*IE7LF^2?465?F2P;!\U*

M&G0;P;\9\PAV8EN+OGFC%)+UE?HAF:3?"+HAQ+1# A:/BW"FE\13_%?3(\J5 MZRD6?(.L((0^*$MZ88@V2'XNR2"6.?C4>>> M6P$ ^B:NM02Q+O$H"6(M%R5!K"6(]

<:F+AC$6I<@UA+$>AO$6I<@UA+$NHEW M)$&L:W\E$L2ZRM.6(-8-,38DB'7C>M EB+6$E>N:A;CR! /&MB_*%FDN2PB*

MJfV.@T7$-0A)%I&1CV+'+^;#"NWTFRB&21RE=_R6P*$X0#(C)(I)%JF>1 MXV.F#L7U]DE4"BX_I5HJH-Z'&JMD6[4I#-3=ON)9OJ^G6&V*_3D6332+(Y M?*

*IO(4%R;B*2I6M+4\=$2A^*0[21-U9*FJBN9'_9,(ZTN5M$E)\|E '9)FJ\. MS7$X $]%(1"#4)#DFP29'/\I-6PB4DK25,)FCI^EF?8Q"R/I*DU3?6/GQ8Q-MFI@6D325H*GJD!(-*

M48FTR6D"B0 -@_A5Y)FY4B: MJB5-'3^C8,B,0L-IJC]\(T,$WI&DFEI2S?$G+!G]NDDB"8 M ; ER-<) +'"% MS7?+D##UF@@ ;*

E2)_DWPJMA^JRK\901$&=Y%_)OY) | GW^&EP0WC*4C*W M9&[)W!G,+:(7$1D?$1#3)OD)))?OFLN^@LN%01D=MC?]1O"O!, 6!H"- MY(

*T:#FA2>E!!"0VU_>V%K"R&77C1F7\ 6^1V6VP>EG+176+?HV1DN4@N.-`M;4!1N8 ,^10"/L,]_ME^:BO?7#^X^4X"**!C?A708[U=P=EE1^A817?6B'T*

*M@019H_/!52,RGW)E)U'YKMGUNI;MON&W(TCR<+$P/5B_3[^>OIK."SY>39A M'5-X>19Z^\&MHW4I"\;"D'XLB7S^:^;M'QT,?=C3><'0!UJ[;^Q&FRX-7*VV M^_I*

*&)JVP49DV:,LHX3X#@?Q#3\Y5[$&DS!f7* (,CAE>O>8#Z:G&;@M&> MFX_,B,+WN "WS3@TG8<%1+6++:S9S"8G\BQ^0VK[&LP_4)0.:FYWKKR#I-C3 MG!?HC)fT8/9U1D7XFB?=>&U"12{J8WGOIKPG&=W142-!DKGC.X%%_]O<)Q3FK"5+X6O'A2@:,\&^&:T$Y2+XG47RT05U->;.I0=I1T6K}{37XQVW%E_Q7R&*MS85!_E=2-*

*7@G*FQ7.H6&T'BSU=O76CZ0FZ>/6+^?6/.8;4?3?O-?/?QW)-E-WY)83/[W7A9^OS^93M89T\[=?'K[>/TZ4R?W=[X_CK^,O#_=/UXSV'Q[OVD7E M\M&U8UUCHH!^F%5A>.(-*

*/HXG]T_*9*S;Q_O'FZ_M*D\3>.$/.((GY>HN[L_8'@0?[WYGPPAW5TAWT+D9IKM"\&6CE?NMP7\X/DTC MDW3GAJ\L/>)CXlA65P_X R" ;VB/223.LWM+$KU!((&)1Q]D+I>>N_0L,R-*

M,1_|Y^7U+4>3\.WMNO.B7!$2_4*,C22GZ!KH57>KA+=;'>UH9@&C4ZI[T\]^,M;Y^ND;ZH10T,OD<=95&U/*F:+FIW_] YM(F(:?JYD$UE!D15WGEV/$SHE!O*

*M1F+16]2N1__]@-8R M[4IGP0+ZXM77=2^RFI\Q+-&'QMG(UO3;>5HW@;,F4!P$P/ZV:@AGUT*;PE.7 MH^Z!+W);0@ZZGV5TC&C+N5. ^]$-E*2P^9]D"DZP]#S1/\X*

M/DNA2^JUM1+R@CU(4W?:.UAVNM\-GU<,*&P(%NADHMJV=8P_O@(M"4^U M@1BVRLDOH0_YSO1?:0B(_N5^:5J3*M@\N("C=EOG[H9L:K)I(&JX14:RJ=L:*

*M;:>=+W74AF)!77:&Q)75%@Q@>,XNI(+)!?4GPLJ_@WU#YP(@2:Y0'\!,.E M%@5Y*1X5N[;K9)(M%(MG!(D=!HC?4F@QDOZPB=HP)!. ,R?W,'*U18K&FT1OK0 MJ$D'G6S.%$HWP^HPI4.T$WG8,1P23>U!:M1 &7E5:\FKG],TE0M:4K4J'4. MFM(D336;ID0-8L^@';TU&AX<4:T7L$"MO8#/R,K*@S-U%ZE9L[+/.T'SU>72 MM"[8=+5T>24HIKKLD]9KC?JB!G-*

^LJD7V527KM$P7=.[,/@@Z;.6=^/\ M\(?6Q 2'Y*D$38G"&30#LZ6UO6;T,TE1/UO'0?#_@KV"-JR_C_#1*O+OZO M&.B$#S;>9'RDCG1CB(K_EU^"NCB<.4E3M.2IX^<&=)D;:#A-*

*BSQ%!"Z&5(\UVOSBO3NZV1H0[$ M#G^K.0;FX5.4)0-+!N8R'ZI+I>]QU@@?B.IM2 :6#"P9.(.:[\MZIBY&<' -> MI2H96#*P9. D U=77: /A 1^) -+!8.G,_ HLH\,AAXV!H#?&:],X#D=\)-*

MB[YZHQ2X])7Z07EP?A_H,/8-J)KB/SLD(.%WB+XYR7Q%/_5](ARY7J!=\@ M*WB?#\J27ABB_Y&?2S*S$)_SU?P:LO$#Y9D0)XD[;3FYV-)IS'0)&UWB477% M'9.PT6>^* D;?*

5&;NF#8:%W"1DO8Z&W8:+T&L-$9)FF]S[%FR-')\Y-W5 O\ M:'DE-461EBC1$B6Z9L;$IEX42K0(&Z.DP#U2H_F1/ Z E*?=.L58\N===&|\ M8>OJ.LET;*@1%;7>+ ^X=32"Y0')!*2XX?*

E=?5QPZFV01R2+5L\CQ 0R!XIK-!+'(D9 I3DH5 M#'K/C/B-6J YWL8L8=M;&P-V<)'W7/B&ZJ;[C!J_.V.'&MJ2:6M*-.MJ#X/#M7;KT>?MZ2IJFA*5.L!!TV) ZB3-%+FIJN&KZ+*

'6=@T.J@NCF$O*$ MIP6D/B.BKRZ7UL7A-%/J#\@B2;A)T4UWVJ8?9)_6T:)Z2;BJB&[6ZA$U/E733 M7+HY?HJCU\04AZ2!!$U5!US8TUlCX^#Y:C+L;T: U&=$]!4E 'K=UF@HX[C-

M)!M1\7\.%=R3,;=FT!3Q=W!UZ";6%0HZF.1)'UZLKJ.D9K=' . H 9LF+]VE)KV17R:YE M#83]4]7]3FND#X\"=RG95;+K9;!K=1GJ/F8:M:/@PTMVE>QZ$>RJ55<8T-=$

M1&TDMTINE=P:EQ!lW6BXB6O181AB6@\"'"{4!1:P^,@_3^_P,MP(\<_-G^ZFM1#RH M1$RH(-OYNX.=2HB0J8IOK9#K0 RL4>O@TA"Q3KFRDVAUU^PB7=MVW_#;$51W

MN%B0!JS=IV\/7TWG!^@/)NPCBF\/ L]_+C6T;H4T0GA.3^61 3_-?-JCPX2 M/NS!O"#A ZW=-W.C.)<&=%;;?7I@#&5.X(,B3)--*

*V6<)W#N/XCI^!$HZJ/MC%CJE\57]V*4!L]+IV%320V&/QV/P#+.^36;*BVDY MP@QMV:<3L-0M/^3H+0<\;.FIF?.LNV?R?V+),K^ZU1MR8E*

MA[,M8B"KOA(*%55AN$|^%M5M#1HC=*=;BDN;U[EZDFEZ[?0F[Z:($ZO%1]N M!/YC^7Y(ZO7-)H*]Q;8=$!6"AJ_X3V@G.R2DKBEV65U!T]X [?.[&E]YIF< M,FR-*

TMAXY3E%=A'7DX+V%[C<%&2T1FE/[^@4=&&6J,2#+|^)YV/ZZLH-_VG" M'C5A5^?[&PG>"'$2POWIF*=,5AAT@!4.KIB5-FPM28B[,:($"95ORQ]HC6+]

MJKFTO0L]CSC3=\5:+/<%E9D8-&8^34(X5+G!EW\C;[U%KA$]Z6N533R*/-MH!D3WHF?./*JL-A&'1;(14GROH_;HUP=(%BO ;)KI)=ZU^A,>@)A$TV%;=F

*M5/2G*l,S:.]7YZ\8+ZMJC2^YJ+';6'D,=E>(R(DA\,3JTSOHKYC,<41CD?R55 MB7>BTG:UHV^U!23^?/76Y:8OY:,9(^;?^-8<5OO1M-_:=O\O,%E:,CGQTWM= M^/GZ;#Y5<4@W?*

*_OEX>OIXT29W-_]_CC^:OIR'QO\%9QX>:K\C2!%_Z M(W&A2KNX8?Y'9]ACU76T^2@.1< M(M5Y(3F7CI/*XD:/IZ]\XI2X_XM06(-GKVBN?;&K+TW"^2:0!_>XZ:4=S5 MB2E7K6^_C5L?*

KA5S.@T7(8BPO_ _=XN=H=C/1L@.S!*.-VILN590:2RQ/'5) M^UU81PNL9&EZE@\7A%_ Q<&/TD?!0Y58<'J!2]!+/!#^@[_8+H%G;2NN1[M6*

*M'ADPZEHY18M*KZ_RMJCT^NU^9W<+1^ENE_9 S7YGGPZ5KI U&>V^RK>[ZMD(>X).H?6CXMNY"G9WK$S-`]^6\[LTMBRH56-B>7Z$K"HWB7/ M?*

4O%NAO3DA/98:Q:,64R5'$<%74YG1\JE9$=DNPDV1U=E)NIRCFK'@$W6#E M?R)7C7(*>L,*2Q0J2)_.O1_,.7BN M0E@=9H:QRM7EJ/ 4VV,MWI(%HM5=^*?M*J'@OO,*

*(G"?.$[*@IUOK\1CD4WR M$8V\[TV5Y6ZN.$ADL,D)U7/2=P@%54J(;$,(.DVY\PVIU=_PTf=%- E M#++HM)/[RO;W8)T3_4':PIF/S;>JH-2_1DU_5>T7G'*FO%.-E\I(^^JA_L$:2*

*MJ:SG14^9)8)_;1#3_08QI4R?3&+26J.N*O%)FDE,N?9 =<)|^'4E;WV%T9/ M%0FG+A!3[^#9275LK#^3>;<2K[>]_3=)+'"G"\IQ?P_M7 G6*SE+--EYQEJ&X7F2CQ_<0^MU*

*0DAO=[^ER=6>SNDLH>GR,IQK*PB>90.?36]QSX"NL M,QD:K9'6%:?ISL'4E(Q3H[?89RJ*D_2W&)T$:.M07BCDEN:RRW*G5]1E# MQ1GI0GSDXYPOXQQ1S6C +;JH(7>RB%&0-*

*R<+&:NSX"JK%3(0TUN3A8P71D_5 MU_H9W=9H((>|-)28/')#T=%[T5)%PZK=&?5G(*L9S\;# MO,RT=4D;F$9D3# (R7P5F,3I&4W%4K(I/<)=*!$J_9< KQ4&HVR7N2]T1K-*

@TV"7:CH9X#=\EB2+FZ MNJVN@F+(^@%@EL?';<1V.TN!O.XW^,=I9R6.-"[BN"1IB0#G.W2Q0F&APFW9 MLO.]1UU>GFO!O?\[FN1.'./7Z6$EXNYZCMVL^X=H-6.G_NIZ9Z:NH F

4>2.[M1+G6@_.KY\^/DN7$LUQ.7 L#"/PH"8.AK$^A0U2.TK-*!9!^-B:49>46I& MR7(GU8S=NFG&2^C4+G27=W=FQXITKL#.KFK'L@U!YZ8N9BRONQANLX*6-<8P*

MOHJ.'2>L9W%23P@\<7WZR20I'1QQPB0^[<-'^@+ ^GF=[<4UB&5U80&-"P3$F]H7] NJC*RH*%VN[MQ6=PDEIJ7PL$J7F99'-Y8)^K/76X>@&Q^Y M)D;5$?

SXX,ZV\ZE2DWQ5I[V=#5^5MRR[OO"1)4-)AJIAQ_0)%54/X9,/!CB0 M?"7YJM%55Y1]84@+,LJ$&,C+,LJS#W!Y:HH:U(K5%/'=:DY$26-1V)E(Y; MUJ0.A4

*N2QJK)8WE(H95(JX,1%N6I'1AI'14<:5UA(PRRK,8U=ALH5G)8!D M^EW8 35)WG#'8WF#/IH*EH_H-+V 6ZQIR$CRL>3C.D%" P-K0B"A)0-+!I8,*

M+##>$^V(=;#\#Q^<(/E8\K'DXU,@6&M=(0C6M6!@ZM+,_$CP@=#'2F?5C%&_K M,5S -4U" R]|D>WIV<.O1/NCK\,?\0X3/_K/T ^L^3M;A^7,B!-\U :TS+8B MPJ%/_&B!PVY-

*=Y.2AJ1T!Y_PK,>0Y@-5TYDH[#B!_IK9,9.!ZQM-UWXFV<[2/\P&>ZTG_ 0GG0;,0>\!?WX NU6G^_M-7+..84OL,-PP*T969]93/.1^-K:MC[!]_J?!*YF%-LC\>-WQ5B*VGZ!HG, 3?*

K/=Z=^)%0[965E.2&:W0?PB_@! M_2Q1('HA:8TF6,KLVK;[AEQ+):VR](B/#X]N"*YXSH3.ZJ:C7T=ZHWMS8 6* MVF$2 'G>_Y@2U-N".5]JPQ>CM5,K-*

;$16/^&4^_8WHOE4.738VT2= .Q4F.J M";2@:;2Y]\C^RZ\SRX?[>?H.526T2_]&CKTKTG08_=U22U1=L+= _?;-FP>M' MPV@;,@/4_5'$?

*IA]]f:!MGX2_KUGM[N=GN9:W7::N;K>8]2M79/[W.]*Q_U MGJZ+693>[O6UNBVJV^X9NW^\(']0LO'BK#*%/4R*A*1EQ)59@>*K!#1V6Z4*

M#2NRT$ZL]Z&MBGODP>U!;5MV0<AE>3)DWK.0B9#]+WM.R_E4=7(PJ\L)(.) M_ ^32[8KPAP8H&;62.R1W M5,<=W<[QN0,+,FK"'$<"&3BU-=@_"C+

F7#T7HUAY\/0JU!C$1/WG(C^,H& MQ"6]<$M-P%U,@-0-@#N[5DDPAF>+<;+[=3-$5(0)XHD+ M"0 .9 #P8IRX*8R^5X^03%,NB3#Z9&Q#LL59&GVY;-*

$'LT^RA62+^K-%%69? M+EL,6J/3 E=<7*QO*&-]%^/!56#X?7;#S,I3'>><G1;#4\8U)%>2*(R6G. Y+MU^'<$4W4R&,9[I:\TM$"/#6 MR$%;^$+>"J &OF45W@V<-HF MG DR_97??

*RNY?R S]"%+5TOF+NVY?K(SKX%7W5>|(NFLK[^_M4L0<^ ?Y5V@%%O&O%8K(!_^8N@M"=VK;\'0'CNP'23S?QUTM/1PB MX$!-VW;GT2'CP\WI*_X7SW*Y0E:BJYD1+*

*fD#V\/#!MO*M?+V;L%?\309.> E MF'B_KI/XN:F-_7AYMS@57F%+;H>A7"'Y<,EDJGIPU<_X)+9$!MBJA9_YZ'&4E*$2101*

MG\07(_"0SOHKYK/OVF&0_Y44JL3Q=2@51FJGNW5"B3]?5Y.RE^8+N7D&%??W M#=5R'TWIS7SW49\DP;(L)WYZKPL_7Y_-I] SF$;X\O#U_G&B3.]O?G\;A_NF;D)//XU\[5>IM

*5HC4D8#)&F9AAIQH@X_CR?V3,ADK=^/I_'7AT^W-MD_M/RN>'Q]O'NX?;K\K3!%[X X{@2;FZ;@T7QE[KD+ M4$*OfTN0VH0:6O8[U0!|%]+G/+M46D;ZB\DQ)\8U8B*,RJ<7^"F/?*

GNUQF4(M0M5_A7^PSZ$J?X5]W?PKA&,-|'<|>#+;/P5GSW<,YT7J@Z3]D3PBE(+|L#S7611-Z*8?)M@A(54"B/1'-M_'SV*3(;NU3^MG;"U^V#\)*

*GQPX<]G1N[$"CK6E\V'[)YB'AJ-MNZ\/A,'T-7Q1W>RW.+$#ZX7P?2A0V5EAD7T&Y4*124$_S$#\;)OGEPD[ET(:.M;_#]'/I9HC9<#IZQ&8>FRT/C/S3M%+"&)YUSD&^9?*

RO#0'E'L"|5U:Y\RDO< MO:9?RJ,41RGF"|L7N&8'DOFB]N3C]FBCHT#>F$BV=,"&YE(C4]F8GLEA@P MM1FWN(M\>CBA1Q)\B_SYZ/-WX-7'|_ =KF&5CKS1$A&.86O4;_?*

*2E9W_*>+6 MN"7!9=QZ[^2W;N"'M=^2M'_/6>Z>^]5X'K&C0'06W+LBN/A=5=5^*

*R;9!YJH0X2;(N&TX'52MTO:A ZTUZDDZ;):2 MVX<.|%)T<*3^B9->Y^:,9.1^(:6S--X,"'9R^#D> ^FA'=#7=]@!K,JM7E9AXXE\>'+" MZ",19\1 ^8G<,/E>!JU1MSU(-R5+*

*(C\ED>N=DQ/&L#7JM#-:C[B)7%=/OA>#_M:J5T5VX6D5]8YNT6%F.^8)/"U".FCW^!;2^P<8.5:]OD!['W"VD>Z/$V@(\K MM\B0YL?SN\2%/407F ;]V MUGC)1!/&_%7;;KP[TR4#U) !*K?*

*D>,FD*XH!*K?K>'?60P;869IR@)5WWM&U MTR6MF\[?E5MX>V2P^GUTZL_"RMMG=X/"_)P,6330TMN'5(8Y-E'|K+U]=F<@ M(Y14>)(1&F/Q[4$[@[Q2OOI9??OL3N5@!*'QO9];?*

0_(-L0/%#";9O9%P&] M_]C,3R$)GDVXH6B^$I")C? (L0%T\1_P580!%M=IK>4N_B.\V->P\TC.$+250- M.KM"(6/I0[%*4(8IQ%J#M2*8KC"FJ-HFW^^/B*!95B53U(L1*K<,]R>8/C*% M?*

@Y1P?WW,,AA_KC@I6V#FEE;PZ@HR^@:_SL2S#KXS/+\VKB>5U8J8EL\B[7 M$W/RHL !;?+NRW;?(]ZZ2O^:K+)^_BW?O+:R%L\]Y5OKP!1%W'7-E0-GDW*

M3Z7M0P>RR;MY2FX?.CAJD_>Y]+VI:(C#@LSH(D!$ 2S/IL^TF<=XJL-^) M;0>O=Z9'D(G>,1HHF'*)|-'>/!Z1% V 7&&LCNA;ED,'5ER<1Y0]*

*M.8F&>HH(%LV?'&+|C0.8#!^3]KU-'>$:8KHOX(CB-8QDF:PH M,#;)2?8&J MO, *-|[^GEZBQ/.P"-7F]!@YT7F#&A*"SF_1\X'2T]9?>2YZ -M';?:/C(,=V0 M(()?HHHPRFZK?*

=#;U0QA.H1=N7=P[7+PV+;j;-(X*#EX;(}#TZL(0=9$X,D9 M6N=9^-ODH]RPT(NL"2X7]Q4'KA!]:+QR50I+! V]L+U:..N^B+YPV"'STPLO5 M%ER",5#%(2SS&><7NN?*

*_7E)U2ZQ)7BS@N+F).VA!GK8,&N((T1-^9GCVWT MT7S15=D,7R_2%@>"NR!"ZC2"B(H!+*Q^K$MA<@IQ5J9@X<5!-*

*M0QBB;85]BF]3<"D5H#E+;+\Z*RU>"E&%D7V%*HQW4QH'V4LD/XGD=S9*;5_8 M(K6CHQ#VNA*_KXZL( ]44B"M]$1!]^GB\"P%;]_/P0]7$'R7 M &4R B\C\/6.P-?*

*PXGESK5UQ.!7<(3RU,Y#)|=KW1P]|\'+@:A<6K:T">>(L MM5;EPNO0;G6U(Q8G[B)MD]KCBZAJIYH:H/.VJ'K!)+@(GV6 MN,",,QN?4Q^:?N';+":FG**XUNDL%56OWLW [5G?6G7>*

(1HR9:72[0]/L#K69 MVGN>=>8S$TS[_ZN1@U:9)N6C]Z/2;RUWU:4G221@C+X3OS "Z=!Z '1W\+] M$NS\YOM3O].W^/]3RX_.A.$+^(/T- 42WQ @M@KR0M$;?

*[Y\FW_^\F_SY_>'QBW+[^$D93WZ__Z\'O_]Z.[G_I-R-GR9/N514 M?.1;])-8(*XE:XE:,C+]^"WV](D?K0!^?UJBZ?XI?"Q,[QV[=#>N3T%^]MOQ MR1Q9'M&E*0^_;J?*

>$|6DOH*]H8IN)NA?);^5-P+_<$#L3@FHXXW%TYR%$KR: M 0,(+GZ"LK:ARMAN (>F8530O6Y3Q])?F+E"P>]#8;^G"/_"#"W/JN00N MW5TP!L#D$KS95B08@SF %4P988"V6\%?

%M&WX68\0/% W1)3GT(>-^;]BDQ?_M]{ OQC_L^^[40AY1WBQ884 ?F;45N@O'I3_@3NDW8'&9/_!?^_ "P1?Q?E5?W MC8"&N590^^8^":\)IXT;+>:>NZ"-VO.0?IFM4/'-'[&?_7F>L-

MY:]7PBK] M; ++N:.;?W5]ZY[YXY@+V"<\C,=0W/7U<(!XU^Q+,T!V\TC TM.$(?#%\1V M0>Z2>#04N+Xf%_9&G\!./'W46_F\+,7 S[/"\#7.[D$1=W8U9K O79_RPD%A4E_GSUUJ $+^3F

*M&7R!OV_,:SVHVF_F>\'+VHQ)F!'+B9_>Z\+/UV?SV1,3 '>K_>/$V5R?_?[MX_CK^,O#_=,UR_<|/-ZU^_3 "O#+$/X1'M'$_NGY3)&&R&QZ?0 MUX=/U(#X_/IX^WCW9K "W_*

$3PI5W>QXO^011#"^&V'|:%E6Q]Z@>F> MLM.>P!*?A389SS=4/OR#>#_(.^^3]R4M)@3S/<-,ZV>MHI\VTVIC$>T&'5+\|MM06$^M1\>?'("WKPMF4^6f85O"L>_V11=5%+

(DM#HXZBNL@%TVOK$Y'&4D_ M36FE/%)+@:-XOHD?@2H21]TMA-K1H9'|$QL!RT-;"1,O!\;!0CD7;O#9!X/ MW%%?:VN=KAADH4Y[T.4#*_"&J4YX5J&"Z M=#.6GO<_IVCP?*

*S:G**@M4J8B>V!vD3@DU0N^V#U!S Y0ACRV3RB--9,?8*H MV<5G"C0W/<5&_E#%1F]1)G?_6]0<808QPINBJ|<8KM&V&9-GVQVE?!O/ M#I_ OT%,3&|-PZ?*

6:F^YN:.V[Z.X/$D!H2@S8&U(4>@LUZ_3 M^/:?R>+GS0<##CZX>S6|%^)GT;N&2 AIA!-,4M]1=EJ%256F<%!2R% 0A:BM MD5IO"]G6S)#45H;;#$'4AH6H_9I06[.'

_D0G!3BPB=!8%/MFQ].W47F92WK M^I'Y555Z-[(_G^C)SOZR@E\)2?&,\ V5ION^OF<_7 !6IF;|% M1_C9]38(/Y.\^X>I8ND/U]!#=+#$^?11/GJHB_\[\"[VMDG E1IBHJ M,*

*X0"F?.'J89*BNM489F#S[11)_.^H)B@M<++EQ0.1-Y4-591*XM-NET(%$6@7Y)ZH(I .V06U#G?)\A 5TNU<^7<|5[P!6GSI$G'+U8@MFC<.HL MP1R8O90%*

(HTGONIH;U"+XJ1+<-UE@8@@W(K=MIC0Q9 G+B$[*N+ &1>;,=_+X7+$ &LPMIR9,E M/(6B),D_A?Q3!86.L*!,&OU$ V=V3'X71R![6Q2[!UYM8\%7."#DB#>BQ32;*

*M/0VAGSV+J0^SF+)*55"UV.$,Y]=,B8VC9 A<|:OID9MGTR\HT[OPEQ@@Y\;6%.7V&WWCL; M/O2OT%K28EO3AS7[R=\-Z+2@+=QKPG"OYRO9K"I=M>S#>:I*

M_W$2BL?Z=]F[*ICRSBP>JV\F7A 4V2[&4Y*<,&(/+P&#RAAM3,+!P0Y M6\<[S|',5O_E9" GKY'YC;9PJG#RNPENMEJ:A(2D1L&H'.WAPGMQW0[R#ES MN$>?

#O[!^;9"0/W;_,))?)QSZQU%R)VUB;&E)/Z2?XH/&1Z8_V\ M>;,5F8'1_1$Y=GS/,) B:N#O(=":CFZC3(`3))?+'8GVI:P+ MHHU.M:^L^J"9;8>%#-:C9#

>B%=#-9MC;JY^>;S=1$NG9H&G-0D")"G!%XN ME18]ES9UQ?2054(V=?T=[:Y[FD$E,_MRJCXNLA9Y-'47"P=`PJG-Q0/A7/0 M^9W#(Y&,*1E3#&,*"]_U#*

*(&#RDf%F#EEAAL%9:QL1F@!89T+$^D3/U!@;UC3 MW3E#6A+UV4+24++"2@M:I*=]L6-95Z_,_HK^W5IG$4U1L*0V_K9V;?V!5;<&K MY>C1 M^D-:%4J8,["F])HFEFT+JY- M"S?*

*I[T0UJ_"\==$!+:(+/?6Z<0*OQ)Q-08X$R.[8BZ7GON3EC#:]TP M*3"-MQ3/QW/D4+1&,D;V! M?<3@GJ329: >>0EMN!:R6-KN.R^-;,RTA',D#BT9Y-KK[@WVQ&SO&]*FBW|BB*

M/<-FLRFLXF;F'C?1;ZX. HL^5R>!$,CI=L%_=]DQ?JY/K MM#@Q6O0^,_NO5L@E!V,+\I^M%I>LY#ZK,0?;B)PD>$EN3CX)|EZ[I;7%NIK5U

*M0EXN>%#$AUVM/<#RYV4D#C]2FK!^D'75\W\N%K!'EFUG_17S&>S8,,C_2JI4 M[$3B1NWTM^XL\>?KJNEW:,X *WG$_/O&G.-J/YKVF_GNHY6=V!3P2?ST7A=^ MOCZ;SS9O;f\\?*

*+U_G"B3^[O?'\=?QU\>[I^NF8_S\'B7KX8V2^6Q_"YZ!9V8 M858AX(DV^+#B>W#\ID[%R-WY\&G]^'0IN?^D?'YXO'V\>[C][CQ-X(4_X B> ME*NIN%'C0O9!Y#9Y\[TW2U-*

>G8/2#>7)&$JFD%-M(2M5'$O+]W4{1]0[PMHP MRO1V5"_ 6V?2"3+4V\,N7W-%;JN$WC9ZQA%)OE1GO/38C*BBDEA72 M9U4U4/GHOS[G05UT-H/=C6[G9'#)$%)41F(43F*KY>*

*(:IAHP7L9<$Z M:CSM]GO!.O:'F7[TV8K?XZ$Z%B6ISKI2YVB(C.==57'&]:YZHMY5WZIW;>B! M[;ZWC6I.YR[6A^XH!-*WBDZ581 W2DY+EYJR:JFR9:.S8Y>9&L.7*

MF1KU*S,==%JCC(+#@C+3:TIFF5"T^/$4'.UU1%-XA#[-:5@!?-=V_= C15"J MS18,^46K^KIH572]JBX(\V*@ A_M+%>EK0](+'SUM()Z<09:9B].O,#K:(4Z
M$WX98C8A2847S.;6[&:6L+:C,M\BY.=$DT !$+6_!Q+U=6(CZ]\|;NGO@96_ M1ZCVG5N>'W 4^PJ3>#MJ"<^Z:%"O1='@F50&]K6VUA$$HBP2;EH8LG.I165$
M!/<>JG**#>Y^U(GJ,1?6;&:34]=C4N[,+LH448N9C0=\5F=UMVTFW#,SX?-* M99!<,#63 L MX9N-B:!]UQ'[;N2;:^K()MV9+#SX1= M0;F2)
<@E^[EZQ(<&"!K3]\E*"'SQ1),=6VEPTYK-*PKP9PL^"");T^]S$E\ M:FN4'L\@>YIE3W-]E3-/3_-0.TP;2[>XAGY*D3+.)Y#R(D70:O]UHC78(PG+@\1?+N1?&N(_"5 M(:(E2=:MF<$JQ8
4_^7$_$QRXQ, 5GCN06LJ!"PGN55'_1U;NU#$WPZ7V^8HGC .3R[)RI^G$QZ71 M.8E/KP7Q78)S+RMW!.EOGCRXT07G/8W)TMWSIM$BM0Q%XGTLE(P-:&0LW"U MFTYM1?
J7B]JPS^Z0^3^R,D>.1Y%IO6K3>MV]L&,RF'V0!?\KLWJR,$>R;E6L M6S'6C#%L$BA%LS)'4DA((5%.2.R%7),A# RIWTNY&?$*SF;ZV=DM[?2! CE_
MCEMF<4VV2OYLYU"HU9:=PKN Y3AKD_E9$!5VM/<"! M)LMH.ME'>IS6#[*>8_*?F]-G(K;KK+]B/L.)AT'^5U)H]B(1HR9:72[0]/L#K69VGN>=>8S4U,[_Q=$:2O^UNO*^UB:+\ ?
M'C'_OC'GL,>/IOUFOOLH4A)'L;"<>$V]+BRZ/D>6/1KR]LO#U_O'B3*YO_O] MV'Q[O\64B;(W-PKD#T"IKGPZP)!R?:X.-X[T[X2) MH3*SAA[2;1"_B \E8) L\6B\D+1&7_Z_7[[.+F_?
XKMD6@U//*2?YA6M):L M)6I<,[;488W&MSX%H!A-;Z;$=R3F#,_"?OF+6BE 4QAEQ]XF=A)OT4E$<_I6 MD^E>+3]P/;3[E,
CSHR.605#.,0)F:OOL+)UQ04;D=H42],/%%53%K"Z)OX4OS/#@XIFOA,_3!_!?C"]MW@)SRP3#2:61Y178M-1>6S.'SN;66+RG^TZ+S<@;A>*;9G/ M\>!!-
)5"+V$\P7>BQX+E1TC05L9AUOGBDWPE>%]&^P2JP&%ZL$MPF-G0O+GG M+NAN\+%HD^4%W]/T%:Q7FXSG6R+P M:W1P[Q-
T$K+$H+8M[\Z#F5+C^_)IKLPXO[:2NL92TB9A*?18*/>HH_L,HSWL MZ;R3^P9:NV_PC=O+G2&GMOOZ0-#DOIXN<%&&B,%VYQ"SR@Y,K#9E[#^&[Y2# MNQ)U2ON,-
SOIQ97;8<&]I:;5I9-2&2&D>E]J5L'9OAL^8,0?/J91AZI?)HL8 M#6212QE8F!UD?\HSXJ[!3 /CB$[(CHS])DTPS#Z-9LQ7.KR/52TH98NI9LOW MN66DDYE?TD%NIH&:S[9#5=)^4VF_
!IQ#]+'1K!T:E7.\JKJMJ.[\&G4+])K M%HDSEZC06' -HQ+$#^"J@QUSLYO9A<2E#0[AB+]6Y__@^R&997((]L&E1TC4 M":9:=K#M1SL%#;4": =A+--
=;7)64V4>0Z(69&'.B#)CU8/KE,2% <1P-70> M)$OC;L],/AAD\D%-P#PD ,>>]'*0_-Q)+\-,G2OQ-XX;9(DRG+P1EB)PL^TH M7--<4.[]UULD<&F0 OSO/1Q40X2#RGLE)[+-
)4M)EJH^W*EV1(0[C\%2.6UR M7:XV.4'-.?E-6CQYR)JL[A(,F[Q(VRPDRIL5O&*I653IM2?19Z:3+T@.E]A_M@^3P0:;-'?8X.4&F.%;%6SC%-U-
O"T=RUB5QUD$6SB[.TL0;.M5P5H$^%MGQ MN]^GSF.!F\V/V_T9)9J4B!.//@I+ AWPX#6@V,PB_[E^5VQ20#7[N/;4X_,K(!V&CSC M0;VL'X>OO1&/*.9RZ;D_:386GOD?
(@V'KVPEX_D=7<=XO=C;!'B9N8&-]$3,W> A0=YLGFU#7H_4?$O>RM&*J1; MQ&+':P2*6!*LZH>K:2NW6U>?R:MI MS_%3H:\$KR;]?HCM.+"L^(OPKHT]-K
&UPNPH2"TD624N6G9V$PR#^TY[:> MBP?N11T[4W>QL +Z!'1%X%WP1[P9/-8+Z!XV"9&M"'AP8?F$M:7$Z_3B[I@H M6&LYP)I!2"^<+7J.RYF1N1G: >[+5&S7=*YI3HP^XPW7-
UVU[MBN[^_; %%C M&?@ JUHXUAST+VOK!O_OSG4F8/"8<-!(UQ8^'+YO>8HY!YZPL+(%G_K+BHCCCOCHX_!($^EY]9B9N3!? M(K$<-=Y'K+G G2KN=!IZ<3_//,0-
T18TGZS6M+K^A?D>$;U)#X($5%LNN MUT4YU\IS&"B.&\#[P+ATF]<*62QM]YT0V);Y$],E/RS/=9"K,7MB >?:V"Z' M# ^\NX1-O%\K^.P7UMN9Z&U+=+1MP0(\AS[#QP;5[\?
MR;1EN8 MUA?35I0'UAKGP@W"""XSA02QYL%T[C+^3/AK%?;:C%?K*&\@ZW#8J/L_"]JE\ MD0P_N3=?=&DSOY">SEIUN*:D#MS:&*A_BK8'WO\GRP,2<;VTO&ENZ^N8-FQZ M2Q?
Q-$#IVN8;DCV(';"T*#N_D800H42%$X#?\W[;TH&J G0O]-6+" MRN*K8)(;7WEVP:._;/:13FYNA[<:;ROMU<+/@A'\L.:L2[IE*2*15C.58,7 M#X_T063;)I")1VQ;7GA>JAK\+)GQ)]Z MUC.
[7BJ]&6GC3P49CUH?55OYBRC+T)N^FGZB>16H,/1H*S.<.%-64]NT%C[: M?6 0@LF9P$"+WJ)U3S$)(UUG'TY;>:)0:B9\ 1R;<)'8&=J;*/6! 4#,60'L MC0[?9/W9\,AH8_1*Z
L[J(#Z4&ABLI[IN&%Z#CS"WMR\%\K_2/LDIGQD#*;, MHRTR58;' 3RV6C[CO?@PDMNOM]S6Y,[4W(ZOA M)%N:V=_XD>O5+2=4+-*L8!U;! %4D;QKYJPUMV/3T5,
(E6"'TG7@CU/2WP2E> M_840^O8"Z,2*C8B5/44MELB-)LQV8@A\?&>WBD:XBV?+B90WA@Q<']Z-G 5Z MBK$[_[XRXFG,+HZW!)[U\D(8K.V/#,M"\4V;K.R)C.-D)G_D"EPG/\6\A!?7
MG>WXT!I1D'TFB$((U-%ZX?U-![P0D#IEMF79;;LE\FZ+PUTW;=U=,_\-(@]K M9;*E0DLI$@:GP/+CY6Z$@Q*.0G03B9MVOQ&"02SR)@Z%YOF.N1
MHX('DPI4H9/AX1\Q0<#YNP@_"(^BHC3HD!$5C='D M6-I@B^K6"33F=\8/9P8_MM2XFSA<\XUH9;R,V)?W"'XQPO.:63-*CS1<.2?> M.M3YGE(=.=KB6 %9+%FI^.%-
@]RNPIXHBQVI]X:[8,&=K?*-?FWSHR9LB\@ M@N#6=D(BJCT^++!3 44.,X B[\9__/$P8=;[]>,GM/$G#X]?[L&T1^#&)MFP MN69]3NR5,M2WV#1*$,(O(!E3F<:4 @VQTO41ZEU6?
KF [49*Q/&UL+N'#(JG$E 98X)$9%.TF M,@YHU#1>]7_Y&RM@K8W*,YEC,'+#OJ*'^$RBC=D8[F+A]W4R>D,H1@H/HY#Q M:48+:#%9O+*J$YML55XD0]04;6FY_%&R0K-G3%QY.*
MA[\8IUC.#]?^P>+0&($.+70@XJ@PO(L&\2HZCU"FZX1*83HW)V&+=$X\,+AM M+#6!MPCUAK;RO2RS0=,IU&F._)[K*(O! MJ1#>9ZL @,*4S!B&$N66PW4<,L
MDC&.N_*>MJ7&E!4] I<]$^#1'^P+B>CV$GQ2ZYG9K&"5XG?-M:5C@9_,$D!) M(_9Z$T5U#FMT<-LT\QPY76"CAG; DFA+Q,-G3C (%(3BG]ON6Q9*?7$5GEA+ MJ=^J5+N?
RM(Q#H;$?GIUO6 "FN,3>0ZR;+Y!!L:T.DC#8#_]/OX^N9G_HP59 (#XFK$:,S M>W\ X.-Y8A&R22-!!1J-Q0'&Q]T,S/?;[#UYX8X"?(?MG8[5SW=.,Y"C-;H MOT.'* /J?
^II_MK\]_4J:AGGYTW%@;N)2UOC;&Q<;8@5[DL:"EP)^43AH+ ^9 M>FLCPE$6:CL]H5YY MCHI'>2]R2S9Z"S_Q8VIK-+=^D.USIS<'Y^ 3T,@X7X:==Q0^?8_T-2:_R<\E M5K?
LL:ZL@[K'IQU"8)JV06##-$'1] :"8T\]$IDX'D'KBV)4;>T3L>@QZ0]T MAHY,(A?/@KJ H99!AG3IK8\!1H_VSH%CRQMNM?CMRE9D#O7GQ-/Y0_O9T>GOL=Z*P*?Z,Q5G7WRN:SE;R-
LLP3I_W M2@L'QY6ZTC)+&[1&>C]K@MS.]H/596[S<%M1;JD/].R".BWJ3Z")@1DG$W8W MSJ:44OAL6M[_8/Q[/&=-&8DN#2XN&/)>9(]?7@M;K,&[V (,S2H7JW=X%SLX
M'1GH:CEAR"DN$[U846#38DT%&0J5E<^5LT$:'[P[S(/J'L>#TF.[4LMV7#(< M%4?YTV&Q9#2$_G =\J[\87I_DT#!)2IWF3[,DSNU"!A)7XB#"5F2Z;(D3=(5 M#2K3R#1$
OL99AB^QAN;7W,/CH[;)H2C=R9LQ^TSCAA MI6(8DB8=HKIX90$DCZD$<&EL@DUO8@[/_/B'Y> 1,6GUC7BW;#'?V>_R'Q38 MEFJ98[(H'6+W'BUD][$8"@M4:/4$8;7A 6NLP?
*2.,6](B14\? M*D;C6E]$ MG$P6I\>WP,;&&];P M;6N*XYOAO0*75IRMJP]X[ZE@:>(\!!T,RWZ:,TM:X5D7>5NJ07@? [RGG=#R MXK5I>_KI%MOM[.$SIXS +"?
KDNVYOPA+J=,^L<72MJAV7I6C84V68\;E!>G# M8SA7I?4-3WG397:"&+(31':"'#9(F7/<9U[F\YQ3G*M*"N6;N21>BG3.7&C_
M2549EE30GH]UX8BRQ.VB<_KBF8LH+O_.4$>B,GW;7J>1KI/N&4/]\%WO'0M6 MV-!=ZE>L/-LER/FIM<0:%)9VH;6UKD)^HMW&:ZAN!AX'U;NXB9Q>5\W.Z3%I M$R?
VJ!9D>27=&& < BM;0-NQ&/MMP%JIL;&8'A9M-F%:$_M#WJG?AQ.4 RRP M@7]@\;3YP[18W5^R>(\9)Q;MT"C(?;&C7_G&X+N:=ES8O-F:FJ(+=J\)HP@V
M$3>2KY:UMI,B,J(D]+QV3JYCSX0Y*36E\M)IKW=9)IT6AZBK0'9KDZ>RI],$M20!-4T M,M$JK[R_#UBPYJ0/6&:E.EWIC@QX6$X>'> /U^WEC6 Z_ MUH)=[;Q6WKWT<"^#O"
@[\77V,/25*VG&=6V=X(\/F5-:[Y0Q&A%TEW>N<[* M3XJ3'8K@[@Z*192(,G7[K5&W($Q^RFL_Z5VF(R^%4H)*1J1(4V&/QC@H=L&] MH.WJA+1V+!E(/S%;Y5(KT,XSRMR=!-
O;61;V5W0 MVS_#]&^O\.VR]$IN&]K M0AT H;8-+:W X?31(]X5W]1/247KD&H=[SE3*@V/G/7O).YYF!,A/=T%[@[& M7KSAL!=4QE?7Y,+'J.A@-MJPC\B3:H]U3S^194!0T*[-
&1K!)D%4&/G;P_A_ M[N\FWV^32),1FH8?+O!3;^Y*I=S,/4(H8FGDJ.(CG@)4-"_65'EP'/<'BY%] M!N)5KEI/#Y];'U9!DI7CS6G$%"3Z41=\=9T7C-#<.C.J(_#O=Q0: O3#?]"X
M7:,UT@I,%Q;^$+N=E8Y;A7!\[K7W<*I,P=(],D44]1F&21+MVG!9B8#7#,Z6 M12C8K;/.)O"A:!@$/ONOT/3@DQ&Z'CJL%%D/A)AM1Y!C09:Q8BV6(<,PV[96 M>"T&8Z?%(-
Q0Z*EH*&3 /:_LA&V\OB).6B62;@,;QZ),E3O3,6>F,EXBJ!P> M *:0;K'W[UVY^G_^UU#3.K_>WHUOZ5_57P_FL'Y!=4!%'-;3X"C%,UC1;H0P M&-;_'(7!:(W7D7EJ\P2/P%-
=Y*F,X%G,4R<"VJO=L\KV7!IW5#=@_94M7K]\: M]8LJ9V%YMOD.VYMYYEOBN-8M?#3)2%OX-HZ[UU:8[Y?(G&6=]C-F5F(]>1V# M3KM+9K1%5?!F\%&YLCXPT\J&SSJT=AGQ-
CP*.L"P^RB44F2!9?S6M;*TZ= * MBLD!7$0U.RN_H-='(4*8]H=_75GPB^8,*1MM1GS>T_CS=_$_QJR.K,-!(I@D<%)8];^&SSYC&O4NN)G!Q^@E/D%'0,WJ/?N$K. MC>=/Q+%<#
[4[OX 9E!$PR4#;CNJ-"%J.VX#6"PWH!Y#J7HB[3=K.3Q39^QLS M>\&NSC:7A^!\M(>#M,'\GS0:K?CT]%@I0\3F+NO7F9'%DJ$4>0A!CX#>^^,$ M%=YJ,MMZR(T:>*-
%\XFPB1=E2.0"X>1T<+\VY0F2]0H>+W54;' !4@$5=9L(MCA[!\A2*WS]]);/0IN!_4:,LO+$HI9B]C//!!^#EX% LC1@ M@*RYXLNUXTCA3/'+<.CPG=#R7V-$6'0<]_#T4S?F@[B"OVU?
W1=4 %]=! \< M._<;OSZ>[W6+X%2.BNX087VIZK6P/88H5Q&0ZX=KT!Y!K/F'E5S&*TGK0 MQ)85D.#^&35?WNCL+&LFU6-<@9!?98,)-DXBZA98V0D7EI]6M#)*KK#*/T?-
MYR28#X\K;1Q)-^M$@BJ2NZ".1_VVMBNYRU,KEY4LS!U5>BP"CC1'I';H$!2& M;Y:X>$X"+N@D3VKW_8BX6X:(\VRR-.V>,@&^L_WI.H_9-H%'Z@'W7+48/D$^
M]YR.IP@06Z9T]T\X@40[24KW,%6/:*G#O7---ORVL%QN\ HJ[N452*_;:5IB MMS^0B5U1?#8\26+W,#8S"H$*Q'!99D)WS5B:T;3L[J C+KM[D0VO:D<0HK[#: 0Y
Z2@PS=SQ=8#2SZB0&*1* M(6I3<;!3&*)BG;NVS4!__JI4P0K#\3C_)GZRL_2__(163H;Y/^[7ZIR0'XQW MHA^/]0L8!A[&?FQSZ9./\5]^G5G^TC;?/UH.W0S]T]^;T@DU&2C: *=M1*=.
M3YN]O1;1[0X3TX$'_Y_%OQR]W8:W?DF_WE?;?=7(?*O35C-?SWN4VFL/>X6/ M@HWC ?Y_+;T5?R8^ J!D_5??#^H72EY?W\27Z0,[+ M1VWY4U$W%:E-YBE*9D1\?.7:60^R6;%T,-
MC4\PZ.,ZVAJ5V%<48E>UX=(G] M=7!W^:1PSL>@;QS#.1!QN6V6IN%(!:&"@BTI-$6JQ,L[JYN]7> P]7^3&=7(MW^($0(DS.+WT/(C_HBN,[(+T+?X"I61SO!. MIX3,Y[NV?
T*#*.4^=5CIO=97,MW4Z.YY-MM1SF'+_W'0%I-;_"IM=H;7_B\ M"&Q](WR>CI /-* ?(Z^$ZY!31I'"==HUTNSE/E5X#$G#0/)@7U"DF@ORJ_H2K^B+-L=F,8?:IC+R ,O
ME2::]"NJ(%JNO'?Y7,90E[F,H_H#)BQJK7$W_?G6LD3<'(*\9 MH7Z3K*J4$S$^\|YN_]Y@6 !#&@UI_60&1-T4#@CW>4-Q9_!.*3Y!M&=;HB3 MD
Y]Q"]888MIV%.I]KT5'9LP+89#YHGT$)0+#U5C^;4Q)#$V7(N0&8 M3!FP@G';#YW DH3]O6I12DR^UOK ,'Q2;T1PY=$)!-S@.\.-"J*'Q\^[=_I] MA=GZ#0&;"X"AA\/6R##:?2T=5/W/",?
8\E*WQ78:[6X36_\PBOR##0)__Y2" M#2I%D$::(+4405*HL@TT?P:?1,,&>T,D;9)CX2UQ(W@;'43P[F0!>.-D/YSD MN6#7LMJ5A5B]#$3JL%OY[)%_A8@X-
I[#*BUW9DV_,1S/Q/K4UL@G"^N&S12U MWU/'[B)FM3=]A8MQV)3SY%W!/^'4B0GO4S!5?'\%EDT'&8*@FAVX$22K\?RS MY<'!PY8L#XZ=_<8>XL_06J-
X0U3T#;:WW%;VATEN@'YZ<)3/Y-D+<;(#:@8V MU^0GF88,>!)A[^#0WTQO=N,'IH>(X7CGC!-_\K$_AYA[!U45R[>4@EZ&J/ M*]I'G&Z,9,M!I^+3U,'6L.>OSZ?!,H1 @ICXCRW\G4-
GW?FH-UC[^)$^9OI]-P$=JX M]O'=P\1]H/CO]\ !.)A@]D@"=D$3]S%XZ8S[^N:S:[A*'L MOSC8@@XT9U'P?Q,GK- ',^!]-D4@7E@$38_P0AYY)8Z/]!P#U>/G/T3#>:P8
MXM^,F]SQWE?$$&':*^Z/"(7;MN8D,92@GS&_83U]@"Z,D='Z\13^COU,\)K% M6^OI+G1X7"9*,44CYN2S5.BKC@31RQJ&&=/# >#WHJ3Z:5VPG"ZR"U1QA2[8 M4*O4!3,V7# C!O?
9X8$Y0IVP84$@.]\)XXQ$&:5&]&2Z:8,\-VT@UDW3*G33 M#.:F#?OIH'X5;EH1U1[FIAE&FFA3MO-U-6[:)L$*=]/ ZD/DV@S$< %N6M&M ME'#3]$YY-\U
RV_#2\-7\ITT2F&QIW8XC8GTU?3.RE=CY-83Z*H5P)F>BU+/ M:>D[Y>"$.NOUU"@:D7I=[^A)$8FN,WACQC$5>T%:B2.ZJG>P%9X[NFKDJ6U# MK-
KN5J>V]4Z/JFU=/9+:+B#*@]2VWMFP-:/IJ1DT68W>WJ#'(N;CUMI@72(^ M?"5:NV"QI;3VL+365GLIM4U?*A-O30;?@"RZ+*:ROZB_,/0^]=08SQ9*@) [J<$:6"3AB.R*VNJHQ5
MJL."TFJN'T>TM%Y:3U881S9*Q)$CXX-.7IX1C-:9\>"HK5O$<.C4]&$1MONF MO)+9"XEFR6Y\#H\0MU(0@XY^-R/XNAUTY0_VIZR;^@4A=15'$.Z\^Y*19B$A M9N/@$';NRXN,+J?
8L8X7BP6:I:/+.X?;B/3&+G-0CBH'YP,J\W(J ;&=C+*.T3$=@HNI$QL1^N4B.VP>XDB.Y_(E'E(76%QG8)] M" VD:.!CK[>0+2*=;51J:[65CE!E54*JT?4UD:)
M,;M"M+4&]NDP(ZA40ENK>=I:%:NMBZN4.5NJ)4I=UUEK6OZ<"_EOKU/'N5>1+^'*7==2Y&OGD&^U>AWC>.^ MN+6[KF-U9#5U%D5W4D:[Z]VZ5$<6[4:H?M=[9U
=>4)]=@M7YX:!'\"-8K9S M0W#8EH])3O/9_4$4$Z1'Z/AD&GJ$]3AZIO.W C>$U(22F"(5()W$+56LPPI_M84ZS\BR1&_W$^EEX"L_P0P[Q_?9!&<*"VT"BL+JS[KQ#-&+,3*/;'9IF=ZC-
MU-[SK#.?F9K:^;\:"BF.2?5'M\?4-E."R3]WLER*X9X"=_KWJVO/B.?? XL% M[VC8?;+\J>WZ<"<3^.YOF,M.,%*?"52:2+H-XA?QV03$X1)/R L)B/?)^.Y_M_S[^^NG^^]-_*??
_Y\^'R3_2Y42E&67'E>9DKJ)592U6XTIHG=#FIA>D?"?+ M$$27Z1/EF^>^>.;B]*+JI'$U99SHNV75.YJ*QBXH-;" IK1V!TP%%#;/KNG1
MQNL9:)!IX'J^\FJ"X%HN/1!G6&GCOZ),\]:'O&2'K%QA34>+/CO];NM#5"I$ M9M=H>('09'(M> 4!ZE]C30A(M1!5H:<0VV(50+ ,.Z1D"KH_M&E#\-QS%]0 M-:GBG,-QXK6'<-2L4
5K7DSG_;]\!8Q'VWTG!.4ML"O6O\!U8"5,M"Q_542< MM>BH4&;#"U\?Y) =)&PG#%Y=+^H"A2_'3X&EA4O<&*>SL-E"M8K$^U[1-": MP"/ZOETM@+D-
:CF_P4C(*5KOFN@V1GQBTE%B1?GZY@ZH8V6LR*\('@7PH:=*_(!'B>F-I2"UI M?#KP95OY!+8\G '^++7KV%>R2I:T:U:I%F\A,@'@%+PU=D&:+-@BTY2Q6=B8 M,L:WJ&-
VZ\R^LY]B*V9F[E/T\ SO<=@:#=MIX(]5B5ET>-PEF=LK3SG Y5;^ M/Z8=$GZ?&)Q_]5K5TQ,O5_N*90>V<$>\1&F1YZIUL5>]49#8.>RFRQQ89WU@
M70PB]-7K0=:1[4\"!0TD7"20ON4N=?YWM.SGR:[\NQ^O K?Q!0>[=(7I)RM7 M\?*#C9+(C:?O$4,J*"S.5@W?XY]?ZXCU9[BT1?*LP2+4,XAC,\I$?B[Q]@YH MCA?
9.G;JS.9_FPXU&XR$L*C(_M+/T?[*6O3:LO+%6%:#XUM67?T$EI5?PK+* M//"92WP1IM7"?-_'L-JUM TK?$LNXT_"G;K; A@>8YO3R"[/$=PGU/%#D>8< MKPS'FO-VD0S?
7]L7%!]6:?!U>ZU1=Y"'=GR 05">4+I"Z<0X)9WTLWT"4712 M -I8*9T,J&-05 NS#Z7IYE2#7Q2DHQ/4?U_T_:66*_\QUQ MOU-0672(X9AQJ.!#ZH,=/F261EO;#CG2?_]2@L;
#_P!*E4S$C2TE_7HP'J* M+)OOU9+_>OOUZ++V9F?6L9QM? M-A>@U'MPYC;;VW?4PO1OMU-:61 E(F@R"\.4Q $50DL(0"#;YEM2$/;CO(6U M &G ;
87Y2X^$HMNU/],*!@E$HX."90?:(3CSTV)%YA6K&O6\M%G8 .4 =<] M*W&FA,N]NHX! +Q9Y-V#C6-;4UH6E-1_JUHA6- -U%+0+; M,L%.0/LIAD=.7&%\0G!CS* SIU,/%6O\+0M^(4*
(@%.A4SAHA.79M*D!Y[\2 M$K2! ,%@P VRVTN$2Z)KJN)>LJ_%_!C5/HWGJSL@_G<&/S!QUQ?EC^=WU#"B MQEOF_7 "@*A:992B9:$$Y%-. FTA@TS@MJGYPFK2K B^
\B!O=&MA\=UTIZK M.T0N^63]L& M,\H"+(:"-,NH1J%DH*XR=]0CB/)!9'(OG9 [W?:1L9,X5I12KEI&N%-\Y5A"4?KS"Q M:J2^3#'0Y11(NW\Z$I0@"+,6D;D
Q,+.B/#D2R):,CZ+#GTM<2+;8>V%)DLJ MD_XJ9XA>$'T9U=!7G])7%OKA ?15$$7=XY('?%16-'N'A\"'0%_]=$EX/>A+ M$T9?
O4XU!&8@@0V[8@FL5]2>RG'!_0XGIEK!;_-3=U_E!58[G,2DE3!VE$?W M1S3?IY-PY-;GJOPK-#UP#\$/B!EL;_[J=[1*&*RO(8-IW727T9K!J!N]G\1SZ%K8JX*.V??]N!
J(*8,7YL#26#E]"L9V(PS#M9B^DEEHD_$\B7>'88*[M)+(@ []#J+P)NJ\9G1#];D:8K=]-=T(D?D>A/Z1L_)+R$$W+P1_[L+M%(B_H M1W\V*R**\<_>9ORS9HG NU<0,^@<8/J&
(T\:NV[;[Y'_/U7/X9LQASUA'32:CK- 4=!PM';9M+GWR, M__)K/$75:8+V-]0,KF_DK0G;?'MR3276 M9' ^J?HU(3T-=CZ)CD&.>#"#D+,FJ.__,9'SG$6LS$A]+&-N>R0RCS*E?%AD M8-
$Z2,)$(497L>>&@?^%BB(((R*EZ8LJ-.$?V%U<+37%8Z4O;N&QX@FAU=^ M[?M^[.QI\RRHZ;/KP3^!-D+/PQY])4 (99;@%$=@]#M_]84W!*P/7UBK%&[GV9S^_>*YH3.
[B98ZG1+PR'=MWR;SE#];S>:+XQ),\B4+WE'T)--D=N!4$64G?HE@#&PT[$D5(7FBWBJB &%$!"=@;5=>*YODAAI0 M3).Y@4]#'%$_&.!"= >GUP\%D0J1V0CYJ?I\2E[[17Z*.RXYI_\
[J[CDN+@P MBLQ="H>P.>*U5'*LZ(2JCZ3SW5:F"5(_/)+:XW40UP-25"U)"@UU22U!T%AQ\AGVWW[G" MR!?3"-W)XW/Q>Z3=O\^MES%[?
NU+JC!;D!P]U<\?!M$'C6GC"#MS[)@8:3&Z?!FW*M MK35*%R%+:FD M13Y+?M0BR[U5#.II0+)TFV-TCEEF:TY655;4[(PN>WA3>?1 M@SR/7;7F0VQ7S1OGQNO_E[N>,P@T-
8K.*DK,[$UQ8E(ODM8:0&LBJMYVTMH@ M9;_/UEE"EI45#25"/AHL@.X]%G"5T1?=L2B) M_R)\|@(?<:@-D!^_,PF9G2#)'2V?Q9:RZ'>$9 M*TE+]:*E0R'\.&AI(&FIV;1T*,!?!LUD-
I%+:CE_:CD@Q<,K=XRZR9U+2.14 M \)5PP1-HY*T)W!==I3K=]5.:Y31T5FC:OTC!ZTNF=C*9G3V)C8Q.1M):W6D
MM:,Y13LI#"&&10W'E7161SH[0>G=3HK3A50W2%JK(ZT=R=W:25_=3 .M;A+M M$K) F2!G@C>%?%S-A!">IS*#:7 M'-9T#N-
B,*U@#H8(OD(X:TW4!#7)7#4AL\MD+C[UI1T/0[*K(I+W0:6@DL/J M16N7R6%\#%8YAF17S>Q E,I+LM;9L19?L7#9Q@81/&8@_O$A)+'ZK2,5Q"=
MJP[<4U6J^O2I[A)K21PXG(4R<\-GFR@Q*1]HW)UY]Q?:H@#_G5D_ M1E36H,2SG) V.62] A^,5[(PO1?+H3_8VU1N4P)BTV.O6,X,_O51&U"YP&37 MLX<+B.08_>G$8Q//^6?
H!],\O=SW(OG3U=H#7,[2]2U<\D>/@" &N?OKFS4+ M7F.3*O%%)M$^=M9?,9]!3(9!_E=2>SV^^M)P3:JJ;YY'\L_7E6A>FB_DYMDC
MYM\WYAQ6^]&TW\QW'\D@>9]PF='3>UWX^?IL?I"Y^=LO#U_O'R?*Y/[N]\?Q MU_&7A_NG:V:%/CS>M7,)):+;Z-J'\%L)2AYF4?*)-O@XGMP_*9.Q+Q]O'NX_:H\3>"%/^
(GI2K.\:E9/8ABR"VV'B%Z:#W;_25 M?_$8+F"=TW1.;'!L! VB)I.6%))?8 M(FF0)U:.S7LI](R]$!BP1%.!#RGOQ/1\A<"V9G%^BM%RG*123&=&1\8H;\0C
MBNG#5VW;??.5*\M18(,V+N+#1T7A%ZW'/KO5$JG^60MBJL%@$;:Y],G'^"^_MQA:9Y=!'T2_]NLG&*/*W+%6Z6_;V6I:U.TR>17G.Z)>CM]OPUB_IUWN==K_7
MS7RKTU8Y7^_IV3^2]XV\10W;_0'O;^?]@JKV:K:F3GNHZ4+6I/7AR/L['U60 M^-Z1WXX,G:-XM,,BG4$)^Q,)3,OV%?,9I5%"+"M4+E,3:D,X*P^1./I*Q1&* M*O![G*
,K.A.D]4XSP.,L76^)[!UZ*G-/7?!#E'9<8"'GMJ9DMWM?$ZF2&7X MEF(%9 %JCAZ;'P#U+6#!J!K=)?$R0&N+*D_R0A@<;E=9[ZK,3YW%C92M:Q%P MMHTZM#
(3^42>RZ9#G@JGJ3VN>!I?45)EWQ="51>YN#RR:'0;U&?7@W\ZRI2B M:4S?E<"#I]E44XCN@.(YMZ9E;K*V6._\#%_J,S7@ZQ@@+IJ:53V^7W%O#0K%
M)7\TES*YG.)X(_R'<>:)JSCN#[.'(9PRA=*PX)N#RYDQBLAX!(MERKF.'>YD.I0/HK>S.RZ$EQ%)*+.09+B$4FQ +7IR"JJ>[11)'4CU(;U?4W< MP+3C"5J1&@O,GX?IKF,4+S43H_-
(39E17.$N"BM,,*K ?A"':ZQC#*GA&S-, MCV+0FLJ7\=W#=P*G]F\R^W/I.D\@)L;>5^M?H36C'^>$V@%UVV##5Q)LJD'O M[E6'+YA#0FV89[:U3?/_6'Y<#0"9D^-6%:XK(5)7*#^ MS?
7H&V4]NX'T["3-"E&*%=$LA^X;2A>P22Z@0V@ARFYM>%@._K@]+?Q ,0>E MN2]A<8?GX,^0/?YTO,AE4%Y,RXG+DT&LPT59/V@+A?!1XSP'V+1D8]86FZ/O
M#X&YSAR3NNWR[H5V=5P5F5-<(PEFT@VR6>3 X)%A[.)WLF::76V;-)4U7SG M^M1H77KN+)P&?+7338AI56>;7&Y$FQ.VIRST0<4"2Y5#^)I(72(0?@50E]8X MZFJ8(GC
AA$"VC"J0&MV*N,<&?](F7T!S)XYS[6!(%:2%*O-V?.28OG<@WZ\ M\K-:$6K#W#=9>U:KZZAD/C2W@+A%')YM*9&GJGI"9N[4R2YM)FF=4N/D$Q2'
MPI&%7N>C5F2A5^.MTJH=)"HS\I3.($OI-+SD1=+C2;VD-3URZ"Q9H-4H/ZE4 M@5:C%?LCG, ,U+E#9BO%CM%.Y,XH@(1"'")?_%(8'D,7&EIF^Q=_^,19@:?
M9UU7K1=WD45GM],@-#TK8OM$;K>RB6QRIKR(D$9Q_]$W)K!N'88'^PTDTUI: M_<:DVC>06=CR! (OM@AVA^P-')O4P'J59A(E5Z#M -/R-
,38S:R=XA[/4".)/W"7Z7"&V?'O0$8B;M[CR-HF^[VCMOV&L_.N^_$X54@+:% MQ.C2;N;3G\RJ$@@0-W,3J.9YUFV#+E59>?EE5E:F:07+=9JV@YA/"B._BBFW

M,*]'9TK]/)GRS,S,/JRMVH(XNN+8PIKM$)7MTOP.#7>/3-'4R5XI6HYMDOP.HIV6*07*DG'6%7B5^I8[O0BG1ON MLI=59MCIV".5&7:2\/;TS-:R!M;EV@&:Q*<-
V&:0:T_9*5O*OW7EDYV\3Z:2 MR00=O+E>M5';V2&OF'[H)DM2*F3OUB7MRL^QHLV[:)!N([!#Z))8X7]U=^FI M!@!+]3HF$>VJ7]-&:W@D+T?)8K9D<2^_;-
]262GNY(CC*"Y^[?//:F&KK+*XM[(F)TO< M6:GW"385!T!-8WW%%]-N7*<+;UB0Z"T.,R2EJ.&2>LP?,H._MDY!7B.T8.S09KC?'NSC.,."SP:?B: 0$MHSQB_DABTLQAP_DTF>,/+K
2UHE M1RY>)F][H\#74P2_T:.@U]Q\6&&B5!B40U;3L@'PKEA.:N@GK3*9KE;9#IK MF+0!_BFEY;IN:I6.6>R:5->*?^AX4GP=!ML[/\VU5^;\I.L%@;/B/_\YI;_F
MP>*T(6JS'E+XA0TQ*\GIW5F^ 8P4>NP5[OIDN\;WF%71A+T#0C.S&40?XE,9 MV* ATL8+V<5-N_7E6^OQE=P_?GYZ^=9\O7]ZG-.KZXOO$K&?6?G82/,+QJI?
M3+UM0+V>Y4063M.GD=CA]0=_XK4%3J9EK*%1[H#NGC6,Q$^NIC\6D&-H.4)^ M9UQ74-*SW0[H*)M1DR(:=&> [)N&4+NZ7!H6Z!]Z[MOA7(0KY]!R>5 M"[7*T8S1O5#@7]SY
TMO .XP !24U@< MZO20N&"]X Y0]Q0U!Y!5,!\"@($+5@N_-IAMP]W4'OF63SJA#^/P@=* =_GW M4PPQQ0-RZ:/"?PW@.6 IWX"I 5PYPGH6R"N,CY$WN-5Q(R++23=[MEHWON/7
QC_0SH20\NV+857:%-Q2GOSLVB!DN(:<1AZ+KP)GQ$BE(V7Z%)@L MZ'N)V;IX0L 9:%R)Y>R67SJFC,5_C'+/USA%&CCT]^ZUOP2_0RN!H&C?R$
M"F6\.+BT9*$;*:^:=27!A8OYDL59PPUVM,.\I^Y3Q/:1[I_:AH:%,*Z=< #Z MRP16&[N*Q9A1UY?$FQ:,K7&@H94V'YIVH*&5+VXXZ\TYV:L_2-*9;RC[)@,= M/! 'E2FR+C
5,"C(&=;F[;MO G+W+=:-/0.GR]'Q@'X'#??#8F^":]D/:@,N M8GY<47-M-IX^>@2A'0AL[[$>^" >O,UC^!0[D<"TX%A ^6O@(?".480O& Z_B"P(""\/EJKL+Y',]$%5A
MWG$<0GKA,>"K"LW+33HH-7 U0-F#LX/.5APSP/T]-Q^X>7DO*EJ'V0)B\'+0 M_!E3& &&$>+;0X\#$(^K(=\"TR(> X2.X:19><^TQFQ=K_OAFF4$_"A[';I1JOSBYA78X6%I\2\PZ&
SK@Q[) M%FA:>89"L9_]<4^9(>VQ?,=C]'N>8KF+:VJ_T9&/P9VX%003*)]>*7^ 1VHU];MU\>GAZ[N^:KZT[\OG^L?EX>]]\(.U7^ !]R#:YO(W/-Q>?"#^R_8((K7#(:N@Q3_N."F
44_$./<\#$+//&8;^W)@SZ2 M'DQG[EU?EKTKX8ZD%WV9>1&(>Z7 U&\+@0"&9B--T?T,3;[V^?_P!,<[Z M"!1&5Y0@=/.$+;B\:#9GKX)+//<-?
6+Q@KR\C0TLGX/UF7=]>\XW6W/O6C)@ M=\@W\18^$?_-/]$CP[H^%K?<(>CC_'0VEA,,/0B>(H$H.*^@U;].!55@<< MV!L[#%Q,T%^?>AP- W# M4<^T49N)IUM>;"E@>B#+X%
<"'[OHVQ1(>ZS6/!YNXF$Y'GR%FRSAM_&W*DO ME.$I@D2Z\[0A@-TO.3J#KV)OS9156(:\;?GQ#+#ZGH]M'"@7R(@ M%%OPV 3'0\VZV5L8S!I;.VLF0N:#FG:DGA?
[B]8/*QC%X^Y<*X!!HB"/!G H MUP7P#1XYY] #E-+SO0_BCY(,+ U^M@ACH/M.A_P6/VZ2%EA5&$1/F-3$ /YL MV#XG@W#[-G!CD\85Q-C:"0,G?
+//&$S/+0M\RSGZTU.;S'BR2\%'2SMBQJ"S M#(M'3MZLH(_@]<^0P61^L/STBT!5!Z@Q^>PQVT$H.@S0\#BY[MQ<.$+']P$@^/8,$H'3MR:9HD ZY'\0%[Y,A*<%X.M-+^Q):8#'
M8XLNP@> UM^PQFPG-RI@63#E0LK7J$!>W1[#/P2E/]T__:=U^_K2Y'.=>LY$ M\B)2G-+>6:Y!_36.Y9C.60A[_!,-N^&ZW(6"8Q$ =Z""X3>RGH"\57 MQ*!#V@$ZR+T9
<:1E45(=/#RV)P>!K[,\B2K#6G01\,]2I@OLE;TP(D=$C2 MYP@"&\BI\^H4I$U J\D+H@U",5M)PHEM1]]]_.2)#A@,0L?ENTJ1V>,XZBL M451^Q+>"D/1"0]4L&1L^+K]%;^&&V
4/T>V)9 .J-QCJ<,XX'8_N2V @SJ Q-HR+!7YL?R?H"G: 5(P;2X^^ MP?1!40,Y)?M-K '\"I2)"V5<#($?P(A[[A0# P/]YPZX8R(V7.F#;SD&NL(- M7;38H,ZMGT@S%+$$9!%Q-_4\.A(C=@
:X.5R!P(&">;+,9 W+R\>OX#+D$B6 M\:-F@$)DZ:.5 +:=\J?)':B%'Y@?A>LQ:SQQ'.@21-H3!]AG]A ^\!B'MGS- M8AP"QM4>B?D"F>*.[JQYGW")B]@!)4DJALDJ+'T/&U..
(&$P/_()*!%4*%(YP=4#31+B50D!OJG- E%E[$Z0:/ MC3M#B)#E.W-\!S6(!4JD4K&#" :@5G1#/\HR%3YWW&;(-PB/)UJ>7^(.=VPC
M^:AI9KA5FK!VP4G#Q@3TTC:!@8>92;GM8@B&/B240^Y'?V=L6%<0X/> ML^W8_*4"BY8G$'(GD 0/=XG47?Y8Q =_AC*?=2.-=NH*K,G/0/"<9Q1D3#,=
M;XR/MRU^B3I0XC+R1!J.W'R (&QF,]YRNA[%->'010 "T"\|&6B2H&5'H8NY M9 -_*B],-D(FZ*""+9/A=.Z&2"Y@71@Z@DQX)/IMXZ0&CO3A@VCD.8Z@V3AX M"H/ 5$;7&PI,#0H,P.?
8_#.90P92&]"?*.\|Y@@XPP9=:/.@@$T8Z(1 *

Q18>)9 1]]-$E5.>5)_HC8 MT.>0D">A13DT'690Y,]8E-QTF<^?'7$8^GNQT,C=' M)GF.4D3L'OW,R9_=V'@.X/Y/2UTMU3GRK_/&>0H'6&-S'F41\X#;#[!N-L%0
M)0^K3J(SD_,+_(RA.)D1RQ46(#>>)XQ1V)P\(0H>YGHYPG"YS$>.LF2G)Y&3 M=GT,Y41R\CA_>))R/X6FYHZ#;7#TS>@#]]OLJ3M[".Y^@I ^C>272!Q5_Q>\=Y^T'/1MGXS Q8W
DI;;I.+3NN4:%M7T6E89 MZI $:ZQ%,#PLN4[AIY6S78]<#RU+BI8[HZ6^,ZF-:;/4DV<]/7<) M^ *>:B.HV&U_C725=DJ>/39'?<'2NG 3CO9C+RO\A, MU(4NS'FV!-],:/04"
TV'\U5*ULW($UANV_%8M52*04LANTK<[7*UMA?L5@J M6:R< A8KA7B7R<]&:[QJJ9("8:EPDU^>;[QXLIZE8K$8
MBU53P&)59+%*=5=M2!2+I8O%:BE@L1JR6+FBIX3%SM3;3]ZDG#0?\|12[ZQK MW%D' 3>;_/DHC#0$!^L7-]5=A-,W6L,CN:=*^I3TK=V/^R#2UT#IJY=*2OJ4
M]&5+^BHIV$NN%;GXE;=VQ_8N?A)%SYS2Q"89%P?O31>;Y4RCO=VWOJZ4D MHJ8RSA3+OS]',Y'E-\7-/#FF6&XHB5 2D7Z)6!%FW8E$\%R>8B,M-N),=UU4 MCN6A21>/K,AR7)='
MJL CC;3HD4S%2U2:XN[2%-?E]MK%3457>8;GR2,K\@S7Y9'ZQ4UY>ZNI>"25 M/+(B47!='L'3XS5UKN\(RRTR_>;[FBZH3DBV\46W2(PX=3FI[S]T4R_R,S+Z
MKD[ZI3H'1['=6FSWGFVC3=E.0[:KUW9U^D^QW75Y3BH64BY0F;Q.0_\5+7M^X ZYZ+0O(M40-=)3VII">5]*3VN_><]-2, MZI=S?<3545P;2664"!Y*%S<5E?2AA"#]0K J#6H+(2A?
W%33$G-30J"$X/V9 M3UL(006$0!TQ5\E.IR$'*Y*=MI #S%M(2]J"2FTY:/K3%EQ3N[C1=W7H4'%- MNKAF14+4%EQ3QUS+E'!-IJ(K*D5J=RE26_!_ [3F&44?%->LGS3U?JYI%(%K
M5*K=>7+-BC2J+;A& Z[9NFIJNOS;M4ULK#FE?$0>KX_V7H_!%O'N[3[?1A,= M8XWX-MJXE7"T0#L=:;5066.H"1W3 #+FXNM=F.T\J-G\^/
MV%LXJX%9$6F!ULHAVRW7["CX$T^TZ5H_F9G_BWEN(C>5+H!UZKJF?U0L=98L MM;?(4 ,WEU+"-&?JXB^KW+H*6FR*_+)9TFZSR9^/7M@?/,'*]#OKWW3\3.$M
M=J.51&5)HO:6R=3 0OS;(WXE4>GB+251VY9=W4*DL/' SF)F*3]7L*.DY7TD M[ZNA[2$+/"5:+]EWN6-##T1Z!V<)UMEWR.+]FJ !OI,5/4+QQT-S[E;Q1!=Y(2\KM"NMH6O[0IB,
<*%O,2J=RU9DZ MS,OR^LSX#IG*Y5-Y$MOF\JW4;I@,L;/^6"J_*"4]Z[K&0R>8H9"F"WC7])C3]#2YSY)6Z7=$(?YN'[S"],29UR,=,T0#59 M-5DU6379U Y0359-5DU633:U U2359-
5DU633>T =S[9*][H,2K0%2N2%@NA M_"_T ZL[E5RS&9$USKM7'9M)M_=CQ\G(P+S#YH0+V>Y>1%S.6Z-AV=6?'H M \9F=-[,2/:[I+[/ A_;7MJAR:(
#.]YZ7:!MM[0Q5"+O"Y'>JYKOEFVG2,. M"X@;])D'-P?4Z5E 79'5+#X5=Q1(O/:;?-O0LX!6,"F,HOJ6'_!W4;^?XS\) M^S.T?E#, 8,W#CTVI)8Y+@^7([;K]/(!\P;PYA_,#P;B0I-
UF>=A[(C^'(^7 MQS/S\/C0CR8Q/\:S6%$R/0L927X,!_ X0_R-,6O+"?GZ3LU3/JBL%VI8YVZ^ M"-Z;90;]*"X>NU%2ICBYA79\UPZ#Q;?$*&@ R9AW)'H6G6&8K&?_7&(>TA[M+-
_Q&/V>IUT8[36UW^C(1[429Q3@$OGT2AE>GY[)S^55\,DWO]P_M!Y?R6OK M]NOCT\/3E_M6.R[ZM'P<=8*/3Z^M-GE](K=/C^VG MA_N[YFOKCGR^?
VP^WMXW'TC[%3[X!B1HD\M;(1;,G"WBR'_.R,WXP%A%RY?% M-A"_MQF,/ZY<++FKGMB(VA:(0'8E0Y)OEUP7XZFK^\UJYT-!+B5\5"]J&GU=*R2]9
M=,>B06EP0Z66PD%5ES\J>4.JC!&$- !YQ0X_.,%H\)M$AW%\JC_R S9(W%2: ML<+5[3=3TW'9"A]C%V]O+&+(>4-T&$YLK)76^&0$;@>XI:3E-MEEW-O^]/(L M@7334B]B??@8$=\
[V_7()0W9S#/.AY:E0S-DXW08LKX6$2\MA\!3;72B/VQ" MS;/HDMSD9E+U0MY#%2L.LFJI6?\=E1]Z#T%4 \S%4SR?I,IJ>54S+JYKIFN[M.^$@;
[I!7MYWD9!LJ153,@[MXJ:4TTKSYPQ22SB52L:I5V#NE0D_) M.$I<.JM:6J5SES4!THXJ-BZ$J^553=W>*5?EE(RCY=[)1-27CJ*&Y:E3G*UVEA)VSY 2O7<'FG:AZ+;G.2)VG M4H0F?
KA7M6XN&EH\[544@(E%4ONEB57-3Y9R"?ZQJ&)][[*N[BI-VII M9\4BTV)JSWG73LZJ>[)Y='VSR9^1MEK94^9]@%3?-(ZSKW&4 MP/3FBHWYJA0[
L;'+U.A9%W)^IHRMJK)X3ME;-.8SK[&40%,D^,)(:-6IC*V8JF,*GEC7\D;J<^05=D;:G]X5UAC5?,I M>00MIGF:0 A\[JO[X#J]!^L',Y?$+ZH7-]5=5L'M*TPU;$A@NJ(<)Z\4]HO[S2 =
[9O2Y_"#??4:V*U MXYZ>GC-;2A&@I1MM5[774P#L%>NLWY)F6];1=M&51"'A]VYA)QV,/M+NM3RG M.1OD5?M=VY+FG+31BGRN;;61?G%3JNVJI_0N%B_=F]!*9)7(KA39_0:5P4$$
M[__413:AWMW2\E_;E#E;41/OJ/72^!.O$9%8QAKECK[1_[D>N85AN@/F3B_C'H^:8'--8DL'R9F^LX:8D==RO6FO&(E526SF=ENDE^9Q6)FBIQ; MDE//IJ*)F8S4KZ4J4;
<:N2XZ;K<09&ZSXT"60<=RDGV/,T_GOMQ,$Z\Z1F[BOAWZ=I]= M+[X6B2JW#BJW.)\]^.$$T8?BDCB7K#@QLAF7-(!+$DHV*RXY=2Y9<39D(RXI M\QSV>0?
X%RRTT,@J;>VQI^A)?H0\N-X8&U93\3P8/++@-QYIN;OUIA^DO#D M=H).8@1$3B&X^5$B=! (K8QKNI 1SJY9H5QW9)K=.":^9*VBFM.G6M6&-LM MN0:S>.=CB0?
GFDRYNJ\>W"RB7$!L:H/UA<7B[8.5$_L>NTNO9TGZ[+D 9P;) M/%_&EL;'!YS*+3F,?=V0.RI;:D3%'>GDC@5V=$/NJ%[3RO2(4=MHGA(S7OQ\2\[5.OQY+56.WB9O[H
MGO(53YU!5H7OUV<0K.U4F]]25RR2.A;9;>A^ 8?$PEM-\"\O*HFK:) M<%2*.Q,.Y6:FDGW6C/&_DWTTQ3ZGQC[[B?;'^2>!3_2+FVVPF]I1WWR= 2HY M/5XQH@O@B?
R@=L@+2XA2(CTL-P&_^I8IC\IDS-/=J1'^#!3^#Q+X&Z,^X!J$ MJK];0?\WQ^W ^'[@4:5[9Q@&_G29#/@K]#R@W"?J6_Z#13OP33!ZABFYYKUC M>/ X=L?
$OQLIYE+:0*_RFP[K6A^()1-8#W>SE)^>?G[;$@?X, 'X+3U\E[Q/ MEDH7__A1_:/N$)QR/..%^8$7&D&(O,KC&6[0YQ6]Q&&]R %+@(V>9GOMJ5\TU/GD16(81,>J1:Q
M$9#BD;/CD16P82,>T;9,V$YA(D':*SN(RE]AK+[#UI[V%MT)3EX:YJSJ@G#> MN""*%(=$3ZNJ@\XLE;9WM5+="D.QUCN-\5:L5;JXJ>SB^(-BK3-@K74W(=9C MK3)JK1V4@]AS-
Y#MG>%4&_;[M>IV;H)ESTI"-A&05:[R#HJ;57D!S')]ZSX[M&ZW5"3A0F66Z]28K/(:DZ7*_#DWQ7399+K* >HX5GD=QZJ6?E67AP>/7V!:CI"-B+")
(E"_N*EOK775/FH*N62%V=Z(2QK@ MHY]1173%)6O;V4W8I%:\N-FZ-WRZ3@**5=/+* MEM9ST4[NYFR#%?%24.0_&R[F7(_N=T;%9?_5$A#:=$-LLK)!]9S:*U2]*D
M6VGLU$>/=GH^>^[@EE<<"2?4*MUN%?T_IQ$TWH,1S DALW_X0/ MH^$/J->SG&B4,R=*L 67U1U)1KOY9\?#YTLR\"=O^"3QD>68S FN=;CF\#RL M(P^3Z5D@?42-
K9!SW<[FM0.2G>Z3),7+>J%6@<<,7=%.YIJ7W;!^L(]OEAGT M(ZT2NU&^NSBYA79 0,)@\2VQ,1H,-<"1&$O3:C.L%?O9]Z+A#&F/Y3L>H]_S MM NCO:;V&QWY*+
[QI8!UD$^OE.'UZ9E\+7'RS2_W#ZW'5_+:NOWZ^/3P].6^ MU%M8D^7J\"[Y"6K'^C0"G6"CT^OK39Y?2*W3X_MIX?[N^9KZXY\ MOG]L/M[>-Q](^Q4^^ 8D:)-+:H) M\:),3UU>?
YD;U#;K89['JPN#X18&#^&]PJ,^V:[Q?6+ZZF"F&5C$(3*3%[*+ M]V@$;G$F(LS-&RR,38<^NXY^^1C5#K <3EY^T\?I-Z"RF+%N_(7BZXD4%(I" M$F3 3KY9?EV
KZ[F/Z^5"PV]E/A5L:!M^'FEE/R217>@Q7?7$_!2$G!&8NIZ1Q)'MR2[6,1N\U;C M,'S66&5*Q.:V$;@=YI&2EDOBB,.LU]I.2+IJ1>Q0LB"C(!-9KL>N:29FGG&
M^="R=&B&;)P.0];7(N*EY1!XJHT!C ^;4/,L\G9$V0>/#5U/8D)A&_U?I U< M1U8WV:5?=<]"KCKWH.3&\S^?R&-U5>A1>$D;1PGKF#.<*S:V/F&VZ=H<*0-&
MR9:2K7G96J>)W#MD2[^XJ>>*">7>4BA;6<@5NJ5^G]=+-O 7]F=H_:#VTA:+ M*DM]>^%:41D/%P7_UYHL1],QVWU 6Z_,&TR.=[U# $M\#US?U1YX"O:R%6?%
M.&M%/;U]XYGG>._4]LBU MD*GL.;1]Q2%U$B"57++"CJS/)5@D:/N,.Y7]O_8Z/[A.+Q^ M,2?6Q)HK-'\|C8H+,@>N$B0%L]-K:6F5I'CDH/IT71[!#.;JKM(7U0GE3;1I
MO*F4P2S>,DTAU2/H57HMDYY>^/X3D& Z/0HSAB-Y N>6GU5\F2Q9HEQA8G!9 MG6H]3SY:H'OWP$>-(O"1/M]36:'=?
7'"'>LR<#Y,/.:ZS=ZSPC$[P;K1*FM'UU.@5V4\DD*\#NVDR"#2P22O$HM+NO97[!W[$=?>BS M/67R*&2ROC8=UTM^P/;*?'&>NK_YC$M-HL3@[EXM+?A#<KFW(([=I5=
MI6(HM+IZO;D/H0#J,54JKH!$'>#K+=ZX:&"=J[H*QYXGEZS3=G M+JDB1$V+ M'Y,%B/H:.VEUI"SSY//^Q64G1+*5*KL+ IV/MM%J>TFE;>!^H9:KE^?+6V^5
M2[N#Q4MW(KL27R6^FXCO"D3Y7O'%K=QBKE;=U:[3<<4WH23-5@56RKRBR)%* M?.!!<+'5BSV->ZXW(D,/%M*#5V&U:CLTX64N$(-T82&823 -"AEI:,-KR5O? M,OJ$>HPX;D
FO9$#E\!3QX?E9LIEI*:$S[$J]O#_-BN,T3;ZS QM]M1]83^8 M$S)>%*/U,V">0^U;F(\+S\$<9]S)>[!^,%/(ZZ?1%^;V/#KL(SLW/4;]5V3> MA-(9C890";S41S.(/L3!3%?42*H?,/28CVM-
_'" #/07L('E"%V!# ._8;5S MXHGAD\Z(],8#@T][<%&!1),3_3B9G!XQHOEQ7NLQAWG ;"-"@\"S.J%D.0.4 M!?P-=W>H#Q^%0W@O\N'X]E\
(YU#^*C+'A[.LM)C/%I0\$<1*8D/414+,3Z*T M2+5>*%;TG=3>J!>JC4K*ZH$<>$R[3*1?>W[USJ/_JM:%$>O1;$G6N[RA$Y&UD5_CP8XJEN\GKY+]JZ2U'CJUU*5 M*ED]^\<)N+
[>1;PX77->5N!L;YD;BEKOH]9.C="94GY'60 \?E4356G33('? M' N]]'9 @\V;M)QS1#IBN<34ZY6RLN#RC+@$Y5,QV?^;@7]**#5^HDQ2" , M!K/@_S&5>G+P=><^G
E5O^Y9#Y>XG[F]]=>''K_!#=>I=(C\Y)>NJ6,!Y\EB]12P&*_]5:J?XPGJ7<9O%+M6*RL:!AZ$7;%T5:[<
M.+.R1*>")%Z8SP\98@[*F^O9YKL01$:.*E17%+D^B+Q@\^YOY("Q6$RRF0BOO1Q!98=<5"=D'8=OL.5/K8[JACZO0R= L=3*R)#UTL'.?-S
M(@Q]X/B*$HYWM7$_B'1H7#K*.VZ\E(;V[,FMG)-.OLE>VNN=YMKH6<> MXU VEERU\:A6U&HU^5 4GN@B4]I&J@PO93 2MKJB<-RF7][ZZ.%5-Y[D9E:U#9.>Y
M$:A$ZWQ%:\69H.U%BR>"[J!GG]JT?%^K98>:5&5++Y& %6=\YB4@@OWB MIJ(KE*I0Z@IFJZW(RUF+V1H7-^5J6ICM;''JLE3EN8V438W9WM+64F>'-HX'
M[H0TYZ,R5K6;V#J,J/.Z097BKNHPI#V)-261?:4!E ;83<>*[36 AAL)]9WU M[TU1HN[53 W[I$^6)N"^-W%WO?LD3\C$WH]#U[=P3-<>LV%P/]@D-?/_3!?<
ME[0M3FZA':!D&"R^92XOYTAYQ)I6GVF4$?N)XT6VM,IFN5MD.FN8M%$NURDM MUW53JW3,8M>DNE;\0R^!SR7OZGN3U*L>RW<\1K_G:1?F>$WM-SKRD3OBF;:6
M$XVI4H9!IX=DE*MUI D^/KVVVN3UB=P^/;:?'N[OFJ^M._+Y_K'Y>'O??"#M5_C@ M&Y"@32YO7=F[XT,2&ZTCE(>>G5XJB,6*_]RP,4K8\=F?(:Q1ZP&*&. V,R\-@&,?K4Z3%B.<0-
/>)Z/>I8?_%E!*?9CV:'76S\<#ATO8!? M!TKI.X,QNT;H,S,W;F231YV$P@%W8N.F48$\P>6F17N."^MMB,,:X_Q# M-F("*1AT8/ F>;."/G^#;?T9
LHP^AY0(1!'3T;\Y@'UX<8A,P+XB@4>-H3" M@?(' :8/$$OY\"3;YK"*/\X!>MI6EP&6LAA,78PC/BXQI?&0Q,"-/AM8ONC= M@S<@#6SX(T=L"J@(!@:OIV'@RM,S>(WG@O:&)XH3+
[[;#=ZP.1#^,3YH ^\# MJ;"P8Q6\V<6H!&\L)&8^.TS*7VK.#A$7!6]H]BP;_[SU7-]_H)W)%,0!F &U M'#PA,WFC7.WUWR3Z:4T:;\'-/>K/K$XNX;/YU'C^%R,<%GNL&
M3N(^_0$BW_<8(YW0A\?@F4*27T^", H\Y78E<_$7@QX8>A8> M"(/!H;81YZFB16WBV$ >70^]B3%W=BV'.H8%G\1/LO$'=E #.H'H@\7_UIT M@8/Y(P.)UR!))LI.BL?
DL3XFV7(N%5)BX#BI,\+;'#= ?=!A@-*XF(U5V&=\ MEU;,_QN>9.,W>+8.CY=U+0\&]&=(/&3'*M70EH2_=!@Y0=O@Y M55*N'I2>!V732V_LQ$LOEW?AI4>DGZ7:XN5+KS=X#\I?N("-
!+=P.N*VI_$M M=%&21WS+43T'>FBP[BR?]L":"Q/üX%TI*7X QE+^B58*;_@\-GUPJV&[M/IC%_B8JPS.H43IT7423GTOG]2ZTE6[.!%6;YX*K\,5GFL+:/;LN>#7 K?Z M!V?
78D'?:ZF'#:,4K1_4EO$80)@3,2;;TVO)O$]6Y)]X5,,!,\==BCYXLDQ0 M$.,;V&-:8'<_'#)/^*.<@%R9XA=#BGL9DX6T8@OXG"\B(3RB^4)?2&M)2TG M0S_#T/-#*@('W(]!%_#/T/+
5^N,R$MH,W&+5J)YK7+9^1";>!OFX $D@I>T M?LJH4=/@"6M:HU0FEW__6UW7BQ_C7_*/M(\?"N03;WS,VQ[3(*(L]SG?22;A MHP(9>$C"Y,_-+9\^[[@L'+=?
#6(R1]GLBX/3"71A\7I$Y\W>M)>;!&%J\Q\ MX'O1$9HY,6<&)?6!_'4N/,Z7A>X&'Q8.5@>,9F9AW!@??0QL;5TXG@(=_8- MW,8#9N8S]'G<+E8$AH>N^+-D&$Z^*0
I(\#SEFN*0([5M2;C:+=N<0QA5*:% MQ]Y$Y.O22IH8C 3M MGB(#\VV\3, !+TS$AAUR[\C>Z-+.D*1;O4BUKI W"7'PI+QW4M:&4K
M"!C#!6HCD[L>4O\I%C'VH\I:KQZCYAL=B;M\SF:7%[=/[:<+8$/2]'E UP]M M68L+S)[@",%C,9F:MN@; M+&!]*+(*L(]@VZ7]$++!#85""[DVRA< V+9.E]J7!@?-2(8+K=;$#EKM8_^
M'//[8J-P(C'C*ZGCA'#=1*XBX9Q_Q&(!ZC. :-RR.6Y AJXO3)O8/#%#(RZW M_GA#8V[X$3P4N!$0;/#&F#.Y5L16B8G&,"JZQ_^ (2=-;?Q.L:#@G2(AC0VHL'Q5'=9D7N\.G(1F,.M M>.)
[^"*4YA\5U66ONB@ MQ%%8M4!HYFQ??#J1_8LG;COO)S&R0ZN]1HJT'H8Q MB%;L5/(:.)640XZFYZ$P<\BY_1S7H=4A"+.4#'="[_#X*T_#&L M?1\Q'&BE M!2XM'F62,.
(P/F$R/^_;BUY*.%?$G'S4NB;@5* 4_+$T<[M:&^=N,\/$LSG(MA,B#&G!>TW3!%/YXH:*.^:3 MP:?_S@'WF")J#U39@A:OWL)UAY@Y?VDV.Q%U8L;C(Z"=5R#&(22B[B2":22
MH1,EE,F<1;VXDYS%2BE].8M'/9[WW'QY)??W M]YLEL>W&0ZR>KFG1BJDT+1+'YN8W7D76Q:WK#?TB-?,%* 88+%Z9J;IQT< MT<#<3^7$1'95)$-%Z#Z*,HK<%YF&].RYH
ZI31Y=&0?0HOW7EBT,KLB+DT^1 MJ4I1P AN_SD2Q=7%$1,92Y?&&5'+S5PP8=RI"V0 V)8I-F*?S6>.Y7KSM[Q3?'\P/%$7I\I8 M5'^7!P)!E8*\(-'%QB_.SR-
O%";DR1UIBBLH,XPDIR^EETA!POPI6"K!!*[/ M-RM]GE@B).J-=0#3@O3#]6]O!4L.MD!%1+X BW, KR-MF7HK\N$'P(=;",2[OW$' :"QG/;WAQ@U+XUG&R^
MD0GA8V8A0>.GU"RD>>]T.7QW? L7+MHO>'9!#8\V=&Y2S^V@BOD>HPSZXF[] M[,2'?.*S1P)Z'*U$VPG#$% G]5F. #CFJ.H*-+FP*U@3S9TDT*#^]2=9_\"
MYL03<>/^!P/&=T<,4^;=23T"*_"9W-<; ^!K6PQG,+T;&L^+AV$/W(#- M";(E9QH%86WZ!N^:I)U[XP!KK(Z!,,6/_VVWB&WY\HRWM$@%@@DUPU$TSP6D MM**\>IDONRAI
8]Y_XK1X-;/OM4!;*DU"EH*XKR5QHGLUFK:B>S63OP:5/?, M\8^R99LZJQL1(I(GW-71=?(MJ<[FHP-3 M[F#LQD7NXV(P+&N0 #^(@A >2V*]V. G:B0Y)VB-
*H0_4142#OR:B<@$AC@ MEGEX3F0>9'*FB^6JXI\O3!R?B@6?X!)@0._PYU[3I(K& 0,W3EI#DK8S(:T[M(6WL\,&TAKA(POL7IP#JRQMTL,_FMI.V>-M);2!QG//OW^Y?
TMNG[X]MQ[; MS=?[IT?R-!\)/>/GY]>OO$/UN'/J4F(@T&$V#DJ%-G:6GM$61*W@$=U5XPLD;#Z%Q>1Q'%C$$ZB(90/^OK":*M4.% M/I
CCP28E_4%&MITZ+/KZ)>/46ULR^&4X#=]G(Z!(9?/5/7E2R6^E@+0:!0J M50UE0'8;D"^6XE$ RE[-?UXN%:KU6N)7Q8*6^/FB1VF50KE1VNA1BS^OE,IG M/*A&H5QI+'W4^;10?
P8A)+=8G]+U%ON7_ACR8TZX,SF.W7"U*[8> M[\5)O7 (3BM^"JZ79V#%/;?+_WZ*:9ZG(7=/IE3D?=9C<,B"I,\>B/@#%^58 Z68V6,W=B=D9D:6CR))$%F,CT5^W
M<=?:.B&&Z.4C\G@]GD^95B[E:0SO9IH-;+\H)MSY*FF*Z^4TKE4^6T\Y<%8 >:&A:KE@]
MDB[844_(;)@T1YQZ66C6MC!FI]NKFA<^T3]NR+XI;$NNEDR7;+F3KVWMAM67_^Z6;C=_LT:6?@+.NF M;;VAO:YM0L_:=;/+IUP=3&=8=8PD?
Y"T^N2F3)GCR3<3XI3]'9:CQ*"HF0&DL6U1\K/7PP-\00+A9$G:&3JQGZ A3%+2 M"+"L/3[?(^[9]&O@>BE-:9/XA:FJ"W2 GCH=\+L09Q87_XG(+ZO$5;\
<#47/T#+SS%6J=J%"XZ\&C]8/8H-XDB\;/E4K!>F=%W@,(]WFCTWC$*_$61]N!* Z^7 MB>C\._QT\V/F%$+F,% MZ>6A@@^R%>58DRQY.8ZTAVO-*R^+DT8A_S*\5!H]C'DCI8?
=F2AP4< M@H=@.0'X&7[,.Z$=RP;&%YTW#.KWY=QF:8&%86FTV/"OP\]%+VEN,26#I>JR MLATGI@J7*[[2^2D^H15,E\>O98L3/+9-1SPW7=IMY/*A)=L+ASZ>O!ZW@<&3 M\>-
\,2]BPVD-LYY$)'-_@?>AX\?Q43OB>]]FDJTF QCR1*L8HNM(1&>Z3,3H M_H=ZRDFUG"R 3ZJS\2YW8OD*BV"?WF(/7G]%X^I);M4 M!VL=V=OR@,].U$Q-NYA[Y!%U2?
E$=,GSN!9+K!GJ9R:16AO;)QD);1+/3AM, M:M+0<8]8THWHX$LZX!F6-X;M'_RQE@"$G!<>#;7%"7K$*$)8(VW!"?I,+7[< M/[DE 7EX>+[@+[N0^@-S=STV?C0&

(<85G)XQ[B#;E.#A7?%-M%QX[43. ZS- M&34U>!9-#>*+;7F#9>?[#G%F=XIC5 W)M0[SZ3NI(5E+8=_K%-20_,^>CI77 MD[P#-7(P_0] !#7XH!="M!P9:$%D^4^_)FFV1-UT#;Z
'KL]]J-F<)3./(I MW[!<+%36<*31;S^6(TT_+"+>]*%*TS5"45P,5:BHN@*V!?L3SM0ONWXWN6IK M5.XZ)K&.5@1EJ20D\/62@%%"K;1U8DA3:W#$)6@SQ@'#3\0GM]CUT+9,T7 O
M@0P2U?!:[W4.4S!$\4^:J,^84!8?#Q1$X@0UL>LO1W=8!!_K,7YFNLUV#PN,TDUL-JJU@^[6KG:(53-E4[8W-ZHF508^8. M^0/%J"\G2GSPC&SLH,C[_V&-,GT?
[Z7^B(.L9\ST!6"YWHJX3' M^K*Z@*@B&D$345>.MXMS^2XMOLZ@X)#)@+#L^#?3QIM9_#'.5 L # OC)WZ(M>S,81K9'DY*OH%*CN+,?=J)&L=*3BL:SV+SO(!;'=VZ.A"C;MU];=
[\]M,A& M9=F7M5 9-U#Q 15%LO'4_0^U0[Y,3K% MU%&J7"CJFSWJ0,M7V5/-DO2=0A;%"$@SH_4AY/0_97OZM]F>_EVVI]_:J S! MV=1?N /HZ5G#J4*[JCS%F#R?J,U3:&C
W8=/#""=$U4< N?JF?=_WSGEHG#' M'/'.A[)-,TJZN^T#4N8URF6U)\RRPNU%46U(]/"-/*Q_*%]_1\BQ*X@@ML=$ MU_K)3%*DQDJ*S)OKRQ:V%1&U"I+4!-[LC
G6P!K^3DM[0QMRZ7E1"N@U#IT>9]C3/N5_B0_ MHIT/0G&C;:H/ZB9G\F G?/ M]\V)F M-ZU:TR^(R0QK0&W__U[DJ]'N6NCG>Y0.KR?[:A%S^4W'?&&8$\M\B:R!JV#N M<%=
(J[J"HI:AUTM12,2T5TU+(;25RJ^P+N>F(W"HI06Y* M")00+!&"ZH%B6J42"(42"242)Q#3VDHF5L2TRDFA71732@.7G+,$I&.WKU1) MTVY?1F):NO*D5=Q!44M1ZZ2I6):*J:ED-
M*Y%;;%W*K8CFY8DJ0FQ(")01+ MA*!^J)A6[>*FID1"B<0)Q+2VDHD5,2W,X9UWZE50*PULEG4+P!_C_U'?9Z*K31!ZO/,.[YS#:[1AT:]\.(1O1?$X
M:B+Q9+U6/$/,/\7N(Q[KPWBPCP^6P1[/X,A%6W)XJ^<[[9U-57I[)UK=K*+ MCU(N"Z_)"GMFK/C:S3_^06('Y!.YPV.V6& C=GQ^,7=XD\=)%@&]L81%#LT=
MG!_B%+E9W)WMD&7/DTI4SY_A/EHM]-*,4,5^'K>J^4E51#U:_YNE-0.C:N,; M5:(]0GNA9)I.:J7/MD@ Y,ZX+S ::P4+Q8&!RX!:""*E0*4 M(9>B Z2HCDIY&RE>Z(+?.RGF7BUJ6'#TA?
5"T>Q&?-S.__IA[;KB"\EZV$J, M((:%HA#%34HQ5@N-T"O5E(VI4=#KNUJ\ MNE[:645'/6V$JA6*C>5C2MRUJ;ZW(-T!+ENG5,UIU:FY']L3Q*-@25XB2[)Z M?
VU^I4YBRM*>W^I\L18.4C'D?8K](*V M>R#R?KR2M%?3EL,.&-LT>:%DG(*_,Z#M O9[%_)RX!5R& K_V M5S;R/.(O%FVC?U__' XM/FEU+9'(OINBB@_?TGKEH1#U^$==I@??
(AW[I(Q MV_7]NC(%FV+CL;2%92D$Q!LCE(5FQ4 MBEJMJ)>*Q7JU5+^B,+G2'V,D9KB 59H#;)QNZ;Z*\> MB[T6%.S(I.4M76FUJS5K2YWA[!7N4)K#X .Y"SPH2GM:FMCO #;0!
MIFM_HI[#1CG"OQ:;?8_N#X8))N(^O8;[?44M'8!(19L./6]-N](QW%3<@_X[M@>DW&H4]X$"%AS)ZV1GA(15O4GAH'@^5:^5JHPB0J%:OE:^HKM4:M8;V%_N9
M+_]1E%&7>W[J,/18E%[T9 3N!'"4.> V+$)1L*\G, +_8 QTG4]_K?).@'Q MQT HZPBFG2\UVR^9M.):\4HO(XBI97+ZY<(^T)L",1F]](Q S#ZQO0(Q)PIB
M9/YT52M7M9)^1;5J7JO7&A7,GRZ;$8HX2CZI!W+%29SR(;ZF+;39L. AU2(MKO/LZ>H$W"!0N74'L+8BG?JW0KM /E'G.WGD4X*G-GW?-:Q)5C.>-,/'?K'= M#GS]Z 83S",?]?
>_U0%Z??1)J5"L%/\/C,"QX I^*=8@T8MZ->-P**L!G8;8 MWM*JF9R]@D+J,@6%DN1B#\<8%!0Z>2C4*&EZ16OHY4J]6KHR:XURO5$Q
0B9'81H*WV32PF<=WZ@D8W69PC=S8K&'H*S" M-^>!;S!D7ZPV -\T]&JY6(\%8>1)KG4 SK]"AQ&>8:,7=P1M<.()T*945- F MD\:]>H6I-MC;+8.35Y$;=9E"-
@EBL8?,N]TBF_%96P5NC@!NM&*M42]K &[M)]:3-IBF8,PW"H\E&L^FT;7%0.;6"JP.X)@<>2PTLYX G%5 4KK2^('N;)Y@
M4HA$7:8028)8U!4B48AD$T2R\6[2^U#*QCF^>JTX+QHQB,.K:M,$\&9Z_V ME]1E"O,DB,4>MIO5_M*I Q[Q]]; P>OZ%H)];Z2R3* M1,>J4P$PCEHH3RMF%&0 Q- :63I-
GAPI;SCV,HO/@$?%54Y M]+P;5T7$.WHV6SZIJ(JZ3.&=)+RC:@,KO+,!WBD+O//:M[P4P9W9(TKC3:2R
M0CN9M/=91SO[K(BAT$ZV+CL;M*,552<$A7865OZM%K6*CDW'=:U6T6LEK/RK M%?^0FTBK*OEJC4:#M /7^$Z>;5BX2]X4DS=,B/5HXG^WNEUF!#"BF7X%FB@? M7/U0^$?
&84N6MZ5XB;MB-DO<@896^U+J,H5*$Q#7Q*&?3H<^NHU\^FI8_M.GHVG+X_/E-'^73Y7KB"V8U(;Y/?"UGT6@4 M]&H#)R(1L'RQG&,!YG@U_WFM4"PF?P.NV8:?
5TK5(SUIT>S*E4*]?JSI+1I4 MO5#2*RD;4Z-0JNQJ\>JES2B^:$R:5BAK]901JEJH:B$5E-F?^*7Z=KX M.JFD4*G!A01,AV622,UOC-;V0]PLWQV@/2M"Q4ZY'HY"YR-Z&(E8@VYK35@1
M->))&C!%U#1H1$7BC92!93.3$_@KF-\W*^@GV=\-XAX[)/]6SU"OROBKSFFS M2;5]5)M-"RK"Z)S]M.(5S1?+I2+6=,>*,/LF%7[1W@#:0V&MCMB+-I("N'5 MU&-
DWB_T9',WQ6]"53ZKE;,_SN3^RW5*RV[_0..DA9349M-9WK9.2$5 MU?M1(95%QXZP=EU9T_'8$?Q:J?YELJY6INOBE*+*&0!3A$X[\U&H!#]*)6UJ/C MSUIM.E-7@(TG44UW-FUWDJ [
TQX%B]OS1@%57QRB9]1?()/!M1DA&=!D2%;52#(X5M-L8V]>VQS8/K]/*O#![PS#SX .A@,/+LN0!R M!A'@61_;$ 5N%+C)Y/0!W*CFC>HR!6X2P(WJBZ3 S<;@)C$'>#-P@[-O_61&
MB)7J%(Q1,$;!F#5@S.'S?16,.=?+S@K&J(J["L;,P9A*M5QI%+%XG:[72P!C M1 &[/W3\K*07UZUDI]55)3M5R0ZFKE]A(;M]G+HY@.MG#/L@) MS/XH#0 47CG7R\X*KZC*NPJO;
(I7$H]*;X97UDEN47A%X95,SAZW>A1>4938^@?2^((U"/@KY*.238@6OD$^V M+CLKY*,*^2KDLP#YZ"4]+YTFM7(IXS(1R]]4-M8&86 7C<,[ZVY&P?7XB0(Y"N0HD',P7:Y 3K8N
MX^M]%=".S6(IC3/+7]8+M0JPY]#U+6YZ/&93+'SZ\W MT([OVF&P^)8IT^J'@P'U1O.2>'BQTX76J"2L*^L8D4X\L[61H/K'4>*&?3 MH<^NHU\^FI8_M.GHVG+X_/E-
'^73Y7KB"V95(;Y/?"UGT6@4]&H#)R+!LWRQ MG&,!YG@U_WFM4"PF?U,L:!M^7BE5C_2D1;,K5PKU^K&FMVA0]4))KZ1L3(U" MJ;*KQ:N7-J/XHC%I6J&LU5-
&J&JAIBU_=Z+_6DV9_8E?IFOCZZ220J4&%Q(P M'99)(C6_,5P;^Y8[-1WU&3;X7!H\[_M3F80Z)GSI!Q3C M_:UNEQD8-B+?Z$@\4B_RP[5EU;HXTP%]7BMM#^4S3F'ZJG"
(NDQE+20#&=46 M1P&9.2"C%U:ZHKC4J]5KE+_8SKQ7_*#76[>M7K) [W$ST)K< MNH,AZ3&&8;01#->51 M&&8.P^C%:JU6UBKP>UG3KJC
*G^8K*N5*>*7OP6NL0Z&T8KQ/::__ZVN%QL? M/U%_8=CFUH7E1R SZ7Q\27U"37>(^ 8NG1R(;? WE..HYAA2]"'#D.JN]5DK M-
S.)*O2K*D*J/82Y3V#R3<=A/\D>%EZ!JHQ>=E:@2G7]4:!J4?).O:B7JHW* M%2W6_!1L2&S=V:*J26&=^[AHX%C=6$E1561<1V2#@O>&,-/ED,R?-QD-PS>
M@Z5+$(I19Y0C;0P>N8[<_*J2IRZ\BL&%>-LGEWJFA'#,ABMA0.,+II^4^5!3 M/:.1IC)P/&Z69;8AD6H'I"#1HKVR,@Z^7)GLE97%7EFI,HV)
M7BWFD7MRVZ=.C^$'MS!JS[4!M\!B\BSF-1$1&8,ACEKZ%NN2UD]FA'SO3**: MK(.83.^78:TU;0^',$YA^L5":9_9FPK'9.NR<\(QI=3W_E$X)G6AG=(:H9T= M@)J9,,_"8,ZE"Z
'B]8"=\2"-K_XBX"02AU2\9PLSA[UO<)!ZC*%@^;E0C4, M4CAHXWA.+2F>L^. CH0]9 W$@YM96NWC8MR3==BC(D#9C0"IRCSJ,H5\$@0C M]?V$%/))V\'VRDSG9YS('-
K80PC('S+#ZEK,)"QZVVRJCN@^%/NZ;WG,S)$H MPP>^''KNP,7?14>B?X6V/%HF6A*IX_$9!TK9/AZO=LK490HG)> D58I9X:2- M(T2-Q C1CD-$:\ B!6@R#&@R'OE1]7[490K1)
B&JLFL$,V"W!] -)5JHU*] MHEHYK]4:E9EC7:_T)_E&@P!WH\9X)4=,GOO3#'NA'\1**F-@I3/B6&63<,^O M;.3C;!==E"%,D]4DGOI5)=. 1IW)4ID5PLG>Y-71*W690CB'S\Q7".
<\$4Y9;D-YU&0#ZGTG#Q:H?)\I5*-0C4(U M!]3>^\PA4*@F6Y>=%:I1-9,5JMD4UF9R]RA=6E^UZO:\"VK%9I$3A MQ\SRE_5"K0+<.71]B]L8C]E<$7]\L\R@+SDS?F/'#0)W<%V);
MIFRH'PX&U!O-"^+AI4X7IRZK,Y8F]K/O3HL&52^4]$K*QM0H ME"J[6KQZ:3.*+QJ3IA7*6CUEA*H6:MKR=R=ZJ=64V9_X9;HVODXJ*51J<"$!
MTV&9)%+S&Z,UH9YV;3KJ,Y:CEHC7[AWPS(;2.4-_Z(5UP<]Q##:%XE8LEJ2' M5,,G3I*6<)"Y<7L,L5?R[@#M61'JCOF&9PV12FRYM"S;*+S M1 7\N<]
OXKS9S+271:%SO0]A+M/8/8JSJ\N4RD+R?A&]?91X&91R@*@F[JN ME:[,4J58:I3C*0NOS!N0!Y M2SY1YWN.//+I"3CE&A;_BZ,<.HURZ%PZPS$DBRB,E3F44;[2&HBQ]E"MXP1F
MKS"6NDQAK&2,I;H(*8RUJ#I^%0>/QUWR18U7QZ_^C,&L!X8G7'AU? !2B^=P.05RE&7 M*923C')4#R"%::F1ZT>X)4[UW&8;2O$HH(RT3E>W'K:0[+B M"4Q>56=)9N?
738+Y//C&' M=:V O+# $OG.Y-F&1;QL#C"OQ^3XY(7Q:FTF:76[S.!).M_HB.A%49CM@P(M M&0ZS(&S1]E#D^A2FKPK$JLL4;)F7B\9>]U@5:DD!:HD@AU[FD*.A1<>F? NN
M)%BZWL* AVM;QFB?^" [EYV 1?S_DHZ1*@.6DY8/ MVI:9Y#GL@(--FH;AADZ 'O=GRQLH,Z?,G#)SYW_9^9BYLC)S&3!S?[/*9KE; M9#IKF+11+M/%0=_R2=-
QL"'\"QNZ'EA.AV#A2]E(K)C_59E& M91]5:3S_R\[&-)94+#H+IG': RQ% VD9$V]3K48?[?_U;7BXV/3S]M-@+7 MD?N7>K&H*]NH;*.RC>=_V3G9QM17YE&V<>>V45][&S];#G4,"WQ
91M3=YFR MC>JR5%]V/K915WYC]FRCOC._L5&L*MMX;*%1ME%=EI[+SLDVIMYO5 =4=FL8 M=^8T*L.H#*,RC.JRLMC'.XH ?WIY ,WN!^#U,'+G&B&O M_9/G;HT5?6Y&GYLNO-
IQ T*'0T:]* 7S'K42%16![FA "?85)AUFT-"'QP0^ MX>\):,\GU&.$#3K,Q*I"V'%X_ PE_A:!CD#"X[6_,QKV'2O P9O.RL M[$+[]FM6[<(K_>DZ[F $J#\ J(]
OVWTV8".#852T$I!*P5]=E8*^;3XH M!3U6T+?4-D);1&4>+.=[A_I,J6NEKI6Z/MW+SDI=/S0_*74]5M!2P5OI:Z>MSN>RL]/5=Z[/2UV-]?2?: MRRIMK;0U"OA50#LVB[*1X$DP
M+DF@/,K'M5Z;)M'_0C^PNB/QD<7+]UWGM3HW&0>^8F!0- M;X)WT)YH!63 \W!_G[@>_"[SOEQO1(8V=7)37U//HXZXK7 PZJU8+#GSLEZH
M5?!5KL\5P[7',%#Z@WU\L\R@+YDG?J,<8'%R"^WXKAT&BV^9RO?SPP%,=30O M*T=:=4VOS:3EQ7[B)"SS_UZL49NK5KN([NI[$P718_F.Q^CW/.W"'*^I_49' M/FJ4^-
+#NL^LQRPI%Z_I>*#[)E\MD7SW 8LJB%4+BP0(RXP1K#!&VF+UY]AR M+9Z-LSJ*PY$XYM%UV+P\Y=O((,^0\]FMF>*,HJ>J)\(0^B(4HOP M!6!JS.GKL#ZUN]C8&!_$D\O%!?
S)'@L=N(L_D(9!W_5@ZN8[=8D$# IKRO" MS48X-U$8'KP[#^MBTZ'/KJ-?/I]6#PAE=&WQW,(\O^GC-/A ^9@%KKC\XFLI M.HU&H5:LH?1(9U&^6 I6 5;K:O[S%MX5"DR)\[Z3 -
GY,:F:T?RINF-,ZM-_U1*M$UH[ZB)= M^5=B9N2Y>??2O/]"OMW>/3T^MAX>DE1CNA5<\F424"+9JPA1KBA;/$V+MA.:?4%9 MIC6PAE8Y*[
Q%ZA_1SB^#DL2\QCKB<'D(SGU=S1@U^2.&7@&3G8&U!J\,V"9 M[&%^BPBW;B"J=+&[4$LV(X*-Q1%!%=OCFO#I]]8+>?I,FJ^O3R^/K?]N$3%/
M92#OU\>GWTGSX8$\MU[:3X]M\NF_Y/5KJ]TBSR_P_&UC1$S&A!&C3X9,L]W M'?+6=_UX$Y&"0CER,Z;^) ,Z M@I'S?5-^%EK$44W781@W_6%Y0$<&
M;+NN#7_A5,7*^AC7E3%=^;)8V[(*0^W(,!PDY^N4*/-J!;:BRBQ5T.]0D>NTK^K" MB-N*6-LYX $!D PG)D\P!*AJ@DXPLD"BUL$O4[A>CG.NIP5? S.^QP M^>Q9CF$-J3TO(1_VF
RM;,S)L C:F)>G3ZV75_)[:S,M^;7I\>,BDN;.19X M[/\!\4BT,G-%HC-*)V5E.!E>7*!!P,7&^$;[KI-1=HA9F3D)459&69FQE;E[M;/V7?'EZ;#?:-O/\OC7,*'F4;9&V MQ738B'QQ'9_:/YB?
46Z(F9:F8;BA$^"^Q=%LRWFE7)R1;?GUZ2OY]/3T2+[^ MWCI,]8KTT>&V3RT/'A)MXGURJ6?B'U'H+*M*1)D43H9?W3[PA.N0KV]L#_LD M^]54"N2GB<$6*^)OS8ZAO/3-9J-]
M2812OTK]7I$O!?+M_M=FZX'__O;X_V=5^RCEJY3OS5=FF1;Y-73^4HHV M'9>=FZ*]:S[>_^S]M4">GQ#[_JIB#TKM9EWMWE'' L"+0N&:,-'OYQ%^J"HE MG#Z10R7<_JU%OA;
(2_.U^:^L:AZE>)7BO6F'C L"#>C_3ES9*L2;0C'CL=[6 MT\N7%FD62/NV^?CEJ9TCSWV%>+,Z?:5X>927N1Z6(&A,*C3<_V]"852PDH) M7Y&[I]_)2X'\?O_0SNSY1*5YE>8%,KAO7!
(LV]_'D<-]ZJ/-BCRJVH*+:@N6 MBHMK"UYU7',$__2#@7WS_P!02P,$% @ >9:3636J>4Y=&P ($(! X M !A+3(P,C0Q,#,Q+GAS9.U=6W?
B.+9^[U^ADY,1C;VY\Q=M5J_"K(.6V]=NECZZ/+B M\CHJ%OWJ?C:O/EQAZ^JB=3/'[=;U1;O=FGW\.&M=7UVT+R[:LP_M.7ZW^/RI M_6EV\>'FHO6I_>&Z=3W[",5F\\L6(>W+V:?
+^0?X1S!]\3Y[YI*L,(*J.=[G M%^_+V=+WUY_/SW_\^/'^Q]5[YB[.+X'U^;\>^Q-1]"PL:U/GCU3IEYEK1^6O MSOG/,^R1J#A.E<4+:H-EWIML=QSM)6WR%RW\D!'"'?J?
7W4;SW2K#B3$_L^NM8EMW5H#B;FQ MJS@[)Y_"[XA:7\XZ#.;K([P W?CW3^->[A1*B(W+1TPCMK$'_GHA_FNC5CS# M;R%!B3CI+^?[!'NL-AZQALZOXO-
^JPZ)PR(%A'L&*DV7;DF99.&7D2$+S&ML M+.KW'+Z$$9J4M+)$IC3V9=K8@@%*<&B0S3O#P638[]T9T^[=9 K_?^P.IL/[MX:@[-J8]^+&LJROY%*#RZ=/-9?N&-
X$)V)%$;2#!$NUXHN$]BKF>D.H,'T?C M[M?N8-+[UNT-X,_NZR#+8JC$[K(T=BGV*.!_0C'#Z"/L0C67Q*>@^,$A37-7 MXGOU*GS1WU+B_MY0O&^-OC'H="=?
N]UI!4!3YKKHL0"UDAP>N$QO2U;2V? MEQ*GF](XG5J1U*\9DZ_W_>'W5TY28C9*M#Z4[P>!*1)<3SAU__G4F_[V.I!" M'DJ$/I9&*.!X0B>PPP&G&UD,E;C]K(E;@WO#X;?
N^%NO^]T8W$V>'A^-\6_# M^TGO8="[[W6,P=3H=(9/@VEO\# " W9ZW;+=HSY?):J?^$J;>J;-O(U+X(](M!@(A*)3"04W(0;$@%$EJ$+H# ""V]'@X@(\=X?
QE<2SBH$+LP\4^8@,.5@*1 M%+\&X6)TH-^9]$388:"_"2Y-ZO#&W6_=P5/9N$94 M6FGFRWTSAY0-LNSDJS'NWAJ3[AU?M\.B78352AHZAUAI]ZM]NPM&+<$))5DU M"(@@4#
(U_E5ZM$Y2*$U^O6_R,# CR!MDYD%W&M2\/YQ,1MVQ\+S2PVH6K=+T M-_* .MW%Q3BKOR-@%K2!!B'1&WSCBX5QV65A7%YI\0^RLX>T#;(OS-/ K6 9 MUN=3]\$=7S6-
^)QM4#KX6,A"B<+'?10B=N^08"A6 #N6[WBS:! _2Z,=F6[M^K"PTN0_[YL\(&R061^&P[OOO3[XU]UP^K4[[G''?>C=)<\F>JL:I,4*O-_E%:Q">H&6?G>Z(V_&?TG6*P;
MDZ>Q5A0AFU9I>6GMROD@P0@E.34(A3OH0+[!@N9;Z0X_2:&TN+2,35 WR,IC MF)X'OL6G%Q/H9D?#R33Q+=^2'@[$CZ4C"1HLE3A)R]Z8D9@13<30P"6D?@ED
M!"4:!2=8^JDS!9 &#]$X/.[V^7Y !VQ4'D,5'R5PTN(YQ3,QH(=LD>#;(*P> MGHPQS.B[I?NW!('2^M+Z.29ND(D[P\?'7C!_7_K#$4POCO0V-TIXJ $05I2 M)[B)!I#BUR!
<)E^'X^FT.WZ\Z]Z675>G:92VEQ;2@K[%&2#.H4'6[@\'#YK& M3I$H;2VOH(&\D::>3(>=__DZ[,-DZ'XT>M+1F94&7\GZ6U6W70OS4Z)DK2ZCEBC7@_M MF"/@CF+V*.+?(
2ULX=&S*8F+9U'49U_,<8W-VVI)5;,4D)_BV0V*3M#&Y@I MGMEO!WO(70FZU+ K@QY(;!+D!1EF6N"J^2AAE*)JA?EJ300KF3RFA4X&H1(. M*5:63EUKGO7#G#(MPZ=IE#:7(F0A?
1/-G9V3IF7]0A9*,*1(65YR6Q/12>2L M:4$BTREQD*)FR8RW)MH^,WU-<[3.YZ#$0XJL%:3!-1&>78Z:9L-(4READ")M M.PY--'I1AIL6#B48J:"YE.)PZH2Y)F(6Y+1IH9,B4>
(@10,"\B;:6I4'IX5" M269*?*2%>YG4NB:BE\AYTQY4TG1*3*15>()'$TV?F3RG!4(1!R4?3C-@HLU8"9ZTD-=/UVLFQHI\.TU@RW%3 MHBF%
TKE\#41P#B]3F]VMT^FA$2*",0LFFCW@OP\+2#4?)3(2$&"PFR_)H*5 MS"K36XK*A"HXKJ3 0#HIK8GVEY/,]$+\>>1*+.2DG8Q,M48B(F6>Z2&21ZY$
M1$[0D=/7&@G(7D*:'AS9Q$HPY*L=]G/:F@B%=@[+'?$QM=\L129BKX13BB-4 MSI$)138)]8+D%CU\2S!2(IEQ"T51FDRKD8@EL3N'^#*K\-)YJ/$2@I,9&(%C%'(
M^008&)K_\#JHDAR4($DQBDR0A+8-1J?#'-_%IG^+;?[(6+6VE,=$A=&U%+B(M,8IXHHCI"27)P+^W#X+3[^T34F^45_I '.)B.[:<9@/3Y:K$40Y/Y66?AD(2 MI4_ QN8Q;)N_)$>LR1*
[A+\790%H:^)X0EWRPC]J#G>'D*1T #D:EN< .\%(M2&X)T2@I&X7"3WZQL]H]IBX_]$?$^C[5%AQ8"X0ER3>F3D4I.,L;,X2)>N(T<)OQ2XRX=?B$6Q7+%*#24C(1H)
MV2>7V!EMP)QGXL$@B']@U\)AF[%V]CZ$.Y25H72%\D>+0&0KD(F$4!1)1;'8 M1GI!XB!1XN/(9<_4TPX)EF2FQ+7XJ%+RCQ;:<6\Z?-WYG'"G!B.\N#"-K0Q= M'B,E;%*8,
7;CBT"OH@S;CIBJ4-\+TMF4PMO-6?/I=DITPO>TF+\D[B'@+&2L O8FX^K?/&"A8"@*"5EBTTQ(:SK, M'>RZVSES^>2A>A/-Y*($4(IA[6&6XMIXH#8N?P4-'-=FSL(G[HHZ 4?S'"T
MV6S'V\#5H:PF1PFV%*_:!SN0*UHFE]SBHE$@6XRL.-[N3LAONELD/CXY)G'! M%@YT<2/FT0HQJPJ,EOX&P!2$J#!.F,PQ61+B'Q!5!5LELE)4)AO9 M4
P2K%]UV5>>GPI/^37A'9XQ>\3F89?;;_@"+KRG MAKSX&VQ7P6R/5 E/WE4W+11R:B0,JHMJQLRVP_B3'D@5&"LAK'8;#I>$0E$G MC#.@2*3%84'V0[K OIRE1XB15I*>4@R+Y '
MUV)5>'\ME$$);4Y.E'6C%72BAW6/)$MW=(9 (+7?APGK.)%BF$^ ,G:*<3$DJ=/"JR)C\A V:! M6L$GCUK$K1!+J<)9Z0]2H"SO'L#@F$\@"J5DG6#>M=[TEWHMVF'.KOT9AVEP-
Z)CJ=DQ^&%AXP9R7.'8M[5+A]*L3XJG!6^8C\ MZGI^=P.B4"P+Q<(:B7/B7E]&#,(E2A)0;_4K:0-MWXJ_)C('W&/(F7.I[O M;L3NPV+AD@4_-
^"6>>IMM39&K9&X%I4<7#JZ0:_,7*:/TDJ)7Y=]) MT:%8.11KAV+U4*0?"A7D9U,B%4,.L9)-]\+$2)Z%>A 9=#S&4Y+!N,E--W&F
M4WOR^3:RE3XF1293/I:>+V1Z6!2:C/79VQJ,5&JZ1P6G$7(@94[2@A.HKMAG M9?/A.EP$5._##B58Z4M2L#/E2X$:!7X$+I)RHYTR(MJ]4Z>1?I1_N[9TN7:4 M3S]RV9SZ_$0B3-
U'T")U+QXYG$2EYV0\GU9TT7?6/=^)@P2!'BA4!'%-3DZC MN)+]C@LFEKAIA,XV^N/7@80I7>40=*'\E%2@9.'*$!+;H0.B#^"3IQ9U*R0 M+WAHJ4J?
R;CY3==GWNWMOH(N*%*FP7F*.E#>;QPKF&)LWM!ALJ0H'23CNCE] M!PDDHT#TR1N4;X"X"^*'-^#HSV\/(DKI%QDWW&D/-N]0(!\E%#AYAZH51Y?Q ML#F?
O@47JKYAIU$D3N4E/V?\->*43I%U*\MXI? M-/U2,;UUZ-NM<$MB+L5?JSQQUDB8%:^2Z6);DIT24"D(6O*5LP9B&#\VIIFH M*=$I49%S+!,/G370]
4OE.EA48*1$APII*=XZZR!>$V^#L?3Z-&RCDLLZM]C MDV?L;(,S"BM^QR"V1WBM>P%0)=9*3*60FQ"3>#$-4!:R4"0L.N(0BD-"W@GL M5X!9&BPI_+4/5A-
12#X3*.X[HLY"K,\U3P6JV"C1D0_DIM\>#*]CXEM=0?R@ MZ6A-B$.9.V"^]JG;8B8JI#ZI7HF$AB6X(L&V\3A-B;OJ,]V-Z2(.2H3DT[;[M"'&6B/-L/#S582D-AQ3QV']6M8$0R
^CBDO%QV2]<0+[[-< >:=@7!$ M'900'U[?FE(@NB[RY"#<=&-BVMCSZ)R&^\%LX[/Y7^ MKQ:L=!WY@OQLUY$T M0:"*.)1TZ
XR'8.C6[JOI)1CI@1<#O1DO/W=0BGF)_2"1TK(@N_8 M5DEN*,E,B9X<^Y(P$V>+0A3&'QRZ%9LR%&2]SQ5FZ,?$V]NLA+2U M";,40LJ&.2T0,1?%
(E$H\P2^L%;7\:$C^P[SWL0YK/#5T]?B7H:W O(/%U(L M*AOR0%:+"TN=*(L><#VAG8=(GSF+/LQ(K,/TWQHBE-C+3U!J8(^XU)80V^C^
M_NF63YK!:OP95MU\@CQJ)73RXY$[3BA@U4PTS"6Q-C;I]?@6AU &.]8_-]BF M<[[S89BF.-.JB9(F5R5Z7,V@1G#,^0MP$RZHN300\NVZR_G 7% MJ4]69\@7Q8-O@#V
V(/O.9.S\^QJP.R)V8+=+66>28ECDIYC/I+5C+AY=5$0 M';Q"EN^V^">O_=EB*TP=5:W"G-/AO/O"7S@4+_B,B5B\3UDB CR<\XU]YHC0
M<+*VJ&)X:GKK@X9AL\@HF#3@V:QEIH7KKN MU3D>A47"UW(/CZ/XKN)X,?!/(I_%]^S,^6JJNU1F=]16*.W6F/J!JUZ;S8+ M'9F]L8C5U5-
;HS*_H[#&'<4+AP%ODV/W0!RV@H_%8T Q3?U#P&UO M^*W;F8Z-XFI(Q=Y.\Y**PPI7O.+IJ684&05KG4KL^;U*_=SB]5:"SLDDF-'P M^TR,]=JFQ'H4UU$I6D0ITOH;AA&L-CHN\
[P^GA77*:=P_;7H.I%EC1?JY:F_ M7^H >EO^9XNN^*8/$TI6<;)8K3M16;7Z4;GZ#3^".<*FP38FGRZ:L$28)WZ M+E"YV*]TN=1?[\Z2K+A>,-@9UC.?I@,V/B@ TX R-2Y/7W]=$V,
[3[6&)7-9 M7,M0UE^_>\:L,K61R]6ONV%B"SP)@WD?V#-Q'?Y;F8,Y=WM6:I)E:2N/Y:]N);^CCCXEKE%*Z_%@,8 -.Z@^>UT-!I/GA0SV72A^N$0@99;L*1X]@0:
M=1!"=5V>Y\7+W6[C(F&XSN /V.PN4$@GO(X\%LK/0X%OBO?'.^';JJ*HMJIG_VMDUSHX M5.[6NO_>4'\;C^J>&,ZG2^P$]>9!4#=\H;$'/1\6&T;!/66'[V1?I\U;(2"Z M]OH0X&-
Z1KUA,O9,/)]8WPE=+.%? Y8&>$$>0*)_!V/.;L2J :<#Z/S& Z:H MV)OU6DH#[2QA6);8^,9V(EGJS7JT@^E5:V\7W"]:GCBZ=7AS*:+(!>^ MM $R*
(^QPO(>IE21]%ZFJD6]@F&M36'*>/<:[$WB%VCJ7),!\8?SW9=C8A+Z MS+_/]0)-+M4]X@W3(T#'GN,3Z*5 LC4BT'-QG(JGS0JB^N?-3_Q5'[9P>(\$ MRH97LX5;T]P_0NV-
A/:Y,%=C=I1H#V#X LLS5]6P,PK6/';Q_7:':Z3LE+++ MUMO?+*D+,PK7WTZ)N728S1;\4I<^K(<<3]G:RA'7W^H,$^9)GIC_#.>W&X\Z MQ%/63D%4>WK" Y3I,\\;.CTQQQ/SO\?
=LP*A6G]TM*A+#]V/X M)-G0&4>/D=T&KS(&HWYR7AV1;7,[U@-*.,K>-DZ22N=^?"4VWZMY\LCN:8UH MRC 4D='=*&H138MX('_R Z^'3D+5HB26$H1'DM=2J&EQ
MJDLITOI!G+K8\<*(AAGLV9B)QSI\1L+]O^N+=GZVJ":7(]CT$0&>C$XP?+$D MNG$:QA OB*.*L!WFKXT'_^;:X@"<7Y%H_W:QA6@CV$P,T#!+G86K)44F0SGB
M^MM#G!4/ZJT9U&7W1;F::C"HO[:R3QK!DX7CW8*XY^0Y](#XANEO,,_XBN:^ MMV3.7!X7*8JLO9G(XSR@(BH3OW90[#XYA8_159Z\$7/].;,I"^+G\0IG%'3"

MF.^]&C8,A/RQ2P[B;EVDX1^OE*.Q@ M6_"\-;1"*\ N[.?X3S^HOPS_9+O@.91Y,8GG):G?%RXB#R_L&*/W&5TCS*>V ML#@>SL,O$SL0/6<S-Q=6^"[=5JY++_33XC$E=*Q/>-
Z.%>Z6>- M/NH5,HXRLI&N8=R:?L#H%.]&\Y9%+.B%Q2)+:GHE[5>9^U%:+K-M?$]5K)NJ M6'FW.P3KH[29$5]%)JF<]HF@%P]J'OJ'<3O,M=CK&1^EO4H.B8$3B)&1UQ5F
MEO,LPKBZKQZ$JT@\3@O_=GDU)CP=!)8;T2N[BK,5122U[W* =M?Z%[X(XYM;H#!7'];58U%[A]%Z4XHQ$3N'Z.YRT8A]U:O'Q.*&XNM"H1%SX
MR*"X:NO4HGT\M8A>QWC$P40)'$5Q+J6(HO[ZI VM.#:44[CV!F* 3=OQ958C MERUZ.'-"ETO]S9*ODH?S[PRLJ+QG<+]@_=J' M=XX'-U
#RNG+J3EUE/MOA,?:XZ3W_'V\5W(]QOT9D>6RN^\2VZ$OYML@G^ X M,SPR;D8>.@^$*[U>4M/@Z2F&'Z3U*LB>XY%GZFUP3:_F8(NG Y?DKK1'7GY
MUUH<6LYA^K_EEF_H;F:D:O]WP(KQN 475W 3U%O(^LNV[L25M)ZY)"O\ZT__M!U!+ P04 " !YEI-9CZM]=L$D #8:0$ $@ &$M,C R-#$P,S%?8V%L
M+GAM;.5]6W=;N9'N>WZ%3_KH(W[)2O)++4M)UK+;?E8ZNZ<)ZX"4+#W"45Z M-BE?\NNG0$JR[C=B4]N>=)8L4=3F5Z@/A2J@4/67__IR-'WV"?M%-Y_]]2?Q M,__I&
<[2/'>S]W_]Z;?#5\S_]%]_^].?_O)_&/OG+^]>/WLY3\=',%L^>]$C M+#$_^]PM/SQ;?L!G?\S[?W6?X-G;*2S+O#]B[&^K/WLQ__BU[]Y_6#Z37.K3 MMYW^MO]S4E9!5IR9
H)I+@2+SD6F%1>?/BR7'___/GGSY]__A+[MZ<_S_OUSR;EZ?OKNGT[>_N7*^S^KU;M%".'YZK=G;UUTU[V1'BN>__/7UP?I M QX!ZV:+)O9C>^H/['3M['Z$A.2*?'SET7^
MZ6]_>O9L/1S]?(KOL#RK__[V;N_"1\+[;DH*_3G-CY[7WS]_L?_F8/_UWLN= MP]V7!X?T]=?=-X?[K_;?[K[;.=RC7Y(4JZL,[>[]&L.<+7\\5B @IM#!%8R!&9
M+HC,:RF84MQKJ[1$%RZ.5Y5K08*ME%M@$5<:/OF,YW4LG^-TN3A]936ZJY&] M!<9Z3!\OV3O\A+-C?-7/CU[,9\L>TO(/FNLOCA=+^H1^]TN:'E9^Q)TOX MT[//6*W6B5%
<8X8^72'BQ0EY\H[GB^.CH]4S6;?$H]._+X2R+7^6\^UJ; MDG)3>KV8+Y:+G5G>_?(19X1E4H( ]"(QY;QEVH?" A;!"D8-R9F043;FSF4, M]R&&_$8,]ETQ8Z,!'U#MVFM#8C%(DC,M-
7WG+*UAX(WE/$H/N%6U/TZF_?+W M^3S7IQY@_ZE+N#B83_,DZA),)H<%.;DNVKI"7HM53">',A1NHG0#2'<]FC'9 MO8UXA/_)WY M;/$+EGF/Z_>1?XJ+W2^D!F)7-
X/^ZQZ18O%F3K\E]W:^TMK>;(D]+I83C%QR M0PRPJ 5YLHD\V9(5"YR77 RH%'SCL1E0G#&MUX_GX.69-A;]-YN>9T!/C,0O M9$-*MYQHS;4 A\RH6&B!H8C*.U6W1@)9*:UTQ&'(>
7*J.*:UDS:;. ;LV 8 M6D?K;#0 +&M) H&IM-:%%6VA>)6#S=^M66NSY2:M"QY(T9FG2"H'R[PRDB4O MK/!*:0=;WW)[6H,]%CY>GK2;:J_AA/U$LM2(8(WD3#J-:#CDS"S9GAHH)N:1
MUI2(FMMD7)!HFL^VZ[&,*30;*Z&:Z+$AJ]:??AHP:,(NI03Z:$XQB8_T75V: M2H1<,#H)LG4D=PG" T.V81?_\9+H\6IKQIW]Y0?L2;CY11-YBBEQ$-XHPT"Z MP+0-
AD5!;DT**@I(1BJI6Z]QMR*Z#[/T_W+KU%"GEWCVE^>7A_TU_=SVS/?% M_J]OW^W^8_?-P=[ONWMOZ,?=5H>_USUZN%/@.P5I=!S\8G[TL<3!SVLG^BOR1[OWLQ7'?
XRQ]/>QAMH"THN0LKWY:$_3O MT,TJGIV^6Y '\?*XIZ]OL>_F^6SHO*,H1U+TS$E[%.R0ZQI11!9LBI(K* '3 MEH:NH5AC,NO-&7S?R?M4--G*W'\!BP^OIO//_\#\'D\E>
(=I"HM%5[IUBN1. M(4^\PL\E>53:LH11,1T(.82HF8' E90E6+U-_$@*/:A'\R,@^K\Z>C[#JZ MO%$('4LVQ14*[P)H>E+]-DSF6WP'&-&M4V?Z!$BC.GD?WSL;:C^P3G\$DLW
MPWQR6O9V"C,:L[>T3/0GF5.KQ(H7/>9N>=M:$FHR!(!D((&\1R44.:H9F,KH MP"1>O.%;XG0CD1ZXH?6#FNBGX,<3D+X.XF\S.)KWR^[?F._C/15GE >:M]K$ M&B_Q1-
Z30\8UH"Y@R2WY62WD.<^=#<_NDG?.C&VM8W[R\[KG3O#?$ID7NS^]W&W_#HQ7 8.TK%8="0J<<[M&/K1!VX\)RJ)TCJY\@J*3>W<6P*&%!#FU:-
_A^DQ3D+R2G'R,G(HI[G.A1L6 M=7 R*X72M78RKX$QHA]0^U?MB&;#GK#6Q1'1_/9.12R.(J,'*VUSI!4$,@H M2IF9!1]0J.)EL.W/%BY@&-/^:F.];S39H.7-TO@4BZUO%SP0XIBB
MEM9&9D!EM6/48H'+Q010>IUT8=+:4N,>22&/Y4R 2YE@.):)[:M/[D-_O5I MRG(B$]:9IUD(JUN!DE;RC.3(.0/99:.=:KYXG@AC-R]7%/YHVDV SFJ SS4ENF>:@&!1EF>*
+H)**;56]VUX MQN0S-]!^LZ%O1H9Z)_AS-YU.$"ETTYJ,L25C3&99L9 H5@.C,1$8B*EU@'3Z MV6/RBALH^5%#VC*_&F;ONSC%M2C$K+.:%F?(@L_1DY%AR52G7"4"E1TMD[$D
M$VP)M BW3[J^$]>8W-\&1&BNBF8D>3V?O3_$_NC;U8 %>=_<*2_IDX7S!$1% M%F(F2%8;K7W4,K?.OKP&QIB@>QFW;+#A<3Z^F_(@H1 MK]:ST3DS7[.M+8"/*?)IQ:GM:
[2MDW0]'HUD M^R !,[;4Q;N:/Z%4W5CTGGRXH+%U>'PSFC'%2:UHTVCLAW"G%ID/?C-Z[1Q^G\Z^([W!UFG*- MI$Y9+< ;YNO5.9TL66!+49#)&)P3A@QSZ]CP3E C]
<%:D*.M0IKQY.5)0L]) MV=Q3+)FC@R(C,U$39PL7+$13&)?>JIA$-+ZU+WX]DI%Z4"T8T6#HVY5E_##O MES52^&7>]_//]0!_L$!*!U92%6V4BP+*M22@B@-V@):-T\3O
ICI+Y0"P)L M.NB#^<6GPEDE# ;N6.&FGECIPCQPQ; (XPPX1T '=HH?8 :VM6W46JHS"&BTBB><+ M#;HCR0R%(K$X"V "1-U\#^JF+=31^,:;,^&6_<<'#7F[]>Z:O"7CO%'<,XPA
MU_F6R/URFA9?G07&FLNX[:SXT3C [1FPH0(:)W.=VERMD8/0M?!>/=&7HNY$ M.'+!38X(3EA2X?:2H1Z1%@^+6NR[_E,']1/4BR>+G>4+Z/NOY%^LD[<=KV5&
M.6>ERJ8S+2^0$5@6LM"*Y3R6UBF.]P(V)O/W>%YD>@#),+>B&=,EK$=.9HH&E5 MT!F]Y6M-60.5I:SW5G,LB6F/@:(10":#*<$K+<&W+C=Q_O/"%/RWT_FC1WB(
M9)%3@0@W:.L2LRIPIHUUA*/>UP6]V5LQY)RV[M3^N QD0K!5C!HJU^K$%/@7O4]=:+L25;'TOKHY;[HVM<]=!H;KVW9*YRK5L= MD+SU2FN:+4D485"WKL@ZVJ]' S'DCB*(#U!
PS.#CSVF;C4H]/T43TIQ[:PK M!JQ>GVBT(?$0R$16AS9I9&"<90JS 9V=D*FUZW ?7&-R([?$F.;J:GCJ #W^ M B1UO>B%L\4:B]/&0.&.>5=K3]M PA972UT(JY2V,N?6V\
[7(QF3_[DELC10 M2?.SR9O:G%@21ZHHF%VUMJL5/0.29Y821.'0%<&'.J3EQB\7=4V>-),/^V,R-%'Z/J:U;I?+E_UNGK/JQ3,SH;"'*;$M).* M 5>.I2 M ^F-+^K\""]^&4^\%,SV
*;,:Q7XX7W0P7"W*V8C=;C=VZ=<=[M0DW?+6A\^A,U]23 *LEZ\>)#_79O1A[\<17NAC\Y/<#[*B9&@D[!2F:*IU4X M2L]H_#A+7-K,LY*Z^>6_+8EV'U[['XO78R1-
NPOK9/,7U>CC8G^V^Z5"/.X6 M']:S>'6/Q7+R*&C.Y3M!W8>%X0=;L=MJJBF! M*JK]V0%,<;^^U;\A^0 M+QLKIGFOL4227VQ)9:208#.R)#PRG7AA46C-R"U(#H5 Z0>Y-'T=F'L11?
Q@ M1&FCFI:-;7N$!;[$];^TA%XYM9\4X8S5J)BRRA,R%9B7@ 0O%Q,,2M/\?LU] M<-V+/]OL?+R=+8?&"AN02J?;(U7FX*W-/@#+,9<:VP8&LI#@2B8PB Y+^[ZK
MMP"Z%WFVUCGSR&N1@1P"<7^/#, MN03J7NSYP3;#VVIJ0 +=?!MM0D HML/";-UFTT8[%FDH6/8EDY=FC9.M;\$^ M!-^]:/7#[:$/I+\!&;9RXLX&XJ1:<,UXPY!
<+:_#8G)U5P%J02SO&(A8D/S^ MY+>PRMV$[E[L^M&VW@=27C-RW3 ,K[H9S-+%8=#.%?J]?9TF3+Z=EO8AE"9]5 M4EI?-$Z)K4-@S(>95@^>]Q>*8GD]A].K$?O';C+A)BB1/I?
N$];[& MM0?YJXH<]+;UWO?J$L;^Q_J+Q<0IK;TEDR&US3652#*?ZXE_"6"Y">B:7_8; M5*#O(#=L4P9?4WYT) 1I5S\(OJYVKT\6NL/Y(7SYHUM^J%>'"."K>7]#QHKF M(9>B"O-
&6*9=B0S(1C$AI @*Z)>Z>2^01V(=56/$;5%U&WIMSD*"]0X_'O?I M ^&J1RAG;3$F42%$XP-+=4YH+@V#9&I[8<5I>$)VH;GYO!/5 Q/8?BAF-=+5 MQAR"4T3[9?=+ZA8U1PJ_\?
X;QL5%D""27#7WXMZN^IL+%G( )DN4KNZ/>WGI M1L:E7/Q'?O"H>@ .S)EMZ*:Y$=HO+[LZ&K.\.(_):)5)\EI4O+9@\UJR>L>D MUIZEEX4.5C>OD7PA44N79>
MU(T#G;D7Z)1L'3;=C6I,18.?U(%_M*H:]EOZ>$;L"V@X#Q*"6'ECGFD; P// M)7-2N4SN& !O;71NPO+ !+;T#^0EWHWO@D<*33+M-R763V]!8=X-X$>N\TNMN$DUD M]"G6
A[*R5IQP]=4Y&"8!2=4RABT':#OW3V0?0<7TIM3JKW*FL5B*4 OK:WUO8!]#_O]@QNHC34VH&UZ,U_B^2S4 M6#>2$1S+PM0XG3@.Y*:P(G34WHO$77,BW07J.
[C$/KQ%VD11PQFCRZA\+,)G MHY@5<87*,\^U8\9F'GQ469?6]7?NPO0][/H/;H(VT=,@UN=EMY)X>=R?NWA3 M S*9G?7!D:,&H9PC0Q*RDQP+T3.N61L7?#T'K"^@YW_(2U0"V4-
9X.^ 5JU M85^5-UW_)D]4\$7)+)E,%-7K"))YAXDAQ?U:Y,(YM*ZA_!!\W\,1P>"VJ97^ MFC&L(KA4'?<=#4'?I27FD^JY%U\X]\ZWV'?S?#6#]22!;?=+6EU[?@=+W"T% MTW+"(0*
(EOLZTX0-ZLF5IXFE;,2+:))K3FZ70DWKI2R>LHJ(^+LR?NSC628 M%$7V21M:\5 BT3A&%HI73'I#8Q^+%,U;:PT@QIA22D<\:ZZ4=GEB0CU)(CJ9 M:QXX9PE%)DNJ.8N!'$
5N0FE""M*:\?JL8GH3[OG]!WQ>"#U#TW/ZZZ+D.\(M@1M@&DM@6NF:QBT#2\&*NK6&X%LO@H^M4?NT91>_?WINJOZG. V38&L/6%6W M?
FNY$#0L<%48!XY.2!>#;UWBY;&G84^[/_;]TW-3]0]9'GWOS8O]7WW#NVY4$BU4QW25TT\5%)/LK874.N:Y]*8XI<6_+C2:J>A1I7,3Y!=9/<08&P7)"YXX63W(8S M* H9\
^(8].#%7,^'9D8PH6AB#- /HMS5V0NAY3Z,[NPI*&2NE-Q.S1G63W#E+[8(@XHHDR*T" MS:#>X/>@,"FO,S9GR_V0CS2I!X&Z^"0I:AH M)#,B"S9SACPD'64@?@X3O#*[OC"W:?
G]S6UG[;"AJ=T\WU&DD%\29\!R+XLZPPD.M MCTQ11%2U/:GFGDLA,C>M=[&;"C"^57^!$+^'W?,!Z-1$8^W:2Y[ZP!!C"45WC&H)5 RILJZ2Z
MODSJ[I>$BP7]P>E*OI9"HZ,U60MF3**H5WG%H/X8E7:*(UA:MY^ =@^1X7O8 MJA^:EX/I?.A5]F6W^#A?="MOX%O_+RE#+8KHJJT6]P?
$E4)SANBA$&KJK"75\APIQ#8^^L!Y2:V/YQ^";]1&].&\N=-V MME+5<).%OCE][<25/1\.$^X3SW9QVBWO].=)DH \R\!XU'9]>QQ$*BP%1-)
M>8'6S5K:H1_3&=4VB+@=-0]'T[,+N#51Y07T_=E5 KLAOF$&M5 M.N,9>,N9P,*M+UYZ&-S0WPQO3.=4VR!:(T4-QZ2+#LS$\Y*=M;)64^:UWJI@ MP7"C"
('5Z7B.1_U1CMP1\ZIE.GAD0:>O@' MX,?B=2U2L1^GW?MUBN]$61# 9WHNF,],5$'(!P,8LV03)5[,7-FB)-.D+2AM"Y;=#V2,9WG;,4U M?O#P;VD3?2%^]PZY_N!$,>X:[8QDVZ9+LW5-
H1)/0?RDKM8 MU_S^$RX([DY*_3%,:W,P;2%KSYS*@1S"HE@,Y!4*IT#)Y"S @&=U#\(ZQJVQ M+;&ML2('IEWU,FK-K[ZO%<;6Z<# G42*/&AUJ;V8C:-983S0$ GKR,T(00ZX M_W\
[N#%NA6V)6)NJ:F FK3T3*"4%%Q-;]?C0X)&1+T*CD%*6,GL1FE__N@7. M&+?!ML26AZMCR#2?M^_VW^Z^._Q_;U_OO#G<>?-R]__^MO?VU]TWAV]V#Q^; MUW.?
9S9(Y'DP]$:9.S=Z+>NH0AH>HA:2 >;*&)=9!(RLY$#_B<23&*"/UBV(M-K4JKV&6)P$=^5SK@I-R7=S+HU?,!/321V5S\W*X]7/'Y!PWU/ME2_'@(6ZV M9/QRW$UK*=/J!NT=?
>SGG]8+V%HF;I4)0KM:.3PSC4[2=R23E<(CVASH#8VU M?BN@,7FO]*AG5*:\>172!^Z&?9?KTJJA;:19\-BCH7I*"*#>OLC""SD.(ML MH+5G<3.:,;FA
S*DD3H:=B@YVQ2OQR7'2^P/YF7Y&7IA6&2BZ,P#.0_&MKYK>A>F,?F@ U*EJ6I:MMZZ7N":PA@\6@PE,AD"A>&R M!.:#3RQ8CIB1\]S\EL)M> :3=3W^M@2,BF)#+6*D=9_B
<^C8S13,8%1*)H7 MW7F(PSA2I^NA/+FFG5@KI32;%#LI'1_5L<;\C_VF[N&2%7"?'TSM'\W[9 M_7OU^LW;IS9+FL*N7NO5M 8 !A:.O UUY1)/K/K<#:[0I\'H^>W^(_=&Z6<-Z#]
[&8.@6 XX M>-*-1@KH*\=?1T#8R-KUA?:A;\1[?\,#]>OD/(W?0KC2E]7#>K M33Q?0=?_#M-C/+E7&YP,R5(82XRL\JM:K3(=7E69.QH9!(#ZT5)W@O5 MOE'>K8C&M"DQ-'4VT$4S?
ASV4#='OH&:6,$%&C-@LU&?$BWX]7.WKO?=U[_MOOK[L[!;^]V5^M\M6*?JA6; MDV9K;@[,\O3; +SLENDZ;S"F 0IDE6ALE;5+H&UKZ_@9&]R[2>BA,K.M YD;@+3HHLO^>Z7
M6HQ=)W66V7/G),N)U\B"%P9&)IJPW&IKHFSO.-X;W)@!ES^ M9 ZYA&)AJ48T 7#0J:05&$F<"H'T*TWX!^U_&W+"1J&%IN->[L]HBFYZS-8 MUS\Z7=XG4 0$DPKSH;:KC!98
%#,5,%);:.T47PMD3%[0,#38?/R'](?> M[1[NK1?ZFA5QL//FY=O]@\-SK^Z^.=C;?]/Z93T-F,^J;9N7-[A<][KL4KWB M\FA7J/7G-_""!AV21@[0*B>H?
GB/'W"V.*MM5J]9OL,T)4^M*UU:SZ2S^J"U MI/O._HN]M_5/5GN&J^>\);0]+KM^=6A\0H,6"I8;Z]K4SNI*,;!.FUT@&Q;KR@C&X(&J7C=#/.YCS[' MIY-75Y?)<@;,*B4Q'LX/<+F"J
M.#,IAV+E %=J[POO@4[:X+7IVE/K[E6DC>X&G&"G MO;Q6LD=I1=*0F M!,@TYLXB1($H(3B 9A.:=8F]'-*:]NR=BT*,5-"!I+K+Z M+0U!?X#]IRYA1?FBQ]PM)PDD%UDB<[86U(%$!
?AF*NW9#TJ3'QX,MT'Z9C< MCU&8J08*'9!\]9)L6M82)\OC?K8_6^%?ES;4 B2N#CQ,\F13>6(QTD0QF@<1 M14'@K9,+'X+O@6G=/^2"V$A[_+K'/$G.B4;IU%LK4>#\\N,ZU]88%'R93
P'F2/%TNDSMT MM-WV1.#>\2]1Y;<9K%<=S*?;*SM]5Z^KOSRNN1UK]-\BX6")DY MDQGJ9@\W#%*HA=EI308MBW.M2]D^K<1CB"O'/,%&QKFMS+/S,=#&\EX?0GV3 M7@F'-
M;^P$+6FL2%,X@@60S6>L?1"[[-&;=-V1\8;O_O6]U&2\3!I^%)E^T7 MJQS^]'5U/ +IY-;9ZJQG:EP$:7JI1]+P=Z[1X(O+<,YWTY/7Z M)=((_.U/_P-02P,$% @ >9:3641+6R8L'P$ $P-_!(
!A+3(P,C0Q M,#,Q7V1E9BYX;6SLO5MS6TFN)OJ^?T6=FM>#KKQ?.G;/A&S+M15397EL5_?L M\\+("U+F%$5ZDY3+GE]_D"1U)R52S$5)M"JZ;5F6N;[$AX4$D$C@W__'M]/!
M3U]Q/.F/AO_XF?^-_?P3#M,H]XG.)S^]'J,88KYI[_ZT_33_C3_\:C?_L?PT_O1^$:1F-3P'^^^R? MO1Y]^3[NGWR>_B284.<_=OZWX[\G:63(DH$N@8-BG$.T-H*2C#/&H^$E_+\G M?_?
<1V8T \^- A4M_5@L A"YB%X40[_-/G30'_[Y]_I+#!/\B98WG,S^^(^? M/T^G7_[^RR]__?77W[[%\>!OH_')+X(Q^Z]_V7V MMQ<_.NDO^T'Z6/[+__[]MX_I,YX&Z \GTS!,EP^@Q^?
IQ3^\BD;_,O]+^M%) M_^^3V;__;93"=$;0O4OX:>5/U#_!^8]!_19P 9+_[=LD__S?_^VGG^:2"^,T M'@WP Y:?%E_^\>'H-M+^DS 1FGLXA W\5A5?&&&)=]^O:8+SX+,I9P M-
I@V1'S[LYOB'9V&?DL!W_KH!FAG'P2G>!IQW!+JM<^]@O,'_6HW?J,_+OYY M?="#4."W*0XSSDW%^2,&HW3MAP;54(TN)#L($0>S[_8R]GN'PVE_^OUH6'>' ML,"%1U,\G?1,-
BHK*8%A*J $;0 M\DL53/UB)J$Y.W<^>RZR+5;4Q\FG$?8H]U!2V\EF.)HBQ+6T69%6Q1GEH4H MZ;N&;[^(\\==QWU)]L'X? 4+K=_(>)?QZ+0Y8]-1"Y'-"2',/_\T&F<!J,)YG_\/!V?
X>4W1\,IJ>WA *O'0B\2GM0OMB'\-SP)@[E4#K[U M)STABY+&9&#!&E!.2'"N6"B,.R,M)FG#5I3?>&!#TN_8'9RU MK8X:E)8)7/(:''/.^)*9E.6)&T@>+LJ.W\SV.^Z-\.,QO
MPA1[Q2'SG"P%K8G,A3!D*;@W8)AG!:.3:&43;J\]=F_(?;@P;[,K6K#[MC]) M83"']9:^1[N*L&@=>@+%"!23!IPV@4)S"YRP61NPO"M1^\-R]L)]3;38_A/#^%S[9"$EZ@EIHGI&
(W$3(22105D=R$I6"5$K(3!@1N&[X.E\\^-F3W$*@MSG6 M31SF<:!HH2YSX2;(@+0P5?T"84%E;2 49D"$(I,HB16U7?9LU9/WAN6M1']; M9K-
]2/NV/\!W9U48/9M1"J/JQE'H%Y\E>*3=PTIN2\J)-I#M'.J;3WSVM&XE MPMMTVNWI_(G_Z \2>,-].T$LR(5MEN>;X/H5O1YFT MLU_Z\VJ,Q=:259 F*0')(SG]7A R+!Q<3,4K;3(FWT
%5CQ^3\AO(=PEM#8R3R>*WNEY.:]6<16Z "4'**"T#9P0#M$C_>T+WMD)= M0O56Z;!KJ%[3E\?C3Z._ACUKHI7:D;-H:FV:YY)625_)[*73CCD*^MH1??G@
M_:+Y@0)=0O)6F;!KF&8;S/'X_7CTM3],V"/+XJ27"JRJQ]K,)PA2.@@"H^>> MFQP;OM(WGKY?=&\CVB6<;Y46NP;L_6@R#8/_K_]EYE%P$TT0L0"MB=8:C(#(MK0?
229YISS&T^G:,7WOV?O']<+$N87NK!%DU- =C##,@+JGH(I-@G*YQ/_?@ M%#F0)BK'9?'(\W;\7GW:LV?TP:);PN%6V:]:ZSQX_WDT/$_=N"B#9S& SS7A
MFF=E#K0BYEG0WLI0^';A],TG/GLNMQ+A$CZW2G]]Q'0VIA5R$3_UIP/L2>32 M,6VAE$0N0 D"G&816/0I>R]%UMN]ES>?^.SYWJ2_C<*N?U:1SJY9"/WT_C M:-
!+J#5#KD"Z(D%A8>#)0-0C[(0NF,S#=JGI:X][]DP^7'A+:-PJN76N4X?? MTN

36O/O79D[JU*)?4=C3(M5_T+!X/_.:2@ZR.&">T%^6@R.:LIE:Q-8#I"HG@;%*=?G(P9M!$VLN2Y32W\ MWA6/?_9LMQ/N$MH;Y*O^.1J<#:=A/#O]&D]ZJ?
BBLV503Z9!Q8C@+>T5QA25 M@R[&5 V4)0FB@&;51*%LZ)''QUY$\I!D%8#MYP6FP/CKL7%AFL/W1.&'R[()<1NE9V:X_EX&@:# M5V<36MYDTO.""U,+R5
A^0M)YIIIT2"Q5A****5I<7Y\[:%[0NS#!;F$V 8% M6X>G.#ZA;>/7\>BOZ>?7H],O8?B]%SA+F)@%3**&ZF1.@N$<4M+%&NL<*5T# M@I<^?$^(WEZP2PC?*J=UE,KXX"SWZ2<.IE.
<3&?K?3L()SV?F1(B(026R[D5B7L+U5QNNR$GCX<7HZ/1R/1^/7(W(4 MT@4\YK042C.0P7M0+D8(Q2.((H,UJ$@7MROGNQ_#LV>_L9B7:$&#:K"/GRGP
M/S=!1A;IHA!@1::5,A04(S!23Q%3L2R$7)8TE-A\\[[RS&?/\I9B7'(YID&J M[/U9'/33V\$H3'LQ::8D0]I(I *5?828$8'IO&1F;1-)7'KDGG#Y4B$LH M;9 &
(^4ZK66$H_3GQ\]AC)/CLVGMP533[SU"X)@T"3S+&90W"!Y%H-U$FI(S M.H.F1;;D#@Q[0GHS,2_1@JVR90>TE>39=E(W#L6TJ?X#,,4D;1S>0D 3P3B6 MH_(RLRU3)=
<>]^RY?;CPEM"X50+LW"F87%8'8W[U_0,6'.,PX2?\-GU%/_QG MS\EHT44-6$I-V4CR#4PLD$,J+"851%9-7+![H3Q[^KL1^A+56.3)_OV7&Y*B M)?
SYT!Y:Q^\^'O]V].;@T^&;CY_HU]\/WWTZ?GO_O##P:]MZ/1_DL38_''W"\ MM9]PUC-'BF"<\1F0UD][67$0C?#@HO.Y6,'+G46?%[I #[BB!_2G2QU8]>Q=
MM^YJ0>.HH3@;]B>Y@F=R,,P+1)-%2Z-U0*W1T6M#KF\#V6V3KS8T$7%Q+W$+*HU*LALBCA\AJQVCD3)B[OB';.G7 .S.Q6](RJB51!LV M$;O8I.;K.IY^QO$"D6).9Q\5%)T8J,@E.
(QNUIY.H_;:\+MNY#S(;;N%8A^(MWE*V';S,'_K#L]P3 M"=+_\J?PK6>4#UY& :)>$%/!<%+S$$$$$(2W&P(6]*T^WA1YL G/WJK(=M\L5 MI3-B.C 8QQ3OA%J3=_CM"
[E$5P7!>#W".M%ZF8"-'Q>HDBU--#GD%:Q92* MUB;76@%6H]F]!C2B;-2)O#MQ'29(_B98+TA.S88?:GJOUA\SQLEN74,$@9+ MX"RMF=L,$9VGO\/LV%W55@_;/^X M"_ZT$[J#?
N87OJW@T$M#\,A+7U $_R M*H (5+S.*=+;<>%D^L@VQ?E*0#'AKV M0KUJVJI1.U]Z#TU1C%04;)2T9*PWM013P(62*4C:15WJ8 .YBF%?-& KV39L MB'IKE?
4@\Q1_&TTF/<4I8"XE0PJV[E^6@X^,0R*W63M)6JCNN@^UE<-X"6-_M7,4'BK:#?>!H^!4GT[K$.:;9W0[Z3L]F%[B+#FHK.5#%J'K/5M(Z6:I#%%S(MK5W$55B>/>]-A-R!63_'<;
[+.,&QR.@A)T:[C"D&HC$(3D>7R'550:QU#+ 1 MY]<@['5#Q=I%\:\YB_?C8:CZY;G'%UT.@>I,H28::L)/H"S]<)>Y$*X[)W6 M=Q7C/LBNWXGHV?/?4. -&V%?:N?
YOG.>R.H/SPCD8F,:#2>OL(S&./^Y3^$; M3@Z_D8M#S^\/P_C[3#ZTNEIY0$(>S-:WL&6";):5+D&*D6P9/>--A-RP9?@J7*_"I)]Z M3'#.DC+@7,V16I8A,J?!6O36"1DPMBZL70ID]
[2WX>D>\C<7<@=G$S=!O>D/ MSJ:8>ZS:F\ 0M*M7E6ONTQ7R-J3WWJ(..K&UBDZWX'X!94_9?XB@.TA_0O[
M)Y\)Q\%7\DM/%LT7C\NMBU$S9;T01$'GBI8*HB9I4%CM(&@N@*OBG*K=D=B7; ^C9ZMA%C'>Q9*\ N+.KM.YTR>0*K:C=#)T#%>ADP!079E=H82:J<
M6Y^B;@CQ!U:Q)JRMW!AW<$WO]<''_WC[V_&_FMW2N_S SB[IK<#&EE25UW%MBA>O M18B3)W]#;A\YX[>IN(\;'OZ-U:PL61\D'MQT?2Q\G'^2-F5UI*$JRX MZ"%Q0?
92DG,?;#*0@Y5!">R'K MQ=GV)N91M&;%=<(GI32;D-'X=NG%^C\F'(9Q?S1;;;3*:2$\[A9IC6NIQRS\W2I0]_QEM,&X$V3-?- "UP_#&S^]G@#DD9=2;CU"[X2G',B>(8&
G.UQ2!/$$()H"UW*2'3SJZU!3PM MVN^X/KXKUC<1;&.V/]2I'+-EA2B,8;08VJIH65@'(66N02<;8R),A*(!NQ0'B_);Z&C :&N3$[D"8Z[0R'AGH&&C;$G5JM\@. M=)
B19FMCJV/>G>M%/?DP7:M$YM(O -=.!^FV_.P(V-Q':@U63(;"D176\JAI+<$E:-?7&&:@A_>O*G7(RG* M/=O(X^C))N)OJ!^A-@L9#?>WGVAW^
MCPGFH^&2X[R+@C:J;I@I&5)W^BKZ.D@S<2PL:\]\ZRL0FZ-\$E7.VU0$ M=4Q,-ZITY>I6G<&H:X6WX77T9D)/&BXT&&3-C%.O9>$Q^=_[N +W!+V-,_=FU=/IZ@#/&AOG@M
Z5_K^S[_>L MBLF*1,B,K4+S@ER!(J P>O6\RU8V5]!U<.U>X1Y? T8=T]=%&=OBPB/F.D&/ M8I Y*L=S],74";@VSI,2,6<+VC OM;<<6>LN1\N1O*A1"XHZL4T%Q^.Z[N4= M$6:N -
,6C*CI1^=(KX7RD)@63E+ P:5L;I;NA/2B2DU)ZZ3OUE>2U6C_5_C M_I3BW;^&/>8=;?K:42A:9_7B+#*M#063%$Q*J;AKG?>YC>)%<[:EIH.3R,/_M.JO#7S&=C6?
+?/OU7?]7DNV\9X=%@=K1U47[K],OH3^>59"7H^$T#$_Z<8"U9?UTO%FC+BJ:58I"M \4=+>U%XY^D$G70Z*SN&),J79P<#P^_5;!G M_-*>&,+ R%
([57*#&),&;)W:)3%K'3KRJ556%[TJ U- M'31J.^]OFT@6-UK;)A>LL@%$"35,$AZ\)[,IC7-,R^2P^1B1E6!>%*@145TT M9R(T8PP3?(/SWZ_(X'7XTI^&P84 -+FF4K@$+-
;^Z#I+")Q',%PKPZTRJ?EH ML_71O2A95U0NT;JM#P!N0SU(J7J#$Q(D]K_.:A21 O"L1 !?:GU(O;P7I'-@ M2I!6)<]S:'V7?1UTKHB]5W^V)*6#DZ/;&,]SA/06]5AR6D530+M,VW%(
M&GS@ 1*M'FWADN7N->8*H!](51Y*0R=35%;I\?OP?:;$W#%;514T)VP*R<#2 MTA-H)G0JW'O9?.+>O:!^(%W9AHY.#H!N CP_3(8?4?\@(,PQ7R>B:BZ[7@V
MCH0!0<4(*KH(3DH)WA7'B/624^N;!)O@^X&TJ!%)'1P2+1%)]?]ORH5'.6^UKVW(J:#:(PPC8U@GM]=$]&>O4C.O1 M3HCJ0J7&HX289W.RYLGV934NN[VORG4PT"2,;F8MP-

KRB#YE8PP@}JR<;Z3E:")%<>VTCAI"[-M-C|WX-M_?>J*K&YFO*XIFIZQ6C)/'C]CK+9S4 &"Q@S,&NYX1.6;SU5;'}W> M*U5'1'50\[@"Z=Q^, S3BL1LM:#"*

(+EQM4C^PA!%0&88N':NR)CZT.WS5'N M;_ZQ%3%=1/E7=N:CR>2,<.+YU+(_AO2,(_K&D%#CP3 OO]%:$V 3^K'YI8R/ MTU'Z_C+;")[CV0EF,,"G#;T.F*HI7F<*

*5&+D|RUUG6ZH"=C YMU!V. MVN,J0X>Y)L5QIZ?1I_#M7_WI\^C087Z=C1><64[*JX%HUV%7%!+N#69A%+[M.'&' K4P,K5N1_-0K/NOH;L@L<-T*@'\@%_.QNDS(:PW=TY/1\/96](+S#*`M,H+@'QVG1B* E0RY"S*.GRUA<4[T?UPRA4(V(:9E'#=.C M*OXEVLEUN"BEPUB;FO(ZZ%-I#]XHBG^X4Y8,KM3ZIH^U6|WU'O3@O56571#1*

M81:USH2M\AGFR35TA5M71ZY;FQAIM3/@+=E'&6(M("1PNGDN[Y>ZL_'1#2 MS5I M0D('"= K5H_0G"OPZ]%D.NEQ3#R06PZ\9NF4DAFBR@5,EC(&E:1B7;F\2^#L MO8]THJ#G.95(W=5DS]^'HVG%ZK,E4\Q.P9:FM]JGR7PAC1,\6*5DS$1[@XW MH)7]E]SFM/3P67NA7I3)'=?0XPE8NIAEFA\CL TST!,I@>?E0:OT6?-A6"N MHU*FAP'>?YW;&9U=7*

*M?7U@i9:S(-DJPH0K)&7+!4\I@BI+!JEHWVD&IZS71 MI;V:=414%Y)<'@*TO!-,]"S#H ?0A3/!Y6]/7_M0+P:QC.LZ,DF'Z:8IX=A0_S M16I<^02.B1@5)/:87525ER!UHWY.]@&<_^Z/"OJ>V@^G,[M\(29"RXM1&_JH.$0R)R8D)BEX!HQHR=%5"+[8 BP&HT]Q),_6]:>[7>&/KS+E\%,U*@ M?O3;P>BOHV$9C4_GG1;/ODUH3V M|%_/+BCH('=YT7 =)^]#/]?K[P3EZ)8\)')^4;GLA:0G2PZ"'^?:IRQOHW@$ M_KL@['93@6VDW4FSI"F.R0R=PXD9&4_%02R)T^]<@^"SAZ"#M<:FPFSK2/T& MA'UE_N%RWDG_HUEWBQM==^I(F)3&9[<|ITC:-:,QA*R6$];.!$F28C*ZMJH M,'NU@QY_Z\+=5W7:#7\=!,VSZK7+BI+WX]'),)Q>E)V<-WQ2A-#+0H(QAM>F M*@8"SP&*'9F,HLD4BK5V3=9"MI*U0$K*X/@?__EANC(X_IS]A>S[U?*

*1?,#R M4_W|CP|'W\+/ZZ^__A9_^M5!_AMMH[_1/CZ^-WX]^,WAQ\.GSS\1/^OOA MNT_'¡P__UQI'G_[S;R>}$z>$<==V-V?I^,YBE1QNO8%@QYC?1MT>*W\0XSYI^W M?-MN>*

[5<>YV1O-I"[@6I22[@-MR%8W_K8|#]"AE0A# 8;12F;\'GKM7^X&)7I MWI-@-,'\CY^GM/=\W&ZML!H0GS_@"U)'HTK$'T;/IT MX99%L.B?K!2MB"4'7MA,<9Q.7 7.9?->?'<"-J@GGTE

XW16JR_/AW2OH3Q]574':K"_.?C"9L(NP..:!*#?)B MKKS,T7)5R.JA%J \!4*.-E%P&(L7(4MO6OM MT#L/I!H0,[-0XBM)-O!F/6# MG&=*#(...3D:+MIT+L!%.7U164&T]?*

9T$;)V"R(==59'EI$"I=7B4SQ<G"V@<5 M.':"?Q#M[\#SBE]6$^#-.A2Q#R6:"R2H5SI=+X.BPH0T01PR6E;6)#>@&4!Y.B*\)$].TS M@&DHI:.VC]P6 3ZM?5>L#:X?

=";/cHHIE;&-.%U@2Q4OYB@S.U2N1PDEP M)AJ0N2I& O#1=^-Q)FK<"_'$)V("I0A MQU-IVH-BK0H,A#-JS 53\Z.#6RB>)AG;'>8#9^[:W*P>|EQR"AZR0T$4/5FF M+!5@"9J6Q4H?IOA&H!G3_##Q=F!NL*,ZC89AW//H5O/<^E";IHD*7V7PS" M0DQ(6XHRB3&!AC7OI;H.KF>O"'8GWVRK,3DCK\' -IS_#X QO@;.^).7@O>>;.6 M!%6C8\8=878.2E36HE*YQ-96YR$XITVI/3067U#.EE156>U?M:\/>-V=C M CB_@C%?12!K0K' %S*6FD>,T3K"F#VAIDD"I^W683?,}>@3HCHX-&$>-$0K-5L[=-+>,IDI9UEI=%XZ=3CZ,T,W@^B-IM3T4%KB&NCQE><-MR-M8A:Y>?IG==J^2:9:I!0=,@%"UW+|)"QXKP,$R8J5C)4DW8XRU2V+LC|^.G(| M_G/__C^+\D;H)O5]7?G>K1 \[M'T;0\Z@<[\4;1ZN"*

(ET 19."6/M]"<,\ M"B)X9=O;YB=8.=Z=&FQ45[X)'3LK(EX'U(}>5[X1<6M5$S|$ZCM3B?" Q.L]B5D5PU\&1i@OD M>ZZ=CT#O2[/9-

%UP^&N!!WWTlNWQA|\//AT=OWMHNF#5!S5(%ZR%L5&ZX'X M?I7]_7B4SQ(\)L.\R(NIB.&## MDP2]RA"#W4Z-

*$LR%1UYZRM"G2QD5RF)W>CJZHWZL;A_[^3&9#SM+19R/%XL M8^9ED_^,0HX)> QU&()(-4$>P!KMN(F"_6*7>@!5Y2?_G2IN*N>_6B7VQ\?.M&T8-66D8J5S!*

M?/SC|\//OSG\=N/1[^^.WH|]/K@W;>#UZ^/_ZBN!;_OCW\]GUT^/%-O=$Y MV-S_?O"#MO?/VZRQD?]^/JQ]-J%|\ MY^R&&'?E.S?3D]7N<0>D/%G/EWEIM!$/;*

*0N1(CQ$R,YP(9D+"=N ^H&8B =^74|IA,LARPH!OOK;_S.R M-IYK&'WXH]?5]I,;K4MB=]$|EV<-+'7HTM1?^M_K8.+IF%XT]_M;2<3G)*1 M^SW\G]*X<Sz/;RB)*4XI-*

*TJ6K8)71UHUQO\BH/1%\R?,'T>C@:C MD^\?^B>?I^<]N;)0VM!^#1)EO1)7ATUHY8'DH%%@R#*T;GIY#Z3=']EW2NG- MF]0-^>BD=\ZB7.OXRVS@Z-51D!_G0?*

*KL#FZBC@%!4S6C6KN^SF;/*ZFC) MI<34>N\+#FM!^^&^]"YJZ&.PPA{($Y.)-6@=?1Z[3?=@>N7"V);$WE.<+5KJH ML;P/IRO&!A2.C*.7=6O) N>8!.=5RE%.'[U&-?'T9IU:VP?*

4VDV(:.3MJZ3 MZ?@L3>>7< =AN@OCCXQQI+Z\UDIXIPSQZR.SW81-!=>!7GF^6Y15SL;(O.0$@Z2,4AQ#H^ M/-=>]8P7X,F8J,@44FS755RS#-.'L7&THZ2#%F,+++.?*

^NP:8;@>0)&=;$_4 M/-6]U#(U/5LR7H!#]8]-DZ,!6]%QY!.YK>]XH_)OT;2&Y MQJ4Z5^z8*W5I'-T;PVD3<05+3@ R=-+;]VD7\,!-Y1CM.6OTT$UIBWWTE2 MIV>G"R

B!^NU,:!D+4;UD=>I7A8'"T@+-4RO=R7X'N:N/?1W&^968A^UD%GC MW?'W\.T^D%(2A>]1@T6'H!)+!"0DD-XR73!'QJ::=G4?>5[#,,@A& MWHJ\Y!I,O|=,RI02E+|1:G;"$E4Q*\1?+'O0O, M>$U>>NM3V35@L;5[U!4]';0?7@FQ CP?T+H&Q(IR&VO >YRL1W-JUU6=+7G9 M1!&Z I5E)F, 71Q&92GE]4,3)7P(&SM7QI.7Y=_--6Y)WOR%#1G$SHZT)C? M0_I,MG?*

_2]\Q8X.3.8.G01&&A?%@*]_<80[*6Z&R,3U0[PXN_&-*=O MU(WLNZ@&S&Y7I7Y&,BW*X*\ T9A$Y0O6,,*1Z3 ^(AG!BEL9$+]3BS3M@K0*S M?*

*RK11NX=V(DE+M#]9I4D=+5]>LF.?+*2ZP!0+R X(Y&CD)AD8W58 >6'<&-; MT-#'! (1EL]78SQ_*=8!V)'C>B^XQW%;FU"YAGHLSI..S.EUH$(%88)GD!F]*

*M*JJ@AY#1079D[5QQ=9+M?BC*/4[JX^C))N)O>N#W 2>CP5E%!*H_FJ0^#E-M MBG<^;S]Q)%Q!QEZKXZ._WGX^M.'@`,ATUH4ID3-N4O28E=;BI5B0"!|5Q3'P|VRKEN$WOC(*

*M.:%P&UDU/ENX]#/X%4K%9]5 /;;!6LG^H;SBV:@YH4*5R&=CY]? U3#H] ^50'9_$-R(]%%7 M4FYM$E:"R\H5C(X,M:-WB>)2\=%.RS'<"I.88-JW.'K<,?5W"''ODIV=A-N! MX_YN-*

/SCO)@(DV'!!0.IU/V(_$T(2=;]2-(?D'P.W3KVQ_+XW9Y7-B+DYD#W M!TJS\>'S:]JQ1H-^KBVI9_TX^S@O($R6E81%09+K.I>O!>[^U-!-]RBMLJ4 M=7P=6P\U]-9+=

[^YMJ+J'^RW$W'AWOP.=T9:G M$!T4%0,HZP1XAQJ29]7P"5]D"X]_U^3'L;_ODOM-I-O!_O[//,.Y7DW8TG.(8 M)]-Y>^9WH^G[!&('?K[1B=[1+,CHX1'P5!F&8|,-*

*GO.EOH_D$C'FA9<(4[' >>W@-MZ^LHB^P,F"R%BJBVC0[I@NL#OP0]ZG_G@VV<9TS]XLQ_Z./8WK(Y^_U8J9 MV1L@%3>E#@ O7J)-3'DV&Z*2$'(,)<[^AHK5*K(?LA_*

*U.B!IB3W9OHGH.,;;? M,4S.QK/L[>0VX,7;M [:KE]{;@+TD1J{=D#Y*JWJC*XN.H=N:!]JJJ===Z"T+ M2H)*=U.'=A2X)TTG%Z!SQNI12@$".OEYZP-,,82 M%*

(N>>K"/>X&KO2@TWDW$G3I&%_-'XWFN)YX4%R&FD]&23C$10M M#]O ");">F%1^YATZQL]-T'LWEMHP|^MIDG;"+<#=^#U:)AH>>/Y5-7^Y,]7 MJ9@H?3X-XS_GUQN%D,AL

=K;]NMM@:?PSJ\\KP&P(P?B/FRXTBTI?1>?6E 1P?;R[TX70XQ!MD)6U"\-$C M-%,?H4T?]JW5^.99'N>T96W=0VU-1-Z\|A_+;:'@RQ?%|<[RW#]$)(U@0L0I=_6]">K<-

U\#5D=<QW)$ MC^-I,$_9/3JPA;@IV"U6H%/"Y122 :%\ 86\0!#UCET@A0\A"U%;WQ#>]1+< MXS_L2@!G! ,.<21(P&O!?9T&(-\AMS[Y9< M]+[QH4_B9O!O6XV+WU94'3APOY(@?*

AM-)L?#-_W)E]%\E<=E/I_O F0+ O) M) C,DJ"9(,G+)!M%W_361A)$;AWVK05L#W2B.R*ZZ5"7$//D++DUXLK)02:U\"714Z]?#,,?#:15W(N_6B@S:9|\';(TUI3<)M/=FZ*

*M/NM2F3^&JX%0+WM3E*4XRGG#0.4Z+DT$,GDJLEB00F#9^KK)*BQ[!%-Q'U; M#;8^OOYU-,I_]0>#?XW[TRF2-2L?<%#OU7P:70?Z!XF^5W@I.>8"+M3.:SH'M< X#1-)DI:(U-*

K,'FT$<)4IC-B;FO1UF<90X?QGSB;BCC,|_DKCJSUO>Z0W5!Q6V&V M3C.+M;C|4RXWJ;@(+K6=3%28!D(%C.1 ^1(-FM955+=1[%X1NM&H9F9Z.V%W M<8@5)HIO?

*6WVN#S*QFTX147VL>0G#&?R?C-:L{[M4[=B;X#"AJ_6*MA7QE2TL/14:,L_'K=4?8WCAB@Y"V-F U7XBG[CB|/GD4BE. &UD MU2H.6RO!!A6%*,-37+6,]MQ'<%>:<*

*6PNT@3*T8;JSR.D"2PO5O7/G)GHA" M!BD,2"TH.LJ*!LL89^-K:!<5,874^N+&5H#W2I%V1UT'@>WMHHZ#G&= "PEO.'/N;)?D=#![^ MZ%,UT>NSR71T6IL%*PQ.>P7!S\;*

(UFO?/BB21&;"6$9R.\T?0EF]_K1*8WW MU>T]B(-=#A:Z6:+.4)EA/FR^W(H RTH 3)8/.7A8?,4*V5M//%O7M@:U1\;D M+0$=C(!8"?"/"):9P6_]eCTG9:.^2"A2D@@#

[$Q)S5I9BVB,L9A;5^RL >L) M39%Y&)GK]LH#F>BBH@O#Y(K)%#84E"9#)@|*E%"ESMA*X V%]2]ZDK'U!G,= MP1X9BBU$V[!^,UC(E+#H^$T#$_Z=?

^<521<[IT78#E#E@Q'$.15U;MVGK32 M)Y F2B8SBT4T/]O=!. >J4EWQ+1L1WL3[='IE] ?5UM6#ZM{@MF2>==$0#!=D

MQ5R&X0C$HIPVUOK/69S'(DNU>,#OE;H2E;R+Z+1AA5POA;_R0=)7/^57;ZP M)+2OH_,0&2BN*3#GR4*66DO+4QTPW%@_U!&US]K2G)<.$K.7FGQ<;HKC:+C@-M P=U#8??

*TN LIX/=9 MUW;&8\,.<9A5CQN%F<'HB!@8%'I\[24]F^[#"9\GIDBL?[BGXGG%1^^|-MV])&;%VTL+VJA#Y ^2GT2N<5VMC/BX]I-A,,QU!"UMG^BD+ M/ED#@3/#'.V1*K5.HJT-*

;H|590L6.G!/-NCSOBS_++40)M;B2LU]E82=38X6 M(!22>\6Y,KEU'Y_M$,_!]O0(U'71%"7^-O20 CFND0,72#"4<;3)8,4-F2M M8HJL=9IV_N3=:|

(N";MV//+BYL+ML+EL>2IZ:2PMBN?,_RHZBM-8^^Z\8G/1K0E:6NFXG. !NG/_:7"N=0>2]L10UZ&U!2@ M,#D:TG21.4]HG(:^!=>G:U>?O$=L/%L'?N:AZ9?!Z#OBXN+.,*

*]01]@>S:MO7 M9^,QSLX.WXV&:?&'BV(KYGG.UD*NLX=I 9',7K)@/4&.7G.F6X>R#T.Z1]O% M#]CJHH?<04KC,\SGZ.?.U'0IYI[10;)@2GV-1&V!&, [^J/TQM0<5VVBV+XT*

M,5UXN]>E75!^NV"M$]JZ; OR.8SQ5:!X_?7HM-X9F@__.9>"08;DAY,4K*!^_M>:W(-,1#*H59]43DB3=6IKL1]9$M:BCZ+CI'0QF/X-Y.<[S&V,1^&P*O1V, M2PVJ2 DQ!D-*

*[NB\^,D$X7ME4SLQ:RW6M*2T)O6I3V9'01 X_&V#\9SNU<^OYI M'(:3P74A1)%3B(&!IL+7"G,+WM9F.UP%'U@)S+5.S-Z/:H^,,2F,*EBC)UG?_ MED=57 3QO'G"!PR#_O_%W"LY"F-Y*

*(H3:',_]-IX(A)H-!FU]O32M$Z@K8_N M$:*IQN2NH3L-B.DXJ+X(,7M)T$O87_KG0;GRZ4M,/:'LQ>@C@KNT\?/_C#3W(*DQIGWE.<1%6EIMG5/ M5()4U: '9Y$SKCUMB:US+IO@VR-*

EZ8R6)3]T=9G]95W+LAJKR>TZ%V.MLB!J MD^ ^F-=!D&14P6JR@\]0=]7<<]D4XQ[H4]?T+-&G18'VO_]R0W2TFC!G?S'[M?A7-!RP_U=__^'!T(<;__OKK;^&D7Z\R_BV-3G^9B?#@]?

_ZX^CCT:>CXW+PBXFALA'(8KU!77BZRX\6V=F-NU= M;4NP.CD!^9 Q54+3ZR85@BCT(N1BR=BVCL0WQ=C00 4R=P\T2QOHR:V<39>D M+!.4?

ZH"R-_U\,3S/_X>3H^P\MOCH93>K,.!|,1?60U\.3T5HZUR5LV:XJL M42:?L@2C2ZCG-1IBIMBB"%4X%U8IWWH'7 'EV?23WXC^%>]4-C1T$'LM@U6_M'.-Y+ ^5U ';47/Y>

*<(_39[X)E6NHQ_8\/(K"I%("LX%#"'+PV/>.!OK(2N#,8 M(SM9!5!\W*E\3Z'S"-3H8U/7B4 MR0OIEUE!X*+P>"Z"?+ L8E@TA[G:#]8DDYPT"7BN?0LEB^ ,A73,*B%C==R:*

*M5TYVNZ(GH8AM?. G1/U35^S%@?_L)R_;GDQZ*1G-4]"7EX@ E3/9|\^(%:(;: M,X^R\|-:JG:QKASGR;(NPP%1,M>F]!.=R@,R2 MIW?;)NM:3|\M9"$ORMR0Z*

ZJ+CMI0X^GG\F_*IAX/F"U7MI%42]0)$D!A(5BN_?%IX-8# 2-3XG) M5"R7K,/%.UG8BYIW] @===-YLNS==/R6V2*. ^A]W(%G?O4O%AV$WX?OLJ-5 M@R8&>AM!,U,KZK.$X**

*(!+C5+R82,OO6(B)TN\$75=Z 8';3P[7:Q;W!>0_D! MO^+P#'O1&EH]+3'S4, ^34H%0D@+,Z7UG'E5L/D5IPM\>0MVH!@=M*QMN=CS*

*MI7T*WZ[\92^@BRH4"5]IV;02#5Z3QV:]0>=S$LRTKOCO?E4O^MZ5"G314;?E M$B^O!5]=(2]84@P64JRSR14Z<(D("-(EX236&<)/6,F7+NI%QSM2@"XZ,W.[M:\US[B'+G!A**

*<"&;>5&,=59#LJB*4"!*HYD.]=K"L%S7O3 FZ;-O6^:M\K6N- MCL@Y#@7'9E!+J _\THWF990?X@K?1% %1*

M!GIGH'GT]DH$900*K35|M_70UN=\O;*M$K:A977'HI;7X3X<_O/PW1^'B^ T M?O^)_2!#[W]=O>G;7_9:0.TC>ZVO>E/PLG)&$]F9!Z7Q:,.O=4?:7)BT%D(R MDLQ"TA"%-2"2UAB-

3ERW?M/NP[2MI5GQ^?:[,UHZYHN.X),AQ658P NI(#BG M4PE&V-RZ2/(N/+NZN]94#V!.D&8"?RIWU3Y.PW3VB>?6\>/IS>Q.80@F1 M2Y ZTWIT,V$W\7O?

*N=9C'Y5W,,I&'4EOX:7<0+M6.%D.)I, M^VE"4?2O.+!<=TI?GJ&+P&),% D?*ZX6H>U<&EIW27\(L;N|A]:[/?YYT-I-8 MTY?T8!Y8O1Z)\!?OES*

*L468)$IM44BQL/+DS$;%-10M#1DF1_&JOX? I1_| M/)G;7D8-KU=,QM/+K>-7')V,PY?/_10&LVW#"6:#Y@8B5[3 Y *0@^@I]N!:.M^EHEF=9RJ.DI5W91^M/E#GHG@+UQH-*

N)N37WR"@113K$,&85V@49"")K.D0Q9I+4?Z.5&_PI'> M-?.;"+G."8D%[X"2]HX&\'0GE4[%4=PQ5@HBMO@@@G5)M[#RUY^ZN[V[M(0VC)C)LZ#E7)(=G|;+/ @=M0;F.YX.

OI#?/@_T:(=R7F)$Y?5ZHYWOX?+J M.Y\!DP^67^NW^(IO:=VO1\.9Z^9_|->?7Y1-IB.R(Q?M+>MY.OVO M%K%WUDK44C5-.8$%%)*G'2=R6H$GGS(;)D#/GO-S-V'8)T>F'1-*

U$K3W^71 MZ^'P/,W3ZOCU]B>V/X*]|_6NCF%]X9PI"O2XJ-5X,3$(G'@.CD7IA$#2M'TZ MAD63N+-!@8\UI^:)T8VJ("0O0PJ*QXRM&R$\BV/83?1@HV/8303^X,>PH7?Y M5LI"

(H&LB&@2Z%2G[05'GA)R'XG08T&7U_+|<_\4EF?#;B:.1 5$US MLE<,Z=RM6@?)\LS.'>0)1K)F.QDO(6H+ 75+F>&HV+DSD3+Z[4'46^X\3]) MG3FN%,-C|YS*

^#0G/IC5>"HHZQ7$_#";7$%<8774$F0H"93* 4+T!4+ET??=8S M1+L3,39IQZ\@,2=*LC9 $8777H0!O+,D3 3/ MB]5>H;QO.[WW(<^0PK:'JC|ZJP:W\|F@&:*

*[>UU^!RYC.FZJ6>>)Q.J)2@U MR';%@\M2@1%18"%EM"7=Z^:N\.!GR&UI 7;0\'1Z5/,&%AAX&LEA6*10$QD M9KC./GJK,X^MVUWM1YYIEXQ4UT0I2H[$SVT58;*

*[ZF>USVVO1+JKK';TAGL1 M-'#.._3B6QB$&CC8*5C"U;C+PJ%GM8*(V)B(DZQ0HRU0[^DO@>,UT.8H6 MMG7[TV>1U=Y$#S;*:F\B\,?.:M<).D4N42"!0Z. M5>E8$2&*

*(.*OY2RKE(%R1#<[?ESW[2>;|-R)UU%"XC2LM%GAJX?0"T85OM@:H MAD6/*X'LONAQ>XYN$]Y(P#MC'W7D'#GYX^0Y@^+T2Y"; T7"QF2%F/Q:5VZ? M%NMWU#ONB/1-Y-*

HT@WM9-5TRS[N]'P!B(>F=|8\[SASD49#*]'C+Z6W90 MGKX\QJ;D:(,2TL9|6+SO&<^,T*82[.#2YD-B4!&=LBXV0%TAUUEH(:@$S\O$ MXAT+NG4USGXD"*

*[9Q]+LF:I?)@O,%O*I)M/|&;9'*%%:1(+)4, M&.IP"N$0(K<,8I2HN7.FB+4R40]HN_949K&W4YD60NYPPMWJ4<+K 'R9M+XQ ME1M/T'X(#X\R:9VQD+7B%KBQ6%O"4X2'9-*

>BS9%)E;7OK,WN\YBTWJV>;"+^ M3B>M9RDX,55 <;JF!@+SNL"*<@2;(S%N/LJ$9_!I/6-Q+URTOHFLNI@(/6R M"'O69O8=3GN%E1)+],!H: RE[3K*07;&4-*

*^BS:.M>X)>1>>1^B_TC;D:2;L M'2G">0OA[!WB("{Q$FVEOOQ4&G^B-^3,6)IKK*US4=AW EH+U7A8>+N8*<_.M&]8QA@F^P?GO1\.*

fX=8&;TDGVM94[5:AZV&.K,_^,SK'0B0#V;]\8T.(SUY?.MNJ2D@^#B3G 7,?1YC_->RO M/QT2TL&0ZMO:?G/ZE(_&A>AI=S7WO6T909N(EC)4)'^%^E;9XKO!?7LE:2M

MV#L8YSQK0C^8Y=@.\O\A-:YK?WLVG&76PN#3Z -^&8VG_>')? A(^DZ>U7'Y M%+[-IZ[>7&#/6\O1"0D";\E!#.3#R^S!>,LYMYK[W#IB;;V&9Z[UCTIJ!U7I M=YK:FV#?

CL;G/W\'U^-HN&060\]P6I2(KP/#%2I&SH:!T9]5;@(F/U.M\B' M+N39]^OCTIO!..B[GAE/4#.>&7"&]$(%PN5!%P K(1.,7:.+AQMC?W7+36)*X<=KN[^]+>C>S0 MUA5&/=YYC=%-*

S"]51Bl51Bl51Bl%'/MO/2Q"2Q"2Q"2Q"$]2Z MER.ER*.Y2Q2NCT_O2Q"2Q"3N5B,|+)U*K$9^)W5L>Q62V_5O3P"V4^E9&8.GWYX?]";R?RK M,"&98$'5N5"Q%*

VR%"L#>>WEB/8]3M;.%FMPT?4^%X^>BO]+.;#!0_)8#^ _A0 M"K"H@L]9J"'S$%N0'TMM[BHB>N-IN0FT'ZGI((6.%9U#[24P'B%J?G1^1VW)Z.'^Y1]DXRI7&D=;Q73D*

MD8'1/H#2S /AT6!UXD0)fUGKBQ$LR+[C0B]I,NT0%\S13-H?Q SDP\?M_UB

TU:$$(&F1*2'YL4J3/FD.,BM<#$@N.M!9X,=E@$59HO8ZFW#,#Y.*!/V:NX>$R;V@T+D"@A>#3TBXS!!)5I MEWH.!-XQN: 1'-M2Z#<;!](#KSE&4JT24N;E.!K M10WW,'?*

*MH;N=\O)@L8!,R*QA"#@#$KY= 2)+T,PY#3FY4-&H.1#40^.E;6/H6 MN81-R+OZT&=(WH-EUD5Z\BQ.\+_.:$,__%JOY9[GQHE#*

*MBV1UD4%Q#RE*OS15FTP/Q7;#=50U'O'!=|>:Z+B0\fB<+).A?G!9Y M8U7V%(C03_64$A5Y.[.7 ?NVEF("=7A4?OGD6M^4ZVXU>Z;)C\!X!P=D M#WY'WYU5*A;1\.3@:/IY-*

):Y=:F8BNFPB!T13P|M,#@PWFAR8R)E@2+'NDRG- M7K6(/=/<1^.WBU1#%=/19'&^'[,1#_*N\|=F!R$AA%Z1\. ^"J@_OO*V# ,PS.<"7JGM1%IE0D<%D6@5O4*

*M.8(3V7IG7]U=#GC]XM_Y@@WR0GYYZ/$;Q^YK.R-?0'|2CE++>C\; T M;Z<|VB<4X[1A(-<15&$97*F-8S5]';S4Z,-34?M[UO*,-+Z]RG7DO&ZE+T\I*

*M@7#X[4M_'"ZO3/<41S(U24+65E=/"2%D'DFZW,>@)2?Q/Y5\P4WP+YK^V!K1 M53[A(0N9_?)/G-0.1!_Z)Y^GDT6&))Q@#U/BQ94("14M2F@%W@D/PF4E@RG**

*MMO>MNUC(B\H_)4WI(COQ8"%?6=1Y.PPO=?,!HI/E*L-Q24X&@NGP+0J2@2, M3R:3M@3_B[(_,U8F1!QDW*P6#VOF"^(W3E<7CM,HEMFV=LMDSNVJGLL7*-M&*

*I58N4A_X/AK?W&MXK;ZS6'25\)?ELBOI?,M>CR;3R65(2RZRL9D;\%BJ6>6< MS*JE"-?!VH5=,6M:^YF-E]"N^4H;8/-.0!-+SKI($*56>PB5P&'.$!W3A./E*

*MOC3/0UW2QD%TU97E,O5[=H>6Q-.*I=&LY&I)YP|NN8HMUSLK9DG&^LHK2"VYAREJUOVMT!Y_&KAQ]-5VYW(6[*63>-|9=!6Q3(K0.NHXKB M.X$}3E5Q,OK74X\M.-*

*BYH@0GO7HQO&%"@D)E(%IAP3+NK B21=8Z:? (^G)/ ME?'CZ,1Y".A:/B6)UQS/ MM/\5%UC-D@I=I'9PM3EEPJ4Z>/*0[!E@S:!1%H$!0Y6M[8;&P'<)7ICID.SCDN*

*M$X2SJLX+S_T##FKB9^:DWTI?7^82??0QO&Q$.$5UMER$=.*5IZRW&4\"ZUO M/VV'>/>*]1"_1VRW<'>>#T=>4N&BQ>K1PZ?#(%YV(CO;O%,'#)%8B<.:US M*$)YX>YZR'<O>*

]OD^V:WU?9D[.Z2Y^)M).O]>A FDW!IS|HQ-'S;'X9AZH?! MQ=YQ,"BM+"LT&I*MJ#^^,>;M;G))$D;_D494>?#1QKH&2(8Z)>F9Y(|P^A#*

*M%FC'2(QD=P_[Z]\L^8@MV;JMJENR{W8'C @795Y555F5AYB0?.Q:F BQX V M%X|CI;TI<@7/^WC<(QMZ]KS<2;*QP_?I;3BI/WWU;7XV.YTDYC+3;$&@K>^' MD6RCE&B541?*

*#M7(AMJYV];24@WG9'85AFSHGI[$>&UG?_U7WUS!=K#*L7RV7 M9]|6-7F-QU_<|PV|7FRW7M7AC,|@19?H@P<1BP!E8DUA)TLC(2_%>,Z4;|Y M86?*

4AS,"0R@CDT@<,O>US4(F&ZW(".B<5X%.A_ZO;SN"/X)C< 8PM) ^(S"& M*/M0'E77K_EV.=X?=!@M;C3Q7150_?+C[7]QD:87=;:?7O>&R5KSXXD%&K-. ^ M6(80I0&,8LQ62IE"Z\?*

*8#L0_R/N]'SCQ>C>9-;++>GN@BXBD=LL:=29 M'CLM9T\MJ_9-M7;4\]3{(%D!%*A^1!%UL'BJ{#KY%#8'1C_\-^5KHH4WCO(Q9*=F&V"6,-/+"'1;F\3K+%/LW/CFR$5^[*

MV!2/U\4^6I(\IC_]-FMZ&?$U:.,37()]_,2OI,3I^*B.^LM4F"6_!<]KBRM&] M$8/U4!PW+N:<@]EJ#,%1\G;0B^#H^T0U?8>\]?73)""T7(:@(K#:S%H533<* MW'8Q_9-*

$C76X]L&]*H#OD%F^:WU';6W 4/L=@,2G,!WF@. M&'(TG 65?>L'K^,>LK,+>UHHJ>'I$R;O/__VV_6]^2;GW@,]:X+]++M8,[?EX'.L@N6$^\PU.Y/##VXP@LXE:RR

*M6N6<6O=M.>GDH"WZ@*WTU*&]_OZ-)U1A(#:7)@-GN+S0?7/[V"H'|\&"+Z0VH|MBXOY--T^>]?%XCO9]=(M=M3IJB4U%F.-28X,[V)!)1H@4X!=T4&2=>M%@?*

3@6S;11V@#=4YX>"@:')(M_???+;"F(M>QKV^F?TXSSO)[@^[;V6W=G76T8K@%?BL:6$E&G#D M$T%BT:;@DQ!Z+_$B[G%DV19$3P42%G12FUF= _+H

*M54M^KP.MG'RCH!=W7!+W!/W9;(.G M08Z[N\$>U(51FU34RN%?YXO?YLO3/R\ZHM/_T/)?7V/B16$F2P2^FM5FT4!@ M*4/)UL@<6-:&'_*M\? 2G\V>>0H4NKMCW%AEZ;=+*

(>:HRV9>I#OK%7V?JC M5]VUC/V192G7^T,+LMX%*C#,:5 ^)PBY6+ H9,C.6%'&*6W?=26|R!T?79!T MGB[$!&H?Z_C6].%7-002G2*

*+%MF)5J1FCL575>TW\+X47D_M%A^1*H<0Y8G4%&^S MD)>R^O'+Z@=1,83BXL?PY(EL@2"=+X%<(.|*@BK)0>U1#)A+4AA-*+S+,+JG M0/T]E-4?&O.'T*-I0@'"*)0<'!{JGC#F8B)M*

*MF?M#(O=__@L&LB]_]F@KSOR\^R8!V8DG:!!U#3]0+ZGXB%Q&[S'1YT-^H4- MS>3>,,,O/#Z%ZY:TUM]ESU6N;-92)=!.$]<]ZKV$K8*Z/^%#4)*JO]BU1@X MGS@[=PL>'2*

*51]MZ>*S YW_AXD+TWZ:G$X\DX)!-G7;#Z(+/OO9@1P@\Q22U MC4P<=]SZY_6,MQT.D7L]W8-=B'/HGO$?W[__O#874:C, +4I=%ER!U&+!+6Y*

*M=G$\C3C%#VT6<_+ICA$XHS6>NR1;_MP5G7\L7P\.UV>AEF>SKZ<_WEI"[1 M.<]#VSL)BJD$/M!O4PQ">X?,YG&J19LOI66K'#B=>M5-W-'#(Y=Y=WFWRJ0^*

M8:4%_?'K^6REHK-P4LM'Q"1F9V-.$LA-\Z"L4Q"|'"YM@*3LJ2L4>]*1E_Z MRZY[XG3L5;\QFAA^^B>_X)?IK,KDEW!2&T[QB;0H1ZD%*9!E4#'(6ME5@&Q<-MY;W4CLZL)*

[TU[U__R_X\!F(>4@7)Q6+_BRJ[\Z9^0S6P$3S$@R%!MYA(31(L)A)YN.G^@SMH-*6RRG(U5UMG@P#A;,T5]*"F$"$QA;963DO>M.ZGO;;$OV^W) M46[-_3^6E5^O.R*<+7$<^-ZDG-
0*#RM2&/MIV/)_10N ;=%1!92L.E@6B]M M6L3+YC@8BJPA_?[Z4K[]S]GT],>[&4GUK/YP^?"T*RX^?PVSB[6^RGE%E'!2 M:[Y/YLNS>F%?:L$SEKS5IG9$(,\R) 4NL C1=+BV M#JE;\
(6,;H3&+^X9NEAX-E:"PE3JZ,T,09(C0]=/J%E.V8]41;S#(EY8O#6+ M]\:=?4SGW'Y!]SG[D^B"#C+E&N?FH)BMH386J@Y$#D8F<[N-UR%MD?N6]K)Q
M1MXXS7BV,7>N97^C=Q]>?_S'V\^O_M_;WV_\|G/X[|?YR32"\O'MC':^H-W M[U;TN#4T:DIT/HF&ONSOYU]V;3.C+S8QD4 E0PI"%B.8-J..KC_XO .&3:BE# F$DI7#(H(K3(-
+);RDNPU$NXGJHIQU&UQ=A^;=Q;3/>7F[Z>U!*NP@]#%)8;V4 MVB1.!IJOS0ITJ*TT++!BA"D\2JZZW8^CD&&KV7CC<&&(K#MPX-?Y@JSBV>O:
M_7/QX[(@O<1@N)9@>:'S+R,#)^@D+#EQEYU'$W)C_:_#,;Z#U$9+\|8B[E * M??O>NWK]>S,_.0F+5]\JV(GSF:7(#&!21'AC#41%SAN3"94Q&5WI9A[[^B5Y!C^W4U
M"G=\)+NP6/PH\T4-A"VOF9?HS."!U0ER9+>HX 0X5P3(0&QP M*037?"KG%K!V/:$V?\6Y.Q=$*I$G]I)6C4S#H(W$IRWTM+-;B1K'4)^ -)8
M89'6G+A]&K64_*&$2BY*PG[_BOCS5&S++#/2D:'F%)W=&DE0#"T8%9E2Q7G? M//-\$Y9]A4N:ZGO>0>X=/*1UN"Z]@BV0=0J>;$:UG_!)&^UM08D=1#\N.0R7
M.9GB($;.0!54$+7AD- 6@X5KD5K?M6.3XH$PRMB<&"+Q#EQ8O8E^F,_2&=E] ML]-7RR6>+B_#588+X+F6B0@LX&318$W,PG!KN&H]@.<>..,[0ZVT=MO^
M:"3R#F[S"MKK5&\.#\3+M*I4F%22TSAY!IW7/ZME8[,Z1_-& M"MXL7\:B7$*+BD,G*UT&P*$WK$JMVZ)\% M#\?1;8=K\LY*-M\#$Z>BRR4PR"H*4#D:@DH7?#8F:U.R+KEUQ&X
O&?!LT;: MZ="M\@[4RQ^DDN\1\(+IK6]>4R31UTA00G'[ILE&B>6.H'NMX%G0< M6]\->PN&.ZMY';Y/3\-)K3/[A$ND;_E**WB#?^+)_'M].YL4:^ERM^0KJ5H* M40(YV-
8ER,F1_VMY$7@K\^O.L([!7WI,/.HM\X;M\.Y"7;Y'XN_'>#+]$LY[MCOE2DK%,@4TZ$CX?:Q-;!4*J8HLR/!D]D YWON2XU;^;3#OT<;MKH=6XV"0E
M%5PJ'JQ2#I1P'H(S"H((:#336OG6KU7KD1P3'1K*O$/OL+NQB079Z!,,QIM0 M)&3AB)\I8>&5G=0U=8_YP;.RFH+6,^"(SMJHT=7ICL8/R#9N=DG
M%H(!$U)M%65I^0')SC7>I>RB*JQUV<@Z',^"$T/EW:-+T89EWWA9NUJ[4.@) MCP8NR?)9921[3@)@3BA#DL!L6U-C>W3/YNUJ5\WT?72X@>ZWQ9PD=/JC=C\Z
MK5WK_G,V/7>6?$A*IX)04-?6%R% 4'13BI*SM6,*>ZY(L_24"S_"JEQ5DX64XX9IJT6!5UF 08>6A^AC\SJ$ M>^ \,ZX,5T"5ZFKXK\; "S+W6:Q=W0!?
W9&G'$$*P*7$/*BH&RF@']+M76S;X0 MN;71MWRP.Z]"C_[RX_'5Q]+ &#E8E<@6 RL8,P@NR6(JPH$G'""E+UY%835V M?T&Z# \C'K$1@XVH>)8,M*^A>^0&',D%A R)7
J6A&O==_P &C%(+BW: MZ&@+%]HCB@?PUN#JU9,[DZ+4K3W7)]2(80@GAC9B&"+Y0VG$L*$+FT/-D^3D M;*_*M*1AM1T2!U$0E9=TM;#6X=G#ZEG95-?;=:\
<(O,Q&Q5N@^LY=Z\WK@-R)(K?7<@=-OSK<#(E M:VBY2& #S,4 MOHL7.Y[^QFC%L!G\Y=$Z\2EQECWMDI(#**T5_8I6X*1@4
H^2HMC]&W8#/GWTW"*JW!^"B<3KP/2V:\@6U7[$-L(+H@(67"!"8MQ MNGO(>DNL+Q1LK,_]WKX73L6$:<^LS042Y[6MODP0=''@K1>19^^,Z)C-NR7*
M%^XUT^$8;1SNV2UG\7\QG7Z>O_WO]^EB55$SL275)E\9LHMT=G/#P$LRBI,- M2ED=LRM[-/K6('YA8Q?=CM$[8C/Z#_/3=0N@TSM[76PM!2?9I:0@%'*V32X>
M)=G6*K=^)=P9] L_>VEXC#S!S0MX=7**BQG[V9]X);N20@C,UBRX;6HI$W;W&\&^)G[3+OJL$Q7)>+;AEWFT59F7VR@D[P8A&49P4B8P)B M#"YF9KS%[K6EF\ =I)&WL]8?
(EP3E8W4SO U_7YZ^K-\+H5"1FR*U8N7MN!Y M(J[SSE>S-G&I2G:A^V5[/\1G<'HUU%$'#WZ'WO M5_0:>[7]ND;,MM28G,Q%@+6U9:GUJ^C$:@A]R$XZ:\IX Z#>CY9MZL/Z%LRR&
<&)QM.4#RAY)M^0G#5A\E M.;1%UD&I'B+YN) <234ZQ1QK_?S>!OG!9G,.X=)\[SKM8,AOC_G=\NZ*/X33 MLP5^+%<7TU4JQ#;+ZI0\VFE)^\D]W0?+YH=+D2>T SP/,
<1,+KF2M#Q%QTJP M1@$K#AE/UFG;>IC(DV+^ XFV1TS\(*^G], 7C.\V'X0"Y^VEWW,0^55.XX?P M#5=;"+FS7"5?LY 3&?,BTJ]L@JQ%)F->9Y]:YQ%L1G.,EF0CV7>(R:U'=K$+
MML$V6GW0-:Y#J1%ZG ZWHL8."ABE5N@F1FV#-A8A25;J.X6#4*(%&Q4GV!PC M;]TP9WQR#*X9&H$; ^3>@1,U0(F+Z3R?KS)G&S%X,$G4D;2&@8LZ06"T^F2% M-J)U.[:? !SCI?
%X"7?($[L"<\F^+>!TNAIN0=G/;;"#0?)]MS?%[!D MJD,\O0-=E 85BP6GE +ALN3<1CJ$6K_OCJ+H!T[V?GH>(M .^MWD)EU>.5?>
MR_FHQ953LVH3BOGZ$=+9$DMMTR8\G6ZLCB 3@1P<$>@62H*C:)W]V0#V8>8! M[/*@,K8N.WBG&Y8P*=)Y*4PUFK*B76+):M%+HA
MB@8R3'+@4MB,K;MSM,#]PMGNVN[@]&U8PQLJP(V ME!)<\!Q]&(>Q@W"_,+:[MCL4#6U8PR?,9VD%*=%O_?E_BQO/K^_62::KRF M%H2>G=*/WD^_34\O)@Y:308X(R.G%&5
&8] "Y00:X5)\MEQU3H1K,,R7O@\ M-A$DC2*9=IEG$<>SD;:&_1*6V%67X_F:G[^&TW_-ST[RNV_? M">7;4C#5$B'Z*Y_"*4X<,TG$DL!*F6M#<_*5O7# B^ E)VZ2:ITQ_3BD3^-6
MV(D4VY&RI48/*UH[L3&5* J')%SMKZ(X1,X$.*N+X9Q9;5IG=^P]X61O73; M,*01[@%]B,/:D([B'9*?0CE+('RMJ(-&M [5>/ M^=[G0ZD1]-(AS' EE@L17(">".U93L5"BIG5&C<&
(1D&TJ641$@LYFZ9)3]# M>3X,:JF3C?Y]V_K ?[[]\/GCI_]Y?/7?K0]H4=MW'Z9&E7OO9G_2E\X7/ZZ- M=:^SY#'7CBV"-G-2"-YC!*>"L):C-+YU0OI=%+N?!A>?>!'(/T^D*8I,+%XT M.*[-
>>S>1[+$8E).>$FNMVK=*V,MD+%J\';4[MWMO*M0#Z70;M6SK7[0E??Z MJAKJJZDMOY]_Q7FJ1N%D!(4 W-#QI%2H_;HU@A7>.LZM\:;UY;$EM'WEJC7@
MP.WRB0ZZZ%'_FAE'^R)W"4I2@%E M=&V9$$OM7YK =H!,ON!!!!Q8\ MUW3@F=;=(O9%F ?NGGWR98@6NA1G74#ZE02]_(KY;_-Y;1_'M*';U-$I2DM5 MR5IP-
F300LF.\6^SW"L7Q*/EQ@MWX.-;R MQ>.W3Q]_>_OI__\|O[5A\^O/KQY^__]\>ZW?[S]\/G#V\^/?039YC-W?Q<9 MC+S14PF=SN2?GO[X[22LQK&__<_9]'N-(UR3IJ"-?&49"DVWN?
<,?! *F.,, M-A6/N74&W<.H=@Y=);)6SD[P8]GX7>?.MU&T0)<3.*DEK1YKF3*34%+6(5L2=):7H;[EN?Q/FE"8;0BJ>M Y<@9 MQ(@6,/)HLZKOR:TKA^\%M*^X5Q*;'J2V5D5_4+IE_']+
<#T?74YB">6W16U M/D:^@Y2[JSXKEK./$D2H4T-2;7J.28+UT@L;DP^E>>>_BK?]GVDL\:'"+=' MW'+3X?;+*FBV6JR7TB85&7"AZMR$$,&[HD#X(G()D2O5NEW,%K".^F)HK98>
M3R4;5W\=;-T&8J^WDH?A[>FQI+5JMZ7.CGH9_"Y ;5PR>F 5,#I6 05@@5G M4H)@- KKB@VQ=7'&WJCST+/) 3!GB#H:,F:Y.)U\JAU#5XLL6=5D9P-&2P]* M94^+%
PRUTS0KW*06^5PT*?>X /][IH+/WWA45XUCQ=IPZ3R*Q 775>W@3'D MPMA&P^V[X3Y\&>P@_-OJVT%R/3;H!1QMO<\H!611V^>FS"$&IL%*DYG-3F>V M5;^6?2MPPY'<7G]#!-
;A*GX?9GEBBE>Z$'"GA &EI:(#A3LPW@6;, II6X=5 MZ_>._P[1.7PX6)@=7IQ_.9N>U!*B59DMDY$V8SFZ%C12/ =O/F+P9:U@*W.#3X[Q<7O M\W+Z5UC@.3XNO?
*U>1S&VMLCQP">2P>N2(G2,*Y,;DR,AS ='3V:*J%#Z>?& MY9^CTSIY*0H=: GIQB.L=;XS0LDQH4;+O6X=)[X?T=$1I*$".K1S>I72V;>S
MDW"*^0U^7V":KOKPT*]/<"7V69U;N3B=_M_JYQL7,RDE(--. 7JCB.9D-057 M-!"]0V2N6M6MDY]:83\ZRNU%J1V:,6T$5A/$2F+!"6]!8^W(I4STP!@SJ7 M8@OWJK75HR-
1,^'?)8;9O77Z[$L=+[0:Y%O[R4P7%=GKKV'Q!9<33(ZS MI")D6Z]<+'2FULSQ4'A &8)RS6>QWX_HZ,C14 %WZ6%WGZQ^?>A-0LG>)13@ M4JY]A4*=XB$-),NLX$S:DEIW(;
[Y_4>G^D<+]ZZB7;<+XLUT^7V^K GBY)TS M86HK[5(1.F00@@R062$:IA0PC&;@7J$Z.E(T5L1=JOCV6;[OW[[Z_>WOOY]] M_WZ>K!=.?@D$/^'O7Y$.M5F9+[Y=V$V/2_D=_
6[Y__NMJ9&R<#OD6X%?%]; MVK[!95I,OU^LXX)H-BGE;! @,=>!3)XK$\#J)@&I3"#3Q(!'9V4FA6EV#BK'379MR4'[H3J&TG[4))[;V[1 M]_5O5WW4-
RJA8@F!;.O(>0'%4X)8,\ZX0(XQ)"ULZ[X'F[#LZSF]F:YOQ_I; MR+Q#F"\=KLLJV"V0=4K,VHQJ/_E8;;2W!25V$/VXY-"B\"BY <:2JV/P""O+ MY)][8QAJPQ5O_C@X,BD>R+0:FQ-#)-
Z!"Q]/O^)BY7Y?3C]FVF3DB60X"R M4Q!M89!T"2)YY*GY^_=$.,[-JTT-&\IW@ZY 2M %_U]@(Z+!TW$WNL,^#"?I4WX@N.<9U7.0_?* MA$#.O;
(0DU0:DQ*A>>SK(4S'Q8Q6PN^0'7]>Z :SY^F7[Z>?BQ_+,]#MI/: M@CB(7/M8P&-3XN>'FH[V?>X27X"=\G;RUYA M=,]A\$5Q,'2E ;$TT#T77/6J1"@"#4NMDT;N1W3,U-
A)^CUNE/7HKH^Y2?*D MO<0E%*9_&^F2[3_&QV6]?$_(:+M$I,28RQJ!TP#+67I:EF%5EO,L3D4^2U.G=,1JW! M^(P8M:N&.N2UW6N!7??1+;].9^0<3,/)Y8#%M_4-
;%ES&]Y/EW34*KJ1HW1@ M,WJRY(T"VPM&B^<6Z>9;CX=NQ'T8^;?./KLD-%VO_4W8!TBHY!H$"03DK97 M(6\B1+U*,I:,V:*;Y_RWPG[,Q!Q)HQU2ZAZT.@
M@W(R@Z]A_:2U#SKY*$3KUA5/(%MG" >&9.L,D?;!9^L$9>EX]@RX*P&45Y%, M2Y/!%,%T$[R+C9J-\UT8-&Y M'#:X]3?P?B#;]_-?>/(G_H,,X:\D(,F5K?-3DE:5_4I \-Z"J:5YGB>19>M*
MJ,=B'9]=_1BPUAWJK+X>S::VQ/T_&!:?_YI/A'2N#ND SGRM)C.>SFZ9H$BN M2S91"=?'D=X:X@O)'J6L#@D%@^ 267"B!(JB= "+4H)"\B,=*Y'PJ\29#9AL MZVX3@T&^\.N1"NN08#
$*_SL\7$(O.9Y0*%;$]0J[&9V@:(K :[G4 96]OE M0S&^\.MQZNJ0;3 ([_1/G#A,OC"?('&3ZDL*02U!@RC:J,@MP>Y3%+H]QA=Z M/4Y=';
(&ML7[JISBX@ITCC[*:C#Z$.C(Y9:\9Z8%W>R%T66?$\NM/)*.>T"U(QE4*4.E#:QUD85LB!IJTB]KSORA5/#U-.A"<^]
M./^8Y8N<0%0O/KSY^/GO;S^]JT.A__;NEYIQ^OO;S[]_FI^^>17G!BACI<7NIM_- ZH? M+]=#28*]?]*J1;3"T(JD-K4[=$W>\:@ H^3:!JY=:ETT=^#SJ'?0^*#QTT,D
MWWT&\39@GNOXZ4&*NG<8\6.DW%WU0;MHG!=D6<52)Z-)<4T#I*E[+G*K?N M7'GHXZ?;:7R(3PO^GJ8X2[@,L_SJ^_>3*>9_A,6_K]ND%5Z8$RX MRCH)*7.$X
@<>4VE!%>R2.Y>@W*KKQG?S]A!!?->\FN871@F;Z;ARVR^/)VF M.O_L;SB;?Z-?7J!RA7E5M*^]P24H4;UA$3)8*QQ*F8KE\0&MWO?Y3U.=S236 M=).^.G>67M?
I0N]#O(!C:3VE9CWGJ,EPK=6C,1H+BJ$17+#D77E @6L_^&EJ M;G<9=)??O3^U/EH1 M&Q0[2(H=C-]+'+0FG'Z9G<>0TX_/BS!;GJS*6OY&XGF_&@>8HI."UW*6>B\P
MIL%;CV!HT2FI*+R/G?3],+KC841C370\[E^E_YQ-%YC?G"VFLR^_X6(ZSQ-6 M(BJDNX<;F8C/0D+@K :5O>9>D"?A>IW[Z_<#R]VEG:'Y.1+;/]:3$]/?Y[J-&C2W_R#Y+ZA-
/]E[TEVX0,S/,WC)"D@9+)R+1>&]'\V6<0 MP./A2GM]=$@]OKH"R4ETRI#IR\DB H4,(;J,((),+BJKN&E=#*A[= .8]@CZ/WOM*)5&KV*_UJ7A M^^F?F*^_\;R5_K4Y'Q6G;<@5Y-
5++%VUX#F,IC%HG,>]$ZSV\;7.W>SN[Y MMO-'@*Q30"82<"4\J&*1/->4(3F>(RM&>]>Z@]OVZ,9Z86O.EP_4:Z ?PC>\",%M [?3,]] J/MY".RF^NTIUDQO!T"W M;#GR$FL?
J42[T+D 3M8L7^E0D7F?BF^=AG(0-'O@\?%0639$71W8]0;_Q)/Y M=_+=,'V=S4_F7WZLF@=?/M-89;R*ND#PB1S^:!,$*R-$%1G/]?T@M ['/0!I
M?/^YJTKO3(]NIX\>+7KJYWQ<_+:8Y[-4I?Y+2/\FD!?HDDYD<\8((>>:%*PY M_8IL4I>54VA*0-&:+?SK_A8A4>)"DOOTZ_7XV& M0R6B)F?!^)@O
I#D(D!T12=IT2K)&I/A'CC'S8M6>F@8VP^3SU^GB_Q;6)S^ MN+[JPBR_GR:RZ*XG"&J4JZEPN>;*"O)IZQG&)?::L\BEMN)'I
M:&/>K=X]$3SG$0JJG#/3OGTZT9Z(\E"#X;WP9(CXFV9]_O+NXS_?OO[\Z=7% MC8=:ZF+0 [HZV=87\J,%2F"9^\1<,=*)!^R*6Q^YA_; ;<4];R&K#C&'>VZ^ M#WAZ5;NJ5-
:1G!T@F@I"R3S9,'7JM'<KGH(TT&1Y=&ZW)XNPQ4Q[A/+ MJY3.OIVMLIM>?9LO3J?_M_*@)][FF@09H#91J1WO."%."C0&M,E*:W+K*=##
M43XW,K5O5@S+57I:QL@U7=:@;4U/8]Q X$&"\(6)0-72\=EP17B2HC:;!:V? 9L=BM!%]:OWLLAVRHZ1,
M!Z5TZ)C[;G8A[O7"N(NW<%0HZ>+$XBPH)*J'0J=AB"5JHIR1JG7CEJ$8CY1. M'16UL3GNF*GJG_&_I[V2T&]^=O_T\HTK&3-Q'+47A;PF8+*V47"1#I;$JM4K
M2BR8=2FMVW0>6N(X]>0F2VEC0Y+8PQAE\>=[VZ-TL73RZY5RXRK14FQC=S9(3 M+&$(8&0RU)EVY$$\|$!Y[Q<N"05D-Z/ &L9!R^OB#,3($B3G M"M-
$,R&/(*'@<2K<158=WF.&E ()(;6TQ8/@M@Z)X8P6'!*X5?X\US'EUG&O M(RL*W<$'Z*6H<3FU-IMW&[@O1:$=5+]CN=YC]'8 1:$E"*LL%DBASO4HR8"3 M-D&6]0K"6 QK';8X")HU+
H=DV5#U+6'HE#)572&\]IYE1PR@R0*APA8BLZ\ M1A55ZQ?%)U\4.DBE XM"A^BC0Y[=_7V=I? J*2?(];*&C#U3Z[VDSME-$AJ>7GWK3;@'FN_>\'*>K>;NB/D7+W_O?$:;=*3$_9
MY_.4\F@"0M"661V*#;?#'T]!Y3OUOV^G\2'";1H3N;?AM^6))?IZT%G$>@&* M6I?.P(:L3"'KROI;S[)/JD7Z(*%OUR)]B,2:ABZWZ M\ *RH/>!R:S-0P',)S#'X'%:;2V_$?K?
R\2CX;2R(K*MWDT!0NC)Y$C61)T5 MTT^R__WC%+B[C+JDD:?Y-[RZ1-[7?W#Y1)8$R\)%NC><]<0FK<@OM>00A/KK M4&I[F.;I>1OA'+F)W4H175*"UT*[V S;@.MD<-
\+;#\&>#,U;D>/"730P1R_M'R1J,D2Y9L 1JRWJ.+A 5JDUV@H=$YW[ZND3Y %S?3_\&"+Z#KQX3<;HQU+; M>-\(+EG4M2 \,4> HB>3I7!0L9B$Q>3 6QX3L\ M.:D9Y#C#13@A-
^15_D;RK8G*0N2AC@:H M">UHQW[K X;!&O_33Y)"9,$/4,.X#^#E $LFB#J)_@^?_.Y%9(]VR M$HHQFK8,DB2"2R!9\3XZD3*VOK@&@SQB,O55V+@9/5L,SS*B<,ZC@NCJH*0<
M!-2&BI"Y+X;7=IQVQ+RQ0YQL=@C,:ZS(CK.OR/B[!?[=M^]ANJ@6YY64!$^(MSA0H=![7#.<$(04#7MA" D)IL^QU-6Z![PBMJF[JZ3B$\1K9BN L>F\M+=]K
M2=ZG304\>0Q0H]DJD61*ZF5/_8QD?X/1VFMO TUV$'T/C^T*S<=RYV1<[9R3 MNG,FI4@;A3+DPM8-PGT&3WL"',. ADMO4^LV65M".V+*]%!.CT>I>V!>]RY8
M0;W;JR"2VBVJ.OF[CI'V=<*HE!YL=$[&Y"/JUB;Y+GB?*=N:JK&#B;2F:N5- M.,6/Y689RZ60M,NE))O!Q5#-.97(L/,6"G,N<*.\#*V; PS!=X0F4C?U=)PY
MO'($"B[HBD[.QLSJI&R+M0N8!%^=T&"0G-,B?)&M_;@[((Z0%+L)NN,A\GK^ M+4YG*Q?P]7RVG-*GKWYS"72!F4\P,2U-,I!3<34QB[S#3#ZA,-ZH4JSQHK6? M-03?$?
*EFWHZY&"\F2Z_SY?AY&^+^=GWJY!&G3T[GYU.9V>8/WZ_@'U;6!-C M$IKH:T:*C*#J!O"^"LH%6Z20:%EK9NT]PB)-I;R.O1TNPQ9?9S]/(5[PIEP M/))-2 SP=?EO,R1_(RU])
M)&]H^G9 F_6T$^2R\@+)X@L2%"HR5NP5@(77D==7,BA=6W.%K".D"2M ME7&7+[:C)W]#/%=I#O4OU;R'CXLZ1WV!7VM6U9]X_L.WM>'=LO[[M[.S;Q?G
MY20E6:P.%I@3ICX4DI_HG"4I+KF(W;O:_H0KD;M2Z\SY*Y(D5 $]-%#*4K5?K@%(LN9W#5R MW[2/R39_>[J+HEGY\WEE0<(L,AH&AM/"E* U.<%2+33 I(HA3[1U:MO/",9J
M,;JC/C<6+@\7XZ$T#7V5__=L>;HJZ?QUOOB ?[U*:7Y6_<8O9 #.Z)<)KPL^ M423IM!10LK5UZ&*!()R @-D6ZZ.4K'5H<1# O57Q[$"$^5@*Z3$OF?[>Q_(J
MS[]7*5_.WMH"4Z>2G75X]E.ITU&-MR"D%JXTF:M81*G & M+2#33F:2E\3673@>#79\"K73^7P?"NMPY-P&_NL_/[S[,)^E5?KLZ<18DY,I M$8RL1!M,VC@+ M)4:Z(5-
]!I&.00AUNI%&Q[%UK/<.B"-2_VX"[I O\7X^^_*9SJEWL_J8L;*R M)L)*5>D&-7V5K** M#:N05LF4$HN16EM=*R!<41:WU7(#9,;PHUWSAMP[E\Z M,UX6RP&KK46'D@:'6A-HY6/.-
N5PZ]WY3D^9P5_Z9"W-W@(>PQSX\|/TJFY& M&)WHTM%@BD-02A#O,[E;CIPFK0TCYK9.&K\/SWB\Z*[(ARR#QVIA)(:0F7LR M_3_,5QA39$X%HR F[4 %J::->H@1.G
*B5Y(%UHW3ML2VI.U9'JJH'L%T[6A;76A M?2#HV+,V@I(FT%%872T11$:ELHFMCY8-4)X\$UJ(N,,9\?!)-B$KB+3#/9V%1%UO;I\2P MG"X?F_[3!<3N"43]9=-J@O)5/"V%Z-4LO[]&]
(\+1!]GGRX!T5_X,)]=X?NE MXKO> L1*I[@5(%9]VXRW=1@(63RB&*65"LHT[_'1<@$[=TAI .8\QR-D3K:A MC[3',UT$'B6XG"0=)MF@+]S%T#I:W S\:!.=]\;=.PU5]J+W0TGR.C=F,-?
@ M["H=]5P*?\>33 O]@W#\|J/F"ZR2#C17CC/% !TYT*J(&J"WFL0L-F5;"80[PZ*Q!DQ(M6*(#!?Z(U6%L-YR%JP;@;B M9EC/^_ILK;<>/1PO(:X#>,'^;2#VFL3Z,+P]35]MK=I-
U&FLEYZGTSU0E0W& M&TU[)Q0ZKJ-QX)04=3",,#EE-+%UR<_>J//01-4#8,X0=8S$F.7567R1/"XD M>HQ,@1&F3I&@ZS;4GEE%1:=2D":&UH_>V^#:0_%H:X5N09B=M-
$A@_O&IKGZ MY=^GN* O^?KC?1W^NMHW11=E9!T])>I#F>4"HE81LK3)EB1$D+Z?$70/LA<[MJ+'V.CQVK=T'=_%>3BO> NR(1M%&H'LWCYH?)MCJZFZQKKY-H*VV2;%:V&G
M4@E4<@J"0@&^L!B\-[F8;L?9_KBUO?UT&-0:HJ6>E'HW^WYVNEQ)@%_6X$>8P61CI!Y%5EM]0NV CDCA90 M2E60Y&(4-"5@DBSPUCU][H'SW
CR&"UT"!+^$D["+.'O7Q%_'O(8O+6^D)]) MSD%M640.H6?%@RU$9*N-%+YYF]<-6)ZWA]5$0QTZO:[#=;%7MD'6R8':C&H_ MWE(;[6U!B1U$W^'>N0KTIP/T?'!GX2):6K,7!4'E+&J):
1IO0X>=>:N MM9EZ+Z#Q[9!6FIOW$GL'QV4%[KJ$_RX^F[/33G/R\77U\64&A]P)L<8<\)K MU[HTY2%,Q\6,5L+O?&"^ <%Q4: MB'R<,4?GK^GD?
3ORK4#XFKTE&7G/AMD*2Z(62035^B5Y Y1G[J0VT$^'J1#K M8)W/<[Y,_]L&8"]7]2%P>_)86ZAR"WKLKH<>?NN#0*4I0AL6P=CS@=*0J1? M.1F-
X4Z*$EM/C=@341[R8O?"DR'B;\B/,/F$R_G)647TRW2^3%.D"_C=+%U< MCRE8%BQ=NUJ'FM5%9I-WA='=JRVW'H71MTI=[G3[N?<+]F!CM%7%O+T<.[BE MYW?
HI35\V3#")"^B$0:890544 @^&V*T*NBTUHD0-M[R:X'L\8ED[V5WNVNF M UU>A^576G+]GUK5_6D)J0[..IE7&4V8)YH\/1 M"(]-:SRW!C<^K1HHI@-$U MN=P1PST!KC31O]-
(U4>5K>,99'"FGH9D:A5F M@)M0I-0R!]ZZB\,!=*IMHY\'N]0.$6X';;\Z.<5%'1=;YY%=]AV:A!@,\J ! M @QN*,=#)KV[HH?RV0(]'Z[D+N=C^LO;@*V3K(Z%2SAH,JJ_!P
MS)"Y]I&@(<;6+R@;P1P+ YH(NT>7ZNO;[[:MI)*,KCX0.!$)66 ,HJ.3B81@ M76)TSS7W:#>C>VQ%LCXG&FEJ3M](G<5D,6: M"QM1Q*"1I"-JAD+& #[%!-8Z*[E0OJCFTQ;N
_1RA[70U$B5GW7DT!^S>5SB MXL_Z\GV>E4^2(O2TD!7]KZND+R1UL8]6GS4A,[[0CHR@5]-U0U(06'8@8E2% M2Q4-'Z-Z;^>%[/4:W94L6U3VC:OHN^-5\NY?UO_ MIA?
KF!B+"544P#Q9)@IE@8@^0#;:JY3I3^2MA.L[;Y/-P!P#X?:EFPY&_@W\ MZQS8P- JH0/(6$/JUC+PK/XGY))00;:9SD-J M,RWK^4)6"Y X29(.R9)!*R$%5);)**)O[3(]\S;30[C;K\WT$+T?
2IOI;1JI M,6XSRQ9!U^982G &P<@ 5D7N)&(JKAN?C[DKYB"^/*(KYA"][:FEX3807[IB M[JC:1_0V?(Q>]D2A&)'V4 T9V$10[>I%L8YPL28(#,$*ULUN>8)=,7LS9X@Z
M^G9YOJ^QE1)%*B<+:)<3H30:O'$9K!-8IT+IH%K7M3V7'H>-;K56VANIW?/F M=C;;@'WI<=A2XSLUHGN,NO;>XQ!KZ(DV%DBM:T%A\.!%BO5%TR4F,'/=.LOD M +C5IL?
A>-0:HJ6.4S;.3_C/\U]J4/-[=34_EFHPG'Z=YU5A\N>O8?9[.,'7 M8;'X08?[:C$?R^K?310SJ(RNG2RP#E/4 4(V!H3QJ02MA5:M'^2: '_J >U= M0ASC:[Y#"=#-
Z9YKAH[\.E_\L<0)0^E"X0A2"-K-*B&$DA2(F)TA$5KN^]#S M 6 O]&NIN:;OO]?P?@9WC>U&2L^[69I_PX^+^LBXP*_U*JKYR/6':Y-[/LQ/ M+YZ.,/]Z$KY,$K=<829[6%7_*S(-
=/I[P!24\SJ*P&\%T^Z\$8*^#D2]Y Y MT7DT]:W]^?-=,0E>L1*2 $.V"EDP0D/D,H$Q7NF07%1AQ-/U9W#/D:A]-3C" M+.R:-C0_._U$IO'TY,<;/,7%M^FLQA&N.
[G>V(I+$O+L+)R\^C8_FYU.N'"==>BIM'+)-A<]."PM4H=>IFW<:E^B/M:26"A>)KRJ J!GS$2/91B#87KEELG8.Y!D:[MBJ*+YQB.JM0!>+ZVAE),*O#D4$-,@3-
K/6>N]?/H+0ACI13MJM/-M3W#)7DH MZ3UO,)Z^FRWIJ^JGK>+=W@1A50U 6QWJ?SQ$X2PPY$*Z8+,L[6E^&\6^GCEW MTND=?NPDVR[5A#<1W1B]O
VN3F^0FS#MY[EQ5YW=2X$=!3XF(3C';!7Q/A9A M:O-:!3%$6?TE(V44LHC6HV3')<(#;X-C\6"(G)L&M7_'V72^^#_Q25IPEPT M_=-2:N=4 LEM3TYX]2>X\15]L')3+E%K@\ M_11.\?
>_PO>/LQL S^_#EFJNG.V4OH-DQ]O=EPU[M@L\ M6QMX(5O1J\.VHSJ(_0%C:HC,1C"FN$34N020S+OS:RF$.HC'F*AJ:UHKV&$; M4^.I\#$R&VG4W?DT-X1G^TE;$UN(.:=C9(H[?
[MG911X<4\^M+]#HX]6FZ_/=JJQC%G4C" M].);M002)H:XJ18YPIE8-K73)X'YYC,#2:R;M#2ML:C$Z8Y(QS8+RM09$HP 7:()JYQ!,SB*Y? M1LE8]'CPI6T?[!@B^7ZS9][^-WT-LR]7
"]N.6<#K9(K4$CVEN)"@=.Q0#$\ M!65R?6-J3(M[>VS$>^NNEL_7J:!X#N8%Y\7JXS$'V1:_?L"49#1Y6 4A.3) MX$F![&]3-
/TG6>VURL*W=DWNHC@B_>\HXCY'P5]AD2_7>3GE5^24@I<.N$2B MHBET\C&'9#9ISYC-7+K6BE^/Y(B4WT#4/:JK;@5I+U Q[;@O"<'&DLG52;&F MFY"K$WF*)M:)%JW=B?
5(CH@ #43=(6RYS@):UOJ"6L7RRX^_8_XRG7WYA"?G M39*_3K^O;"-;BF3D0X'WH78+*)8 ZP*8F0H!TI[1V0]62@Z"1= MQ&B-
;%U1.3)?'N&N[HTN0[31@29UQNNO)_._+@!>.E$8&.DPT[7L1$V*-!"D M](#2>F^$-@);!S76 AG?;FFDJ#4#=7>3<@=7]0.>7@_9^QE9G2Q??%X5L-4N M?

```
(O;&L'$DU=CT6_Q#F M>&*2959Y"2Z@IQA7U[I6M)38P#_3=$;G6Z>XS#C-&6<"' MCJ:.XEVYW8'PS7F:8ICA25;%B.04,&^]S%2BJ#)IA*28H/%A9F[_6+]\/+_F MP-
ZQ9A09BJ%CNRZD_&-R_OD33K]^P/G%]/S==1^Y)"73WEK(QI:ZX]8G#8XB M[VA=="XKYO=O5CP]IE\S8R_9,XI"QM#QW?/3F_,Y3G$V?S7%?%K_U6)7U"%&
MQK4$K6M#/&8,.%^0MD:#2BM?G-9C9+]FRAXS:11%CP'6O_I7-QV5?QH^ MRN)RTAY\C!J4%(9^YPI$"B:%D\8*V5]QJ\5(]F$^[%5:W,;G.\X4'@SB3LJ3
MAVFB7>^#K^&S:8NEN1X5]X_03 M*4SQ(E&JXB$8E4 E2_M-2KF.DC8@A5JP_@V\FPSE%]_WA"8[SG0?#&NMX(LK M&[PS%E"ZJC4O&03,]:HQH8>GZ9X
MGBO0Q;@QW],S3RZPY(V'(NO;)AL"T&#\(GQD03EF5.O"U>T0_V+UN$X?)=7\ MU]FEC-R24?"3$+(N2A>0RA)BSPJX&!5@TK09L5(R]J?I*I2_J-G?N:-H2=9)
ML@3M!PSI"\ZNQ_3SZR=D,%F4T,!C+2?R0D"P(H +V_W(VK-.R%J:&*2C$+%V'#.* ]J R"-G(O8_!-VY?F04 MIB3/&3A;E_GH>!4/-I1.^N)Y"EYBZQ7R@/4CAW!F._W((7[9%_W(U4(/&6.]
M88R@"R?[<3*BET&"](I9%7QZNB+Z&2OR#.+#8$6>(7[9D:#*.A!_*?)LY=@- ME%4V\4TQT*O-FB#/&:?;K M@Z>Q>6!&2E"L>,I1#().&ATE"3;HUG'0@2CR#'+5ZF:_^S:"[)N"M,N-
U<#UG@8]! M?EM7U&$3HX\I\,$P%(S>@$$A")_*A"]4.0L5/;-2F=@WC=E/@8\N7!ABZUT( M?(AH%5/<0-8YT5IH0I4&4,""ULBKY%5LW3SK@ 0^!GEOJ,#'$--WB"4^7L09 M_N\%#?
KU=_KEYS1 Z1QGP8(LI8!"&JY72"%.*0+1*Q-RZ^Y52Z /R88BY^_/@:D,SB;8MXSQH[R(H8R3X%#+PF Q3 M*@N!IB\'=A5 -'+4T^[?
P,K]CR#"WQ_G87YQV;;%IZ0%=PQ"UAZ4(WR>UX#: MRJQ28"KT3BQNPSG^\*&5+SJ\QUH"[6I6K -NG&.)N\#VXFQBN1X\M?-#_ ME.(>R&@%><7@?@*/O.(^#V8>_9TJ7KTV4+?
XR[UES?(AI:^IC4P)R@N9*#@,BDA6*L MIUECL\;6AV([(LR@O6ALO@QQ0W>>O U?+U/\7"^4469 #%6I.5OPSBM S4.6 M,OG@6^>]CR-
Y;CO01AY8^DJZ)2^NWQ>M@6N4_>8&TSYL,YOY;245MC#Z*(O% M=:OB:+A.F8'AA$K5![C!10<6A4 AE9$V'309!FTA?;DPQ-:CE-@O[WG,LU,% M%4+T7H(2,0.MA
R*C$)A\IF[UC>Q_^ =_];2RU+L4L>7+W'!*5%K$(U&J+0 M"#X@EA@]$[+U6=MZR(Y_5^K@H8<\&.O :BXKV^$UT#;*=-:A#0 MW6Q\:0#OM M@6N#W,W^U\G9*RC5UE,CK%7+
5,^8EBIQUU817^5E353H3\J@S08%9ENG=;M MF%(KMKU]8]00!W4YF#ZC-#2_#]/YCT]36JM#6NCBO/QQ^SL+>R2C?$Y&@D8F M0-E$Z6GM?ANM88E;8Y5L?
^VY+KKCW_>H13C5X%GH#Z"JX6P=2M\NO^VAV M=>W5QX%/\&0+XW=>:ZZK(VGQ"U5$JQ3$&O,[0A8UR*2U2U4[7_=<4W9Z\;4K M-@RQ>8_6HI=/%;4G^":
8ZZ.R3IPM=5B\$7&C,Z&^ P; &^R/VQNUT>DS3:SC,H11:@%0\@'+90%P\+&9<)1=]-'8MJ9E= M.W"M#L!-_#? 8*.\,OB(\_FE.MKL@;CEB8F:N]K=0RZ:[FEN(>BB(+/ "B_1
MY[S6.KS50X.G$.Z#?&AK^;R./EI:Y-56]O/CIP__>O6)_N+;?[QX^]N[3_]\ M_>'#ZS]>?'K]VZMW'S]MH?6YY@]N(?"YR1@:J7I^P-E\>I'F%]/3\|^+/E+G
MF;Z&T^^W&&8RY]8Q!L;2&J*TH;! 1PG2,1]*\"K(]N4NJW&UT_2\|VF+3UK$ MJO5SK^*AE&(4];OM(^S[J",SD*N3%#;C($)*,(B>I96E^H;,"TN[3E<9,>)"6MO-(
MAR"JUFS?,\%UH>0:P#J=8RT%M:OCK(8NG/2T_Z@$8B]C1" MT%(S=-['S%JO)2,38^7!UBYX,<3L/2[D*+2=_$#\B+7#P'FZ3@9E9!3;&@W. M:TH&,Z-DT,L$E
L&E+88%UL+M2Z!,GX>U@7*,B6,9!)BKGJCS$EP6=4'GIRVRV"%#ZV+P1X%;^FW-* M*K&6)BZBUC]N:P]'9HJN71V],X( *4NL# X*M\IXD05KWK3E"3C''E6V\D0' M4=8ET*[E%=8
URFJ?!+8;B++9FY0*)"V1"@5RB,)$4(XF1E R M@\-<)'*K>?,6)SL@R(H(QJVRLB"N&]!H,F@3+: M0Y294R =>,R!PA[6^E7S Q#C!Q8-G31I:>$NZFHSK ^D:9_\K;['GGRK(W[] M=VV?
^_/Y6')%)T1PO.H4AWK;Y*LDO:40R =FA6W=^6D-6,=$B]9>Z*' B&?T MK<__P'-*B^];5EX976*]9K9DKQE@&,E012HOU@I(YH- J"1&9 MU:JYIN\0@,=$GGZ>Z=(XX%9POBA37-
0Z2NZE9Y2E14N)M7$&?+$.C Y8LS6, MHNOA^#608T]>MK=^!_'G!Z"NRYG7@-7M.>>CD/;@$'PSIZVBP186[_*&\W%X
M]#>E<<%"CACJ6W:"YZ0'[GR6W#"!NGW7F1&),.30NRL/AABZH?_#R>__(^0# M4->!,?>]AQ]/_OA=](!H8/Q):\LU M3#$6H-0R4-Q6?9VLP'*>:CBKP"-ZL)DYI@0Z;NQJ=R[[\4?
@SB:6Z[TZ7UVZ MG3@ODBV"@=84\2A;) 16++C M"B\9*[;2TP]Q+%CM_=X-[.UN?L<&MP:])4SK\|OON+T\A&J#)%1 M:D-D+B'3F#('6MT*4%ZCA"I&&-\UP<CF.GX"
[07\2E7640EG(/M'TB$J B]&#*18+,N5R\|Z" MFR'=,=$Z\6!]ZK5R8N_T>&W4[W%Z.JF_)@IR3H+)S(64H=A2+_SK(]:4 A0N
MZ]F/%U)TS3LV@_V\5K\NSERJE]JROO;5NS__?//IS]=O/WU\|?:W5^_>?GKS M]A^OW[YZ\WKCRMHU?N3V-;5#<3>JIOUC,IN]FIS/B0%XGDYQ=D.MK!GSA;+0 M$&N1S)6/6PC?]]?
2AJ8=U\*7A\,Y>6/MX'62'Q7;KY\*2XD M2]!>VP**U^()RV@S]D;7T6JN'>W0S7>R]='MZLU/"RJL8E<;EW2(C^XBO4)Y M+?^\!K1.[WZ>@+6;MS^]//HD<;9WQ\B,25$5&R-
E%3[5%=E$RB\|@C6.6R&R M]-X=.E-6/ [: Z(,\4('@KR;?\%Z]_3U=*&!>F*5%5IR5YLZ5:EO'B 4SH#6 MSYRBD\Z5UJI#]R",GPIUBEJV,>TH8D$?__GNPZ=/KS_\^=OKEY]>33&?SJ_+
M.,-YKLAI7SX-9^\#;=";IC<;?EZ3H-XSS-^?UN*C^M,5V2\NNB,+&^MRR MGD22F7S(M&R&* 0W3+O[#QT;J-_=1[&S)*>-=Q]HVVUEY2Z*B+<1W>H'N0ZN
M3LG,,DR[:H^WG<^>I,"6!A^3$#Y2](0B0N;(065'$5G)%"5SI=&R('-NO4^. M2X25+?#&X<$0.S>M87BA_V?ZK_-9;[*=]W@HX1B:O\%5I2N"K :8KT: M"$@1NM8!:?U;\?1]Y8?
L0M*TA28H+[E[KA%$X*[RISYD3TH8F%$2L:+4U&-%J4<2* M>3_P(P_<[WU-W.']|[V-YS>7A:DY6*SVS1]]+L-R M7#E?$XMWJ")X]&2D'K=-K^]/UL#7ZSIK!;8=W6DU\>0:]-
C:#3VNL5;AM(+G M6-" D"I15&LH+:I"D\|)')VU(Z&_:?A\T359=:.V$)4.LWR.X?#A<+-)ZYA28 MDFJ['@P05:K5+HA>FV!X:?VZZ-BWDBVMW"&;Q;:^
M>M+U6QBZ^^2_%H9*,4I9[VEUQ2;K@L1, E3>&T7(//:=_CO< L;P_1#[=@X' MKK->V.LW,&T'V81' M0YKK&@F1,="9>U#!"DJ;2P3T$56A,(?EYF\DG\"S@[K+4+2F6H!:00M,
M=!SU9_C[].O%UY>3Z73R5[U6"=_H._,?%$T9B8[V0R]K*X,2$GCC,Z!6NNZ5 MQK>O7!F [\B9T\0M'9+1CU\FT_DGG'ZM1_SUO[.3%+3Q(1@0E%HO>EY0');K M[EN,L%:ALZT?
6#]$<41TV-+$'10L'AOJ[^%T^M_A[(*^\>+KY.)\_NYB/IN' M\UP5-Y2WD8O((9K:,#QP";&P0*&YMMYFE<(H0^=KBEB)Z)Y7TS5]' MKHOMB.C3Q1T=I$'>3R<),
<]^)]-48\RNK7$2;;',%P2I#0=5B[@]XQJ$]"$S MVBY+"8UYLA3,?A"C36[K7;$U MMU$;9;1J+P2S!,PQ4:&-Q9L^O/F3S$DA\N7V]AZG+_+WVH[O_[O!:U8)YP6
MJQBMA.RUHT#9U2>DWD)],,J,X9*+5>]LGOZ$8W!O4ROVD-*[M0*]F";0[F=58EHA;5RM,Y"U@!T#0_IYHHO4WLTJ M=1\:"RX8D42-
7@I%+T6#C[18B:2+IC7*,]9>,6',3$40BL92EP!P40IP&%DDDZ6"?4NR]J/UU+8.7EVD.<308];DK8/K MN19I#O+9NL5YFQA\U*I=Y3B:4J!$X0D?9@A1.@@HK
X^2Z9:RYWM>Y%F%QX, ML7/3(LV/M3DB?CY-;\[/)]\7U[>_7YSGJW="3 N73$G@16V8Y*J^260,G(K" MTN^2]/G)X''%!^Q1M:+^5DXGY^F5^$\Y/#NVS?:T"ZJ:7'V MXE+_Z-
6[%U<@"1NSF1(A1R.L980(WA"_3]NA4 M>R>.H7]T^7)4YR"RY[4[7B)2$C*G&">?)AZ2XD;]N3L\ M@WD ZOJH]QJP.D5Z2R#M)M!KX+15--C"XF,L"M?5J@R-M=E"4K6-5GW;%V6(
MD),KUAI&"%M'>J,2846@-QX/AABZ4ZC_Q^3\|YR0O3C/"Y3U]Z\F7^/I.>;+ MRY$3YI%QKFI;(0IP59&%4$H&)N3:0T8'#*U/D-=#-GX T>$PJ8,3.CS)7O5& M0J"+S+@,A)(R(2P=9:,>S
D;UZJ=*)'*W,WG,#^?E>@2:_U^]A$81^'];;'TQ[NW__BIQ!FF MTQ\$<_$";]-+II4_R4/D,13IL1C1>AL9!'!71Q9;LV$REEN@9!F68]E'FMBZPZ'W8[BN3M_60=9IXUB.:C?;1QOO
MK4&)+4P_T@)Q+8WF?3:LM@(V:*NNI@8O; 8*X@T/S+LB6G=*&9L4*_:.L3DQ MQ.)=>BE=GL'>.?3W.DETH;:!5@Q4<@5"H@76(&/T)2,]:]]$Z2&.8]DDMK9Q M#]72>YBNKV;60-
6MX=ICB';5:VU;CZV@P!;F'F$1N%9 9%4!42DBN?6@A.<0 M1*Q5IR716I@PQ=8/Q,UQFX/DIY4B3.6TYNN'"*1;#* M5\G,2%$->@59LL*4$PIS:XW9_7GPWGJCW]*^'4KDEC[]6P?
7U65P1EC* ]1W,C .#87@-KW=^Y]>## SFW?N=_L M1N0)>;4C!1:2Y-X#_3>"BI3:1JL*L)*D5[D4KU;5S3_Z@_?HE?,@BT_:F:OI M>_:[<,P5'+1)!),+<%[A".'!!X_8F0QH3+V?
KG:"N^9H_3>)N;J./?L-1QO MBZ#%!(K/'!0:#9[I]O@EF8DB>'._5_4*[]FC]-XFYFHJ/7(7CK^"8S)36:$& M)^LMC]/U%:M0%#):04M$TH1GD/?\47IO$W,U/.^Z!T>RZSNZF(U0*D) &I5"
M82#H^JY9)&N#E2['-,1[US_XN+RWD;D:IC'WX?#KED_69Q:* HZ2\FACJ@H1 M.DJKHQ?U[Q4_*&JY_L%'YKU-S-5# ?#!.8C.S*&5&;PPJ3X/I67!$CZ;C9.B MQ,Q$JO'<.@ZY49
MMY1*:0NA: DV%F&,K$]X5Y71+O_I!^[)9H9[Z$S;:N%55W!*9BEHJT 'SVKI M#H)+%$%;RV,N)J50Y*"%5QV)"[AVAV M<[J[G9>>G&C)3#*U'2GB2"DPJZ)RH72^%"SL@ZU97&VVC;
[HL3-BVZ*F-3LO FYR,;N(?C$-8 A'OU(*(UQ,P?A=100['_+< MS<+:0,YEN$V5J%!8?%XRY$F M'6WI%J@KZ_V\&^H<=PMSE'S[;*BS#ZY?M:%.)YWMVTCE$('WV5!'^N1B#!P\
MH\A[&1(8DQ($J25/-G@MV][?GU]#G28\Z"+GAI[XRB41WI#@7 :?%1YRW*M2 M&*(@Y^Q2*:&7OEM#G?-KR=))XCL\N"[B:NB$KWJ,T)@=U;@JJ87"P\IF<#3Z M>9.?
I*7C@9).VCN_EBPUM'>(N'J(@LGD-<^XM:C2L5$(Y)%749?K%I44293[ M;@UUSJ\E2PWM'2*N=@UU[GJ,F)+J)1*!P$I?F&PE.(UV9T&<%#?)*=]%>V?8 MDJ6"]@X25\.&.JL>
(S)*KX2,X' =(()(X*1TN%+NK3+$/:4FZ0 MAKH$\S)-AY]'[Y.5))52!DTA!AO1%G8!?.)H4FE*'#%$*%D[#74]DDNQ.RK(
MN4%;DJ>H5I;Y'KC:FA5/,)W&JJBAMYU4.$+H[8R&I_BH4YZ7+2\GPD&X1,_( M(@$W/1Y"CDR2VMZR+K)%=H"4(I7TR7&^]UPE3^?T:\6,8.D M)=(L10_;E0(F)*$ETLP;C*?
8">MDUL*1.GSBI]950//11:^GT]LR4/$E8J8# MJX77E@@(1KO2\!;-Y& 5J%!&*"H6HW'5N;$1SJE#7F\:U$X?+N_F5/C#A73U MM4QW'D@TB9EP OVCTJ\C<_6X"N0O-
7!)BD\B4UY<(_E$DEPH*2;YUPLNB;/ M?A1R#BSGSFB=PIA\ M/BNGV7MTP? 7[G,:&)5,,$Q!U,R#()2"(RF SBF+G*7RM&VGNFWH+I$GU;31 M('_[T;XV2?^Z3:/PXUU>--,;AO?N1_G-
@#%N.4D"M%$$Q2&1Z0:/NYR)C[;, M9J[>+WM?;)?(F4J::)[V6?:^=_F/X03IC8B'$R3W B<=*$("Y]X!RL24,>$< M#,63,ME$ G%,,=OV -H"[A(Y4TL73:]IWXZ+F-W-
TGPBS)2Q[P$84^C$ETMI M@PX\'J!1:T.4B;+=1>S/6"Z%$A4DW6&'1>3>609D' M##0XDY(6U).VF\9&:)?"C_IZJ-A\=07S0_JVV+JF[_(B\63>LS G9ZG%1:// MK0&12?!
<2J#.E%ZSQI)8.[ZQ'LEED*&"E!O,:BFWP=-R'9RF[T:O_IP-1Y]O MA],O!>>[/ >(1Y:027*(LLQUXMR"HTA3)*W*)A%&DJU,@YV@+H,1=67_E!SV M6'*\|_9FV,CGMA0#F P-
!F087A(<4J#:!6NM5[>4DEU)"$C6TNJHR<,O!?QKBP M\=?T:CH;?BT_>YMF"YOZT_A%^C1QHVE.$W2V!H$3A^X4A5A&*8O2X\HE[< & M$BQ17.%;TF=6:<6U70I?SY
):RC/VC;77@U9K-%9^_%GU6VKO15II9[:A5KO M\C6J;5@N=H8WP]F/>[I1M&#UVDW&=) M_SZX?M4>#YUTMF]M_R$"[Y,0F6O/5(D4^<06]<\>C3%0UL7D14:CIVVSE_/K
M\="$!UWD7+7.?,MD[D31WC5>07 I@%"6@,GX!S<\6[32<4>D6PW*9S+2O)/L M]QEIWD5P#5L^\!4"5: BXQ#DH$ZGCPZ,YT*EU+RX MZK9\F$W0^_P\#*]'H_'WA;-Z.XJK3A1))\4R
Q;0#!&,>S!69XBHIQ@B K.[ MWL:M#WC^VJPFOJJM(*YF-VXT&X9K-W+1O?OV;3R9W1;1ING5YY(*=E]KD\H[,YVXD<#E9<)9$RJC(7O6Q M@;2GR:Z&K"=A21?IMR@U?
[I<:J2G'A=I:5 @U\Z\[4_Y.XZ /G3?1;X]F0-_3,;_'HX^ M7[MO^)O9CT%()(7)4 94GP>0L&$,ADZX'DHF77L<:_/)J;!)GS]^Y]KC_-F M]X)5]-
*@O/2G<>$ZR&P]%6#\W("1%"S3&H@.EF075 BUR\9..X"](0<.E6OC MF0W_2,//7TKI^_<]"-K6]RG.N+F['D48Z:5 Q MNB6)7$OC2RW8T2Z57?V<(P?*ND$IZ.X:HZR\$81R
M4(X7@"Z"$X%#Y!%]ZF255+5S"\^POJL=+^IJH$'YYWZ%)4[Y:+0QH'GI )=% M871@$*FD0GI$*AMWNSJ7XI[^S(SC-;&Q8K15N4.-,H\RE#H(8IGB$DG<*)4
"5HL,LM3P>BVE47FK#?E\/"NQ97W MN68\'.4V'BK71KO"MKMUXT-BU'F(,L&^YPH^CP-MH-GE.%P
M[#Y02_HMBBX>$I6Q;*U4!*S/"IU>E\"7%E>"V*!B*N!JUS1OW@#J$YUQ;K,U MNGB#!D6=/'AB.:@3\9 M?YZXK_=; ;ZJQ"&T/N3M*06X,DM+('@E#;.!T?H7HD_^*P'_,'O[KFS!XQ#
MWY3-'[VJ!>"2>X%O2"Z]#AFU:"%G!RIX*K5@,MF]+I@.6ETO$>/:.EYM]S4E M>R[1XGE>3?F@5_^ZQ?,0+==OXU&Y7)^'17C6.1-I(5@I\+!@&0Q#EXIZI736
M5#A;VVS8"JCO&')5C8];2;Z!/?D(T]*YW@=4HTCR6D"G"2-75-SC!*=J4N^- M$CY%W$ U!Q8H07N+XH[*B +)T7"6MG34YL^7"CL"R7TSH8NP&S#@0[''1BF^
M26C8+5#_]=&YG+V/)C:(87U2/IW*2NHZ4EV MV]$R;A!"NHIQN!B\|-X-X^O1M?LVG+F;%3BI7&;,@(T.BI!G<2GF84495PPE;49U-Y]T-ZXNIN%!'#B%55A37SLI<(2P>]D&5A:K3]8:
MKM#>P8-*E%"G55R#-,F+^6#[M%>^T=F18(,]> H.=)%QU>2"*]0!?8)J>3 9 M9B@3C --6:.=D@T8CH=?%"GX$+D-_-$0DZ?WSEL^O[^3O:[\Q]6%5S>SH#0
MW(1**X$K8A%MS5*OG;( $[4"FGU*QOD8F-]#I9L^_R)46D5XU=]2L0F5I,J* M$#BD^A8@@^^["4:MQ9NA HQ.JU5V*'B+L^[!,N[H80K MEB\_1?
D3O!7]$>7*"]T#YWK+?"V/YH1]4SH,@&*_T<&=)%XK4]N)]OVQ_)8I6\1@UHCU!5 J>=)!Y_I^)I"#2']ZOQ MI[M.&F0NKM\G/Z0B/T1ZOV'>_YW5UFFDY9;*(I?0KS#82%(Z78&*V
MN+6BNTERS+YZ+ZC]D%T0A^IKHF('*#=XOVI = =&'Q# 6Z0$*X/WT2OB27639S.H-4T_1C!E60> MO M_"FL91QR'V"-,KLW@CI1=G<-
U>VFPQ%R[Y48:*K9D*F%P+D$8:4%XTOV:1#4 M\)BH"-6#,OT28E>.=Z]\Z"+N]CQ8Y:7@$BGG'K*F 80N?=V)]R R)\R2T@*C MNEVQ#DC_>;V5%+5=_0=(N4&L_^5P:9M?
^>ELXL)L0)DW.J%KG;,OE<))@\5C M$!@:4HI;Z5/<*YVW2RGM8Q#]J[R^.7F<9!NH^H&/?(?M?9K,7?>7*=S@?^) M1I]5&13)119(0H(8DQ3 H],DTT1IM)6UOP^N$[2:.4Y]C\?
JU)9]BV82*V / MP%Z[Z9>!H98R2@(070:5!CSN3-(:8DC*$\HD;GZM=H1'6)X[#ZK(N,&-R_O[ M&0UK$ Z(UU0GS<%QP4&(\I6(;)*,=FH/(^U7<;MB)X[#RK*>^.=2-L0YO47 M-
_J.OWR;I2[&SOZ?A"+]-]6*:ASRU19#SZ-57 MBGK>E:+>VRPQ4V9DS*!%1 ^%EJF?V>*W27&I@I4T5P_O/$%Q=.7AO5C?%;%> M/Q3KZ[E82\_W1<@F*F-TD
:;,J5CM^3@I8SX\E@G%**V$H%9Q,?W5K&C4=P"C)8H.CEH>@<'L@^HC$FO#/,V&1][4YZ9]4#HST- M.C7&Z**.WKH@[ /J5V^,T4EQ>[5#.$3JO5$B&$>"810R$QK!F0">9%:F;WN6
MH@W!Q^=+A:,:8]1G0A=A-V# @ZWQT\2-IC?S;.^K^-^WT]G7^PA?H@8=>/3C M:2B=8RTI3::% 4F<- %=^U"]J)^M^R,ZE84(G-6ZV4FKIH$4CC7N4+XN84WR1 M1OC%[/T-
8KY'^S;-WD^&X\G'-/D^#.EZ/)TM&E)2 D@-&6 M@#;2,\.]S+3VE*!*T"^,:[UIL>VVM6L9?Q^YK^/)K"1NECE;Q=!;KH%'FXER M%#A5%$12$KQP#*)5,NFD/3&U8X(U>M
MNQGF'R51>/K7%#^G5W^&F]N8XIW8WKO)P\U<$J.3 >5+=GJ9;^^5CA",'L;X M9'*N?3E]#-Z+X%Q?^FJ0X;VG!XNOR[O\R?TY8#Q82F,$;=4\KAO ,EE"DRE*
MJU/DK.$ANP_$$]R(GR2V=)!*&IAOVS"^2'E<4I]#N4 >YF&8&Z#+'Q?L-N5, MM.002$#VO7:!EOGE6Q#%.G*U]4AZ#]]ESJS=E-3#-MF$OUX1_W(S_/=]P M5Z?
Y^@5=C6)9#$HKTH0;O@RERE@Y R8S T$R9IC.N++:D^RK+N"BJ=A6G0U, MML>H_D#I%;/@^G92SOI%^>#=FW0UFTV&_G96PL*?Q@MS8."D)TF(!'E>E4H8 M
2NS1ALT9N8R4ZYZYO'QJ)\|"WM67 ,+;OO%PY\#GY51+!)($3T:054 )T4$ MF[T0-#GJ=.T)L#L@/7O2U!1YQ2J\?>#=68TFHVNA- /D;AG9QA7Z'%V.]5Q?
^QBJ\'IT^BF9?)A+4XG("_6(K> 9G>4H\H\O,3Y1#\#-M MVB;U/+&,Q[>S<>XUP^=H""W2?>K*I5WNC]?!!LX-4")DR1O3X$49.4?&?
(KN8CR7#)W%)G@OE_'2'RJWR;;T)RGS]HCVI46)P/48Y7##IEP*XI6L M?M&^!<[)*AF/4/*XC; ;A$4V0%O&M?]$X5& MH:15%)*3N)LR1] :E1%8$SMOU%\9RJR%32RE^P0*O M'6Q\
N*2U'^Q;7! D<'5B2RA0W:5.9W49R;=_T0NZYC@EX M]*RXGO-,'IV2\V1G%U;7P_>IST\NC^_R >?R>'?]^D-R-R4C\._?QJ.R[;Z; MO!G^ZW88YW^]Q,(="1PM+ET2M/ %U):!\92#523A?
YWUOHDM?/*5/_M7X#S$ MV(E /6;1["N!GU)HYW?8UP(O]J4X/1T:&*^=4XX>O^[WN7#)>1JSL2 HP<-0E;XW(DL(5'C.2""Z M-V)W1W^QK&VLR)ZS=]:NY"JC6_!X.64A-%D5J5/
34DZT4:@>8;6FK4*#YI$ ME=*UKS>K@?_U"%E%C3WG#NWU9LT7MDB"LMZ)4";\H22%CA9,8.BXNIBX$(8X M53LJ6 W\K\?'*FILD*JT;2&[C?'WBWL?-%GFG_-^/)U-
YF,]RE]Z6!B&Y@[: M+S]G&L\SGY(S6?$$F5L%PDD#3A,%F93.A"8:EFK?BIUVQ1?-_#,CS-/71;5\ M7:X6U8YU5KZ^AO=>#IY9ZT6,("F:^\+86+K 2C ,=P]I#">L=C;[N:S]HE^A
MLR71TY=)/Y.SYWZ]4:$C(G-"?YA'$%$D\%Y+D &-P9QHDKV^-"W6>-$OQ\E) M\?0E,,_D)9C7< D5O=(&DD\>34TBP"E-@6A#5*")"=&G!UMW=;^)WX8(3REO
MGPGE[\HKE%2)4,/!473T!=$>77[%@41-N).1"U)[#D_/2_Q-_H:46'-)=/1E MZ]KKXMTE.3_=)M]7.SGE"$JDEJ4HGQ(WXI75U)/T>K\ZI9+6%+/A&2U80JBG__%C^R!2JMECGB9DUJ
M%\T> +.WFJS:[-DR=*Z)BLZEE.MNOW]Q.T7!3:?+%2U:@T8?O+"10UD ".LD M&$W0+N;22F,CI;GV5?-60&X1EJ,^ 1RT%X M$L&)0$ 'XK4RGCMAMUJX>SWF!-[/X2H8MY)?Q7QF-
W@Y=)]'X^EL&*97H_B7 M-!I_Q2_O4-F$L!+0.2J.O+7H^8$WQ@1&N=>9[M#JML]_GNJL)K&J+^G5PI.[ MGHRGTS?.KTKUI.0YH*&1M$(XC%!P4J+C[HW2*B9*HMRAP+4?_#PU=
[R,*N:! M3B>SP75I4'*SS,>>NRCS,R/)+"U+&4@9:BR\0T2$X!$B5(CHL/C ]W)R\1$/ MCE#\[O[XW/ST2[>H*\F].1.63-\'4Q=KNC,G3F%,U]+15I4?(>"*._=6;"(F M0:7+D)PSN,W%
"X&!U'8+)Q04I V&\$)S.D^==Y%KBW*7E;5]2M/87D2J1RD M=,Y!H+3,++9H/ 3IP2?C);*[^OF8(V49,BDCC+5(X"A3D),APDNN=*Q],[41S 7HOXZ@VX5,UIDW
MB[N6>6K;:G:IY5D%G0TPR04(QS18&05(A99N#H)35KN)02> )_,$&D;ZFRFH MP7[R(7U/H]M4KE'Q-9I#^L=P]N7Z=CH;?TV3Q;R'^?R':<)_YOVIHT/QZ.B! MQ8S>4_8>O:
<<(1'C+7-*>54[D?P F&?%K&,5_^06O*W66AHM]\DF R:)5*)X MS9HZ$,F4!/,RMJL C8$9K6H?66M@7#)1CI5ZBXE -_._D^+'+VZ27KCI8IH, MFO=S 2Q;A Q4-($[IY&N
;$ID\'D0"$%SC2GVF19N[7&?L@NF2X-=-.@SO1E M^C9)83B'-/!:6.<2PT665G:.";"EN5@0B@D3HF2I]HWRP^=?,AL.EG.#6LZW MMT4J[_(3MVQ@34!7C*)/+QS![0Q=?$M8!!70&W-
&HLE6.^-T(YBS8D,=:[:. MX#<:%&V3YY98BQDTF]9+GEO[L2V2YW;C[S-YCG(2;*8>*(H'S85<:&0)>"X" M=8H%$ZLG[_2:/+'4YI2ZYHH[=7;=EN@VM3+) M:-
&2UXR!B&C8&\K+\&WJL\"#F01]P;=]|56_^^*OBPKZNOO9!].O=/"724?[ M7 (=(N"^E!\(-XEY#YX4;"F63(?$(?ND9(A<,+?70,"S4GKWB[_J.N\BUSXO M_H1GS&8'G%J$92D#(Z0&9X-
+"9=:OV7M>5_\==+3OA=_'83(@Q:<%PIR"Q3'TDW#GYZ+KU.199=%)!IR*++O+KK\@B4A:$T&CAJ%2&Z"@& M/F0.2=/@N?;19+U#J^=<9'&8.JM)K('W"E<"=(WH!35"$Z:R.A4J=4
MO8W SQ!^1?/Z""4TR$)X &=)^'T M3*J'X,YD6%]C(HVJ_L(^;8PIY\ P"]6L?#!44U2!Y:2O U6#=/2"V/SS.XQJO MD6*[T.8(K?2]%:V@HN?BG8C XMRKB0F,PS>
(>6,E3Z44IN$A=!97@6?$FP[* MJ'PI?!?]^DL:?YZX;U^&P=W,%QVL,4;("($H@:>S\F"+:^8$993&F%SB^S!D MQZWP1@"_T-%43Q$5YU#,02V8^Q#2ZLYL#U 5$T8V
ND_8Z22HL:MI%Q[@]@( M+I&H4Y02F)&J,+U8[B1#=K+TY?3&A+VN!LY+]5OR1OK4?!?A5M1X&-^.9I,? M@[]_'.2H%#'(35X.N-0M:)PF9E]H9[0682!GPK*B2/"9"
M'A7,/HGP/_G0YZRE8V54,<*_(LSU56E+G7-*%(Q)Z!-(7(F724"DG+%L2'2/ M[V&.>,VNKYZS @^46H,H_ MWXT8A??R2TMW ^OD!3E(6"LUV()EP],!\P645 M\"A]"HQ)Z6KG1&
["\@OY/575TF"FV#IWM0X@C1 M-XBR;4$HK>'4" UZ/CG2JU+K2!-82FF2W*L@:P?7^B;%CIA:WYSH(O%6H^7? MCD=A,3ABL2\N394DI(E&H962:,D$1_/2!]M&7@$P%?)A\;
M[K7.RB9!]]J]Z9Y?N0^\,ZU0/ZH,M)%R&O!HB4)(3[,/&0S5IG1KUN"3=:"" MB,YP2X6KG8)[L=H_0*0-CHLRA[K\^^I?M\/O[F:>$#&*'[_@HC^ER=?7H^]I
M,49K.K!.L(SKPBU2EJP&*@O2 )H;DEU6+.G:W;/V1W>!!&FDF@99AN\GZ9L; MQF67G>7(JD%B7CAM):(H"8])4W!,H;\MM"%>9T&VAB4.X,%WB"B M48ZL)\24.>426I%&)]S=C
>T>] 5MT(H[]+*J;9-L0;&!3+@6&%73!9R3U;[ M(06TAH'!,$Y!,4-SXIGD MO*M7_U$
+H@=?:JBXOW^2BXO4TZXE96NCPOKZ&V:#0*)V0J30MP7!!+JHF[09SSKHC]37+3]&'X^RMN!72!I*BG@*?LT%6"6TNNWL5;!C0Z[5,B MH%7QC0.NV9F8(2DOJ,VH%E6=%>N 7"
(;CA;X4Q:8HULJ/@JU#807NH1LP?%R MX9.S!T=Q]|(J4&J(TT'7#DL\QG"!NC]*S!LGPK?MF_BSN3.>+*13C)L/:7I[ M4[.7XMZ/:M%?\;!U-NJY> <&28BL^V,\N3M$[AN[EAO(27%DG
```

M$M5HP$=#BAU'P'#&0!O\.L6!.F?/2M_IW-X?LHHH:^^@/N@^E7:@[9 M24?[- H\1,!]*9\12Z+/!)(OH8F$OH=EZ'98SQ5ZHMY37J,,Z"PJPOK4>1>Y
M]M@Z=J^*\VX.V4E/>S:'["+D7IM# MXG,9]5)"=!*!<9J@%,^#I()D0VG6NO9TA'-O#GF,_NL(NJ?Q2FC$V/(/.%6* M7&T08'QFP)WRDHEH_7[C/P]Y\|]IO-(YN"7'ZJ=%,E+\
[]O%G2=*Y.IKD=7_ M+&:]4"*D*EA%T MM7.H]T;WFV8-M5DQ5\H-/DW<:'H7HW?WUFQM.RJ*OO[C)YS0=D&R%ERFC MA1<"0HNX.P;!P!FF LG(VUS;Z%V/Y-?F344M-6C*M-
KK7OTYG,VW-#I0E'I= MLH8%*=?R)>AG-)(I4J.%5O@#4]M@?HKB-VWZ6_)36\G M_!]&;K[]]'83]-DGOKU>O3M=C;].0:-W]U.)BB[%VXZG+X9.H^_F?UXGR;# M<41O8%
(21%ZFQ7\'S'&C?"J%+F7& *$>O.0-U MLS$+[G"RW!=\+ *RKT>S-,&?# +3.GMO(*ARDV-*9Q-E.9!DE& L*I]I973\? 5DM?U)(@11I/30D7.S2X%5T0&)-DC!:;:F=M[=(PB_
M"7.L7M;PI%HKB?'/5T K>,YI-*T8GIH\E@9*I<&Y2[ZTBJ6VC"%*;=+N-R+Z MS:+*6EM#JJ-KA>^O$8L<M?0\@V?E
M54O*@-4)D)CSV)Z%>B@W.@&OW%Z$G5>@YU!IL[I@M@@\AHO_%9,:5 M$&;!X_\+*J/)'?$/Q?:*TSV7Z0*G)L->DP:Z**6W-O/[@/K5)@UT4M1>_>8/ MD7)O%"@-
(UET#G@HI<\JX#Z:I4MX5BFS7U+Z>:G^H$D#]37?1;AM)@UX M@T=I*&LJ';U+UQRPV:%;4&[M5;+,R&VE9\]UTD GP3^=--!%:@TF#5R_'6B= MJ<4C"
(+7"D2(')RQ2$AM2;!.$EZS!?K;2]!;1ZDUGC2 UD.,U N0UE+<3&($ M3PQ^JV-R:$$$D^@._^!L)PTBM1,?!5,_(*>U-L@QJ0)BI/
M9YC]AWW;Z_])&D];Y6T\J_H/U3[JX]PV8KOA87T%;O=9:Z,6-.N;'S'EDV(! M5"1(42,RV*@D$.)32D)E$K>-GZK13V8=KJ-[NA\W'<68%*,(1CUI>%T9"7[M(.&+%
B5BD3O=6VI'(7X5$UACN;4DW[O_2GNO".NDENBC".@4DFA,ISB*>(# M)$F\)=[A8O;*J7TN$==3$&"O*&L71?068ML'U*\69>VDJ+UB;8=(N3*,(I^ M+C+=IG*?$-
"1L4%22)P[3@3:@7FO&6CGI?J#HJP---]!N&VBK,SAHI(VD(0N M6=9&H[,:*:CL0Y!:"I:VE>D_URAK)\$_C;)VD5J+*.O5@#'CE60.K/3%YT,: M&J(<1$V]]-%93NO-XS>.DJM:J. IY%?
*JW!USNB^2 TXF$THER;@/A@;33#?!]]I9IFW MT&\G"AVAG%,1*1--DV8$K(BXETN>R@3$#,XH2:@0.IO:V2:G(]".N>?GPI\N M.NF%-^_RD\%G2Q?2">Y<::N;2O:B$,F
+]79"#1[&T))/6A.GXWP^O?FZNMW M)X'J**=!PM'?QM_3HI9_NU0^C&]*FM:_W20.(HO$4I*!F!+:(,71#4H!IU'K MD!7EH78[V@-@]AL(ZL= [TMK#8BV'>@+=U-^-
$B&>&]=!$I+%U/%)5B"WTKC M+ H&WSW;[TFW!-;_)M5M:\]FRR?;']ZM0Z4$L--+E3VVV<=M9H[HB$S&D%D:=!] M\1G0:T&I4$V,Z3?X]-,Y>."]PA-4- :Y2["YJ_BH2XI-
3SF^)6G"M^H+ M$NQE^IYNQM_*IZ^.P;I+V/ZLWO?%'7I;TQITMZ36-(VU1]M:"R^U$:\>?7B+ M^=F5$9_):.SU6MEKOO46NYPV?9/7/^@YJ62?%YNSK0;;\L?E#^^FZ?_\K_\/4$L#
M!!0 ('F6DUF"B1@(]V\! ,T" @ 1 82TR,#(T,3 S,5]G,2YJ<&?L MNW=04]W[+QI >I,N($2I*B6O5 4D6&BB1D6I0D2%4$1$1$!"(KT3 05!)2@J M*B"=*" A5!$1Z1"$%
04B"2B86,*9_/]W3)S[SDSY]X_[MPS\VYF[PF39ZWU M].?SK+VR.;E)A6P_[N#L !$0%(!OA%WRA_A#P$M@TCM22ELT-,'=-+-
Q+$)915=JB]Z>KI[]F[S\SOFONZ.SJ[NG]T/=Q>&1T;'QB3/%(]I-:DKBVZ5FFTJ4;0Q+*.F8T7=:6:/^1['']. ML(3_5Y+]'X+]GW*1(5)" J#QA.0@< BPSH;R4C_-? M>YN(??
DOZ;^D_Y+^2_HOZ;^D_Y+^2_HOZ;^D_Y+^KT5*BZ6']>+)G;3"+OQV MKB61]Y(;$PE/;>Q_;Q'R .V'D7=/0*4U)QK;Z9H(_'E:LPD)D=VP"DO'LD^; MXWG&Q1D0'O'_WD-
4@PR83?//%G%\-B'3O7R\?C5E";+G:<:_]__@YF\G_E\4 M"_]7T?\J^G_A^_]317.GP9GN;4*H-6T6FY $3WY_L4IR&^3"="<+08\;&RM/ M^6/P0-
E_R+!JW#02HWWQ_+Q(X.7T"THSV@>EM/:0\^C^KJZY.3W H@ ?>$NY3X2U(]JC1='00_HU M405+6L'7X;J(2H ^39:12?/17.!TEBB&'NV<-',4N,:\4EO-
9>7UYJAT&X7RSPNS=A34.P\E M8Z.'&CH9D7GZO@.JB@+SE#K'%=4Y_)0!^QN0.<>3I0]FM=HSZ[MF!8:-T!I/ MHWN[UZT(7"W"]5E?\['D,I]^G8JK_3KRI3K4@A.,;$A%Y2:$%
YJJ<3JT!OB MG!A?.SKQ-!.:Q#U7HL9"=,=IDPK7?96'&U%7SC<5GLG05MUXGG[B59N226^1 MR)]!Q"9$>!^ CZ5#)Z/8]P!WSJ'H-NO!=(PJ8/1J9N!9D,)JV\C CZ6[=9Q
M(]^I:>U!X>J\TIV->_B>L"FY5GC()D3$#QU>@- I9,5]:/X,GZ,N_3W>BV?7 MSE]FELI.XZ6]I=47*'GT67'6/R?E;[F[JH M/!0W\>C><[[IN':I#N$H=>*\@)MGP)*=>^O:
97F,9SF5MXKOF0I34[BY". M;D.(!I_YGK-F>**F[S;3T'E?S%!E?SX;=:E^XT2EZ+P[(P>CB^U2I0AN0FC! M51]&L;3]]1S9:8$U>#VVH1%9$\F7K8M1MXZ)-5#GRXB,_.9
@5V.7(5YPZM/ MDJ""WW%I91*6SK0*R]RW/S^[*'S-0Y@)<*#EH)YOP*F/U/",$-KJY&?*G.[? MZ/+N" MJX#^X$H(Y]@/>-T$XR"K>)W$ATU<:GKHG'F.F?/"\(U?B4.ZOO<8P8+O]B<2
M92)\)/MMEAKW+:B('(;A;SBPE\)5H&NHC1L<:QPW>\O(FQ(T="H>+ZH])R4L M.2DCC 1CA./]8QW)O(%8,0U[39(J6'T)G#Y>*"'QSR8DZ;6OF(T:A'>]X!(MK<'7##(NWYHY
M7Y/O)ZE?N+8R*2F3/]?+5<2Q_0')N<'M7-UWS2Q8)M>/!I7)CNTN401B:"[O M@]?M1S)^>O[L;M[!6(=]ROVPK/U*ZF7_.8LEH0T,D\"I:F#7]EKNWVO&K=9
M)06)Y(AM##P8C_2[=:67=T \$<7WC)]6H@ C=)65ZCC0.[L!'G5U4AN1>@0@ M6'9DGT7@\$HV$=4NMMDO/*9[KQB'WJR"?TZL+]XF:]Y:< 3> M('[?T[M?S,7
P'C>7Y\$(U*_X0#MF>IVR4'R\0GVTX+ESO&VW6H[+5@ XFP. MG\WI\RP^8!00KY-[UM(A)GS^Q1\IVN/#0"9?BG9_D*N 8B6N]CW<_V[;NQ/N)3UZ-X%2.PFA,&B;T(?1S#"%3*;=[=-
A, SY>0 M97*'%6&:VNM ');[_LXRQ'.%*4K./>H/. MU;9>A0?KKV:U['[=VV"'[L;-(I@JR!,C9@C@P":$+374$&HKZ6+MLBK6&104 M(M^[H,+>Q74ICW*",A^XX?G'>D-JQG4J<-*[4LY
M.MA/ZH&38,#>]957K/JY6WB.N89C5XDTD/@F.L9\53H:3M=/OM;@/1/F-YPZ=",5IB^>_0YWN2CG)ZV?-#%,Q98$URX M*5LQD3K\">U6/)_HF?E/U ;*)]&:M0DQ;!(G+,Y/$6T"[L
=,&!PDH*)U$?X M^E6&O>5*&(LPE[R>8KO+7O5ND!4A,?)S@Y -75IMXR'$;-"/;/Q7KRN7;M5D%59V<5U MM_,78[>+_3@+,J:G40J*0R"&/'AB[880C\Z\72U I(<^M5Q;N ._:? M;#M(
M=)U(+6F#9G;-ZB/2,+M'N7+4:H5>&D45?7;(1A4;0\M6.9<[9]_T\'2&7G9; MD)^K3BS=U2SV<=2;N*-\"5"=DC98TB'^06S'?14DLQ#;4<92X6KC+PZ2;:=X M#^'WO\WA+6]97
::)FB4%W82(*H*,'8DD3EWFBR/HL)W\@3:K<0;7D25THB&55&+)+,B/BD*% M^IO/Y U&\)Z'JGM/F140#(WF\SP^96TDU9=K@HR);$(P'9N0^HENG"A:%O0+ M?+1^]R9$C@N?
JY9&&V@JLWI2;@8U/-;NGJ@SZJI^.6/>_=KV#6+:,NZY;H%% MGMCUC3NO-O+IM<]++5/6I2OG/ UL[K! ^O/JX&:C)O_?2P65I\"[$Y06Q&[:S;GBHGJ?ULZHW]N:QJKIP*7SR=
M(X*^P'N!-N*K!Q2?'[]_P/^=/**#/+BU_EG.T M=N"TOL@F_]/RKGJT>AI/=>K7#;4ZDX]^OKDS2:O&PZHT1<)SI[/0]Q&QIE.>?4K?JK2J1*E M4,+MV?
2RZ$*'%N9BVN^'(3Q;_A1CM3+LHJ??V^31BI[O[145>W>]VK;=R9P[MPZ=@1"?@U 0HTV<0PD6SS-2(Z404;D<(K#+(2X809?$DJ)Q\|H&YI,?3HB*O M6-
&B:Q=W?'"]:HD*K_YA13Q(I"[![T"E^/M!?G=B=@&K/ZQ35D-B7/99^:[K0**'OM'1W5CI'_K&S T/0PLWBUM+O[X>
M_]2ILY<4^KE3MX(.!\Q*VD/PS./]LIF^6L264:YC173*G&/S6*/ZB^(K(V;M M1@V<'?T*\],DU?S^].NO1XZW^T_B'*I-%S&K!'@#!81+B\'[3\'37.F(81^ M%)]\&(31&UUQ6^AU&M4?
>W/Q?4O@-_^C\STWUV\X=;S._W):=)FP,L*Y@?F\ M"6GT68)WO[?3Q[JH+5,8KWR0*+%G:[@@] MK.DT:][F=.O3$_I]]&1BSXE30AI5N$.@*U$?;4($L/ZKTT)S>*ZB KN45[=J
M8Q_)FO()V#4I)JQE9]2!D/S7J&RKF#X>IJ;@^^MHV4M"-L>:/ M@RG29TX6 %-'UR],CYH.1H2'-ULE:ZG#):+#NLE#8ZV>]$.GNQ<0<9%[(E,1 M\5K[]WEV[LR9#-
(\#1^_@SV*;USE*H:Q[7DI&,E 8@.2H<327.ILG]U5LJ.! MJ!C8!GT_5OG-U"'!SF6R>X]][D"JP9S"2&#-EL%NPL4/2AZF9T.A'$, 7UV MO!HAJVU?X"TO0HJA88-+72XI-@!F./[CTT6O?C.I-
S5]Z8I6J^=FWW$9X,"^ MX\.@4S[#UJ_D'0RPE0!0?39XX)X]$H,EJW=*QE%1@/ 2G#4(ZQ>B M'B8773#1I;E_M%67AE,B)/^!I5E9=C).K74N>LL[RM5X?_<+7(^IZ]U1U#1=
M&"EXU@.U+,'WY^\&!1D DS':/ 9CCI8?K[*UPG0BU1J5BN/VL1WS>O@?63=J M?!PF"T^-)AG4&M\5SGURUK
M3A$H!+Q%_B"Y.],B2I[UY+:#E:UE;E0BC&9VWA@!"F>6D03HE9\+K_!S) M,NTG8JI@Y/!:V>Z\4?7^F&M*3J;Q.M))[K*#6-+GO^4,#2:4+YY-AV;#Z\,8
M[G1BJC)&HV78;)PYF$!MK,M@D^D_C#S5?FASSEF[V9-K7.1#CU16WW5O!U=- MO=7\^2%82*"863=;$QES9W.-LR&'+6X&7XMV.WQ[8_YA@_'$GV,A06M#4X5Q*L#UW]-
A$:Z9!*SK6 XW[EV M38N$'UM>\(]'9_FL-SEP+4%GA.9ZXWN_.,((OSHCF#*/1 "NHMRY/@D MN"(Q" KH(9)N8C.(ZC;GF1M\JQ U0K=LM@D@SUFQFJV.K!I@]X<>-)[R('M7 M-
=38'["7_Z';"U\]B;$KSI9\R!S$\)5[V8*L17>>5=H8-FM0$=SB/=N M@_ 06OKJM_>C;T:CLAL>'YJ&S[2>*OK *V6M9F,#&'JG4.Q# (L.5>(*,FV3!EFRG! /S[FWK:!7_5>_?X'Y/1
MSHB,>]:,1X'!\ [MQSF'EN2E_"9F(46P5V%JT0CG,6ZMC'&. "'LTR#7BEQ3$&!X7 Z%MQ/K/L=7]2NTV7X9 MYVL2+(Q&&0O?A#*/(Q- 4%V'XBI$M:LY=O-.&2#D?+XK1!/I#J]>
M.=6&COTYJ#/Z1U7_5KOF!8+\[H!=PFDW!>_ 9;:2)Z)D,6!D.(HE)Q)'63$ M+UY\OH8$UYHT+7==_K"QH)E@KUM,O[3!N8' M:)E\8B@Q?
78'T,_9CR59#>#+!%4/&$G@XKJ(HNYG7V*;Y R,&J$TT8]ME M4\DY50L^%V8W$AF8/2V$\P'NN;3L4"/F!1VY$Q_KE,Y\ QF_SD^-F2,">\JY
M"NMLYG##R>,C'9K&XZV'KE:]\DZ;'_D:S+Z==>:"<(#'?& 8=/YK3,()>14S M@24K2X8RGGER%3@XX'4(D]8<)!]'4:.U=P^H>:6\-XH:;]G\=/ M!30:\EP"
<_OFD^7CGDQUFKS:F+#GD1[=JKJ?5^ MV!P/"1P0P?OI[+U6MSLF=.C:-=,4V9V_^A3D)9Y>7, S"IG8+LI.4/DL8N)M M5(J13@%, H [LT0:PW=\)'M-'8X-;SYB^SU(:K_4GZ"[455PX!
5!_A#$PQ* M$%W67%E.>*DL@4BM !'#>A=ETITOAJ/CR4>I8#5$L7R+J"=E$5\B9??)_7; MBC]W^4#:LXA:M4S[[!FBU_@K[=
MR.HX20>SZ\3/OX1T^5]Q+HSM2^Y2+L%B]=/M"=:)6H;!K&2)%=F?U9GP +"; MQ3>)KL!45D98@YV+YYGXK%8A?[*Q\E0^I4"2^@-IV_GA(C!J8GP6@HC=0Z668@Y
"3JI_V&)S>_27[Q.AIQ0N3& M1&'A]8YK\GHE=.=$Y9SM6LT1FL>I0NLXMCKO*87=PLOFJ_!'UGZ M'- 8ZZ=\R_O"X%6 M .\^7S 06M>[,@@F2W8PLW'J70U3);%A1H3,&
FYD.D=2#/]9^7SZ7?KEY'9 M1*9GC2M?IH&7=<4OV5:3^5;JM@+8ULK4]B[!K2 \-Z!_*]_S\MH@Z)W,J!YL MIJ_1A)F'[>ZE* 286;W>F+CGM:C;Y!]N[*-=@U?
B0^S&5Y)#.EZ@N[Z>LXJ M'\L. F,E'C, ;X1WX930,DQHVA\C?3HT/BF4O@E)Q1@/O1C^4V6\5TGM8/%L
MI.95P[ICQX94<.NO"H3OP.^!O,7B5)>0S(C!E3.P]&LER&V)3ZM3'MDN(QEF MXS^[R:]^+*9Z[Z+>@"1I!LW"'O;>P)*6B_>A33P_[:4>0ZK%/8+"5J#,K.,(M/(ZV)EWR=1/2CS
@WX%?1WF6B+K$G-?9<\1:CUJ^4]]$]/>':E+UM'L/L=$R M'D[]3IF:8X<#.,[%:$JOK>S#I+6D^ O.A:OI0?X[3]N.B+@Y M.A1*"5GGON6O35 I7,6^42R)"JWW]0A_"MS4C-
T@/X;$F8/0P0\LV$=MC?A= MR!JW9.8:%9H-0Q^D5V?P=?.=\WU&C-74*P[IS0H9T1+L=S_-G6(\G7V[6S=_ MFX482W;:E-X&5K]M/J JVS$?FJ$K?2\Z:?
#438@"=V\Y$$(G)#7S*4$_90Y.[91SV0N?R<8%0WC2(&]M4,#W]GH['-_CU]U MG7/O;O$>W.%U*[^C#3I=&7R\MR;/Z>K%Q41V5L0CJ"1(_Q-4R=Y6!X
M"A:,;G(Y>XCU.?]EM$)G<4XM<_W82.-+A@WL26^(NOGS%D\3Y7?OWD7:%T3H M%P]_>J4\YC1GN\@YA >VF"3TX'&KG$V(+%>$Z5#$;.D8QI6HC,,R0M1&7^%; M# -
O]@=H/S*0O?![$]*4NA(.:I,+VS MQBZ9.,F0?8)OPT/WX@:SDF>V+74*"3M$V&DB0$ U[8F94J$P'8FB7S&C;::C MNN.-GK!RILCSJG[V=+^/B#VRIF%ZLN$!UGQ(HV[W?
OV/$"$Z3!!88QC_Z'E@^"QZ\;I[$[XY+/(U4V(Q,9+H3^+? EKSBGB M2BA'DGN&]ZPR/@[1Z2O_-DRF72'\[=B+[B:\F :W_UW5R []A>^WW?LP6J"F MU("UN=05>R:.+8"1-S.#=;
[Q]/X&6J?7_K#$3CU>3E?39U-Y#V 7_2&4SR6V@X]I"-Q-$21NSV3 M;,AFG7@OY;J4/ZEOHR!Y>WNW0^WCFU:O(QK"5I"1&[0Z-#:-5?ZQC8SU+'0.4J\.W%8HXG:,^B#&:
M%PSE]T*5?U<#1K(, B<26&?GU^*Z-96!()KZ8UEJ#^XESF2Z@\T/>*)X^_X] M5&;(.D?15;VAZ^/G(V]/0_Y6\|6Z62B^>!E3CPV= HLEBA%%HV1C-4'0GWJ&
MA>@>W!%].IUR>C3)=/;"S(EHCGG6J1XQUP+8#?6 *_<+Z8.)8'F^YYC@AF! M,L\0[_!M"+$G73O5+M18?95^X>17Z#E]8/!<]+<,^VO)5UR_?!']0F':0:=-
MV9U;&U)8$A1]DAD$#SS8@,W R+"L@.-AZ7_OAKQWF#Y6M*LH; *^O#H\|[,T M_9OV8LK>*ZC=B6@XJ*.=/! J!D*!7>M]1Y8_ 96S":E$^[&.DA]" ME9>
(@:.1WM]AAI=+QEE/Q0J;UH_PSM>/,Y0Z(\[^QZOE*O/,>'JO0?P]#BK-=='"&E<*O?@\Y

#JOX&-J-?\SVKG5&;WLY!IWG-C M=4NL7&J1^KGF$GN"+?;OJ1D[(\('_X]-/QT'[*#/L=+$$&G0PWC@V)RFK5>A
MP%J7BCM1@F\2[0Q:WS;T^(_G6,E@IVO*JX<]K^AF/WSHZ9]@XG2G3U&.F_4: M_]0<> X.Y:5ZM8&#-[D^%6N\LZEOCDC$\]6?*N18YJ1VI%)ONQ>E!'_0S#O
M]=MXX]!9LL/%NMUN^R9WR>7(!D.XVD $QPOM 6:E["TPCM'CW=,&"'2X%/\C M7J*RNE':L=-6;CQ@!-]SU^MK;Y"Z[P6[?NWGH[\J$VR2JD)43S9F_"L\U M-[:D+$T]-2JOD;;
]GT"FG9PT.&5UK' M_F2[_;C85$_(=K&I<_JV[R4DS[E4-A\=OO5*E)<'I][#"MB*<]5XK:WA%8"! M[YB-P L/CZ< XLQHZ$)+0P,A84$@PG];S49NB_$\96CLG91T%%X92ZU UD+;
M!Z=5.I$UR.ZP=*NF;!:\QV1*/\7, "<:'*#AY/-AZ+".>\BU4+)%KLX1?L!8 MX%=YB6)N ZC;87/)DY=)\#IB>L.&Y.0@/>Z:QT\UB\.U-A2(Y
C.OHT.Z2K;7))CJSM!$CJUCJ>O4V^YC+4B#J%.MT:?+H ME-UOHX3^_,"[GI]+'%7:=K-4=A0Z&<&7F. H;&WK<^/FH$F;D'I"3F0$?5#P M((CQ\SMF]9ECL_DOO;MT?
V4]E;SGMJ\.G67+O7K.ZI5_/T8(2_+!^E63D7.X MG$U("[1]Q!+^=7<)B2EV>?/)B0+K:M_)S(V=GK/RD_MIL=*>DU(J_/%'E_L M-
1#"KPO,PZZ7A2<@9*2KKW"Q*79=/L*8;OZCUW#:F(:H5RY##K% M ;0A&&JAF=E>=.O N2$;5YN\4S0E;9#!3)=+WTH$&;L67TA#,'A^'YYY>G52 M@2\QQESM]=7D/41?
MXE\|CWS\XG LVRQ_F]']0T>/W>X M'HXLQC,#H-W8[<&4>B1#B$[,1,J'&5_]C54(BAA\%9WI$97Q<>;J3TW'(+U+ MVG:*]?)VD"N_*W& 2;%'.3.586\F;U &X]?
N7E02NIVB=BA[IA"KMK$*_Y@ ML2-7GL#^\IY7J5\"3\%?RH%KQ!4X*Z.&*2XM+DEI/4_P[)Z;Y?5YN0?7B4PD'C!,)G#E!]EG.&&=<*G@YNHNF";9^3+5Q^V0
MIONP69\.J,:3)2OE=S]G5.G<(A4[2R2<4[11=>>QX61R$ GU:"_,QRKA[/41-($K_H'ZG:TD;]XOH,)YY#D9&LFW^L_V6 MO1^(8M_E/>7#P!:(7QOQU"-X%CYJ*Q&-
DWWE*&6IZ=/=T%3S?JRRZY%39:U- MAL6'XZ&V S0\L$^%JX#GB^,XHFC!Q#D$PW1.VH54L@N(?-%-1:85]\9'9C:Q MMLEY]38YEZBC?ND%LHFY>^7WR9$D3J(W0 ANX#MU ?
3Q]VI7E-?#G5@7HF$# MQ^[*%SE]^*!A(N/8&!K=R1;!\25 CQ0AH&& :EG@DC3[EG1Z^NV"B2 ML7H.^=$R@ 07 MOXSV&HP8SU; KO"KD M8/$J]]Z'38B.W_1\]: L
M8(%C9P*/P2FV\XHQRI/<"U]@6%"U_H%A-SW,7>8_W1YO-!29.)%G.A&9@C/_ M)&]PP^NORLX,YNH4G*[?'0L#K"79]X$8.C:'S8>PD)F_8]\;=-S.:2RU?_EP MV0-;?
^WJRF[G9W8/5RYZWDO\D B1'Q7@^'%,^".;$$'XU; $LB5#DF/!=:AC M(9(BOQ>/^VX# M1ECTA757)B[>1OO5%!EPF/9I:4C9A+@VOVVZ\O:M2Q3BH%:&JF#9?N'G?:*!
M;\+XXK+@\"7 'WSV 5B6 E6T ^QK8&=9*^ZSUE:SA-"77D=EV7I/(E "(==K M\K:W&H09=ZX)W[SJ-XI_\UUH@\0KM%6(5N^!,R.W=CPO4Q1^K$<1)5<:L=OM M4=28/[%EY1UW?
\@:'KZ\=F!ZE]0A67/.8G\9'"W.NOTY%WD;6U4)::99<, M=L&:CN7M?X])PI)&\?'K'5?3Q1X>P-'V.9A1H+A HDA908=8V M@_K8T(?UOQ;N',*V$YG>\$G17DN,-(@IDI:[;D-
3;'5"3(/@,JU8.EZ8\J-9 M-#VL++LFG)DO4SE<.P^T:\98*Y.O NG79&&\|6? MA[/N7U/I3G7\>L'HP*6 M3F*H0&(G6333S!LO#90?K1_]O3R9Y5Z@EEQWW[LRN%9, O<-
MCX[@*)9M0D:UQHDW X4V^D"+.:)W,Z$]6."@+ C?"]L,@B:\-B&=%*DE36ND M;+3CF;$WOOT(;^1VDG!-!MQ43#N]V+S7_D#UT; HTC^:%-HS>]2,RX+=BKN
MF4/\ZJKY4"EF3#VB:-J08(Z"%D"99V$9F(- *.@AH6BE46XXRQNG^D.S#.+.[*H86&T7Z\X)M3C7=A[OL!# M\=E?^&-6N*S6(%8%=>'=&Z"_8_"9]Q0I=%?#J,W#[@SERSNB8N^=
[%WH:G&> MG(2D\L7 WE*X?FN*I&@8W1%G:PSH]_X3?!O?+1TP1_IKF\I<!T/'"?#3-OZ!/]21QC0QKZ=C7MQ.M[G-U[.(2-BYE&RT+M=,H%"ZU#J(E?)DFW(M*X5?
D97CSQ!%;;660$$[X>)]T<7L1G\JSV6P23GW&<&(??2:L<;E'/M;_EEW MGN"8CZ(IZ?#_'"I;3&D3#D(V@#PU2A$TH>-WX3L7,*K\L4 UQY';V P0NFWIB'S3U.9@KV_7WE?
<(E/AQ5]+ZK$?FX^ MZ$'.20CF#C=L:RL,2SJ #:"0M4_Q"OC6Z%OOF,3,/[&2L3QC:?>.VX]N%;KE M5S2XBT>QL?4-)^>;4V2S/_2MI^S;A*SX_><0&E@4PQ!9?&->B2V$:S<&U@YS
MYKF3MK6T:@7 :]VI-<0_]U)(&KTE>^?3EI[*2J4O'Q[>NZ;*W7H9WC0YY8LE M3<%]JE==9?)(DW9G%WN7W/ +7NX%$NB^>/3U'.7) MNFB'[U9;QX\0SPCPM,'Q._";_[\
[L_R)A4_@0EGJ';=Q=_B[/=3$V:'?(<8 MD3Y0][J/U\O$B;*Q +8H8CO'2^6'!Q%J7^%(&%HKGE M5_J:CU?1PE(HJG\8^L??%:6H(>J[(],>9$$N[3D'40G<45W]O53&E(I:^<,, M88?
D9+E$.?(J AKF_4H&:6C)TU;LQO\;3&??SW:=%T_E83=*IZ>#>.1]*/-ZRD-F?2^6B1R7Q3Z.&9<>)^:#+Q$?Y\]BR [F?*G@A[@F&!)^XA^ M@U/+
M9'QY(^J^CIKM'M#?]V))_]A$<"Y0,%]]+7EY#1HHNE[9S<*HPK]5 P/=]PC! M3^Q'/&Q>#+W8?:YPO*[*-XO#QX"7+F/LW4@21-.+4'6MB7/X67X T3!-S8&
MH2SE69BGAP4Q,4V#T)N3T4'[CC5/=T^\YZ_O!I2%AJ%8F@@I M],GQFY-H9W_I) OQD"@I%0/%7%ZQ,.[6D)XF$K^.PS][62H+!5(Y@IA>J!+6 M7Q([&=6+K>N
M$JCHRY@^RC:^9= FI*&J*7GKU?WAH=8#Q:*IK7XLH6Y"_S/[!>[+AJ%JBTY M>E_EB=R\XSV!N[=="SJ^[X]0@NK:EB2#OPB,@W9R"MDK-)7D]2Z)[H'+'ZJ M9\-[#%CJR
P7MW0)+<=M4?V"Q[;7;1CLR*JHV7=T.R(1^U_JHHHRSE3PI^'B M;;++:JAN#8PW80+M">L*Q2R==&08UYVJ[PQ',S]F+677WGVY)TF@,?QWMB+$ MO<]W:\-]-V@@:
[1]*!TIB4]NGL53B6K13V%R0">M)'/.YWA_IU7/*W7MJD_D MFZ:5V@LY>OM+G1YT:GZS%HX+L8=$4QCV' BF#]GD3I*4G:I@)P+>QN54#?/0 M\9$.*WBZN89:]UGIDF.AR@_#
(='T7R.7+,Y;9)>ZNW!,,9_@PF#?L9KX%]F. MF%KO;$[!T8SD335QSY#1H-.X*H?GXXT/PLJ+CV7)7X]ORF(*1X&YX/,FA+"Z MM7$ LIWP,+!9^3['EZL3>FNNX]
<)OL;8BGGL0\E^66M4<851RZLK848F.:HW M2N^(#41BZ\-6X$P5MG?*9ZR -U#H.6;&V_.C0%.+M9AM#MV^9%%P[(E%T]J2 MPJ?QFOTY)E]
(\ST].H;/7FI/!)8*ME:P&W@91!1BNI#V?()$),=V-/>FV1A@ MM-1RXE%S)[U=&EOE/M8[Z+E(OMQ&NG(LG'A+8N^*P5A@J:P2+YM(+2'617$5 M.*1AK@TO#RU:&>W>N>;3?
_/F7G1DY9);D%G\L3P=E8D(G:O3*KIV-JAWG[$ M1ZY".=L6%/(NU[P>\.0@T;N;6+;X%SZ-XYFW"B.\?'_DUR6C$N@BS@K7)51- MSK#?S(>6:! =BE = Z%=9=W>3W__"JB
M8G+'L\R5_),W?VY"4![S]]V$#>0W]^;?#Z<:Z5 4.]/:\J1BYZ@:@Q,@-VIN(_1.(]FC54/<:LM&CM>6=\?%K.3 M<.WU]1=1^1?;+T"$8Q$K/*80#;7RCIEY#)!C(AR)(V@#6K]._9?? T>
[5)IS MZYKL)7>*FZ^,'->V/_WZ(?LE!")\Z^9IT3YR&%?.A2TXYTO>HHVE3DE5MW?9W+3][X8JJJ^BR0G>;9%Y"5%_$G6_&T*(G2 M %WQG(-/8?D2M658DB\152U,6?[KGM&JQY?
AE:)U2\GF/66Z.;LMFNI*T(_1L/P[@CS!EN+E$:E/D;*A:'7.V6B8-\L]>=%B/?Q[M.$#Q'JY#FI].GIH&UWOP8K;S]1\YEN
MIY$SM%"7""M"GARRTPRJYO=AA=&.K$$:A2$06^JB7,NL.#KZNUK0@WQB=\TP MC9BQXYJJT1=AV6_MN7N_IWG:J6?'##(F0.L6\]*(U#)-;28QAQB$3U5+'DQ'
M[T!PM37W@,UCVJK9^R.D$PD^F48-F6_%%:U^;BN[\N3L /X9& S&@#1'$RW/ M*S%_B%,%CO=?&$>[QCX_^@()3/3P][9--%9D[GG0[*W>O^%?<$ HCW_"7]O8 MY?
Y7%TUW]A#H4OZ8'BCS](!Q?^Q M[B.OJ=E.V0=R,T=79M*A^*+Z5=]XI?AS).P*1U1LLN::'9C?_R M\E"]0LCK"(2/(D)L#/.F3T*9_0H&=YP^BXL.@WK3Y#W&^B&F*&Q_()$>EM4F

M\J71Q[478Y(A9G-FCJ*R/&'55O_2NSWC[G3CP$B+H^"^77*.M>+VER2E)G0Y M 5L'&>$7!X$]I\K+@[%-L(Z3(3W$*?E^XWS_2+"Z--;7QR@I.V:0Q__NN1P@
M5ZI[6O/00)R&/>1ZB0*O!*W"7*=^A0KR-:)QW<6VZ2&A2HV/%KO7)];93*VG M8F6M;04Q0[=V^4(-\LY5:(SE MBB*HE1 J:WIL)U[Y]AF-M>_8X:GK[]ON_G+(3AC-
XUS92EO$2[+3BSVV3T04=@5-E:W?"ARWZX'>C/ M^IS#6)(U\8HL.82&2\(HHD\#]I 1ON;LM"_7]OV7U?*1,.[^R+#ZOI*.GU/# M(5&N.U'S5_=GNXB0]R&F6MB"O"*L?W6ZK2%
8RYWN*]O0K;;W)]KF.K@'O- M]%14+H7WO*SMF+ T'MBYK[;GZ8XFQ[3\^8\)AT [GAZZ71^PC_7G> /?B#W MH8^ KJH/RG+ U@ S5 !O'.R")<[N&;/5_1%E05!#92T"1'IN; "[:X?-"Y\3
M8AUR'2\E^^;R\15[2F6LZ00P!T;-59-"$>PH8(@:$J84;>DUW(.O""1SAWTR MWSI8%!8XF#3$W[_@TO))YDFGB$#% !&U"NCUKKSB'.">;0(H-)A,2/%BUDV*
ME#VM2K1KUI)U_B1SB/=H$Q(M2\;6S<;3#PG1_)]_US1FM;VB4^1\@]U38E8;?8Z$6=!1-T3C7K\649)3O&ZP M2!$)93 4O%(L;8#T;@Y"DE#])Z[2 M&Y,6M4SEW!QTBS(3=M0K?
YXKWA@%UU/ 4A\NLI]L0E+&X:))\'6^:Y#Z:[X[SM(3'C^1PC[IYA>- RD?S+ M.O3(7_!5ZB)>A MER^Q=ZX*1H"B]^SEKX9V_\"/A_I]>+ M[KB;(3H,HI1^9"V>*^?-%]_Z-<]?
H!'>BP##WA\A#KQ>M'_H7'@^3"5$+9VC M4V>ODYNV6JV7[1QX>:,C%;)]A\C%VPBRZ-96O@X&=#^%2&Q6B0FSK:4,>-@U MNP,$P;T>3&1FV&]/M'.9A9 'DI?CT?
TIUL[NDTWWX48?]XR_(AD05G4:V"\A MJJ=$Z>4K1:(K1G1YFNSPACPJD4KC;_% 8$8.= R,(VW'T%=C(!CD? M&O']S+?O[KK;V7P+U;6_5)5<:JS\GIP!
:QIHBN7Z13R.E^"!.,J%S3.O;Q#F_. M7E& BF]"<174V5!>V^)P(YX<1?4OJ*T.%/;NY!N-A%TSFT&=V,._%&,YGN=H M]9KX>7NMW5?&P&FF[-9O3,*9;^J?AY38LMR[!M/K
E7"9P(ML,IM>X/Y6G4U M;[,)W5:>,Y_'!\U"&Y[]DSU4S!D%'G-(*S#UX5Q%5-IND12&'F. ME@=D@AY?>'IX/N%OB$N%Y',WA(4JS3_R8[V!\?$:F\1XG!X!3 VB8%=7REI, M;#,DK-
!>$K)LQ J(S!R@#0YV-ZFNSJ$+ID?#S;LLOZ^;5I3H%L9N.Y.6O<\.# MP6NA3QO;,O98'#^!UY)J43ZHDS?@SA=7X@@L(YMLX,S3&BXT&8)^CWKLV#L" MJP;
(IPL7ZVU7OYXI3TE3ANYJ<)"#WCM3=/R^#O3YGE+9A[8R6!+8*URWXW MVK[B7$7O 0Y7!1$5(_NNX;U95RGR-H>CC)^P"V1-!I6ZN7<_97W,KOWR7YT& MCN7-
%RL'N9X#ACA>%_CDMD. @L[L@5&J1ZL=&[/[?6/-A-(95Y7QZQ]K9O:> MLX^>.7Y\N[C;J9"E9K UJIX"@T@2',WGI55R+_MQ]J(UQEL59'&5;A/=X3_@ M\F@[>_K>&SEM_IP8^?
B79Y/I[32=QA NG9N0J;6^&+U_VG]"S :T6LTT?;5 MJ8Z3^AU$A9L1SX'ESD,Q?@?22.OR0K]0>GYE9=YPKS
MYK:DO4DB!GH28_3\UR0/Y'86R+3S!$#TWCT7!F@7XPC/X%@6O\X/7SAY936?%/NOIH,2OOP-RQM=G#:@X9\><595&\QT14 M6!*QKI#$4*%"V]]+
<(XS\:FAR4WISRDAZ\VY]7>NUSR;J#^Y)]M1 D3/-#NE MZ3-V.T57ECDPK@SOGHUN!0"EZL<;M<)?A+09CG*=7WM-RQ\C9_,Z$>$P_?@\ MN7-
^9[2/G1:,]S7@1&!)*EAJ"91Y!I9V&]$C2W:G5DYH_C/T)$<2H10=Z],\ MO%JR8[+.T;!@>,\]@YT5!XP?*]V3EQTS.RVJPH%C!J$B1/_JY.(H$O;.K @!
MA(ZI9@.,,'^IX1._G%:\G%\4NP6ABB8+8JX$W-+7S8YL+L"+5)5?"(HZ>RKW M0CO+:7P")A7OL?VXLZI[=DVT_^[X;]L=@D'D]6U0 DN2A5.+-45XS_UYM:WZ M3$17 5Q1?_1-
V"*K%:F"=F5O7#.6&PZ(LBKZJJ$Q="_AN<>;_=UQ(88^$T3C';,$NN\/ M=K>PO(U>@40H=5?F?GQ-.V=RC3Q]^N[QO9J4_T;=>P8U%7WMXD%$%(1(EQH0 M$)1F 5%
B)-1,1&4Z(@TH2(@@2-";U#!!04E* (4H1(#4U"1RDBO4,25*3) M"4HXF,(]_-YO__<_<^^'=^[,_7"&F0SGG+W67NM9S]IG[;4A,VEE6>*;92'\ MQ4/<='M?
E2"XRC(T+\$$TSC3[7U1N0J*0XKUU:FTB!O'I]OOD<6RHJ^&9#K) MY]V3C[LG4Z%)H<8@@'/3B#ET.,4+*<3]+"-,H-O%3&"ON4K[B:[]_CIPDC[[ML==W;S'?('?-
MN^8H77#9A1P%$J7>/Y<);!%E:%DBW(72O;"0\?92J-2W5'[.P+9X3B;FP:XOF/T*R'H1J_2H(M*AB2A =O%L5N M= H-69QR[>#Z.CU36-#53+7
3US;^5#//QZV:0:%$1%9[IX2EC'WFQ2QRJZY M+SQ;^1M7:=%!/UCF?8(65POSYO?]][JTWAK]7;;6D=R[1,,XWEUW18_QE,Q. M(KE[A" '7(*&%L$V[<=I<$<1%5&4>";;VA*\S-
O@!SE.SU;[IT: TG-WS\'? M.<>B[O=D;=S5GGSX^RY'%=)M/\L#WZP$P1UI?NB24'=+SVS]1E"G)5/Q>?$K9F.VN]3#2\U7[4Y6]0N MPFJG6TO2BT3*E48%_(D4X)5F])Z7CF9 M&
[2E1F@29 MV[9'MB>FZ]\&XZVVH<0"H 2GJ)2<"Z8D>S^U ELTWHR,SOX8! MLYTS:+:J\?XJ,(E4=V./V[X>42>=3-];FC=5PJ42K7(T?LLY6++$\,097-
MMILP7;_,FA\BUZM]&1$EQ2ZZ/6?33PRQWI MNW/F=WPJA22NGT.P1B$\I+JM NL MXR\5'97"-Y7B),8GW3K$,^Z;3HT;2?U7#,0IX$8W*&1R)&Z?[PF*Y+K&E](@
M^'Y*FQ_.23OSRNX%E6,H7;B(29'2T1(;S ?E] MH5$5BB$F(_B_=3[J_^T'7N86C"MT8@OV+!\WBFGHI%D1'04A>,LC^:_%A0V' M&BWB]T^<22$YI)15[;O?TY6;JE% 2L.C;1_021U;,
(2CG2GA'*%@;ZX_/[? M*XW*V/,#1O;TVK\)^@/+_J$#=W]DSW2LMU[WB>/Z9C_:-6<1)@29KQD*>6]!XZ]KLKX<0 M%+A3C%5!C3DD6[:=H4/?:'UR7\NN=>;00(-2L=>C2+4?
M94UHW]?NCU]8C\T M-Q-J2(%LJKD3!5CC=WDI[&.4OF$L.1%;<<=>WRIG7"6&Z3D,WO7P/ZM_.>O> MQQZI>:]3S_<5EQ\N3QL$-[B"59 Y]H%HUEF,.Q/-T.\T?#YDA"I\K7^&<9H2
MHZ,"K]3G]\Z8EFTF]M[U.F&U!(_732H!C&# F_),N<$-'\[M,XB_@3-WT[?[M5?]?OM,76G,,2:EL3 >MIHPE_ORD^^Y^/-+9(?DE]:9@EJEHGHFL]Q%CW"//C7 MWG,%G1 $*'^/>
(UTTV.$$;G[FB9$@-$L8@7>6^C^]VF_/H5@2=DRMK%=E7[G M9_OU41,YP M+"<$.9Q;]P^_+/&?_21/D=0\Q)YU9"*^/*,M8SBP%V[O*_]H\O+'U*[5\R\. M @?
C+PH4J_64'DODA8U;"&Y:0M/YMJ*B=GM;'=Y7NM3//66%K44_I37]34SL MM9W%F2Z[:4.G#.4*D:E1*$CL*F4?Q!.(PGAJ#JIBV?5@UEE"Q\6Q7T<7JXLS M!GN7C0]4L\
[L);S4CY8CU)S*@0]^LN0*]D&OF"T#/..Y1YVQ%@SC]\!@$U?) M5K =)?$7"5L,YLJ7#1%ONN K)YM63CA;9?3$*1CU2O7%[2-3N%W$JM$FY*0[M[28XR-+'D.Q'&G1'>[T5WA2
*/L!9Z>=]MW/$BZ2PQT2W_6G'"ZT^-(JNAL1 MBR_;6(YAW?"9!4S1B;, %,J(%9\ZV[0>=^ E\Q-:D.)8C>(QH,]2PS7@A*D>"!E,<-&9L6@ M$?$+O8*7D0"]:@E7O>LG2QQH
0H0F>>.^5KPW M&,Q 7AS1IO8[.[I]O"SW3S4VV= E],T-CSN7 VPG9F@DOVD-6$XJF9 MSHB6@BV8%U$$:\I(BFGI)HG8Y"R@Q/- SP]?WOHX/[O5[=*LQ_./3V)C"%*:>*I]4@
G5WV!,VX?!YX']O@#:].TH.XN9[PJ(/?)J\,Z>2.^/U.; QJNZ3UW2M!3DBY(%BP\LU->"Z>VKA= M\Y)%J=Y81@,$%-C."F9;@WK4E)G.LV+\#G%'O9>.@$T)-
!LYYL(H"IJF0(@[1GG_ZUT1NAU MGQ9XXK]@E7'QL>W>R:K6<&LA)4+(][5I6T\(I\=WXKUP3=L8\9/$9NN;("KP ME9TKQ1!;_#*1$66DP7!IV[B$R>K,+!S$"E&G^6W3MV
.HZ57=BRA_032U>/- MK(^OQ!\Q#;Z>^&<+)H2DOD.5Q[13PHQ/<7*P$G3.M3D;T/WQ8P^&K+FQS"?N M!#
]_0;I3:X;3%>^7VXA$3>1*&W_T@9FBX/RPV8;W"%PGD9BRQ<"R*N,OG8O M+/R=-=703Z/957WX;UM#Y4CD>\@U7?R\?'6[XZ^LWL0:I+,!TBH=G* M:531)T>OB-]4M9FU)'>XL91@
-^G,QTW.X 00#5^R+]UO&QKJ(C MNAC_!GF(OC4^#U!QCJR@W90Z'N(1"#9T7$FU28J2/1KE?:YM-I8(V!8+(L!(M(K.CD27GBB6*G;'63]3OWWIT=.\%V%C99V74:831J-
(P/V69L^RKJ<" MY3#;5/DO[]\<^#<2J!3#%G=WY#0BW5$"F SZ*U<-(EUH.CFW&"3:?P*$"V_E MZF<57X^EE5.RI_VT+YV<4!\YZ9&2XM[\8S_A$J>&- M46MZ-
//F@^^$\.N2J;%JLN'D;C^_[[X/+;RNCN<%--QN*S*]=LO5&H+I&==Q M GC@?9.LH5 GT],)<'O4_8O\?R)8-[&J@$X8 MGKH(^6,Y?V0@JQL>;1!=0BL@-8BABZ<%]PSX\H68=?
[$3D[^/+7HRTQ@>D'* M1&.U.8EX7[PT]QN"%_V[$LV/Z6Z63#=X'[FJQRK.\A6R&/EI+31=-V48>\GJ M-L^PH[J7J>"?*IP);CH2WW8'O_?4%NS%*F04?R>J_BU D:OA$YBPW?Y+F>)E
M0XE*"JRK8Q\9*A^Y'2?YK3.A>N?]HSZ>*LFA,C!;0:Z@/HL'3'#^]O4U WE) M08)AF70;B(G&';2C%=>P=8J6OM2?V.=CNS]J[%G*M>NQ*EY3*HE7XO_.3EQF M3G.(>
^T"'B9M@5K(XF@ID%*9T;J!*CTC"N_G^MU%-@T%]G)'66N(N]"WS)NM=,A8($]CA#.R^$_D3Y/-"; M>AWS<&V"^6_A3N::DZG(IT_S$X+E!6V1GM\/O@/G&,QYIB^$F#6-^S 1S&>,
MAE6:-$YZ(5L!P,>M;\&FWH2SS&NJD[^O-A%ZAU5J+(WXCC4^DH%Q^,$R5C"W M$PE<1H*J^!4I>M_X7(?G=3L!]DF&N $WJ6@AS7$1AQC6^KL41SUN>NS#TZ[4 M-
I7DJY]G]ZBSIS4+=A= M6Q>F.R#\G$:19-N"5^DZHEC3RJJ1_.S'^7Z&E]<\64;EE"JL2\A9>Y7" ^L M8)OWD'*4VQJ".R')]?#>Q945<1Y9<_+O7ZLG[GI2EQ%]XOOZR97L9SRL>4;]
M=B,[!*Z/4GXG@Q6(-05?!ZBU)+F.="SV=3A+Q:Q6:03PT0=F2K,MQ"_)'4SDDGM:=E"I+]5R1/T; /?&!L M&"] RH*H5+7D"3S@35Q&,PU/OIUF*#\.L8_J-C)@&09,95O_#M'EX>SE#E.J
M/9<'6:)8R2QF."??^+ CB&[Y8G2-.4J2RQ!%39W;$S\SL?_J]]KG36ZB>NY5 M3LD2CLD.5 >V> SS-KC"^+K*O%$]A#6E(>*J,X_Y\FX;)T+H^J^)O)%7FY/!
M:/F6J!I")3RG=L3S<,"KW"&D!FV)C$$-AP@1[QWHEZU%2-\9:!W+A7W-6C' MQ(D_^GXS%@_]5^;=P>+MS4B?;>=:MV#\E[GM4.QT^EJ7N2LT"%$6\1/O(?_@ M&NOA\H.*Y3-
_@OWJZR_RH<:Y?^P!.[:".T.0)A6Y[CN-;/D(/K(I,-+W#3G@ M:*[+E2RK>SD"PU9I&0U8W3/^DS9#LIP>RI;L'6A01\X>,*C <6_ M%@OEV?.#GL6?#\@9%OX L?IS_86?+2G:6'J[09
MJ4G9QVZAR%M&(BPT]PM2A.+1RO+%&,ZMQOAS)0^F:>R9\P6S!<5 M;I#17H)LXDH:GQA<)PB#">T.':.6\#D.0:X_10]D'&SZ+ 65Z,ONF@!V5X?>DYK&YR\DQ>_(&G_^=9
M;HG[;HPJ(PE("/\[)]4.VH,?3;-/IOQ@6U&WRWS>V'#YI0U^T3]U(9[8MJB M+0*X-+M=&0OA';\/%CZ,?._[&?#:8L_16G)C]SN_'4%#Q@C^8SG2/Q+#I/=[-% M&:@7HZBQ-%F-
8O/Z@=]6PGZ)^F(NW=Y'A'9<][^:"%.%<5@D7D:T[BG2[Q]6_:_"Y,Z=41>PL5&RRKWH:FE^ MJ36;0X3,.A=?!E^Q9]1W("MBEEDLBU_&Z@QRZ.T4[-4O MU)Q]]L$?
J(S_T+4_O/44'KBFXHVDIN,KBPZDVC4A]E.%MV ,E?H<.$0FJ;&S MP%59._PI!JD]';5ET,HULPX;\Y.UI=RN]^EZ=$KKOS@7_'HG1$7#$CC46E6 M9?/WI<\2E"N6^9I(?7;@"1VNP'O
C'F8D\$UPHIPRG%'P-R+>^BG#[@("OIJ MK/AO:EV2'O$E:"LIA4]+T^&Z40?V_JHG'RN$G'OO1D-%!'>/(%_#J/V[-.R5 M45%Q;YAVB\8=1>%Y+S7>CP_\OZ<,\Z'H M 4$7C&!"=,V?
%MD'>Y)-%9]JMR2]%";M$M:HG:>:W@HQ\2EFQNQ&>KU-^A+R49CN"JH7L$Q?VY0L1:I\CKL!X>"TWJ2!,*+ MUJ0/>/_^L[+3*?LH+CU@>JKRU(,,E?
@%NLL&\IEP[__,A#GZJ+C@A]9MFQR M-;T+0VBS@@O5&6(NI2_ODGER!O)O%"O5'\X.4,V\",ZREE#IR$H[MJ@+=T\] MY,(B6)$$9A,PG@;%IO9#^?7]520I\-S9E[1A355?)
[\@C6L39)R+Q8FRM?=> MB2I6^PIRX!^V8+<(8ZRKG(S&4Q"\Z$<9:V!BVO%[&]#YF/M_:$T,>$+^"/(C M+2Z(Q_BEM^;:%\4*B_1#]'DOE_*B"RV^4*YT:I39Q;! M^//%]R"
ML2ZRU4?P- =NIX)>V6!)XWXPN%U?*-<[L[H&F+0-*%A(#XZ2$;SH_FDW2]DI M->@H?
[R>!E.*+7YPDDI>X8/$60";2\>GO10TR@9QLICH#Y_LS1B+O>]K2*W$,4&NP&4Z*1X/R_NOCWKO">[4A<'VD1GQM$[< MB4]6^#)=&^L>LL'YQ$W[1T)U$TX7'"W>_G)_F?DJ_^;?
T41Q[N !,Z3DE!P MI*KK0N-^K-S_SVZ_RC]7V4EUYEZS6^)6#C7Z&(O^/?VOB^59U24DT. MFD:\R@WT>]H<2WUJ^4N*+1/ NK==_%Q-6#Y*;V9= 2NN,9P RZ1=*322C&^J
M+CF#N>(KUX?67?ESW4AS$=NI^'"#*W26$XKWF)TD,,7!BC>X(05) M!B+V+P:G9BJ7+1M!UZY_[ZUO>M?O^[7:P672K:JZ>U,QF?JW0GF:8+@_;$E0 M"< S[X.^^5AY$
Z,6@"JI,XB/_J)PQU:H&6&K/F1SI.VY.+WZ\C+NCDNK% M.[<% T]Z,AL!Q/+V)]?-!B CR5A[!I3E2H[&:3:(X:X[EK7J;2]!-4&0,O[F-J$@OXH1="U)N"^;9!VJ-)C3J M6%.%
[LRZ#G&EEF2T1E)"@IC!\/V9,XM+O8^#LKIFNN52CL@*8C=)H\A)"@W. M%KL\=U8!#J#8XG96(K/Y)Q[C.09QUH.K?B]JVEX[B[:[C[_.7'MHV.8B$?C
M:@&I&S')XN[V!C:X>_H@Z^3AI%/N(D#5@F&VUA,ZFE!G&;V.XC$KL@W:ZWVX M]T']ZNWF,3G.2)=7_WX$"1&HTR,P'87_G'S%@"5P)8<-)G]F/A X_X\DV M"A]W+T:2/8E%#M-
(]'4P^]-CI0 K8 M[LI8 Y2+:/P?]3Q"OIJ'(EMGZ9/)#0LX_)2-T_D=@@,8")0[3S)@]#F1I@@QZ;IWNNG&98<@52Z&C>!2FQTBI:WWZ,96N' MBBIZW;?
WS+]%=67EU7U^;D+)X31DPS'8*@S3VDG9[L\TO05+Q@,.?;'91RBU MG-R_JTGI$QDQ.*WV>_U+,BK6A;]&6EJZ@@Q+[D8&ZPMHN1_0F=E;.%'#J8*D MM.6.3G2NS&_3-="&Y8!Y?
8L[P;"+:F((NG2(Z@^5W$G]RNBWW%T2@-;@0P0> MD2\&YIC>0R5SVS$#9SRA&^91!1;R53+(?+<-YF,FO>63Y>0OIFK9V-<-W=RI<&53WSY@R00A"=G:O(QM M1FO?N V-T$&
(Z3X81N^>C4.-9W"5^@_ZVM37F^5/4=)T4R2\+^H>?2Y\89JB M?>P!TW+Y,F.4Z0:)$0(]0:)1$#=$E%:L^88]'0Q$M#B3DHUL\C#^JY=JLO]M
MV%:'Z*"%/ESJ8B67+2(20;O+K^R&&%0 C MU:RV8!57 35NJK6R>)&HS0C.H?Y<()+I-I> M70E<2'=2/CI32T;<2=NP4XRB8-TFU1,[?JW\G8?8K#>W>PM6M@5;YB!7K%EG MV#
<'_L)YS<7ANZJ=2B7_]M2_21Y7$M[0.<#N*BL6S2%/[R3,YS+??"R+X.[M MY+S65JR(4\F:N[I<7F?!$X*LPE[(BI-W\8GZ,@\3#J_7 4^R+C/"M\,)9 JO
MDPJR7AJ)J84MYS,L^=X^;N_715>@EU%?_,S06*F-'$$4$#"_4@@0YOHZ=<9= MZ,3E?G@26XSD6]>^G*U=-8K5*0!]+PT'_LRRY/;4I9\..![L_]E_1/I9'=4J M*^Q,[H8O\PVG NDY.\:R!?
YNP62-W+4:\^;D[Y^6;0=2ABZ=_?_JH/L>/5 MCY-XNP+(7*=7QH/?:&4S[[=9 1298UJ@4(MBVC/LDHQ5+:FK>YPQ%EUP.)AU MY:--"=*FH:%QJ,1?V_64M'M797JC^W%8;-DI1?4<^
@J$@78VXUGS 6'&3V9 MT^'QF5&L:02="K[<8D@U$X&X&7*LKL:[KVX9MLDGLFV;G5+>.(F:))5E^;IW M)2F0K0H%]&SS*2$"-LD\!'1T3?SIEHHBMGWRYJF77K?I;SOMY
M*9QI1_Q()$?C/>S 0_ VRB3_#4ZI#MMI;C8Q6P0"C]WR MHC,M_6^K,[_J4JS>/O08_V@A*"<6H"3/V!1CV;]OL0.5MV!L.3%OE@6(MZ;4 M<#)Q*FQS$0AL\\2[::F<:'H!4OPG^1
M::O)NI0X5\%!=M#;!>?VY_GO^5^C?4F_,@S\OONF\F?YW8_3U>IX6%=\,_E4 M228#.=')%=!G[>.V7C,6'Z+XK$[HFP)W%4[6>1EI:&UD':$0\%UY)>IL
MF>1+9ENCF_^M&L\)3=+===F354+&OP^MS,?=#L?W-QV/_Q<-6PHT@U@*W=R0OY_@B_]W0$_]O/_"PH%QY5Q:^ZS+2E*"$M[! M[^LL#BH4"7B3V7G'F1
[)!,XQG8HRM#_Q)A@#@D@+W6-2/5BB M/'X[T;+5F?!MRMX!>C#FJ=?(]"?\-%QB((EGH8[0KB/Z;$!+N"]%8%&QWB]9 M9>8'\;9]_DK96T(Q1+=E.7G(FZCQ!TPR^(1&B*'(-^P)^:
3'B3[Q+(9!R41 MD=',TVBSQ@CO^-^SEYVB)GH$E*6.'4U)L5E5O(*OP"_SLHYQN_&B;"=&'VT^ M)0@Q39A7",_*%HR>!50I'FOJK>[+%G"D6Z_UT6YS7HM-8< *=S8 M T1MKX-
"2L=A]W/>&9FR7-E'06NZO!K=(?Y-8T*;JTX"/2-.89&C<\1_9];Z MKLNUX1\W<19)TB?*#^U'"2*ISY$?^]ABN31T.T&6VTXL7XT],(R]3*T?'FTX M^HYM/E+JP; Q1]\#)L*>/-
:UN;>BF=)Y8OJSO^Q>WA,X\MM09"9R7)"[1Y5Z MPXR)&]!;0%+K9TYQLM<7VMO;9G?J":E=)]C=>X/6N':F#__=?G6/IL++'/N M..CF)+7383F&O>\Q1-/):M'(F[)"LDPF@QR+-:>?
Q#H4Z43I$?>;&CFWS\>D MF[L<(EV:YRBI/OTP90TA1;B+&$^9(G5LP(=P04C00 M(3&%F6O^V"L5%92D3P^.U?T^D.[%+FR3' GN=^G\V;EF=3;D&0SQD"^06#FZ M3
(LF:V@=0%V#^>-T>G")6.QX3=K53<4NMMEDE]DE'U':'N6U43].%]@Z!0[ME_=(7IP'<.@@@:K$Y0#6=EWR2:07@H_;ABI72ZK20$NS3P^M!*&CN:(@H>1Z M;TG#"-=,K])A5"K
\KYRYZHH__/TTV&W=UK,/D?Q(JFI7-D!I"<*#F8T(8& MF"2V+!V#U9/H);>LR+9.-#Q*3WGD)GHB2^'UKG<9]?UCG9'5PIT_1=8D*>^* MU'G_M#*WC\1P68
,_^(L>)#4+"3+%7P)4%P9G6U]0K\VCM\8]U70']%4K?[C M?X>E,=WN'BQ@_4@SJ\1?\SGL+/%FMNT1GI*0T&S>UG .J2(/X3ME<*= MKSE12.I;5UY@(W3[I*V(-?
IYH(R(GJ]8Y2D/'SW8I0PQ4]T1 MDO5,DN2 M+P9H7+*:W:&1X'[2:8=*=;@IZ.98+%5; M'-.6^TVZ#V&<)7-[A>PA[O-VY;,.WQ3(S[0'O8TCWD^35Y.8E,>%YPI_&H6+ MIZYY.ZM'?
%'>M+JJ__FWZ9T[QA.+\N=$[UD(]^'_(W_(*P>>9N0-J>\T]# O MK!GG'9WSL<$3L&G+V(*)K:S+^BZA96T8P>T'N+()0>9A_:.79'<X@_DA-P^_D&D+4#GN2D^G:>='/5&?
0%"VV*.I5>)_P4YD3]O-(7>Z/ M5+5K\]6T!6K3;'5BV5\+SZY?PC__85S1J<@G>AM+^=A M+)DH!GS9A489WX(Y5H N]$^/9IT9\' Z-+FH?P/B&*(:S!U#6S!W*R25J
]E2NLO<<*3J(3/#:+;)<3?8\02 M0J/1Y,V5W:_V1.XR$_VL'RG4^V#FY'9;0'SSD485[E><*"?5*(B%])4AMN)W M^.A+S8@!K_O:X:)/LB[4O"I+&4HZ:_AD\T3,'9'-
\KN"GRJV7TVG2"&IV4B(M"7<2QGW/V=>^0U]$&W%JZP$RY45JI?' M!4>J'J]\KLO=M0TH%(_5,(0<">\C=-QL%&O'.+9AGF")1F VVC8>C12BWUL< MJ?YH':0LB/F7OC;LU'WT?
EOFAH\Z[\\2.'>/"(L'@V:V9C Y_=Q]2RE85,TG M?0>%$_@XG%)JR(L6177&Z\A>.SY@[T R7\-USLK@=$#" MW/1L--N9^G6D?YR[)ZYM>'M[E-B6%U0'.O.TL W0TB^#[(&:\9
M63&,)8T<$7C:0\^POH;>(Q-X37(BR]5%,L@JU!<_?5O*A$>"HP 9^5X0Q=US M"(A@;G(R&OG!3JX@/T"T9Y ZD+M!R:^GKU'!+9A3V0W#BZDG,VGI6@9,V:":
M._$Z!HZC\ZF:T4H."F4L-+Y9#7_+#E3/"&4CJE!0(' UXK%ERCWHXZJ+<[E&E'0(9-"1;# $AASDC MUP0:W:T\3'&;JQK@3S!^3C6N? MSOR3+B4I5:4[2#X\HE5K%>K8L*!]V\-
T[\4&8A"&T%K'G\ ^C:?I2'B-U*5G M%#G9>!=ZCW[3_#CM\CE*)?[L3;-<#8G#%KM59&JA=PZS("AI/D"YB1J+;VVK M0R]W H\O @VXP\D_-9A5C-+2->?.@(JO+J<4?GT*PQ_6ZO-W?
[CFUHW0.O'G M/ZV&HRG >60H:D_#8T"#.K^\!?N P;<@Q?[^6C8*?N/(OLA0C'$@GYFTW_!1 M38L)5!5(M[SM9A]/+(&P4I"3B:1F4LJ0RS& 5!NB?+X)'QYA!X;0TVL,-B+6 MB?
L6#7J3OF4C#P>MK.SDPO-NRCRU]NPN_3D^4?^1DB8YF^IJ1A&G#($WNN M/R1V?]$QG6Z4G;V)@B=+G_L943&_3*0]<6]%\#7LTNR+"[(.0DKZ_,MC_TO.
M(\U:$X\M_EM;^)Z]:/%%.F4,=B]'6..'O#M7"(H#X48^*)EWX%P>[FMF:11> M;V[:-@_CWO$O.^O63^/@Y?B9P"-*7Q2N:\;R**K+."N"3? PR&!WKV-])^')H8S5A3KCTL],_P=K!3V
M4&T*20O;@GEHX,?/33(5O^%DKGOA!?T"0P+? :0HMFVA]R&M5P4+NL?Z/ +$ M_VB^==J;?3O1PUN:^$#4=PR:G^SM=6_5X&7(;W>N9EU"C\W1+$C4SWIQZ7Z7 M+R30A>L?
>P0=SCWPF3F:4=[R52)6J"*8E_C,_9'>S MC&48_BXBLK7M(OAHT84(1TTL!DLZ9-Y-+?J0?R@GR*]41%_9WV(LLO2J53_G M!?ZFSO@HT[9J8)3V@Q2OES4-O_
$:3;,#IE[8M,FY7PU=P6.OC/ZITOS[^;#8[9^I-/?$U2T2ZEMA_\VRT*<\^B!#D67O6QZCP_$5P:U9 M*"'PT&^US+7%2WO)#OIBQ[L?&#[5M]&H>%IT/ JV31W7-N(AK$M& M?H0G-
MB5+-:-MMC0WF!RVQD@J1T/+\':/8%'!WVZ?SHO2+#DD*KD0-MXBGWN?('?N [\[60P:]T]_8[:1E^M+O\4C3CN;\')^FAG](IR M?3O,XCJ,#W)2I)AP!CP4:_D8>*VUXI?6XH
4,S)9K!X96],R;VYDF9!M"V.- M^C2^VV7\N/YX'9+$(19/C28"YW4DN-UC)*+*9EZS^+"VH$'0 M;-0_K>=5I5%O%O]Q.-,=+](7+XV7K-YY_3O7Z^DS"]$?[@>1->>(P5#$41RF M4*<)
(!17$P*1_%Y(T49>7YP6H:G?5C+J 1T=:]#;^SFJ35"^OI?Y1MFEY:-B M].2]<*T!B43IZ^12[O@L8$,8BV%NP4#+-U#.5&0,84.+=3[&*8"6=,;6[?=I
MF_.&$OL['Y5OKM3:Z\?)CYR)OW[TJO)V_X1FBDDI^5F]!C%92G?2 MKVU.AQZKA?G?Y3B9PW X?/-Y)#614NZY(L$Z@#%C7@;TEWN+0$*;@N0 *1 5
M4==8,G?:U1>_4[7M:,MH1G#%=&7JA M?^)6*X&>?_5)/TL=_2K 2:(C6DN-4 M2&3"7JQJ/_I.;05 COE0F6"3E<;ZXE8=IN2 9L::V-661O_>J[F_\2ED0FV M,A)HP5",
CJ=P3X&J?,1.AJK09L\6#]2->WZW1SMNT_1X\6Z:GQ10??Q8T7A M5OQY) *>VF"P!5NVI:V"!W7:! F36S#;T56N0M>(^@0J2F>OS&OF6^WP#P&=Y.>0;@)
<3/.#I&IU]D]5GJER/J>SMU\J7_=/D:BFW-4!-?#+"!8OVP&8;29. M]-&'-R+UB%*'R3%Y]4!^KE;2Q$O)$[="Q(5V1'K;_G@5OQ[UU%L^9>>G@7X9A.DFZS0F9%#5&*[OGW?
SL_2*A;#@?>Z MF@#3G>%P9QCG,">;0JTD G:4BT? M3%)">ICWK[>%!ZT]./R*1\7DB\)?OA@SUC6(<-A1W%?'+_!8R@>6[#8?S/U M=+O8F:-5WG^),0H[@:B?E.*^.Q+=4Z=+WOE?
4BSKFCTAJ.E_U5'#?6V>V>N^ MW1[L)7M7ZM2R)Y#TXGZ#V.OC#I>)K80\2Y;XDLP OOD'0JZ$>[RGN_@ZQN$2 M&2A"R1T-NULY6K4O8G)Y]_*)+9CPW)*)-
(P6XTWEF%DL.6^L,XN('9A71ZK MM1)!TW460?"7MVJ;Y$/[UW:6QLY.W>3E#XD#2I%O=2T#/:X4VK.(C.-TR2@@ ME\8E,=3:F(_R.HAO':V#@]%OO49EDK['1JC>JJZVS P^O>-
A>@C!SJ"+7I_M[OSVN9@U%%]IW5HJAD+;SSB03O;0^"ETV4)4^.24W!%_5EC?*=*TEJG3LMK9 M2]91H;RUS3GP;@C4E(EL*4_;[=G%?=N"2=$8Z+ &3P_::[MV_\DH,*L$E#(
M+1AW].Y>J]<>'?R(R-S:GY^[<#C(IR_))L8EL1"5"(2D%64UI08\%<03$6 MVH;133]8ZTWMV[O$51UL4*/=,)C9N/+FZ"G'$KK*LXLIYM*> MM\U5'B'9TB(AWIXL(RQ&/]B^O;

*[CWV&=%[3{O;XGKTK_MH,%Z\5!.*C\\6,M-M-,CU[7ZWI;\UWZ0ZKJ-E+.5(^S4+9M2S[H>'P%:N0)L.L\V"X5ESK++ES&?IO-M/@E0D5(IM9S+$/?*

*E*MB>N6&\!>NK2!WYV;*F=^UQ".W9KJ26NB.+'TH_O L7-M"NG!-\YP4.UO74E)&TI\71)(6DW&T_96@CE&IX(A/OJACCN :ZG+[E-)"]])*

*MY;QZ;IGUU)>1P14"A[B[OAF7HK_)DZ\JZ%>C;[-INX6K$OLWO*UL+U&>_.+9 M<,7V<^QQ^^0 U^U=UP\Y26Q9;'3ND#O\$|PN8T-.I19;%<)87DSK16+[/P4B*

M+0%9M2#6^=@X5Z .,#<Z@Z\2'3I,:2!/|P#,;9)T3N<+:0"!VOQ!2FL M$R"\Z:AMSB]7HGG68YA.\V^_MU54#G\GMI&/V*DPSG06EKYW=89A2&R|HM9\L'Z M 5RVKOYF+*

*3;G*E@1/7%WBH'>B-%,.&,$[V%12X=;QTK4SJ:UZY_K.$4-3)>"O2ZWZ%[$ M?#C49!>9+8ZBD]IG014\6VJ42FY!@&KXMC{)3AH^EFF,2&LG[LICF/|\GW?= M)J1HRK%;_.&HZ&?*

%8V:B!A(\;^\[|;XVB2!'(BC4'$0%:7F=X7F>0PRJYSQH M(XKH/1&=]0<)&#AQ;E4:DW6%<;!\CYUFN>OBAOYQBP[DT_*/AL=]

*M)P)0J5NP"ITV5/0$,%L^ZV4\!K&3<\"_/86SG7O;@B0U4E.]3,5]K[M3."_M/-T%;._L_*-9TE9TY<]WZ@[G4.1MKAAW&E'NT-$WCN;*7]:-=MX07]*%>Z?-*

MSF"]%Q_X\25>],R3VG&3Y,]XKI2;NZA:CI.TR M5Y'>L1Z!=/=/3?!&P&$$PL)W>]3\$[<-[[S$]P)S/-]_>[BP5CM6_#0!DWG M_OHA7GMF_^Y=%]-WE>EL,,0W/@'QL@\^7+@4SX 5N?

*M4[A.&NNFHSMM(0)@ JQ$_>!6Y(,)+77/GU=5Y94D9JO-9=7ZM=$O\'C3U?VD*50TRKXDE%2#\ZW>UK?3^'18A>90J MK&QBG[67977/7*#[TOK*

TP^89F#>G,XN[$%.18/\FQL^QK) . K$=XBZ=%SW MQGNG2FO^EMN[$C=]) ^X5S>R%PZD4 M@NW'R6.=&-EE@/ME$%FX\$@GO,&.SBJY,-K\]'XQ\WJ?4&C=\QD-WQ=OM N. M?*

LZ7"!Z\?0ZD2O8#HE=-\!58IN#E^E]$P?F6B<@VIAT8.D2X5>1,L?O4RV4 MWXI^P%=<<'Q2/=-,KT?DG:A/GB,A<\!!XM8LD?+:.

V9#BMC_>GN>JW/JQI:5XIMG;>+AZ@<5R"+QJV.XBDN+W&.MBM4&]-MF0<.^YO.L3@7YR['\U@G]6#TM.\')H'2]FE,+Z?'?Q'Q6)AQ?M/Z^.-M((I<=T$W0=

(WGV8'L(2V"RPDMV!12Y($H&B"ZRN;Y'MC4%MK7BK%ROU$M]_'-M;LV>>]=.#H^'?9:3N\O>+EY\M5V&M\T@G7TWF1H1:!.,^ S@[:]W,K=*\;1 M7$HD64X#8Z>DKB7<"_,:;JGD-*

=PPM$9\I-W1^0/.EI+\8BS!0T &TPGT!GOI MV4D0_$+V^*&7HGG#;.WCT-I\P>F5FN7 /T$5S]1A5]?<[XXE0CU8.I0!S9"WFDD;/HS,?=P8TI72<

MV9T#_Y9TG"NXOMU(>K0AB+X%BVR4!M_3>R]WS.Q._SGK F@3@?H;;4[Z) [H M'\T\V8>51GH6&0-\ZR-Z {2]>9;2E>U@+'PB-]!"H",$UXT%.[?MA(9VV]PS/JP!4S6PE';/_

*MB>OI<%13*7!(C@[*)N18WNA_T+1F<,,^7.1?V(%0;D(-B^-GLS9128PR*X* M1P#1.<(^T)0KM^1=&%>2OZ_73ZC>E;_F)4(U\4B[O4I*F9S_TC+B(XHM;L/<*

M+IY\OI8GSN&7LQA[UC\=Z+S\O/!.I:>/J0.K=G57'=;RHTT$?I.e[.7KL5]C_MM.D_6Y)$-9?G(9G>4?O<7JZXA=RL8CA%6YHX'\-

*-:OX^H9'ZFTAOG=QCY09N>V..,4*XSM*5KI9/#EP"EXZOM9 MX)H=]):Q8LH2Y,93!!IE, 07QNU&0<"UPL^#(7@.L,C5CPDDBJLF0K?':WDH ML8RD+'%5BH>;6WI+2(QU%?*

5#HRN<%3^(!5EV.? 3XP]O:49?DQY>TN-\?0'+$F4@]DUH1_E# *76QVHGI HUZ\EES)F/#1 M5LY!>]>95*WI>X(O|E\];06[K]';N&,6:U:^723$5:..T9M0ZX&,'S$NJ7Aj[M+:?

1^6&@)Z#04>(H@[<1,W1Y6';,)^ANLN!L5P8EC'U$6Y5=2IV3_E1J3CRKI<#4@23\I-1#BB^BIF M&\=/N2W#^7'V$QJS@2?3:PRK5R8L_=T:3S84_G+T 7N-_M($PS AfIQ-

*DMH*W6%I0P(\.!4-A>X>I1&E5KN6)-(9 YXJ09FN;.M=O9>IK M6\6GJ;0G-?6B/?Y?Z2Y!3W)-^,3M_Z]X8S-N-2TH'E!X=#;3$GK RE..Z0=Y3PN7(TU3C.'8;^6X)OK9P%+6S0M*

M)I1Q(8EM7"BSB%BW3M(Z]"<[.B>K.]&S3,+5=^$L5+)G[^.1"O%W,Y9+^4_M);"!":]RJ-L,0]SE8&*Q'JSSK!W?QHAL7G?FIE3267@G^N#-_L58!\D^>64 M?*

8I6CSW:$[0RT]RCG!]NM"(B6 F@;S #J0P]LMX_Z-6=S #J0P]LMX_Z-6=S <M?E]-[!LC8M,6UC^C\+E/2-

*M^KN2M#5]U.C*PITR45"6>S*87%O72K[A\>,!V\XK_\>1RQW9;/UV<[DI&URZ MSGNKD]0FDX.?4L8]'QU^3# X.5N8^LN&_U2 \ .&ESF?0//G$ S?]^=:^9B. M<;DO'-/O>_"O2HW?*

W!6>%WY?NV+R[6.PUZ7+L;8OL4)"]?Z01\P:TE[3D,# M9B/H%)P[6]Z9-7-M?3(3DZ)AT$PQKGYH*"H2$DBYM'?TN9S3F\\'LG^_RLG ML@3,%F#TKXUS,?P81A5GS#T

*)6$DYB,9=3?.>H8:MQ=JL*VAG$C.AYGI<(:.MVR[_77_XSD*Z\.L^HET)AX#'M@5;S&%7%$4B>9Q? 2/$[.$5*UFFY:C*!D*U MIR,IB2A5DGM:*

*(6ASK'84QU;Z?";/K'^^VO'MF]+L)S^:+4)/AD+@!*X]&F166 M48?X+/LZT'+!(VX&-DRT4)6Z,2,)E/&:_.Z^1\Q5@=*??N7'U"S.YWS,G:<8 M5]OLD;U05F3*C14FPL8*

L^G&|ZF1KR)KHQ]_=ID^73*_0?7HRF?$|(X=N)G M1@Q%V:3*24\T7GSDC:7KI0INPHNFX'9(''##.(WXNR\3B^&>HPXQ^U7 M5VN/&OECX,#/=^P5CHG=#C>WL_LN2L?*

*=(Z;$0(Y&,0E"(^&6#?),FG(704%8RP8I/"QE!UYG>Axy.-]'UZ\#*QCNC8-,$K!K\F.0J=*Z M_'V52,0NQY2?KCFG0!V+.L0\:L#)X^C^B$Y]|67UC&9"-#UDC;R;$,%/"&7 M5<<\|QU/2-*

PX7D9KR-:>;W\[:=E$]Z6((^M&S(E1:'B3%AF=_RF/:QK+Y,TET MRL_.CZTZPL#(1SL?9N>6KD_6Z>_2BGMB;1W7MD8^[!FI7GQPBN;):FY:E/(M_EAP:]2,+1?-VT

1%MF)ZR9K.:*@"_T?-BZ-Y>LSR__43UXX/7&T@5M4O[9 MPSD/B1GA(K;O7$'?'8$9G"K>,.--X '\B,2>MZ;OJHO%4OK_MJ$5IPR M7\477'FJ9V56)]_D_X=5E\[U\5TB^TO\FPD>?*

%A1D65Q/FQ45T^X/=NK-ZWI M)#=ME>VAG$C.AYGI<(Z;?1VW+I+(<[_W9S5G6Y9?JK2BO0+BQ%VIGL ZA-MOYI#XCWE(7L],WZLRR=8GF#2-N;0K

_[YNXIH)COO^?'9HGA_C?>-=XW#!_M%HF(=\38'[=`*/R3&B"&K4GF/31O)W.WJ?9">4?LT?_5[P@\%9:W)]3YN[TC M<[X9G'%&B]N--0/%68YWJ'^2\%B%D8(KK_$0;+=@!*

MEK;:61+84,JI'+A;.C:U:IBY>F@ZYMDIA^C3YUWM-TZI!FWVZCR@YAG^$C]" MJ(LD<'5(Z33R.]@7L@+KV+MK\Z<^8E'@)=+#3NHPYK;JKS'G+4-W")?S#N@*

M'VC[C=O_XZY%@#]#.C&L8RXIF->H60U;ZINVI()W9PAFI[G1M^O^;W^SE6-9-]#'F&].YP!;_H\5&'.B\/ MKDO=Z)9!74RL835PM[4UC&9N'+'Z+97E7&I4U'!P9AA

*S\'O6|=3Y9%X4TR4^#RO. M"V!5,2AMS;>CR?3D=FN+T*6UD*CM2E-.Y0?Z,K,3OIZP>O=I&()VMNI#"6 MC#/GRH#$?6!L":?X#5@4RB71Q:3PE"XS!*

*B>0G'KD#/]1I,IBS%*1RUISM]K=G6:5IX.@\E$32217C;/AW^U/Y;?^-O_L3,3@ZN^[)^S.NY/8A5 M+NNN6RES[7%VH#AC3HRG!*;?CP219,'2E[V! MK[&U-*

MV2H],F=WO/^46.KC5Y)VWU,^,]_I>=!M#,*R3Z@Z<80$B\3S.AWL$ M-&_-(Z$H5L[(@R!%-B79+W*AVOEKS7W-04-)&7&'^0^9;W>FT=:+5"(_P_ZS M!RK96[$?0QL/3\6B;-*

*XK<*26>F.6:V&Q<%/%@;Y5/4DC6WO5B40W/DT-AG4 M=14B=N_^XJC"'Z M%JU)>\'FI%QUD8@^^$*T7].I&;.4W>BXX5:0F<'CD"?O5F3J5%97WGU\&VG*

MCZM2X"XD>F#H6[X($#^/-M-0L0I-QXLVWE .AT%5A5, ;F2HO_U?%?'?_5\5\=_]7Q7QW_^SH6EP.7-=S(MRO/0X3QRWUPJ+37;X0V;OFW_5T/1)3FO!(@[3\| <)/]+0 T?_K6?&__U,1

M:E2 ^/>'(GDB__[TY'_Y_"8RYP.;,(MDS7%P7ZRN1F[,[$.#3 M,=<6_QXM1O8-5Y_2, 2S2Z.-(<%B)O7:069JKTM5:T4XZW/8ZY&EJG&B#<5 MU025_/E=6[F|*

*(M9E=HG=W)+V@292USS/D/)_>#(S"E10K45\-HIA?KVG MN>+SZR01\9]J^OQCYYO]=T+SM#6AS%OW4Q_D.N)9R4<&*H@!@[,SFED_OA\[*

M\TUGGJ6C70HFF(KF=1TT&MCXM0J615\V-JG$]P =LXU:@JK QF>9;. MD+0[MG;F33&GR>^9A6/P89.&5|W->|W/?[C=HW_/^I)F@?7?34?S)TO8@U]GO'!=D

MIWKO!,T96'"+2^<8QKNO9KK,>$-P9/?3'KH (>.A?2]A,;BR=X/AZFU63T$V=.!-IM ,F/6YY#>HT E)66E7N#Y%9^(GC_]U#'NH2QDCM\G9A6 M]2R'7UX*

(IFLR;3_F^:)P>@/&^A#OY,^O9V'@.422H/[36%T3X*82)VB8MOC_YBF3P#+.V.[TKK=SR;J4CKGT\=T#/$LZ0?K7/#;DVOCSBUH}_6M5 M*

OPQMT1U;B/6WM)G)4(:IF@6NW=E"X:=09X7$R"RC4%8G&#U?6L2R[LC01^Z M\3X@^-#C^NSK D0U<6:%ZPP>&NC"5LUU$C=$=Q\BU3BG&/$L^RN6-*

4B,JGB:$S;84Y=IY4(WJ_M\RRO%9K0VL#2_ M^Z/;=O{CC=_KNF7(I)64,_F(9KH+N+T.EJ-.0.XW2>DGM28\T7YFUTB;S[-O MT[?LGP97'=71DWHXNB=IRF5LQZB:G,OAA>Q#_$?

D(.KP),<9O"9_*)#@(QQ M=18F^>?;=2=9*<&ODR*I$P)$T'Y0>#) YQG_>P3GFQ M&M!)^)K,%,"#BM<%S;.0)\!T<9,?N92&T!\%05'&@ MI4V_T+*

ZSMT>E/:,%+:H%JQ'=O$KJ](:?4L._/IU#?/[?OB#IY.%_.(%+,Y M&?UQW*\/RP6L:PX@'LF!%L3/ON=R3(V)6[*]^4G)U6OA*U?'"*7/;NW_%L1Q M)C1N"HK2W+Y#I6ZGROE*

T<60_90K&(6?N?BMK&]50<[^-6261^W%/SIWL3U%9US&CV,4,.>)H$[>+)=KRMO-.M-OQ20EX+V03CD>#IF T=OI^O'/%Q"]1.4$++NO^E3%23/OYP/VU;US"&]8?+.M,',_*"'M*

*K)_*EN#MU"T*AE&.E3@=D(G6/C40G\4|*?Z??EWY9P|:(->+]OW M2I.*^>N??>B20?>'>[CMJH:1@##QO2H651VI.[_D%PE_~&6^:)> UI.N?(X:-N1 &'"MOI5?*

*1MKS:]5Z<>B'EWYKKN[LM4]/+$3?567;,?<<_4%Z=$<_Z8%852*Y"6_,.M 2T!F+-H<*M9^G;H,W4CC=*QE=KS"HRCWZIK&!L_Z+YC_9JQC5=NTQ]GT.BI M#+*

*(XF5:*946A9PNXKD=B654<],I?-M+1-K.RUPX9_O#,E@\6.XI+1,H.7.]!EI-S0094X5YZ'+S\15+K=[[TWPS 3< MI:-VW_KZKEO/^_^5.D.9RSKC\WWQ$0#KU!QH3)XUAGF7.UA-*

O%XH!P9"4F!4 M0(7XE?\U@92!<>QTU.'[^Y?+"TI0!Q&ES OF/3'NSSP/GK.)23=;?3A(YU"O=,= MCOR1.DU;3L!E JN:3)O ?$5"'"?=2(9R;7-) WXI"@.EOR ME(T6O+);B!(A^==3?G?

SU:Z+)M?S$2LG(?%E+@YH,9JS MIS=F6;G M4U=18L&YK!3CXMO[%9DWAILNU^O8ZVUOCR"0FY19&%I=6ZCKTEPR(&9E7(1U M$DEP'E-

NXPQ55A\H45"6T]M^Z+GVG@^)7T^2-O,407-V!)<-D(X6QYDPHOJ-MK/A;>/9%H^,%>M'\B8. ^X8;UFUZB1/OC,1N;ML!SZP(IN!> %C0Y%)W1@+YA

*M7.1VF35F9V$\[#]#C34!;X.WYUNZ#R;'QP3)]H _=M H5_/PZ0RHO$VF[/=-$9>@[6!*W!=]W50CUC M+'/Q",^O= !*V^/.?V$QJS@2?3:PRK5R8L_=?8G-(.7,5;.(IH-(6?==1\'K%R RM&##*6-*

K[RW5KSQ6=Z\%?PG\BL%R,00-WGO(-4Y07_&6"C4Z=-=;=&8Q6).E@ MN\.+3Q?Y-.A';;=[(9]=-=S9LLOFP",+)(GCX&DM/AIL& ;SP@0J=A:5QY6 M%1>^?*

OC@@[C@K,4OC)PU2R'/K9UU)8%W0OU M\?%;8QO@%["F0T%VF\AQV7T210CX;QT"[P^TF,!K[,O<5Q1' ^H%T]FC+BZ9 M&)G0V@^FQHI!4PVF-]K^'U]K]R)+,E;

*[_8AZ;@*W5T49):X(GQ\2U9>P:W M:QFMN?X6(9WP\+_AT/_PHZ0?RG7U-WVS[/5UPHK*]#9])@Z>?%:$VB",@*<^% M45;"5:A/XP)9!7-N[N:UI8_#"Z9J9-%AR4_7&'1M.2*M%*

<9BPECY8QAH.W MKU3]Q(@TV=%B'[R))2"C1Y8NQKGI=I6GXM4B+56G,H ;MYRI:QZMZZ"KG?7#P7#6H M.R.L%=S(.$>-$Q*

*7L6,^'"\;\|LSALQDR^S031(K]IL*G14F. LEB>!G0V(4UEX2S?-KE\S@PWZL^3=)1 MYMSQ(_"^?]YVTKGM5(2:(-#F>$K\D&0I/,$F]A5 TF8S[@2[,M-R#5;$=ZDO MH&FS*

DW3_%'XY@P?A/UVH[V1Q'[,, I"^8 .#%0E&,MA\.\LA4N?,1LDM).E MB;G0Y_M+D55O K,?1')-CH[^+Q)'"!E8$4@,ZH-D[[S%:$ RT0&=^3IQ[^5@ MV?

*X$B*KC<[!M8VT1GTL!HD08>G3N. &1]A<(+X+W';%5-U^V+P MJLW-$>_'E3E/K[GW-BFRA518,79//P1ZD5'_FGH'Y72A)T"=031;Q MTU!KC(#5%@"1#*6]4EV1,*X*

*MWLJ/KC717ZT507FN ML*C=K =L^/SZ,&&|P^L]{U?<)MMA>Q"^_-S:A$^X1GNF[J1\^!H]#CA!]G4! M#2D\.29GC&OTD&7.(;'>#OU^]1K$MB\C'08)D.G2Y033"Q1HW*

*=BUOC;.>-9X,F/>%?XM63.[UY0SWC6PKHW$>,OA78$=Q9Y6Z2)T!>A?LI6MSUBE*JB/WPZ M-\BTTQ9]8"\'F#7E^D$?"*\)B;U9 D1P>#;DQ#++?]<3-@)5;#KI-3OURO:.*

*M81O,=KF]6/(<)8!9>M.ABZ-X"#?@!OEL>'P^(;M&X=LML+L$<;%YBV=US@AQ MU;45]!0@_,.G5T]YNV .(,BT:IB)F\VH#$"^28T8Z);Y%E,79$Z*XXR7*

MWL3>CCVW5YGZM\NUYWO1>Y"FJW2N--SO(?D5^JW+:Y#(J6,_>'<,NP:'D![J MA6K;9799>;9L+KR@@8FQZ1*]W^E8A,J#E>$-#,L;-[7JA)-0T?*

*@^H#B0I/*9_KK6+EXRYN*+E\RL4QF%$Y3C M^\1U(GK4[V"WWVPT]^0@@#IF;ZAP3,0>[P*[.V3.5"\\GZ/A(RX=Y$]C=*Y& M-+F#9,*Z4M?1-;\[M?9?;\FS1'7_LWN8X?3W92=T?<>*

*<>LP = ?6A6 M#)JGJ,POYQC>,9BI/&]'F;XWLM/ XV?4[L(9G7N_D #- PE)&7Q5&:CA6AC^QT*AO1#2_2/K]@JF(''!RNPO#&C&?*

7$X5!XEM>$O6RP?,;&2(VVN3ODO%C7((/[D.J.A]L': MG$,9-O.5NUY9MRCQ"F+[V$++@FT', %NW,U]O .!\?]?&+8],[5V.?+YRG2FS^E! MS>KJZIM/&AK>W"78M//9EH?

*#^1)%.YRL$-O67/O$#D_GZ=+04MCH@2[\MH%J M+_ 3ANI',9[=&KNLWS9NV[Y3-+YEP%E!KXC'GR+0G:%8T M_K) MZD8U&-! 6-O(B4V=84)RU-3*X;$)6S$EFXVL5O+E94-*

*#Z4^3)H>4RS,I2Y:0 M..P@-K_E&;-T:4"';,A':-_"QC]K],W CR56:X)3OP&9_ "ZR38.$'1ZKG2<%Y+@YUS*W4 FGIZU;, MRY-!4QT7G)\-&#;P2U6S0DP5"Z,VH-*

*SI*5]:#HYS6OAI8G@2.&-R)K:W.D M59]O)./QC=X_1S7[C]' MJKX)UW8VX\&[,Y;AG]3'DC^S9&)AZPHQ&6S%(O)H0 (5'P^AH:7B>L4SG/*WL M*9EM2)QP7O.4*Y."?TPV)(?*

*T@B8.PH3/=IR**,X)"G=.#W_S.D=OZ[<^#?+ MZ[<0:?21KZL!L]N=((UHZ.'/(A2S]I50Z\!3+H#$ZAAJV+73^%U@'8O1.H+= MWMMF85VPI;GOM^*UBfKW]UNJ]!"9G F-*

*6QF=FG,D.";-"%2+JOWI;ZF1_U^4';;(2+\(F$L>F+=F5B9$)KQR (D=0TVPP>@+!3@+XO$ZU%H MR9K1C)PRGA%)]J;C'KBWM1V1=LA/CG&IF6HOKQFE=G*3N9;O0@Y**DS=K"#*

(I] MB7W'&8AY]0EZ-S3-!TX ,#ZRT(;$%;EGX_(.?0:"RK BTW5]1-NH"IJJNU!T M/>8 /AAB?CY:XLYKW3IM37J9J?%"L]#E.JOIA6HDW7-50VI?K6-U0]\TWRU M-]^[>^MMUHU-

*KO\O!RC*R:K@9 M6JLDXA@FDD';T+THI'TWI?A:\,O1(O:*B M4KI"I[+RL?$;3?5Y9"%<:.1E?LWGU:X=8RR),LB,WPQ.C8;P%BF-)G> M8]?ZOB+:GW**U(]SNC*

*4Y;$O=\P_VNCVL8H-.6';IVB*VX9%%40&7AF4VBGJ M7&Q[QIM>V<%_TR0N3#P"RTHV?E2 D.7XN*AZ\XZ"KS'7FX*NEGP+NF9(X !) MH4,6ET,O_4++?\PFKW"_^GL[]9'VMV^V4.?*

*L"/S*BL_^S4" BI_9>UD$I\N M3?G_]6@E26F/HHN-ZQS2\V1B&6TD80AHLXA&'/MO6,7LYY?I95*&/\^O8\ MDQO&7V2N.*@TQU\]ATT/)DY0K.(Z+]_HD1NN&-LXZ\!+V%-*

]C,5[S!-L MU-UW!X"JUSNM$?NM4DU"?O^*=?(QWQ'<\?@IZ+]S11<1&>;Q5H9*>#(Y>"|-M<W]^O,3T<$./$]LSEPOM%XF4+EIQ:V&83R;1!U,JNC"5J MDIFRMPUI,A5G^?*

S;K_PG!?1L<=.F2,HKQ|_.&VY/&5^P.2U[MQ*Y*:+>G80? MP+"|7$ =RDRND:&- 7ZT4*I^L**R,K!0KC'TTI(O>KZ',3#D(P]0CL1':5[& M?
C3G*3@P)WERH|RZ60+;A',?/$G/SO#6K6%/IH!Y^ML9|X*= M"V93N|:T/_KB?6HO.&6)?=N'V8|)1('63*99V>0IJ!O[&IE4O6/7JV"|-5N] M|TGOS|[Q+Z$)Z'!3J+F,0?[FS>=%EQ&?
4WV&*JH'^_$;P4@I MZR+O&=T$LT9$Q/O[S&GL5O-.T+AF6S4V$5T5D'#%XC?A7=:>:HN:Z;*/K!<' MR[;TBUM,KXWP710MC5-C82"QAS C7O'?^+R.T^:<9J_^?/N[:A"_N9>?[A.J
M!FS2>V9UH"LK86W8W@T2"#Z$9EW1YW%M2GC>N.';=18$V>L M5LWCKP35.-U'T|S-,0&.]Z.T+ Y>"ZC)T$?8;|R&.#)3G)BN#:/&-C$:]3V ML1/4#::HE$*MV]'+40*$?8V,YUZN5?
CU;|)093J'Q'^!"2:"^L!L>!R;V4F0 MH@TUQ3(D/4-.%N.L61|GG#:)::6>6+OKPX2FZ[>/'_FO5VILH7_-;@X[|TW(#FX%$BDB[" XG36#KJ+?8ZM6HNB=)"
M%8&D0/<6CT/QZQ_075"C07T1 |L7M9[;@"|KXS%K,/Y8<)?VD>R95>)L#C?T MB+%+32!FPZ*LAG4DE1K6^]2LF#)"HK&,>:K"2@;[6=G)FGT|6ZY1B,:VAA3| MPBD*7COD^+
<>:'[8"W89:#N)'GSEQ_&8'1B&[!RH8|S;'<4S)()ND+ DGBXD M*T!4 JW/X9_K3G"1H|M U_(H?H S]T: ,,#--I(NS*[H_T(-HR Q83:K%GZB MS:X6[C[|>T)5:-<-
*|_U!.NTJ5O@LG>C>^U]$9T3ME?C#'8];_USKYF*8I+* M']EE/_]Y%^S2]'^000/=+M0(DB.|%.#'|P&97,-A)^.L)DOZUOK/_DE]1SF' M_%.-C!7%-N>/C_VH5[M^IBUWK>|QY.?
<5=*=J&??@I0:'C;5109G1H5LFNK? MMTGNYN"F9Z$5&4LM78=>8^^B*QU:L/% G7M;>"I!#5:C!$)U7C8RP_VMAE(S M*[O=,CQM;_%4QH;MVE]6;G"|0-?"8TI"'QF1B M @#E0
@%5C$PZX)%VY8K1Z?"%7/'+=^=#IW8KCB9=(Q@)CTA07LVTOUIG[5< M&E@,20VQ)[-L=&$=KXJ7C!8@&.X9-5B9Z9&*)S4V3RM"|F_D145=>AAU;-WW M?+> G%>(;KEHHK!T?
2FV[NF,.?< T.(0+D"<(XP$0!(^[&S.I<^0^JD1C|"1 MIZV],CU%+0SUR(5=WG&-Q[D&GPV;JYU#-N#]VT][SUW.++N%HC3HT^=&[!C* MR61:,KRZ'."%CF4A.[,W|5P;64/WE_$J;)>.
<.7:YF=3#86EE]6;]&;COV"EH!WX5BS+J4(>DK"EH=-(^E](UB#*H0^'98[% M>K&M)UA@^YDCH?R*)]ZCNY-$?'W>%+Q/U<96Q6F/=O>9W:._![33=_#M-3Q^!7X'WV-
2T|G1^M@KKO$ M"W%_GWCD6/CX+[H%J1F%^)!R[I3NAZ|K?PG0K& N7@* QIC.DI ME4<.#,-K;<<(^(>L._15+N[INVV9$8$.!%A,R MK:1R[$:+)+IHSI.[S#'D MNN6QE3FO/C?
9$3V^NR39P BJ_??R1W6?RQ<.[|!4SW=A<]$P.N=I=+/53G/= MD|GGPH>-73YK6G@"|CQGDGG>%A>VI)J#(R-B,*S0K]=5|Y+((ORX>@A,1 =^
M(X:6#X_U"*"GX2U@$*XL0(@_Y6W!L.X '2:E4Y@+7#3' 78AF- (8!PP|I1; M$!6^4E43L0*K0UD'H.6J /%SA;R@$NTC0-R[A^(I7H8D(MBQ|#>N)+['VX+_ M:$[Z$;-7#*QC*-UC2%VR-
AOOE[+UC9/X|;5+0<055^_G>%0FX,/:W/,_2.N+ M4+^F(2EAZ8IGT#||X>HP1"%Z[8N MLUHC;*[*]B&W=H89]J-W1A%8XQ&5NL37/ISGV+]TNH*6SY'L.G7F^0+]M)ON
MVDL2J:6BZ''31<),,]<'MIV+F>@3%(PO 5;:B:3//-,)J2"<;GF(:M+#)RND M@#NU8<&](9#D9=8) 8(K#R-^]&ZJ M0EQFJ],3D/HV5^.|
[!>O64;")6#|4MSTZ%4B:&T,26A7X/0&FPQ1;S$W5UW2 MC91DGT17.50WR7HH/E#=/Q1E_;X^[IL,ZE=G&G2,S# V!@WR M^-($%,RB&[#R2R^&M.9A|KP'^GZQ! @!0LP1
!L0$#&0.-D+B<%>,5(5:'$& MPC'@=N4VXV%GSG4V)O&WE38CIT+=0UV_-6+D$]7_KO _]Y;OP3+0B#P1:PLDT)@#J1F2.J3M+_VL_[1S7#>I3;HCK M2F]R,[U3UE/Z53)0;6;D"_]/S_-
K;_*_-)U=O>5R#;':D*8_#T#2L3!AFZ%A M+.O0 YR%8!W 5+1VV[+JDT7(^VZN!/R/E<-SB!3.T*R$P. MAAP%B+ Y<(|^)"&D|T9^P6^,O_&(78<-&D"-12=U_T& 9&=E+VB$5QF,GLWS
MD=7Q=]+.0Q:/=MKCLX&6!_!Z,UY1A;7??;*|Z=S*+",["1N8]XM??!;&>O%> M6JC5:S[[T.1!]VZ Y8$9/+/V6A.,ZA7^C./I,=Z|)GB5,-6+ZD: M=@RK2=>WL&I/._7PM6+
[C7.4#0I_QMOR= ;(M"4TN-WK19?Z|EMB/.50!;-5C[_&"=&QE MD'O4"U>_R!,J%??$K D6C'A,V+;'.6/:=CJ9-X_GZKXJ6O>8O,8 ?N^5S)W? MSST#6G8^346LJ*(STC=CCEVYV?
4C).0H/!*#I'#(1YA-."$*3$(XS!VI:S^U M921B].KML,E?^]"--5C7_BL5L4<(]I3=W;&CEL_R]0N.7-1WG:O NL1PZ](GRH/V,NVLS:SG9(,S <];-;/GU_7'G MGQ-GM=[L&|Z0^?#6%^&(7&
#K 5(|HNP3LF0[Q?#16H&1OQ*MV?"@O>OD|US M22_1UKZ!&2-7)I;:?ELM_B"U|F_!%%XD"&-)PU=0HV@._J]0TLB=D$+UN|)0 MTL15U]R1D]^VVXM9[]J;3:Z 'V>C0)WUS]?
6KB85L-TV#D=61WF+7[^19KOV MG-%7V6F"QXH#IYS?@*'UN8R&_C9%IPH0HE:V]".7?DG6I5G)TO0?*K']K+TZ M| UA5CGIPNYR77*.<%[TH]Z/7RVUEU;49FRD"Q%)5O
MJNJ|X|U/;]_S%B,67522 COJ!B^&/HU5 M'MJY%5I5B''Z>#KQV9B5):%N=/ MW-[EVE6_E9P/DFF#O4C|"+GJ2387-H4M.D"H+,-E7721=UWR(B:]86V#%[.B
MXMO0[<2K81DJ3:,Q"F&UJ4=%QI+>K9AW *_)_V>DD:@66"CU;Y%&LX7V|36# MW_^*-)I^K#461AK5|Q :%L<.(I <77M@)UH8///B KS-7*.;7#>> 2NOH|?(
M0+QFFP_4^N7;%9WNL,P+<1$MD>=T|8F:+]58IRYP/8MZ$] MHDK]L7XT=8FX;?+GE+3UJGNEL+9$;=U,#O>U- MWQ'Q+9QL|_<+N,K(|'F_T4*2Y[5CR&?'[6%S-
0N+*DZ#"M75L@!>)+NO.!Z2KG5%J:8%99I'<)5/C:@17*D6/"VRD4 LM> ;P:P%0CCSBL%N*2U%J,^K^@M$2+P+-K9;H'=DUDG"Z$ZR+_8Z M(-
X46JS,ZOA==HZ!5C8L)8_ZU49'>98VR1^.2?U^RV2/YGY;[VAP#I*N I|+ MHWVL|-G-K&5:U$P.VX4AS[, "?34DX=9V6W6NPX,&M6$!$5Z[YL?=N |+PY|
M4A.A$I<D!1L1A(>X_OP2DU@)KMC-^9F[NS3GJL^ MI>#M1>^0O1E<%6;V#&NGHWF]1&>,SY6QV|DY;D# '&C2!DDTL]W?-8-OHEA<
M>F;QV6]V1+!@=CD%M>PS<#OZ07/&!^N?HC342"-GD5^)"<,H *V>W%/09Y(> MN[GUD&]-S9<:.8/RKTM;M^^)31>C-M5 :L?X_V'OSN":V;T|TB,HD1$5D)B@J(F(4 M!!P@P:.
B!@1$0$A*K,,$0&)$E+*/,<1%(X$145%"#(J I'9&9DG(0,HB$0J M(J$@2=&5<^^G[V|XKV]WO|]]_;M|T=]/DFE=O:JM==>Z[NJUM"VBF[X^=:* M2E[PT|']ZU;,UYN+-
"2:ZH$X)1RJF((,JD0JF;O55Z|Q"5BMZD9*U @Q*=U> M?>U'U.4%U(EVUT1=;% .=O =K"AI!AU$OM;8C"_%3U[G$M.&S4'Q+Y=L?,H6
M(^R&%,UQ+0NGY(KD_.,>VLZ9]E%>"8??]7V2X2$6'IEM6)S /'E'+IS0;R[P M!UOCUFV=<]%HKJ#3'P_IW^_MS'I^(])QO]6;5RH|E|SSV>F_5T>+2QT6||O# M]JZ-
*4[;>C2V:WEH"NP/!- A2W/!%RANRW9&/R @@]C&5(-S:YD]ZW,|NTYK MW_:H23T;QDMK6UBI?.=[PN|[T4_LP"W3"Q=*7P'_/+^53R|BG MU6OV,*+C#@P?>.?/6-7^[@M/L=+
*NB2^^/I(;]6/!C$G*QV0Z,H:&A6>"AP M^;D0"R+WN,C@[HFMXU["M>NYC[]7C."=/EVTG404Q-((H-X1A|V))HQ4OF03 MXS6BV&U+&47 F3,;"ZKK3Z^+IST*C,,7X_<"OB3(6
C+B<&NP0EZ>57+E [E M4%VJ3L3-G.:[6478U?A?%Z)MEBCJ/CO>-!C :4E,M_P3B OCEM ^2%0);2Y M.;>6PTH|/]":Y!A%ZJHPO?7:]K3>$26"&R,0E(:59)%EK?.P?O0=MQ+B|^*
M%$#NVQ/J0=O)#WLKU!(CO(EK/^OTNWX&B)_:^K/@96)); 5%58@KX-^"!KDM M^3H:WGR=NJ#-"AG?EN:N.5LK>+/]TNQK+M/Y41X:*|[%GR;V+: $]IV]AR0E M'7R)TI":K,
NC,-4='<_<7 751!.,'/Z,=DTW_OH_Z^*J>DC3$VRR2N-91=[M:1'DS>7"VB.-!^Q"#I?:141'*MY|N@,UO;ZY:=LR_NVE^]5-RTY@>0;"G10# M<1%._CNQ; '54KM!,-UX|5MEU.M?
0V[O[60G6/N< M>N^U4WVQ]$]-P7#NQ('MMY>TDL<9U(&D50;C?"-U6U-V-@6,|1' M"&P6J*;C!V[4/S>J23EJO/G4;PF X=NP:;B2!?&I!O ;$]$AC]71V|DTSKLS
ML8<0H.0>*$B5QMX0H6]'|BR4]C!DRI'%LB'K-[-6S @74 ,$P64HGD^HU[CN M'^8.Z;7LZG[I-OSAX5P16G"[HC+&X<".4>_P%,ZHC<_[0@-YVTZ,*E6]D1_) MZ7D
=HRT[.J)#2ATLRSBC27Z)ACFAXP[CMBM3R%@SSW3O"*C[7QCV@JC!=27 M,7_&MB%(5Z#8P_PE?-3;S2JOFJP0XJE]1+D9? R^G-Y0A&FNT^P.'C9X&A%H M?:7A_7/EO?
JL&)^)TA;GKDM[%KN8"]%PU!SZ:S%D|R_0B7] M=_USUW:-U'B8?,AU_;K|W9?-+SU=[Z2|?"[S(_Y-VRW$4,A^%^Z",%R7-$H@ MAY%.UPS>CM'YWNO6F@QK#5+/5QY
M"6^.VPU_P&M6)"I(3>K/B<8<.0?RP&9W"W%+'2%_37OG*-@ HT;IA5IE?', MJ,;%9(VP[J!=U:@"T1>H]X.WDETDB3*1%I%|DSW5]JEH-8KA)^4]JQ=0.ZMW
MW1"L&'QZ|MR7FAE=I<|"1BV"71:1]>S ??AEOY@RW|X/:U5U]!ZL^J1;DKXY MO_2XZ&Y0R>62?7IS%B5FO!$UQB+01;2R51 GH'L&U=.P-B>&@5PUMW#BS/5 MJ
@057>A$TF.M_,RU6J>;>^;Y/49[B>*&]A!V($ZM V M$-^RM?PB,Y:ZBARYM]LK[.V)@8!*| SMJ6AUC=EH[1^ZS'J-B:8+J8WBD]W M$GKN7TK?)9C__&Z9L?
>I.S+#:FTJHWCPDB27'#_.A)074')V>.C)[(&-TF-H M2#^=1E-EA]PO^UYII,M_^&3]J3-G.^1*1L->&3V_W+?"J]^B?UNJ0QDY[F"ZB|H2Q8&L//_]LO?
P2N__7K_^2O4"PLGXX@+E"$1*">@F=G(>B_GF?('4O#!P3K-Z.YECJ6A(8Z M-7#SM|=GLBMJ4JO-CSM?JK)1G_NAL?YMZ=A90V(L'72D0[N(L+RZ,&JB4Z0I
MOAF,Q:T@[W:F3Y[/)L06KZ,W[7H>5G'$?=1QK>KKIF/OU.=23!#!FE6 Y24) M.VQQ"IY]^_QLKCI4P'_RKAEG>5DVE=,6P[;_8+>N==&7JJ2GB;]1QEPVG4L2
M&X($23FSV%0|^S$&/$I?"33$05OF"RZ+MC$^:UKN1K:-[%C6T1[I4=F0+?<< M0|/?RRW=&!>Z8X?_H#K#3H*@@/H'],I97F28'Y|HZ.K^@5.$=OW<$[H^LX D MH"F?
V=|:VERHY9HYJOIBK?4ZS/IZ!F)U^M"PG*50#A'K[36;MN/[B>STC#M/ M/H2L[;;P><*==N]*5)|.^1SBO,[O;9KM:TK&@ZZ],5MG47OE,RD9."0.)O) MSO641@R%M,
.LN,P%:RW'ZC.+=).)3P^XQU6_?7GD4Z'C_N/!:=>KS@:2ORM MW4KM?["Z08[_D3|[1[LX=_RR-(OV<^|JFISDG9;$;SX|/I*,>N/KJ[M1^K'% MX:5 7PUI ;7G)5:T%#]B^[=?/
VX&,A07Z2LATA9M|BG"&9AY/([PXVLGYIJ MWJJ)|-FR)=/T:EZZUY7RGTLBUI]6VO-Z0E9[:K) Z$9MHU>.U0>B!U0%)Z%D M=(K%FL?#'@/]9_BN;:0Z]X!AN:/-9Y/7GAK9|3G_W,U3-
T_NEW$B6[@4N-D_ M.J.SH3,O1G; KB!;^[&&U+7W36S4SG6]3N;_%@;J5 M/ LKKD7&,|DF]3BUWG*:%$1HRF8E16RHJ@5[XKF/*$/R*W064+B?W)&W58-7 M7):_,?BX[5JH%68?
M0<#7J3S%+@FDJI9?4Q!2+N%:5#_?HKMR M%,<>IO:=C MZ?Z[H>,=A^JZYRX+3P#USDSVW054U;[.9N%A:D_N%K[.G;/]@%(K(#!:=_%T M2Y81O ^">0-
'6,G4#T5P/[&"F4@Q##D[[8];U+F^.^0VX?C MUY'7*:JS1V]3:P-_%0B.(7).Q+-IDAC7_@I#5O]/(-FMN0XMJ&I6/#AQ8#1B
MR#=5.V<14"ME6=:KBXG#@'MID.XAA)HE*>T63GRE*0&]0Z2Y_5*7?Q6?)7)[F5"ZV4E'NIEUY3_?XK]&8#I)%;9L5H^G4M"W&A[CE|_J= =;GG$=C$AN DVI31].:1"J
M=_2OYA00C9R']@WVQSG&PTD(-@_<"Q$%#.A8+AJD)U*'RGC,/D_MA$Z>IGD0 MZ|NFJ<':9[^/A+8Z>32ODAICK:Q#0=@12YJ V())])3G^U0.,?WXV/BBJ9'6
MA_WM"89?":ETD$03K4P=(68/8|4).*WCY?>OP2L[?VS7OC|K[9")PMUJK8A^ M@2#KO13)&IKBV=EU.XU/B/#|MB;"DH/G3J<>X"]S.3|1K4[2S;21'K"*_OZ5 MD<("O5@I]URWP#
(P:YXR.O:V4^3"]DO5N?V|Z@4%7DYK8>9-;)2>1@";I-V8 MM>3QPN)[4.B(.RECOJJ1L9S8,!H0,]!ZR-TUV]GU1E7#<(]?^ MROBEQT=POF^D?[G_HU&<;H25MB*;)9':P0(/,ONP#E
WJ-":[9G#'0KCZMRY M^ZWSLW_)$#83]#CQX=;78T>6G7]@UV+#CY%3@1Z#A;#2=7$>9;->.?18*$7] MD+OYLBS+DMEXL[/X_LR[_)J]8!+55'R,G-J(T^2?O[DAGMN&[IO(- &*R[J"
M5Y+I$QFR^"1&;MT6H%Y+ NI96J)^ZCJ@'@^KG#AQR"Y;> B,KJ1'K+$49'/%'/3/WB"K3.!8[K;M-H$['C37/L3%TWKJ M'X1?;817A5BKQ+7[1Z.51|)3KR9*3I!%$5SVZ?
M@O3P34Q3D0'8V3(L?>%<)&3;ZF(H W'X<_@!)OD|R[A"1YB"P*_WD/0MS5):K0 M[@NA.(L[N.GF8SWFI%]5U>0O^-D/T4ON3KCU)O]Z7L%4)/?:=@45>'P:ZN-E
M&|@|J5Z)9@?./8%>($ZU))?!KF;-UV&*/C0(YK>8O49G+WD_[X>'$H:7R?GRYH311'=%)@%;) M#%S"%^)743|PE2BAQ6UFA=DFO)DR?& M9'F9/:X+*/ U<3%^/(9B(GDCA,#1]-
[1*I'&&RX6,BPN$QX6V8-,T2J]%D"+ MR5$'VR[=2SV(Z(>6Q5TMI@JI?34O3N]*F8N[;S9=K%*RN':7RP]%U 6|R%BU M'CVO2U|F>:.":+B1B#XR|57OL,RG/+ JIBC<$G.P8D@0O-
N^X|BP;.2V|X-: M)S=]N7V+?>YX[L,7],'=@GL@;=)):$B>$CSE#U|->_3-S"%[CCU]%43 Y2=A2P=D?POLT M7WC|LX,>^NE)X6&9B;|SHPCG,^J6C1-
7X9";5L#6P|I|U;Y(<:HPLK%D2$RG M#@DMNH-S*K>$IO'4QPW'Z'%$D(B']+):6!O)YK"| EO!+$=3N3FR=%P?ER@| ML&-KX#=Z(EZ]#BTZW(CH&]*<%F,D*71-
/!J'%!;F+XED:=7U(M0.,: MRO(%U#TYL&T!)6N/AA*?||]#R$'X$C]S^$1(" MB!M8*J/M%*,1?")S1;BFI7,X5GE|*VMPV^?2"ZK+#Q9IVB|>=[XLXUWR^[D7 MQ9&2EK0'$ FW,/6].H.!]-
LF9PS?;EM7!'K9#)-;AU?W:T5^B,9:HRAWHA&- MYXQ<[3NAQ)!4TQ!!:@]L9*Z"'2UKH+@T/WX1,08#VI'ZO 1GH 8E;J=A!=B/3^)|*,GW.7RKLG]5IJ;OJITC4Y:X+>W_^
6/#P10#6NOLPK MZ EZNS_^A,(Y8]GZ41W#D!?/%S;MSB7<)|6/:|X#LL+REFW57)][S#WL|DT6-G+PX7/6H| M5>_3VIRV/5C(NJV]XK6Y2GJMV=-2@[+3@0./Y+^^9$
;7>"Y?"'IMI2,#&% MEVVLOA*K/F2<(+-S;A:(IV9'I[8LH'YI(COLE1=L^HQX#5,IB0QX)S2AMC#+ M21F [P;QU3I=ZV?O^D,D*B8L96UNYQ35,#^,&
M96G6O@|];DM[.#W#T.&WBG08R-_K]I@WLK']O>R>9,VTS5G9GH^CC*,2A.$! M]"<:J/D?L_"RJ^(KWH9BNO DQ2YIV=1T4?FY/G#,K_F M)#UOQ(D5:$E#ST
VLX]5SU2V3=K.6FI],7.^&;ZU)GN,9SZKFN:JDG3"M!&[M&,SKK?S[]1&ETF*(8!B!IQU;1"8*6GKN_L[1;(K,71OS.5;<>?Z;&K% 16PC
MZ98KVLV/K:>#!'1,KJPXS|+R48"GZ2>J^OB|2W*0:<"^K&T>[FZMTG-/U:MV M_IQ5OGXM+!L%9<$*6,2>]),#8?D+(T19D0VR:]ND*!MZRKV[5)M5Y_T:[P?4
MV'3FA*W*6NG^3NY|XMLK!F?'E*OTU/!7Z%5TD68]R!1(];B|8JD#[&+6TG*B MRN> JQ-N0**%4]Z$X/H)UY=O-!Q2=Y"T#"V,'^V678^V<)FY2KS)!#VPD'D@ M5T:D,BMX#-
(D[U7@]HOHRT7A:*EFSG=H1EL^L']LV_#0B<(G^2TO;0=NG>O_ MZ"|]Y|OW3?3B,%8,^^|BI93S0A1|00?>N!_!>K!*Z(#H' MM&F#C-I::) >+4GD@VVDQ>&T^!G)(V.=[DW95$:H:
<4G(7J 0B_[O,8G%1^8 M=1ZZW_8N[>38C'0]!O0J:'SIP.!C8'F#HC/J]>1R0@+8/]*U-',^2'R>]B!* M)@8!)Y+KG?;F:@.@H/X^<^R<0&$D'*DAMN M;G8<5I^|
(*J'D&O(2G*T7FE>5I2:*2WN;JN@7$>$V5P25@7C@'H[P+M-A=I: MW3K9R@'DH*CFTN.F,^*Z*LLOGW_KF%=HDFW6.^0Y)/7VES[35-#*;SI&$WHB,U##!8]B^
M:Q|74$W,Y8"OX90RY'MS/K'Q34N9[Y6|]5_#DZ(?RG;;<*?W:EQ^8Z&% MHC@0]R(C#8!3/!-8?J^02I868'NHNFV<0((Z[KY?;W#0ZJ_V$66=6Z9>'^^_ ML7(!Y?/S)^$=|
[RF)J%-99#:ILHJ/W:5'VG7"_@8B'QD,B9'(S|5UT@)[A9: M32:8^6MTSKX]|-+ |*-:QB|IL27U-0O<0X'$"G=N6/+RSO#/HE,F@'6GK|1ON31.G;[?T+[NU679TT?8%5 -VI4(RWD(
M+%.F|77XR$:]B-=]!G]:4;M_TR4["6+:4$: MLI1]@/|'_||!0"E],I]#1S>_K7]*'CN<=>3V97@;B32Z+LARV;6TF;8#4&?S M'RW/L6VB5<(F94CO%5&]S@BZ<6AP'=A6_T$^4"T_G?
GE]]3[31G?)GQ]1QZ_ M8HR3!)*ZQ<$ .X->)E?%[,![IYNW7'RJ-E1(L7MYW3U@_[C;0)C *DI4@OW) MJ!"M83-E*#A0S(P3+>%8FNSK*%(-+KY]_[AM,$GVU_X1J:/12U" 5#6*]*X
MB0CB%?%#TR5|?-/4HG&|4C!C=+K8E) $&QRKOJ7C^GYUS->S8O)-KW4S>D71 M,T+)@_=K"ZA%(C.C&<(75#+1Z<4G+ 8<(DMOU6>@3;3X=E+1&=^$E|'=<6"=
(%EN#B^9MU&I:!S=GNW[-2=1=0FM_]4PKLS:R]?RE-"29<4#?SG?'+X M_^K711DWES*7942D0AN.,'53C.YKU/Y]V6,IT1IJ#^9G. O9:I-Y@?AY#]-5
M_W1"2@C|2=5*XB7|/]6W[/KWRBQ+_7/PZI|D$OZ/D_:=HUV.=?PR,HOVDCRZ MXAGE&Y_P|#CXK'6ETM/W34NDNWI?L|H+1*KO)+$OAM'W.KEXWDN.MKUCU=M*
M&OLQR_/%M(RH[-3)TJ<./#U=[==YZ!)_1B-SP E&!XI_KS$7I&,%!|4TBBOW M1<(1;9>6^28-R^>DJ:3@YO?7&&7;]|VV'H!D! G(MGD&L)|1RYU'H"A.8IK(M%!SH$1 V*.
(YL_%'[!_OV7%4>3CG=F0NSC_-._=2>!YZ8K!)9RWBN,3]"J2M M(!=ZE'5N%^Z?'2*>4;5;MI4Q>^=SO.,/!TJ$T [9"0TLT);5'|E;33415UB8 M,B8.>ROJO|+YUAH^_ZXC7']-
;;!RW=6M9'U3T0@$P'(/$(.W"*@_,I,#J)!' M..@60-TZ5/|VB4%Q[2EX5K8/_[-#M?M!^@&I3[]I9JPZSW@&^#(A8Y*@@._7 MC^RV*D$E2(HU8J$WW&:+C4?
<7TK7!/T49VX<'#J8%_4K#^TN+F6R9Z90=+E MG57B.+Q/^H69G!R_V /|Q";WEU'DI^LL%"Z?"NF,SM>ZZ9*][??5BQ#^UF7$2>DB[H>;*
MQ:|O"8-.L**D.),GM3>8;8,H.2$ZG@@F3H3>V4NT*$I0Z#W1&F@ONQ;? M6*<._J!K9R3?"SC/W6BDNR?>VG'NVCE).84-?U>)Y3DCG56>-3DKW YY0^|$ MB=
(!RO]S=T.,=2KR0G##3NW]2_[^'*PQ/G-NDM+'5#GRUV^,'E$1!;"@7J# M.E1SY'V1=K?(B1_E%F>|%QU7[EO>*6K_9!<9]85"YS5J->9*,=XS!EIA-%92 MP9QR(O .1N
.^;"9<;N",HJ"J<',JAERB=+1#^=3_=]>')F|K:86|@(%_UXQ MM=P?I])>3+'EIH=T.G1.^BBW<_4(^[^+U% @KJ$.V2#:3?15? MBA|HIT/^1,AUUTREK0#3,.A8&'*J!=?
_8G.KQ8JQ'Y@AQEA@/; 48+^@@R.9D[LG[Q[4G/##K!/3^%U&XM5*B-2 MW|WW:|+X|-&|#T*7 $^MJF &/H&JU6|J'C282(|Z]ZQ9@28X=2?L4S;JRP(J M<
JRW"THX2^@!FHLA:KPQSH-Z,+)N?V(7Z5R:*"G(*-CW4GK8 6@]-N.6=.Y M"CY)@/P2DXN(R1'1^5P5*)GOPLUJT7:;<%S/B/OUZ =)UZ5M.-&AC+#!Y'>@
M,.D|XQN3W2K2F$6,DCMD61 0>@)^6PHA?#AXXVT$H [=F_]AW_I*/5?M2T9_MB|G/"VN,PZIVZ/':XIB+<4=H"-0_P8 NC '[R0%&*G7E.$MA>U2:N2"Q*3C@)-V/XCJXN7?3 M<.KFT-
%9[<#Y%0CU>D#]YAH/A*(,|8T9?']C,Z9|EV@/W,T_6OWSG=*EH#6= MZS.'97UBEG<>Z%BSU?#';IRO5[EW;_|_19K_NX=,-K6/6 HT (,T 8F/GRSB MOS$U
PM2B]B)+AZ8PV95ZT^]2.&8'9 :%+YVLEANLT=M W,CO 6HOXYYIHD M|:9.%NYA*E.P>J/WR D]C<<33/J69!BZZ/6]P,T("=8HP(REBF>_GAI80/TV M363[|7+ L::WEV[U-
LU;"U)^1IU6J4'1S[=$S3)NUR%W7 |]]XE/"UVA [M-!2L6'Q&HXKG MSA;O>D_)/YKJ]J+C*/K'7(.]$^3[DA0/@.=51:OS.1;Z&TH @&E-A@=N7$F1Z-]=TMMY=TE%FO
M;_CM@|;S(W)'.'M0L3%GK0$L;L>_/&@J]C0WK]FJEJ!|_=2,MQO"U!1I9?8'X,JQ^P8_3-FD-IN[Q9W;7 MT4"6?>7)Z# MU!BK" 48N?6*M)XAH(T%U5/" 26X)SLM>&-# *P" ?DM([AT
M[:M9"RB=)[&"=(2&VWC_2:!A]PAA4-HM(XP&/=A,V;/X()K1E[]O|'ON-F)O M<3)'+--XS/ !%+:OO)-W_8=[O_MF1T;[4=2F(12 &8'E3"0YG]3V6S@#,9VZ M*U GM!Y9*%93A[L??
AANKSY(->V"]/[HAQ33 Y4%].*D(+_&/4EO>N U ;2J MS^)K =_G>Y'%RZ;W-|++QI'+LLEZ7'H|;$"N&FFK+]*$5TPM=ST36A]8="8R M4K-HS"[T|LED^A6O,7P|
<*#+T6H)-8K:3@2#LD0(UA$4BA]2/(3.(E(])>P) M.;:EFB%(8'C)I"H677OON'PN8-F!":57AT[|?KVM8-QAE108B=@H=C|)6JM_ MV;9Q4.&-TV>[4.42W-
R'Z#76J',Z,F(Z;A%EV||%%,>=LAQ,3*QAS!#[MJ!H5Y?V_?N:?<"'^"9R")&DT.[BW,W41=0V MG,8>P[7V7$#%TXH^@%M3*_WU^8LKRT;6Q^Q3>GV#Y]A%SWOT=SEQ_ZO'?VP.
MW?_#G/]|_(,_*!(1?Q>)K<'LPGR%@ M@^LKQ)7[YK?$/[YS&C;#-/3T*&Q_1! >P&]"S2>DB-S%]Q$AF 'ZREZQ_#OQ
M/E/]6:W$Y5M&WK8"7(5'VPWET+Z_X=IW8RG;':]W9E3,"85V0#T;#SJSTGBX M+-"?C.%XI-V_K|AA**4*>8EE#H_4KU0%OUGE?;[^ZR7|$|-W[QQV=;B+?YO8
MH9M@/.U@$K^_:UGF:3)*Z6O=$?$#//L%$[1C]._EK6:N9H9@E]@_Z,"H$7MACM%R[[&MM:(K_7G:H>HHOQU?ZXK$V<@-OL,.,KCH_AG|0* @ M$<0TYAB<]2GM|*)
[=IV>4=2XL'INUG509(4KD9 DP/;O;L!(F$'LQ[?DFKTX M>/]B5FJ$8;32^]R/J9B!!U>C.)EK+X;V,/%,?Q:T.PN6_|8?#@@GQ@VP8F'5 M_A-5-Q&#"38,>>YZ]LK)O2?KU:RG3&(|C6I
J6"P 3)^>S6L3$ M5D"%U+F4;%H4*30AG,<,);RR-;YWOG^2T8@>;|3#3>R2C=OPTYV"C>2%>JK M5FQI?^Q?IU%E/Z;6VA9^M&W-K-^&2_B;1H8"580M,0"[<."&QE0J54T4RI]Y
MT!5C[^'.M2D,]7GP)#=RSX;'FX]Q9$[L;3UITAP=]@>>O<&L=$F'VQ[#7?0* MF4!4AM*?/DV5A/3IGF5.OMDL">FK@|6YP*FIOC'!P3)[M?'^!@ AB8^1;GQ6+=G)R @-
OVVP3ONFVZ#^TX]TSW,Q$^+^::I4Y#J(UVI"; MYT(D6 [+9<1ZRG3|^AY-=.'3TG3K^)EW2BPJ)BTZBCU%,T8Z;EVU'EXR7SC MMQ[F8H!=0@3/,YO:8C':%?C+>-#!D)6@8P
.5=Z1PBNK;ZDP,]]2|"%C|8:- M)IK+9!90^],O+]8:Q8ZP>$[(W00A=W,-'DCXVBN@B9_5!!8'5%V8%N$#'R.> MQ+<0M)>7[]HJB]!K<2-,9#6+| ,%L(+E'UHOC=KIQ_|N^
@&/WP<>-4|L7SW M2.$9_Y%[ID5)F66.%S^'WST2 M+15?I1R:7S_<0VOVU*O2L,GTPO]LWT):%KA#NPGG=5&:B- K@;5&CSX(B,NI M0PNHBL]GL6][<:J0NU?MLU[,@.JC1;E-
"L>TSP[G81]5*|%L+_:TZ%-6;SO MA=1W.#TQ/9R16&W4&Q=2@5ERO?@- $1="%X7O-GX3>E&./!|YN%"S+O1K5L^ MNR!NE(RFI*K5 NH, !F,|=+!L1'&Y-5

3DZ8>;S/IYK0)^0<=Z%V17+E"^,! M@V^3UW7<7CWA+>XB70ZZ^^QFVS"Q9%:TP@F6D[PIGNY^6G-:_'W"N2ID\ M'9]8.Q"KX\S%:M7T_*LCSY_[*K>1^Z_&+>5[_Z;ULO:*
[8R0H31R_3%ZEK@O1# MI0ZV@M?BLIH]A4-VJE/;:0G5!\U66$&\R(MEMQ.N+ EO\:H%?(:,)0]V:-8 M;A_<+-^J=6;UCG8KY\-;4=)Y!?^K!0+_DQS_47&VJQP]!1'A5!>7E@.0?N^D*
*M'1\M:.JT3>KSI5K\8=M$D@87E93@25BIJ#$,Y-_6';IDL"G*E6F1E^AV) MN<=8ZGCVHSI,.93#9]4#.G7;%*MJD\&98LY-I2GV0YN^&F&.E#(O?U'!O*JC M6*_N COK;=KG+ 69B:;*
RF_9#A^Z MT^DI%7:\6S\R5,^ZYB6X +>/!FD:R\WU:EV#'=Y*X\ VB +WQF7]D:8W 4(-MW2C!L0=2FV#CV*/!4>"VN*COT=K_R\.O?XYF'!*TM%X;*
*<[;^Q..VM>PGVX5[<-0B#UDB0H@N]&V;@$$BPME$+W"X\L0?Z;&P MY$A>O6C4]\$\38[CYDVB6S$+X$00G^8 /2 M1"I800J]83XQUE0O_PQS!:P\3M6\MINF %';]6XF1^A]]
[5M>5"4Y>'UNU9 MU7=Kl:M%%2AJC-SN%&8+1^7[,^4-C)^?]WOLIMLX^ MNK&?-2]LEJQR&46+5#"P$N+,)@;"0[D[Q2D)Q;/03!A'%9H F\B06[X?E:0 MT#->,Q/@P?-0U_ZH\3R?*
X@IGV$FX#Z44^L:-="DP'M M.::76#)25(_P_,-+OYD.B {NNE!2]B(DO.QL^)N:V?2]KY2'8,-L8!6IF](-/MP$IU)7I)<10GBK2%1&H77D.T @2<^0J2-%2$U!U!#Z4W24RF&_&G!#<0B?*
Y0T E@&MS^$/P(R(H"/F]\!WK. MW?;NM[+I]WJ39Q6@P7!1X?34'Q>_E:2.TUMRF'WQ@97+&)_ MRY6K>\%O>:PT]++]8;169?+L<|;YG)+S8XLOH3\S),\[+<0QL+8X_Z X&X)*
[QU58XE//IZ;4+O9C9[FID]<=8/ -$QZH=GS3C'K& 0EM N_,DO=2(B]Z[9.6BDXGEK:V& MX^BIX.T$^?YQC> 6RJ6!SW^HXF=^XHNBW<%(6$F2W:-;
0>+^G([TK8Y2MP)6U!K&R/CK\TYU:=I,!//1-TN7!LY/ G'(Y"Z#!= MNE2]XEU{(1[M/2VL?.$?I#?3<'6@COX'H'R/AC:Z-#)H!RH(6.HA@_R]*) M>%#3|3W[!NY%"GK+9UA5?*
*[ZWEZK@=$0=$ZB]P[S3E!8[(3)]U"X=:/G;H;@*M"TSL?2OSW%YXMFTLN>,]-Y+I+E<2@H6#N\T4?U2$<$=8P]\]@C MKQ^((20??*
*YRSW#47^Bs#KI5AH'0*_\!P.7CP8%L\T:\+QI/'6EFK]IYC_"MJ MNEUL.IU;IYM9G=@"?[_M'5>=1#R6Q=WB2TQOE1AB_TO!'A_=CS5ZM>+!.IQV M_(QR1@YCO>)9Q"TS4*1]PATL,*
K32DS"+S,ERL+OF<^.:8WTE1X7].SY"8]' M_&>8SX)OZR#V;OMX_I6:,WS1^_-30V]0+LW#DJ()O^/95?#VS5G$RIFAN,V' M^L))2\8SA;MVG=2K+CO]A M.%=VWJTF(AZ,A>4+))>H?
PO"OVT-B-C!HV%]ELZ]ODT0O8!K@N<W?Z?z;?&5 M_6XLQVGVE1LW>;&,LNVOI5%P2R#+-7E;]F78R?AK<6>1A4(M8<'2)<2H#]U3QOT:?&^Q?6H0X
H8W/'P._I[7X+EL[!. ^;.4OO]QV?UA$8U MFP:9H5?"TF/5WK1-YM_;G[!SE7%)HX'ZXL.RK^N0&XV9E2 %2U1"Q_] YV.OJO$3V'$P=QZ0AQQ@Q8/N!Q<%8S'@/+?O,?*
M.J(=>>S%S8LST@[.O\9.15;X.Q2G?XE/4Z7HJ$VPP,.8&8&1>-|Y.)DBY1UE^_5T)$X1!BFOWTI$\RF#M%4A5J 3]4A0+!"TYG"EYHY?O!(&O26N. M2NW6I287<2W,=9>3-
*)0L/ZP0>1:,WFPEMT)_TQP>T7<.9\5E-JSHJ1.+7N@EEZ!22TPO@C"U(+]T&T M$2)DB&FC_07'9? M*[RZGD$(VA,@+&+$4]DK^0*OAP0P:A7%,JV'Q1'R2Z[@F>G-FX^6.8MNF!IX*
*M\!^K#9]}6+I5-86-:*S+PYL@'IL,&?;68Y7ACYAEDKXW#E5)6_BI72>P7OH35'X&Y1"_% M)NCU\,S*J9OX*B^Z9_;\\:(TC.Q-EK.XBLZLN^32]:>E1OZ/.V3 >.%QX$TG*
MQ1YOJBX_74:!]"^]R_*1/P%\[RZ]72.SRFLX(=P<;T\S/]BLR#30^[?M> M0[GVK-$K "5 ZF/A2X(557X.7 2?@%#N(Q$W'-M"B*K(5.AI?^_XOUVR'.\XJI=O$F^:Y)[:MCB(.JCT0N+*
ZOD?OYIL6>3W+8(-ML.=!=0-'0KBV)?X(D"U8.BFA@DK>I9U;6Z\QOWY<9M[LK')#'&':.EZ_)7O MMVU\N7K /WIN;*<,OZTV6N+*)XK3Z]8#9]9.:TUAY:@N@:F'/H2VW9<>]I-GQ*
*M,8G>SVWJ,K[.?^7%]4S;6-Q+.'LWTU9IZ?Z#8;?OPDV]@+*AS:PF]O.,M47 MY@K."@@M@Z\CZ"ID^U;"!<6Z5.Z^O5K5S?EN>CGQSX\46>,/68\F&7^V47N$ M$A%A4$6I*?*
45T30V0%H>/81UB0-KOP0HH$Z&';+R>T&XD5MI:=![H8V.(\# M{(LJ8?5GB)9#48X]KR SR|PY9G>T+ZL-['WC?\6++]W*\7P_*L-R3D(\98,X*
*MAD(0R[_G]0S3E8^0+LZIO+#';MOFY>GO MWSR?*TA"=OEM?#FCE=3O5$\$#O$'8D=DXB-(L=05SSM.\?6WK<.1(Q)1GCZ MIN.C)9W%>1'+^U8&|^K:0{4ZRX?*
M@_8OBWLD4PO4&S^UL'T U)L#?D,F+0IK M)WH0]E(,5C\L\R,_]UC;M5_3XL=GI>AI3Y;CP,! WT"KCT^PUM9&M?VGDA<] MV2AI!
*(+:@3IZ0^KZ"&/Y1.XJ27>_I%\$^.'O6>>OJ.MV!+GNZW6X^G--B.G, M+\;(%*RTE^]:-4*#C- MI%40[=4LK%F#4!D7^.;$]POQ8+HN4N+U).X4_O41[M6W\\X.4L>H7L_*=_J>3E 4*
*;$>BLS*7QHDG"1=$)K&=P M,+>T=%I&0)1'/LH!@G>'9485HPCU3$@?C8P2)(#.B4W.R\ S3#.@2@YT-DXW M:9) MHB5"C>BZCPIS3Q_DP*OU$]<.6CA4[FO*CKF>,+*C?M(!V N*
(>A7Q.$R@:2R M0'2]4!<>PI0Q1;I5P]+)\5.B-;..$,V^R EH)RED?6U!T2]-+7N>E7I2TPO@C"U(+]T&T M$2)DB&FC_07'9? MU]6&3)]A\!?02_XEULH-]J-4Y@^_A"FU5YIY/<5!Y9VL1R^?)V7<$=+=;7S1/-MP+.]B9!1+I/&
(_G'F@W/@M466$3=K]L5!]>'8AGCT67B<$#E=X&]/W#0 MY;OS]FY4#X.5G225*@EOVNH1.2&\8]1E*NXOV+QR[]7X!C-+S-XW]U=.:^W%*
M=P4WG(G&OUD\2$\,NV:%&8/1[2=QFX[W1]P^.1Z)#OH6T1F7-9H+3-M^+"]I 68I#"PA:Y*.!U:/]9XNW(9FD=0;(P>U!+?KP,TA*M34"!& -XGEOC% M(',VJ"-S*
*M_M<\6D\DW$@SKU*X^/-2EZZ6AW\1A:/?ZM8OH/M]#>H:?U6ZX.WWV7DF'I"WDN8. ^/$B%U DS#PEEPD\^OQ?O?U'!UA;]KW4\ M%^NF\7_V@8_##C3"AW*X1/$-181-]@_OT?*
[QQ"4\'9'H?]P'A:#.G^R8?YB M@> Z(&AJ]0@%T=C.2]G8F]:AL@.2B(1&SSE0%$F_X-1Q?W3]H?;__PR=!T M/QZKZW=^\WN.GIWFESRTU[TZ#W$2DWT/UA7?IX;BV-AT3)E?1-
+.&1MFO[OGM;:H[W?I$0>6VG7A1DLJ0I]/5]; S6KT74(2;HA%&$FW"& MGW ZWS"E62U VO#ZWNUS%9HT)9$RN#$M MSHMNM,(<=/0T%^Z@]LT36Z;Z8[X+ "J$"<&\K?
4FXN^S4CP@CO1$=FL[5Q\== MW98;#Y_8\W5GC-;Z-(4K!$:(@GWTWY7C(4/;RX.OG+X!CU41F=B M6H.%Y;864.L(QQ90SZD.3W7/;]9+9%4]#R__ T]/).+:#T?A8^.U2"8LZ
M'6W_Z8P5I@KQ:?!QJ+X;DOZ3\/N_GX(BJ=<69)DI !Y&T1;<@'^2;Y.4,"RF2M//#-\Y:?ED8M/>]S?%3(B326_NKW/GW$AE%C^_HVA]M9 M6K 4M7,^N+A0B"-W-@.R$4R939_)6;_F-*
*2;*QC5&78YD*O>[9]9FJA>-TL92 M#'[,+K\H_8>5S >B),_&0'^R0!@(MS&5X,76[SS)Q!%/2-{(R3],,2WV>RK MPDA!JN&.C'S?0[CV@+-K*Z_KACBT_SBL87Y]MZ!#',-D/\,KX@.821CP.*
/2 M)_#ZfTX,,)/6/#.G2E.(,++3H:YP.4[?/?]78<|-5N24_BE:V5?WV^X?:!=:. M)?[7G/@6Q4-(H'9BGO7RFCF$6+>]6 LC<*_ NZ+==$H|<)]4MX42$7WAWI[M)3=63R5_#02WROW0-
V/0TY:>CU/?$WZ-M.1AH(XNG\]1R@$^K9ZY$?,!-5+-O M)X)XAH *IAR +@CV,|O"|%N^\ZO"-8\W/_&NP>. MW,JWL?WDLH?+@M9MR.+OAN7V\DT$-J+6&>Z4?H\/0"^%^X
*JADC9L)$.VO. M!Z6\VP,.-2^@5 ,U'!T4K$!*GE=&B0\-0'2](Z]&9ZQK5O/6T;.I?5P^>0Z% MDW1&#(>$30LH%2;;3EQ4MY$\,.$Z0U\AT@(_/BYLV[G^2_7SC](^-MRI;9,*
*M7AC+%AQH@<+8F&6B35!4G@@+,M/ZPTF*XSW5QZ&O\0Y%-78+[/+A?8Y0I<^ MH/P@1C-5"S1(W")RYPYY:BJ;-2@;?1D=DUL9_CET.'N:!H4_ 1@XM2=V 070 M%U#)C"-U)*
*<^ZC=9USNS>6&STQ:.TWN)4>^M=IWH5A*WR+SETL7*M\(RQ=0 M_.U27 3CX#6@(Z3+ [_S Z\8VXT$N^WO4Y[6.ZLE?"J4AGJ1K=?@Q.'-*^Y9 M0$6H*
*+UEN5#.ZER9YY44U!HK>\HJ>5LA1C4MSX47GZ6,.G#PQ1D(S-_NV3P MM^,<%U!RM 3\N*F;>,8%?U:^@)KC))\B^;. YB"KXFVML11MP:@NHO"[,;/<) M^&/G F]L!2^\M?*
*%O/BZB_\TU&/ 6Y 7"\@98SF'"W80%%%T-F/J4_V\?\^2! M_W\)4>#?"'-N^S>2:7?1_Q?U?U"_%_5_4?\7]7?1_Q?U?U"_?SOUEGCWC@@7 M_U_?H:_>ZB<3\PJ/OBXJREM7'Y)$.)*T-.#7_Y?*
*9XU)+PS]YUGGCW\M5_Z]Z M_)^8_]?^/B/B^W_[S^:1D(K2<5[O%=;?V+K16(C-@W0VAZ\F]@U11?CL%;S M0>[8H05[*V/V.*
*<_SU_/RO*NNK\PAE32BNPVETVE]DF("/09:1PBQFV$]D3:4 M>A=B-.I$9);T6NPLW!L5<%9F\)?U/97HGP;/D8FP#IG)].GUD*KF1S8I90/D# M"F<\|.X)N&I["">7=*^^AIYOX.[(*
=V?"87Q=\K5LD?@!OHS8!X%%&G,XB)*_ MC6)23/;M'1$4<)C)N!7=$>'& <9] <.Z55<^+S]B[U6I)'O6QR^M S/?D0O:XD']6#%;AT5Z&2L53),BH';MPO+AK0.83$W1L&P!L MQ"4*
.R9;_U=]+>8I$-A-A;M#@N1+T>]?]6=+_ '~WF%QLVG5Z/'Tf.MR2'J MEXY3$H:/AEEA*-36!91&"#_ TX_E1/+0T8%.RM T9SB9;\|..G4Z:E VQ!4U M*74E+N@7MP2+9-*
C1^HTE)YZP#V0> "W67[?]V M=36@\6.CZEXD]8+-PW+1<221:M%GC\: 1Z],Y=IK9B;X'-GS=M?/@HQ[-8FP M]A1(@!-8V@LHCD\8O!T% _6G!8)*VM3E.DQ0\LM!]1?N-/I==$!T?*
*+))LJ M[M1K%QW]9/UES^Y-*Q]H&F446/1&+]"4?A-?!\;S)4'(#7T+*/X3E% C!1]# MM>*%&Q90[380@DOBGRV@1HX"C5>8WJSYC:Q5"RBP$B\Z3A!*
*(1@5\OSF<8MZ,%OG1$(;EH9\]8F0 G-?$4D%?@-PQ ML*FM;*>"P&$!=2^=CX L:\%5,LCZ]+93.W^:,YVDT=O,T_ZZ\^LBQ'3HNTAL0 M@/H/\UAAO!R)6@NH?*
R2?]D_L."S3U^72BO]\'O/_A!E2 E,5?MN?FA/T)I_%_$?H_06CA>\I_8^]-H&,W_[AD;)G7{).64*VR%)9II*0)&2) M-*
)6=D$]FC!D1LH<0E4G(GMV4,/91DNR{612%X1{5N#.+__@[__<\YSG_Y[RG MYWW?_S.>9^?1_"K/\SR'T M!5H>1\R$U^=T$1@>TVT"L!-*
\I$91$7W>K4R@XFD]3E%X1PN/259=Z4RKE:C M?PWA_PQ"NYL(:>N=ZY/UM"C0HYRA1.6F:,.I\[7H!TLD<>0SS2FO4J5N!HJU-M'_WY_)<$;:>R_U5Z6^,H>-]BUM"E9VD/JZWBJV
*+W*I7(#'<'6#5Y6;_+2L& M8?]O65>S):R+,@[Z>_(?,>PI.OMH[])+I?T)D6DWMTFW'D_/(+G#YC)X = W]-M%U;@[4Z<49:!]$)=C!4AQT("$A@9)5H,@,PNF?!$@SM3Y6*
& B0VCO7!E[# MV].B5GK< OCB._|>@L6-00V@N<)@#_)WM0)Q%54GT2H3CT(;)?+F#9V<\AU(-MAR.B;@9^\?LO.%0MX/QTXL()TBA^,(F$RBWK\0ZM^C$0)#'Z_9*2*
W]U$R]5M(5O+&__59Z>89]U.I_WO?POP]O59L!2QTO M[$XSBUP]_]=P-$R:FOB46UVMK,@[&)FC;G1)DD_]?2R340[<%@D?& *_MQ/I#'X_C_:+>.1!97CU+KRRHT&+!T&8<"^_*
.KS/:!<:90UPGET9(V:YV]4PG? MZ ,8J:O)RL8N V_1QHC#Y8Q6,61?A/=(8(.LN-@#4*QOA2I2&H%[2;84X7V M!*7(U8F%"28G25KVB0^;1KU/F(U(>AB=_?-1[-*
!31LE#YH%MR!ZIG;=@=N0 MIO@TI 3=_6!T-!4" 0N#';M6#8"N&ZM0Z,>[@$R-Y*I@LRV!!Z8OKM[]_*; M_6*?S#%,(G*GX.$>RQ'#"VO8C&WY1E]"HL!T[CU-*
YFO]M$2<\!*^0AS(Y_GA M @@'4]5S *E.=]EK^A5K(!"BXAF_4X;/S,;I=,5#.?,<6ID6UOB'XIO'"7M-.MC$,6+DDW/OVE83&6^!FZ6?CE$TPDO>+K$W3'H(DN/854'&@$Q/6BH1BVJP!DT M'QA,=\W_/$NV'IZ>6_0,)3(^"3]8"QR$A:3-P-MQ-3JK/R*I2[U?Q,9-,X= M+/80+I-AUL.1C!D9-+"KG^A0;1B@3W$OIGZT|#CCU:>]7_R-$?&)($&@3PS@_M_]J$
HX0T&5KP0N$Q?]_P=6!Z":1$%Z!+WQIY1>/B#L[Q;?^O3M?K)9]Q%"O%F7 :N[MJZ[&/X(I6G(GU+, ^:(7OS'V1AL:(91+DL:_WLDS#2-6005AQ.+\O1,,G2H$*
M>WF3)GJA\1, ^7> 3PSJI[CU[&M9V2?5RQY0U-J\O];\OKC]HMZR5O0ZI10@]L0 MJ)DZN@.[#6FP&%RUIU[!75V.ZKNB2Q78A.Y&.?.H--OML0Y5LIHV>WE1-#W.
MYUCO+1GO/0L,=_ATSFT^^5',&TE>)++XTN@(*.XGIOG*<.JX?6>05^,F+_FK]U?CTI]Y&X$V!K]%ZS!M-)% MRE8NO678UN16;I[RD[9!+MPM-Q2PA8]<-(4-*
*7.!GHR^M@T!U:&KI$+&$?" M)"\(%;FD&OMF/E*L1T:@_AXTI-8WVWF7>]*E8N!E&,68QIA747>@P$Y>(;/X M;4@(3"@0P\O21"C XZ$*+#DK$38-AMJ8M4V*&\72'OB\$JF*
9XH6],"SAP6\M!F^BB6SH -44RV_%-P+\JL[N_FINS-2AXL-M3M]X4!1,9-I)I'$XGE6F[HK0F\BV[A:9#6/RU M]%#&:2HA%4?,F7;I6.=$JH(1"_)V7??*
E"=V_WCYSH/ZF/0M5:5RM>9AH16RD MG]/KC$W6("OJ1>]TP8BB.WK>@#9K'3^,.H5%H(AN9B3>N3T6(?YN&)P>6%QEA M9:Z;38P5#.?
*M6AR%?):^Zf3^4S^=6,KD8V,_"HFFH;E633SHOLL5]XB#LAYS M(-X\7^J3Z%Z?!\-%OV= GAU.OK15C KW*7D2UH>Y(>OHOE57XZY:.:>N7A#>=G(S A;H+&@ M(\T:P=2G.*
*<0\R;X4& H)'H+J=5PH|DV8W5Y$;J":N$%O<=FL7__5)EI-M,#$ MD13MP^*>*I4(2K@&.QTS.=$"E8 'K#\/-N*F][SP-/I>0^H>C M$?N-1",SOIV&6&AFSY].DW926_OH9#4-,7WS5TI?*
HPM&+, TK:71=[,&X0 6 M1G);GC>B'JROGD$MOM_I(Z@Q.-Q"-W:WK+!W.%Y2Z2GMUR+X,R0F:"D@BVJ42 ?XM M)**&-#UQOD['KWBME_Q_ ^!H8:/I) MSZ"*
(2K!;^PIOZQYTUIS [C85A,YWOX U@#ZEED.4(SL&DZOY;4;WN2,=Z&I03YQ?"AY%'GOFL:=>5]\$G6?C\P>;2:%EL9RV+Q#X_X6$8*%++Z];'DP7\,: M-K:,Y6=_]!T;%N\-(9^>%*
*[*31(STXD2U?=). F_2M3XU-75D[U+.6[QW%1.P MM\=9;_YR5&TRYV]:A)\N6-&YE1.[V/:VT?9L9Z#+NX8G>,U3I[4\I*T.=1W; M+1?-48T/ 54PE(5_9-368/ #A;2[.PZZ8),'FP>*
[/0SG1TCA>-E7/2.JE:6Z M'HA U_0/NCT2W;>S=YUON+$:IZ?CHQE4Z? ,,,=6"\$DVWQIW.S7V5KQH\(M]B&2#/D"TZ2394N EYU9DGD=:%^HZF'!W15/USX.V=4=X[CV\RQ.4?
BCF3?S M)<7,%#7^$WF._75N!C>HF;!{&R)],.=+3NN!P/#!X<84)*"IU..>X.A^OZ9 ML-*^$.74V0,=E-8+H<490BT#*Z$.L)0 K%H[EX=4GCW"'^WBX+XN+LU5?.X*
M=IE$OW].OXS5^,BCR3^W8M.MG3ND.[!*_*@@PD$ENU59NC.,9BVD-WMF)Y,< MATV.D>%1PI^0EL (^490B/\;Z_ P[.F&@3/SRES+KF-&D;7$W;YCULZN06U;
*M_Z3,G1IDMN+!4 ;p><:8^0QYC0TP4G&U]NT5, 7D41!]+;25#K<^/UO76]<^8=)EX57'N\$ H'>KOQM1B*9ET&&H>_M4T]++H)E#5PQ3'(#YALE>?:K?,;<>6JRO*=S>ZZEO\F-*
IH5)OS>1!'R*;4)W MZ;-&64>8CZO1MTG5^R+KR4*=E50Y&X-.MK;UIY^\)[4L,E^>]L>W8M6^B3-* M*-6.&S4$WXS:FBGM M5%135 .9 M9UH3E!N;WS>]4)+!/B)[4H.R#P$F?8^?*
1UVD7?R[.TRGL $??%>SRM(C@R/[MFVIL,\C$'GXKDHB-X=B%2ZD<[9#,.+WR@(XN7O5KWA('/J#!.W!CZF@ZHKMI^.M#.7#"..H/3(&WNVD7:OKT]
fB)9YADD\>],JR^OH_6F6/SP$SR^?ZX2YZ/.'%4 M=%>*.1[:Q.M\Wj8/[JXMRL)D?F#VM?$L3V=$OCRCF6]LZGD&4K?49Z3@Y7LL
*MQ>#IQSC)8CL7]E<#P(@BQHD=>P#I^FY4RWZ-H4*R9EPK^.2RA!UMN\&07:<4 MYBPZO;]OMN?N.,INW*&- 5V^:,*@@O07[#!H6FF[VP6)EA1'5'|@7YNH 4@5N6*
M$45+P1>]PI{3)97GK20KK8R^$,%2]E)G/B+6LX:/)RIA(C82:XG([07KS7 M\O2-N_WP-W>'5?18M(_MU+=[?>2HHY@96=H$$X-4I9|C'&03=Q>!;\]#=YN& M+!RLNBV4T"(^?
*72,ZQD)7 TN8@VW8_U-2VN&;M^>|*DFSOK^\& @!J$ 7;K M[(5SCBJ_E+0-\;F>\FQG\8Z%+"#6#(2$$"C9>P^#/PZ*ZB7C925.V1N6J;WC M]L,_VZF>"B/F';=;M2X*Q.U#Z2(VX*
*E0)E2\SS2":PH>^W3]BQ:\T8'Y^]X M,,GYZ\.U_^)9%VKQT+_3"\=A/3]C+74"EBF[9O>/OMV9&U),3*M-GHZX1"GT2_/D011X*+@_1EXZ,27W'*
!8(H:TI[@9EC4!$RR=F9[5;=TW]>MS_GE8=_E)1,AGI.#\S.^7J1;N*HN-;N[Y5PR\CK)AJP(8"'I&)PQ)=7!,>1 M0@L8KLM($W_H(66,%0!N\I%XP$9ZOD1DT/;$/WQ6T;]^S\;]?
*%)44F4PEUE M\BUTLPZ/M^UGN(RK/%N 1MWQ:Y-D7'CK-]K77__'/-UF+#3YY;O&41E@SY_; MI2:.^3Q%3S'"*D:)$_#]NZND*M4K(*Z5E/-%$U_=*9][FN[Q]V,&4P3/3[T%'N*
M@MVIKRM87V!4MCW3&<!-#"S2&58)P/,P31%-MY"M%,F-:,%RES/B !18C&OGO9H,N9W[?0;.I.A&>T[@?EY_7O=;4W=+77/GVRT56M^KN] MG[8[3.S:
*[^]J8$GG"&*I6^H64A%\$'@/6""?STXNS[O3W&>E/^<$#W9DJC(\M-JRV(0G/I:(4KR-O+ZPS)%TN,-/1Q >KP)+Y"I0H!3UJ(GID2XV,MXT?9]B M8.((@4?RNZ?*
WCC/3I=.6;FD?:'Z]">77V1I/44@M2G9A=]"\$[A9S(!P_3@AB MFU])=X[]HIQP'VC\)';&Y5/BR4WER_'64EG>SMS[92 5@!UI3WPG;FJI$P,Y M_<"S;!H,Z\Z/VSLT[V[QG7V '-
<|>+=P8;4IWKT^$D2X9H M)HOG3S6X1!9L#%1X!F1VHXX"N.@[SU;JZ@(V_%@<$T-D7K:E<,V>UOK("\I M!)OEG9'2M$%D9>IU=WPAT9FN\ /}$S&&3"PTD=U)A!.\)J
GTCO<$ML03 M1_IK56WH %63YTM#?T)7J6P9E$3%)]#A<11$P0L.G&!.AA#TDG((S"Z#?%- MBVT+L'F-0!G/G8_ CZ_9HZRKOV4X#,7-7CTIK?KIHBO$F(V#=G\"5>D76?,H
*M>;9<*F.X8IS&JZJ00]\^ $LDW*.[?!0H#5HGG2^EEH0'JO^ISO*U&O(X^,#P M>OA1<^ADP]_$SSGIB ;>'\'VJL"SEM|7OF]/LZK(7,8+,IE!G>Z?PBZ<;_"FZ MG7PHU7J_8*
/W3:,,93LAYT^N, @3-K$0=2C(W!!%IX,YVR,/.0\]K#IG\/C M\ZD"\5DQE-=6O>APR:H"#O?++GGH#E.8L1J(X"95EAG\6ZRN%8$;]!L"}"U$ MK@R4,V'[%6E6'C^%76M4" !0V1:
*f\%VH'T.7US>>1LD=UQE&8UTZUV7 :E(P MAAI/_)P\@1,Q$U^Q)@_NN=1YM^TU@%<.SSL?J5/IW=P@_"MBA$S:W8IOU6<+ VJ]BI4M)66I!C0M%&P7*G<8)\^F?XEKX"Z MQ.*
*({1D3'0=GF &R2O_VXR;PV-2=E+7@=&?3Z>S8E5.?A+[557T2C;%U)4';K M8:I0P===U;E+@S[4M7?)IP':5_IWX&?H",%V$C^_+A::N>6QC MAH\,/$ =A6V*V"KMY8\@U- NE,_38ZR M-*
)&N$RYW"\BF)[X^YOT0-ZYWM@=B;`_OV'5KR"PS!4?,1_-L0SQM(WK0PK^J MH0@"GG6,6D7*[(8)MQT$X^F.KMF35L,6U^0>B&A1%+5[KB5(W#H9--,B\/NO MW 0+@SQZ^B9*
*+N!(M?8,3\P_[V#)>Q$$H!0*NH;N:?JZN$;AC4I ^-QL=Q M8T!<3#-.TP8@ M^!QU)>S)Z0F)E2E3#RV95>>G]7NTZV6*XL_EIQI=KBY0V;KY53EXYFA(#]D4!.AU0.CHL!+???*
LHMBJ3T+2QWLGO@A5U&&#[#>:R+\L?;& MTUU5B["!E%>5;"1P 4=\[LOB0B7[%W8+6U4=_ZMS&0W\-B08/B/5":J9 M;!?!),\? ,Z\(]>>77%]&$(>(.($W.]-ISWZ_>R=R7MW_C 6O(]
M#: B^(JIP.93ERU"3-(]+ 3\%[NT>Ii M^2+[]X.W.%#=OW+"//!BYLZV< MB11/(BUU&[_"'8$579N>CN!MJNRI@Z8NG7GEPD-S[E;%[L%?;:G!')W1?,V6*
MBJ%PP#$$/(COP8%{2DMNTRDZ%<0A<3>)!+_WDL&0>&D;[-?]=Q,VXCS#T^ MEBE7&[F&5)"Y)A.NO3T;FW)L11 >MPVY 9N"+82D;$.(&'2C'46LE.$UU& G M\&->
X13CUPY(1.2%S30.U#5^ZRTWCC7)H(),/ALV?!8U?%+?=O[^ST.-F$ M%R!O 5]O#'B#ARXJ+.[X#']2SXT$09:M%B24K@BJHS(SNEOB^ZWON1Z+_+ M8?*
*V_]OI9QX)R97I%K22=O@#!3EF/O)8)4*GWJK:K-V ;G*TGWD3O^K.%,E M2OVS7(H6K521(U1YXY7_"SB:EXONK[H5?#[J[/ M<{)E=Z<72PYYD=6FS^@=/6'2RP,/SWYV7^;OU@_;0*
75I"B#=`^&$3A8O.J# M ^=UHZ 5W(M[M&OF\5>8)IG-!T?I0]9- 0Z0D7#B#+/:2X $Y1)4]83MIH75:KE%_]LH8 M46;HO(B/0O&$XA06N22-$0"?YKDO@ZP'+@< BPY:*
(N/&F^-C:XR<.&/F.5H M(D&(DS6);L"ELI>.D)K&B-E(K^0)KQ\Z%-."E61\K.XO^7(XBV@!]O#IB EJERG \R$V!.V[&QF$9=9^5+8+M#W+J79W\PG5V;.0$CMN>3D M:_ZH#T,-
*BT._(FQ5?LL^ZPH,DCNX]KO+-]I@3?]L9R*XE:66.#+M=Y0BC#C-Q M,.)E29R)=$%'R631S_/?HN0^Z_KUY];O35LH_QFPR39QOC]$=`NS+!*_2A,A M84*
)/P.TQ4.00T26;TIY;X45Y,AL^CV08M.2,&?AM#MSDH_Q"_3"\^+J ?4)#6;+[Z 3:2X \(8BV.@:1M2/PV1%O!?T(([#_K&%IWYVW/[Q M\0D!"9&S&QD?EV=TW^H.X9I>%U0C0Q*
*DHW4P4?!?J Y5;OW)PF?UO"-IZ+X MRO)+B^+EP(-S'Q5N;=W>9:478%@5*_+.":!84,F7'IEQRZ&L5ZU.J1)VD.^M/ M_T M S:=\\PPK\#7K,DZ/PW?L^] EX 03!1G#71C8X9<-*
*WH>UD#^34XS4E#@\9T M1Z3\1!L';A*02$M_J1#=)1O&?]6<,BDJO2=0=*TP?9|&4:)Y87G=XQ,&?[" M(^T1V,76Z=L0QN5AV'7,#+9WNCIQ&^)-$+WR#/8 (_>;)S\BC;>-7S6^,2/1*
MRN+"Z2,<4139:_;\)ID[&;FLP55$0PX.SCM2)K>2?D=`0,^HZ6"IE3+[E60 MI<<0(ZQU.8"U;^S- _]S51G[K_'NYE'R_AWH6K:=X'TQ_#,9<K:U-E2+'E:F[# M/M9)!
*/\]8FN^PR9^6L*9!T8 M[SNG)WJG<('KG %;32^@R2UB0<4K>?)KV;2*LJ3 ^!R[M@SU+.]H!#E_64 ;.MO.5V[QOQ]D13L[\[5.3L08? 9Q0(-!50^MK]X<C)N7YA77REF5D2C^0DZ@C5*
MV.!$ L/=&4D6Z0[<'6_NY$E5\[JARV&7LA->@2;^@C5!>W'3T&Y8+7M@ MQ95HDIG$DFX-&"]& KS\8_Y@O.N(P=R!X.M-,W5G3[CIZHO.NFN4O\]UA_ MM2
*JR[36J4HNR:TSQ/$L7N\R=(=-2QC1L1HU>N4(Z$E*X_IQO\@E!6#$[^K]-MWD:57]GO=61HN XDZ^W[:+W8=S$=FE$<94P-U2888L^(<(8XAOWK$#H*
MUXK5^*^D@E)0)^GOO$;SK=<%B/QK?)EW#YO6^H:1V>]4Y:\6>B_52WHL,+Y MH^,PLM[L?R^R26#)KFSEX.%";GBCARTA)"TN[ZHC9,$'B_<'*_7+7VD<3#GY*
*M<|Y31M*A4.SPPTT<<"XD'M.POAI&+2$+,.<06%]HI(E7(*P VWL2H"%%-"D]E M7%BT]2'8MKYM;WQV%ODIJ.)@?9N#6.O/GFG&0;L9+3G#_>RCZ\,V- <7>\!I_SY;Q2+C4_Y4_*
*M2@U[%7.>!JL!0C>4O\4F])[@"[*M^Z(=H-+N=\2T3$PSBR9,*T^H6XU!-OSC8_M+^N02X3\L:/]V2G_^?*X#OZ9W>0FBS>";H2 !5XQK0>>**A3JQ-8*LM'W+_+ M<+T(#0T-*
\@T^+=JCN>DBZN8AX11;>U?3G$0%%,KBK:>{#V9E3C?_]H{6%YX M!<<0(ZQU.8"U;^S- _]S51G[K_'NYE'R_AWH6K:=X'TQ_#,9<K:U-E2+'E:F[# M/M9)!
*/<;$11%/M'"Y<6';PMS7M20'2CEJM411U44^E^=$U&9[M M?[*TXFU(3"C,1VA&E99*G:_D4',6"-W]0@EM:F.%[X'%5F)Kj'X?4K-I_,OT M5&3V =GZLS4S)Q?!|G/E=.TE3T*

4'K"!UD["5H\5MF(9?*0/FS&GZ5"[X8(P M?UR\B+2)Q(+K"9O(X+F36H7+B1QBTQ_Y]VO+^FP<[OL<2ZBIHH2QU_EEF/>Z M%., LP3F62T!RFQ]WNO8@98*"K.P:A@=OQ92-^?^(S-
!H#XH1+<[$38T)X'L MO5D9R59XN6QXU6; 3&' A"C2Y*MWKULI?]E29#=Q9X='_]3;/?K?&OFRRP\;1"UR+GOVZO=8FF8[_[=%I<&&&
M!WN8AQ"RM)OLOREXNC)J",T7%L*'U)E0:AQB*%$_LJ9/#VFW.#;TWWYM<_.C MXD61_MW73Q#>YQW+/@<9$.8^2<7U3I=0CK!GC(O*S1";7J=E47&=H+Y.C!L\ MN<$>V'3
UHS^_A%B('_J\^("1:]#@Z>RI^JEZTC ^_EWCX^>YEQ$[V/-8H + M,%!1",\4ZD ##G:/CC!N,'--?"NT7Y#64W\4X$.J$*<63]UU7Z;.J%E_$<@\
M.+>AYGM&,^6&:>&_59+:8+)1DA\ODI=^%]UAQG"4C*5;,(3S S$\?^H.G20' MZ9T/OA,1W:TN:'1#\+3OIVS#0P=_BF'^H:'*T352# D7&H(*7PVC1WQO]NT<
MA/87]A9]M<#H#%E=54B;$3ME?RK*RO"ITG_G$($B# M"*?L(>.F3G4Y8#&="AI8#-FHHZ+?/XOR;:1:U7GL%RA]?MP]D/ZDV1:G%N.* M/?WGVM%&:@Q-'DQBVR+C]UUZ!L,(C7=;
(X"T+AHM_+A=>Z219>+@^??C6E]_ M.FPZO+?46];5C#[F,#1VW25.+SSJX_QM=H=SF+G7H352[4=1AP*GX[!E2.5Q M@RZ T*-X-\Z=N2?XMZVQ319UD_)&_UZ0ETADYVZAY-
ZW]%-_Y__TM0V&=!MA M<3!XJ-5X#_C9O*V1CBNBHXTK%1IWNW-$IJ8_W!PJZ^@ZG/R@X^NX'<6;;OX= M5A>^.K$ GS;NOB_7L']T 1FRCBNE8H:*K]<3L'6Q?/A!_)]4L7_V T<
@(3 MF(DX-I()8?$5T@_I]%3'3"??Q\8WKAQKP$DB/"]>P.;9=N'KELZW/I0K>G Y M;:VYYHYF)2_DSPK9@L"03+K(Q"!UZ#=0/;A&H:Z0!*S,8-P-AOEMP/<2(&YX
M_TI9T.U=E^\=OU(L3OYV62DVC2)Z^#'CTX]-0=6.=5"M.@;'GO'Z8\Q"G"\; MJ>55Q^'\8%/8[BX7JFH'Q?W;6)5O@DJ,PQ#+VUS?9=QG8U[5^P)6@]_J$1"D MH$X_R!J%BZ&)\
[@T'$!AO^U@8>D<:J"957^$-8B66U?R#[KCZGU[_U"C^HGN M@-BT3Z'?#)?P4[/ZT).L(7C=9O3.'FV',]K7#E0/7\VJ\O]1AG09?\,0HIKA
M3[VS;*#&)1DF141R%9T[79ERXPXXVW>DU4$,Y?2#KT>P.96:VHFS2^3C%E- M(,/V$I;;U(0&J;KA4OW];O#OGGDF8&ZO*\GZ83].2G/50>Q^V]?MERUI.LC M_<
C!0$8,72@3LH%Y&D0M["ORK&G37FD8:QNY :EJF4DL/C'^#)WEC_'V[=7 M!^D?O/(O78XFB34S,6V<()IV!X@K!-AT-P]\W5+!)S1JN5N-O(F^,:S4^C8P M5_/E-(?
D#_UZ_8#;WRJC#3H5.>;^KD(W 3=88[V;_4EWLT%,*2U)*JDW1Y< MKU#2%OJ!%[5%LNFG[2O^)(V58H3D-^48BIBUMWR1C^M7BXB7WZ ^(Y_8]-BC MB:7-1@PQU;.
:A+#'#C28Z;_):SJON-"_S:$_\?P+)0/@5+F-:LR[/;FRS&2 M]),\]:"K3P*KQFU)FV+FLCC8[_"&$?.EMB&"# GJJ<\KYM37SX*J&"945KS.
M\R:9AUJ+4X33%V,V^OBL+*.^PYVW&4ZLF$765]:4T%1T>E#2@ZR=@O;.3B] M2?3M@ <_\];B^T6H#5\5 W;."QK"*?%T189Z6_1/(G=W
MD$[7%MEO'MIJ'T1*$PFXL*R[()SM8)D5[9U(L&VY\-:0'&'[$O*$X[9;^#$KW9O*A 3\!&D#E=AN<>/*^[<3;49Q*>KBSY*8D_N M7I$.Q0;>U^E8?]C& XH!71:@.;!P/GOFS)
<;SM,#P=I7[A5]K1_0KQ/]::N4 MG6%].2?#,OSZI80JBM[+XHAP2Z#%?$Z>G?*FV KO7,7.5H_1O'+>1$Y,K]< M_/57AYLNO=-+/?"905IO*UAU*B]V&B.BTR'NR[30IA&B0.]WS
M0FTBUSNC3?5PV4MXY='M?GGK(89W5C .>T*2AM'1RB'J&%@[;D M7"VD+]#5/=$<7%BP_,S!UODC[R>-\JG;K'2_5=VWMV)S;O(KW]B&0%ES;AB* M"%M2G]FQ>P*W(8
C(;:-9ZS%EVZ],H80/O!>+_72@>;Z)1W) ^T*K+$<,G_I M\,G*\K;R+3TI[!W(.MHG#51WPE&Z%H3DT!WR.YH*L\NR8STU?&M/3]EP WWQ M.#QQ==I(R7Y(^WF]B/D"E&RZ9^
.WS[ZE$CIAB=-[AQ,TM>^ K!FMY-6;0QJ/[K;HQ?IY M\WQZ6:@1>0]P))G.+75'H*<7[P7?D8?C<8+ZS^!R"//5A;X,%L>2^VS&^;_Y MXF_?-7E&>]DIZS([^2!$,QDD![,)I88::\
[I#9FQ(4M%7P>DHEML[\$ZX/$H M#NS;JZ0,=X1!I,_B-W-;1-.(55F(L/"9G_J8(T4W,+9#?^-??L6?[LD:NLGZ M *_;AJ2@_3#@J6J&;1@I161I&*E;7-
CXN;'TF&OEJN)DZLS2NXQ])R]>%\B= MGNR ##-+6$=45Q?8DV;.+"CZ@KD(YP!EG:EB_NEMX^\EG6_-_ME/)&*SL$=- M Q?0"?/"[%'K7H%#6H[0_5 =!"Q;Q[!4
MRJXRH9YJJ==ON0L&$MAG%UEPDO M+/WU_#1>@E*>=>.TMK:W5A;A^$)8) ==B#4+KUMG2 32G#/)\,XIY\VS8T$^ M0XQ0XH#W*8(?UD[:YH4A3>Z;>^#AP;ET'F]E&0;
(S$7[;4.2,$!P&MZ2R<;/ MP5.-D>XT9ZHD]@B#!YRE;5RV(,7F3MNM1EH_AFI=S%Z"5'"EGXR=624]# (V M+#[=5^@.QVV(SX^VH\C]X+4RT(:6R %D/*CW[P.*M.M@[Z+:]N5*Y? M
W>3[??K+_\3KBB9;GZJB-E:!2[T0.5QWC]02BS\O,D7,2=J> Q;9_SLSJ,\ MR3E^,V-QUCHP5-^^[CW^9Z$$M]G+#8VO,+8Q7+_>.6#$XGM/-T1W6,,\V0SI
MMRE3W6/3ZL(64R(+P!C#T0V!ZR),AN?4!B0#&1F1V8$:3D>\XO7<#MPHUXC, M J!$>"S,-XUK'@D##A8@M_19BJ.-@?S\'T0*1\QFPE1&L[/I%\6QUMZ/>^/O
M]@0EGCIT*"H46FNYBJ5RT^X#J85DS+380A:A>QN2R-(VW "7\.%N=YSMS^\7 MU*J\0;G.H76CJKO^7JC:AWM+66WW\EKK_FJ3X ^4Q9?+AL2FXVCBLPN@;$\V MICXMH6T_PF?
I8O8Z^4T!*8DW6!G(B5>R%PNPJY%PI"443-=)7!+E?\QSR -R M' ZJ#5)$2I'2.41\YRB8%4&,A"U(]?+#]RS/&XYD0QM^A/:_7I:ZT!/\LR@= M;SHP4-
SZJJ^O1Y)\YMSQ0J$.L"8(=>MXG#AJ&,YUY[41 M7*1-B'%N0[N1HM>'')[W;WXB7%2GJ$VVSV(TRN8>O- +*T;?@$_UT]C60_0H M^RW&.B;KGBBD\#UD<1OB&R!BE.L? 3W44?
AXW]?DU;.*;N<_?G 8)&XL'%3E6X3RP&VD/<%(,%P"[XQMNA$AY@Y)&^C?6 M U+=;Q?MY9K/E"V]'0K6_B*JF"<[53+\[>LZ:Z3AZH"XVM@:IFEP=82Z27L% MX.-;N-GH:(
JU=%Z4"MP@-HZ$?/+564LK-7XFJ-O4(2&K^TM?/BTDF5H%&0% MDX.[!I_,H=U-6PBG)-%A#*DQ30/TU +9W<\MMNT%*<7"K?YUO_0TFVTA MKO\3DI1(+!$:I5:Q@ [M$RA=C?
H,;X!'59E8D.Q$W)Y65P9+[97];4T*_6FN M'Q1O+1[G#/E'8_*'35 :"SIM0,5H;VV2BS>'^S5;@"F&6(!F%M651L$-30] M^T"Q/O:,XZF)@S!-T=,Q(I^[U9Q6OJ%+F;RC*"G6 +1A/+>
X4#U9?,Z']BI MRW<91#M3=1X6Y/L5?O#*$ N3!$>9WZY%F7-)[Q:#X6%3@R0=BI(GB2FT (LE M3MS!"(+9,U<:AT*(J>XV22ML]8WPRO,N/M\I\6%$_-)[V_NL;M]@J>\O. B M!-
+.V:CU=T6K]D1:GAW^_4ATQF4D:*TPE:R^D+HH$7;),U3Y%J2=E#5VR>[" M1YX.B3]3] A4.QM+2:U&T$\N0P'G$% 9&^\ ESX;O;/-QTD\: HC.^<_;,CL
MDMFE."8L&1;F,:RKR6DU;'E[R\@"@ARDZ^T<0!DQ).IUT?"@HXQ=,B18CW% MOYB!)&RJ5I#/^\;1 \G]9IAP3[/5 =%"&-]'>V2/BE7 *LZG&E3-6;6E*ZQ(M*>QGLN6,SZ
>&IK45W1Z+YW@9ZY>'*U\H6&Y%Z>N2SIPK2 6@MET4(1UF=< MC=$JB:W&;H'/Z.= ?M):)G<:2G-E $VN%I[^4<;Y](1%XKC*Y3_^C\8O61W+ M)WW-_>-
UD5;^UZ%6915^QQ5PU*+ YL-BBE5S,)I@KO'C&;Z[(GVN$2+J^8% M NUE?0?2Y":^H;NA\00I''%.*&DZ#;\-B3)3&#>Y1I=$=+FRY1-*WC7^70OH M$G$D:OKU\Z*,
<0&KGXK?"R'$A_>9[I7P1RS>&C 'V/0 ;Y?/?0@)K/Z^>3QL M%.@23TVW$SOS5;./6CN-CW=VG+/J>RED\ 5I2>=E?WG!QRHM%UY5$UU8_==>+WI_^ZP$%^UE\]FP MF?L%%Z
EUDF00WNA16>0*B ;2V:/P\"+\["AJFY=O(":DW[2J(5B(/=E?$T% M3U>31'IQHBL;+SZ' DXZ>U$35^2I(6P$XX/0ZR*%XS%QA@XGJ1&DP4?>5I3\ M.4>A\FG]2N?
(XQ:,'O>5F4V7"7\>,& W-O,L/T@]J,JH[4HSQUYBB]=%^V5]2S[6#-X2LA\]&+#!>ZE M$(:X$(OW-W4;0@MD#U@X6S[Y[-1 ^@[@J=I'8Y!70;.'^->,"R,7UAX_FG@X
M.AKLE7[FAVQZ+K\FB[)3L^\D[EH(> C;+BL%T I>+N.['P]XD]&Q"H>QT4&6 MYYL?F'M*Q42)\K_,JY2 M0K"@Q'^K,7GK2H7GWH'&4:V] ZW=)Q?R#'?KZ>5+6RD+
(_;GY25"&"5@%5"Q M(,20[:'&.S/+<-[5? %M6LPT$X_R9X-)<-Z&+S[-8&C8 8[?52ILCDH[GW_# MY% IA'3ZEOGF9AX&$J9H<=\RN*'(XW F#>(^Q'5 M"@$BLP,%RR-
N)GV:#_AZ#SJT*]STXZ2E)K+NH:31'54XX*). FYOBRE5$<_B M&U*I5#CPA6*@%O1ZM+$.* **"O8EU%@)15L6!Z.[#Q* BX-;-EC618-!END) M*&YT!X2=8H.P/>>V(47OT=_,V0AY8?
1?+?_5\E\M_]7R7RW_U?)?+?_5\E\M M_Q^TW-@I6Q^[XRG"MC1/L"W>-/3>%GFJ$MF2(>YXF9JLH#NA.A)4U6"*=GI MF5<[73S9;\BS?V$7KA0]%;"VQK8-/<';;/1MY9^#1%-
%Z]>Y_2:I-UZI/,VW M5OZ:>4)^[I]43NK_NE#[V=U:AVT$PCAW<' ;.N4!FT+)XPF;F+^&& >L.F_M8 !E'A#GV-J&T%6W(1\J&?K;D#IT(?]'@ %A@N/_O/?E/]_XDOB&:\)1? $"
M39*9A0RE7V)<^@DU!\X_VAQQ.[%<-__IDB>V,1F[R_HUXI4#8N_^07&.Y8O. MW)V8A'E^< +HZL+L8\D%\I8BT#WWY5]7%Q LA\G#BQ)YJK2/QY_?K=J"J+UJ
M01/QE#W4);)0$DK+#R."]JP6!L]WM9LI!PIQ+@M53\UBT[1V'SP9'I!\W29H M()9?\QDJ;$XQ7?$E=XT]W)]$GIH8D$9>\(5P)U@ZD?]@.4%@!\4(_=6$"-2
M9)W'K[6^RPCD";IB772X--60 ME?BJ&8_9[SDKGA4=(8=]ZM\=-K^I^%BH>5&:E,G]HJ[LN\6]=4H@W[28';$(<)$SOOE]_SQ0'3UH:\6,K2)%!8W^)-V$4P JKM1 M/,._7IR-@,O+:
[N&V=B>7!=5KUS3GYEYZ^,4*.W$NGFQ+OK(8XAI\S]B]:AV MH)HE)3Z,OH?U@:7%+)&]I\R>MMNE6R+T9= M!6W5]T%^<'6)>ILEQ5YNFT2[-"B0]H^ @\X@XH .G/61#L?
0=)K<+$*__GDO M]FEJ,8C0&.YI?.8FQ/C0OQ7R.\:L0L&NL/KA]9ADF)^[7>SQP>0% /4@O&+^ M^_V];C-@76 MV!=0I<4PWQ08E6GVLRUE5D[QGE0\8I0#S4V.I"3]JG;YW_&
(&]53$PMIO82D M?!/P&0F=!*UKJP9^G@/@R1@K /6^+/"Q!WY!%O(@QR%6R2GPSC&H4G OT2A8 M,&&YX?^ET8K@QMO-M$VTPQML,:N1@
:Q"4N%D9%MLMN0ATDN7QI2SHQW]I\8 M/O=ZWUK(>O +!R7-!QEJGI>\(RMG)+BV()M;&DO0*+9\N%"&.L0:SV1UXT1A
MWH,*R&-42GS46HL+,E_9T/$'5E+WBIN;TM252X.:X0'K=^[]43C"K_FH\L2; M][0I9B-*@M5)X&.S=P):M&' W:6%*I6H::*[$R2*XODZ:F+^YLH[&W?^4(VB M:
[,5M;YA3A>OVT&$A:Z^:M$@&E$PYJ/,PHAQ_ M[NUX4)BQJ8M%QKJ\M@KKJF.4H&'85"\AV;T,: M]A*ZY&_WW/>-^:4QX'MYI,78X-5<<5:ED,GP&:SCZ0R)TYXU9@O)D/-[(/?E
M)8#@!#8'?P,D*LO"E'S;>K,&)2Q/VQ/V%/&.NAJ/P6B6!JR:)/VX#R7B9M)^E#TC9$@ 5#:G]!Z3-DJ5DYCY!:Y"]+?-3XW_9 [3UR>H\9A#1,Q['4,>W ?A]>11L"[%?;;
MFE(H#8/\H.4YH^FV]^A0O9-!USQO\!R9M=%,+(_:RCCA8)F!ZH(!#H,BK!FX M\.^0701TQ_%MB!_AH>'T^33:$E6H-R2^XI7K'"POO:I!8.3(@*[8.SE/2E) MPF?
C(%N)B7_P/3#@0NEO>!++&#Q&UT,-7CD(UD8 Y4O:#F;0U MZ=WO_FJ1^;C8&T%7!8-/?S_S_6ML8;IRM3ZSWS'* O];9+PX@)Q*ZB,>E)Q%)/3HE[*ZX]6C8E%@B7M[3ID=I
M)QD]_B395OF?I8/ -P]\'BH^#:D:1M"N@R.V(VC27+4/9_CJ]&^L[QF767N ME)\4+_QV=ADB,>S^.*)VQ#PX-UOXCI,UW^*E(5MQB7^@.S7I<0QU MT(Y^"F%$"V#6H7W1"7#.,-
RC')@WH%V[T'?G6964:_-'M48;YD'6AEK)[/?W M*NHI/P8_O]LB_[M7FT87+F ;,K-"W%PM(V]#^)'R[[XT;D-DD;;4KQDZT2@I M4'%+N!@_,C!V\%R=Q31!_L?R@9S
M4KE90O>V(9F70.A.?@_[;TR^7/]9_[D/=(* +2Y&MW2W$.'"0_=!W-FQAXZ 4W*_C.RDN M.D5#6-IM:/;- SCOM"TSH4=0T,YU&Y("I>XV6JW=AEAV[)#!NP*EOA0:' 0U
MXQERN71KUARZX6!2*%T9T=^-$6#),& 3BJ,MTGN*)Z8:Y6TN//IF($O02OQZ M2PG;KZANC*V70Z6Q.C$ 8F(UC R;6K?&,EM_V8DB0LC.+_8UC2\!N/B]BR\J M)/9)/5Z-_"*U#-1T-
MW-=M#]4\"6U-[LF???A@2&3 HM<,?HTT1;";,#B.4 M\&Y%,BYQC2FJ9WI^ORE1[YR<-Y?V3F[BM=Y0NBIKS)<.#V$-H@&OZH>_0V*V
M%*KIYU&3>8M9"Q'O#9YY##%47\W8>I9\[(+Y6A<'C3SY/@PIQQN?@2ASKMC] M?SMH+__/V7NS3KO.[E0NC)@#;9S K_.C!N!<#)<%:X;]@KS]'::DEGG'1@?_
M.:>GW(]K>0Z7Y/T18^V/8V;#OH-F^]$D4T^6P3*F%LJ0<:<;L[K1C?$/T&RQ MPL<:G]>?,(#N6DDH<_,_'I?@+V=TOK2_=DJ0:!9<.!P%SRH/Y+N/;I83T,86/ M [7Q;G1^?)M.?
+N9X*B))RS^=^2E._3;:B/Z\L?6UK7/GQ#I$;VU:LU9(V\- M$34SWTE.PAJ<%V"^1$%!'!LH4ZKHTI;>5'<\RFRTL5K,_W^U]YU136WMNL%& ME5"D"U&J4A5$%)"@2!,Q5A
0HJ)4(1:0*#$+Z=4@;$%@0U0$5 2D(P(1"* @ M(EU"2=N*2I $)2Y)X:[L;]P_Y_,;]_RXY]SQG>L/,AAKS+7F.]\RY_/,]<&G=_9?"*AGCS8["9C'5:2C]CZZIMMSWFGS%@Q)IH=9M#C[M^)
ME! :B,H7V1E@>R=/WAQULQN]9,SKN>RMEY2B'E2TDC()0438]!*I+, :(KJ1$TJWY,;]$EU9/84L6B22[8%" M8)?-)H=ISF1,
(KH:129J]M/A2>T'RF=&*N$JM[YD4$5(8SP%=",)/XB@L,*V@)].Y)P$OM+:5V M,FRH2;E&E:$-UO5Q4Q,I@?6DV+>2]V[3O'9.W#1_6+!_?Z(FFJ\0QVT7/ &" MD02@WJR#0
&Z\!JCHH->8;86]->V)O3NX;"V5\]>8!;_RK\69:>4?.TAQ56L M^A2*KQC*;0>E'^#?Y?_HK%+"MR/J,!W(%*2J6>EH)%*+'\[V4>'T+V5DOS(Y MRA6/^':Z)M$C]>TN1HIVZEZ%52[&D
>X@J&,\0X499+[&HSC %R \R/A.S*9 MJ$3M\I,8J4=+3LV/?G_U(&!]]I]*MQV)1Q;L8&#WV;"/_,"MT"G35LZ5AL M!9'BS%W\NWJ9 6A#&Z"D<8$ZD, YUJ40XHV#
()"T/\\$FSA^@(AJ@@UHY3UJ MRV_N>C:X[(Y>>W;OD>3R/$$"< :1@= BT0H1#9ZLW9P7=(,TO/H)= =K//K53 M#0*>$;L1H!XQ[8*=$3;J8%IG#U._^+&]K?K9A#5;*U"[# ;.9^RO"
OW+8O< M?- O0 V>AZ<_ MU3S-T)I;LG+7^RLS?FI3\D12U.)TYM;,S_A.4MWX_' 4+Q+_CL@^2*)<89*2 M^&W!%IK)@';^AQ_B-JN$Y_FDV MLGLOY',@B.393^*4.-Q:&D("ISC28L!
)LN!'A[U[AX?KYT[F/S.XK&&E=N& M #WS6_:>DU:L.3HB+1_@JWQCHN<5G_+7<$:3.JEJ.,-!G V=I([&^C&,C%KW M]3\(SOR >Y6]D)"S?[^_6N>9S&?B:BNP=31H>JU+2K:%<\I[5F
*R)]SF2N M!W2-E'[!6?> M5FP?,Y=5SDGB'N9XY)Y_A'^'W\I)2"*GE9<[OJNJ@^#]%HJ&AY=W=%I2T,WM M$G=T,E*N*3O*-7Z*A.%/"Z=
(BW4J+$<(R\]VDY:#1D/GX:)#P.XTTGLC[@G. MP'QV!=90T^5I=0W5M\ GUO1J^OIML')1D64H$<29R M$MF!WFCK+CK)B>]'UD?% 0'HY.6!3DR"E@I']C83I1(LE&*,JG$/%V2/KY8
M;*C_?/^U!P%9NI'G_:II,3J1_6Q#.-4F$_L[GI@B8D[0&B-C?93IU_ M"K2 =Z%N-7CGHE$4-, Z0H()IG)!4_OS]T\?4TZ?D])NSO] M[#_J$T>('B8%8]*1#5;S59Q0KKN V+:UL7-!!B=;-
V2"0S/7VSC5D48MPZ*. MW/QZ=&@4HY,S(QV*E<=]Q/JYZOUAJ!I_80!:&&K0_ V*0JEISFQG/HKU'.+] MDG%,9!)"\73B'JMNM&ID7\$)=GWL)DF[BN!,:MB?,0-*#_>YO'EZOV0Q;AM=
MJ(<%N!^A@$=!"X2GG;%P#%B']">IXB) '9[39'!4T>:A-DWM4Z%VZN-/[RVN M%A0FFRE^S4O#/=K?E[M.KE+L.<\;+!-*B55"]TNNP$(&X$"[8YM64#,ZK<7J M
9ATX)VMXWU4^&9.0)JZ4UBD/V9-C;1G[I4X>4.G-ZR#\U4V8#'OJ"AQ]#0" MU">P/O"N!E'5;*7P&L%:6FRMVPRSN-O8;0,F,QE1P:$8;NF8UA=D/@.DN M_U2+3:?Z/Z@4S*S
PGF$20MN/C0,=UQX X?(&F686'2MP#:T6.TDL&=IP@RI MD.NW[H1SUF8L2=+6J7X][V\\!+?H3=PNLZGNR4>4ZM\SGK[@/GXW- P25>;O M_9($9"V"[(YFN)>FTA MF&C("N+
<3D%;VUJ@_2@R@#CA3T.FX!'N$&7*"&8D6 ?4TR>&/DI^[]]RT.\+ M"V50*/7:^E!UN]*+QLRSY@S4=D^NI^ 1,AP9#TU?G@31IZ-VD"X@,O :8&') M'+#6'[Q-(RD'M4FXK_/=M?[@>
[>RUI8K;[3V=#AY1D6MVM&GV;,1FK>".6Z, M*KX2D6LJ*,$C\&\!A7JS-3A#0KXTMS5)@++"K/J9W=V)YO=2L2)<,W M\H%+3H145$BOJK9[_+B>\3Q(_\^&OE!,;?/^F+JW XL<8
V)=E^X74 BT6Y3 MZY8:NZEK@H5J8 6;V.FWD^W
7)UY&)ARX^=3/JT?X0 M(W,1H.7XK0(_K,#6!&-22,]RN\TFYAB(5*%F(P'3XL;V9*AT0HCN5&C.#THD M[>#GW)00-5:X/[9]VOKAP2$7W,O4]&5@+>DL)AU1"_5R[B-G(5;0N60<802
M,G@:Z)[9]B7&9B$H5M[GFNM;R=?#,P?"O?6SMF\R[W_1ZYG7<_>$PS9Q)&^' M<-J*^BR)KR'@F8+$=C^MX26")F[O,,Z"ADE<]]C2J?B3,E.BHWOTU-U7@+:N
M:\#%AQ82'>OVT9, T3?!!.6D"P10-RJ1K\CSP[F =$175?PWL+)O']A^/\1. MKG;XZW>7\-?'1R,>&X^J.F^,V=KPW$J&L?_(%MU7;=(,*FA@-7^,YP998)T=
MC*\/7F(O>+#+>@8F2)Z#MF[W052WLOM9LWIWB[<>M8JNR7GG;Z'-=ROU8EP& M*;;/T0&"EN_45#3;JVH"#BFKVNDFSQ3G!D8CTUM./#C%]R:!-^G7(OHP$I]S
MHH[X3C^ULA#3*KNXH- I46M>C#'3V?\D:/6(T$9(11$!\/7'@"C(7/T@HZ, M=KJ122C=9):,WH!E#/7.?.%^' R?>3O6B5(YTA>>/J339YSE:/;UY7$)UTLO
M\5WH>A)_@Q7#@+^!RNQAB7/,&&6=A3Z=R%7=!9>+-K\ KT4TS[0&EG]>]'VO M%E@_LKDV\:3://E^&"SOJ'VLMH.9"M2Y/T?\EHB#KI4%3:KX1H(4X6;L9Z$F M?
_>HI0]7TP"%3^5AY)9+NC M)E?3E),X3#)"!N?,6XL?)$K8Z?"]6IK&EE :_#"V3YYMU(W H+>GW=YK#I;$ M#NU6M]G%3-W"R""[2!K:F^)?0@O) ,'Z+T1#5!H)
I\JG]03LWE6N+VCQO>: MV$F);PM7?;:^\4>NPJO,U[9#*I');1/ZF8DV#OY*'Q'0)$2[#]WO?HQK_0X9 M1IV(9?:T:7,^W@\KF>OC(;WP;_PV-;^K7V\ZS_ OZWJR @M(F?EH=*VQ_LNI
MGXH[C/T3Y$=.5+UWXQX#BSF!QZ$9+08G#=+9@=W"->]68$$#&J'#H 79^D?B MAU2C5L/EWFBSNL>?-Z2UZLKU?7@NL\V\4L5,*,GCG0+:3P/GX?%^6J+$P;_3 M!X^!M5TSEFS-
=#]U-M 59GJ2'^13VL.3G,= &3A\JZ_;+ZJX1ND2-JR6WK M5GNM6LZ"4"HCL$0X#D@@ P;2T:I+J(DRR+\4(=S-W&-#UM(>O$!O;1H/;#K9 MDQ20>Z(QA]+K$[3X3?
>VI.:'6]LXVZ3-1HDUNHBZPK*.\G(XI;AK&9V,<\4P M,CQLU@-.P_YUC2-UMR-68!,_5JE.D"]P2[7GFN@_+CL9S:(H/SK:E,$*9C0P M(2Z4,N!MG%N!J>$53T%(ZNLXPR.!S6
>XQFD>D2#EC*.I;JY#9?[I+QZL[Q+ MM:>^O+G?)6QRT M,L4^%(ZI /4 @11RCBAO98T F3/YXT!MZ1$@Q"&J;O 4 MZ": L1I$B1 M[O"2'(#;UBR&XL -/^H0CSJ'"!W+ER')XXZTR(?
2D:"V5>>>ZS/+KD0R M939Y:2LS$K;O\]/I"=:I2(TPI9KHYYH),'S&^%LB^P@&-/1D$2&5-K+12;8W M>)Y?
EC\4%3(*C_HB75_]ZR2:T4+9#;8;^(:EW2X1]*C*X[.HE)]_=U#7=/?;?,2RTC9="Y=:^FGZPI, MS@%RW^\XA!R2702I6%U@ ;F,#]!NC5,1R2[(9D&X% Z#.*#ML3*ON=SFK"^4
MKJ<7WPQU9!>I59I]A\BJ. MM8\UBW<-Q'G?T_<-[QVMWG?OB:^%A&V#NG^![P;8)^!IP3?$8^N)20 "CP#]CPW5DQ*%9@Z: M\W<*^_O39G[*GG!\$[HGX]&%IY>[/6=35L?
B_(6RMAPRM0[3_HU]A;OSV;BM M#X?(#8?H"B?P)$:&TF-"C+]?'TI M:6W^_"V^>3'L3.'4U)2SVED%2YE'4N /OF(G&=$PP%\7TSSN>\>)43"0: M"OD00 LSW\[KE1C^D6O3/!
M&&P6Y:>GI_F4ZQ7CX1TS1_*X'?Z+>"A0Y^W,)X!V([L=71PHZ.W41O@G\1+8 MPOI0@OBG<67KZZ\BHK/\$VT*"E*D'K^2?2L-DR6_'?P9QY[EBLZXQD 80V<% M=N$*[S).A)>O?
1'N!A699O(AUKW" 2U%CLNH954B)6%DWU2(G,\^NWZ]B49S MLNU-:\B3G!\WZ_OA]*I. MSR'WV>0 %?53F8ZF#QL&]%KC7&T)R3/V.AD;7N1M),<@5/%=)*4VV3R_9SP75-
K8^A$U5=]EZ-;6. MJPQU*LI9.2M.W8T['2[_]>5;HV11U7$0Q0ALIX+Z*IV(B1YF4H?9!M"HNTA\ M*/S"TC2"G*_[#.:W_-%E9BO[3)Z7IH_$A]Q=IUL"61383RNA5!IO#7Z$VM"+
MVS,NJKPSF0/$J<]VNH?/^0[I$MJK0P9#U/_(Z0_;D'VM=HOC+;7*P_BO*/#G MY>.9]RXBV =(DYW05+'>9F8'.55) M)7?M+54S#9^8OQDL#CM^])S1!_*@-3%0\!@(-
TNCUB)Z%M;CK&L%,6V&?">V M<_(.IZ)9!KS39E,3O]LS'+QSXF.DW"+ MR$(9&IU^.W-N8(,]PACRFT?-,^6B4E\&F RA%5CI44!&RN'MP *REL[SNQ]= M,?K*3SX0CN(/"=N6?
M9RYAC46SA%*/[/"1J1@22)D&-[Z8](X9/]JUYVD_4: M"BT7IVPEG*<);VJ2[ZB*O\4)F.AR=#6R@YH"L%W2=#-Z9'M!LCF[?853#^*LGG-/?TJOFI9+"]N3+%9"% MHF_@&/+=!:EM%J'-
OL2N@?09O1&[S=CL$XU_] 678I]$WZVLH"G W!Q4&V-G MG]'K2O,U.R(L2&!NQ'M?AJ#)%H\H-*RY_R%!JY072YS2M M/VJ4S]:TZG8^<=O357=V(NS@O:
<%I=MB'/$IX)7.9:OXECUGZ&C9DWJEQ%*O MKN SH2K3B:KOM#=QI6#\+:L^_.^,& 7\-)%]T8JO6"Z4'.0L,[DA@A*<&Z,/ MO<'[\U5*?'6PEG+65X1^I(F:@A'LD-BK>3^(+\MC(0MK
)\B_X8+NE2^KX^H MA"W07DM1\HCI=QN3[76%")?Z?"6W\X:5Z@XO#&Q3 M?P[_A\WY'6+?Q?\9OT1RJ:RMO$A1$?S8-)Q8HZ $"*AP/M[,;AU[?*6LR[2Z
MM/YA=Y"J<4PW.=/<"7Z=__"?WR_@\T0[X21:H9VT:%T4ON8"-4DQ>)V0HJW# M3Y?ZIETCP\Z.[0H(?'[Q38+_SXO;V^])0!9XN@)K[F_LFG/@N\10JY<=3G MFN4-
&Q0/'AU1W%K.7J+/J*61T;'HR#"&Y>5N5D^3LHK$HNY3\Z[BF*(-XZ*Z M9/\HN$2'!G"A$,G=#%ZINC8C#UJ^X$6S%C_:#"@#61I8['4X9:!=]^>E6W62%MYJ) M+>I>5_'[/L'M0^
M:AO,0(KA>]5_I)A9PJ6#+X6HU\P5:47KGCR7W7?TZ9LHS>GR.6M042@]?]I& M&G2 ?J/!;"8B!;&^#8G-[K8 >QSBW)\WC._HPRI,:]_MU3SHK)MU*0Y]XYT8 M.A?-
C@QC0K2D9H$UA\\Y=JH.43^0H*O,[97)NE,S>HB\)N8D<[6N3-$#TI'0 M;VY"V3U@,&>!FP&>9Z/I&-8$;QW)ZAH!P?.UUE>71 =9OV6PMDH M^6%B0U;MJ5)YM63*9 ,G4_:*4-
J(9X,?HK*]4$HX%4&V4%+XILB"G1N/V\Y1 MIW:AY>R,L5\Z3 PU#2E;SL53)O8OJGV=/9_O1 ZNQ5WD\]RLHV>[S29)9*(\ MZ0(K2$U\$ZSY*(=;*="-

M%E"$G7XZ!NXF5#M$Q&,)89!Z8KZ0TH_>[%L:$9 M#8P>M3^]SV8J+)V\Z2KP#(=@E",TL.'C7>KAQ,<4AZOQ%0W5)2C_*VHRQY,2 M(USE_M(J7G/FIN%>9#ZBSB.-=T-4;1"@/2')
^'HB7&N$P?1 \2AZY1O%YL1 M6K;3 N$5V"CO81/'AU;R]GN#_;%QVU]2NCUD!G]>6H"-@J)*0!$0M)<2DM$; MV_3Q4]3:LF01?0;=F$&V-NQO9 I$T#T[E8F*VB-
F^*X2OZ[@*^(%:N9WHN,3 M5'LT'A^?VI?+CQ0T0"%S;P562R*OP!+\D*"#2A?FEE!SG.\;5LSW94L*[D3. M*T6$;AW)':U[D3/,S-IR[WS/[4C+OFV1:Y>;OT,N:<6:Y84 [3XD6CY)@6_#
MJ$HZRM_(L6M;]BAC1[]LYA:O:5P^_S8WHO'VU!>+#JGV2UAF[Z*#]:3NQ6H[M_P,/S"8@ZB3:%/ 6E.SHU^!> 4L@;R-Q-5/ M.]6!]ETM)^@(Q6E0RM-7[6-
+ZBX*]MR+.PNF5@'KVYDW/9S^?-FOWFXP]2. M97-Z]H*:='<5;@['+Z42%(X[-*9U+0\DLB@SW8O\30I],N%BQTT&'+_N>[39 MF8Q>C]O-B3L(!6D2_QK/Y0NBMH=
!S$,Q,T&.ZEAVRL&";/*J/*]CSIMMJI^ M.ZJP^E%AIO,?;^?C=PO@]^"O 5![-MV4%((3='S2[Q]_!- '9A+7T@QQHG1 MOC?MMKZ:LEY8%CY(+OMJ5&A*<9HQ5;0! 31$)0*G"1-
$/T%)FPY? MB6.6SM]\CY+(V6^GNA-N6=&2U04+2%QDR!LJWUTE5RVE>COUIQEC@67)@TAA M.Y)$>PPA!24+KB;HB20#JW&>P\H]S)X.=ZUEZ1O>NT>*U_N[J< W>IJO2W=Y
M9U%>Z[KK*(]?"?6\UA?L9! F!X22XQQ%KJO@+H22"!G7&PGX34'O@I>OYE;R MMXQ\U_"1Q(_*I(];+3_U& M)K6[PWOUP/OUCS*Z!R1="J:V\ _@!(MO-+!9= M7\;2H!DA8*
SV9L4_SU,H[UH]^"9ME'JOK949/4.E>W4/LR%@]H[C*P/@I?? M#-9\FQ8.H>MS(>8IE"QD$QCH>4F>%]\=#.5LQ)+(UK)Q;.EV+8UW!D/CJ/%(M2=T,5N5L0F'&*[5"WUU&*TZI5C.T?
$>SCF D"]VZ:4&(6FC9ZT+)",2RQ M!R&'@R-CT&1K5/R.;Y'KFX/&JO68&CF3<"HA9/TD\>+FJW\1HD05O(1=2'G(M!F5$-DJB#CY!<>J$IGMPOT'..\#7>(<.1*KBP>O Y;8\.63V2T$U8-
XVU&W#? MZ>&9K4>:_.Y5$=LG?XOADKDW2N_MTA\!)S95SW"JYHFLT!DFW;<-O&6@Y?"*\SNG0I3*].EOU39?N3W0DW,QJ: N9R-HF^JG'E. A- MY6NO"V)4N*J#I',+T%PAB_/G*$-
DM@$LB&("TF[^I5CSL?'#]:VDIM3%4PY/ MSE'J/.:"ANH2CP?*;[G\#'*>O7:R?']!+J2!8FBF[)GO9/MS3W,:R0-)1%E; MM4JL#IFBTEFPAC3Z_5%X6(Z-44)#E(/Q-5V+<+']@;K*]B\U5V
=)$HYMP)R MI]A^G+?@9J19JK=?&7V]!BVC*MUV\|YR>G*+P$[XD;MES17+VGWA9]P'$MY< MZ+4W:\+8P7D(_!":[2.J2#O0CLDP8A=S4T!G&D(>MP.<8Z"DO,!;*%CKB'5Y
M,)MB[(W;.=1O\+[B1UW6GI'N+P&\ P\>R2M,1[$FZ563&B<@ 4"PC]O(F64Y M,)&R(+P;"8MH737NT40:?A_T31J<=6SUOUC=,JD#[#3:V;S=PNGYA5I9<:$$ MBG?
8A[^!/3Y_AEXECX.#MROV&LPG,0OZ%8^QT;'A2W%W)21NR=V4_).9M1L\7+.-FFYJOQ*CK+V1@-:%3*")/ M!)FJ-RDN$ M.IC+3+R-*0%Y3*NNPB@&,NV[AEM=$\&A::3TF-:?
^@XUQV2V=VMF&WW<<=-M MBP?2Y[X \[7@L"%?BT;*>Q=!QGQH38)_?>KE)^6Q$0B%_4=(]B<2-J$_^9 MSTJ_2'S>(48=_']XSM#S5V/!E/\J"\4_)7+X"G!IO%]!^%:!ESFP0%-FN
MI6/DA52MU74C.ZAK/U]MY&;[OM%2*ZY+T=3X<<-A%7SH!0H$>D0;;%F*;-&W M-%=]7($Q(\26!$J+XGPD\^]](5=)$!K4S2L IQD)47^$".JYH#I78'SI @C9 MOA,?
^[Y"@'=3A#ERN@:0&V$:_M78-V?5F!)? #"Z)\W(Z&UD&V*$5K9(]"# MZ$U IQ IRLG))"9!?J\"04:-8B&"\P(^#">CUR!O7Q. J=A-P!"&0O./B/ MS*JA?7A(;135'XXX;]?
\/$>47;!GZ1Z;_Q[_!9! ^D,<7(&DV2] KOUW=?, MG=,3CSM/"*YWO]RY//@:\WB?:58_9HM>G>2,UX%YCLQKY7_I_O2RF4;<'W MB1+LBP-@%>\,?MB-X]!EO0JZ06*T[38-
C%BOXI@3E*]6>:;.-3#'K33AKZ2W M^5&3&[.,@^5R?(6?_UU5_&_K&_^5@GLRB7S%;&Y5G> 9WX<7*NR)I$1DNP2
M*=G:XXX_DRB.'7[Y#,S>/Z)R*.%^772D1;MEROYK)Y.GDJZ=\|_H;D73D*SG MG&(GSM4\3B"W55#2TP57#KKXIF@CX0 [WEHVXT'=X,\KJ+7Y;K99IUK./[#H MMTWPCSHYMMGX
8E_+5]2G46T*/4)";$X6 M*[*S+426W5?WK\WU=@[Y.$DCT\#0@E[^(;56(17 O0_1)-H$.^'A]%Z?YS MQG#4-/RQ^'CPFU;WG18<^BW4J.N'_C^7QWU?PAKKFOL]66^F?
MYQ^T;7M6E\75QWHKF97H_9^T-I<8"O,"ZJ0Q0EE%PHX1]FS]["6V.C MN\>0"FV&H5IV>74#X@,E_6<>?4$&*MI+STP9O7P@UKAIE_%E#@ MGEFA>R -$/RQWGD%YN*()PE?K\
60Y'KD2SB)^JRPWJ\%-!.$:6DO(_B3@F* M[!2P/MS#@A*<%;/"P8%3LC16$7S_S5?NL]9[CE>GBF.G/!?0HC?<$.D9%KX6 M9D!2;'LG#OR+(FOB[3>2>#U,,Y-=.X#"K#/$2-'_NG*8?
%YR.:_*%^'A_VB MU-V_*#)L#;0[DF@Y)(AE*>FTXS>R5>;1Q7.Y^4!"O6OD>KV(/<&LPH LI$F: M>5Q3V#S:<= ><1?)D8@2F3J^*AD!^D(Z(T.Q+YGSUC;3<7X^S8?K=I9K*Z:66?
KONV M$4_7NK:2MW57WPOX>O71ZP7O/_YE.>'_/J3[^^^WPO\-%0X8D-AN)-#8K!,# MZE#Y&^#<5/ V1X?V]3E3U=:_$OVY88RBR=^VYT57.6KK5?-TN;W=:_&Q !F#
MK!D0J/X@P_E;G@(=,4C,HRHR LR8Y7JMP(JU_@YL)0((Q;I\B[/^=V?*H=D M/ZA>@4G!!&T/2'(PXHX$2A,CV:("S=X(.G.?*=O/.,5V"#A[P/\J3W\+:NY
MRZG\O2NPY!G@/'%Y^P(T)QPY"3T6P=$88-6NP)SVB#+0I8P0['OPR2^B(@>MDT W=%?N.&WD+^%_"WD;R%_"_E;R-]"_A;RMY"_A?R?).1+.*53 M>*B @1;\L3YP!>96^J#:;CLX,\[
=%&5<"[5U5EC<#DPBWMP MNO.:&%#W.L2U5R;^%U!+ P04 " !YEI-9=@V9X_<.)(O^O_Y%+IS%KANH#BM!R51@]T]*+]Z M?>"VC7+US!DT+A)\5FDF*[-&4MJN_?
27I*1,53Z4))-2]1E@VG:5Q'A0$0R2 M$;_X]__UXV$9?.-57:Y7__&GZ,_AGP*^HFM6KN[^XT^_W;X'Z$__ZS__Q__X M]_\'@/_S^N9C\'9--P]\U01O*HX;SH+O97,?-/<\^-NZ^F?Y#0=?
EK@1Z^H! M@/_4K[U9/SY5Y=U]$\1A#/O'^M]6?Z%)EF"6A" 5. (PC") \IP F(11&$8D MBP2^NOM+$14DS-(0%%$& 22Y?(R(&' >Q:2(12;_T(,NR]4__Z+^0W#- RG> MJM;__(_W3?-
XU]^_OG[]^]__D&JY9_7U=W/<1@F/_=/_ZE[_,?!\]\3_714 M%,7/^K?;1^ORV(-RV.CG__/KQZ_TGC]@4*[J!J^H(E"7?ZGU#S^N*6ZTUL_R M%9Q\0OT+]
(\!]2,0Q2")_ORC9G_ZS_\1!*TZJO62WW 1J#]_N_EPDF3QLWKB MYQ6_4W/[A5?EFGUM<-5\Q(0O)?=ZM.;ID?_'G^KRX7')^Y_=5UP<'W995<]& M55P6BLLH4US^SU/$?KZ ?4_\-
H>\>F!.B_O)%X]C.OWDC=U;Z2'X] P/R%S, M8U^?Q;K!RQD^BQV9 12V_[L<2D7)9- MR>LO^$FMB?7;#;\F=5-AVBPRD209RQA(.9+K58H)0!F- 8MA@A)$4,K80BZ\ M9-U]\0N^ K]]
[9G3'+B3_Y.%3H9,/-=-Q>OUIJ+MNBA94C%!R^5_OM\TFXH' MOY:K\F'S$&B6@HZ10#+R[S_OQ/"LV>6+:FMH::/O*XYOPJVW+2:N@IZAIZN M@F8=$*6[DET%
[\N:XF7P=XZKX%G1W74C]:-P+71"NH&_=G%>/]S)=-W?\$J)]H8W8B_?/!QW-=];+BBIZ9 ML>Z)G^E:!E^/#7@V>:):/URNE&9]^7?73HD]D_!NF*\DH'X$<$/K.8M%^6* ML]=\)?
_2R+A[]>['(Z?28;;6V?^B(ZP^JMOOZP5%60)E5 UH'F4 %G$!$(,< M(!PFD+,XAUF\:+8K\5E+?=M[]MV;IJ_9)DS)\?NDPQGCR2(Q.S^J;+%+7OI2X">#RO43
MYU\WI*95^:C>OI'QX4+0G" A][XQDLX,%BP'*$(IB%@<$IY+AP>)C4>;BM&) M?=Z0V4 N0U2RA>]X\-!R%?!E>5>2)0_D)]=4)=GH!V7X\2@'O%]H\P=W:^6+,#-
#_!LRD<,!V0IV#X7!]I:\ZO M@H[WH&<^&'(?*/;]>>RI%>S)IT_&YJQ>?VIE[Z\+D]-S6SFNV3\V=:.7HMOU M#5?**Y?\$V\^K*2CXA_7M?SY&US??ZG6WTJYFW_]])MD\,-J&XU?
TZ;\IN/P M[3Z2%3A,$2E 3B,"((4%*'("0<@0932B49*$-JO&%$Q.O&(,6%;K0-4S':QX M$Y2:;?5S]2\J&0\>.\Z5.UIOM[1XR_9?[):*2:;5;)EXZ*YY_4KQ7;P9?!5+U2K,OY_&EP#K%C?
Y+SA2GUZVF%F(3%65>'*96\ MOS),2LMM5;CAC]W^Y+/XN%[=W?+JX2TGS2))(DHY"@()@+O]3\# &!(HP M#7F.6<@7!U<.9WW&*7I&=F]VGS+B W;457RNZ /%0* XL'.
[)_5FYCHO4H.3 M^W,2W=IEG9/+D]LY2696UW%.V'WS/_N\XY& VE_*L;L-J/0==Q5^N.$/N%PI ME[%I[M=5^=^<[9ZY?EAO5DVTB%/,LTAD@&(9M.GPC6"(,TI#.6&7R2YW:;?
MF96)@[0M"P'>\B!#M>VF'6LN+#?I[GHWW(;/HDV'C7:P(QAT7%T%.Q7O&+L* MKL<5:[]SOE@GOO;&[HS,N_N]6&$'^]O+1W1S=&V4=(M_]*%3J7?6VQ^KX]=5 MW9^[7C?
ON1P;+[\VN-G(K^II][XZ"H,901$G%,"TD%O7/)5;UPBG(,E0D:0X MC'(%H,W7B8==&[2$W[B]ME@[EY*W7\JO[_[E^;\AM> M*@HW7/K!4B5VJ%];).8Y9I:*5;?
\O9/^>_E1E6#O/LA=T.K.Z[6 MVC8FE+N0$$**,X 01-+-)1D@*0Q!%D9I@:."4,@6S39W]ZSYSLN^E7\|D><\ M8OR?VALTS47PBG7_"1_I]_2KMH+-;X3(,
K=:S3BZ=_;^=:9YY^,Y_\QYU4 MRVA,3YJ^6ALPJ(Z.MC/6/J*F<>^'S]]HA0H^;#^.7JZ?KH*M:$$O6[O7:J7S MMR*\S*QX6DIF9G[6->AE)F9_\7HA+B:(T?
LD^EM,EOR6_VA>2VW_)XW-5><@V2ZYNS/:*-6Y4YE@? M@GB,WD_HVD/L?KD&IXW<=Z4:FL- L1AH'CVF5%R@H3EB^!,<_'$B^'$56<7O M9X9R\V/OUQ4O[U8J&?M7_D!XM:"
(XC"%$: 9CP",& &8">FTPC#&E,Y"()[7S$4+C@]Y::1VL_*8DG6SX MOAV>?O#"B[CNKJ]Y>KM6MW\+G'$*8X$!A9$,&$A*!A) $00BH2GD7S Z4YM MC]#$-C>X_I;FML-
H^?'UZ(.OE0L0D22C$ *\N!2F=G&ZY1 MB%65GGSWYH*,?] P$'0=70<>#SS0W"Y&]9;29 MT)PY>+GAGX6*JZ_E3K?9%=!D:8B+,,E &HL" M0"J]!HFH "3E)"(H@C(L-O$59^A,O?
>4M(-OBK@Z 7M4FS2LZ9MD5%CI:]P1 M>-2"Y?YT-@6P#A-.9^_,H8AG!.=1B+$7-!2S]7M8>[(H; ';_N>Y=V?Q7X8" M]![+]'&WZ$9=*S1/7SE5QVUR<7__[5-
YP_%2I>C^(O<3JNQH(0,;QFD: Y&E M Y0' L0AAFFB*20(FP3W)@0G=A[J=OC.TDJ>+7457UR!\LU5T&]92NH MUTLFHYU*!> *@?%17[S8Q3I&"C8+=7RKS<[=M=2#'?FKX/U?
P:Q#%0+#C0)E! MS\,V!>%WQ8?EB:"!+LW[H!9J@7#=5H*RYL74-!EHT=0Y^-6/K'O95\G5#_L%IHR[]?\6U M2M.5$5J+H[##1KGJBY(^"R'?\NDZS+7AS7D8D)S9?
9@KX="!6+QKYT(X98M/ MZ]4GOJZ[FVJ#*.'@I:FW$^L5^/3NLV&RSZ%(XT9[D31VEMD+XO'"_23W(U<. M\IW.B"C;V<[A2+,8R$D!>BLX_8!CFKG&AM.EM&]+A?
6Q8BKI3Y=7O^5T*?]@ MB[A .$ZP7"U%@@ LN %Y02P(HIPPC,2QZE-0&U"=&(KTJF\6^)!3S5X)3?> M6\ \Q<_I[:6[/LW63=]:LK/.EGJ@R5_M-*5#ZA:^[FJK-8^YS!8R^\I -B$Y
M;]ZPA1(.LGUMWIT/JEC.%5^P&$4X8@P4>KEAKU#0 GUY/MD'Y!9#%BK67!2T>*N<%88LU&W]XX.*ALGQ M%S\;S_:V]*:L_WF]8K]):.L&ESK)X,MZ6=*G78X[2@I>%"$!)$U" .-
"95K$ M"6 TS7 8A0F,H=F=J0&UB7V1XD!7,3WCP?2JT$1;XR[(NP[L_,QQ\8/?6P:, M4OL=5&)ZA^I9-6XWJ99?B,7=J85X)VY034:8Z1[50IC=;:K-2VZQV)=U76I4
M7W563S.49B2E(.*9W*:%&$[EA$XP3SCB,A%TAU'#PB?U43\KI&N.9$LQ" M(E?1[-R/J53607P6;^1^J&S>8ZIK M@70-T"+.U4(V2D4=-3![]Z MLCUA* BSWD!D]04&9'\ ^4&C-
<:6;WK&#)WAPFWZVOZKTU9\6-)2PO=:2C) M!6 D2P!,$@X0C B@-.,%)$@D+'2 '3W#<,G.8EV@9B!NI MUC!"]Z8IM]!]H)V.@>!46J+'N-Y&:%\!OQ'->7<"-FHXV")8O>SF0SXW][Q2
M774J?L]7=?F-[SHGJ)O%]\OU]__B[([W28\:&>Q&W;_4=2G*MEOX+?ZQ4 E M-*8AR G! &9) 1#E*6""D"A&"=I5@--*]7PWSL'OQPG^NM;T7Z:HGKC:]Y^^7Z5N=! M,UWO!)Q!(_;
K*XIU@V;>T)M67 $F]F'[%*;C M5DL['KQ"31A+[ ]VXCS)N2$HC)5P!(]"_%U_E6K; BI,"QFEB0BP,%*GPRD& M*&<9@#2/8X&QX+D5(/08L8F#,)/*M,M+T#R4GKUDR=ELE68S5IC]
<2K+7"K* M/%62O>LV&GUZW/XU?IC%+(_""*2$YP"2/ 4(I7)K1F@,14XBG%AEO9ZA-X.M M/^\NN4WDM#3Q,VHSM')_RK T]'Y[.3&!?1G^&VKQV;R;Z M@>D;ON:Z#?
C&5ZKSR/[WBQED,"L$P(*2%C*CR)@ ""8B3#,8)X51^M0O839&8.T\>%/0S-SSSO5(YULUGR M*"1I=%U5UVS]J+)#E_C.HC;KQ A3K[CK%5"4 T4:1,/JPJ#CPJJ&ZY0>QBW3
MGPKL[-) ^N!WQ8*_LJ\S,KK6@)T:=LZ"L#.B[56'G7O:;<54AW-R/;Y1Q_+E M>E7?EX]=0@"" K.XR$&>$[D1QB@!!$M-DI0P**A<39E58<=)2A-
;;$EM#3=&9=0\^*N[^(GG_!$9*\KY9^6]9T MN:XW\E,8%#VD4(?&OYP[LCUY'O3 M?9>:7'!;/JB5YMF7J8@'FKJGB'!4,J=@\/B(L\6!HP(-0\#Q!]V6CT^\4=N[MNE$1?+=&=8@2(:)YD2
!:"P2 -,\!5@D"I48YBF*!(SM\N5/DYKEC+2G''2D M[=:,$3V9+1A^I+?%\[1,C!":=8TX+_#^ F'PAFW5ZZ?-@VI] ML]XU1LZ2#,EP+P0H$2J_(4) ;N($2!&-"X(81Z$A_M61T2I&
;K6F5H):5)]>%.5$7>GA\S-5D9YD=%OJ12^'P^FO3SZO=SZ2S6; L)7G,B31^M?4CD &$HAQ0',$TQ"(MXMBN0.8, MQ8E7\5\&&0T5I^N[E4:,52T$=&)CV=V"=HFC/^D,J+
[+@)S"IEQMU.JW;ON% MR2VX*W3>*8V;!0)>]6CGD79DGN4_J 21X:\^30.,=T9<[ZAXI^B]$"3>&?%/ MX^&=>]'-@=SPIJSTN;W"Y[C%/[Y*K[^I=;$U) DG:<0 T4B[&0E!@553NR)F
MJ. BSD.KR'^$UL1.8T>Y;0*GFDZUQ)U*TL>49F;]GE1A9_?N6K V=P/Y/!GZ M&*593=Q Y'WC-GG%L83E63?,OFCFMYHO,,HA9#0!(4QB .,0 \)C!J(H"4.(M6$)"*QB)DY0F-NE=PU?
=GEVH:@4U*?W"+G^Q5!Q9+N^G%6=FV%[486?6!ZUO M>ZI7@:3KL23CG&B^2BQ.TIFW9.*6ZPJ([:R*J?+5(M&2CB5#7^B0N
410#'D4T#DE4,&:5I7Q(8F+K[0C6&IM(D[5L_'6H$S/[O$Q2 M.\/L:%VU DYPWG9:&%_-N@X)S-N9ZZ2 !VVX3C_I:'5=5_;/0JT5*Z@TIR=Z-R9%I8 M%80Q39E<=Q-IK7(9QFH9SG-
HHP5/(T0R:UBZVG9G=H;*.8 43SWB]=SM/;/ M';1#SUZ@^0LT@VZ -Q-/KZ$S^L-,FJ5CT_/U>J+YLG>#LZC1ETN=EMEYW?,L MBC]P]?
-0];'Q^EABHO&0/DF%MJT@U19/6\EG\;YEV3)[%>S8 MO0JV#"L@L"W+P0Z9;\=U\&[5GKW+GUNN%3[GU&47.=M,7;COG&N2+MRY>E'G M)'O=RSA[P=VQ%Y6.[Z?]D'
])%>H)+31#1RO5^RFQ2YYLZZ;3QNUU_@L>KKU MNZ7*?E*_7I D(A$+!<@8"@',XD3NTE$"1 IYPCG*";,\/W=A8_*C]0%3>CO?
ML14HOJ0GT)PIT]_R%NR8LSUW=YH'TR/YJ;5K>UH_B6(=CO(OT8NW4WXG)F:^ M +A$48=W Q>-YGCH4=ZM-!C+JGESKT+B#ZO?5KM;]EO\H\/LKS_4-](KKU(_=15160%C7%&
(Y!PY0D31 '*:0QHP06"29S&T*A1 M^<1\3GW,L>,Z:-E6:0M#QO657,]Z4"J,DI[YH.=>6K[F7UG^0 +'2I:I9MSP M .3EY]'RY.-EI]#^:&1:!?LZ$YF(RWD/0Z95]
<$IR,3D7"/E;WRUX>^E=MZL M5SK#[6]E<_]F4S=KN;';IC&B,"GR+$\ @QP"&!8I0#0E*LE$B#A*>)I8-7$V MI#MY+*RY:.^A>SYT[EG0 MM5+%88!J]
[J;0U"%5/HXZ'JY7'^7>WQ>ZV"XYM4W7M_*077652$*@O,\ D2D M,L#D80P*Q)B,-[G*<$U(2JS0?,S(3ATOOGL3](?=5T$4@["X"K:T[PR+H@;A9+'*>Y1B0),8
,A9*+RK_"6F4BAC1A)E6"[D)[%0D=)G(MXR[,30P[]V3&O[&G.61YI 2V>[AU(MT_=OYC,-0LON&0]=[NC_S&MC;N*U^5
MZ^K3NN&U:MS:I8K!G&$6A1F(I$FKDE8&"I;*+U[N.@A/4\S"PJP'Y-'Q)\^= M4S0#330P;T=[2AGCMN!!1,MU>U^Z\WES1F*:%LY=+*Y;\9SYI%I4SHW*G?#N."PB$*,* CS4'H*
(9U$$6C[\Q*;7$G,^\]M3A9GAN0MH9W'FLMEW7#PJ@J\VB\|'G[>WXE'! M#AHJ'G_*$1BL7)4-_UA^X^R##$I6=^KXOS797RJ%VT[S#,9YDH*-7F/ &&&@OK""#M';EZ8,$/A#Y#"3-
^[,_Y*[_3=6C]UC=A MA(M<[WIS &&2)SR%'!(BRA!+(0P=,HI?DYGZI!VFWK:DW7,Z-W3CF%H>[G, MEL'M@;@3%).=DE9=)7CTNZLE$U!./.S:H$(+39MLHZQ;_N,$-O^%*
MAG)9ZN.#]ZPLVQ5L02.:I(Q' !9$QL$$88!XP4!6R+]2B'@NL$/+4CLNC#[Q MBWN7OE]7O+Q; =T7L&T;D*WK_]\.'J7&1DWP+#20^^.F+8$9^W08:38@[Z9;B-X@P'J9KV
M?:G6WTII:Z^??JM5F+)UA->*$]VQ9R%P1'"4FCDD<])6,<:6 6-[4JB)&EKBL6,E($\#< F\Y<,:0=)4M6;^9QJ% MV?D>I2O=-/3+0%>O%"/28_\4[.*7Z_-:'/SIL>SJ?
5D7?'!AS'TBD1Z7USK;8$QPTYP#3PIPRSRPG7B+_,#N4YD(8R].5,N M@@'SNXP$DX MI4@0&@D[J+#+^)G8BPUXZO" Z9"K[OS(%2K(;0;,(JD9]6KG*'O&5+':4+UM
MQL4SYO9:T+9 /]-T:O2D+N^@/F["*W7?QN4'WT@^JPUGVRT/(7&4X0RJ[*X"P*((2%0QG))03,JBB1%5E7* M'GB:V%V>+ER]62^78EVI5C-
VWM+'1)AYS)G5:^59IZFXVP@^&1/EOGU71^H=;X M.Y*1C_*C6RZ(R*-,RTPE0 F(@,D"2! /,PRQ,2\P);GXL+QW)S O]F'F;BZ6V0Q0EHDXAQFG9F6\$_$W=9QR M#E.
[FSNFU]0W^+%L\%+QVF<&F?5LG64FS1S/"\Z/Y8G:.?AL/U-CG\$UC0)] MI7AYYF[>'+!I5'N0)#81&3N'/FQ2_"MO[M=L=QANX&]'7I_Z]F#8OKHE;>;X MQB0>=UZ>A+5S0$?D]-
P[WD"LBWIT[X\Y>Y?N$T(=Z]-]ZE'G\QEIGJP[&5+7 MC)]XTQIO2;N?*BM>Y#!,"2M2D*0X!I 2 @B/!! \"_,LSWBD&GV9)V::$IXX M+?-6O1(\=G0#TA(.J*0SG5^U+Q;8S:0.)
M_376.2>>T])]=,#9UNTQ<8:+]NAS'KH'*#O=@99I/+TX$2DM! 0(XAS D'* M> Q!+A!$C&4I@E8=NL_0F]@TGV>2.6,1GE.:V5+L415VYFJOAT?UKT44C]D=
<<@19P62F$0O[ZZ5>.ZTW;V/=]Q?^UX2OZU';4#@O. M4IH!K%KNP@QB4(11 E)*XXP6,274"LS$@.;$YCX@&VSI.EF\B?[,K-ZS5NPL MWTDA]I +YB+Z0ETPH#@O\
(*Y"@ZP%RQ>M7,&==4L]*G;#7^4'\B]:@1\J M_-"&E4D>1QE-*(!QFDH'$(8 %S&7_^$Q2<(DY9E1BMD9.G/<+00[TD%'VZX5 MYSE=C1N[1PTXG-Z["&]LY(:BC1FV'&)@U/)?.X,^-
HL1FPH8F^XIH;%O6\ MY:NU[IRSKG:5;QE&69RG%(1(&6J!8H!$EH HSW"49 1FD1'FW_'A)S;- 4G# M&L$36ABWOLMELSW1VE&SAE,[(:%I=+=JRN;IS?KA8;W2O6/;KK*?-
TW=X)4Z(E@03E!(U3%' M"$ "8] D: <1!%.\U!A9PNCJC\S^.V?,LV"+B^*Y?2 M/;]1J&O2:+K:S23#*8QH#D@LXW,(574OS3/ 8IYG"2FR)&1F4<#1\:>^R6YI M!CU1TX7RN"
[.Q0(72VAGF?O"6=?L'I?2-!ZX6%JW@,!>:HN08%2F$S'!\7=F M"@I&&=Y%!>./V=^3?5C5I7RRNR7XLEZ6M.2UW(O0CX;9:H:C3&<]'?&@OU'J MR>MD,\4#9QNUQOG-
;;,4V^F&R63\V2Z<+(0=WC_9O.8K@>2+JLQ[V_.U"Y EAG&"0 M)ED*H& 4$![@(4"9R@E$&56)>BS2S#U8CVHJN[S6=9;?E6#4:X95A78>/Q9 M$.!>DD!(48)O2A;UXJ,"MW!I
C#_]V)VRO^'_@IL3S>.Y>MH.!+=$7'X@?3/ M?'[V@;S;?B#ZK;ZD:O"/*7-[9E+\9$E"4_/_PME&,TW/^;2EN1AQ+0J3L0]G MM>IH^;;\QFNYX]1-/'I.6BQY@8*&>RX*V?NR*LV\O&
<%V?GE2W7C4&IF+*VWPK/S M%&I$F<4$%)0"RE *(4@$(X2$H:$$9 MP804T"J=X_GP$QN^)*8^XRTY2YB/YYHP,V9W^>SL=E^TJW:3^Q3\WOTY"231
M<>E\@60\'WQ>O(NC@AU 5QQ_ZC(4"FG2,BI09[UR-]RC+3(NA%J#J4]=@DF1 M@0+3#&2QZL=&8P5U_QGNL1U78JRK3I4R_/UFI9=U7A;R/":
MBW6E$&ZNFZ8JR:;1X&#K+U@C#S >)07,"L!2&7%#R@1 19:!,&0%BXLB9MCH M,L8?2U,?">DZWSJHMHPJ0,--LW\$=!KC,'BE4&DL*Z$\3)69RYEW NP\TSYO M;?1__?G-
ARVX1%='=140S:*"L;D*AEP&S3IH^?29\.U+9]YRPB]F:.:T<5* M/,PL]S:R0ZDU^\?M6A5X7S\TQO75@W>F=F7L'YNZT?G0TBB&A>AG>]",BWK^ MGLU52CM_<5I
;SUV3@GC5D,]'&B^PNDC[#^KEC[V>WMC&"2$*&R#;[QZLC2- MTR-,;"@V7XZ-W.?MQ(_(=E8SH!GT1*\N5_=?5G5J[_BY8?5U\W#0SMPW:QNR?+]NKI^7)+EWZMN8VJZ3-D./'E:
M57^Y^N9>E>&JJ[NZV3*W]PO5P&W0V(OIBK51'!NFIT?Y) M28;W34!GMULLC];S8+"&3CD%E@OM2VC?XX'$1>IT6^JMJ\7/;W"0N6I1$,20BB.,D S$0.Y.X\!"+.XB1G!1$QM4L!?
S;^Q-ZL MRW#6)+?76;89WL\5,NY//(AIYS'L)'3(V#XJQP4IVL_'FSDG^Z@PATG8QQ^S MCQK>K+_R):?2 W=%F!9!^K%W9PC/\4I^3!WAH*-L':H?E?O\0GRIR':6XRJM
MU6(X)I+3>G=TP-F6M#%QAJO6Z'-N9^P]%KSJ":LZHKU?KK__%V=W_!=E1^N<+VC\@]C.BIH44'J'L ,+__L8@ADZZ/XA@" MB'D!",;JCC2AZ?1VV
MH9BPZ\0YV:=J,W&2[LOVE3BGCK.-),X.8%LFVF,KT\$1$5ZQK@BC[@[4\@S* ML"G) (V*%$"$,T"R(@0QEEK!:1RF")J5C1K1F_J$H.,A&#*A"\5Z-JQK+\W4 M..Y
)E".Y;G"2^G%M$;5NW[<:E9]Z,FBBM5*ZA-5K69CS%3E:B70KNK5[C7' M:HFV<4']6;SEI/E0UQLLA='X\8L\22"E$ *10[F1I-(=8A2%("08)0*G&85X ML=)'^K :1]5D")0UDDZ+!O)Y88
?7+4^6"@ MSPGV# OZ[,,7(L5^6#UNFOHC_\:72;]_H'$= JZ"3@$3E#P8B.@;%O8(I9>!@STM\DD8V)%7W"Q-"I 5,,BY@QN,*F!N M$WMFKJ'FGN/3_S9>;9YIT%2Y\WZ(1Y?@)>
MNTZ M0/TIS-/KM$#0[,Z37*W'>G'D?VA9]V7=>;AT?MQ']3?.$E50G(Y>KN M>)\N%0*I[)^/Z]7=+:\>;GBSJ5:?>_BKB#**<@CEGD]D /*$@ (R"GB*((59
M"#G$E\&E^65XZCNHCGBPE-2!'. AJ#3]8-T#F@6ORE5POUDQ&66;WA6'+IE'^>92RB>BZK3:W!,2)3>U--,E T59W5[RU1RY.0H\HQT)VAK:5/(E"Z5\2#BAC7-7]8$!B1D$<498C
M7D#$PL6C=H1?&UPUTTF_3\18 Z_Y7;E2%0+!:[Q4A^J.JL@*F,8XS4 B0BR= M,),? 0U53,PQ2AFGC-).%>]6AE=P[HKH29@?CK0 &I?IP,S7NDAEYU_/?M76 M_G2?
9T\^=#OLK'YS7YA]7WGP^\L2.V^X!E&X78Q!1!.5I"LR1(WJ$F:9E0O0S%NVKG0]SX"?J^-W>+M;@YFFP N52Y0! EA+'-8LB9F>YZ5;8>QI-:Q1\5E4+=L!KQ-X@I>=24E M/UWIA]I%
<->72 3_%E[)_^L#UG\+[7SLU'-OYHK_"%/IAJ^GS[.?<1Z\:GG_ M25>VJLRQHVV']$QW4N@[N>!5*X><92P:U3H.__#GUV?2L"?W/S6WLZX2,ZE^ M?S&9BZS?-4?
9S/@A\;:S>$1%GK&"@D+E[T.]![GX#+W/HUF+_?@'SJE:O24X=V8UQ;Q_K4SL?>U8.@/X6#M M%6CJ0QU&MG.3==4L= /N&_XH/]Q[.>*7:GU7X8?K37._KLK_YJS%"(L62<;2 M6/
("*1.A!(2 AQ%&6!,%)AQ6L0),O&#%C3GR!@.=FP$'1]7P8X3.UAS&WV. M^[2)M&3GM+PHR-A1.8@\YHGD< ,O)/^U\T VE&9Q,0ZB]S[$Y55;M)2C#1K_

M}GW6KG6C:N_(6=V!\AXT@%P4B,4HI@BD,< 0IJ#0J1:K_6W5N-M"@$SK^[=\&'>GVI1K2&[67<^T:M;__Y@W,Y5M?Y'FT=\.%M_]@$VXT^_*

*M}Y!H//\"8";,&GRIV>QW2%5/TFO^=U!?2VK*G;JFQ* MWB,JT9RF<9@E@,>94%F84.Y180YRFA"<8TA#8=5-=(36U$&DHMR?$.UH6\)K MC*C*S*(]*< RF#LN^Q30&N?*

%P6M,4)!7FB-\R(?0&L8O.+;@N/#2@:'#W]) M_[BK7>G29UU# MUZT=,<,B+T@((""=: A0+! BB-(H3B"!,,);9DY3F,_^G49V%,2\V"VZ M#[6&8)SD&<;-@#[RNN;\\R.O=+7!1W5;,_'$M1-=^]1FH;S?&__1W'!GRV_\U_6N:\?"2I"#@4%&,%&!?^1:F&$IUE20!9 M3GAJ5=/NRLC$!B,*]E{{(W36]G\SI$G. ^.N.5+;\=3H)FZ"K9I:?@%?!Y]5IWV;M""*

[5B2>GX3 M_"SKO4>TA6&2A!07(((()[K"O&,] RDF6D02A-"%6-?&>M.6 23Z#MLR\M"<= MV#EBP[3%]^"Z::J2;!H-#2U=|Q>Y;?)9-F0@O;_^A%*\Q;8GQ?YH,[>X!7' MX-VWM!&D0!!FH"'"H %#P5(9QJ0!A&/(T0E$14K'IVM97KX MJ"76YVD]FSF%R]3FY TZDGT,I8E>=?AH'N.DLY)Y<@>GZ8-6.5B%KT"(1L$A)6E!,0D1M%O23*

*ME"9>R7=T5="O**L_6I)VUGM:5V.6ZT4#=M9[*QM(+VU!9Z55)/UZ6J8SJ_6> M%7??>L^_X L_(CY;NZD>MBGV &A0$(.9&IFA@:&!<9P"'"E \$<41QE(2ZL MCC3.DYSZ!?9.T@N(*

PC0O $W6:D8L(%"%* 2'*TD.J MHM@^O/_9Z;,;=MM10Q$+?E?D+'$\GRO",)YV%<)kRA:6S#YN/B:!KUCYV=CS MQL?'Q#{B@\ Y+R2|@WEI4(,!17UK MX'5%'1'+WRIZC,C<^>*

(H$=6R[&G'5N3=5WM/HL;_HVO-KQ^+|E\|T-^UBN\ M?+.I&[FEKE17-&4H'\MOG+7E7]^??N&J+OGQOJ18*HGC>]!%,PP3R]- YA0 MZ1XP"'^4>F6 0,UB$ H99QHW20J=G=?@7+.KD;:Z2DCR%-QM>0]P8LFR1=ET M\V;F>_X8LV'GOWJ>VWXU[:0HJPQZMH,MWWJR]-]@6>_ZV5RIB1NR'VC^)^GU M/) ^B??5!FX[1>?NC3:[P@[YITU.\=`4X#B&I?*

*UKOD"E^6\FQ\[F[^DKF]=,[M'[RBI4*R"[F_46G6.V1#,,8J63@,8X!#+D B-,8")*F;495QUTK\-OI69YX MM1@Z7I0T4*

'0ERUOY%>;BM'L%&"\+5.Y% ^W^>N]JK[U6;P31V%%4A[H5'?7 M!6>R3\%VX?DC3+#E F16>:.K77SI=D+-'\SK3)3.]7[:C,9PR^TZDP] :=7 MG\DI7]85Y/VZXN7=]N*-.@C]*

*LN5RI_;4'3.,W", $OIURN)I"!H@BA_$^2 MITE,29Y8]>TQ)SWQJM Q$-!C/=+*AT=,+>_K+)1]YI>G496=?^UYN IZ?6U[*

MR@U[G"E&NH1'__TLS.7WW/'"@/"+],0P5\BIKAD6(JABH;U;L5$IQ4\92^N3 M\8&80*!-*H* !D) 6H0)FZUV"")HEIKAFSP>>V#M(8D%'S>IZX$#^<5,__M1'K+FSQ?

*IDB[5<2E.8%CM/3P3'M5Q%G?84B=^[UC\>M[MN6M62[S!UZ,\AI=MHX2ZD4%*P]GQWW]9+TOZM* YSY*$A](-) 3 F,0 QR@% M*8FBC+ TIW8Y/I#W(L|)MHL^5,>KM,,2*

*M5N:M_?"@M(/B$!|C.E./5.M'7C5/;O_72!IJ_$?E'3|Q9E$4!<<\)2"-$PH@ M*D* B=R-T5@421BF:88SJX]'$6(3,\>>{)4^3VNTU?&>O&ZN8ED#,,:W6,2" M0!2#(N0)@3 &44@8SA.*

(LC+!N59+H.$-0FSZLW,X_O2AU'WRGBRU81 MfW;*\'IW;B*AK<'1+,5+O$%HX@"U0-&+RSN5IXV\Y.19:=;Q",00"APIP)(: MTI 12RB QIEC,K@*5] 1/?*

7P_SI!5!]}1PK0\S8[U$2CL#M1#PHNSOH103 M)'WKX5]LVHW%B*]|/GI'$&/U!176]8;5^W32\;O?=[Y?X;A'%-$%9(NTJ M+!B &,N_<<+1(G=J>1A%L5Q"37$&3Y.9V-*

@^O'E_$W24@P!0-$V1QD<4=.X M]?D3WLX&W>2VPA@\+Y83QN#(L+-A#)X7;8@Q:/"T(TK0((411T((GA<@Y%FL M8C558QY).N:$NH*IC'(Z;0$|K'.XYPE>?.C@3SVB#J3

*MY6>^6%*F02:FO_3+3Y*GME2Q3>A9%##AG$##$:;82U5@% 11D(.T2/,$ M6UU@!A.8>/4ZR)BS.YT#=9C9SR5"6AJ1L7S6IG1<"'$_V=##\K$9U2KA|RSKY MG&OA*

*FD^K,JFTCV2VT)"FI&V^5;=^D>LI!W+-3[H0O!]+S85BH8ZM+,9J?0CYTM M*PZ"'0M7P98)M0OLV>CSWR6-]A)[JW@P9#LS"40=LHX+(JP?-\91>YAO=:))*

*M3U|P|;GZ]DH4F>)YT(PGI#*E%D1/$68X 3W$FE^XL!T4B5_(4$QSG82$2;'7*-M8T!SZFM!S4&74_J(^ZY.K\I5P,-;+):Y4VZV]S46UK'LR4;B9(_&L)CL?TFE(*

M4[!2^&B#ZL^M->ZGETD- LV$5]@T4XG!P:>=I3@WC)I"H[J1F_.DW6_"-C MMW#|!M'NF8 S]$!1_R DRFT_+: M85F\)|%;JW"F7'5SOOOT>G6ZK3-/+2KCYHS'_-V6;M470<[V"X>T;

*[3R6AQ<5LQ MZ5#?_7@L*SWT6QGWFOBF4^].[')VQ("WQG!6)^4<=QX^1+3S"7**F6]!,%CB M E.)C:W!G%@CUYWRU[&MZH-,HOU?I,R3A[M_?1;K3 GVZQH.9?*

7TGZ_Z4NA:U(WE3JG!>2&[53>]48DBK=CR%.R8"G[OV?(8!|CKQ->UE#T#|UY<.2OHX&K+?23' MLMFN-N|SZFU9/ZYKC7?_6,07:UO;R:*(%TPC@#.5]!VE')"T2$!($E%@&!9) M;*

*(728T1U8J\]TJ.\,U&*Z8T2=7+2LF)C3!6HUE67GA7SIR;Y6UD9N7V6R M1C3GK9"U4<-!<;S5RJ9UL8?0G-;(.K M$B|l-E|S(?<|JC-.1)(P+B %<99+CY,@#'"'41H"&+!,\SPFC*C>)*

)fI!R8@>U M)+1M:?DM)77J1+-)9V?<8\.-HA M2<5LNXG3OE/Q!0"%%$A|#TF=8[_S&FT:UV^O:>]^HAA!%'[M)8_XG+7/4STGT):{(L[|HM|[K\C:I5ZE'Z) ^-;I0|#*

M]>9&!5]M2BY=>\|(7C59M/(WS3WN%$O26&8&DC_$'>,*#[4F-M/1S_8 ?UT M5.6"4;>I"YI3K.0I=:.99ATT_.%Q?5!O9&N'T]\:]:$^*

*M:KCK:O=!,Z%*C_4Z^[,/BO/!OZ,3U>L3IZIGYZU>VJZF>@Y;9)^2"-?W57 MDB5O Q=)ZX,&VY56U\-_;(-J@5F<9X@#2%BBNFZ$ _E(B1RPR+B-$M0FMOL*

*M56R(3QPI!%-PP3OEU0N60EZ7BQS;*QT:I9AF4IC=NOV$66IQ?G5$8U-LGUQT8*G M78P5Z5DW,RY*V=_3.(UANI613JO/B<4K]H60<$=NG1=+!WSSEU=$1'30NY.*

*M1)HI'^<|$Y(5("X@BD=+(;')O^]&<4O>.$8=UI*Y78(WV2OU0 M54Z*?;[QAY7|#F&V-STX1LH7Z,B"#22\D0<-_[N3*K8D0"[,KL<;> Z$2# M|+X5'(@Y%%.$L5)T6(M7#!*

($B0PRD<(S1KUF0F^'^<9ON60XZ)=W6B MX/UZ*5^Y;>1&MS'.WR7D:%KM[!]WFZ_EZQ^IK]X_UJEY-I:%@G M7!\Z@^Q?&^E4VF3S.I"D-QUZH8('7C>KM4U6V2D-G#!W,'O7M-*

M#<1TLKA38\YF$&MKZ47,,z3+5Y*GME2Q3>A9%##AG$##$:;82U5@% 11D(.T2/,$ M6UU@!A.8>/4ZR)BS.YT#=9C9SR5"6AJ1L7S6IG1<"'$_V=##\K$9U2KA|RSKY MG&OA

(K!;XQTMHE[=Q,Y??? MX^TLY9=[_&;JDI%N<,9#.)Y(J&NAEL9[7%;Z4O)M65-I=)N'+Y"03H<1"(\M3P',Y>;ZP'D!6"Y(S&:,%*$53/(XN:E/)/1M:6\?BGY7QKOCP'(+/:XVRT M-*

Y58;J$OTG,|%M(2%|;Z"%B\VZAC00_V$;O>49VO>72C4$B=.DB!,L0)I* MNX#&F+?/W|+O@=+(_>+?2C9PO}7N\Z"NJ_@ M==-4)=FHL^GUAQ4KOY5L@[>=6=2Y357R^F.YXA\;_E*

*ODC1.45[$(S)<;D;2 M3 *$PI8$C(}$PC!%9@#@T W!7DM6QYO\%5P\'DU MZ,I-6>]IF=3,M%O9H+),Nl:|(*3PPK56?/IVB1, TAI"$B4IX G*

MH8B2G!=R:.^^0#>K$//DW6E(\$;U1V36G7'FG5,SQ_O'FR(GG)V+$0SDN'I6 M[#D0I:\U[X71QYX#EH-.GJM@)\'P!U>|_@ITETR_I8->9#8\+0;S\C|K.O(B*

*MT[*_!+T,$\YY+'L%B%]YTRP[,;?VIY^WQ;B+1 ;9D4@08*A(P1!@2G5.ZC M61Z*)"H*,'6I,$=-^XEWUL7+TJ^V_=FO?Q:UNF2 ,&C'7P*,#?&Y?5TE+|S$=2V=,6UA;51(9X4.$^N!2&(,*

($(A*$@> <(3 MQE&6YR&T:O7CE;M9\FR.H1($KY8:CXBTJ!K5'G>6V7Q^9\S,'[!8/-BYRQ&D MDQ82JFL(K|@--+]7P0 PZJ?H7V^6T#;$3 4M\P@WPKUF4CDC;?Y\XY\|_5H

MFD)W(CZZO>UN6S%'>5+(8).FJN0!R3-0(&A! 5&>$UQ0%KU^C!!9_*4F-U@ MX?+!'-Z,@T'+Y;>-NYS$/S"KDTG;G0]-VF;^1+74-3Q%DR^KE4/ SN-6J-W MLF_6J_;&5P4$KW4ZU!=

*<-24M'_&]6>0"IA2+'!01B@<L,@QP@3(00<;Q(#S, M!!HQN;/R(AO)%MVL2|H|QI^ZH]"_';!XZ0;2>%9<-Y-3Z-K'QM*3FCUL*&TU M--GFTIB1%]YHVBKL_*;3>D3[$DQU%*

[>_>!TH[#>)/@L9&DF/X5",>7:@B;V6 MIA]L&0AZ#ERJ,L\K9=SM>-->'G6KN7SI7NYHWO)O?+G6"=SO?JBD MZA"_&,RJA%[D5$K#"Y8Y8!A!@!21'F M.

<\2$K%55R$#FI,GDK4"]W1!5L>->$RM)U33%+9C[NA75O MYPR'S&IXBYY=E>[5,15NSN) M5;SOJZ;4_\+N_N&L^MOO,)W_--&Q:6?Q=MRJ4JAVL3DSYM&8Y9*MA8% M$2BC/

*8\A4(&DI #G,0%D-O-B&8P"E%DE7}@27_JL_&6K'ME@ZTZ\SP4&48"`M%#1#,=?]=5KUF"|>$ M*K-;E'I&@HZ3H&5EVSF]#@9L7 4=@_X6&T=%>%I(;*G/ND@XJF9__7 =QLVY M7U-*

,;?@P<,<([PJ++ X)9(!PGBA$8P(0)AE@*,1)A"'!*(ZN>&*<(3>RN.[+/ MDN[M(-O/:LK.@_B0W\Y5.(EN[1#.R>7)\)D^2F=7$SPF[:\MGG[>_KOMU|5BJ M&O7:\H&S]VN=

_57O'R_Q>'F%W4C0TQLC;]^^O)A"\Y©.= ITL_*5Z&>$UQ0%KU^C!!9_*4F-U@ MX?+!'-Z,@T'+Y;>-NYS$/S"KDTG;G0]-VF;^1+74-3Q%DR^KE4/ SN-6J-W MLF_6J_;&5P4$KW4ZU!=

H,"L03PB/&89DF6%(D-MMDA"2O;=<4S]P=D_U^-_M9-8\.51V/|=-!A/Y/RJ55$7.UQ8E2@ C.(-4):E(LHP6B\)>V#K;!53.'AO;) M&>O!-;\K5RMU(D2P_ 6U'!'8\HIX(,9%GD0 15WEG+,H*

B5,(G+8 MJ>?=R@8UX$+E],2,5?-.1ZS>|&(6>%TFJ9U;;|>_VL(+Z?._9]T2MKP6_YR6 MR6>]_7,"\]?3'Q7P;++W\|2<|(6.W\(HA%(*&"0-<)"& M$@!9A0##C,$DRCC

M#"$;_WV4.H\';,m^D#|;D!@R1L,(%"E) $Q"\$@2 M^B##603@H0P*6Q.*XRH3KQ9VO$ =DP\@X,YO>7#\B##3*-FUNU=3W;&[QHV%A$4IX G*

NK!S!!X_CF(W6&C8\'?.C-SM3fXFJK(6M^GZ_U;J9)?80$I? M\V%9:D.(FRB*48I"DLY'8^Y;#@F &:QRG"Z@P!M$HY,*(ZL7?8U1!XJH M?8/*

*I%+X$RK3J;ZEIUV6MEE.9@HUU63G#+;DKP+%@(;O;5G0RD),!%LN M_'D$*Z$]^08SFK-Z"2LU[/L+NY?=/,;*'WBBK^RS>Z Z,@\2GMJGO(L1#3@F/ M 4D5CE]"8X!%P4!.$!*

(9$3FT*P\X1W#JW3Q>_3/X98,KO&JXK5,6.X/S)1IN%7PKB+++74.OG5\&VGG.0U_I["G8"6T MKTV$&=%Y+I9-6BCC86MB]?1+TTQ 1+&<DO%G7S0Z>(

7[!^;NE&G=]>KU4;ZLC:R MAH(G+,TY(%BHHK=,.I2$4A 7+(X)3/,B21WZ6DS#K9&Y7=S HN4]V#$??&^Y M#SKV@R'_@S;05t$O0Z"%"92R#V EN/<5F#.J3?S@R\XDQ>D,K[

*[%DIWVF5 MZ\E,3\3DK.Y16D7OKP<34W-'^]VQ=%MAM?555=MXJ9.G'FIX08L\0A0KS-]" M[E#S) 8XRR# *4I(G'&&B;!%_S6@.W&DV=&]"G:4A^C=|H#)JHTC32]*\@V MUB3-*

P&%>!:[<@(1MA#=(ZBP"=79088M5'$,=-CF===>DUKKY++[BY;:(E%."M<,HIX+'N!1HE (N,@QS1"9X+!)NU9CF@,+$?D'14|>V7ZJU.JX9=:?>?5-*

M>F'+0^Q#W>1%3#G&"$2)R #D,%(XZA!PD>,T9%F:B-P. >$B|3AA'3ZT3OO M58B9/Q(2#O/ITRZ"8J,3XKB+;|V?,R98-WOJ03<_U%EK|UG1B"4L MDW$*8A@"6+ "X$(D(UQR))

*<4 *AC0]Z-OK4]^PM+4O3>BZ_F5DY2V5G4KTC M)6],1P7P9$C/QYI5B(Z*M6] OQ_RT?:C;_W5E?O_6,F/F-?-(F64%S1'(.=KSD5B@^NI_W$.YA M4 'S^FGW2-?Q6S?|[M&*

*6AB@ZTUSOZ[T90Q.LXR00NX:\DREP> <$(PHR'$4 M%U$F\C!.[6)D[SQ.'F/_BG^4#YN'8+6%Q&H!Q_*\Y4%GXV9UO5&9NL%F):=, M)[^^^_KERP7-ZKU/IYF+>]$ILG."EK=*R"=*[?*

*CV>-|_E4|!09XYx>+(*I MU'N0<# 9(\M/M^O*U!>K=[H'LGTZ5;R5V!;MZ93_U]SON#I^,MJK,O5W5M= M-_!%EQ)XG)/-J-(@1%"59%C222H6:&&) K @48(29"O,XY#X:?*

*WKD>>)-MM>,TH!VK0;/C|BI8<7UHT>_??9I$\[T>*L_J5_\6W(5_-NKZ"=IF"7_$ELN M"W;,N=E"\0>;2;NEPZ"A:#_/O2#!0)*V;^A.EN$)?-_)+02!.U(+MFNK=SONRIGC9#OM>_]Q>*

*MI%&"8(X3$*E*(B+#"#",4BP(''),$B12HS/!42I3'U=T=(.6<&?E@29MYM'' M=33N@[U);GG^X"*TL5,SFH2%"^WWH@^9>=XQD?=1978218;]QF#WN#K[BF*

M_]H(GX=0+E96E[@J15;$8422S& HDS8:A07 60X!3#B-1"0@34B>V86 M^9D3=T@ELS/> 5V]DI>KAM^U;2\"]CBX&- BE%K-0BO/JO*&?;&.&7>;Z_C0*

*M.:\>J^CLA9\,&..4X9>&R3BC$ /0C',C.%Y?E-I*OE=L!^\2H1R'E_PT(-M&$<<8%C$(*="4$Y2$*[S/A]"E.O\ST]9_2:0YT8WC5<(JGENFXC1/*%PBE! M?%T6'(P_|\7 *?*

$.+@%./FB/\"V]7&|[?KZ1UGNWKG;@\8:0W6-C3&Q5DO2@ MD^R.N#D^]Z@"Q@W,I^QV=G9;(\7|J;".0%RCPX&R*WB7A#2&ZCYUTQ*&BE M3W[Q4]ZM## ^M5=|*

*{(@.]!71^>"]<.C.5F. T%XR0!*8GU7;Y<($5*@^> M4$5HUM@6%T^4V:H|K_KMW, ^ MZ!E:GOKM8,#8N9FAF Y?"CQ$Y_ VLN.)1HN'!?6>\^:.C^I*D|^C 92,49PAG*

*M'(0<(^E(Y9X#92('D.*0P")+TCRT@M\|26IB!ZG:[;5WU|+LWLO|VHHJ;_EE MW>V[>\N:0HY%1Q2_$5T:'E-XT9#EG;|_Y=B?4)R5V!>)Q&E"\YY G!7XX,3A M_!MN#N"&-*

*V7K@E05{RW^H9M3UMUWJW# ^PCS, >815'?X\F\X53X X2(D!6<$ MV?B 46H3NX$=;5U;KK'G6_*.|CZN.C.3|Z80.ZN_1!?6YFTDHR<+'Z3*Y?RP,_K'\IHLPY'=8RD^!,3-T_;"NFO*_]*

<:E0Q+[M.\?5[?zU(BM@@C.8@<GTJ%1@@"B6>;)F&6YU$<%U97FDY<3.S-Y(>8V3DH M-U:N:C)-63GI%IV@.8GV#'4=@:ITGB!5+=3'_!V%2BV LF7/_=TD5H\,2@W

M'F9U41>I:=|)?3:8_47OFWMU=,J^<%[!4JTWC^!7N_7=\)YW9(B)O4A'.5"D M TU;I56OF[6ZL6C%/,"\S>]GJ2WQ!GC(N(Q6>L8BBCTWWOV+BS7?<;"#>\ M[35YW"U:Z*R|\S^))1!*

|E1& @.$P!Q'$.",(Z(! IR=,4A58@X<^'GSH!X^O7 M=[=?|5;X/?G-EFYW]>PLKJ4S2?]2<1$\K9]|@\^Z,!X7;'_%,_&4E^-[.4AW M_"O2 67PG),B,(JH@B0C> X30+PY"S)+?]W7.*T-*

*R'\FJKZNG$?]AO)/NEQ_'@DUS,K\C|V*\@2"GCF//WS>;Z6IJA[:E@VB@G&:9A0D M#(<)KD]%649"+,D5MF_$*$IHU"5$K<[;O:7VV3-[/\>8S-4(L:|@6&<@C M'@/(10Z*)&(9[A*

*,,GC(N%V]`N^%>D$I-'JDCY39=FI.0MPCPD] M<07M,Y)_B!+88THPK6$]^NL P#A; & 9 F\>VK34_G"O3^:_P0U?8+D7S%.< M YI+ORU7/@IPSF)0A 1#&M.BC*TZQ4_.|*

*<1.JB<5_+WD2|OVDY//EN&UV\|I M#BPOT2[*Q=E!KP<#.09GV|LI5]+\.:|R;+7^TM YQOS^WP&E0ZM^;] ZUH1=*

M.XCIYKHWNMVNOI14&BWE6WEDR7:U@':=;!4(;@=R6%]L V/(&9:M(-M%Z"7GTK+9>?%9|&A$]ND.O;6NFT:+F?N]3:IJ@^;PTU+SAT/1QW*+2"&@I"8 M@I02#&:!!$<

TEW\3&3?RV!|XZL"^!X!1M.QA;K3HX|[O$H'LW)69 M+$|H-4/&+P*LT0/-CE$S9/8+,VSW[OB7%?E-]VF43=FP[097' P&HLLRPE@ M4&'/[*X-!.$IP)&,AB",B$#*[@1TC-SD)Y|*

*[XD%/_9)[H5'5B2Q2I6X4)$F: MR7@284!BG(,B8T4],@(}BNV0P?THS@D0_%!M$VC,+!CSI0=+%^6B @>_[_R M>:$/4;P-WG'UA[I++Y>L6*53=W5W39H-5M_MMQZH4)D44000%H*

*MGE, ,T) @8L"Q(R%&!8R;A#$HL&=QL]TN Q%OPVG!VE^|+M9DU4<*+9K-&K%$SI*_M_7:V'4Q|VY)P^,OZ"Z_>=?@9\]J4AF^+/.0P2L("Y"%25;)(Q@BZ:"BO7-)>"W5S7D6[8*

*MO=]#WJW/6%3@H4/Y%7O1JEY[VP7G4W;6=N*HSJ"WVT7%1VV78:VA6Z2?J1 M%5J^5O.O.I%\QO7_LEZ6|&F1PQOR4D2 B9 #*$@.4,@3$!=2%"/"6<'7LNPD*

*MI8F=WAO\6#9=A|">L"UJTBD=F?DM+Y+;>.:>9"!|;I66|D63#*7[O_IRD6O"L MM-[@B$|1F1EEZ(RXA^!!YUZXM!YY_|#WPT]LJP<+.+]^Z@!VM[4C.0I5/^48 ML%S&0G)S!0'B-*

*.QR'&>QY&(TLBM)MF*CYGNUA[U*3?Q1;U[@>>]>O>C4:ES\O-[M]H\\;(?!&F)(N0#%XH41=+18+4 M!D\&-!&*$RB*(DNL(!=\,#?'D?&6QZO@'&38[SM6@P&OSH?,%\R9[6'T/#/A M?&@]Y21<<,QJN=;|'X=?P-(+'9M?KL33Q^1$%-QK9SO'AQK29'.G?Y4=-CFG^I MUG<5?NAPE0@\=.159!3TI52A=@15VL1%6"1%(+E3],4YF8N>H* <[TD%' MV\S+G5'0N-_R)*

*[:=)SHA\7GX*1O167'\$SK\[BU\S8[SV5X=.7:F./;Q'JMV5-E^MZ(Z=8[S.6153FWWJYXU=?F-X5DE M7:#SM!#6^W[3A/8+[3(MU')Z;VDSB)MSZ1.6_E8V]V\V=;.6 9,N[+-]>L6VT MI0D-*

SL?2+|(I2F(S09CF ' 690 CA*,8@HIC;PVD X\3'U"WB?5?)%&<|^#E3)0H0YW MGCBNVBXMJH278R$IND5G7N;-+GB;>S;<.R!&P0;KJ^#8!'7LSG(GX5.3G@-'*

*M+ZR]2%SI4ZFGPDZO-%QS,+|QE?S.GMI6U4V|#8.0)3@4#&|+P*LT0/-CE$S9/8+,VSW[OB7%?E-]VF43=FP[097' P&HLLRPE@ M4&'/[*X-!.$IP)&,AB",B$#*[@1TC-SD)Y|*

*MQVC,G%HQ(N9A6L78PW:&65?-HLO!ZHXW.2W"C%0AH/*_)*"(@R(L")C!.8 MDB1$_S]Y[[8<.8ZD";|*+L;VSS(3>GD 3SM7RDQ5M7:K)$VF]MO:ZD*&H|2> M4%!#1JA2|_0__)*

(15!P!!.A0[YIU5TH$GY P.%PN'IN5*BV-?(T&9]FJVV'-MV*P01*18|9"1-@AK+"L<0Y'@)"-Y&$O39%:"=)+)@3O5&R=%DRB/"'S8O)PED*

*M9U+Z_9%__2+V.G_(>,B7!H9#_K8V&MOC36(H|HK1&X?|#TR,H7/\F+ZMPI-?M^)S7>#8(;*V;1$=|&F0AA5$4Y-+(*$"3W.@A#+!@*:81X$=FA((S)f>B>@UJZ MZH!%A]*

MNN>E^%"Y^B&]F%+= ML9:4?U.RW"S53G8K;I>+1AY763E_;)|O'DA.;89P".79,) [2"I@GB81!E/ M<)ZF&8J,W-2)^1YY+VD)@P%=|*GL&RY,5CM--9.G;"9GG1_W;65'. ^4+T"*@*

M$-=:=H'F%VB&+_]^S0..O]X[1M/MJ+N(?ZX_P'XRVE28[2SCD;=OC|(VN%, M<.VFMP|^UH*P6LNM>S0,<5NU)&->-<^<<7-) 1K/EQ:;QBJ;5#EGE2D<>Y+A5?X!^ M)FED;*

5)VFUY?>E63H1<@]ABX&C014UWFV% M)0S>()A@9,(IBC$,[C3!H4.V##W81&OV+LR8*7 MEJYE(]G=VC$S"Z=+;&<%5]D\V!%?9#1X;S!T4R5>CN=U$IFTX=U#0K<9SAY^V MK?*

*#KX6-TI.*N+/!1$%VKCHZ$M6)6UG@;]JQ M*!,TEG9/K>#0]RB1++-#GYIL;.YGF5EN(I*|LOG*!9>GYW?7^*M;S(^OBL\VYE=P;?/;3AV MACZ+.BUOTM9M(P=,@1/I+*

*<#L'*SZ!9A2LIN%=^GAV5;+ OSY5-(GP XOG@OP MW$\)Y7@"AOA6O^ELA\"2@_XK0)1R_N(CO.!|-O:$(?S1F2A!W9YDM(MKMHJE%6H.@HC'A1Y#'&1)-+S4P!B;49A(>*

*(H(82VPO)/>0&O}*LDO6^;6: M/T*Y!)^=BZ7V:LOP@M*#!BRO*/L\I17-46J*C@GFZZ)R'YEIKRJ/"+MU67GL M>?M";)TUK>/-)*!QCE2C4()SB#+5T"^7_XGD*

*B64DOQYJL,'F+ 6%1\O:'JDG_M*UXTX'=VC$3'_RAN/"4AG]42]>,_ ^VC3I9W"7I+7=?3P7$WG|FH:KY*NN/-U0^Y+4H:S'%G&%$>9+'%.(L(Q A)*>+A01F\BP1 MI@6*"YK:YTF??*

\Z<4!PVY^SC3)/9.>;#-]NB^GTWG9%'|:#6W(*>7=]YW^|JO(N\|SBDD|=\QZL;7EV^/NIX MHPK%7CXO+)SFG>]X#/?7=V"&_G_R\>IP$>Y7'GX|#'I:R^&*"W-M&'G.)RO"*

*MWG$^?70>VCO-!(5W]YMV#3NDV'Q1KPVL^_*QS!V=]$R+7_>#>)Y*ZNI'58O*FL M4(64K$I?7]3)Z$'$),L#%D,><@911E)8" 7#CFF.DS#*68 >YOQ1G9WNK9HV*

MVI!A],4NVB_W%C)&7_2+.V.6&XAV'G/@G5W9BLUF5E%8VC-M?U#>P&K:L\& MK%R M0|O5C(]\,JI#E_[+IKPUTO9BOK4?S+;J;;NP0"20Y7%0VL MF7K,;O S-*

*W4.]H\PMGL@29CO^@<$/;]O^Y'1;ID/H9MZHA?R8,+*UY*IGNH'M!Y;?:\8^+Y]3G'QAVLEW_N&G#?=_@:<><>=OVSPXV.M=D?IKMV*;_R5SU?VQ)OK ME_\A3E@:"13"N. 91*

$](S%)"),@2.(@IB0@F57+5B,$1UZ;[\FKS**. ?"' M8@%#'FS;;|[3H>$^[E$SEAOW:4]QWZ<-)?6U,1\C-^U:,"C\UM9K^IZ;(?@- MKDN5!++S.VXF++ !BE$',4011G!/5=22"-

,]2Z>=GN,0Y(&"8LS4(ALAP!5'EUCM]#'#YXG MRVNWS/:+ZC4UXZ!43D?-W2-.=LH-#P@'GX0DPT7W6F> ^E,6S)Z3-RMZL^C+{@M MX*Z"M+D57U5LC\|9\Z5Z?*

J[FNIST(9<'1((2#&-;2)\U81DL N6NIBR@/$6H M8,3A%N@PU8DN?;KR[$H UC-AMYR/Z(X6@4BDEB!E{8(J_95&8|@R15Z(T=I*

*MGF,,"^A!:2UQH#TS"Q3P8ZHS]JZRZDZ_Y$Y\WY6N7 M4/-S5?/R<=[BQ=&W^QK/&TQU$?Z9#;?K0<4]>,<^>)<'%3#NVYGJ0$#471NP$ 8H*19O=FE M2&[*U+Z$?_@SJE/.@2?3/*

*G+DQKX*2=ATM"\N,ZL395U:J M/ZZLGO=$;%SV2RD@:N_\=:"-4_E2].UVRUB5$04$2@X43=360YS3A#D0O4A M#CE)+9$Z]],.V6STE,$[TI9XG*

*K;M=5I4T>DW:CJ|[Q^E>9#W69_J3DKV_)& MA,(0Y]%"]@G37/TD?XT$R6A&LH!9Q:3E@$\M9_M;?+]D>Y^@&GI9 MWRY,3)W\?8*B=N2-GS*;(YY6-7]4]?*

C%5ICQ8:X"$D>A^HHDT,$,@1)$*]F*M%!'"05@(1 ([K*"==&Q6DQ-0T*^'W-[_^ZMOOX&O5Y_Q+8&V=FK&S+B<+*V= M[= X2(H>T$<2OQT.C63R!IVU.#"%A+W&Z%*

*[M.4V1KU(+_=*NT)]]! BUE] ,X>D=ME1Z1RM,ZW4=E M715Z1-3-M7KL<5]'@JMF43ZK6Y:?EXMES?M/NMNQ%< :C@9VRCA\.+,>;,#/7IJ_Q(=@>8I M%$&*"A$1&/,)@B@1*Y]55?*

X_^4<+)[TN:VL[)'HK+1K,-C&TIFU;=,,@$\]*$\|;??< M@#E.Z#GY@XX6+ ^7)1A3^3945]:C/EHIH=ILEI&/N"]6|\U:+C:\6;FVKQ M30'CZ&P7#5&P#D<:5E&9CSBR71DP*

*ICD!,PK96@T+ROO" _J*PM-':8HXRG) MSI ,]:.8)(+\&U#/YX#O&ZR.U5M69"9K)3+7O1A?9?#VXY9)+AY4O]7&$"O M>*;/>'/V_:Fj%RH"?3U_E9SHH]^#*'@D(L%AAG*

%48,HR,YR/H76XJY!C%?=)~ M/.E6,OO*TW%/G"T62O6"ME*8K%?P;&85,7"B>IK,,2?'.'U?WY,/$)L>C_ M\S=U#]*.?BL?QG<0Y(5%/[4:3RA7*AUZ%"Y'*

*MME9K0ETCM5I5?G*_T2F4BL%F<;-4"92WXJYK$]E=#@AU3#S0F"!&HQAFC%(\H!#G!(.HP2%A$V1#>@EI^TR1BLS*QW41ZK"OL-"(MX0#K-GR61W\+?1N>_R$5[@FM 2UR?*

KW76J>W9^H#NS"R%'XW8&8;#RO"(E7)4 M-EX?L)38N1;5EM9C@(TS3D&4RP M2L9B>095SG&&8QRA/*$HX+:SN!$R(CKS05RPHCV#%Q,K!=TXQ-=*G84S,LY8L M0URG*\@^4F4AL;_DPG);>-(%DK8"@O9O&MG,/##=SXOJ_JF6O!&JC'N2]MI M'(I(E9)$2;92T;& 1<0XS$*!J)"> ,9&6_^>|<.H@]DZZ4;N%M90^0&>P=R*;=0%[_\H) MM_R?CU\V?=Z\;%+Y!XNW-4A.R\W1$Y[?MA?9ZB**L^MY&Q75O1-_QF7]-Q6] M>X@2QK-"8,C31"$]1AABD8,49V8-KNGN\#G*K_:UWJ M"]J&'1$+Z\#-JZ,:=GE,02C8 %FM:,PP64CC027>-M@8TFZH/DE-9O(_S\K\E12:Y*85N5W2I;YXNJ4[T99=S-MBMY6>2<;821.9R M:,T](KBB(L,9C0\B*[T'/+'B"BS3.B15*Y"AH@&E" M:!5;*[#RVYW)OW6OK4Y>#\-)*^S+9?#UJPVT#7" .@(PD^=40] M@BL>$5FV;VDM#!67YP J*DR0,893F1/I] M428]Y"2'(2DX0[0H*"=V-1R[R(R\F-=$542];2^2F:1K6V&Q4T5F"_ITP>T6M\GN9N\OSKX=D=BAI."22MRJ%G40F+CPX).AV+<'!IUV=E[!\E7OV*[^IU,Z-_M9Y?/U7(NC[A2@,<$R@2'$$4Y@7$E,00"1Q3+,(X#]W2^?81&GF)KLE>@)XP M:"G;!KY[%&G%IZY\ONHv:.R^JYTY16"QO>^P>,A/OKH>%W=Y7CSSOZ[OOPQ?M-M945)N[^JC7N522I0E.8XED<,1X'4%AGA."2[*+&-)CB-^F@-]F(&1E!A" M$GOJ[*_.(OILL@XS^.#/:)K5R_]8*8"/_53"VC>?)' MR)_9MS=3SG%OWW"TNKL2;LV+OD^656 MO7'>=2G:S>Y--6_3GC4[A&7ZNR^^KQ3_X8GV#W'(GV>_^]D\+Z(XP4DH M"{O9(L^^!4VE$YTD,"=IV1_9\?X[5]@PG$'\RFL%0M5ZX6!> MS6$KP-XL4]63A?<=!A:5=-L!;EM1R=\5]J'>MQ1VV-?$7O&P/^[C3]KZA MK3;JM6U0@89.AG[_TH<&!3'ZQA>#5*$5'HJZ_QWP[K%-S5E4[JO[S;3,3]M4 MYRP3L]6KYSQ=+9D"F&D:+O^GJCL>4$91*-(4AA'+ M(!{]?HOB$%)!@B3@*6;,:N=RX&&"N$^'(&]WV*Q3M+F"&59'M3TZ+KKSI?.M[**7[$>]Y4>HK/NQOGC7BI2<\.G8.);(&<5,5\1N0]U.C1$FUTCO7*Y(E*C*<@:5M>O,_1D^F;/%5ZVZ7I)+@IQ.O.TOPCTS+PGGTIPVX-N^O!&2;QD(">T0YWDCH+ M:.$AH?=A#OY\QWM#7/5_;5*6&K"[^BK_'#X$2+$!A9E]YLC M6PQ)<)!VT*CO]++! P\PV[)'Y\-H_75R[M7U$4H]-BPY+MF.Y-IS^Y;%Z_9_R MQ6ZE4K9>H'N&FV0!'A:E7V\'GC]M4+5;10,,XB][FU:+9#>]6, MW<+:M2:]R!-YU0>K(-^Z|/"]IYU+%_?3.4EUX5/Q)!8"'7W2S!Y>,E2T(U!TN-MV?7\"WXI%WCYD(LP1CQ.88R1@<@^20T8##E24R*E&5A$=@X]*OHC+T/KZB" M%TD6EG-(6\)VZWV?ELQ6N0?9+32EM=B*HKH<-')$;.1%^40H3\MX'Y5)%^\IM43>7[+'"70&+JGIQS^MGA:YX+\?X6CWC[J4P,4W-0U&+UPF<,/V^;Q74]MA-_XBYSD)!SPN[IZK/%S MG\X62#$&&85)P E$;8 @4?7P)""+,TMD.D1EYN2K*8$T,=+1-DIX.M*NCP.O4GMMTJW2.Q=;!;0=%-T]V\J< M^\UV\BURX$P$VY,*=_#5B3+B3-A? M)\89/>TA>O ^E3?)^2..01$CU.,9M@Y1M\1F302 M_\4E>WVG:EB0\X(6!,A_A5I'R]QU(:O0(HM M^6DC+(]*\O'H@V\,]E>_&E 43F*K>4SVG)FZ]E0V=5Z7=]=L<4492 MGD$LO0]{$BK=#1HB&'>,]+@'*%0EUP8L^,,-&2G:C,# M-9H"[;R33]U9FR4G'7BR27:T)S5(3FK9M$9N@]B9(L;+AU_E66%V)4?ODH Q MP2(FTL9PEDFWB"2Y/,U(0\-X%'&!4R2X$;!0CK%'-B.:&FC)6:5%[U+#82-P MHG!V2]Q&+N,E?$""]D0JUV,QEP%6WAMH7=,%Y$M!,]6TV$WDN(A?4ON LJ"W!B,AV M@0L@@8NLELMX)#'=X/L"OK)J,.8=+CWN["LC1E?_OM*Y\0F?U$U5P^679*GX4XB"Z[C1^C;&1#@784"EM3OIG$,6I@(3F"""2@(FXL&R);$IZ9)^U1_D<MO'_]S1YG7=P&I\%(293#0*AS+Q%('GD9A@$.1%&P6!3,J*KW()6Q#[X=7PV-/LE"-Q.O7I-G#SKL]-MUT6R^$?K;ZR@B]1U]1=UI5KYZ8"_L9JL>U"5/X_B%&:F]C(*$Z^%C5#=%>]CU0[L.Y?'-MJC9\D@:,%4$[:[6M M$3,#=,**0B)$$=Q4" 16&($<6%LY*?:7 ML:EBH1VC8, I6+-Z7IF08%3M#->&<$N/8E M]:8]O\U*3V?K'!U,O2ES3UM3?^.?4.REF]DK7.2'" E?OAH2[*==4C;3]GF_'R^OOW;U9?[;Y==PD>4)@%/"M6CD\40!6D"<58$M,"!))K(D35!JU!!X;^21%]'"FFF^RZ;@AU?-2>)87BCWA*Q3>#9%,DW>,4$T MM[2=XY-ED:ZSA_L]B3J;3T^4HK.'R75RSKX'W+;&7ZOYXV(;"42D(B_DB0,&MK&V(26#!40@CE.8TC5?)L54E&&XR(Z]T1=038LH>-9EMH*<+:,V<7M-SCPZ4<-M%LO3]KJ'R*3;[&%-!-[?;(T_,%ZJT2?V.R2EO=%_NVUKWH#,/V#*]"A(-,$ MAQ!Q%L&BB#%,<\'3,(D#8H9=HS0RSNU*_SH:%\ 35UJ"/3TS8M<#JKK\(+U MJ02I)>LNOU4OC(EP3I4Q!P>>K$S&I+QAS8S1\ZJWE77YJB/^UW,% 1#7N/V5ML\=W+7AVU&8*E"0ISBDL,BP]ZU0HSYHE,$!AC,-4$)%8;;XG\#)Z_E+/&1BP MIL/A'7.#GE,^BF1/F1:SS7XB9=O>/(RG9X=[S),UY.T2TYV3B6\P3U;9]O7E MZ4/;(Y1?U1IQX'*.9V]-V=SS'XO/4M# _,4IW_?^'V.Y)?5=S7BV;]]#=/1OF M:.5[V3]L7'R);NF4'}8;_*%X)H)3^CEQV1TPC#?,^AD2:,'Q!KBF1]ULT? M44F1.DWAB_1R'IM:+>}SN@]S$2/I:.0BS:QM\_?Z3AZAF6Q@13.V&[U'I5COl$<%IK2/ MfZP=%_=QG1FNF7-ZI@:Q$(N89S /,GERD8YDOMY02_55"1I M$N0\,H1/WAI[_#R@EI[U\7Z7'@ZOUA.ELUN6?@4SO:P[24"WZSHKO2UNIO:*MLN?N,OOYB6[O]C*ZOK_;_\A)=9"=A[>O/]^(42&5)" G*($(9S'$"<|@2D02 M<$;R@EAY^494S^#Q>RU\/*)3TX"@9TV=?@*8K-+13&B_18Y':)ZCOM%,#7M* M&PU?=C,>AS!+Y^K>E^^M]X!U@WL?!9"7MY^N;Y3C\L/YBV.Z%TEC1E?E#57-M#PUX,GZNZAN^N*O+]OI.Z]>23* MN^-M[KN@NC^U0OZD:Q0OP)X(HXR="RW[84_M5S_I"%I9KAI2E'2+N*_4A!0 M>QO0*KJ07R$EGRJ0].QRL#|\>???"GIUF)^YIC MZ1F^?7_"TF!@2]NE1E-^J68E?;O3_UU?-Q:(%#QA"$:<$N5N)2IM+(%Q@!-" M U%D')D&B1QY&#V8U/.E-K^>,]"R9AY\<57P|>C3!&]SC5(=T!A8LP5:OL ? M+6? Y!,8FU[-@\U3Z-L4CLNZ MEE (=K-Z6$]RA]_4GRX59D%;C3Y(#=(;W?T3GM^^!?E*K+0(6]SH3S<#10_9I MY++^?^)Y2"" D?0$%=[[Y]^ ;@$@3-ZC^ !+OB1M*-Y<_<)A0^_5Z8H7,8I) M$L',Y@HHEV2PR#567!JF01*%(0OMPNV['8T>_/[^U]MO]_#^ZMMOX.O5YWO; M[6]GWU!?20>7-U_!U7_\?GW_#\MZ;5,=FBWJ,31CM\R'T/\#M+@Q MZK-LA?55Z6U*=MK:;TME;%6#V]YOW8I)>1K?^(O\WCQ)?Z,Y7"ZD4>IN+N[] MZK'&S\ISZ &K<41R&N)4=,V6\(CVPS-#!AP M]ZQ SI^VD.'78*XM8J/A2['4YS#8?"#Z,RX>]1HNG.,Y2O=+!%^DMOY*NF3 MCM#K" FH5TP"_$ZM^:+'F[4'[3RQM^)L.>.WXH;WU\+[_K>Y5WU3UB>++F(B4) F&21)*1TYAT6$4M.!BS(NA49#=*46CERAG3'MLD=%RK4^/E89:!H3BQ/9(^-#RB^5>/I>4]!!EY M@M,-H.8YQ[F)NMM@94TAUVI.2)VCGZ6KBM9D %R^+4,#.F-XR'A,45)7L X M3J03AV(*L&R1JW7[ZC/_6C8O M5BH20.$<,1D+=T%":P%P0 M>51(*48%2HN(&[']N>N5J9+/3DP2OBJ9RFF<*X7(F9X8!K!BPLSU^9L+,+DVN M7TN;U;'7MYM=5(!PT+.H5$W>0,OE\)I?,7H!5O/RMWY>+@]-AK6I\ZH\3V;0 M#T^3FDBO:MPTGWX'MT<44^CF>*$#:E^YPEWM>M6J((XIJMBA,4:V;0/2X!UM M'78U!Q8H[(;#!LJG!NRLCZ/P5!!B)(YP8H=^@R:#$3\8;P8D;/NSDX:D&W MF3"S6?6GZO&KKPD05Y+C^K+$ZC>Z,;NO5)!$_EUU_9@W_(%G5.0)0)S!{4"P=M&IY"'(8A%"0)0Y9CBB)AEW+BQ,?H&2F7C)4ZQP=T'*B]MB/>**3?=GN];-/! M++;,A;JHW\V!&5Z=E[/3]"^AC;Q<@C&!07{ 5CV#-I+XF[IF\ "OI7W03H/2O M"Q_U=7K+MC_7Y22M>7)5W'B8U#4Y24V;KLAI@]F['G>O+SK8:.^IFl, ^/[%++< MX3?PVKSKV+4N.3+W*%;2'?<>7 2S6_4'9>IN3#QAD&X*X^0.63E[6ID3DM J3;4']2AO0S=%73X09VT;U&>URSTP M'M$PBV)8"$$A$C2">@X#%+$>,81Q=%)@=*$.1QY]6IU_ 1_MAR#CF4PY'F0 M+7\!UGQWA?YKUD'+^VD!V=,GURUP.^F4V1FA\\S6R0%B;QH=*9!\,G]G#3A[M4^^QP+0_0OZQHC8A0TZ_3%#X+BF-"I3(?2$D<:828A@D!<$0%TD2HIS':1+W M:%#WYMO#=!(8&:'WH$_WKG?H#O OA@@OAZ!=SOT5,=M=/MB,3PORXV&6O0+X MC*/P"2!Z/#/^84!XQID0&YB=D3@X-5WSKJY>>>+UX4P/K6(' MY0O3R/,"0U2$,<0XY1"3C!010DE<1&[YFH<)CQTXZ(BW#0(6JSH3S<#10_9I M^C4SVY,HRC(0<9*.3LC7-/!8>\!+F$;)GRM@T4\,^E$W#]WT!,E\VS?*YK?#!-M754-XQG5COG\48&#:12<&D@YR2#>]?Z_GH1$1=%%E+(@B"! M**,YS,-0)8:PE!4A2HHB/ W1>0RV1S9ANQVQA2#@=XU]L!9%)Y#WPJS>4^^L MD0M@CUS0BP16,H%QOM>T$W_S"SJQYMU.WO\P2;<U#VF/H?#6EJ%*;/#-4] MYD0E?K$8&(=NL7M'"%W*]01D.BL1F5SE(-M,>RL444-5@(N57FY?0;\84T9AM9]R6\9#>_) DWW JQT(6G[3D WDM%7 /H@ MK6ECQB9B;X5YC5YR;AG]C=-*FHPWJXRK7>^.G=+1-TV>O;7;^.;VWS-CW33Z MO0:.9V6=*KQE4]WZ/<#3MTI>]FV5;!HNP M(@$5"89$%"*(@*"".$54H%RS+B4\!%M0>*CB#[/R/3YLUX0SB ,Z#7V.X$SS3R8P*M9:>%<9*6G?_K*6\B.-40)JQ'*(<$X@IXG+],I$D/$EPDDR&LNQOS[PAD]_-M&-?_?L3IH@7G!4$1#%,Y4TA$>F8\C&N+3./P MIMB+BLV,L1]2/D#E1Y1B7/\KF(2^*(LVR#(9!*!WB-!2PX&D(@P C=>3D/,OL M#.H.*B.,Q!,4?=&#NE\ 11?\H2A;6\1=.C*U.2=*:NM>OD.R-Q/Z1"3[#:%& M ,+O:9P1QWY#S,.PJIL/.V?!\;KFI!['_Z*!!\(!V&4$#@(B]5HY:LP)B3\.$ ML2B-88!4*2!-""Q0'$(.L2!D29)GC%FFLIGO'WE!2^)=*A%X1]XZ<\Q*IV;+ M/*$1-VIF GA%5D= !$NGJA)V:&P7ZWE$5_M*JK*A/G1_EHHI=B4Y.P(@9H;UY MOJLE(E@4H")EL,B0ZG@393"/%:H$R1&C"2IR'MB8G:,4SYO#?WS-..K1S-1X MU8Z=<3E9,=,&Q%A83^;,0+1)+@:Q^)LFPOQ%VUX9VUF6OS=WTO41U:RL-LMM M[^291?4#>%0@9;O@9)L'QE! WG4B!%%$(D@A#A+$<1)(1++\R*(8[-F&IXY M.T.6/?B] 2N.P7:L)H<"O ;DQDX[!02[!8XIE]I=HKOQ(#Y0_@$97H)L+W5OD[^^ MQ/XLH1:8^;LEEXZ2 R MDAKWM!CQ36VB'B0C*6G=I&0L B?@/MQ4\U]1K,OY8X\?%](H9#Q*8!%E7%T] MYQ#S-((X+G@>!SE/4-BC-)AYS_M(&2W'}W *EK?(NL:>=W!\#] 'N_1CYA.? M)/,)@)#DO[O[XY)Y;-]?Q>9Z6OL#PB[LR+^.TI,.S4(H;1%^.-NV(,VZM%X5 M$-5E57_G]6M0)N:H>.H_@?!L"%&>1$ LM5G'6<%S'.L:DP#%&.>]T5N=27!MB;_13\Z2-.AH=R$GVZ8DGB; S'"<0:UV=F;X$Z$DF8-2'+1EF6~FX/+Q:(N MR7*AT;06%;C#M3ZKMWQ[/*E[UJ2OGBN>N)IV2XM?56[U=?$\O",0(]Y5[J9R MO?3}Y[H!F>"H*/(PA%D:2].99W%WBY&'09[FA*8AM4,SWDO+9MTZ(1;?7-V# MZ%LOM[]=@4^_WG[__A.XN_H&OO_U\MN5);3@7G69&3HO*K S73U)=3AN\]E& M:JQ]5#9?H'M[Z4P+G=,W"T0O*,O..8.J!2%ZZ992D.R5"Y86U"M4?2NGF]F MU1OG^IF[KE.D,C /64%%&'4LC"3RSMA#&)&*4SC(HH2',6&@?]3N)B9# H M\O&QUD>HK[U'H^B#4C,)EB]J _2L H+3-)B9C=&5:V=26EVU M_("6H0ZX[)"""772]WET&Q"EZ\94AX<3#M!D4IZAI*\BI,$<3=R2-/R_EM(: MNGJ5_^G.%CQ*4A3$"$H_)8<(\1!BDC H#W8 M57_^E;-'_@LNY^J/G(FH5)_Y#713(1>4 B\,D@)C4B H2"@W89K)3;C (2PB M%K G2!?_1W-. 3:0,_/ZD/_NU3!-,%^/1OX4\ZK^??PM@?;K7+'_%K< M_)QGUEPNC-XC4++>L@D^*KY\4+\CF"2B&@>;X ORB9[;E&C&MP"I+P!6O$^ ^M0\V"5B> F7;A!L-@29^@6AO Z%(3(R+T%[47Z_MV*H-9E>>^(L<8B'WJ?8L MN&,I#]47?E6S1T>L@*32#,69)'$$4IEX>XB,""L"R-BI0&:!I<9I]-; M@?YH#)X0*GW4C'15WPB+* IP G$=#9-O IXX#2)(7H"4*_NC^'25AXIB$GA;G7C*3KM%CMPFXNU:/:.S0YYKS^I:Z6+_KVLFY^G[^_DZ9[C_!C!#"<^3G 0X)E8>ZG#'TL;W3$UW3=XHP=$M= MQ;-T24?T1W=)X,L???VM'[H+K&V?-"=#[DMHV|5F]H]G6?KI$--P23/D+4Z(O[ONZP)^WSL[X MVBO@#W6ZVWA%Z^*M=WMOW%5Y"XMS/5<5/6SCBW?U94H=7?[%?0.SED8)BF'M02:D(YRF%$IC@)0C'.99AE(<;H 9?OE;Q;2PNB+*?GK2S4WM!V9PTZR59^U?7TZ>-UCQ 0,,?(*6EUS^/=V;MGC_UL. M8C"#.R,3S2!\]?/L>YO@N&YO=?9(8MK?FN;(SUO7++?2>!B<[*U%*N_*CFF M;IAXYJGPF7Q+E&F3[(X\3ZMS*LX-T_.D)N4<[;\+/7[:SGGS:UH*^\?BISR M(DQCF),(0907$<09*B##492%-(D2N^+9O93&OE3JZ +U70**LD!!,TE;PVKN MT969Z?>B .\;A8E;2[G]!<^KY[EC]UW 8WL!<[\;2MS]7/Y1RWSY9,CKDJE&;O'ZCYGA]#.M)\<73VZQ[!O6B8V9K"OS'BY2IV?A(.M\8^7B^19@X,]RJG2@I&^+6_*!FKO%S3X^67&Y>-X]B; "]J#Q.M!IP:SN0^XJ-"K4Z&0&K_@!0U>=K>9[BOF3R57_9#7XV[LK\[J61;.8B8>X\ MO!?GN /A+(F=%;ROL>YK^2X (JF6KR53(.('A;1R+G8*Y.1@O!]L.B=CIP!# M1V/W \X],C8@Z'Y6 $FJ/_!B*5UR#58D"A85F!(%B\L@HF$*$\SCA$/$<%ZS@ M<2XBR\8V1XF.O*A;@OHZ;JF/?R_6P$I&JC.[!?M6B*6'L@/8\@)T&OKT^USH MGWX"WU?*\HOF9"!OSXUQTE.W9S&6 D[.M*8O^NY#MK.38&K#FYUF%%P\I)KG(:0QIS*5O@$+-I+Z1Q 0LNMU;+9SCN*[NS6 M\[I<$71,7(#!WWI&UKC/(U0NFDKONY3Q*-WSU#:;JF-OL:/Q +Y.^=V/M]*:M;8Q8YJD*$_D(9[G02ZM+8$6P2' 180QXSB*;$P>?C26@3Q?U(;9Z0:4;5;*.M)GUK6[,F"SY^C>03E%W+%/)9S!=&M+-;$;Q 6I<8!M9#88)@DB&<092>31B$JW M* MB&!0BR5%LIAFG7*OYH:=AD91;4 =BV+YG(VGTER$(]0A@XR12*F4P[Q(M,\@(D]]B4811:MMMV:)/VQ3/ M"[;JX+CT:?]K]I?SVBLG>;++K&KX???;_*?\6C;T7F6"61?Q&PPU\@IO.0";M!06R=5\^Z[9 O]W<70/%C?Q@*=]7Q4&2+?-,'Q,M';\+\JP@NV5OJAOPA^;(M+S2'I?1.UTDFXT]VR60A[/#JR>8UN[7>U(L'A8/5PE_-V7\L\:P4,](KNZ2T M6LX7ZYJ>/")"%"*2,+**NNLS %!DC>4!HPG*C+$QSDB,;A>]77\W^L39 M4N5ZJ]:M1=M0H_6G5*,!FC?0,V?=*MU"Q0=!"M03B*L5,7X^G,V&C8J^&0R!' M\K>\U[@-(D!L1>\MRS,:]I[##*K0+U+=>]5U_^HY8GF5ESJU^\+M\DI MNGZIYPMV/=>?-#_/V-^:O?SQ2S5GS==:,O!:LW_4=BFD?]B-,&':KH3_D "J\UF'#=IMP#W4K-R"+^=O8/"F;N$L7YWI;9GS!;A\>9F55&_'?^,- MKEA4TI4Z1;_O$/2E>N6U'/ ?QL= CY-XW.F9?O[L#-U'F3K/.[DD'EB M83*?S;_*AFZ=YY'=@I0*%UUN">H?]L;5^Q3.5GKG"1UT?1Y2&FOB0 FDN0I5-ML@Q#&@]9Q>3A!(N1!38A'Z,*8]1F4' KJF 'QZKN\1#3SC^C_EDE5Y.(UE M]:>Y4LTB0Z.HRLX@:BTI_T[_.#B8F@"HR7G09IC:4YBQIC*7HA@$>69RG';MBSCB(C,[5%K0'-F:K#EH4:4Z'D#/A"-RG8DRS6R)9Q7969'3M>, PV4LKS=0 MKN,4)X;H,E;!-F"7^:L.8>;'Q\55K?& +I\7QA'E=V^-'3Q>=;65)*5?4"V; MC6X0S^H$;1$T?B^S07S865S+4/")DMJ%?7<*Y1;A?3_4=,'@9ZBMRN]9 BN>1L&[.D4IGK9H)Q8FW;-/4=+!F)G[26/9)RLH] MF-T]RZWD9MFVCDYSQ J60QQ{J*Y2G F(14AA% H<%+1(1&B6-[!H\9.NBR0%- M#[0S5.J!2UV&:<*IV=+:, 0S"H]>9\$MG9XC-EIR\3XQA;0+>9UQ3DQ== M88>NZVA^J;NFN?]A2K/+^>,O5<7^+&>$XB.QGU#4UX#B.*= 96I'H+"2@*%!=1M'*=QD-CE)9N0'7F9:.+@UA&[==I1 M&&'!BY!!$<08(LH9S!4&=AX6)&8D3'.2/[SRFE06=8%'B-JLB2%IVG]U0$>(SAU&:"A G94 M 9J^Z1_T_D[]02=ZZ*?N^NG1K\)X@X319O#SM1RI>M5/W,,?5T)P>;<,E0/X MWDWM%RD9^-0BY4W91,"W@B?H1,"-Y0_3SL#W)-CT1/!.VIF4C=?RVR_',_W: M=3KA,%;]0]/'G@6Y&&(;9""$JT@(6 N6P*AC-,U9"#?9\5LOS"@:.F0Y MWC=:L3?XJKCS=9W@VM.UKA$ZJCXS;^<):XU0IJXKGCM#Z?KI-_+!#\OJ1$RM%==?C=!3BE/?")FJ8$>-D/&KKG:!+/!0RB0(E#;]^U-5+!3/TIH1M:FV5X8/ M,4-(9(3![4$(JY[2$0@%21C.. BCJQZ!)F1'=D55$P "+XLI8KG"_ _\// MXMQ,,:@Z[O]B:""--FEH)W_JQ-11NL:LN9>DM5Y8YH)_>L%Z/GP=J7L)K@W MDV%$=&*K8:.(;<-A]?9)B1\WU>(??/&UPQ"5QLJZP-!@K',GB4C&@.0,K%ES M2AC9KZO#=F$,-=E9! <-C=!NV$8'I^;B["=PC@R5H^-+NR5LY IYC_,]%UUC5 M/URU<9+F06""<,9BF"8A4_=:%.8TS&!.6$!X2O,H0%;!IDT*(]N %3W0$[0. M^6QIQ# ^Q^TK^R]?.9U27&/ M5AX%N> 1QC"*BP"B.)%>N$@36) HXP41/$9&-\?;0X^]O7;$S MN-R0 O)). MD\=R^SH>*SKVL_^"860&P-.5N"Z6Y!A(>N>)TZ+:WVNVDN%;]V!%3@3ZHX M=HV:O<:,_E+-=7Z4 G.\%?W!0U>FR\G$2(14_E.0EV>$4D*BUSU'D8!QBD/ M8D2L2AO&8W7I?>M+I9WWAEU# &>;S*=@XCCZ=ESI'$$1L\2LAQ/X?LBG2-2=-U@ZO)5#O?*57_W M$I-RIO!.JT:77^].O:QI.IEMD/20.($4YP5$69)#$]@K>,&+'(4\2P++4*D=_M Y-%2H2J&GW55:,7^C)!UC,'7CKN;.VYI:I-K?1X"K2UO3TG%T#R E;,@)Z; M"[#6[[HJUZFG&U;YCC.R5>[/;&2-_U?NU/H-ZZ27+@R MK9>4UM)^-@!))Fj58GB)AF!324N& 01R'$8Q0'.495A/DQZ^]]+5[7EQ^$F M^-/>?G7W\?VN3^L!M3?R'#QS5]U^OY#YTMBNXFPOCGVK}?3KY,'/%VL/<.. M+56HU#*F]+VS-LH]LY-R_%\^V!%QKAMD)V^2A2K/+^>,O5<7^+&>$XB.QGU#4UX#B.*= 96I'H+"2@*%!=1\&F(\^:O9('SN+G MM_4C72MQ#2G3-4_^9"UN#YX-HL$O 'I52FU7NE+NMVTUWS=?E"E\S\QYETA)<;YJY-#.P'V9^[*RPY@EJ MIG;*O=>ZCWYG5WM1R?JW%!$MU=3RK[S]]WJ^NL'Y@E_*!9ZMS$C&11&PG$(1U-V=K;G 7S[N?A) M*6Q]H]IQ,HJUM%>_OQXBIH2G;B)BJ9 =741L1W"S, ,:^*$0*UR87KA9 D6-< M9&D.$44A1(S',(]2# 4)"QJ%&(?'*EXQ[K=(N3=&5!G#ZJT$Y>G\+#BS"R' M-W78&8WMFEE@3'L4V&(GHR1PW/1F[UDGP]YOZOI;]%N);R0L#9>M&WEYWEK= DWN- 'L35D/+\03Q;1,=FX26J4@IF'%*=MPNIV#Q;@;W+7E8X\NYU_XVHERHU7'@#*YQ=Y152L2*$L7\]?E@OYL11)-MOJ5G\PN>T>5,__BMFLU^KFIU4GA :11%#"4P$ 3)S30(84YX*G]B!-YA$"QGMP0_WR>$+\V7!K_&EA"_>)MX5)N/?!$V[SR/$8 M,=F,$=_),\&3 ,-=75)^*^3;S]5(A310EWEZ1)6%+,(%]KG M9_G1E7XSLNY<2F>FG]I D)5E!D*5]-R4]NK5>TUQGBUZ8I(:>ME#S$(SR&ENQ,ZFIU?%^2'W*ZT$V[<+/@M0M8X%629: M-+,LGG5C>7?GKA87B$Y30?UA=!ZE.#5(IZD*=]'T&K_GX!U4/?O/"IS0FT;?_M..?R1]D\D(#$)*,9+&*>0408@47"&8P%PC1*8A1$5@6B!VB-; A6--6)HF5C MU='I GS&,X4T!?Y0G%B:A$/Z,S,%GK1B>53SH1"7))KDH<+ZME+:,>HTGF,B MJ\C.;]J*\T5_>"'.1$1Y A'3C.O;#G"8, M"NDD%"$E1\=DP#TZ,K40ITIN:PRLA7;"2MPODT=H MQ!U$)H="W" H+NC# T^[ML*5PY1TP9F,;^HXA Z*-M=-L^3LAB|NQ3W^\?=R M\?14S52KD.8A#K,PCG@*24011"(N(CX3"HNQ"E.<$&E)]7ML!=.I\?O^39M420=]Y6;68&Q%VMT*.3?]+4ZT?L#]>M>GV]4MLA7S[[[+IKQ5OC70<6)N[$ZZZD[=.\)XSE9I<&=S0=LEH2X8)'$%& M10I1%A+I;:0<|B00F!.2!QFV,5),%$:V0,/[3SL#LZT+, ^MQDH1VIFHG? MN:.2>%K.V^-/NE;WBK>Y$/<_Z%KP.U?WH;K9R, ^8Z@N*E<-*"2IPF'.8Y4)A MRV4(XHQ3^9\XHB3!,.-6,*F'B(U]?R)ZQP$31STU$^H]SF@-[/%Z4L.EC<& M[HIPJ/8Y+J&W8I\#I":N]3DN]:IC\$[=@L4X9+/(DXF%.DBPSNAS<2V&"JT#077JUA,V6[GZ-"%ZO7N2TO]9[M+Z*UH3HP_Q5=JFBT#D6/*_4[4B-+;VR=CDK6FB2LC4P8Q*$V-/O?FL2Z'&6Z M-RG"W2\77Q^P66M)O.V_EHV+U6#9[=B@:]UO&L^-NMR:[*%Z:E?2M_>^ZD4": M1!$I@@"8A*I1_(0B!"">.ID,X\HL2H5_>((YLR]8A_P2[@?>NZ]DG=5QV159@;3OA'HT%.SB$(\^6F6_X<>; 5ACV?(.!XQ=@S3H8\MZ?·M4WON-2C9I,Z]$^:!BU<*O]R&U%/[SQ<_.01PPG: M)T4>P#@+!1D46/[V F/(11BPFB! ZLS^S:)23,#W;_K1)S3Y/2SNB]%W"$ MW-S]PHR0W">.[-S] AY*Y#LI/Q>[-R)1R *+/M^NY,M#JCVTL[^X)S[L6);_> MW]WIC@)Z$YFI#*Y5(WY3S>6N+RW\WWGY^"3_O7SE-7]DOTB*BZ_ONEDB$;*.T/]PE21X2?!+4VT2P@PE21X2?!!NU-W0!1YLMUI&YFH?5%Q"IJV@]J;EK<\M MW^0.#4'/*>A8!9I7-6P\^;_T/]FJ?X@?D?,=RD)'L/@^-2A\#8 <6'VBEM!P/QVVLGH!30=]1]OX8#'8!>"6"EA?^OHJF#OT'EF&:,\6?_5<"=U^)0;-E MZ764@R]4V7^A-D\3^JLW7WW+NO),^15O!D6;ZD30 /ZC3\BKM)JZ/W^2SJ[\ M##^_S/@%>)%:7%3/H-*

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'52"\:WJ#]&;^\U)QV4:E:<=YTG]?\E<\5SS5X:;O, M8_I4RC_JA=2]K9>3>OXGH C^^532)VVIN21XABI((4:*@=B)Y+HYC M"DF:RR]VFF8I2K.(%E:Y[89T1W9:_[YI[,N.-J@E\0N
%^"EDG_3#FSY;(GY M::I;PS.V?XU9'KQ5.OF]ZBJF6+C8=IYZ-L"W7GEWO?+N#RG/_H1NIPI?QW9# MJM.>Y>U4L77 MWS=,7.&/RKS]HV_5+5R)=:U6RS)6((%#'&0JXK<%&
(4$T@4 MCE<2%U1PJP3)?83&SH1IR8(57?=FS/LT99C4XD%^R].$W93&9J@Z>RF,O$Q;FJ C"C15(,F:+=']>CF\-KU(:[A_&&]]O:/.,FB.RI0O]J./VBWS)IZ\;!"TOQ.^1S7 M9:61%W$>9
7BN5Q<0KK:.98_X8C".,[2'/$,,TY,EME>"F/OACW-"]!3M4*K MW*^9PPO-B[R6NY^A?,;KZZ@,AW8Z^?)@EY._K5?9_G$G665'Q>I7V?$'3\W= MOI8'Z[E4_EN7'ZXSN=9)
<&&496D8$LA"054:#(<%QPR&&Y/ -;-BPR M)&WS+75J:+$B[YI_?41UAB[J".JP7;3K?.L5#^M*EC%S^VR%]YY??83LF?*J MS92Q/Y_:\'TWT_'[O%Z5H-SC'QTF;=-B8=/R/G046>[-
XIG$QJ"CVH;-,Z^AC2S6#*49;/2[W>==Y> MVR?VDOUSV2R46]=EEJ5Y&@59D,!$!/*8@Z65))A$D!.6B2S(4Q);P5^:D1W9 M#/YB#+16MV0"7BT5=DN5">V!R
MK[C#K4OF/S)$AT4DMCYTB-HV,Y=OVD"XWU?R.5S>\NGQ]5%>OEW2Q MQ+/9VQTNF06,RY%A1C8*DCJ\N[H%-_+__5W9^\RGCAV@^+%&;CFFH\,FPK-Z M[.R"7\U8
;08RNP$RG)L[,F 6 R%'(*OF+[B&(=1>4<*45NNHC8WXJ9:\'73 M@'4TH,01JR(0A11N:_GECOZ<:KC M[^57O_QV=7,/KF]^OOWVV^7]]>W-:2D_)^SB?M5A>:NRE0@T;,(USJYN+N](
M"4+GW\G-57 L;2Q;9JF. .?%&_G244>;(2_0"'*> M/K:C>[4D36NN&^4X5[.2Z?C8]8(_M^UZ49P+&B0%#*(TARB(,TA2+J"@(@B+ M $69'=3L48IC)Y&MZ8-W# #-@5/[X^-:-
/2S?.K&TLLZ32WV+I:IJ+X77\S&# 1 M)T$0P3 2"40I*R"F:2H-1,"E1Y7)HY=1[HDYR9%-0L^&3E_H&0$K3D#+BFFQ MMK$>#]N$<;1C9Q3,%'/<=7'5D&EM^1B:67+[>_W]Q?
MW_P"[K[=WLB?OURI8-=W.[_+RQ28N693*];Z1-J1!=\7TO1H6(C?7YB"&U&6 M:(VA,WARQ>%(432?*O/D!7IA:5)'T:<2-WU)KV,[1O)6A]SFOKIDK.Q@^'#) MKN=?\$NYP#,-@$
V,1*^\1;4FG_G]6M)^9W&9.Q _=4#+3Q-D 64,A'),,8 MHBP)8![0! 8%$XAD&:$(V]T-C,WR^!<+ ZP8.F#/,AHX]LP91@H_T&Q8VNR[MZR\7+1@5W "C6L-_7+1
4_)CC:/SI6H68,"BQV#A1'KT%4@4%97N16)3->N1O9YU[S>C&\B[@ M*Y;;FC5=TJ'MS(#M_N]_K#D']8M8Z5^)]5LDSC;5-GM".>9))>NM8A1M>MH7 M_/(VZ28PBEHW+?
XX1.QS\.YK)KV%5LO*U9$L\ X?EM$J/VRV24SK5+;LO+$A>1K? [CLET H3'WJ$G0_$X)MP0R./HLZ[G M#9V$(4=O,W3D%J#@,Q\7T)L+?(#4Q![M<:&W'52# M=TZ'ZE$^[6\Q@X:Z7
-L7("=S5GM)^AH!9LB%F[.A#YV@ND.@1*<,ZQ6K MZ"$+.68<)9 Q@B&*[IV-,?'+C:G%>F/*3D;N^O/P!(2K0M MD0 $TK7G[,9TV1:)S'R@3"02B4PSNWB"FHT6OJ9IK) ?
|%JEC*RD&MZ55:4; M* C=8,9+Q:!;EN=I&,M5),Q9 %$6I+#(T@SR)*0T(CQ#>=$A]JF::(CH':^> MHCU:O&)^<3*SZQXDM[/7)RLBS5[FR+--/47E1RA/=,H&3CWN9MNN-VUO;&E"
M<5G=IEDNB@!G,* \4 T) EA$D6I?2KF@0F+@CY:9A&,! DR(L"QS@6 MIET#A@//?32BJM$H6D 1,V\1\$+V<94_1R)+C383QJH-P#'.G:K_OQAHL:+_ MQ]@?
UOH_^KEKFVE,RK4^_N@*%._;N@B8Y@'H0HRO,B MHCBR:\SM R>G!MU[PBJO=%-OH>K Y-PR: 0S,X_##Q)V!ND%"/O*ZS-T#IH6 MSEM3[Y.$%F[N/27PVR;?DV_8NP 7.U;*F?
FB)DAE "9)'$2Y] (2HEILIS&& M.*$$1HB)(J.\8,S8"W@U]LSZVE$#/3ES5^ U!M/>P!F2V>F?L5!6+L$)]IV\ M@M=C+>88G!!BZ!N<>L3-/?
C6=NH=9&6W#OCA\"R3:YR(5/@>QW+M2X((DD@4 M, A$P6-&XSBSJH$S27%FE>KH&UV1<(3,;.GS"H2=!O88S+IY-I;/TR(X36_1 MM=!8_-
=+HOF+MN4;OF]59]F[DEY6U>9)FX_/NXIU-^GC.,]33 ,8X(Q"1(3J MAYDB2'*6A@$*8TR-%'V"SLSJO:<-#L2!HFY:>6 ZL_^^NY2/=!-!!AT(3=ZW#[+_[(M MQ7I3,VWEY#
[@NM[0KYOM!=L\JM+^MD5WC0>0,=*R9WR0P1VW<8,T&F)WYQ?]EF] M?Q]N*A!*:883B+,H@XC3!.:((Y@%-&6QR'&0&_4'-B,WNQ-S(/Z?H*M.K^B[
M]_8>1\]LQ^(/$UOOY@PX/-7KGZOK]SBQ'Z R_V0'<+.W;/@.<:['H& -4< -&Q8.JY3R,VM7GQBH.=BFL(]K1!2QSTU*UW,=-8F.YD MO&+BMIL9Q\;'9L98R!,;FNGW%]K4& MRV-
B8O^*8.MA6;&D^;^IO_%%.\3UN M^)7XN'EXV%3:>-Z2)"8%#@AD411#1!F'N6SH$+\&8V928X+?=*LR)I M;7H<,/%D@VPH+VJ,'"'!Y;95UY?;^2VCF_+6M<(T3T(MN@1C++W!3+
,AC0-(!*(P0(S 07FO) >35A0*]MD2GCVT^*>9AN+E&S P=\T M(Y8NC"FBAH[,##A9NC,M!QH?S0-XR40+TC()V[9H^/)W3,DNZ_58@O'&][%] MWS4%A?+R266"-Z\3*7"!XPBQ
$8TX!"EA$&%U*9[+ZJ[_P@\:N^E:+WE*<\XB"C'/A,HYQY#$(E&9)GE& M!(O#W"C)Q)KR^VY@U-IX8!'LS<&+-H46=77L@1\W$+/"Z74#XP%)JX):3JB< M467+CMYBI;>
<8!C6XW(;X-PJ/J_[3%Y68E,_:#X^/' MS,RP6IJJ61]HQ"/-2;>B^^8<_!.!7>L(3I=9,=^J#,:,/Y[)T?[]*2&E*.T M-4"#G)((!9#B-
(8H%!SF"8LA#>6NJ>"888RLVRZ^I3.W6=I3!9HL4'3=6RP> MP M]N4W#H O-T<8GG_Y2(LA/=0.KMAF%*ORS A)FJC_A M6M7N:ZYYK?G::VZ(4QH&#$26IW/OQQ^;A5M M4_Z=U?
(E%(;*Z"R@I0H:RV:O=D=%*5L+P=?5L6."O9&L8X_Y7I*O<6JZGRO MK1>4[AYV:Y47J^K1TW)[FQ9%FJ=! EE*I)Y%F,(BC#A,A" %CU)"[$+(TR3G M3W[1# #><6!
[7#T)F9DJ^@7"3CWW&.R7RI\&Y$%'W\.58GMAO9UG3Q)<^%S; M%("WY]O&;SJGJKS8G5SMME=B0$7GR1QIC?:J'X%@4<*R(H5R49:.,XVEHL;BSOB1OR8*30
M+^]8M_1\&:,/CAIG@LSQ,\(BW DR[=+>7%:M.(UON.?_N(U+1M^79>4WX8H1@6C M$<1)*#WHF&<0\(P\>%?W#@>P* M4'6'<[U6F2M<2=%Y1**53_[VDS0@;+->X[HYO->
<#CO^@%\?0P?U?\M7PM+C M':3/# 4;YM#H).%C:39*O!7H!%R!@8CZ6S(0$LBO2>\W]X*"3E+0BPJTK+/G MY"P[9?.F\"PDRX^0\;/LM!DF""W,E-OJ?%G1FDN^?N7MOY?
59:4R2S=U*??G M-,-QD8L DD3D$!51!O,@X:JS)Z=I3--0!'9%?D;I.<2:[%:WGI9ER[)QD,S6 MB/,%=ZQ2VI(#/_6$?U;V=D#;GTTU$M&3S1NGM:A-,A+[M\E-I[M&R6UO M$OI\
(^U0LVYM4I].DB8I(SQ%D(:%4"T*8X@9HA 7><$"%J<%MVH&.DURYO#! MOHM[QP$8L&"G[;HF6F\7TSLU'X,CEG2=LR%]60 # @N:@7, 7AM"BS>/">K
M[KNJ%JB;%GU^^EJJEL/MO8,^$'!+0A3@-,UAB!B'* QC2'@Y M59S1C.S,=N% $-SIB-=:1[RD%O VAZW9\^>2GS<)JIFI\ ^5G;GH\OD.#,@- MVS_AU\L5&. WB!CZ3O,! N&&K
9/'K7LBN08<-6^U.BPPN]EPS]NI$?2>B+/W^2WY98S'/! S@K/B>I)F!:P MR-,0XB3*$2(H9T28!=/?38;9 ^C7DCWXIXI8T@-I?9PF78TUIRJX^2C9;71X
M_'Y7L9JS[;UI6/S])G_8"']_Z,+?X$CX&RC)=!D@#@:R 24< MZ*3K,D7:\#90 H*AA$")^*-_,XP;;/WXWQ"W8O/ZKNK3FK44Q+UM@;Z M@ 0KGTHF!R+/^I%JIRJW:A;EFXW**7BL-
VPG154?]\>)H_1^\=+D['V_9:?: MI[T35TLU9GM?T Y9-V(^7R*G;JI!@\E%7Y()?EM3[=>^Q:/MC%,$\A9Q:T M]("'G5KN"0)-<07V-/W%(R>$\A2
/$5ET8CCA*BO0XQ3C[LIK[KC6''V@5?R M!UV@^[I+Q6Z^X[5.B/C.M]MU6T3EEF4AS4.2P(2@0I7B+6 N$)R[.2/RA5O#JS8*;HERF;Z/Q]V=F:AXP-T MC.C2_2O]W[9#2"/-
Q9,$)=;EGBK5)JLK<'DL.4+U-^KE6 $E2(O]011_QL8- M04\VR)+XHJ;)#9C7%LMQ%'L77CN*OU6L7C_?#2*]YD8_714"KC61:F_ M6YZ#CLL][=![$=G.4+1!N:,R>SW^F!3-
R;D_/>IB+OZD8$-'?_IAU^X^M2Y9 M*[EM-^7='C)% 1$9)BI?(8&(,P:+3(*8\R(N$V.J.BONV: M,_ZXLV^ONWM]D^Y7M>-M@M/VEH5)3!(1P!0GTH?'M(!8^N\P%"'A293F(H[L
MKN0<)S3[4=^^&5W=TK7VR8^A8^Q[GRFQM8_=BMH17'69A7Z=X1&1_#F]QX@L M[=R."'K$B1U[VM>N^]45@T$0_+>&L\OJ8W=R)-VFKWS;7DLH:3? QTVSW2?'
MQKG@09X7,":$041B"C%-9P M<> MFO%M=^)74D E9^=NZ_U-HVL,X%TFQT? X,W5L^'T*=[5O8D!]T"5J>WYWX^E M))@EP7H!I&<++/CC])VC$-XAGPY9^"?
IN&3HX_Z*-8,VTNI"^2TI>(%9D< H MH02BM(@A"4(*XQ3C@M(4!SQWJ%%TBIZ163B['I&NEL!Z%@!3%^3E(FQIGD]! MEI(T8K&(I=_+
HC"/(<$!P+F>5!@GH4X$E:9]F=A=6;)CME ,ER /(ANN7KT M%%>@I=EVOI>_2;(>[?V$8+Z,]2DRRUK:"6'?F,FIYQU#2SIA:?L[5NDB*EIU M:/%V:)$ADH!&>1;!)!'2WA5I
4D:"AA2(H*"X8!2NSB3 ='9SY@U"^# PZ U M8>-0+*-39^-C'ZNR$-A7X,J$Y+)1+ L0WH2T;-ZU,Q>,E[<7 M#]+\J'.CSVM\=\MR5:"1<9B$J6I[Q%)84%Q$41H9I9J\&7GN'6I/
M"RAB9MK]5OIQ%3Y+)LL#'C-QC)7Q).LC!SCRG5;9Y \"7L[TB**=%* 7EM. M/W!68.GCIMK6)=FI?8K:Q QT[U5MXAB3E#,LMPMQ'$$DI-*0"$>P0"C B!*2
MV:VFM@S,K&!]J&'(3YN:,.#(*>AC#K%5)&<6X-S",Z.8S5K/V14+OP$4<_+O M$16Q!N=$J,-^'%\A[^['*[(N[W1"T)"5YL.S3AC!];:DY:-T(6ZSL(A23'-I MJL(,HC3(8%'D!4P0%Y$(PB04J?
6YU7D\S7[$-:#UGPV@0V;.#57;PN\:D)X1 M4A]AY_ZW W^K%Y:O41=LM/4;,#EG6-D1K]F"Q[;\O'.(V!&^Z4"PZ\!NYO+# MKI'T&Q5@(66EZ1V:95XRZ2V6HE3VN4VQO*#_WJD*D!
<5ZS.#5;*/"E9+$]^> M6;9/RE%X^:3>;&YS:3;CC!10Y$&H>A;&TN_+"#-A_T3)V*$&?:MS+H'.&!U* 3HQ] MXD3W@AYP4B\=':>G:A/QOZJ2S M^7[Q[;OY-4CCP6:VVVUWB"$#H.4
_"1YL"YZ/ F-F0'VBHJ=]9P"9(;\3F-I M?7;&&*6W?#L,$_&/]L P>M%1T>D]9[LUOQ+?>"-=5E630)W6J<;9\A]UV_8) MK]4=C$%
<,$WS,$Q3N=G&$40H22!AH8!)R!E/LQ1A9%6@TH&'F2W&@0]]9:2: FIVVKIAD1=4T.;,6LR&H9MKN'RH[W7^)TO<. MH5,5FKUFG%G([2_GS(3HTEEG%D =O78?8%W>[P^AO?
[NKJ2A^DM^&Z MVSR0%B0G&+*$R(TT(RG,&8\A93E)8Q;G,3VS8LHITK.?E"BRH-9TU3[P41V2 M8DWZW+/IDVBZ'D+[P,C':?.@*LKI\B<=LBVWWBN^VX,SV]'R2<+O?(8\!
<8C$@0IL=HF6U&?V?H,2OON">M]Y->+?X(_6A8LT^7MP#6S1+-! M9F>,SD/+OAF-B]2^^M)8T5ZV18T++&^ZU3@-8E]329U6/O'Z6?I/M2["">D@, M_"*-
W>66/TPMQZ;#S!FJ;JEK#[ZN-Q7?[)IU5UGT=5GQ V?@#\4;T,QY*C5J M@X-3>2(C HM5*K(1=UBTR.H]5]^=;"^K9EOK0N.?,>5M[:E;+$01R]Y]SED'!"T%8D
88Y;;YI<=)S9XV>F@P(B31005T)CFR=EL^P<87I:-:-\V#^]N^_E]O[WZH-:7BMT_HNJ\>=3O,; ME,K]IH*7BD?YM2R;?>WG8L"!S*
M@,S'L9%NGUU(Y+#S78&!"&V#EJ$0H)7B38WBO2! 2S(H>KX:U"2VC'C.^#UP MCTLL.*UG!C'>:2J]Q$'\HCQCT,03H^\>8?$+N$DXQC-%^^((GZJM'.N",:E- MS?6FV>+U_U,^?
MPP?LOR@.8YB6$0DQPBDA4P#^,81CBA>9!%HB@RTTH)I\G, M[.ZVA$%'>05:VD 2!XJZ>1V%$:#&[:@_\>ULH*OD5B47I@5SJK\P,NQBQ1BF M11M69C!XVLT/O&!/O-
Z6C=3_3W\I)Y/?I@4M<"%RF$2^_XD?NY193$0VQ_W52'$+)VF7"%KK;WO.Z^@2R. MX MPOH%P4YI1^6WM%HFWQO#;LD^ 7%K:SP*C#^[9B[JB=ZZDZ\OU 375(Q#MUKC M-
VRMUS>^+=M@@!SP47K#]?X/I,T2ZQO"L)#$(BH*&.:YVI ' 2Q0%$/!0\&E M[Y'E.38S8\8T9[9G!S[TMU5Q @^L@)X74X4VAW+*Q,T"D)VM,\3&VNI9?-\,
MS=\L8+G906^@69A$:_%/V$;S<18RDM:"':RE_:MN^[(O9*2VJVE;+EW\XNC;)NO4,:\NII M/Z2'7'3W,Q3B]5[GQ6>VOL'-9HO7EQ7=// ;_-0&SP6"G M<9H-
%1:5),$6_Z5:B"N**]V4:".&'QUJDU8:CZ@;M6UC$#L: YCS@A M$ =(=;ZC1"Z5',$,,Y0E.0Y%9!6X]PZA:X^?I0 T\T2]PV*W<)XL-[0"TK#W M3+2)0OY<6BNA/?F\9C07=8JM8'CM-=N]
[)AA65;EEG\IGU1O-KE/O2OW-1;; M_[^TFU_Y?8VBD7*Y(H'&5<9,3%)(*&,P2AA01HB%&8DLS.]UCS,;H9;CJ!F
M"1QXVM]$;MDZ=B'9,J_1>SDS,KHG;F9P8H[?,*7>'PE2YH37_9+$!7>-XD M]SD/=&ZAQO:^3#,H&5M]P.NV/SCGVU<=1G(14I+$&!8LYQ"Q-(!YD@C(&+%T[,Q@-?3CO(-E
MZ;9YP0[,2VY=#9D9T6?_+"H@W[I;=VVYF1*>P?=VT=R[ZSB%= E!,:,A" M4D L@@BBO @AH:* 18R2/$(D3)'519,16C,;C#9!]$"Z[P'DEN@^AIF98?"$ MA)TU< ;!V@
8B.=)Z\2_:VB=]50_YV'5=;FJ@WFW 37_RK^13.6SZU+YB M0$K)FZWIY;3SYF/IB-=K.!F98N.W\P>RO MN5_(G9><]Z_X@=]2'"=,NC4PH8A E!$."Y)2F&5$D"#,
(D8BTWOM@W'G#FFW ME(B97YK?2CWN#DY0QH[V$DB-4E]"-L.]TZ'XZSV#7S(\P/[Y4?^_B,>,&' M-]6*#N6J/CP?'NFJ66GSW)KJP^671OLMTC975X^ZL]/G32UXN55]P'_GJA\9
M9Q=R [WE_FL7C:C\.=]660^[)FJFW\\PVG]]5FO;E[MQJH),%4%+OI-(PF3)$%9 3%G%*(\YQ#'RMD5!68ICDG C&)VAO1F7O@T#U S M 0Y<=!V[6SZL+T":X3B^ ,V CMW*\'[&-\
\0V0X\T/'T#97*BP$?O410JC M,9:Z0&$CT.#BA-5KKE5Y5!A(?2=>95GAH @I$@7,\R2!*,QB6' 609'E$2O(W*(PR%HG"JGGB M*+5%SA@[XF! W>%P\21@%L>+/F!P.6 \@L!
<1XQ3(OH\9#Q):_ECQBFQCQXT M3K[DIM]_PV75J+YSO+FJ/OVE[L7NRN:^38E2W1UN2419',8<,IS$$,4TDSI> M")A3G&5""(8X=B@W/DG8Z'M^=M5PQ8&Z&H2346_[59-
7_1L0%U5P;@9G-!_[TK:_YUL^7-H!A#Q%(1 M\R* 4:%B/1FAL AH"M,PP1P3%?Q!#I9UBNXRAK6/8Y?*MM(VC4#52I"SJHN[MJEU")1FS[#\]A:F9:-I335X_I*7++ M=I;_7?].J'"+K?+=?
PE4KMXQ4R3 MB#ZJ!"3YHTY!VOK+Y7*&?]RJ+(6\G:69%W3/J5OGPN>4N>5,=+'$K7-A&>9M MG3V6HQ=4;Q[E>O^L.F-OY=#J^_>H[.MO#1>[]9=2\%N6%05.Y+:((KG/1$CO
M+I, !J0H8DQ$(+#5MLB YLP6K^>@[0/?5K/<<[$"+1] ,6+I_QB@:>@"^<7(MT@LZ'QY[7\A<8%_ND '%93TB.$46K[H9BG_BNFQ[*+75Y3_IZFS2][JN MRP=!L*E'#!0IB2+(&(477A-
PQAA#'B M>4&C.!>+)-B.LCFSY=,=6_OLQA=[D#\4$Z#CPO+>WTPS9F85WW\>[$RGA]S5 M?7:JPP0NEX1JA.][)Y6.,_F_(TG4"&AO29]FU-Q,_Z>'Q_7FF7-MICK?".4H MYW&.
(,J9/B;%, \I@?)/2Y52K$$1HS&]V>(FBM[_6^Z(!\RL[0'L/' MS$J>*;6=B7LEL'_7;T0:3P;E&(5%K<&(B*]5>>S1012(1/X4!; HHBR-@CPL(JN@TABQN=VA0?DV31S*01[T M,7*7<&?
K"8T!9^C/>(+#UBM1TM\82W]&=;K38GDO07>$U#O5F3LM].EB5E=4*H+UO7E>W+!J$ 1AIC&&"+,"I@'*()8((+2. DB@>P2A"X\A85F])Q5/T%LXN-A3_ M;9JQZ8N.KK40G&
[+)W[HSX"W7!6JK&BY+K7W?WQ/\.DORIM&OM &>K9MC4MI M*F(B!,HA#HL0(A$7D$01@7G"*0[3(HZYE1O@F\&YG7I-5/>6V7=/TZU,&N6%
MP;8S"AUP:>GI^YXNPVW".TZ"Y1ZCYQ2TK*J2;6W/XI?W^PMNUV:"=PW>ZVYZ-C>>E7))T\J]V0C'J5B MM&5KA7I7E!5GG4U2U"5M]<2?][SFVWLNCKW()7.
<-1,+PP\RB79KP_^OYL_TWO$/,8]N=Y47FD]I MX'8/NW7; J$;;$/6Y9WFUDM;N=DGX<3-Z?GH+G3;>G;@#C>TYR?E'+UI/8Z_ MZT8=SU\D-Y=;_M#L*$-QLP/6GJQL_%-
C+I9T/R'4,*=^ZE&W%?17 M+GA=RCUP06%$18B2,*4AL^I^.D%O M9MWMB>GUI&_(LO]CRX+=DCJ%G]G"ZA$5.WT^"Q#K-=903$\K[12U1==;0]%? MK[JFKSFV-
56U0N^JMMP#?;ZIL33D5%ER=5]975?^QO%:]>RZC?(BIY'@,! \ MARA1&0XHQ9"P@O$P9"0.(_-2JVQ\-6E MU)SPLNU)K0%YTY?4?@0WLW-P(B7)BX=-
O2W_IPW5Q0BE449B&,>$2V\C4@>H MJO6Z2 @C45R@6/15"LSLS$E:1BKRLC*!Y3YA0,S.<)S&Q\Q.G">SV[[1%AK M)9\4Q)-.GZ:SJ I/BOM:8Z=?<-T4--(0J*_\1?-
WSNY*U86AKVC;EV-+HA F,99XIHQ"'!0$YAP)G&&&F4CLNH]Z1M2IR>CR.)INN+QB M8[OI&@=EANQP"WF][;ZF*2Z\ S.&X.TNS/Q5ZU+=O'[XLL'5/_!V5\N!)9!)
M]U6.XIS%I$AA&JO^%S1 $%,Q)L4[5R3[]XE+% ML2=9'U3$GG[6H=O?YN'Q@FYW>+U^OL8E^V?;F^ ?'#>[FEN?OA@.-[.!>7E= MM&,'*'[4_-+U[^DX\FB$9\A5-,G-#.@9&>3;
":X=3&4GZWKGB&-);K@64WNL:VRF11VZQG7S%^1!7I6%U6=3J#O6K6.ZGKBJJ2LQNVZPVW<-7^V2^ MVP#A+$(!@Y@)J?@\3"")&8$B#;,H"WB08:L6WEZXFMM]Z
\LRH='3*W#$3Y@ M-PU8+ RF;4BC33CM2.I[_*O];P<.3AT5=>=M@T,EKZ?._J#S=S;M@:>E3[#] MP7CDG-OCX/9[HW\VV^KNU^W1DI47E?3"#I4K[:KD6@\\L\'[)V]4\?'7#1I/
M5VM5Y1+_V99A?56XU7P[98_N],9J5F#MC)]'3#V7NG4&R6D?9D]ML1V9,Q## MO9G[(&YNW3\PO9=6L7X>UL#\6RU7QUL6A1%*'"U9O_)GFLKLA>R74\VT"X,7= M7:W34:
[KS;\X/?;>;21$EL>!@#A.U$Z.$)@7N2I>@F-4Q&D>L?2\G=P28LQL M>?:$CVQ3SMT'+C++KAO"VWN?.PT.YGT;^!/*1082'5D@I7?U96KD%Z:?JO/ M?
G;Z7GC8E"XY+;/M8A<1XIVWO4M.U/0^>5%N'/,]-9W;C&+29RTR M 0GG'!:(\2#-\YRPZ':[V>*UV:K4#FNU2NP'-S_+5J]TMZ(MLSA;J1&*18X)
MA3E74F,1PR)..$R"@(XK6?,G7NTL;\N- &2F/7[$MM.H7F)- M56_6>[I $?:G:M/">5*_$4*+JN2TP*_5U. -VP3,MR[51877STTIO:1C'M0W
MWAY6W6Q4J%='>E^X4Z39UIAN;]-0)!D7#-(@3B%2:E_@-(<93Q KHDA^F)HM M_+/Q.+L/<=A+O2T>HS7I= 6:/WHFC;,FYYK(<;*!_H(DSS97] 2;0+='VW2?2(G-
W9I!/I/W.176AG.&9 M03LD',]-R/6BJ&[?W)35G5KXF^O-NJ3/A_1;DI "899!)G &45BD,& M48)BSG!B=2E]@M[,GO6 NNU]T7&8##>F_H2WW+$>" /M:__1D@9>DY$MQ?1V
MLW2&W#J=?V>"[[9#B(9$2& >",X'2D#*K;..C5!;)'MZ"LBU2J K?=[O7 MG^2?UCLFU5@=1I85V&C=I=T+[5.6]62.XVAF]LY&Q\Z&':HV2CMT(+CJLGX] M5I ?%RVD<;+41"3"B
M*:2,J098*(&D2#'$+$^#),W"E,56X>U1'G#]K(ZXFXXE\&?'C&JQHK@!JM3F4[E]MKSZX@"XF868&48[T]$S MH_*V>W9 QP_H&0(=1^
/Q1/HF/*X33D#$E]W;!PX6/;RC3M$;V[EG#&4_0U@ M.<+=IM)MZ^32_OSKCM]L_EENVF/.*_'WS0/_J+K3U<]?\)\7#UO3"\"VX\YL MBCIV0,\/8#NNO/4]2\I(*:9 QQ60;$TV?CP?S7&;-
#>0=L9H'@RM+O:Z@N%T MK]>:V&+7>EUA&-[J=1[#-4?XX:'4-7O58QP%$>09QF M"42%"&$>,P$QQD&U7\E MJ4LI4:6*2^M3UC:'XI9$.0]P$$!,\PPBC@0LL@#!
($K#,"R*.,RLNM0Y\##W MUF?04OJC<^MO%VS-+,+,B-E9BHG^V_,F1IV!A*_B;@X<+%OTS1VB-\7@SAC* MS3ZUI6B^<[JK=!+P-,$!L4JK-*8\LRTZ4 5[LN /1=BR&J0YE&9&:!:
[$R/"S;6)L9: M3D^&Q9SNHN;$&H[71L1^@'/+Q7X2HAUUGV.B"K*IO9-TH=9EFQ.NTDT.V<VQW@G,/.[$<\JI%>K0J!U2^X6('? M?OG^"Q!6Z?W6X [T71:63ZK^H;
]2!6YMU[UJQUF'.#'VG MA>;!THGJN-+EU_:@#OH(*]; 2]ZZDK@S.58>8/)>/M>!E7>JK^L.VND"O&>, M:1]9OJF9=.)52?^RTB.K.H&FX>.C+_L)PVHZ9J&YF'?XZ).QW;/EM+.1-S4
MF*G;)L.]E;'05G':4<&<@K''1UPLXCHJT#"L.OZ@ZUV1OD/7H?V.*ADL%5>5 MTBY%R=EGR>[%AI:7U7;3:O=>V:]5@[2-.DW:ZCF_$NT#5[7:@]7\7I72Z6W" MI[^VZE=I SY5DE"
[!M\6:1HBZ;/ C(6Y=&88@T421I#'O&")]&V(0':5U=Y9 MHIE-R4&^07^K55OG>2ACZ^M<7'V\!*44LUNN5X,%O!-U!?;"J@6^6]8W-7@A M;F2]MSP+7^5Z M;W%/^+P_#F-N2_Z'75-
6O&E^Y0VMRSX\^@'KF^G7TF+T11,.F]<((1%&*()9 MG"00<99!4@@*:1!E.4YHBHE5/ID]"S,OJCU#8,"1/EG4/.F"E@.N[-8Z![S- M%J=Y4;1;3>P]-P5ZWQ /)EH!P86M:GN
+TV@F>,Y&:U]D4QNG(8%1LDVW:] MO-B5,L*[6O7WDP]\W51U_ZOF[(MD^5):755",B.!(@*3*DT:!&"!5?W95F M$"59Q'-F8]"\(;'-QUD<#=-RF5Y1<2M\>:T*DE7M M?
3"QJ1^Z@K)DL]L"CNG]X(HMXV0+\."@KZW,H^SR]IX#*C]ZUJZHOIT!L-[^ MJT\(EB0I!\T]YUO I+ K0)Z!XDT]\I+"+^#F7FXC)2'^AF(CA\-;J?'E75GI M[MLUU[>IF?SAL4OS?-C(-
^5S%=C^R==/7/ZAVMY+/UI(&J!LFIUF1D[^7JX$!VEM(Z)O)Y:P W M0FKA%G#30K]M F?PCIM"RZTHXTUY5ZDJ-%V'4Q'@F 9%"AGF!42!]-F(("F, M%>5_\/9)5-W,M2):1>%
M:HOBL)?1*/F9G'3V.@L:\23/6 QQ()4Q 'F.>96AY*>^9O9 M5 QS^FKVG:YQVM#'#TT.I@&9+9F!B.DW[EAP30HTTT)#,:P M/3?[3>6C/I1;M1O<5/RYC>U\D80_2H>CW%[0M(E2 *4!?
+_169[. MV6;$S,[^V,$U'=4Y$S?3 [D9\7,[GO/TM;,XCG*$X,3AE.UH"QU5.0IY.+AR M'< QZLVW[;V +YNFN<4Y25,61Y 'L>H0D14P+T@,0R0]NQ"%) \+F^[O+T:W M,J/V3>
EK>XFD&4(^P4",672GY5;SJQ(1.B//N1RF5Y?W;ZH:QVN,+Y%/WQK9ETYQO73XZNS8$-G MX\V+,YLQ"0)X:L UKW4JK$H3/33Q7 '-B[G_\5;L:1?D+
(GM+,T18>3O:8F[)24&&GLGIA\Y-H#G4)#SD9HJ %#'&% K$!$1)GD/"<@&9B)*" M")3AT#$=Y@BU!9-;!M2=CW?&D3-S&;SA8:>=9T!Q1I+(B(C>4SZ.T7JG!(X1
ML4^G8XR]=*ZB7ZSUK.FV"?H81Z=YO%I-TI 4-"XX)$$D]QHY);#@60"S(RB M-)#[#6IT8?(/F;B].XK50JID-$M[-BA'Q M=[(S-L"<-CQ6H]A[ZY_^O7V^^+-FS07[5_/I+[J^^R=>?
WNLM^RR4NW7ZF=5 ML*C95C=DW1VO&;KS]B//;&3:JL_@0C6\:H#D:M<9=+7C[N^VZ3@Y;50V'!=8THV41@-UR6V8%VB+CY6R(3N2^N(^[4!;,V8(?\F'.'\IN M/6"\O/U4;:6G\;E<\Z\
[]2@5<1RC%%&81X&0&V*6P:)("XB3E*=YA'D1&VV(MCPT^MR>JR0%%#[0$S4S(41S&C>ZYTEFZ@^:"&:OLF 0CCH\K774Y \'1^WH M8(LHX)@8O6:-/G-VE$E=$-(U')O?FC?
W]0J"2";R"(8Y"2&*"8&8QA%$:4)I M('^BL56M1$.Z,RO:@#;8J>YPVPV@>$UW:]T]1A4!X5OPR.MRPTH*Z*;9ZHM[MI#MQW9!U>>?2=\\0=>NHDR\L[=3Z^#'U$-
R%0DTFXON/,8U2?:_@D@D4(U$E MH]=]I==[M6)R% M 86A"!*(HX@*7 N/0"6L((BRK+DO'P;3YS.;-:.ZV/'>QL"_E-R#_;L[Y\\ M"*#",*T(K\+&*_>8^WPS;V8H?

XCY]&%:%YU*#QE!GF&>+47(%Y_OG#/D&>[I M)"+?!.T6EJ;>WGZ4*]5F7:IROF 9?5;9@'&.,$P4B(J)0W80- M(@(#G*4A#C /16JR*HR3F=FD#PF#GC+XHZ5M&&&:P&GI=
[.\EXY>'0I/?^!.O=ERU M35$M3^H*KS_NFNWF0:K+AV=I5-B.ZLC1=UX_E=*,:+?T-@MQD61<0$2X]/JR M@D/,U17H M.-7[V8[5;IOFG%?EK_?E5FJ T3F(*4X("B% >09+F.41)FH=)&
8YLXHNGJ S MLQ'N;CT>&N"Y9JJ>@LG,)GH0WLZJN58?K6.$ZFAVYG2N]T^F8ON,-9W(A@9QS*'1MUX=.Y$<'> M'M.-/>RV@JH,JHVJT-_T+2-O\%_J#E?5])>WY/9-
NI8[Z5UVC33D=FZ_A&0L M(GD2!3"*XE2=BH>P"!,,N<"(B2"E@5W/LS/YF5G5I1OS5.I(Z4_=D=W/^C)D MV:Y86_P7MPQAGXN_V1*^(*JVT9B>L4%W7Y6;TS$'?NK8^WD%#AR"
XNS^ :> MX/+D0YS+S:*^AB?H7OLDOH9U-))M_M%G+E_!ZS>4;Q&.8YZ(F(=$4XR#G$: M,TC5'@31@N34*F(T06]F(_?;+]]_ :*EW9HT %M6;(T;A.X&1HO?
VA8&J;0Z9G+ZLBH3U):U&F:BO[$*AJ^Y:7W;7/M*?/J+WJM**JJ-S%7U M$3?WZG_J)L(37BN3](U+*U.J\RGUP47%7OYA\.1M@,(DBJF 24"YLA0YS'D2
MPH13'LH]#TG2S,92S,#CW+LES;%:[7G',ZA5..FC^[..,@'NRJ7-P MN*@=GA'BU[9[3E*.=1!U_NN5^+RI>7E7M8L+?1ZTS_D[7[/;) *%H0,!BG. MH;3G"91_":1%QQQ%0FZ'4Z/C?
SNR,UOEE@EE'SHV0,\'&+8/4IQ8%A8T]7, MY/J'RLZ*^D#)OAJAE="^RA2:$5VV?J$5$&*&]J][69"?I=#WTO#=/$DE[\[MWM/\?H_EM^IJMVVV\ Q2BN7V$4<4%I'<2%(J$,E2AE%@
MU7C:B8N9#4S/$U!,2>^C90:H9&!PV5YZWNFFF(-RG]=2U_1S=B;';1+,+-#L MT-H9I!>H2G[P4)U]X6@'-U2P1L[-P\62SW'A8U(2=!=-KBW;>8&X&3OM> M.[K=U7)@E6C9Y?KEB
;2@A&8<1ZI<[P<8L$RR @1*:$%18G1.=X$G9F-U NJ M7<*JXS(*9C,C(P'X>W,B(ODGC\'Q9L:_XP1B-43&11K6"9EXTFVEN^K;M'_AN.&OUMIO7"EH M_Z&ZD![>IA$I".8QS!'#$/&
0XRS&(H8"4Z*-$.15:-@6P9FUL\].T"37($W MON>>I_8)77#!;MFTQMQL/9T323MKX!E$ZS78%0E/B[,U^457;5=P7B_GSN,X M7H*XW]3;MB8&T?
\VMXB+6*B^6%F24X@RPB")BA@F29A1)/WQ)+)JFOF6Q,S& M1A.$6U6QA:FVDNJG!OSTK(I&GSYQ-87'S&J<)[2=76CE[2K4D.U*J[W'HY/3 MLOA*IG]+8-
E,^),"ODEC/_VDF_ZI1BGMR=>="BA^Q:KN>;\MS@)$,8MA@=- M9<>EL(@3!%$BTCB,"X8"JVWQ"*V9-5)1!@/2*] 2=]P@CX%FHZ>H+#34W<4 MK%760#Y/NCM&:5$E-
A#YM3:;O&);"_!B*^=\6]*/N,(,7SVJJU6[JJTKI:E< M?+RZZ*IGYE&48)JGTM7' DIMEJJ>10$,DB3(8BQ2E!CETY RPIX MP0MHF0$_*78,EV([2,?5?S:@[R!!4;6[2=MP#(MU#
<3:&ZE^7Q\P2PJ\#G(M?J+FGLU("U7925!@GE*AJ"JA(5#?Q(H28 M!@F4FY0X3%(A]RU6AY\G*UU\ET[BY;_DNP3;6Q:F4T=RW6>W(>LQMGQ3-5X3Q))UE M0XE3XKZ)&4Z^8"\
(J(ODWSS<_:-Z+#]6#:O9YS6^,ST$//[VW%L/1137:K/=E%)>;IAW."+XN!+ZD=ER%S$B+OA#T?;4FF!<,*?CP1-#+G8\ M."[2\'APXDG;\,"GZJFL-
Y7>]LC99"JA4$X:;=HN[=W&C*,LSP3*(2Y2!E$6 M"4A2PF'(,I:'.!6I6>3/D-[,>OF"!WT18,\%:-DPW=R:H3<5_".B9W>3L-A MO>DWP\5TN^\='[>-O@^<+#;Z5E*?
V.*;C;'0YMY*H,.VWNZU\^L&#(KQ'VLF M$<>(!R17FWM:R+U"$,,1<:=$(8#.+,R-L=F9GB-B^Q_VKYO9+M1*P@L)_A4,CZN]5N] &FI&JA%;# M.-<;K%7>UJ^_?
>RZ@U@5_[PEC$L0IH$4." 2F='78101\,2H2 LXHP)9N7L M3%*Z*BITK>Z*T-:<[JYJ\K_ M,8W?F"-M>CKB$3_;4Y*6)/BI)_ZSPG'O_G0,>"UI:":KO^*&$_26+G-H)OZ1
M@H>&+SIFB)65M$\?Y7CE]C.FRDEZ5G^[W/*'YI92EB8,1[JK"$1)B&".(@8# M04C&*_*$_T!S8)HJ-8F=F [PA8J?_9X%A MGR]F(J2OC+%16LOFC)F(_29KS.@E-
V7_L"O7ZM:E*G5\^?!8]V5M_E9OFN:6 M%3PO;-0/E M@ \[91_'SDS9O2%BI^POP1@27@%-VI^F&TGH2=/':2VJZ49BO]9TLY?<-/VW MZN#EX'7Q3E4[=8O_ H\]Z79O M\:CX
OJVAYT!\3(E9G9F::#MS-&0.QUG[?E;@9Y#L.>P!5WS"%HF]2M[-OV9 M+I^@>;)P7EA:U!#Z!/&UO?0ZMNO)4J6#QZKQ5]]!0K?S^LJWJGXB3RDC$&4B MABA4B:(DIS!
(B<@+'&.$+,^23A.;_?2H)>W4^7 4)-.#(3^BVQX%=5+K+H.' MMC2:\@I@(9$$%^OUYD\53](+1+=_^N+5B3*1WMM)T BIA<]^IH5^>]IC\(Y[
M4G@EI^GYU[*AZTVSJ_G^<).E!5:Q4IA07D 4B!3FB$2P0"QB>5X0GEKY12.T M9M;S/65P('U&)Y?3D)D&1+T 81L*=*G*"V>+3XA\K%\\:E7 M[/--
!R6G+N[NMI_J6IT47SQL35-.3PXPLX8.Z))N-9)Y$"2WU1\LVMT<3I> M-6WOVXN'SG.XX>D(#F JGS_4E9P$+8-E2EQ5X!H.52HS.&:V)+?$[.-P8\\^Y8^S/M/ MO-L%N7=
W^>]NR797_XZWSM,SM%;@N_!A\/E0_:OFXU>5_\J&^,[A\.79EX= M!JJ]W;QPL_[+XJ;A"RFG_4EG >T,X&G9P!^*LJ];A<>D<;M,^&*DY>X0'A/@
MQ=7!HP^XN8<7E"KO72DJ+Y]45FI_59#SG"0T@TF@$L#R)(,YHA1*'RY.BH3S M.++J"76*T-P*U9$%![IV?M%)@,S\%Q]B6ZK96XD]WF?==/5OFPW[LURO?Z_+
[9975T)\XVM56>)F\QVK9/,/NT;ZCTWS6U5N M;ZG@<8CB E*L*O_2)%3%,#(8Y933D 09#M.^&,:-N1Y;,6'T+7]9)>/&7L=[ME@ ^K#!URY1::9AJH[(M=46\C0"DX_.#-
AA;V8;_$/I9#!Z-E:@8T2B),"W M X"*&85+(O=K07-3I.L+RV1&Z#N.:8MD-=T'_ORC;KXE?5 M/DT,_K_%J3R_Q#!'-)"G:1B+F N2 [C+$U8$F*4(VR7#B'WEC:7E5SU.:XKG3H^=*7V?
>GD,ZH]3)=+ MWEVO4TFSO&]%W5T"_EE]\!__\5/X\PK\1Z#ST/_CI]RR7+J_64>,%7$<81C$ M',EUAR%8L!3!N, Q$AD/1&Z5P;/L=/L]=N@+JRFV?NZ:[2I^@69X!13+^T]?
M\]UGQ7D]:+";R_-/$&:;H?./!F:?'*^' 4Y +A#EM^/KAPG?.\%I$Y=W(V!; ME*P[SQI$\;_KS;^&]^&OR+J\T\1N-EN\WN?VO/GX-@H3A(10BZ2"*(H"]75 MU ARDB=Q1
7%:6%6NLPC5S,;;4T=//;<[>MJ;/8, CP/A_J[<>F=;Y\3M2X M57XW^.TL\K&36+#G<__G RN@G:M#+ M-@#77&H+;^2(\5]\5(*; >03]>)\4EJHJMP, MX!QJS\TQN/-
YV^YAIS=48^OS5[Z]$CJ;BJ6<"2Y@D:(,HH)'\B<6PB+'"2LR MDN0YL3R&LZ$__^E8OG""UV.W:[S@BZ@$-A0YC'..(4HIAX0(!D7& M<(YY0FC&;Q_U;;+O6UQOWQWEU[R8Q]
[X75GI'GX?5/U%:G\.:O?%36@4$TH@ MXREM_;5"79$+0A5;R5">T; #]E-E6(U]=EA[3HQ!_=3FI"^"J/&!\UP869]# M[W7;8(/[M0TA>=VQ.F+A[^S:BOK21]HNT!PYZ78:QN&^0-
6H[+'F^Q/]V/25 MATUO"QQY=^:5K4MK&^1J-N [KY]*RJ4>-#;7!(X)/FX+?,ALI^Q3XGK,0)D2 MSNV2P+$!E[LB,"+.BPL"8\^Y^:/=>;VI<-;@M@O'A>?B)3B2D)*59 M@B,8)UD
$9(_$8(B&!99Q B+BB2P"IV;DYY95_M4!W4V\753]><=BGQ; '@T M.?%<6,V6]7G LE/R\W"R7KWM1?:T<%L07G3-M@?D]7+M,(*;67G57_KK3IFJ M*_']'LOOU^ ZX0?
FG'9@YH2@F00S3(,\EF$*9:1S"F B<4%9D MJ5W$8#8H75)K-)!_]NWI<=>>OD5U3E#-C/1L4-G9Z9X-T/$!6D;4]JIE!0QX M60'-C3^S[02")\MM1WM1X^T$RVO[[3:(_6;K^_;_7M?
TJKYIZD_-MGS0D<]_ M\.W]AAWJKAMNODS&FMEL?-]*&JJ4F-R-;&IP_T;.+ "6E[,-V1&X$QOT'SC M8F2!EI0E\VQ=9NV1R M!U^*4EU=: N!Z4R^6EJ>B@U;:C3-[D%ZC?
7FD4O'41VL;.43G^2SCRH(<)OP M% N1<9C&B*O"\P(2%&.8I''*XS",P\ IS7=6KN<.#75T5^!145[I_13OB;ME M"L\[BV;>SP\W-W86<9^;/.!?9U;U!2N'(G3E\4 OA)
[#8=>@3HX5.,SV]6&V M/TW.MG-R\R+H>\Z*GI?G=TFG7F0:3N5A+T/<;=TY^ER8, M#I3!@;3:O>DL))?"G(Z@F]G]^:&T,^3'JV@,L%N!-T"O!DC[L\GG(>/)R#HR ML:C5/ ^HUV;PS-
$<>UHW']>;AM]L5$-?5<'PLF)?\0.WZFQ]8HR9S8XB8=G' M^I2PT]M>7W+:V826*M!D5;NCF_*!JPLMNKWUH=ZD- V2E?*I9#N\!J.XV'>Z MGA#:O=_UJ8&7[7H]
(=Z;WM=3S_MR+_Z;X_KO'*^W]Q]QS=5A]$W-*_8-;_DW MCND];WY;ZRTVW__]EJ:LH'E2P#12QQ!1'L #S^;T7B_WFGSQ^^;_%VU_RZ>5 $<1J(.+.R!V])S!VFZ0@"1=%.P8_
8:;1YPEH\(OY)NA=MAI63PIYQ$" MBVKC:0%?J]_(DW;ZQGAY^ZG:EMOGS^6:UQ_EPGZWJ9]O49:C).0T^K M]XNA%UVWCPGU>L4^^HSKUEGWYK7HM-_:"^B8,K_)2B5 0J^$A#
MU7,,!3!/2 3#B"FCDQ99:G3(8$5UYG6]XT&E5W1<@ $;@YH)*ZNN*G; FFZE M/<-EI[_^D'+84EM([FU;;4)SX:VU!0QOM]%6! \M \PP.3(.;S?"X ML.,;[!D'?VC6#6.
,TSGN(5[WTERVB;]?VQ^3*OSO.<\N97H>9_YLJC%,Q>D M)PKR>">W4%6>N6 ZE.:9C8*;3ZZ+XVTJU4R<5U0.^J6L^.66/S2W.,,BD-,* MDTRD$%'&
((XYAB$.Q7=3ID/I,&>MJHC!#3U&;VIU#^*W2HZHKS]>/>H,8-5<[M-?O*:2'WTA\IO\=NWO MUG:?*->B?;ZYS1$-PJ @,**Q*H2BSM2$BL@QAK. 1D(0JP/LA?B>V?ATE\P'
M=,\,IR\PDQ:1^A]K?AP. :"6 %SC9]T@Z:*N%3OJYQ5H.5CUD\>[B\&:X55? M-&# L>=SA.6P]7E$L0#7RY]^+#<51P]6%B1_7@^V_N[N6&W;+" ^$ M7
@$P6#J(@Q+%1F4TH(SG),HSA*[.K8C)&SL1=.96OV?=4N&-,]7!Q[IAW% M*L\2GD!("1.@B@M0JM%U!=2#BO?H?]<73;JA$9W9<:' MWC<^<3-;LGRA8;?.'#K)
[>]%MX1!2]E_S[@Q^3RWB#M*ZETZPHT)?:H!W.@[M=J:PJ;>WVLAV&\00BX2%/(,AC:0FQV$DK9[<3Y,PC.(P#A%*D8DFOQIW@;UR MV6SUE9=_Z"0\[0M9)FZ_QF)<.\^0T-+AT7U-
J&\2/((M09R7^TISVSKW$3^6JDW&@!7+M=$&1\/=W3SH M6"ILR\1JB,QJ[W>IFW>*%:AYF:H 8+\'LT? US[*@O*R>R%[2-[L9QR&<#RS M4M/<0Y&&P6Y GL'1>+@2;
5:T;51E,&!-.AH MFR:@C@(T;O/]B6UGDD](/)V582.Z:1ZM+PC<-?W@:!$QG_-@9BGF1]?.D,P$K+6Q.0\7 M3[;(D8E%3=5Y0+VV9&>.=M;1H?1X-
K7*DK^L]!52Y7M^V=^U8"B)41;$,$*% M:K>K^D3G,8%12'-.4DJ3+' X,QPE.O<)?J]H6ZP'Y9 M=2EI@B).,IS# K-0[8XBB+,X@5D12%^+<4$3HR8O[\3_W#D/]XIY52OWR\WU
M=9OMJ#GW_Q$;=\U\D_$1!]'YX6BK2^*^"'$.[[LN'0 MX&.]OJFQ*HT[X+'I3A],&WR,C#%WDL-Z#3K:PR7*T*F8!&!\]?"385S:^XQ-O!RS3T,Q'O1W,/D>7L55(;B@FYW>+U^OL8E^V?
SE6^EMF\> MN'5+6I.QYMX5O' ;.UZ 8@8\-;\ R0]H&3+742.$IG75-SAV.FN,RPS-:6TD M=U)H(P*+*;:-N$,%MWK/,>1)[SG;K?F5^(1K53>OD4MX[Q&4]*)BOY9K70[H M96IOQDA "*
<0<8+4520"B?HIXAG/DY 3EB.[XI MNAT&K]4WO-%M1AFO-@^J$:3Z0_<(46RWG[:,@TKJ5-GJE'3VVQV(9435<;H, M@ZSS3X'E]K]C2$':LZ3VY.U^?
P4^["'N&)LUG_M,>'P%:1VY6#9N>QY4;T*Y M9PYGG1]WN%%\)?I>K[SWPF-6$)J*#)*LR%2"G.J0BF/(_U_JWFVY<1Q9&WT5
M7.WHB1#FYP$D@;VO7*>>BJ@N^Z]R]\2*OE#@1%LSLN01I>KR>OH-@*1$ZT ! M$$AYUJ'+52:9F1^)!)#(_#+/DBCE28*05;[W&3E#;U5VLO7P8EOIUHEBO2"=
M"U0&,]UQIW+*:O<\N5[SK1/E0L'@%SQS_PA<CQ-$<,Y3GBL& T@JCD)60EE; 0"<$X122/BU$*5HXH M-[#7^[J-#.N3H*HFD-"K-:$K4]0_/RBEU^!!+M3R3F^(=/#8T"N9ZX.P*WF^
M-A<>YSF7U(_7Q3J-P<-J+(6"\=H'',=7^.ZHV>D -5HK1)\.S(QO] M^7XEQ6S]GJY6+^5R9<28W@%3@C)4T#*&+"4)1$4:04)Q! 5/,4T3J2DQG5JS MG98UL$?5*7?
^#>U\XPCEL7*B]R(Y;/:9WZ:TP?;&/B)VP<>EEHJT&)A M_&I2;32P#W:?LOY\?#N X6ZC\8S-X$\M/E (^XQQ7E'K4\\<+5!]QJAN;/K< MI1Y'O\=ZU=?M&VP/?
D\^8>A8BA$,C&2=@W(_>S(99K]]O?O<+5MV. 8^#<;Y M@1<&!\? BB4$X5I+V%GJ=QY\^K'CG0:?->W56?#YJ_T6L1_44O@'U3GV7[8I
MVUE*,XX3S>&N3X"2G$+*,@0SR>*"BR216>:R>#TB8^ !NY-X07K[,6CLUJH7 M&NPV,EUM=5Z;]E@3:$UZ3,*H:]$>$_?7H'V7NM,__D'GFWH'NQ#_=Z-IW5]T MO@?G>DU;[?
SJ[@LLI$A3Q!#,&9$0E9)!HK:4D.0BRFC$)$JM22*=I0\\;+]_M?_:LZ)B!,8D0G8*FD. G=J@E;/;E\D]]'N]Q;Z_<#@V#I&X\.!U8GRTAN> M"X@QW66.1I_I#4>79-/_(7YKAR95A?
Z4E4Y?^2K74YT<@KA,H4SR#*(824AQ MFD%:X"@N"YZK_W59.AR*&-@%-3E11F(;DJXF)EUJ60+U[6T6:AF\DEQJUD&W M!<41O.S6$Y>AX.8L]@"8"6-\N-
7$:5L"+2:."!AU+7':P/VE1,^5KAD-GQ?J M6Y?56E?)?O^+/M\NOLO%;+GZNES+JN8JGN(X2^)2-UDOL@(BP72=&2I@%F5E
M7K*HD'9MUZRD#3Y,:PU,-3C0.NB6B+46P*CAR#]M!V'_< T.C.O(O0HFMJD0 M@;'QK"92%VA'/M%2;?@CH!58:,4F8*Z7/NJ6^A!D M28 M?=*],.@;7\E^3K[C_-Y7I='T\W1RK;
MW_T=W#_*2@)=Y[:O4L.)L%S-'M3E^M1Z)9NN "OYW!R;/BW5G:9Z:?V7G*O- MX--RL7ZL "VUQ&T%E?H4'E:2KMM2)Y/LJ,N2YF#YK%,>]1*0O_Z*4__5MG[
M3!,E$GB8,PNG\3E)K\%6EWD\YM0TQVHF$"7$99; 0C";,8H+D> YK2SUHLZ,AU M6Y6= LEN:1; =#;+!\RG!?I!(.?IB\[6U]ZV"A T=CO4X';)X_VC&!@['=\P*7VR[<_+\N MH%""GI?
[29)3G"8HD3*'"8O4A)-2#K'N^\B(B 4J:2Z9TXF"B_"A#^(EG1L2 MJ[ENA;Q< #'3?L'T*? ,#]@@ZA@X"(R3XY2UY>_:!1?J3?K:J MA<^W\0$F='S"1O1U(A<.H)R,:;@\PV/:E'+UZVJY>;Y?
KNG<9/P]+N?JWF_K MQXK=N^"9_R,5&?I-Z?UOGXK:+E%LVGST8=Z%[M_7!=[S5[4I?0(1% 5FL M_LH*B0BG,HXR*S;S8=0;?.UAE)V K;JO5N$[A>MV6%IE4.NL9]>NUA-@] 9:
MIT6&RZ*03N5&QX0,/,2^;$_DM-)^'W!Y[2J9N5, M9_9[M@T["I;=X+L4 K<1:*R_][?>O7EACWFA.A<>$S%NV\(>(P]Z%O9=>RGY MSLX%=!CW/NL)=VU.>&_+3_5!,)W?
-6&23W2VT@E='987W;0XDQ1#D<0)1'E4 M0))(#$F9(UQ00DON1DT>5K^!'83:DE85*)78NJU@S>AKOCZW)Q;E^:GL]3H MT"D^ 5MFDKB#0H*[6DZH;!B? -> M6C)?&\
[AFX7X)N?:W]SH$Q'3Q<=Q86+]O"'C&1T5C!MNE [+099M3C;'BSX M8"MWY+B"(QR'(0/7!_A& \K90HJFSR^*?4--I*JQ]R11]DFS955X*K&TP7)!3')8[2#.(R,8GG#%*61E!23DN!
MBH1'3IPW@VL\>,3"Z \:W<"=X2#OV !^-^0L.RNVEW;#D:TEL#$%;)-,M\9X M=+H:_G.P#;"\H9?L&K)Y&^_7(QXT$N;!(DQ#ZSMRS&HD^ ^C8&,)]LYG6DE:
MR0^R_O/SPC#BW[9)T>_I\VQ-Y[IH!_TPWN=8LPK/G5*,1QS&%)1(FSB,24 MIM.%?-!3Z;U34I.E!E9NA=1NY4 /:Q?3=#C5R>WU7MN[R:D#MG:..S!4OH52
M1C;XI=7B;WH;6Z.VU42[Y!:_5VU30Q=5.>(1+IG)5O#8J4R.@!Q)9')]@GL: MDWFD/J?[38G8K*1#ZM*16P=>4M9?=O?@NA%]-CW/RN[^D1_ 9+?A[6^M4Q)2
MCTU>B4?'GC=:LE&/,=T$H[[+AM]?JA%;__->'/]^V5=A'-;=CD%6PY?>!OJ!?L@'TENDW?7R:+69K^44S.JBMI1I2,S:7]<)= MS?
6K]>Q_M[E3BTK^CZ2K>_5)R6E>Y)S%LH29)B5$B!60QDS "-$D2[$4:4Q< M9@9//09V^FH<%&X>W!=/.^<\ DIN?K=6"!J-P$ZE>NO72>GL:C26G]<6]WC-JJ%G$T_-'QA
MNK'YH"N(KH%TU85NUGM ES['<%@:#G&4$,!9>T@O SO.1M2SZN= MA/IAYQO1E'&.(SUZ@ Q1"!% M.(9Y6I D4JN%!'/'KLF6HET&A%>;9*-(MSZK508<9(YI?2: KL'=+^?"WJ]
MS=&'(5."64EYED*N_@SJ=-"31PCP@8=8B>-G!_,/9<&93D3OW#=[E>SVMV MWBE*J>",1S"/6 Q1G"00<\I@*F2&F,0TQTX<-%92!QZ<]IQM^A<[O=QRP=QP MMAO:P=%S&^V#
1>*X^XX$,.2V^W)? NL=L=AL*2S.W%SB+F]31)^^:KD;59J M([.>,DP+K/86,"M2G7!.8TA82J!4LSR+6(IH'KOM*\[*''Q#L9L5YR:3K)-< M#B#8LD%% N5Z#
<:.YC0.N.H9N%,+TF)$BB&-='+28SU20) M5T9]QP3AP=ZO;3#I^N_,-?BD!$*CS^MTWFX79?8"NM6811G- MUHR0RBE!40TS2%FI"6,X34NMPIT\Y1_L#KRE84>%:R+JW?Z ?
2SNL."(_C M">'1*HMCQ?5;#._Z, Q0,6&%Q&!%$/W2KUS78 7-^5(%N\=XYAK1ZO'3?/G7 M/Z1X4(OBWZ3V)!$5Q'%OU^>V5,G1VD9() MM%"@I;KN2(_C8N\-
E3O0/^L109,#^PU*53FT%$9XZ8,]9EYD"O4 M>['?$K=1O95OV!N.8#,(QYF;U8$& MOJ7043V!&Q#[KL'Q;F]N/ZEN>OR@RYZ7SV:GLC#;FHT:?=^7Y5KM6^3=Y%XU\7*QGZY=
[^O.S4)YX5LYJ>ODZ$#T5,6,XS1E$!2/* M/](,LCB.81$+DM&28YE9];0Y*VGH7"\CV^0CO9;>G/K8%X/TX]4_M(.BX#:L MO0%P*O*P,LZKL*/_R:,5O\F":@6" 21[1, M(2VS!*(L51.S2%
(HLB0AF)12"J= JZW@@0?U\:FJZ1Z_T^72J?L$J+ZS^.50 MA9C0#U :()SK:OM@,_T)L5>>]/O!.#__G[G_TH8^/70O=8UDH%0!44^YBMER!K\NUZ]+$ D)7WQ$" M%C>?
T>V4];HEX*MN66.UO^HW?X".5B<$7JU)53\ ?7VGSMSIYR:^RK]N.-=5 M0KJ][VJY4#_RN@9%1XD?=0)=]7G1O6:VX+/G>:?)5)ID4298!LLDB2"*A8!4 M(@))7I8YY3)-A1.;
<0"=AC[4WHK6/>86PJ0E__ZLN_[5QRM&1UUGW;ERJZ5W M[]$0+\O.8XW\"MQB)TS'1MG-V_:U<[$JUO])EMJ=K#5L ;=Z-B0O)M;MFJ&\Z@A00OD4H.H M-*I/#0GBOE,-^FS?
7*GU;&7\N(J/W:N'W/R<5=,R9Y+A.%5O$.DD UV0*W($ MF7JAF4@0)MB)-/6XF,&SG5JA=6F;%JN6+DJPXZ+Q!$AVKNMRT]V];C$4!*+1ROF$ MS 9"Z_.QP, XGXX9^:!1H$MITJ9
_])H<;J&U^=HS,'L< =C-D+'/A9S .+(MH9C+W:&.V7]7ZX@GM;O_AZ3S]>-[NC))./>RAB5F!$,\XC$.FTF
M@E1F&60XHH6(.>6QTXSOKL)5CMY;I4"M%=!JF90Q8!0+TD;Y+/:^Y_(A$0UQ M0G\1F '.ZFWQ&.S4_JP"5SZ_MP7H_$F^]9/<'!B=-J7EM^7'GWQ6:<^H]T%S
MTRUW^4T^JP_R4>^-3,NIEI)Z&J>HR%.9P#*-"HB2G$-"4@2C."LI13$EO'!H M_NNIAM5XN[@#<,L!L2R!-,HUBZ-5K1Y8+]6/6P7U9;Q#"V+GS'S?0X*E+%E& M8,
()@:A(,TB2C$&*DHB4NDK1:X-K?7\?"$P]>1,S70;1VELIES?9XXRWUYH<#O97OH8SR07.5>_ M??A53>TK.C=EF4^SQ4P?V6B^S&9;TF:0EC&.8D$3R!A'$)&(J7D68:BFM;PD
MLA1Q*9T2Z%RD#^S=&UTFH-&FJ2_NZN.8_.($K=TF8## W-RW!59M+&*(-%TO M%$)EQCC)'C=)Q@>6@WP9KX<,WR'\@.REIY\T2@0F*(T@BQ.N^40EI&6D?DK3
MI$S33*9I.51S< <]KQ+QZ.T\?8PPR:_E]*COVS> ,OI;#!%E&>D%#MHSW /> M*[0+=]'RS78*]X#ZDB;A/N)\VP#\D-5:+YC_L9SK/F35+M5S][M.IK&(*([3
M'$%!,@E1SA!4LT2]@BU1F4_$PE:?2:@F[O$C\')>SQU$:J*6HK]W!N@$XBA^Y,8 ?.(<] CR?XQJP_DTMCI\V3W6?B#NY MNA$_J++TF_S/1@F9RI(*+'1#H(QAB$190)K+PC0C*V-
4B@A;,9*=$S2PYJYN@?+VAJQF=@X5<@[E2:&*2KV6;HB,^OKL5FQO MX*6X>6VC,'BE<9LN]8O6YV^:V.W8)ELKW%P"&J5!K763M&TZ107L6C(LLJ%Z
MG0RDY;@=4H:%^J"ORL#B+J]M7LU^F-#NT?)<+$5)*?89A)MQ*]]P0LIH]+,R"R+_@N1=7 MR^.> =#RWQKO=+A*X;,- .4/_>*O5H1M T8?:705O=[^A:UDS!)\#7=B_9]
MRX6I%-15$R0AC*9"[859RI1#4;MBFJ04IASQDA*"H]PI3[U7VL!>I*$DVLGT M*B_IQ\O2481"PX -;(]MF2O MD7'837E;Z[,1JH5-
P/O@31=/FA)RY_%:P/B;AJ,&'EWO'[_2;^1]HMQT8GP_ M7U:[CBLEB1D1"8-1$E&(*)609KF K,0)R3!C:1J[3*-'I0P\?;8R02/4;=P= MQ\5NZ%ULK=OHVS=T@)2H7HL"#
<+C,D8=A[UF[@_%_HLO:&/*]OOD-N:M.24WV_N//^5*YW7>K69WVH!&'=#J XQ"IA>J6,[G=%69\PW3%]6G+>H; =2E ME>H;47G P,:QMJJ[=I<34*L[V?
\HC%7JMSN[)N#,AQ2X!>L;>S4AV[:^%=/& M;_7Z5BP_M;5\BSKZS> ?GY[GRQ?Z7^N#VJG(&ZH=Z7W63X!MY!X'FM5@!T5 HW/PV,5J"I9B@M1YTU!H9Z M?
P(86IQKVMWGIVEO748W/_N]-I2%L\-O7D=W@2S1CF=IZ*S M4V9&/]O\-5_D^_WM*&BZ>5(_&.V2A@-A:ILL. *V?EF$GY8K,#] 5L%-U6K! M-**9 #&K^'Q9;=1CP!-
]:7$'5!_3\]7,+"'U/;I'W,Q8JAZU_U13HEA2KAZO M?^*SE=)7+T.Y>NQ<4F&ZS"T[#VEZ/=;3Y:O'FV]"YW291_WU*%?2_-;\TTP] M3GO!^L,P-]4?1M4>STS DU1+9O%+]3=#RBFD9EN?
+0P[I'H\^$'G&UFWF=3W M5_+!2%2/^^MQQA_/&#K3M=[/RY72($@*YH4?SXG<3-^GCI2T>:'1NVS.2Q_D MV;Y>S[8W"]&6:TX+ADB9) AB1C+=J2#64<(28MH;UF&MV$J[-
Z_=1L=L#7&*KVY3S?FO@QW,&NK>J/V%% MJ"[U^X\?MT']">,.>M.?NLYOF+W;5+.%K*H;_I_-K&9D-3^NI/RP?**SQ31. MXACSN%#;X8CIMM(QI$520![E2/(X)D7DQ#A]5N+
9W:M?-!18):%<"?M1*. M&3#G8;0;J$'!<1NYE^+B/)RM;0TTOL_+&W7 6YN_[P'L;_0L2VW697MS_3_D M7"B_HZMEW[UL*82EVG&F"8UAQ)CA+1.Z(5D!2QSS),K5KZD348&+\
($=1:M* MO7&JVVO5V@"MCIGD3/DZ>_%G9G8"V\Z'# 6AS]XS"KN1:H>,(0J4'41/6YQ MJ@;Z!BVW[?N?(Z0E9FV$:*+S?6+_WB8 M[1"YZ#7J1%SB^#TC11UZ%=[%%/HO\\[:-
WV@[E9+L>'K?U)]9K1^N>%\M:'S MYNSU^Z.4Z_=S6E7;OM#;ME@X+1DJ.8-EA"5$"!?*NV#=0B+FE'+$9>S67/5" MA89V1XUZH-$/M J"1L,):'0$1DGP6DOO#F87OR>
[9="8Z#MZRN&!]ZE2"()6 MN$*&R]09N]8A"'A'RB'"/->7W.Z'G"^?-<+8XKY7WL#N*XA)Q5@O17O2@[7CY>=WPJ(
M@IM;V@H&.\F@%CU(HWHK,X.1IO5+&YG\S,KT0Q(SN]OUSIF29:A.(-%F>$Z29O$)8-YE.0,1461)5;AG5XI P_LKCBG&$T_M-/VC.9C!;F/8Q5;K(6ME2]] 50_H#%+UM]T
[7_V*,/2RKQV,-I=?%F?K'OZ MLPZI?)E1INL_9E(S*TQ1)&B4<@FS*"L@BE,."9.E^BM)<%J@*$DREQ/0,_(& M/A#==H'2I#)M7=]"6K)0V6)F.^<&0\)USFU N.^
\+4'!.^N5V=,"]SNZI2T MJ_2Y.F/ZJ097YV[S&^1?I'JFO'V6*\,V^D7SB+8"7ITU^K#1OZ/I*M/LQ]R M6N0YBSC+H$P(@T@D&+*2IFKH(UIPDK!2.-5)NBHP\.QL'P?U1M#.!PR)BYM3
MJ#71]3N-+L H,P%;=28ZSXM)<$=G8@*T1N!3'[N_L]?P!2.0&W$6/ZI?\05G MW]%X/\?/\[1T3+>+[U13]+3GR%/"J&!)@2#.>0R16N]#0D4,2YDQEN8LD](I

M[GE*T,">1/EF*!9SY8+|&&F"5)GZ\W*\/ZT&K@YFI. V3F4$# XKOX[G&|& MA*KME&X%@K.7.&=A(&]P4LRHH_Z0@*5.+C(+%.(O=RK\&T]5E"%U" MJF+
(,'6>/'C6G:B;Y&Z=NM"07X+EEB9>YRRW5ND[EO4C7C$W_E(G4O^MSK/V M/4 9[A.PWBU=_[6Z><80-)H30$LU+0%EY>OSF!OQKTW-QCU1WX6VR6SGACBF M&1SZX9I4!-
+SVFTJPL)MT:@BL$"W64=R,?WXG_7+S5\K47U>?-\|/:T,+5>U M7MRS^:?EZN9YSN;_LVJ.."Q6B8Z/"C1N*71!+_JLS7P0?_X29>P_*%+6/2Z MJ:&
(N_E+']DVKT,Y@;H^17MZ;0)=O;QN3V,H)>W\NBO(_5YZ0'S=?.ZPT 8\ MDO)$[(BKK"3_^\/RQ_]13VR\)!<[Y^@J9Q17YVE\Z[A\;_=D$JM[SM>T9%S) M61CG9L)T^LLR']:';;7=-
"581I)*F(HHAPCE&61IG*F=+1>8T+*(D!.GNZ/\ M@7U7A|UVUF&S_:6LM=3-4VLV=][H63E2_[C";;=\'!!$-P?5*):34"KRJ0. MQ4^ZWFJG4$#*,S\D0I&A.4H?ER;-#YH#
C7/QUP2VS=QO ^[PMXO:D7W>2V? MJFF2%:+(HP0BS)4[*@H""HF.-W1 /RI M=0!&"<>][3D(76+Y08#Q"]W[8N(9J#]K:="X_&EI5PC#GS7]>-3]_&U^+L#D MYNE-
FJF%UOVOORIK&E9=&94R3Z4NELH%1"7775VS3.?/%33G><2R;+JH6?WM M/$"?.*NOG-1?>5>H_<>N*WMTX7_+#Z!/\N>[PU(3[JH))OZ:K1^W,;'Y]K[.
MQ8Y+DUZ<[9S$Q=CY[8IJJ6WTRQ##%-(9(8 H%*L=$5-^+8NB MC.38O5[<0O+0FR$E&[RB@'K45)W:U&JBK@E=$^Y@?="""FXRP/_$N;#/5IN?HF=:23
MKXUSFR81C4N29U#$.J+"&('D&#\.=7< YJP*-^)-B1AW@YXS='\]GKW>F<=#K MCF^R7==7=RM=,?'4$FZ;\SQ]+F@J:A@2<82C&'*U%-!YB QBP2(H>)&D:1*3
M+++L-.XB=N"%@5$%='0!C3+@E3;UZ:A+=9(CN/UC?CC('/"4\P5+H\:B]#"P[P.SX7/W9[]|?2U MMZNF5EP]]QWE_YXOV[9242:3M.#*F^(\51NO,H8TUCW.,XX*%,F4EDY)WOWB
M!G:JC2S'-G?] -DMBL*9[>88C5SU/8"=9-"('J XV\[*4)WQ^H6-VR7/RO"# MCGEV=WD2X=+J4?^_SI7Z0>?2) .JM=F,J]V%_L7-0KS^A\Z54YKD>9RD&'(]
MV!%.4]W.HX1%@EC,T@2E)9T^US&B-5VM[0;_13JY#))]S:S'BY8Y 5S]%\B= M:).ZO=HJ5O^>K@%K.[3HB,2+I"M'5MZ+7A",1=%&<$X%KR.]1.!)!0TSO*(
M8LRRLGE%'Q>6YX(COZ!6KX%>CUR(:[R8(F54%(Q (9& *&((XI1*F*RD>,ZK]"QGS#=C-R:/AZC9EUY#J_X*.O G8J0+J2S3(>__8O2,@
M@78(H$*Q;5^DR[C4W"%@.^#Q#O)0WQHRMMYK6/9YH9R&$O=-;4:F.$[R,B]+ MR#77)LH0@BR5!8PDPER4G.'4D=BI5][KDU+/]+AL-4 :!5<"[#Z\;-S6P%1 M<7-
,%P'B4;)D96:PPJ-^:2.7#UF9?E@$9'>;9_= 4W/Q7?+-RB1>??KQ=3;E M.2)9(5(845W[J4DFB,Q3F+,TS1&*9(&=:+R/"1D\T+INTLL\+7?W]U#MY MVF-C-
YHOM=AM"#>%,SMQ$_#I#_CU\Z1)9@^81M9G6*AV=L=$C-N+KL?(@T9R M?==ZQNY.5/3I4KX[_0_+A5H.F*ONEFI-(->SE6&@ZA0*:FZ:WQ?T28T"72;8
M5@+>K&:Z=7@W&61;'#B-4B8S$L4P2TFD)GHUV[,293!!(NB5S MQCF=U303E*\W=#6C\YIPXA==SNV8G':M5VX9YGS#;_!J!>"@47T_N6Y7\QTP M GO=%Q JM'LE*\:-
&5_W51T$HZ^LCF>4NUZV-/5:ZGE-?ZM&J6DLLU)&@L!4 MZ(3HA*5JHHHH+,L4$RPPDFY;TC/R!EZK?EVJ/__^_>^Z8D)6 ()SR?]>F%E& MS\(AX1@?JP6#M@Q3M?A^]]*
[H$E),A0!)F_YUM1K:2_U[N7C3[GBLTK>K69Q_V^MU2L!Z M0Z_Y@L2MM_*Z77._1D*_+V=L:!7&S#4;"E3+TN7NS"*Z+AOY?QR+HH["4*:(" MY3&4!<40\9)
*N(,QH04*1&H%+%PXW&\&!@O#L:6#KT3V/=E3#P.E-W^Z&+C MW6;^UNKVPQB"1;#7I% EX4=EC%L+WF?F01%X[\7N/57>+Q?56K%YGY:Q- .JRNTIC-Q;JIR IO^
M\1C&8L<0A;NQ3EU5^NVYH*7*B0>/UD^EW[!N,Y4S5WKRQ+743K?EI]F"+OB, MSC_O*-+NE$#^,HW24A2$I!!C3-181#%DB!7& X8'9SNMF3O45O>]X=
[(RV(49,D,!)#JE,&40L1;JD)H4\$T69 MIT66ZGY,#B0MO>+&"!"O>#";@]84Q29S-0F1._=_K4?5#M/$@XJC[@7/597JO9 MI&%VMB?#]@*VWW&,@:GC:F0H.)UXKR_!Q(L
VTO@:$S8E\#1I<2^Z#F>'$P[M^CHE5LY^:);T#BEBG$8H$TD*699(B+*$0:J[O92)3&5!&(TRIPR*,_(&=D9' MN2<;YJ43M)/U;QW3],ZA:K=
<"8B5FY/ILDR"G>AA""/0WMK$@_ZE/9<&#:LUIK O:Y)V*N=-=W'-,G6]LA@2M4:ER1JQI4%UR=_ M>0F)<@0PCM*$T50D"7(:]V_&LH&]3:T-/*P=KSN\U8F&FJ]=J(^&KBKPK/;=
MAKO=E;K]K0!ZV7G$V_X_ (\^3B:ILB9)=?^(1)LZ:=O]=:P%=5W>6MG;I*]6 M$U";K-O_M15V)[ZWO8Z"@Y^P7.]U#GN8I^41U145O##O9M=2 MK=J>
[,91E.0RU@R44:S[BTN(\QS#6*8%Y0DBC#M-NGW"QLNRZ0CW3*PYAI7= MK!,* <>#JZ/&#W+2;6-@Z/R88Z*NDQ;38_3);)B^>WS)H@Y:4FOV@_DWN=ZL M%K!/M.TL?@B?
R@T4W.^N^"S^T>:Z$5>[OT,X%#?QFW#S3FWTI'J19WK &(])RUV!D MCHO&W#,$4Y*U@2$5@PR2 B M,=;5 C$D62YQR4D4)
[E;PT@[P59#])+6D=_E>CV7]1;PB0H)1$VIHE:OH*:4 M=6WU9H6GY68^'$:>C=QJ^2W7-V@U (T*FJNF\5?:2;4:A>S?YH) L'9M5D)' M[L[F L1A,S:GNSU[(RGTY6HEZW+,NM';
[69=:=FZV0\EF"1I'.M]5@21B'+(M!*6P0)C(G!>21DZGBV?D#7[RWTBO:Y[;SH:@HX%_P\AS4-JYCX N28(G,4F M8!\E.RM#M5,Z(VWTK54J*4L2BYB"7C5I2>IP0,G5/0B
2M3*"%VHWGDYCT#^ 0 MECK.]&Y&6@_2"C=QOU; M1=&6=6=H-/U8=.JZ"%TOL>GBJS/#6:-A!UYJKJX K;N_FYW4%O+E0J%>-R%_ M;LXPU6-
WJ>:R>OU6P$K.]2Y8%W!0(_%Y67",[/?U(9^4U-Q M_G.V?OQ]L6257)F4\,^+YXWN#]$-6G[3$YT.FKRCU:SZ,J-,_6;]4A_TM?', M-DXP1:5$&2TYE(@(W6T[@B01'$8EYQ&3!
<>4>AV^#:GU:*=X$] QPU2-@*XA MH+;D(&J\-088:R9@:\^D25TX%ECV/"8<]/-(,YGQG&)((X0A(GFI XT()C@M M9(0+QG#L%FA\.Q_()7'*]_6J7'GH4G\L/UKR
*7Q6NFHOQ;U8S53P]UH_Q;? MK>-9\M7?UX6'TF]C+/L?=8^!?^@S\T%UOL[A^QBOX>0I_BC"+RPS_8=A[7FY MUTI-B619G&02LH3I5GD15_-'B2!.DC3&A92IM-
KS]DH9>#FPJY6<@$8L^-,(M=F2X. Z1G1N^V' WM^ECLW]=Z#&;0E>#OI)QG1K08V:>K/P\>O% ^?75J33" M)EFPY>^L3N0+ON+WG$J"LRC-,8Q$$4.D/
"D28S5FA%+Q+)42HG=>";'-E#Z/%6RLN^[HT[02E MZ-9'QD4L.9,2QC*/("HE@9B7*^M2H:UQZL?-$U._7Y9MVH-EF>A;^)H"S:!7^T;"SZ!A*LD"?!YOJ':L[RV]
M^0*QH\J_K4EUD!;,07]3'/S_L,\8B61(2<\AXK.9" MKB9$3"B& A$48YK%:>+3FZU?ZM!3F!9>G_1.P$*:X]]2ZC#_O#U,OK!MVQE0 M[::$X%"Y>?*V24&-ECX1-QJ,U,K-
SNJP#=W.R+Q&6S<[&$XT=[.\V35QZD.3 MZJB>6!=.&!:76S:?/1A_5TU+DLHRPQA&!%&(@Z_5JQC9K/E"AD;<@N*\C^E@LYX=XM M5ZOE7[/%0S7-$(T2*1F,$"DAPA&#-%
<_L9Q+PJ.H3$KB10JWDS%X%&#+"BR6$.Y#GXW^3'"'5H2F@NM(N X7W*&))\G@CESJ6S6U M?):K]WJY@>=S;6O57NGVV>3T+-X,"/]U]6RJJ9)%$>8Y&I? M@Z7:YD1JPT/T&;
<4(DFH0)E@3D7M[BH,OI"I*EWS;"8?D_L*MDJT?(?+U>QA MME!+?.[,\.@!N=V('Q9(-X?0ZE*7G:\G9E.DM^[/=7\(&XR;=<,-5VN/39U6 M_$$^KR2?]>>8>=1P^0(7K*S+68&1*[U\
3HL_O)^TL6-*=2>3GV+#>?\YZ=G M30HRXTV2D&YP9/H;>7:FL'OXT)F\>[T4],'J5BV]NMY7S+L7A266_8YK%!C=
M_)8S@N#/H*VQ+H8D1#,*2XG7ZD;A!DA/.PK'!_FML$QX^OWRZ6FVUE/?E&)) MBB@K(6$TAHCA&.*"8T@$H1@AD>32J5O6WO,']C#UZ=*=^NVCWE[OY#JR?NVC
M8K?"N/NDHX8=K^$N#497[#ZYNLI+KI\68A M/FA2HZ598#;AVREGF,<4$TAS*B'*40%QE@A=B%I$$2M2SA*WW+Q>>8.GTK72 MS7):[.2[#;Y^S.R&8C 3
M9U!PPRKY8*88TQVYQ(24<9[!+-;TF31ED% DH"P3HJ9/%",<.04$7S]_Z&#@ M3H3N^A3:%C& OUM=(P#VIOG'@H\;D2H,.#>T\<- 1XW[2#\=^*RRQI!J$'[M>;%6;U&?J-
1Q_1U[YJ[)J\2)* L,BR)1PT[(3 V[(H,,B10S$L?8CD;%2_K M@W+;44%/*CMM&F)#OR82=JC:#=_!L'(;W/TP=4AP!^']0(A<+*.]E7Z63A
M!,NI'A=N#_',I5(K_^6BP_WTN:HV4DQ9F>6$2 K+)(D@PBR%+(YC*'.&]4F? M4).\4_;4<3D#NY):*JBT6# S$OUYV$Y!9>QJ=_4@U2F,Y=?$+^J]?
<%O4N<.3TG.242D)LU(4H@2)"%A60:Q MS%%61B5+I-.1_(&$46)8/I/[(18.<2M?"WTB5\V4_& L?-*2D &L5\|? M/X1US+RC0:RC%_K.BDJ_Q;IFS_@VJ_[]?J/FD"?UA45)GA.,
([7!102B*$60 ME>JO62ER'N><13AU"V&=E#5X^.I.KGC#(77#> M:.4Z9YX"TG;6# ".Z[S9$0FTS EX?\YXCWGSC&'!9LY3.\^8>SA[GKO! M-T"]GM44%CH30M,P-LUU<G+
7"-1OO8[A&*[CFO4'U:KK[*]:]*7_W@=R;CZ9[^G&+*N!0D@JDHU:R? M,P&IC#',2)(2)F*<,.Q&1'9=@ZS&X"4,93=/R]5Z]K_;/ U=JT1U]XK5C,[! M@]
('_#+7;4O\SJFO]!EPD1:"Y!*6A$40I3*!1*8IS'&2X;3(/B_5L M_=+L%4C$A8$*D MU8#Q$3[PH&K$ M;*!;P1[+9,<\+3;E$U%$INXU1KH7=+M1Z@560"6N2VNH#W
MYY!S7K[X0!!HL>$D>M2E@0\H^Q.YUS-\N^*N9C_4BN"';.EV3?^,+,,)IQA* M6:HY6!\3,I)R&),L3S,4Y0DIW/K>'I$RL_8R02S#KW2+WJY,GM8 -FV*M(< MZ#HOPC6TMF+MN]B]
M%.YS3%@V\L']BIKV-:T6 M)BE-JR*%::&1?X'8>H?ZA&1PM?K=&G/1T=2,'MI1T6V*#_9J[%8%H\+M MY:5.U?+K2&NCI(&\J^8$]),)A%N(A,8OT-HEF%JC+G="@[F_0@K^?%=N-S73
M+NK>=G3.ET_/=/%BM@*:JDK]XWHIGY[GRQYJ5&/$XS94WI1E$ZM\@ MIB2")"NY)DH6@EJ5+3G*'7@UUM4%-,J KC::KZO5!RB%?OFWY2[)%=]^#SD@ M:FX.\.T 9LLC-
QAPGIQR0K3PK3VP!+KBOS)-+KER!_H@K[TB##^<%UPGN.+< MGC42;YR7@3L..;_;/4M'^:/:]]:VK+\[@[YN'*B'84.7Z5@ &^R=VJVIK_*F M7*-SQY(43$*B:?
MWMWUW[14[&W2_E=H(_5;,/6WM@%$?!&6W&0S44$7 P?0: MMWPX-)P'A-I@OO9--<*-3_.;?3+OHV\5.[/?E7'S8Z%Z =<>5:2+S M)
(F4!V=YC"&*"Z[6W[%:CLL,"T336*1.14O^J@R>CTWGIM^WSGFL_H])>G2N M/+P :-L#C#'@"^9'&Y_X19-;@/2@:>J1CJAFB5G;!&JCFHPQW5.]^TQM7\BS
ME$MQ#7;@XJW(R*'1S\1.]*ZNWC32^2;,:>[^LUI4).W=(^5B9IUBP M"&9)2B!*(PE)F6%($H@SK*4QTX,*I9RATZ@:C=ZKUKIZ)5GV[W>N?C:"DT[M?S< 1F[.[14JC0; J#"ISXI>P)_-
GX,L^1P!"%?&;25U[+)N%RB.E'D[W>[F M3*K5>OIQHX.E385SB:C,4T(@3W5+XSS15(5)!"46)>.9VAT8 M479#_L#F_C%]B25N@[:6$K",^Y3]?<--
W=,9:NIONV%V\+A1QM$I(]J!D,.D@Y[UU!D"$^?I\H#+!.P$#TAG&DE!&, M,I&JE3/B:K@C"O-2YI+3C&"2NV5(N(@?(0M"":J#\R889WM/-UNZ4>FK9IG@F9Z?R"K"2Y9CH6>C^?
P5QF M:410)I%P8I-P$3YXRF+)8^(49G M",(%%>U%CQU&= ;E2.#0_1GAV2V,&U,ZW.GDJ>7BIM-][WYY1W6WS!TK+$X3 M'&4%)#(JU(*
($HBI(##*.4%I&I<%M0H.!-9K8(=D43C>S.Y*71U>6]6%X7M] M#&N=;_E*"ENM[0#A"W;V+5F^F@-X#2I=*>)_'ASKM M_B[7ZWG=S'1WBC1-$4H93Q+U;J7.VQ<))
7*H(AI@003"^?"X%XKS M)\7]MWN2 2P7#[K[K&[,>J\>8?I&%&E!"1(2TK+$$/$TAC1"#"(6$U86<K#;4C-055],=N042YKC$A6P*&BD)\$$ M,H$9S"
(LLY+B/,%)D"7T217&64;WLV3^HE-&_P9TQNC%Z:(GH?9=:%^&7,#% M]CZ&'3; 0?,XS]D_7.+F2RA[C#; M,+25--==Z@B47'>D3(B --.)58S))(N1B+AT67B?$C3P?-^(!1VYGJ3?)Y&R
M"14GY T\]+<9 VOZ4U9 UK+!+TVUKGMY6"]VUFO\4(@XK^MK,)KS09U% M\;%%Y-TY1+P3)L[8&3A'XI2TJZ1%G#']5";$N=O")S_H]*U/\^5?>H4A6X[J M??
+K'8%^GL@L+D@,RS@M(8IT0]RL2&!6R)P2EA$>N[?""Z+:P/[D]\7J59TI M:.M,=7FCV)(7^O37"_-F[%S0=?!V\U86B0TFB53K"HRR9SH4C-^,P_*$1(< M'!5[,SD.?
H"ZI#EX2O!,PC]%SK7K/MSA8J$I89(AF(LH@4A*#G$<49@B5*8I MSE)99&X-$5W$NXQSOQZ)WV[O/GZ[_Y\)N/MR_4>W'S] #[^W]_W_WV\>O] M!'S]>.^88.^"K9W7' HO-
[^XQPKXFA3P53?R00I:?4 (E6'O(GK<#'L/4 XR M['V><5'QSZ>E\H*+]6SQH/ZB?C)\K<;!;=FNF[# XN&&JW5-3=6M%GIQ1,H4 M2IZERA'Q"+(HEC
6O&09%@EBU./0Z"*EQCE&ZJ88[90$K[3T*@/R?!.6;FMP M8"\I%.H%[/@%;Y!%+:2R%.7:Y0670;;B5JC"Q\:[/2\JC9/ MSZ8X\/=*BO=TSC7EFQ)Z0 JE/;7N[OQ-^9=I7B1IE)
(<1@+%:H_."0QQU!D MI,CR3*1YZ1I("Z/9T"&W1A10[TJ: NK'S4*LI%@_!J!C\GP9WJ?OPT,H*.HMM+;SO,A=N7I+4=]/C^,@"'.]SWU.O:1_^7P6F1&'"A #^ONZ70 M^TU2O=
UF[]X>VK/HI\K9#UUC]%6NWRL!NBE$1*G@DA&(D(@@BKF$E.61\@,EB4L> MEPBE;H&P/G&#![Y:X6"UE6X()IQ;;IQ&S&[XAT+!;=AOS?_6,9^6RIF"F_E\ M^9=)/#!
[Q+I7GX['3D"C5M >&>-#]?7XK2HL7M5G#7Z2/^)|_=X\I9KBIMW M5"\[.EQO-ZN5[C=GVNF^["YI-HDW?]&5N*T7++^J"]?5YT7-*OGK2GTITR@3 M0N:TA"Q.&50.(X4L)Q3&-.
(E*2*18Z>3R@%T"B-821>0F4UQ&NQ\TA7!MO- MD1E-H%'E-1=G1U_7D#WNC8&9I2>@$;M":@5UR3EM>KZ7_JRT]V9R(=#-A0G M^0 :CLM./AS$!SSE XKR7,#I"L[/3\]JJ:B%O5?
2'W2]"69927 *\PAG$-$X MA9C1&(J$D"22'$=4.K9:.RK(XSC <=&FQ8*=7- (=ERT'4?)8V#DC7TO=7)#E MB_:J_=[7/F#-]_;1H]=Z[QMUK,;[X)J1LDOK)*K]U"J=PQB5DJ0)SV&N5@@0
M<1FIW1O.(2WU3JX0.$[20;-+3ZHV;G9IG5RZGUHZT;GLEV:R!WQ;=@[B.N_ MS;U)IY>-^/T+)37RC@]K=C;SC@]"^C%&:?G);AY:=V0^VY1+6[$ MOZJ[U>K[#_Z^6C>'0Q:>M.?
V@5WBG89+!U'$OS;5NF86OEO-#,?3ZL>,2]/, MP[[=_2D0^KU8(/O=W)&=Z0%/R"RL].ID?^J9H_6O/V-4MVO]N4M#914=;1HW
M+7C):,P22(7NJY!GN>ZWB6"612A&/"U3G%R6,W14[FBGW'O-%B_-!CH.8H9(M%LN(PB+)U/*QR!*(680@17E<$I0BF?/ILPEU?5_3U?IJ4.[KX -H4R6JUQX/ ML\5"[P 5QB^2KH8!-
TECA'.,("$DA2C)-=]V+&!:L)RS1,8I21IP/RXL8WB# M0=MJ]]I;*V?W;2H6_U&U_Q1>:A7OY?J:UNL;TOSRVD>R9BR!$-1%&H" MS,H<8HP8+(HXR0G%<1DY;?TOUFC@J?
$W^G/VM'EJF[&OP%.CT>N&[FJ/J780 MW5[N01)K+WA13DYK'/C]W%E7=N/36O5 J]^KBR:@45'/"N:*X [OBT*V+KR4,;H32M/FGFL M7>7IB_U.+-XMRG5U(_[U:;&C:W
XL3AR^T@G%FW[]6[\?@(^+9?KQ;*GYLX: M!+L3BPOM]SNQZ#<],#&%A:7>IQ;'GCGJJ46/4?NG%GV7N@^]^^6:SDW2Z.-R MKF[YME[\4=U)N?IUM=P\.P]%R\<-/#2-
%J"C!O@FUYO5 OQ1 :T,,-K8#TU; MD,X/U0'P<1NZ=M ,,'0=+?<:RK8R1AO:CD9WA[KKK>Z=.CXL^<9DB"\6&SK_ M)I^7J_44IQ%A)&>0<%-YEQ20Y3F&
<4[+*&5E6>21;...8P(&'OFM2%#+!+50 M^S8=1S'I']8A+'4,:;H9Z=2CH\|2KQ8=1Q\X6H>./G.Z#3IZKPM9Y;;?WOWW MA7JB:?Q>UVCH<&/U\:=>75?R;C7C\ILN[OBR_$NY
//3[&FVGI*BC&C."L@S MBB"B,H8TEB6D24F2 L69P,7EY6YAE!WZ:&6V,$E" MZ+A4<[!2'Q>;,Q6QG,_IJM+_5)?+!:F6"_1Z[3;;;^6EN7FOHW5QNQ*FMCIN M EH=@5$2&-
TFP.A9_P4838GI@Y[M^;#0>GU>G$HS_2K7)G&PR1O4:8-U-7V'T3EE(BJ0A 7AA2X!0A"G,H581'$> M<2&RV"F\.;"^0\=P3)IEU:195_R&JM3:M+RJ<9BD6$8PH3W5 $
MT2B&.,$=2V M@(XQH)['ULJ<'TWL)49[F4$HP?QE>\V&='I MAQE]6*C);<8KNA#OU35J03;_C:[^+=OZ+((+EF120%$P!%&9%)HY1,((DX)0 M4G DK'B<;(0-'8O>*6#(^UL50*V#G?
>W JW?8X>&PC%8W8_"^8P-=SA$$\PU MG_]HL+R2.AX\UE.&B[VUFZ?&<<=1&AOG;?6 41RNBRFMDW2ZQ[?=@B;':S[" M2.(XJBA"MOAJ*,J96P1% @3 63<5'RS"70TGWX.,?
G.O)5GSU6S4+'M>=! M!PZ[1:6OD6XNJ98R0*[8,?6#]0KH/'IDZO]#HPZ9_(]<,_)6=5OHU*&V_C:K M_OUI)=4V6PT#M88Q'/&T=JK>]_QU;4%?Y@>U!GP7[3R^>%T)':V5I^ MF?
W06]JU4DP7%-2%L1]_\OE&9PS\NER*OV;S^30N,XEH)B%3^T]=J:HVI#JL M*7E:8EJP.,^=,BU<%1C8^7]>P+O5DLNJ M_^'_KT_/]]<'/SSGC:>>TA47)S MPCM-H%$%
['1IZN'!+UMU0*M/P/;*OE $$.N6_5PZR M*M7X?2?7?TFYZ/1<^")_R'DU+?.<4R2-YTDA*B(.,4\QY+H?2HJB/"_192?W M9W48>M_9RM>1\E^6&X^V[Q_S7=W6^Z[TVDA"LICQF')"
[6H0I) G+,2)BG. M(\XS&1'AV-JE5Z#+8/1K[M(1KW-09[M% JT'E]B8/D>[+%1'"O%^0.W<6#B0 MW#S6/CH'2ZB W.)6)H;B&.\7-B[7N)7A!YSC=G?
Y%E@OUBO*U_^.D!>""PQ+".LZ=L8@BR+"(RSF>2!;'TIV^K5>FRQ?N3=K6:K C M0>APMK&:;)VODRG<+LP\K MX&UN\G.;ORU_F(78YX6.A]7QL[9#6G6S$-^D3EB6U;?
E?/YIN=+!LREG!4V) M*" 1"8$H(C&D.">P)$5!8XP8CJC+YM!#AX$WAZU&>F_XH]7)')G_9T/GL](T M1:!MD[D_M6*@TZ *=_LE'@U&]U@40[?NR2Q[EY^&^+A>_5TUB (\B+G(J
MH/H#Z2Z?&201)I"@A*8B262&G*B0.\|>V",I2>I/-]_2M=S.9WC:X^8+:E,& MR(@XHGV@$=I]\J@C[XA)^R/JV"47-%C7P.-H)!JUD\&C<_>_VW'K0' MU(#8C] H:@CMWTPWJ0%?
C4O+J2'5\)L&O\D?!+"\@ M22B!/$XHEE&9".34MWU?P-![0+D&JUKD_^OFZP^0L'/&E]CGYBU;28,L14^9 M$ZND_+I7A5 14EC&02P03)
KE!/(8,DH%%#SF+.4IX79.P$WLX,&B_VQF3>N G72W MJ=<2/[L).3PJ;CZFE0\Z"G20"[W3E>WV]6 MNC+ODWHHG?^/I*N/"_%!%T^5/)/J_U(HB"PAPH3H3G\"LHS0,F(12:15-G&?
MD(%=02,6U'*!%@R49/#!NE:M%Z'^X1_*;K?![F6R$__K.9N\.&!//G0T'MAS M9G6Y8,]>ZS=K]Q^N-FTHIV629BSB*2R*,H6HS"6D,E/3=QEC7%")2!JY9\59
MR1XE.ZZ1!:B:D[J=3,\0XUR :)[BF+&XA)SD"M$\QI#F90)++%B9JK^GL7-^ MW$!X.N?)==#\6+60G<]35D1,, M^XLCMYO]G/(7M?B2\D0GJM\70LT!^L.0XN-/72-9?R93%D<*?
863T@S"% 9 M0<8$ACA)25H@F7&1N['<>>EA-8PNH:RKM=,S*?[NW65 [5VYT93P#=AYY2& M0]?+20T$J[.3N@B60$[+3X=1G=A%,.T[M%C[WX--R)6K+[#^;F3"7Z]-
F0=3>$D4%C*CF M!I6<0A)3"O.(DP@5*<(\#Y62,)Y95\A4J,T$OVA#_Z;[;1E;06LLZ%AKECD= M>VV/LENKP4:9#;3=ZHL#'73@E,NO],DJ([!S^ M%K@YV+/*NS6^?*VN7Z/+YAGC-
;9\K?2K1I9[OQJ9*[!N]?*YJC8=WG-!RI3R M",.89QBB7.WO"48,0GC@@8=;"?-G!_Q/9<.=!2 MJ3KE \Q_[I54M5W1J>!ZW?9A^41GBVF$HJA((P$YPQ(B4J@E0XE**#(B61'3
MC&,G2KHAE!PZ'TT+!EHR^+,6Z#CP!WDQ@59' \/MYGQ:HC$Y@' 'BXA.J2RUTZD'@!XBP3L(:1ZLT0;,MY[^K,6KWYH_^WC M3SVIR5>3VZ)E>*V.SWZZK^BTE%
(41,8P+3(!42PHI+(LH4PS0:,L$45:N%&O M#J&FBU?R(FS]W@EP\HYP9\;I\&_(;E:X-NIND%VU\T.D]> M!T"UGV_UGKR*?[ZZ3"L?E)QZ,&C#L5>'5W%L>NO!0#["?SV<+%_?SM:
[AILZ MPJJS676903PM.8LH(03F0M< "!9#3(H4AK>R@%#" M]+F24*JXNMC30-EZRB#FNSH\MN[T!9Z +11A:G4MT??'P2BQQ$C1: M]HF/^=T4%:_[/1O']K'P'#;OJ#I[SZ*B+I>
<1J5:49SAF"!2 Y1&DE((E3" M@I<'<=G9!|!I*_=MJY+9+CPK+>%.3<":I9QC\]H@K\1N@3(ZS&X> MK5.5;:=$P%:Z(3$)U8,WB$[C-N\-">-!U]^@#W=??ZF'Z#Q"N6P8
M,L=^6S9B!Y_Y:R7 J;ZWA\;);;!^ZFM<.K$"R'GF=K$X MT,1L)7+4>=<%A/UIU>G>ZZK_)!U2;1E-/<4 M&/TC.H");J.WMJ[;P=V5+?JXF;:4T1>;Z\<;W=CZ*.>F8I$"T827GS42B^4:
M++5B?\TJ"9Y7\L=LN:GF+^U5?P]!,=UK^0F>Z>/WC$0VW:OPCG&Z_S+/7F1" M&-YE.M?'89\7[^GS3&UYFF^-9%*GGTL8E[G:_Q4B5?N_F*M%1U86A&8XR9W2
MSWNE#>QM=K+-P2U4'V MS,;L@PYE5C?Y)J6M9C^4#]?T)6VR3/4KG2TTC\F[EW](\3!;/'R3-6%)]3A[MOODYJZ929%'.$8=%5!9JJX%3->H+":DH)4,EED1&;OEJ/FH,[!,;J: K%ORI
M!3L6_'F";.)T<'2X[R4&#ES[A*@#I/J+GK: *DR;=;N ML6X.F$51GE(,,QF7$"$>0U9B!+%,$8N$%#)QK'OP567XA)B/]Y^_??SMX]=[MR$+$&!.G]LY'I0R\9C(R=5C22
5_FBBE$>RX9CH. MD9T[N=AP-U_A8[.SF^BU*9 /."YCU '>:^;^Z.V_^/KGY)TBI,XOIS%+A2P8 M@=*P(A.AAWA:0)*EG&),92K+EDO^_CK'Y\)&74D:0*!\#";5A_+$O)UYTN"7J]\DU7
MM;_6: +JP_R.4N&[BSFB$<@=V$H=U3\X0K'O,%QO'YFG_!.=K70;-&D6(<\F MCOZA:1'T:6DB5#HCQH39J_5J9MH*5-.LB#DN*8&IT%1PO$P@87D)"TP*448X M9=*)4'=D_0?
V:%HJU&+!:B<4M)V70+E< 3J?_E3\HT9\34!^DALYYZOW'8Q M]&9?I.LJZV+&=&V2:0TI0<>H"?C0_1 ZAH&N96^ 5_VR5W)MYG5/[=\67^DP MKR88>_N%:GC.=6NZ$$KXW6HI-
GS]3ZKU7+_<+>F6-ZX5LS#[P&58WA:XXKMZ]_$;_M5R9HQB3M53$B(J, MIY#*B$.4Y@*2$N6011Q%E"8T0T[CW4'VP*._M[2VTFL/HPZHSP-]$L5<<+;S M&P.AY^9%@@(7L#KY)
2#%RD?2GXCM[I1$P@^@.QP.Q^<0ASA7>V : M YA&&: 8YB!*PB2)$4Z077L9>Q8\NZ(MJL$V66?NYI1F!WL=!_IRZ7PN FM5 MNG1
9[3AWP^=8N"]N*,S"K+P2N=&L@W+4JBNXZ:1]CNA32T/&QYYG556MQ&Y5('EH59/Z8T-S52T#LM30]26I_ZQL;RS X]BBJ;B MM;9I_'R_V%@W+;J352Y/[?
E7BV+VV/0#2W&>9%$D01Y"%0)#J*Q5\@3@-)?* MD*,PBIA-"'R2DF=SK;I_S66P0[EGX[73VC(+:YWHP,Y>>XIO':.>%YK@E6-HL1@8 P)D2(
MU!:6Q698#3OC>C9.32OXG^3YY7\'BJ0I.T/;%<4:C6%7)E,4 MAMZR]4-?L)71 E7AJ"0GT!1VGQT)1>$H@QOTA.-_[GT>MJQ.Z>Y>A$9WF3U>

MZF6_JA[]*AZKPSJ=P949S1CF'.0(Z^[SD@/*4@FB* M#B3)*4[M>JF9T?5>/ MM<2##?5>R7!3-9JMW1Z48^=@^NBESX&9C93NCLZ,J(Y]B&:CBB/':5:O]XS? MMU-4-
||OI%CHD:^>R.)1E!.6102E$0<1CI6'R(0*YV',09*FG#,7MY<=+,]OZDP>-,B]IN=1Y:F7(M$$=Q+$%"$Z3A*"B@)!- F3=)4$IP**T,V8BJ[U5MS8/^MH^TJ+4$J3!2I)F5 M.U>/Y;)Y3C-
JK]HPX1+5PD9H5R@71C3'1;VP4<,!"H;5RSU36NQ)|-54W,GM M"G,]_L[%Z>84FM_I2]>KA1LW/>A# MK0=)1"]$>B*]%B5Y?%QH6!Y]W55^$=_$;"4J&A,!PSQG.=<]PB(5ZV49P!'F
M@*6(AS&-< :MJ@6ZB'D.\79)UV?G%?'&2FVQ6[O49N8/72G#SKWUUX,]&JN! M@*XP5[M(C8NL:B#T 7ZJR3N](2L6RHV(CZ+^WYOF1CNK4C[E/7FM4&]F7/UF ML1+;
[F<292Q&H4@ 5)8.(-+'#!2F(!80JI1\,6/3%1=UHX*&]>"EYKUZE-3P%6ZK!FJR=CSJE'3/_XT!F.]]R**Z'
MAA9GI'+D#4Y1&=72SXBZ;\7G'K=^5MHRKKLTU)EIG6A_E37KW#4J0HMJDK[Z>%$V:GE8"/5 MI?83<5.XVO/]GH4LMY,PPXR&*0,98C& &44)W$.$,,TEQ'C,C+J_+,9TO>1
MWR\WMY<:PD]MYG3&]I>Y^J__J_[+LK;EUK2VQ4H@RT,Z+8O#TI;;CO#$LK3E M=N32EMM]4SCREZ%G7;UAF.YJY*6?-0)+>3.[%XMBSJN?=)_/&\5G,2L+5B6$ M]_&DDQRF6=
R(P"2'51>)X3@,(4)AB)B.'XMNR/;Y[YU],_^.^M_I81CHH?,-YX58[^'J['K#FG*$I?)C&[[L5K9>6C=; MD'SKTFX=.51CJ\"M>UT;CCQUC1NB$T<^NA<+H[K6(4K:]XB#QG*)(3XA1$0Q
MAAG(H<@ 1%D"J"[.E8(S%$L&U?|-A_KV';I7D16M(BNV1=8%Y/8@9&R/ >BQ M8'*SCEX$M^JK)N53TP7O>V9DA2
MPJ(H!9)DN>X)IZ$?,@R82".*0YDC8G6PV(^-48R^PP):KAQOJH^KW-%N>+ B M'7N1EJ&WW6MV:F6L3>)Q)M[7[JY34=;;LN[1>N*OMJ6K;9GJY?)6+*LZUNK7 M:F=7<=.62!#
(94Y#D%6=2$2:)*&'(A<9 A)0BBSPW^V(N_9@VU5[J_KPRGF M 'RUWR@]R]GW;SHI4I-48I%P2 "*)->])@3((^5[,()AE%,H&+;"?3Y&Q+.' MV>E^2WK<23RJF"A".68R!S()!8
15$XY)Q%@&4,\2B5EF;"[<354-;TN3GV> MSQ[K_I+\4$W!3YN2W>_%\JF8!?,JP57_V;(.]Z@:S3SN4-78^=4C5S4O*J\Z MEY5+;0XVIM/Y]\Y*/_NJ_PXQ757['R,Q;I5_AY 'U?U=S_;VXBN
M^HKNSE?8D1_;C_12SA$?TV|<-WL_3>8/M;;^-IO34BR^Z7WFS>QEM2QWNVGN MWF-LZ_)?[]6W^J0VK>4$2XZS/%*.B3$&(".Z7U"4@HAF),9)$I/0ZL*A+T9'
MVT]>!%N<5_%+L,U[4#-_T'IVS?%%\+ @LU*M0*6N.I@'G\4W-:')L!VHL_GN MMU=]BUGLNZOM.8%[5\EW9G3-O[\ML&L->]HL.V/S3;?5KI5];@/NG%[?()8N
M;V;Z^%0S5.'@BW*I.VE7()O\7BC;FBW5FC41D6)C%/ H6X6F8<0D#05@).$ MXA"G.,FX7?AJ2MJWHR]^5#=):P:"A2X.>]%[T]EL]1S\I/:J3ZL95YN'Y9/] M3M58O:8QK
^EV>YJZ3+8,'$1M&Q4'=@O@IJ38,.*RSC65GQG$:PQX9%C5UN% M'$:MUB/T139;O,RU<=W.9PU86K-]2U+"DC"-0<8Q!3 D'%"8A2"5C(DPRA*9 M6AU+G*3D^PRUIJ7BAA?
=Q&KV>+$)*500<;,4SQ?!FCE=4]" %MHBFYU2I)D/ M<:(>RY/1OIKQL!<^*[XS++-3=$;&+SLC[B%FV;D7>E9?K%Y>IE7<0Z97I'SZ M-)U_OYG)^>*Y/A]M(?DR*'),4 00$B&
,84@%P2!, HQ24(A8CV&+$!,1OD&+-O(,'=5GZ"B>:LB^;L)/;59V$(=5Q"R/L5'%0 M"6'Y>E]0':[S;:=:2M8U[?LH%1-"9)XE.LJ@6->22P(PSCE(!"%A"ADCS JU MOQ<7GEW-AJ?
3G55KQH(CT"ZVD#A]9L',$WG7K9U?\J36'O@W]3B#/FF#P\C M8]X,4-,AVLV0P896JWY4PW\CNCOA9J-6_DR*V>=Y6=[,-NU0Y*=B1E103::* MH\KA*E5MJBHYC9(PBR (82ZU!V2)"
("E+"8Y#),N;"K3G?-H6?'>"VE8-7A M.U_S&Q0;A@/%D/Y_43S. O&C 2-3WUNU7E7W")=/U2_*^;3@59:C;$7;0J-7 M?^];)>MJJ@UCO;><0-
NDTWK&MCB\"#2/P4^:RW^,5%7K6%7."VY=\?=&M;B. MU7NZ3-:?K!FH&?KV+,J-$V+N5.,G6\;H,>"3 S M09WEP#GC_V]%IH5\K9K;U9B*1^]& M0X%8ENO&[_K"
(<,"$!''()8$1Q0CPDAH5CPZD!/O]:5KC(B;FP!L54_J6[X; M#M=XI&8N9*CZNSW+B"JU3+%=7P4M8Q=!%(,07P3;(!QGU>OO%K4CI74Y+T5B
MRW&IGS9.:RCU47R9(Q6U+L[5<':>CXMB#D;V'-(TM)-++CY:.9Y#L7O]B6#A++S#J;R M&)OT2=X[H,W4.[6-JG]LS/-PI%$,[J0 K0F=?J GQG&5J:BV)FS^+![(#WT@
MKV*093%;*7.\6R<:)DC 2##, 8^0LAK&(D"3#"O3P0D/4\H9%6M:4YZE&R- MWO#K>R35N?"@6AP+G9IM&/QHRLY6-TJJF:ANFF@V#HH9FSH.AZC*UN*[EHV
M)SPN]K*U0@[@F.U'Z.=?UET+:T(ZXS%)!,61H#E@>0(!I!D$5"W"((8Y2648 MXCP7D^5\2:9FCN0(#2N/L:9D<4)3F8">F=ZIV&.:H2(7)MR,52 AAK?)=4 MN=A0YIADRO\BSNQNZ
W43:\-E"_ML"1-LA02(%.LM!,F:@&"5 LH)01D2RD M5O!<0[\;^Y5FTT>UT5&=3QZN&K-U9*# =@N&K:S6RT*'-([_S$*HSKZ#A'W M/7K7H_U<]^]D4>AC#KTR-/G-1.JPCR.
4A[I1D%4&5^" 5:[IA SP4,:V5C@ M(0G/!M@2K".7?EG@(WHQ,[]ATMI9GZ6@UL9W6A9'MG>$P*BF=UK ?+*? MX6UUL+F<\;_+.?OK:3Y5[Y?
7_UX5R]=)DL,DEBIB@@E1_T58"H@((Y#*%(6(MQ$F8IC8!U#F"GJ.I!_W*=@.M*A=8;K'QOZJ.7+:04&?U:&:V+K5C9\2?]U1R MW:T$:R,VEH>)J4[QRE)ARL M*5?
X]17M0!.WS$^>UI=A/M*)%BSSC_T48)]L/"N;J^3B:4+C)A//"GR0/#S_M1M^+.[14@9X:]/J;KI':''^G(8FR)),@RE.J[)AIX&,B02()B9!((@RMK@2?
MI.39C#=T@YJP[06<4PHR,UPG8MO9[8'$GK#0SXKF[![-*3HCWYPY(^[A79ES M+]C9K&!\|F4U%5%(T^ARL7A8/,^6_-.4/)K8X>FW/1N@)AIHJB#:Z?/R(!;/ MQ4P76IM99(?
XW:;H1G([&SPO=/"GYL"!.9X7K^,H7KW>%M^?68^1S#J2]YO0B:,4)*GF"2J#U;[5(%X'AYZ,E] JO%[8KP#H4\%I^^,O8$XB1]>U__\I5 D%^SIM4+BN_Q1E!,& M>9QD&06(8
&@)$CM9=,0B!3EC!(&468%.V%&UG-_*D9 ML#QE-52FV5KC7D5V2\$0[?1']S,2UC567S?1MT'>,U+$21P]L[<= =BORSAT M <<562Q>Y7RA.RF6G^KKPA.<"Y9RE@&4)[IX7:8
)R0#3/D4#),LA)0.@K<_MRX)O5]+/"+"&^O#%U[\>0;>%DW>6$%GL>;-1^KGKGX1_%&-_E&4:JSZ"$\OPGG* M.!,X 22+8@"S-
8YR1E():$2"Q)3;M6N_#@9SVZG(1IL4>T5N)S0D9DS&2ZY MG>'EAN_UGCPMP\OZC(12<;ZKK[.*&$ MQ
2$>:PV'C%C(&>0@%2D>003+&38KW[Z"#'/QKJUIFG:%\&&>K7*]:RH/J8U M,\-UI0L[\^VMAO[%UAWRN:ZZ/D;J;7 M[9A'H< |
K%$$D"LMPUY%NK^P0FCD*=2(MOF3_W9\9YO_WC]Y>;WRX>;WZ^_MVNX3!BC9=,=Y E$&2)(@H#P8!U@("D*>4)%GRJ=1RTYVITAY M=U1K2/NBHFL+BGE"08B3B""> :&
[)\!,2D#3C(8)3Q3\1Y%H56.V85Z>@&, M^E".F9=V(;*=!]Y0;*[,;1H>N 3U[!;+&6[G"3(C0W-V"WN(OGGF^9X'0Z@2'$DL0Y*+R*I_GR5] MW_G=,]"V%4M!Q5.@F>IY3<]6Z88G2?
Y4:7FDY%R+]@=-_73AZL3)DOJX1T_] M5'-P!M5SF'YNZHL^);^3OY4UB3NZ)+K-X,WLND&H_31?[&YOUUVB)C0G1&0L M ZF(5, 1*V^5)VJ/R?(<9S#&$9-
6IU(#>/'LOF[G,\!TLX"%9E'?0UB5HNT^ M/&_XU B^:UQ?#?:[=9!5X77/Z;1X[.,,&22S%S<2*JW73W-'N_9TK3ZO7L4SSZLJJ2:5CB++0,J8%C\I:RJKD&\JM1G M7@I_1B?
=CL>M.NS\BJ$F'*):F4O;JU+^S-"C5ZNH;N/[Q M(MA2\"]BN5K,[JI]PCJTFI"8L2RE:M?%L4XOP1CD<2Y!RAF->,*8)' R$X_Z MYL1#[S;JG3P8??&X_N(/.#'^^EOZP:)B()C/@A?U0!/-
#.JEWJUATT2Y8X7U M+:JIPHSM-O.Z/+M17>NK;J0*/SW5NTF_93]U(Z6?M8_V;&2^^%7Q%ZFISP]A^]RWO9R0ML?\PC]?WY#H?G_<7R?8,I*7CS'9. ML]\KP-X;:K2_^K@(VP'TB2?
Z+5;W"YVR6K[JU6]Y.>,:W.A%F];'HGR9EV1: M3I(DQ"1$$$0BT: ,2(?)80@BRF0F$<]I$MLL6^=)>C:EEH&+*H9;KC&W7NK[M>FLV[-8R TV:K6IN]6-GEX-58[W4F4OK:-
$S(#CJ\F>N@/V%T.+-?L[ADK'5 M\VJJ=YUWRR>QT+?V%N))S,HUI'33*#S#$#*)&1!$Q+H-*@*YP"&(,YAS"67. MD)6/,*;LV55L\1%4C
0[G/0H0C77*4NU:\TCP&"8J^T"#4'.8J;^A3@C4*(\ MPW;5+UZTVJL!^ FFRO8S!U[49J=5[Z\N[H)+I?+14%7RPKN=3D/[LE" M>.EG;RVP(\=L3G=4_VRMCGTW;3]
W]PG76YJ]SXJ>KK3X*)9AG440HM.K;:DS9L[?6E(,&KZP,E&+5/Y@I MU(^]&DVSFQZ48YO:I,NM:E\5QVE%S650\1&TC+3P%2[3F9:R.\MEFM(=.9%I MJ8[#+*;M #TK[DIEBNG. H5-
XBS@#75Y$A%+JE1YP#@F-"\ACQQ"[, M.T"LYNH X[E$YD%#^+Y9;X@B]?]*S6BU%69:XXL2U)/J,_83A0BIU[<*D/ M^T+5;FE=U:F>H#)NF6JWJ
=5JF<>=XDQM@58].%U\TCC3B[UW>(U.L)E6:Z> M:\25]@Q%PZI$$YY'<8+47D6F,08PY%)M AD&-(DH4RY"9)E5VPA_K'IV,.M# MPVDA+:O9/4Z/F?=Y'TJW8IG$D4[7(0 Y3@"&
MF=H*1GE&!".$1:G]%:MV>.]YI#4Q^SM#:Q481F4]Q;(]%VNH7 2*CMOK0/O< M.[P"M!YZ]&L_^T(=N^IS\(R=W>AVQO>+.5^QY=WBJUA*UA=I S*#''$D0R
MCY3M4*YW0QR(,*,PD5ED>#!VBH#_8S!-LCKC::A:%7&Q) M 0^VH*>?= A-]#,I9CI%_$4P?4^UD(7@GQ37V^>>5S$V8MNTXA#@4:C]'*-:+0,H!5;$;T.=&, HY9H0-O1\S"O3)J5LB
MO0!..A1FYDK=J,'.&?;5@).;,EYP2#H(O?EMF6YT$8,W>@*)",US,2VJDXT[MN;Z#KS: LJB@,+5O^2H>*]_S,+^:S\KYM.#U-=8633%"699+"4&,- Q2R@6@
M(0X!I7F:P3A,NQ*DB#Y!+W(X^$"Q<'R+/2E&N6[!G@DF:ZIM= M+%1LX\%/BGL0"/_F"*S"3#49!\|ORGA1\ MPCGDN8QCM5V*)8 <<4 84K$4B[(PYPF-D%4$94K8%*VA*"4G5&>:
MC7*O$-OLTC%TDBT,DHM@K:[[+G4Y@"3IEMT;',D)LF\,1=*MC/,P)&?>=WR" MOHG54TK3)!89T4KN.,Z$3FA(<$1 M$AG B0:,"6,$^?],?Z4H'U:O1OPE1H5!::$3NKM-*IFZ:A?
UPM%L7L\0,IBW(-O%Z--8DBC0R *'' \D3K3($FH0"2$Q020K*$<+L# M!B]\CG X,=/Y8;WQWIE RU8W7N8HYUF:,"$ RB0#4&1JVWMD'8!;KO/F4V@5%WF?289\MGYIUU8W+"X_C
M]NSRJ>:#SEY>B0V]Q%'>SZ<%>]VD*P5$$J([_E,"G*_%/OM$S[S]7R^]D(3Z*;V(ZK\Z)&FA3P844(6= F6P(8!IS M9<@1!$D.:4HY"0FS@V(Z1ZD-PR-7M$: \XKVX22-,YE D1,E4&1
MA &JP:PXRFA,6IAYLR <-_1[@ ":*.V^ #M5AN1@.TH25 M>1K*.,!8SU$8S70-1=TV9--7[,WZUV)6/*^>F\4@H0F.>,I!F/ 80)R$@.JK MH#PC:9:S)(N8\8*X,[)GDVUHF1OEKMB(8X0SG
&:)@+ D") XE#_B(D*W5,4 M$6AV5#)(\%['&\G9MJEGA#_O?WH+9.=M&C*.U_VCS]P([OCC>8TCHJQ[2*. M/V!?J/BPX)>+Q26?5^"7&N;ZGF[3R/!'%Q92W@>)9&, M093H^WPB)(
0% ,&&4Q4D"Q$2FWR/T>I^#:M9XTY\5]UX4I#V_)*WU'=F.5] M!DML9V\U!K_?:WQ=$KFZPG>4QKC7][K$/+BZU_GP (M;UC#Q_#]7=;^/!_)CPM,((HA#D.8\ C!C&HBS%
M26QY3W\X5]YWE0T? 6L8"98;3BXTS$E[TS_XB=97)_LXFH%38^&*QE-W'V?5 MT7_Q(FBGHF4RV.(RV+!Y$2A&';LT-UISZ?0&E0J&G>0911B#(HHP *%,!2"HH2+(HIC&#* F-
T@I&U'P?![080S;X_&9J MXG$:AY!G@"6ZMRS7O2 QQ"#-(A'Q,,XD8W9KBS-%]5HUUK<@/.K,S.D[TX/E M@8FAW/V!E;OD<8VQ?)36V\ M=XE]$GFY\Z4>5[B?=(SZ2=
<47I9W\O=R.7O\ MN+R3]XO%OQ;7_UZ^7GY?\%+]FM_,KKXM^+\6S9;)]#)WS_$]^[^K)YV$#(K9 M=I\N4FILMM]%66VQVI:F]XMBO@C^)_^ZK^?
&)W#*W;.1%_"G>X]76ANG[7QOL2'>\"^4"U[%PE'SI6O^A.Q8?W MU>V-NM<2$CF,(P8$43$U?Y%R:9S???@3E8E M'!\Z6A*634_"#_L]"3>E[TPJV^.(@11!!&
"8[6M4KNL/$,)CVD8);%5[MHQ M?[XW8JOG9]T=6?=46"IR07,B2C03 =%0Z6H%M+QGX'B&S#S$&^K=SL=L&-5: M-VGU6G;V>O4*?
>5)JZZN4#CF;MQ[%WY4>W!9PQ,9=PUWOA3E7U4H$"N_RW*. M "(T A#KGE?5)0\9QRDD$H78LG=K%SGOF9NC=[8"3;Y7V-2I.BQ"03&%@.-8 M)C'#%"2"$
X35$:"2*Q%5:**\6YNNKF7F.&JXHC/5@N$7U4X*1;SKYL'CO> MK$F]>=>:?:%-.L\UZXG)"$Z_CQNQ?YY 4^V MO3Y\TC[I7$4TUS\6[%ZC;YFFDG??
\FQ#US_$@A75[9#"%$WCB&CG4[7]I;*S ME7JK8BB65<;TN 2]\J![0XV6W3PNPG;.\L03/<^9V9/@JZG:$'P4-=K6_E1 M8W9?SGB+S5"(LMI8;J5*B$A"CB @<8P Y$*M3 PF(!=AJN-
,%C++^+PG)]Y# M]Z_%XTS?\-,XT[HIY7Q6;7(Q[@CQ,50=GRP.'<]6, MY!=!ILNG*[(0NO?.PT+,^!>R%(H3%?'S6T7W4U$R,M6G?FK#C>,T3W(@)9< MQC ".<<)"%-!$>,HCB*
[M/$@=KQOR8\UZZ@9##2'@68QJ'@,-)-!PZ7N[ZIL MM6;4XGS:T229[O''4KUM%L"_UAUT3^FC+&\]5:R8>>-.*WT4=[[_2J]1^R8O MV$)#0W\4]?_>S*Z?
7Z;S5R&^B*KU[I;OGD0T9V&88Q AW:0%Y@SD$<$ Q2'. M28CC*(_MTAKFQ'UOUAK"5:BX/L#1P4M3QVT9!5KIU30MXD=;M@F3FGKP4\N' M[NL>K/77\+(=|
[G,IMBKP%F>Q8+TR!D8>Z4!NGW+ MLR/8OESEV3 E>GU4"-?E]X7X?"J M],$3;]&K6F^D)@@G6<+R%& :A1JI"P(:YPE(89+2/*5)+$;L4ZU9\FR>;ALA
M6YYH.)@PLZ5^W&FP\R1CS<#(_:>WE?8N>D]7#/V-^DYO*]!MS^F=D=W?>+W7 MOYC/+F>\>NI>;;D68EG4P,A;N()R, MB$ZO4QDB"%.[DUY?
C'IVRU4C+WN.Q*2G+ZDCDX(XLK=@?[ZJL"PV/<'IV$)OOYE*M"V7;W+1U0J^? MG_]Y/N??B^E4T;Z9+97U%&KMJ,\A-D64FS.W7!S.HTU(X![X>@/]_=??
SCYO/GX/+V8W#W\,OUE^#F]N'R]N>;#Y^O M@\NO7Z\?OMJY;4L-FSEC?UJS<[$M'U7B;\-)>Y:Y5?;MML7H,#TXH[2%PE C5&W-2WK2XAKM"].12IHG "8$9U')Q30B$ @8AD2DN84
M(ZN@\30ISV'?-N'_%8B*]'_8WFH_J2;#B@@GPMOYB9K.17"Y7"X*NEI6)0UJ M@WM/%G65KWNDM/-B.KOF?I+0R'?,'][!N]03UFG"RXVJWR%5O^0702
M58W.V&)%ILV/A2AORG(E^(3#B,L\"4%$8:[1@F. (TI 1A*2)VD>TMBJ8XT= M>=_Y\9IJ634_;ZF'10S-EU5*6:VOJ>M;V4_JRV\;065G;I-W80O)=JYCI:/
MH&$D:#D)&E8N@O41FU;QAK.@9LTI>$8/E;A#T[A/C:\1@_%',';Z#-*SU(H MM?=2UL:NYJO9Z=11) J;Y,PJ:)E!F_*P6^#55.]L\IPT9$F6XPC0&&DXR4P"C)@ 7(2(
M8YA@&N')4F>91U'-AM);*R;+B8RD4#X[$YERX4HQ--0?$:0YC5@N26*U5QRJ M&'L'[DDQ9KY\H+AVGKR25%,+;@PDM7;>';(X67,_Y;V?SBECP+M6:08C;!">4RQ1(@E.LKVPB"
M/%'^*V?:-'5Y>617$&G+@6?3;?D)JB^[XJC-A6J>JC2IYNJB_FV@&0O^K%FS MO2UJK7PS!^!5I7;NP8\V[8LH^VK$526E-?UQRRG[JN>@IK+W0/:%E;\N%U/M M#,L[69>H;4Y@#
(LL3X_@V[HGJFTF]G_ZF8%4M1!>'[A1_;'=V:'COZ M6N4G91J3%.E6 YB",TS #-(:8D G&21I$D61RSS&9[WX\-SRNK^KYSNZUZ M3VV:
[=?]Z\AR):OX:7;K^R5A%U5W/*:O,VPS=U&CBFO&W&W;ARG&T=Z])Q.C M;N"'*6I_%S]PM![(5M/IS8P7WPJNRRSL6B4<>]=W/- KIDZ0=^=6S \2"P.L39 <+J>J[? O^!E$6IX?]%V0:
[ES.^ M!0%UR9@^WM57CN;3@FDDFG5>2$:)VDC'4&VG60(@YPG)!0@$B)$NM=YPA.; M97X(,YZM]>[WZR^_WUS_4=6#?_WMUU\OO_PKN/L4?+WY^?;FT\W5Y>U#<'EU M=??;
[RLE=:,E1X#"(E5'#!Q=*VP\BG(QIFX2L4,!I!U)X Q1.]X'"Z]K9#4YN M65WC>7@BL[NJLT!Y.Z_.7 6_Y+S0OR'33?W\IJEU)*5(TPR#+,]S -,X B2& M$ B9Q4@B@A-
)S0I>WEX8[W4U=6\ VME$8--#@![V$+@(&H$N@HTD6U=6C!IX MO[=/Z%Q6]*T9]+>6;-@^_3E\:#Z'(U]#V_=J2*@OD"J96P_E6 MY7^C;\8T M-?O6C/I/X_Y]OB&+G.]
[F;83^>$W9V^D7/*;RWF0=WXW'/7;POY.%H6^1U8A M_>GN%E&>I#'.:L#/.WDKH@TIY3CQW()0G*8V-.7E.Y",0DV=?L3-J+HK)]6RYP16? MD#CF,,EC0#&-U9*9ZNX&%
$:AE&.!%*+IM&2>3"R9X-M:=G!TAW*WVV.@Z2R M,SYC@8R-[23S'09;2>_(0QYS\"UM(/B^44YI:$H]U;*SGB>I6&H(HY0Z%A?,("19(PQ/.4 ML$3]>E@K E^J=M:*0/]W6M%8,7,&
[HTZ */S=CZ;M^"@=<385-9,TASG*$02 MY#D3 "8RU*=)!*0R3RA%<22@57O4;G*^S^&K-&I1;U%^$C7-?UP$,V&Y[IQ1 MFIG+K9(C@C,8V/Z8:*V_/L;%]L)V=77;*< M.E
Z^LY8ISQ=#&\=O70^-B <.(T=NQNJM-]41#,,XQ2D(M$5)X(PB4"$LD$ MLRS-:6[4*W8 #Z,$#KLLM2%]647S/>('2RU;!!7^=-PI0$:0]E&,5_TD?
*=;%LA5PU]P[0QCRR+,$QX#$2$8@ ISP) M>0)(+B'-&&6(0;-@IHN,9S]3D=:EK+OMGLL !/\C2L-_AE'P/\GSR_\.YM^$ M84/(,VH[%_:X4H:=XSBA!Z6&,+4.A#KE-
XV'7.FA9UBT>GF95L9%%J]J ROG MB^>F$8SZSVI9:M!#O9'35<^BYK$Z(B]UZ45 =+U%&9"J2EH9;$")&I[I/PNQ M#'2_C^#[4\&>
GTRM"RD/D/8'G;>%!W1UZ"JZZ@&$NW40!DU3I+M9YLX2G(,L02J3(",JL/+!K'0XX81M)@V;^UK5>[-SM04.C MBT QH,_:VM8-+0\.C]UL1'96)6E SKANPACG<19)Q'0QM=
[K10Q@B&(0AIQ*GH:"I58]4-RS.(K_MV>W6V!YN5T4TM?%M& \JSB^VZVS6?1D/>C?J[$I7L\:QIMGB*.#-)]_/2<%; MS9O3)IO#5#M">\V>#+Z;QIK#%&S34G,@I7[+POUBSE1
7;5FUDUJ=*)6Q?LZ MD5O^-E/C*/X4.XI1#6:@?_UA__9==?1RT[:&JK8*S9VZ243B+-'WV5+!N=KU MIQCD"

US(^OO/95FR_R[F2"[%;]E^R+8GJ6:[8L&;^/#[NWXS9WBJEM;LWNJ M.5V?%#KLU#:*9ATM^'YY'77M'T7M^V' .$3[101?A+XCSY:KA1I7_2 6W\17 ML5Q.!?^C6#
[-5\LK4C[%$[6[0R',0L#21"K7ST. "26 IYE,DCB*I(23F7@D M2\$?S%< 0_)&K@+7KN* "6.W<3N? :;(!67%@7F7 EMEFCE?E[KI5RFQS4#0 M<*#\9\U#A0^MF @T%^X.L^"^-KMJU
:HN1&Y0 A&2(L]$"I*8A@#&* L)WL17O+9&I_8<[5=!F> M1HX_"9;GE0V#.CYLY^++SER7!^:GC MX?MYX^MFV_E5.?N"B>/!Y ;\J*K=>]"=,;?_?C4OE[?SY;_$0I02"" 3"K_G;
4I(Q'&4&"1!#9)7_>3!;OB:'?9EO^OMR"?V3; MF&Y,L5ZWYYBIP+0!9%OH1;VH\.GKS$)=?UD=@M:%DPUZO7I/BF*IX:SL5HBW M^X3,UI2_Q6=AN0J=RTAL ?+5P*";]Z:N8M 2Z3O-
@6OZD/8"'71+&ONEJ0W MU[^C1>SMY!AUV7OSZ=I?*-^>(5?@*U=/VD)O9KH]SN^Z/6IGE/_M$?RI.0H:EBS+)0=,1$1E0D4" 6-Z(B#! #,A@<0LRG!$,_7G8: L/J;! 2#+ M2P4-
PLY/S450;@';KV9SJO,&U0:GF+VL5$#RTV?Q391+,P89RI ML5OGCP.V; RF:M+V>SLK6T NIO;B *W%5DO>D%J,&7ECE!9;A9U':+$>L=^" M]EF1O9-
7"\&+Y2?"BJDN]-6@K%3&,4N@\HVYC ,U7^I?ZDU*]08820B:6J5 MBCM%R+,/_"RJD]BZYW8/L-J3^C%S0"ZDMG,O%@);.XISTCAR R?)C&KDYX3= M-^&SSP]-K1O%S)?
3:AK5O^[D)BJ^%XMBSG6\W")J)F'(LQR!5. $0*GO,6,5 M X4A)C""%&([Z_;"I6?7<+3EQO:&NP'%X55YWQ5Y*=3^8WL[;0?KZ7=";5/Q M;S1-CE,B@V=H0"
[>@P:=9^9=\OA&>7H/:CZ=M?=!K&])1G7R=T\6R]?F*FX: M42*B/ -<1B& 4<8!"1D&-()9DK&82&Z%@G-(PK/#;0A6QGH[GRV:'S4#%::P
MU5WE#D695E8,$=^VB&*8Y#T**$X)YZQ6XH# R&41IP0\K(X^63O'*!8]##O M@?RH=V-W+9:>/LF[(HO%JZSW9N7M?/EU1?]3L.7#7*U5Q:*^1B\1C&1"0H X M0[K, 8$\A2E
,H\B%D8\$5;W\@9SY-GP]H/D+KG:5KP^,OFZ4?WU> M^7U23&X4YB[3-)"?L1-.;M1W)._D:& 'E:+J<\:9*3>^G;Y;BN9PD.>.9 M0 R$!&4 $BY #N,0T#"'G.%0 M)Q^O)SC,D9 4
A8K7P"IY"#G4+F&E"K]\BRBS"A[M1G2L[G_?/WEU\O;?YF9 M\I:@W8;:CWT[,SS'N;&)'3+;T>&E>;BVG^:'C>EL#36*81RRWG[V1_[2,\M[M---0WPZY7"V?
Y@N=8ZCNB6S=^Z@NA.R@NU6(;QM'STE(8Q8Q#;VP^=9YWK9Z:@\+LL:([+\4>YI3PTSOF\^4XU3O\$FR MS_5ZU:&K9*\?)L?-]GI5]$&ZUR\UEPO 89?;#_M=;M?U
6K_MGJNB]RNF_K? MW^>ZDXL^B-1]-B<(80E)F"A?&$D !0_5:L!5% 4C+%,,A>16^Z@1>/:\-&R(M57<_'HNI]CM5,789_%3,@J?5C"_$\LGZALT(TSED(7BS2>J_*IQL=4Y?C]_F
MKHNDM\JIM@2ICPZK&OFM;T +XWOY*)YKVN)6X[?P<+B90K,5AD_I'L#,0I] MDZ0Y1&][[B">)BE7.VH4=$KE#]CM"8VPHO]-B'L'NZWBX;R:\;6^A(\VO
M+\KJYXO/3:%!57&80(QD3A,@"$L!)+%&7R)B"AA.94XBE.KS?Q9BMYSX.N6 M+565<\-!T++0JU[SO!I-D]\.E6.;^1ZFEQY9;T-9G:6\S]$;.=]M*/YALMOT MQ7XNX<.J5+O+4JW^Q;
(J+(HFE"=JEY8(P+,0 YCA!.0\02!#,N0D8IE.Z#7@ M)V9>X)"(T9>]B[-B9_@MR4 HFM6I#B_T1:_JHFI]X]7.Z(\HRLS*>PK?RZS7 M4FMBU8'6:2FM3?BT((YL]@B!48WTM(#
[5MGQY+!ZGT]"O4.F]:7]!_*C6?V; M.QL3!#&C-&(19("2&,(\DQD($X2&D+YX\+\MR4IX8R"UE(8K6Y MS@F B. \TB#'&7J-UDH$V*$H7V.T!C':L&&=M 0MZSC/:NN;H?
@4@D]U/AN@Q=C;%EY.JGC8&?'7X4DS85LC5BX^=[9L6>7TBQJ'N@[&/T?RIF MQ5),5;#*)RP1."-2@%BO^9!A"&@2ZP[VB4AC@;*,1E9Y,C.ZOC-G:R[T@8BL MZ(**\&'/##?-
L[K5EF7G;4=21%APU%^"S9L-A-LY.;E?Y.4.JXV;L M[%1QD,.S?+V?-[F:/S\7%;I]>3GC5_.9+JT5,U:(\F-1LNF\5%O>#:!>@@05 M$*> 4::<"A$<$)*J+04*V6&$V#%@8R_]<$'N?
OWUYN'7Z]N'K\'E M[;VY^O;JYOKKW8.Q5*U9G[%G[KLW,L6'_7=QFU.@@TKP9]>$?[MJ<&1M[$D/JK3Z:>8?=_3 &^_.Z>%)+ 31).T\ MT1 -
F[FED;1FYZ.V(YR#"&BKP&*;PXN@TF^@N0LT>^Y\E@,=.7)@0S@9U9LY M4-F^:W,QI&MHMN97=W1:/%;4=]# 4@1)F@B LU07Q84,D!0A(&*62Q'1#"*K

MCF;]V/"\K=N@2]$&=6J^YL(7#ENGUHVSO)YU:9WU[83N:G^_8>L-,+M,5.,= MKZN3B7>"U66B*'.<+J/1AJ>D/L]GCY5WK7WJ+V+*%9'?2C'A"8QC%B< 94@[M,J+"- TRF6&B_B\).
<:Y9H[+=3(OFHPDY+@=FH4ZK,@U%A#(I@(H M 9#%&&"(*:!9%@G&6"82JS7!N2+[*%IQ=69O#I]%SPITA6R]*I4WFO-H@^% MVB?UG*BI;TKOXN
SNP@T!T!I"_S644\X*)]W5F0/V;S3--\LEW=6#5V9O/,O MV[E@P?CD5T"T?KPJ'C,P^KU7/)MU0^D_S*QV7YQNNQP@B9WE-42<%;:=8+SC
MPJEZHS$=QC<6LS_.*#9Q@OGVJS_UYWZAQ783@@?RHPEB=).QA:(ARB^B7$UU M=DJW+;M:+1:ZV*U"NE)/W_+H@;MEY%4ZR*D($Z% !"B$!"*.=# UHSE8<29 M%:"-&
[8\F]XEYS6=:A%=DA_!2TLY:!&>EO.JY2>K60Q>U5;7;GUU-$%F"_#X M:K?S$SLM,W2I3)E"&)I54=X1EZ MGIUD%_)4/_S4<_HSWR2Y2G$>08!R;@$,*,"$)P0("5/,<]B"2TAF-
=#CU+X5U'J<2FZ%M[, M2/N)9&>/)M+TN_J[P[C+&[KUP.-?I-T1Z.A]U]TG^IG(_:*ISJW %_9A&29Y MF$>$QPC)*< 1IB"/*40A#C-TBQFB&:6[>>[R'DVI37QIH];@SQ UO0K$(+Z
MMY8(!&?4:&: [I1C9Y0;O52$FW;M9;"A[;()NXF,SKJH=Q(;N0VZB>"'?G0TUH[_9IYC1&U9N=6CI_?K@M5:NXV M?ZWYNZB+5>YF#N,#1QKR=HQKQ\T;G^?
V4MWY@]U^P_8L$]ZTKM!H(2OE#+[. MY5)M.\3/"[4/F20T$Y(B"9*4" !#S %.801$*$4S;JF'+2D@YIVT! W,_9SFNJV<8?RVYEV3]&-C=I0L(XC M3C5";<;J'QOK/3?
N*$9K*%QKJZ:/#\W/ZS.!+\7CT_)._E;61:Q?EV0IZE*# M3\6,S%A!INW!P/6/I9B5NM[USU;.H M>PWT/B@8-I&V!PJC34_O@X=Z9BH>P5SJBJ:VRLGYS PXL7"B1^J,3
M$">J/'U2XF;XO@UL:_]2B'*-G+BY1#6)P@PA3!#@*=6MEG@$*,*XK@7A EEOMO&U;W'9JT,S]N=.+G5?;HKN# M];JA[;+]K8F,SIK@=A(;N16NB>"'#7&-WNJ;*:;+FYEN-
J*=S*]$=QQ9OG[4 MN,@9ATAD*09()AS D#) (N4!L)!)G".D;#ZQ2P*?(N79W%M2 >_");95CVD. MUX70MNE9N@PV1"^"M0(^.@5F/B^;L\3J24(CYTS/"7R8#CW[1M\"B/EBV4#J
MXI#&D81J,8XTU#"7RD:C) 1,4L;2#&8BL\2C7X_M.W\HE/;VH>-W&86V%,: M.Y.KB'A #3["O+,*B,W((Y= '(AT6 -Q^$C/J%:H(%I4@?5'4;)%4>& UP5N M*8^(Y"@$"<90F0VD@&(1
DA9+ G*1()BJY#V-"W/9E13OF@WI%O4^Y4&=FG- M,(QUHPO+&+:_&NQCV/,"N@I@.RB-&[V>%_D@=#5XI6__D MYI>W8GE)U;)+V'(2L2CE*$H 1[&R;A[G
&QV$4AQ!%N5T<:TK:L]EO M:&YOV2X"W2;XSY8'ZWOHQGHU#8!]:,LV(!ZDJ!Z!L:W,S@)E8\(C!\ZV"CD, MI*U'L+^A>#N?_:R(-=?"MCW6&O[*\.+B^9$\^P;% /CY\O(^:.\$;O%@?L?1
M0"'=7L"]+NPLOTL-CC&_[$3M=8?28/C1KE::B[I]X]+B+5>5C__=(6Z2,8.AK\151\5["IZT2_NE%]_!H M(!= 0%I9CHPRM)9SI"_&-'YZ_]^!;31VK'JT:M'R78D3;'\B1Y" U"=RO?Y$
MJK=:J-CN%WU6G8X[)=[*54<2XXWK7,>=K/,%LB/ST[?)78/M_\M\6G#RNJ;Y M<3Z=DL7EL^[@/"9@!AQ".649P2JPK!\5CW?;Q6M?.EAFU_J8NVOQ=!
(]J[Z_/OS^>E_C^V?]V;B[],%NF7\OULSZ+T)>8.>T/L<]%P$EV3&%=W[MQ9ROV/(/HEE3D*B%*\8AR+&, 0H%5:M8*J5DDY<* M.$>-M%@:+E^=1&W
MQ@&15(*,R$P*"&'*PD9MUS/#]IVNE=82-E:9>L&7O@Q7/&<:L%RE&KI!0SAH M*0<-:8=+B9&(KMQ_-[%Q7;:1X =NUNPM.]=()LWUE4ME(?/9XX-8/*N=2)/)
M4+_;5+M6=0*;DR9&,A[1!)E_9DN08\!85D"TC#C:9I3RF*C#'MO#CQ'ZRW$ MGNY3H_D*-&/5[KIFK?[#ACDS']%?W]UN8Q0MVGD26P4V54&!R3&@(YWR.:LJ M0>L3@#?
5[0XKQCI6]%8ZK<,WK9.:S!A="/(7GW_7O1&6WX68K=$ZM=JG>CZ6 M>CZV,F@OY+6: /W 0C!1?%O_J$94.X]IVZJ]F-7XG[HUN$Y95,='I5(9E$]"
M+/\Y?)48K/5ZX2#54A"%250M!_U''66%&"QTNV@,'ZA?B'W][Y4*V?4^8#Y3 MU)MFIR+-4)A)IA%K-/BC6BNP8 BD&6#FF:P)FK9$+9;
M068QX6"Q[1RXO<36(6"G1(XBO^,T1@WX.L7+ZBHCK[;? M]V)1;= GB>1A#I'RF235*'22 !K3'!">JF&3)(.9U1TC,[*>#7Z%M&4, M&H6.5SGV,E#[Q!J1;A @W4G-FAFX>WW96?
P!0)UB07UG]?UIWF0>[S6ZRU,7 MS,U L+IS'GYX6Y"8L1E%N4@1$QM&;,\!20*!8@89WD,691*HS!@."LCEE4=J9FI.-Q. MYK?U5,W&J.$S4(R:[H
&S\VY[>68&K=S6G]#99ON.\=4>K\-:'TXK75*NDL) M=3,)WI2:M7]^J4MMZNFHYTEO*T\7&K9SU4W+R>;3E>I/[$('#S_2=M25&C;[M4F=6AW9*C60E^TLS\
(U#^:XL??;N_Y2C8L#2* M DU7%:^*[+>,>%&HA;?OK9(3[MU^O)'\>6]!-PZ_Q"V'ON+^F"F*_TA?2CF M)2N$$NYFQAJ\@5!&.$HQUHXY!3#-$,A9S@'%88:YC%!(C2Z2GJ'CV1-O: <;
MXE7CI]-AC)6:SKE59\+;N= .N<\#-U@IP-0M.E-$/Q?8YT.P\'!&TIWP9MWO MCN2YC 38>"FSQP<4T]+]@J?]I@&_S=2(52;FKBIMJFX47/\0"U:4=4N1+[I MZFZU+/7)?C%[K)\K_Q
:=$[PRV]B01[%%Z$3P.K/5_-9Y4]79*J/<^))EDL4 MYC$%4*H@%48L IB%#(2))&H&* MT1HYXNQ OA,U:_J!8N"G;_\P@0#MH8[N1<*Y)BPS_!U*\ ;82QI+]2(\Z./
M!AIA+.@V9H3Y2_V"ZR^"34E9%K*HB\UTT]JMG/&=SE)JM[003_KXX)NHK_M M]+6]%4\L[+): M-X[>/BRKN UVV UJ?B_V&DS7V$QSJ:LW[8)@I[-I%LF^U1S9YC]&GA[K>-.'
M'AT%C4Y9&S7R\Z'4_?#-"XU^SOS#JBQFHBP5.5K,*FYTE*>"/45)_:LL>--K M86LK5EX]Z7_>S.I3JCMYXI5U#XYHDK,(X1QQD(59#F 2"Y"'(@684A3S."02 M6Q6NC<2WYR6@YD>?
[>T>J;,U7U4)]YHQ.]<^UMR:>?UW.&-V"T(K0+ EP46P M82C8X6@[=5&JQ]8SO2G(./7J5O,:=XO%R.IWM(Z,Q?6H2\S(4[&_^HQ-OF_' MNJ]/8CIMVZ_E41+'),J!E 0!B-,
($)IPP#*!:2X%2:'16>+QX3V[^9I@4%'L MVY5N1QO='G>XC':.T4J\'IWGCDDQH.'[FC3_4U(QT[+E[F MM7E6U<97VH(7KU=S+B8I"5-.->YB+-7^&W$!= ,YD*28,H)Y#HD1J+LAO7$,
M;8>%IKF8KI)O& DT)[;VUZU&4X-THQ>%CI(+ST,UTC: 9;H*JN9JK;_[R!_NW\T]]9]:;52Z-/P=#[M J9W!#9W \[?"WBQGS2+$BJG*CY1:N6&QD@E64X5LBG=FT_EWC%^/=*S-
AKLX:$*:(1CQF D*C5FBAKR]7B#$1$$(I0PD($;6S,@*9GP]LB M'*PI]UR&331H9IJ.]6)GKSU58FV\%D(ZLF@3BJ.:N84*]FW?YE4[AU NEI.K M-
92B6L)OE)-9A^HQPRG#"8AU>1,,20PPQ!)(M;YF<2:2F&Q51-A&MMT^C9 MGJMS,2N6XG/Q3?";V5+-;:%6_!J+I-Z^7S[/%\OBORJRUS58Q@9R\Y-Z[^N* MZ0QE,7O\5)2,3/4&?
P/60$B8$LE3D,M(HC"'&"B-N.)8(D^-">($*N5W2^_ MGEU$DQ#;YC%HF%SO3RUC _S9QA7O)]9L7-@->.@XCS8L+YI[G=DIC14QU)C M/[RNY\Q+/^>1E.HJ!O+,
[;CQTSBJ/XB]1B)K6P=Q,U,#;$Y!&\ )R-2F#682 MI)SK%*M /,(@T121DE.4@R965W#T?$]N^(]FJ:GW<=5T>TE'0AHY]7VR%D# MC1P7TO2(?K"P_8[',$W?U8WYZ=RAI%N;PG
MA;Y>,V%8BA@A"K)8MQO*8Z1BP8P#CG"L[ZT(BHQJCD^,[]U-U-1TUX#F$L*L MOH3&R$NQ)%-]13PHFJ=LFW+N:LHLUAH@OZT7:437E/2IKL;0J[?MB1O']*X
M$E7QNOK[)5L6W[J;A?1HP'E4:F>M-G=''[FIYE'1#MMG'G]L2 .##8B9;@$\ M7RV_",*+Z>M'H9MF%#.=_ETGA'Y[^5ZUY2F8N.3_N:H1T:[JZW8J]&AZR$+. MB88X!I1R!"!-$T
%"0%,!"*(I91CJPV?+T8]^XVFJ< 6DM_WFO&@X3S89GVK M,N\BJ-EO8%DV NC;L*T(Y_K;CCOE9G[K/4RDG0-\VSGLV63"GX*=]JGPP.8; MM+KPI^SCW3(\TNNWC%QI;6DX&QT^?
BG*OSZ\?A S]O1,%G]=_BC*"8XYBW)(M00)#I+LD2T CR4!(8!+S/)4,62%3G"/H/\>_(1]H^L&:?/"G9L#R;.^L LV< MJTNU6!\!]-:(M8LS%=.1JSI+;E278RK\ONLP?F_@^?[-
[&6U+#^+;V(:-2D# MP9,$0QP!+"$!,,IB@,,\!\KH4\9C#&.2]CK7/Z3EV?#_WVJN*UHK;UI6%]!9 MM8C7@,!E5=-_PY6:"T:F;<^%GRH&@\@24;%+HX;Y>#=ZLLRE;\4_-=V+H%&
MPV2,A8BN3_>/4'J;4_W3(I||S>]XI9_9UY]XDWV>2,Q(3AD!828B +,T!#C* M$<@DYU&:Y(RDRM#G2S(U,_2=T:U,>TW#^+M]T*]LVD96E.T,=E<79B;:6T([MHVP/LAI"
[NSO*/^.+&YW[%%M[*A8^U9U_*&!U:9W\HJ43Y^F\^^;TU?*4A1Q MB@#&J8J>4QZ#7,($1*E:.5&<2XZ,F@^;$/.\@&ZJ-35FBR(>5-2M.T88ZC75$N2F/(TQS'0>29E M8S %N1
,B(BG,8\3F#)J8V-[XWNV,-T]OB;7LV1\7QUF9C9 2#LCLY'/VL1. M2.'(P/9'']6\3HBV;URG'AO0!N3#/DSZ%JK9A]?-(\TUSTN=>FYPT!NL=)V; MOEU53C^G")97NT6+!= UAY[-
NR:BX[^&@74W M!LU"C_8;3F?'<$E^2YU;+NE;+3&VF=T&EPSH:W"T=89F^>+H/%T$->..6U_X MT*G+)A9.^1N_'84/]1YM+.&%4%^4#[K/0)^!!IJ/8,-(V>_BZS&-F?G%@7JP
M]&S[*GCHI8(>:!LGA72&I'%(8624C),B'B)@G'[4%2Q/U32FH%6GM_+#Z_7S MRW3^JA9K%%%"4Y0 2&&L&Z3E (=(HQ2GD6A3%!NA#QI3=EW_51#I@+Q7I,? M"L9S2HNFINU!-
W8&?QQPYW[3Y[V&TE[SI,.:EBN?8#MG%.$-7N<4W3<&U#FC MCO,0.N<&Z'EFMRX#*C_-%[?B^R5CN@BHF#W>+^8S]4]6PU17E2=ISC(>IPC$ M#%/==C$%!%,
(J,@$#3$AD1UZCA5US^YE0UKCM\ZXBKW*X+<7KJ%<^Y3QV&G6 M\(30E[XL3Q#[J\K^4+&/R*X.':UHCWLHV46O09QU@_EBV#SQYF^,U"7 MRW=:>U3V7#N!-IYA??[?38
M^=7CC5 VD@3;HK059:TP%4[9ECA!(_%L4O,=8>MI9(J:,7RVA'%_VSXZXOB MD?>W[H[B?UH,>J2,P,3;G'+\K!YS^N!EK_=K]<>/*F):U^--:)RJB#IE M(TY VJ-"@%!60RRF-
&UZV/DP)^TO#*ZCW-=[U(B@U\QM8 M['G-=?"H.5/^D*\6.D*5U:WWJH_YN,@;_'E>EO5!K./G?>0PFN4ND>>D6Y U\A3(X_<+_*,@(>= M(L^]T!?
T3+N!!_+C8U&RZ5P#9S^('\L/BMF_)I1CD1*: 0YI#"!,,I G6000 MR9,H(XRFN56\T$7,]W'2[=7=K]?!P^7_=_W5%NRL0T-FR[PKN>WLM5FV]96%
M#5VU?"O*047:X1IN(J$SR+,.4B/CGYT7^A ,S>"=OA=RU1A?Q(OZ')YT=J9J M+[/4YQ(?JQQSG9*IL[@OM4,!5L<-7V2*IZ"FJEU-K8[V3I8YXR&C(A$ I(I MEPISE &,(
=2*/5G@B4T$79WHMTJ>\@5Z?>C9V'A>LK17@ M[+ZU.>61KU];J^3P-K;]$/V<_6=1ED*LH4L_JYA0M&?/KVW+PH\KL6[4"7.2 MA7D,0<*E\CZ93 &1B=J1Y2%)L SSG& ;[V/+@&
<79-_QU%J#9I[%IU[LW$O- MR3:^;<7,Q;K\YO4B6,X#*AJ<7_-3?LJPY&KL28_JK_IJYQ]I]-['%=7/)I_ MWJU[.S=$/\T77\5R.:W.#2Q4M7YRR-VPPU)>.F\]R931>FQ!3A?
HSB)/,ZHB/7=$X0!1!$%!*49R!#C M J4P3C(K[-@1>/9>S5WEHFC%9E#4/RW)CSZI.+]S9Y/1>SQRO>ZCX 4&;$0U.\U.^N7X#9*U)BB9T?>TJ_=AM+L-[%85IQW3:>FC+
[W^EQ+A3LHX+6EV#/?]F+;_[^[=]V-'%?21?_OIR!P%@ZJ M@>0:7:C;'F #KEM/;527ZU2Y9V'0/Q*\NK0FG>F1TN[R//TA*2E3SHN2I"C9 M/9@UU79:8D1\3 9O$5_4VY*J
Y*6>S;&08%3AF&<1RH%CQ*81TD,$1)RM1EG M011:I> =BYC8E7<"];F?Y4'I,1R&9Z"CC+0\WNS;-P$9[WE;?)U''@N8]ZCQ MK(%'IXCGGW0;;SI45NT:&Y;\7D)O^W5+,H1RM9O#
(LP@"E "29'(P5CP- JR MA'%LQ=IP2>#$8[&)^-[+[V?GVPW-B\B9#52?>-@-VR$H)AC%IH9Z&M,7QYT DJH!6C5LO0I()L;3T M++YAM']KV:*.3&MR MM-5*25'S-
5R]7.]>OJGT;DWQ%E*,18!2B'(D5S>XD.N#MB?G""R*3LEN,T_5,%AX M@=B,I<*/J/$W@=_X?1MU=RV^2UVVBMQ:<2W+K6,8IREED*:9]+!%EL,\9 4L
ME_EBEX<781BZ0+S\LIL/D2-)U7"3HAY+QMG; MI]]K11_WL5SC-96+2EVY5V]UEW&0<)1DZCXPI6J5AB)@@**5 2I$ BE*+!978L]((?^Q:$%-R?SKN*LW'[$ M5*
<'Z#T%XG%.PBB%04JD,Z&\@'E Y-*$$A$4.(B2V.H(ZUC$Q$N01B#H)#IM MUD[@8N8-QEEK-^HM#;4>V.=M\32 3PB8=:">-_!P0 X\.?9D>5/7[W!5/8E- MI:Z/Z_EFNM8Q640I
4EA,!,! PB)"=X',<,!EQ.Z3'/X@Q;U38RD#G?^?%& M44;W=0!_*"V 5L-RM)J :7M&[4BYV-A1W1&G -?M-?[T>]YB2]TVGL1@O,' MO)=?
=7,3W[BJQT2W.E]8_L*K1WY%*5\IP9R]Y_<5IZ4^[UAF,4L2DE.8IHJ? M)< AE&T*6) T#XN@$#2PRC.QD#VQV^A)!7VQ=E["!DLS;S$10G9>XYD2+6= MP][V;E-O%\
:/&LGX@"#)V=B(WE6I^(R:%S<6G"D3U >2^=3W'+Y?:"UV^? MOF IEU^+_1H712(=D+ JIF0N>F(7T\RX M?4W4%KK111U;]K1QVE!88&SF>Z9!SL[U'("VP\OW1L3>5E^4
>:"YR4+L ;D MB"; O@57Y[*^[4Y$]W4#*&4%SX,"QCG"$#$5/Q<1#G-1L"BF.178ZE[YI)3) M74:_6.O"A*+? B%3+S#2;ML!WR_.:F2RPV ?,,G;N#XE8^8A/&#F\6@=>MB5
MI/4;ORU5XN-Z^P7?\6621G&B!F%<9 BB+(@@$32%/ RB(@JS!"78CIOUN8"I M S4:0M*]3*"$VO*P'F R/ I]6&HW "V-=*!:/6W)"(;5@P9G)E8];V]%)J?
^89+LZ(&1&1[$7D&Q&\"6>'CF3C8V?& JEFVT(YJR M_4"^W/(L@]C8P&X F[]@-WCQ\CN_5=W\C=]OJJT^75.ZEZOF-$V=VW<+[JMU M4RQA[S'J99;S)(B#$"9%2B 2.
(5Y$7)8)#1B"*,,AT8\Z"/UF&%W"_3N5ATI M;W0N5+67;N8-QD(]["MF!-!R*="H!79Z@>>*Z6L\H!'6FVFI7%MJY=O<"+,- M?5"O-]<>KP#I9PJ9^VZ=6ZT.:E>[4YF3WUOP@Z]T=!1>
ZY7_@O]8!=@AM7# M_:Z23385I]5+==NQK,JF;YB(5@J1CFH?W"^_?OX><$3],VL M@?6L$ 9QJ&>&L6W/,F]X J";57PUY[8S[*K\RI8/*@%_NKO'9:4+*';D M1(F(CF]$$7+3P0D#%%
(*NNU 64PTVJ4QNNC,W[BV/Y\XKKDJYK M)J=0Z0[_NUD((.EM:!*%,$_2"*(4JX*H*(>(Y$$0QE%$;@W#, MDVSQKNW&6.>_78MG.7%!W/)UI AAGBN?P%3LAR)O+S!7^28IPAF-$_^,
[FR' MQ4SL!9I\4KFH?YYG6H._A4'P]R 4/X4JI],]U^#F%W:P/I"PF[8GP$!P""^ M3&QB8[[I[M(7#&Z;Q^\/]_<-FSBN5"%LL:GNVLV?_-_#MI83,NN"ZWBCHZ:B
MJU6**E4,%%_68W]RW!\A/0A=5U M0[SKFGO]_?2RDS2!^R-VN5IZ8=M/YMI;]7^Y/F+WQ[+6[PSZ_*>J3G.&,92+LQB& 4U(BD,:VG$PS*K]Q.[\8H%B!\ZJV3K6;(7X
M:KO+;LZYV%,+T%H$.I- SR;M>WM6/>/Z5.F/TF5*TQ:@-0[TK5/G=8U]GNFZ MYNX6G]Q?L^D^/Y'8W-URDI5L=B7\SF6::+]9&WG!T55(=1M)>J'0M&S="+XV:KF3MEJBGJ=*6J?
3DB/4W)\;W% MY4K__BLNU[NWVPHJ-P.5;KS-0_X!GWCR\:CPJYAQ_'> Z30S@63GXH!<3G7L MN]R0N^:?-2@G"OW9 MM^$8ATU_8!@RAG" (X;MTI)L%9C>#ZV9*I?
1J6$9G&T+IYF[F1(D.Y?3::+\ W_' N&KV!O6_'SQG\[@G,4$N[:CD.4N+H<^%4U_EZZNWUZ MGVE\^.G7)_83^[2^]E9#:P"4"A91X&![!UYZR[?\J1;XOA5QUJ'A-O%K&!4E%@C/(M,)
([#1%1B G+8(1Q9CG22XB^X*\UGI,/(A5 L/O?__^]UY]7;F8QEO .AV M(I*PI$]TQ=QL*3 #DG:>X8,40K>]@R"UZU#B#R*Z]Y<7A_U]5QX+T4V$C"O
M96[MM7B!TK7.4)TN1^O>G/.)RD&5=!TD6$NQO9+I];XBRC)E84["C$',*8$H M*QC,<9Q"S A+8AH*RJQ(IJTUF-C--=*!V%1->:U.@=-GM=9G*Y9H&Q^P3(>A
MY=+'#WPNQRMN$/@[8[&4/_=!BQL\)TY;'!MR):SK>\-KT4I3A7:;M(N;S;M> MNLS^K("+/$IC%L,XIC%$)%95#$D*19J1,.*)]%74CKW.39&IXP^/LHNZ$:A+ M1N_SB_K*V?+<.7:!F?.:
U@['^:$Z:2G.&,Q\D:/YZC&S%QYX\ Z)LX;V9YU MU#2OM]?B'YMJQ=JX5U0DB!4QATG,Y0XSIP',:9+!,(V*%(LT2&.C(Z 3;4_N MG^HMN!9 2S2. 3X"8-B5C#3+UCOT++
(/;SXRS3BF>8R)CEFPH+[G5 48,Z"+ MBU5/\BL,;JO-P[URB\UG*OP8$U5?NXU*;AUD/_"YK%45EUTI@7VRZ]_!S0_Y M1]Z&.\@?=>:L6C_B4X+6FVVG%,6KU1-
@94U7&_F.GXCFGZNV.5S MBO8"EL\^XK84VQVS?5K?/VSKS_R1KZ+N2\R3E!0YAV$@4HA$PB#!6, P9Z)@ MF,(P,) U]9V6W&WK+Y?\-C8!/-=$<:7JR;W1!KS1^H#(,AIX"$"SM9(G
M6.PM$"H*B(- 3E*TU,-'3:F9(TJP+%@.3#]E,$N6C MWS[M'_G:5"K2Q_%-%;3ZWZ77X>QJS=3-.U7KH8WZZ'J?GW)U>UOIX,9/RJ>O MZY(V%SD%BI,PP@CB,
(ZD#PD36(2%D&L>DL=9BK(X9LM'7I'-N.J0,]AB,QC[M%IG/S)UG%P+6\C-:ZJ45]J]W99+?G&H).Q4DX8:9!S]Y M>7W[), >.>QII-AYX;K:=K1;.URNEW&88PRW/H%J9;2OD!
CF?.&@=C XW]1X]:NZ^=DM'.2G M5!<1>N"LK9&X61_PVM5+1@4BJ.!R4Y3K0L,1+$A2P)CA*(EP49#8*@QWA"X3 M>Y4>36/+)?MG56ZW\J\;
(:P]BS/@QOYF#ABMO9!6"FBM^EN@OF)@I]GBB!K3 M8\%S#PCY:)\^^\>BPI/W/XM=)?J=8' MT\WMNOQOSK[RJMPP5:*SWJ\(XCB+0T0HS&E,57G%$)*P8#"5VY^4!VD4)('E
MEP>B=L4N^9V6YK]:L+;;>N!-=I0XCD61,Y) '(8RX(U;9L3*V351J\+O9NR -QXM49QGHK$;SGJJ!2 MN6YV74H!PVO]BMG?\$N)Q:(4^W-Q@ Q8$R?_6'H,?O: MU=\YE8-
S^Q1&Y*;K=W>;M8[[:*)X!2F4JZ/W7O!=D^L.T"+6NPR3[3E/G?!I\WQMO,]:'[FW>YI MXXYWN&>>T2^?TK.><^65]6:J7UEG !=GJK MJ;&E"]JI)_-O-!+]]ZH';QT[K>*LG?
2'G,@%Y@.4F_$ M Q.H.#,IP70@'Q,63"C+?H/UOLT]_UC*F>9N^Z&J-E*LU$E7JOBXPK?+5-5O MR%,&<1+%$*&"PCS% 4QS&@884Y9P(Q]O)F[JF+]6 : XT]>TQ*O>@-?J@+T^
MYELS Q@O;];\@F/G#*UP 7\H93QX.3NKG79[!LW/MO\S-[6_(]1XRQ?/7)>/ M]?%!^BG>7K]*H>LF.4#E;GWA/Z5&-<6K_^"X6F(>(9'S$$::!$5=AN2<9Y!P
M3$*1$X28U;VG!YVF]B0GJX/LDCH;-4&G)WBFJ*IB]5.--:4K4,J.Y:JS[S&S M)=W,_6#IM.;I @]\=\Z@3<: 9Z_1"W/B.4-XF27/O6E7AUN5CWBK%W5J-:B\
M>ZV*!ZEB+M\X7>&ZUC0GVL%+;*ZHG (>].74];M/-YMV+5AORSOUV1>^;>*M M;C9ON2XMUE1=6.(L#W"L$C98(;?G-*9;D%,J>3OC>#:;6;YST*3.&?Y'N?WQ[J'>
M2I'5K@"'5*'BN.;O>?/?CYNJ>_Z*_M=#*<5_6K]]J.6T7=?O-G>DO;%?AD64 MYISF,"!!I$(N4YA'@8"10*G(TZS@D549L4FTG/Q&K-$!K%I%->5?JQ"0;HVT
M*JEP^DXGZP#."3K/]&;KA;O$]GJL[8T_I;Z@4WBQ+RBD;PBTLN!-I_8OFE)Q M]^I5K_,ZY<$[@\YSB3:=#EQ_8:H3Z#AW?.MT,)\(C)U0F)OW[P+XVP"[SWM/
MU91'WC;%*EM6\AVC2TQ)'K)"P)B*7&Y?L"IL@$,8\"#.6!S2@,,990Z$WNQLVF;^W1-2S\V$GW#$XW9,+7S:QEH*7]B1]!I_;JV U\6SC-?,&$ M(-FYAQ/X@+TJH*?
+)&L31QP\^1!;Z;.Z%4=H#CV-:S.V]9/>\^8^0?DTQ<_3 M8PWYQFLN6_HA]W+O5Q-NZTA=A^E$I+JZ?W[+Q:;BA[?0[<=2
MP26+"2L2D2,P$133',HUR%*@4$XPRC.+':2HY19F)GW]2KHL_22-I]]6]6 M.O"$:$WD2#K0T&XA.JH_S%:EQ8=PD?:[?XB%?2W:/4!
MDZ<5["A59EW.^@#M<&WKI4W7BEV;:GO#J[NWFZK:_%FN;_=;P((Q2B5$,$[4 MPC9.4TBP_">*BMT3)S39XPL#VM M5^;?V)CO4*OIHF'>JBF=ES1SO:.+)A]7)+K\BF,(@RZ7T;
(SE+S^^.]?/NUO M')=1GJ%4A59'5$6BI2&#8(OE:;>U[)YA_(/SG=WFRNJZM'7*[4 M6/BXJ5H>ZO7M9Q5?]85OER@/!](44B_0-*.84%XW+"#X,BQ*E("D1L7(.M M A,
[B\^\KC=5P[L.'M9,%>7M5 !:AX6.BR>;S7]>*&#H!V\SQS$EBG:NI--D MH?/7MHNF.*3\"M\W),LF &,A>^Y9CL)[+E>[M/0<,.J*FB?79"U^5F?E"LZA M^W)NYU45%?[PDU>TK/5-
PIF*LFD211$-.3WY;74$S;OJ]==3]C MCO\)]83-NVNF>L(6"KG-H!_+=;GEG\M'E3WQO/K,YW+-/VWY7;W$42PRC C, MBXA#Q%("">$"9@+'>1K&)**IS61G(G3B>:E1
6H=CFLP@3^4'D K8GD.: 2H MV?SA&R8[5^\#(6LW;&.R)X]I)')6YV8#PJ$?LGK7F7/GV2UMK<_.+1*@%8+TW I$^"&!Z]W..S&\$4DP!^-"H:K%S-(M3&/&/$/C%B7F
2*+,"\+D||$=IFT,%,HEX4Q^^ MFY<<,WON[G%9=3RCSQ[C0"M*$ MDSXL<+3;#$S&4IV_G&O1D.%?+A[>;/3!73*_.(Q1\@%!%]) M0U:RY\TB2RAV@0UBTT M
3%0FLW'0GP!FIF8A\]I\:K8AB] 9&Z68/U9@WO](99 M1Z?R)E"SWNDX,DCU&%0S1^47*CN?=#Y8M8>?4F"'B-6SYDX5M7HL\&4C5\|" M<#%Z]?R;KA&L[0EZK\QPT&,),T=^
MGC7Q.+CS_*.V5U?G\MJ.UQ_U5UZ5&W9(_[E,*8FS)"I@@D0A%P0QAKB0FY8X MB0N1Y'$>,K3<;K9X=>EB:[0N5NYAIY'QM_U&O:)R:S>W:SW?J=7"B93<-TU. M[B] Y>2:WON,
[XA+%V6SPFOG1P;R;D]MAFK0*+CG0>Y4G]MTSNX65$?P^-0 M&WRSNV1S\K"5<]T6//'MP5MK^%>KL]ZY=-ZR?U@KM- M75?
SI7Y;OES)Q7;U6%*N7P5O)!*LW,IGJK)6[[.FX*)JIA'FA2+"6U>=N5D< MW_Y,]X[>@-C?2OIKNS"]735J++E!WM6:?Y==BM7N&U\LL3F/!<@$) M9ZH8&8\@QG$ TS
*XCQ)1%S8W5K:R9]XH:O%=J-YJP0N]-C;""""DO96-P)^!" MM /(-SVBH?2784RT@^8LB:)E,XY\.,_2LW;,^RU/=:_*ZZ[2YM=-K8G6]K5= M/Y?U=AD*D@L>4\@%4?0060;SD!
8B9B%@O*HH,R*&\>38A.[MZ/2FE[ZTHS5_D2'62YU'^1OKGWO,I"\2'E]JS4O(XQG,(W(> MW^V[KC$?I91-]:2"_^L?G*GPEWH9$)05:1A (ETQ1&E*8,%8"@,1\8(6<9@*
MJQN3TV(F=JF=+'"KA-FN"D_B8KKX&VNMG7_:R5N G ##((\@XD4&Y4BE M,$\")#]/0H2$54+=23%3#\U&Z*[X5PW>/CS]RYOO?"B6T@8ELX$ZWG:[@7IL
MMK\XI8H2N,$AP***,\@HD4D M9],DE[^&1<+D!!KA>+G6:;GLYO)=@XE,HV]NT7QSCR3;Q/KLF7.[\HM/;EEO M)Y$S&[RC@1B? =>3Z'VJ-3'/3"7-$%:GW4 MGUL:\FN#6
MKQ^$*AB=G8BU^5@?C"LZATW%NQS'($5=KQ>KYE5<=%4A)ESQ* M$)+K?D@*N3='TK= DN8!9#$.*,T)%:E=H=!34B9V*2JWH;W4N>=5$Z $H/0N M4K1ES.))C,P-
1/$WKHK/TZV^VU)@$46%(G%"=% M%.$LX6:9\P-2IMZC2\G@F6@=R&(:KC($S_"@]&:TY>;\M+W6V?!#AIM&X'@" MP"VVQK;C+<)5#.PZ$X@R].9,
(28&RN^#1TP>=EL+?./W;0:%KI!YIUB^\.HK MEM/G,DQYE"7NB$9A5MI'_H2;<;S8-PF0UG7R#8C>>S]D]P)V!BH:=!/2AJUE%M8O3A ML#9ZQVY<<\J6FJWSYN[VM_5]J:I*WO"?
V[=2U_\T&:N##4P\2+5<<%/>J47@ M;U^^?NJ5/#4;I\/F#P]0;Y;;C%69QF$1H9UH_LX1$T[^0RN6Z_G+S6Y,FAKS=Y!1O]U[C-@O&@:S= M2Q^:+0A>I&?

L?)0';G7S3G%C1/<)H$^&14EN MZOH=KJHGT<1QU.\W=[S>EG091S2,HIQ"3B(59L$2Z8,P@A$/69H*+)+,JLZ0 M@PY3'\2VZ2TZVV47BJPRT #MJS.6=_@RUF;N MGIQY?
^K#DUWIH:\J84,MSMD_'[K:HM_;;/%WF]HP8W40"H.3% \H6!ZD& /@ M<1":F.IVHG*NT?D.5"Z8]>P\Y=*SCLW!O%-[8,,\%($5,8 M4QI A F#>902R)(PQP%-
@RRUFO#.R)EXQ':RP!]:FFT9[S/8&!XZC+?8;G0: M&VN__1\VQ==F_HR4>;?FPZ8>;;0O/#ZN-J\NI*KJ@'555+]N5B5]VA^WDQ1S M%L0IS)*D@$AD#!99&$,>ISP2>
<929E6,RU3PQ,/VH)3L\TJR;F5W+T)I-JBG M ,ANE]B(S_4>H _VO]ZO=QP!<%SU=R+8E^D6JXI&.>JY!J_[[VVWQ>^W7&I M$Y3GH2 I3"+$502R@(0R!A,4BD3P
/'(BK+>3.S4%QZMDU9Q-@W+UW$1B+=/ MX#?\STT%WJUP;<2V/@9F,V?C'SP[5S-<]:\IASX%+;V=W=.7_NL+?2W%_TX
M85'^[]3;KAE5N]RLENI@*5B44>DG(,L9A2@,"TA20B%#11*),* B2DW(&,^+ ML/(7KAR+M)&U2XBTYEP^ 8W9N!]GL-T8?Y;QV$KSF;ITSA)OR4E' F9./SIG
MX'&"T=DG[49>76V;^[UO_%YVZ@]<<[F&N*WPW=7/LEY&!0D9DC-X@>6^ *5% M +' !%(211FC"0EI:#*##XN9(T0!["6#5K2<;J1PPSGY E##8]&?^7;CT=5R MXZ%I9MC0\)0M]
(:F_&T_+"\T/LO0-#.P&YZ&3SOOXRGGK/XHE5-TU"J_]CA& M':>,9S%*(0V32!6GRV&1T @&>2KB@(BB0%8TCT92I]_!:QV:NE!T']Q^;Q_? M;X:B\?
[=+S;6F_<>+)T"T\;_6YGL;ZMN('/N?;HY#"+YOU(Z^WG.EHG5JO5/M_5W:3\0 MC_]4/ZM<9JT::'6SS&F>I9/-?.&KZSJ'E=)A).0^PFT!=JIW 9*-2HOF@O)+ M2QV^5]L_)^ZL"/O*
9]%YWESRN?LAJ,<]5F%.Z:H*1P5CY9J[%M9_V?#@Z%^ M6K(XS M,*0Q"RB&B 86$9(G*0U#C%$04RMZN@%9$[OY9Y)[G"Y*M&6.V@!> M9K[7$PIV'O,Y $K6HH_!/)='!I;
[REP;D#1OXMIEDX_RU@Q>&9$_<^2 CD/# MWQZ&AN_8<*[D OBN\3O_X.7M#^6V'GF%;_F_;U:R-46=HPCIER$B."J1XR?Q%J)@@N[HT 7/F'D,:>C5M^XKV5:UOEY[=,]^\)D^
M],%$F=<2$F$!G$6HA$VK,Z_(FPJ[G]:*E*JAKE'!33<_\+H]%OA5-K&M/W7) MTBCFTAMR!A,AY 8^C;%TC%Q '&6A")&(H]R*S'8NQ2=VH5J8'/-ORG5;3]>2 MLGZV#IQX#3YAM\R^
F]KA?>,:4/_MM*<[NQ><7PKBU31R$E2YF?LA9=>?MNJ M_==8?#MVAK>EMZO\LL+%K4I)S'QE.(],B;SE! MC :]39*:YHS;'W3>4ZN<%7JA+*RQ)Y/V!K=LIN/??
M0EVM>UW(B(.6Z.=_? MW>E]8M+'EZ+$^^U'JZ4J\+F/(-4',7(R:0))>W_HJ!*^\4>^?N#+",$EZD M,SS-'O/J/NM$\R+=_XG*MZ'JNJE):>_N^X5#7NQ;YX+6XP3^7',6H"&D",T%B MB
JY;R)8Y#G),2DB!!%Q?*15V1C7"QZ0G5M7%Y?:?-XC1]J>Z@.)S#=/N"J M;#G#;J5NX(WB"_MET9"("5VZK8M0?$,:LWY1?_A;L !_>Y/\HCWAWPK+RM%3
M]K;9+/9:>M!NTFK.FIZI#1J]P9O/3<>U!H#6 IW.O0"_ZK[5CX!6<_"^K=F@ M=5\ +.0V5=&?>:PT/0/(OJI/3ZGJO!6I9P#]J$KU'#*];8SJ)A!MB<*4$%*D M,!<\@4B5L"XH13 +>B%
[8+#!JO/P#;>!?+6AY7OI&1YEFX__WO JU(\26]Q M5?\;9[?\PT^Z>F#-2?AFK8@NL%JQ=D2+04@*'@8P0)D*WL@$Q)G(5%ULD:G4 MUC#&-D-]C#(SI)U(==065GG7NIGVN9SX-
VNPU]G248Q"W\R5S(6IG;.YNG[W M:='##>P5 [@&6C45X=$H!W;:+4"CWP2\D3Z \N2G1JDRJR?S =JAK_/2YBN(MM^[BDYZ'V_V&?Y9W#W=+N10J*(HHI DC$(4Q@WD69Y
QC$6>)6%.[#C[9E-] MZCNZ\14/SD7T[B+&#B)Y%Z U[04#NH>_+1,'DTSZ'9@]G,1_]][L1+=13[QT M2(F]XG^-H!+G#IDTHMM, ^^;1["O$BPHF0O\B2/,KF)L"P1X5&]B2>S3A2H
M%!&S"EK\|;!F%6?;'[:!BYZ[Q6Q&>3FP[6:-T^>S/5W![WI"V6NK"?$Z?7?O M*8T78-=K?M-\I@'37XT*G\K-7;YB F!/5+:80HKC3H7?J@EB5USCBLK-4G.% MN+G#Y7I)
B*2E#,8Y#JQ)@I@D>08\@RC)**,D=>+AL8?K?),WW/,MMM4O+Q= M-X$#]*F[Z&E/!.,LE<-;%)"C))5++9; /$0%9%D>T8+C++*+YQV4-O& ;V6# M3GC_LM4RAVX0,[/![@T)NY$^!,
($1Z!&5OK*8QN4-6^:FHG91UEH1B\Y[L!V M%6\U;]ENL_B-KU3 I%I*U$=[Q5[,>!!&FG5S?'UROQO\L]TZU4W8B_S@ M*U_CE0Z@7*OX?RZ_T-LVSW='UQ^)(DL++F":";D(BA($$G?
^< MJP^L7:Q'U#RY61\:S>IJ/4)XZ&Y]-FWG*\(A!DE !OO[>D-J7CVJ7+-/Z_N';=VD("E^B>9N MBLN-F?IK[V!(H("+1,""T0BB&&<0%QC#$,6(XI1E@MB1?'I6<.K;^/:6N$VY M
O=T2CJ_JHIRWHJPL:?>7JI]%84P7)]KI$XWEH)/QB MZIU4PI-Z+T0QX1?<\X03GN4XUNN3*TW./TO'Q.O#$KA%($2:%K$J]XW5/R$L M\B"#C":*&@:BLSJF&M UL1>N9%I6:YO
!DS'^C)7CMWU@A=@$;LM%E5!@;Z MJNLW(&G> G^733ZJ]&?PBJ\PRCU/P!>^[2X,WS_PF\UWOMVN]$6+.NAY]U!M M<;G2OX;+&$="4!%"%D0A1'G!8%%D'!*1(U3@- V+8ES\I)-
>4U_J[20#E3L_ M-E32#7K#.[WY ;7S.J>#(_&/X(W3?V"7YXGN$O]P78#>AVCSK!])DP9*#D* MTN'0R%%07HZ)'-?\S&E;UUTTO:H,5_,=-:.NZ?-IO:W*=5U2'7R_
MQ$&14$66&.H4UPQ)%UR@&(J$9BD2 H=Q/$O"EH72DP=E-K'5O%6%J0W7]@<' M]\/\K"_7B8;[XU?6->ZA'(X95-?[E*G6DCWKKKK0; UIDJQ>0=:4 ^XOG2]E MH_)?
(U/*H1.\Y4BYR'9>UFN&KAO\L]GQ[T)]U43W#E?5D]A4NC+<+D.YWD4Z MA$62I$&8PQS13!5H0Q#G@L HS0*YT&=)DE#+Q;R[-A//#FJ!N0]55ZMX0/L*
M6;_I1^!NO)*?!TWK]7M#=*A"2!K%%CUDE6[@F7*+/6%"/4E0B1>@_"W+1^@R M]V)\/&PGEN >&G5DCUGI[PIGIQUW&ZFRS"(14Q0J((_H5N[?=',*:XK
MSG;3>%#D<9)A"GD*:4/V5JUVNSD MG69@KYIS^*YC1YCYH.GAM?-)4R%K[:K& >/)=3DJ,:LK&P?4H6L;V=I$AY/U MA4WM\ZHQ![4-7]=YYW^N\3ZV',"%1PCDM21PF:M3A?
XFI:\B7=:*NI7BF,D5^-I 5$8 M<8BS/($T(8SP K,DLXHK/2UFZC@D?8[6E]H&#%HNJ<]@9!B6--IRRX@D>Z/M M(Y$&;?(5A'1:R+SQ1X.&'H4>#3_]VNK3?
MQ4@I=;57BKK7":T2+)>%# I,@8 M1&E1P)Q1 0NY^ R24"!2L*Y>U<1WXO;:&PVIYX6J[-S)3N)KK%5[W)D3WXQ/ MU$&OO&+M_COPERI:>[8O7OK2W$'SU[66]-
\E\U6O/:^"KP#9@X7K ;W>IW6/ M8*]]ZYJLRMO&PNYH,L\BGHF8P"+*"90+4P:+),60QWF4) 7*:6(5&#^-FA.O M9?O,EP_*?VTW@+9J<1VBU>5 ;7:JC8VQ]=)[QA?U+]PGUC?
X)R)PCTX=COA* MY:S1IRSM7M^K/M7M_H3H3A:-ZT7)%P[.]0GTY5A=K]+&%9+J%5NZ^EG62YJ% M) AQ L::X9=2CE10I&G3'U7+6HM^OS/^IM8T:UT&S?;E5I[RO7BN\>*_4?5
M,FT:C%9/HB8>U>_+QY+Q-:L5P4JS[?N J[7TDK7<)Y9,E81J-XAZ95V#]6;; M//BGNE/XQL6J*40AYW<=H?I\&RI4W?N-],GRB?_@N#)S%;ZZ:=BEO$ /62ZU M9NXY?F2/XMK]
Q6YT)]-VOG:O'RF]JF7XMG=S8! M:H=FAH,DP6D.DS2F$-$2B0"+E",D?3-SLL)BIPYMTG63%Y_#LCK4& M$/PM#(._!Z'^*9$_!6:>[P)JPP[-'Q:6L4BG89"V!^BR3[&QGVVH/M#1_FL&
M')[),S^4?;B_;[(#-QU7_>]C66[QF7=A6FW"FV3STR3K C2_' MM:ZOKLWNVGWW>0)5 UYB&RH M2VP#]_HK^O?Q/MX,YL9U8^V:PR .M7N^\.HL7M=,_0YROJ3SX[.AOM<
M8J(JD4G'JN@T5(1E+X!EB2E*DCB6(U-=$:- KF((*@*(44PCDB$4QFEW67SC ME WK(##?>^-P^)&':C!C8 /0R D>2G^24A$+AB.KH#-3P5/OCQHU&@;0 M3A'PI]0$=*K8IG@8
FKF4J: R7+K=!FAB>I5V-KN+5/#4.S,N1EV8!QG8UB^ M/R+5K%0G>M^WLC4=_% KNE;-4',MF@_DVD@Z-B7_QV:E-H3UDN (X4+$,(\$ MAJB(4XA#E$":) M8',&W]0730^IK6_J-
):I44315:#1JL.T?9#=9BLED5]W3QGF8U QV>>F8L: M\V>:C0#K9*[9F/;LRSF\;P_>/I8UQ2MU.?%1?E(O\Z)(0XQS*-(XAXAC 4G! M5)Q^+I=/.0Y3:A01-
2!CZANW5BIHQ#87+UJP>3&'<^@,>QI/-EMNF>S-M2KE M<,$@IU(.Y]JJ)&4C^T'W69LT_"\E<=Z$X]8>[^]7FB?/N M]R4+HS2/Y88&Y;$Z+
D"2"+,89$4"4EP2!%F=H09_I2S^=H[D6IT KL0Q7H! M-OO8ZHIORXH/\DU.W3O61R\S(C[B;*9C%E(_[_[0:KIX?@FN[F#V!:YV'=9] M-"'1T&@0IV(=LR9Q' M39T2O3,4I0?0BEB&*
[I#;^9;9P%TQ*&4(Y;6[G$T#IZ\H;L>LSJ_T7 =^KKQ M#;J>:>%ZL\9D]?1U4]G8JF*L6G]9G:@F^?E 8Z>AA3'LAE9@&35/&R M96$&
<9@7D+!,45'F>5)8!5G[46MBI_<%;Q\J'7GSN_S2*!+J]?;)*2C;4R^8 M'G7-C:V=_W."U>%(RR<*W@ZXO"@U\W&73R"/#[^\MNZZ'R?;?3KC%WS'WV_N MY-=R21&-:$Q3B'D@W1YC
2RRI(ASA M$A[$PI*$]J2@J0_%I-A>!O("*,G@ MCT:VI2L[BY7I7G<\ K8[5R?C'3:@PY9YVTZ>$3/SYG#8V..MWH7G'5EE];;Q M(RXK3=B]+TF_9$E$$B)';I"+""(NURIYCF.89
4]<,YB70M'!>V;C=RSDJR& M[DZ>>13_"RWBB/^% I=CI+YMBSB)F-7R\XV W@[K1)0Z&E@KU8 MCZ2PERSSQ0-[5LZ\U*^7S#UB>[WX@ML8;BJ8*XJ;[GZ_7#_(]W5+3KU9UV^Y
MW#'Q7:5S?1>FPA.714:R(J 9C/.40D2(@#D-(IC0"!.6JV%N%=?CKLK4.Y&- M_._?O_\=;'::V W[$2";^85YH+-S'(VLKBK5+@:H40SL-0-$JP;:Y[5RFI%E
M,+K:VL&,A\B3!QJAR*PN:CQ@AS[,0XN.*0CENMSRS^6C2I;?RB^IVNDT'O7J M;E-MR__N4V;K>T;Y[%+P7!1<()C22*YB4!Y!K$Z;0\)00@L4%-RJHI^;&A,[M-_G]+"QS&-S0-/-DTV-
DY\4:?:!6".PU:B[A&G)\'4345V[1!@+(=SQF28P" MQE<>A9L2\V9:C +J*!=C7&ONP4$-==.'-7N/MWR9B1"1H@A@$;($HB24KHAR M!,.4J6"A.(X#;AL:]$S"7(%!C5
@I0(EUCXLZ#DNPT[%B[66YQVVACH%!)TT M9E0XT/,69P\&.FG0J5"@TP\Z7CQK>H'O:BNO-_F8?N-8U:NGMYS^3U7 M%/-RP._V79_N[N6/2A&UC+E:KQ_P2OJ!A_5V&0@Y%M7R(
H2.42##$-U/:U^ MS:.()'& K6I>>-5NXN&]%ZSINM=RPW2'J__DVR;S=V>##OZ71H"JL0*PGAE M[$Y;+&^QO?:CXH4\!Z]&]^B1"'"G/=87X?5$U52J^2X![:@DT58'C94Z" M!#-!
(,)Q)M=2\A]2R 45YT@$E"0-!W MO;(+RKN'.[!2FH'[5B-+LG13=,W5NN M%6?8:^1N/^Q;@J(LBK(B+^0[W_A]#PG^F. M^4CXSRG@N+%DE>I%81PI<$3KR74>)5Q$VC
.@T4%0T2@?'X+F+*!KN73QB8[EG M&0N+_6[%T%9?NY1+XN;=G1@:?]0K,7W/GM]9>IQ2/GE38=:P^7PVS,@9?GG* M*! M$[1"G]>!])ML8V:B$]ON0+.SD>A>-
JW/C6OPM"WE[17%C-^5&*_9KXI8 M>:TZ\3=]S-^Q.N8LP3RE,,J$@(C$ 2PBNX M:"^_/Q,AK;$A>U9:\U?+)O84VOWEVEL-RT&TS3S5=!C:N2FO\'FH(6F" MPF2U(0>%OW#-1Q-
@+M=R-&IES':FI>AME^?2[8B$L10FB.80!0F%!>,$IPF M1!01*YB5YSDA8YY-3"O29=?R'!&;#8NSG4Y[E8XA>ZI=RDEKO&Y0GDMX@;W) M21-
/;TM./SJN.NJ[S1TIURV[4,>9\8G)Q4-?-+KZ^3QA6>[=FQ 'M+0-^4[O2F,T:?NO:T M!JT]B]UQS[/R);LOP=<+7P+GRK:S=H;G>KGSZ/XB57AG[99SM7WG5<*5I][C
MZE4KU(\/.OKN^Q9O'^JFR'>* XI(N!$$2*HKS A8"LB! E(A8DL%I$7I#W M(OO55@O0J.'(,S<,HYF']PB.CXVH'2X.1'%&UGIC@!N6-C.UFY'IQYQM9J^Y
MN8)3%5YV!VDM8^;>CRV1B'$L< H9#P*(0GW$3A+Y:Q+@#.5)Q@(;SV G?F)' MT5'%[NGO5*3J%OR)598C73VPIOJT*F-*N\W;JM-V5]E4OJ$+G>YBU=O*ITV8
MM)V+L>P>,X\S'>AV#NATB:AGY_5=E^S5\>>*W&#PY)DLA<_JJ-R .?1;CJV, M*CK[X2?5))8'1T $%3PD&5=\NK$B=F$0,Y+#+,UQ@1$OTMR*N6I0VL1.JBO4 MV@G?'2-9)O@-
(V;F2+SA8./JWEF.'U]H-F^/ZRV7ZMRCM?45J;4*RR@@<13) M<9]DD=S11"*6'H#E,(RB.(]1E ;(JO[T.'4F=A&=9#Y M<+1S,><@5-E*UV5SSG2_J;;+- T5@;;*
(,XI1%DJ5SE%+AV=R'A*"2TR>\ZH0R%3 M']5T;$I[N: 1;$\<=83/L$?R9;7E&8R]P4X$4NIA-(_4'[%_BFW1#J]L,]%A&B,.,IR2#A1= QASFF0OX:)8B+ M(,A"JV7*%$I.[
)&,!@UJ@.M.]@K;\ID-%\WFZV-7KKS[#S9R_7;' Q4QL"^ M'!'5915?.Q^5,<@>:*G,93E2R- ?G#VL^+4X4T[EVV:UDAMFI<6-TFQ75GV) MD73UB2IM'JC@49[DL C5&7N!XQ
5(L^H%0VQNRH3N_JKV]M*AWJ IO2,YA+\ MM=K4->AKJ@M?7BQAZ;L7S'ST/-C:>>).IZ;FTQD<@5(,M)J!/[1N0"D'M'8> M]ZWC(?)%JN&NR+PL&:,!.Z*]&-_BJ C5N_N*_^!R]?
W(]YSPWSA=X;K6Q:-W#OO+D-[(;:*-?X+[RWP=8C%/LRV89F7 MYBZC/"LHCD*9?^58@8%EPNMZ,P0XPEE =A;%.GYI799^6O[:OC-(R#/8>B
MJ%_YMKW8+&E7&!I0:0EXT_[VBP[?:BI%TSY4BNY)@?4+6$FXG)]7POP=D'& MKT7KZ0.<^[W]K#[(IR./ND=@VBMP9N]WK_H@,%G(/5V"TW%$873HJLP(DWT
M'E+]VOK.;SCWJ['N)4+)7XWQPV'LKTY-YXPZ77K\#!&7VL)]6K/RL61R2_;A MIXJ^47%/A^QV/W,0K2PTLQ M:F>R:^T9N:!+&.:+XVZ>@/C7^7Y87F._%?#)1/R=72'O^3*%[9G[GS-
U]%] M)U) 7XEBCJ%TW1%IFZCP+$'A-X[5/3:[5LD-3454^<"77H%4:4-9ZT.$91!F M&8H8@AD-$40A36$1Y 2R%/&$)8&(B5W8G2_-I@[1Z]UM[)313K&O3GOH9CG9
M^>L=PQ"_E\#<,AS0#]SVH8&^H?$51NA-KWE##GW#>12>Z%V ??!.$R74YG2YH2IETF*8!/$."IK[!UZ)WN9D[MX6U*D7DDSR!8EZ-Y?$%@>0_N:+U56(^):4ZA/8,-
SQ;>8V)>/\3'Z'E_3-R? MUM)EZ.66*DH7+I,811@) 0,:4[G.B04D&>8P"PJPBWA MM&B%@W(G'3#C*HXV$)HM1CP#8S>P/Y\CX]YKX*GRHX.Y$_)Q'TI\<4KN,Q"8 ML'*?>]7--
_R*R[4Z?+U>?]+D_WK;MH\@B*-(<(HB*/]#("HH@1CS!(JBB%&> MQD7(K#CZA\5-[!&4*ZVN_RB[V-
M['S!!#YE3RO@!8%Z@,7.#XPVVDL$@0@H0A@HHX(QA9A:">%S7Q^&R#3E3DXT[T BCA3E>- Y"9 MC5D_0-B-6W<,K(?O9?,\#>$!0;,.X\L&'PYE@S=\%BW5G]:MK/_F['=5ENC[
M5BZ%FL)E.N3CPT]>T;+F.AS^F[JI^OW^GE?ZI_E7;E=!DF1!5AN8RA*(X@R MP6$>,@:E/PC3O!!1D7.[%_L_.#)2I7[B]E%6Y%R M
3H=VXPDK9O*4E(]IG\!6M.IRU3ZQ7/2RI2>5'T%Q2C]@FY6?]*S3-LZ7Y_N M[G%9J2'P>;.^_5P^.2LX1"%&L(C#'&99@I(XBT*: M&$7=S:SWQ.M490%8*1,
UK>3"_!#F@'$I@(/JH:%=B+JB'F]V0+6:69:C&O> M+AZ>1%YQQUFNJW=F -U]VI V;%V9HK*K@#0&[*P!UZ(+@[\^$QZ_MPGTC-*L
M(SNS@++K=7:]:4VW5_L5<*L/]TJ_"A9EYUZD0\Z4L)M7EYG*X;T(P/O2>B\C MWGHILJ9-K"->?>./F]6CW$<]O\%K3TAS3,,P3A'$>9%#E* (%DDH?PV"(,E3 MC#)NQ$-
J+G+Z@ZI.#;#3X_"NV=CGF\)X<::> !SKPZO+N%@7)S4&R'@^FP H MQZEHU!?)9L:P-/F M^,S3MV&_64&#-.<"(J2*B10\A'F<8\AH)ACGG!78*NMIG#H3>]4^%4*G7I,H
MVBFXHQUNLE:4CK"W>JO=HK1']I'A*=QLR%N>LTT/^@@2BC%8>2>B<%+FA<@H MQ@!WGI!B5*NN01SUMBKIEC-]QO;[6A%@?/^]G?%%1!&/B8"X"*5_C(L0$DXI
M9$D09@1Q%F>6M2\&I$T>G=#)!EHXT-+!&RF_M@[B& +--&#!$Q2V<0L#*$P2 MPV!@IK=0AB%9,T4+3_\Y/1A*_W&.[FIO=U43_J.WF#8 MGGUYXJ&ZDPDZH?_;;
(">MW9X4'HQU&X@'MOH+0#AHC4#V1#RW7:H4;8?8>=; MG&54732H&TF7'WR-)0XU!\424QBD=RAF4I1&F0JKC)!&9$$$0PB?,8O[K"
MAEIUHT$RNIQA0Z.#*:T>Y.2UVNOPFNH:-EUIM@)X+3WSZFL8:E/^*H4+G^'^ MERA7V&C\/ZA(X;,NF+/B/MS=KS9/G'=,!ZVP)A&7-K\L4Y8+ M%(D03D$7!"8IL-FH7LJ=>
K0J:)F_'>Z(_)^-Y%G]F ,DA_[(I8FQ9^7J M*G.S5KE W?7F#?[YX:<:9IT"!P3 8I"./DTK:Y_KL_--Z*[^L MY6Z%UQ9J:QPN?=)T][6._:H:Z'B\7<<4JH@M[J]4%PSS9\.5C5%
M3(E<+L80HT#N5[.(0AS$D?2I,6%%3+*LL,JEG%+9&<,Q&E5 W929;U@_GQ&" M:Q+13;V%^P+HN[_=JXP(RTK:4_:QF5]^+3UGY[9[M5EV>N\ZHJ?YHE?32?6G
MTG'GVU5GMCW^?=?C^HDIE\!S .ZK'OB4JLY;/7P&T(]JC<\AI)6_82>0$28N 1!C*'4@N9U.Y0R%% MR&"**0W#.&.,S M\N90Q/P!-V>,/!EG<^Y91_J074:).L]XMF+OK>5'9)4LHXRR(,
8)J$*56:1 M])Z[\XVC_+U5=O>[WH)9KMSR W9Q+-_CB= M:6;+C3+Y]\',D;VJ7K;SBJ^F@^V)7^8"W1=_S.3ZSDM#,Q?\1VPVLPD>5V5(M\>WH!?_UO6YX?:N.C=
[AJGH23=W#^OL#45N'F\V'G_=EZW'2- H#+F(88T(4 M(W< ":4AQ $E120(0Y2YE AR4V?BZ>4+E[ZDTT?7Y .TK]$"U(U.ZC"<[[1R M*];CV"%F4\!\,-OY]UUA&\W%U1Z-
['0#2CGP[CGDW_>0?[@,N7,1G'%(>:Y@ MXZC,BY2?&0?X\]6?6\:1]YL[7*Z7<8HP%PF&8::J4A."8)'2 M%.:I7(PG2<1Y9E7,95#:U.?0)]9.G0*+;N<-_FAT<:((/(>BX1+6%S:600Q^
M8'%D#;Q@KE?BP'.R7H [\(+9I^D#+[UDGS#S;O.=K_3):5L)1;$2FB;,G'QY MXC&L%I!X_00ZR: 5K8DMS5-G3ML]/$R]F&QY">-DK57ZS*!%3NDSIUN<+7UF MT*!^^LSP@^?
&4A_US_*G__._ND_D/P37_/_\K_\?4$L#!!0 ('F6DUG# M3Z]F^WP! VY0 2 82TR,#(T,3 S,5]P&ULY+UK4V/)*P_08-] SA'L! SWB?
+XJZTO(64EL2/=W^]6_6$ARLK,RLK\E__S_6KTT[NN(N< M@,R.@B"4@M?:@^"$$D*]HMG]?Y?_;*GU1$D"EBH!PFO\F,\,4J+,6Y85_M4\ M=#0<_^.?RQ_>S=)/R-
YXUOSS7W_^,I]__>=??OGKK[_^]MU/1W^;3"]_883P M7VX__?/-Q[_^?Q?O/DTM=;^TOST[J.SX:H/XF/I+__Y^Z?S\"5=.1B.9W,W M#N4%L^$_SYIO?IH$-V^D_B)=/SW[B?
(ON/T8E&\!9<#IW[[/XL__]D__;00 MQW0R2F%VN:WYS^^IG_] M>3:\^CJZ^]Z7:@^',^'\V&:73@_2@,$H^16!U#^E>5NK>-/PTF<8T1?MQ^SXW#4\4_!"Y-
Y_XY:N;XH,@?!F.XNUOY^GD MJH:VYI,:LEMH!NG]^2=D.Z?I-,5/"\4\RUW#VAS-:FH^N8O2/Z5+-VJH_['W M?3@;,)X%5RH"<5J!,
(R#,5E#)M0HKE/@VNVD]D24J1;),2TT,4)5,K%+&C(?B*R"CB>OW@@AXITA9#OI](Z'OR M]IF#"UZ#%YP0'1+:R!T3(\^\>2.,R'>"D2KB[94A*4SY#4^#D?I^/K*I^E Q\29
M$F5SS/B'C1QLPAU2Q]@(6^RBX MJ1L=C6/Z_N_IQX FKF+0 92*MAP*9S L28@665-<1\M8!5P\>NUF^2[RKI"Q MBV1[8VC<9A,<=]KI'*.ZDC[DVODZ@]F9C0 M$*
(GA>%ZE>SX&B(V@\U[R9/6EGHO0'3AOA]%E.4P#Q?U%S?[9Q2.JR 8!)LP M&K,,&4F9@O$A6R%53,%6@,\SK]\,..\EHUI/TKV S%Z,J)#9S5]%/!1%(RGQ M5 %A#''/-0&C&(&D$_[/2F+
(;@FT9U^]&53>2XZUCH3[!)-]_/)D>C'Y:SS0 MRFLN#7KBJI2V62.Y?O!E$WDN2M89T^P209@\]F9Y. M)]^&XY &: -MUR %N5,F]@ CG,#CB5OJ:4J^HJFY-';-X/*>\FU5I-SG_!R M.IG-
W>C_'WYM'"ZJO'+,9T 1H&B<8N"IMH#PIQ&W587"JH>6!^_>#"OO)>U: M2<9='|X4'J;)-72;(+SQA(,RLB2"J 4CT#=77AC*LTTT[H:-Y;=MAH;WDF+= M6HY=5X=.RL'CE\GX-
@]H/'>6> 4LRMWL MP>,W;H:%]Y)0W4F>'6/A8NK*'9[S'U=^,AJ$)"5)5 WF8-(F8!%.U9J5D(R M3D7J=CMK>?"ZS:K#WDOR='M)]L0<''X/7]SX,C7G 4EYSRGZOSH4)SBD#*5L
M"70R1JE O3=U3,+R6S<#Q'M)B^XLUUX$%W^FT>C?QQA'GR0BFE/@J4ZU(@OGGG]9DAY7WG0&I+N!63^F(RN41O3 MYMAY.AN$;+.,FD I10'A?0*K<3M4*HOH9*;6Z0I0>?
3:S2#ROO*?NTBV%]"X M*7);E*64W1(UOAE0WE<6 MM(*<>X&7HS$^S87Y\%LZ<'-WPQ8&WH1)IA4H:Q0([3#P9EF!CB*P3$D6IL9A M_^JW;X:7]Y4*K2#G7N"EL8O[;IXN)],?@R
""5Y0C,.206=+&'!<2Z":HFRB M(]34N KYX*6;H>-])3^WEVHO0'%^Y4:C#]ZJU1[8K#JS2]Q)WQU^GDK_F7_$J2UI-PQ6(Y"GNY= MQR%^8F\^3[.%0CZ.W.7 1B(8"PD#@1;*
GI346A.%P?U.6'G^W9M! MY;WD3RO)N"=W&SX.Q^?SJ_GA=#J9[D^0B'#'#3&2,R$)<&K77Z9ALTN7KZ7G&MEF?=B8SK_DD:C6TNI>.;&,P::110,20Q#-X(K M@?F0-
7$NYE3#65EZYV8(>2])V!UEV@M$G%[[T3!\'$W!C2D"D]Q+-(?=5,B5+K]P,#^\KU;JM1'L!!\3Q5:FPGH1_G']!&E M;5PY?1H@P89P%<"2&$%8E<
FYG##Y"K'F(Q*J@(^UM&P&6#>5^*UFLP[1M > M[I:QV3'+WBB(5,6] B((Q[W1:G!)>5"&1"\LCV3'--J#UVV&B_>29]U>DCWQ M4V?W%S92_/#CK%"2QB%=I._S#_CA?
PP,]SH9+R'E7+)_'%TGY3-$%S+Q03@6 M115W]452-H/.>TFYMJ.!:K#ZEU^>2!EY_L>674*;P&Y)?_)W:!9Z),'U.@9 MNIZJ'5N'NL'CQ]]UI:1)F<"U+TV"RC4HJQ
RU$*D(C/IJ&&.K97&\|_>:5M8 M1-]-A8++/KM *0(:J1,6HVV#U(*):,<\Y5*HW2XX+;VLFW9AE?3S8#?84H!= MNP,+LC_=M!A&>Y.9]BI#$%Z#
<#*6/@$:/#)@2_=E*G8[J7_TPF[Z@[6G_ZT$ MV0\,?!Q.KXXB1D/42H4T,Z+0DG!Z>[5T.._WU#"Z=^SHHCMQ5:BX2-1T";^'$F'>NE.9P$40!0D0@) 54>6UW[M?
6"Z1L:R%N'WOWP$5_58,&C&5E0/M@D3%) M2P/$TBXB^ABBM(ZORV1OP]A#"KKQ'&KJ^]9\5)!PASO(;#H?G$XG\3K,3Z;G M:?IM&%+3CYDSIXRR$9*AI1]S-N 50U?
(&QNS9C2OO7]VAQ!\P1(Z\%_WR'CN MW=UB8Q<]3BH*M1^@F.V-XPT'LYLFVSQ$$4K6G2N/3 1<)"[I %KG+*@G.:AU MYZ:O1,93
KJ!1QV=/@7(C@+N$"6W"^:&D=]3K+@(BM='[0$3[T% M3\J0ET0)4^L2V-OL+ \(Z!P=NRIT4DNZ/8#&C1Q.YE_2](8#08R,U@O(,A#T MT$M@G;QI^O3+)-
'OINMNP6_E>3RAHINXM3V0["CG/B#E=M>]3\|:DQ(I)S*4 M.L0ZU:2<_!,P# VMRX&'O"Y]O9./>D=%-TBIZ(M4$G /('*6OJ7Q=9K=!_M! M><.S!AUE:0R"+CN&Z1E$\ES$Q'-
>VPEL&X \IJ$GKNJ6.IU4%'!_/(1Y;0_M&3?@^CZW+@NS>;)?PO7KCO R6LL]PS8*5%B'"*HM5U M'IAC7"?O*-/KCE!WP-!KR.P69KOA8C7(6E-2#W!X\C65+GKCR\/O7]-XMBPX
M2F-T+H$D17!":+!$,=Q//)* YPC;&0E0=?SJ-$1&8TRHCJ"3\;B MSU(T9-TUB>UVO34$=6N+VL%2/0WTPBR=I]&H7 1)8Q36")G;BU?#<=."NMPZ
MO.,K*&V$TA!3TVS8E7)M&:&PQ$P@.JUM[[U=>+\)9=T<5;8+L19TT@/358QP M,;^WHAHDE07!!8%A+T<1I=)S@Q$!E D>,.1USH06MKUE&KJ99M3^9K>UG+?' MR63N1G7=

[,5IWJ?);#80-.-_.4)PNNS2FH+UA$+ L$0:CHA?6P"SDX-]3T:W MMJ8MUWI+,?< *4?C;VDV+R)9\-#.,J%A#*0 MUKA8VZ%^CI9N+4QES%01>"_!>JK("KU0"(]T)&!H(
MQS8Z_'P58AZ0T,W0M-: LKUX7X\/N\#'.%V6BNTZFU YC"0M/]|(MZ+B(X'S$+=59!T:7UBV>,F:B-5*NN_^WU7ZTEJ)N)JJUM375$WX/_-[[_?4V M.3H<7R-3-QOP9#S[D/)DFA:?
NW#?T^SP.[J!J+3AV$U_-/)$:8225ITTD<&= MW65H7S4W 8+W:'>),>!]65SE"C8SQB>Q[MKA]H5LK;#3S="WUDQ@/]3>"S_M MAL6;%?P!]L\G ^"8UR6MKQ2R+(K4 6V-
">1.AOO3IMU.&^824;F;+M8J\ MW<3="R?M.,V7@I.4DJ)))*2\F:>)TG!&*XA"9I6BH)S7MG4/".AFV%Q+&-E> MM#VP)X=N.D9S.#M-T^;6[WV=KRHC9AR!&#%JQ: 5^2@C
"@55EF2I3/K^B1O M Y'G:.EH EU+<*DB\5[8E,>_A61\LO0.?U N^!#_^8B8/AZ!I#S0$IHM&1!-*4CEDE&6\RNF3< M6JN3=#*0C:KI=\#-#2G='K6]"7*V$7H/L/-
G&EY^0;KWT(RYRYNY%"?Y2;^* M9F'<"2XG8[+D KQ$Z0F5#3A)&5"1C1%E4-9F]S1>@:RM".UH9&9+^US[NGIO M@!S0G
7G,8,N7=Z$46BS'6<08DXN"/F1D^^O9]Q[=XCWM%SFI=&'[;CL_R8OT MQ-XXEOZ T_0EC6?#;S?9TOLZ"6Z<$I*!3)&7)G$,T*VD0- 7%")PH=*ZM@@[MW279C,2Z.;!
HM62X;KD5"P.Z%U&_Y=Q):*GD=NUT^'>)@?6OK/7 CK6)\A> M(_<>>'C- =H*R11>]MWLR\?1Y*_?4KQ,O[KAN'QS<11QEL+(S69W [_W,I)4 M"O6]\T1GJ2"GC";:8=CEE#(0B[?(_2?
99QI M2YQW&8RR&02: #!1"90#^LTF*:YY[<"G&O$]J53K(]RKZ'O7&I6+-\$[[F$G M&5D[3=/A).+WI\G-TD%:_'TG?B=YEEK@YD:TPQ5.'1BF!="4@XTI"%;]ON7N
M5/>DKJYCA+>@X1[;\(^X3PTOQXLI2.''Q=2-9ZYI*8_B;_XU:A!PN]3WIL,9 M1I@'UU/\^&JJ(!*:9:E5.=4DZ2 GCK M4!0FY\B23TS4CKU;9*?6\N;@W;[Q=0N@GIQ>+.Y-)#'4^3U
MMN-:SM<)A%G.62(5Z@_8,9%2T,$%0@KED*5TG .(3AGO/-;5 H8"@4)1)4"8I(Q-FHZ:P?MROQJM7[F\W:WN)\EIR=72-X
M9[5T4@U>71VIGS:J^9+FP^!&+9ZO/WS/VQZVK^&QTLG[1KF;XKOB2IK/IT-_M/2^]"R\F"]+N($V(3$9I#B2R9HJ?!<\%@> 9C3&%'*NW5J]$>D\.7I M)?<*'$%K(*3"[4$R
RHKFX3RR;Y9:N7UU/7/Z MMHKQK(-+5%'(O@SO$P*=]1@()"^L,DD%%$S72^ YXOL9U/5Z!53!0<\7P*IS MB,7)PWUP75A.UD1&A 69G021*#INQ'&(F8J<5$K6UO:H*Y#=
<2.NGH.^#=V_MLY3?Y@G0(HB0HG/"-S/:2B,]3\M!H :IC"JSPX/VW:7Z7L5*QSW&>KPPWA(C M/=\;3LLWF@/IYE.G$Q0[1GO3)INP+*"EKX_P29-O-
WWDOQ_FG%!/7%IAM[!78P/>Y_VCOB6?O/S^\::60CKLDR@3,85&*4!RSAJWA.B'!S)E%&2@XP\I)3 A@C<95A5NI=D9K&6I;U8T(ZP.6=@+ X].P
MZMKH172]%\+D&ADY2R$A4^A3HKMY(]>!%)E;8SFH6 Z1:;F>IM&E)(E28XR, M.=1NBKR.GFZSGO4A54WVO4!2:=T[QH_\0"8&L5AG221P7^;A8C2"'CXR8XSV MS/)$??7DRO+
[NTT5UD?*UK+M!3*:D/&!4 9&VRB]D5!R[R $!JNV--Q!UJQV M*6+DVLKYXP,JNLV;U4?)CG+N!58>DJ]"EIQ;BIZ?,A@HL-+UFP=(D9@<*6?"
MU^[(^'J$M)84:F"V5JZ/:@1.YV6=LWS'R6W-"_C)] -^WI3+SJ@3!(KRCR+ MS$J]&PK$VZ1 "FH)SS&&4+L6?AT]?7!5JD12U83>@X"JC.?Z:S@:#9)5*@D> M<0>UY8Y5CN -
|>!XDE)1*TRJ#9;;=_?!,ZD"C*V$V8LMY@@%/KX@&M M3Y/QY46:7MV/,9D-O!(L4NM+/XL 0B8'1A""V[<.,!PG2E[,Q0P)XKBEHQCRWT@;)6[DQ_IB0;J]2 M5,3*
[F+N@=>RH'^@I0H$W?M2ER9!.,,PDA,*F W"8(1':/5C]\6;N[WP4/U0 MX%6"[$'4\VGH_' TG]3,UEV/@G_^#(9H=!GQ16?_[@3C=1*:&X4$%V&UBCE MP#DKT_C(J+%1EEQ! F&]
M0'&A>Q:X-C)07(B\MGO\/#7='C6UH_WG(;:+*GKA_-P>>YRZ'^7,XS8;):2U MW$4/A%)TXGRY,IL,!T:3(C0D)V3UPHF5E/0&3CMI^IFSIAV$W@OP'%Y]'4U^ MI'261LTHOB?
2&EBG*4^A=&>G! 1*I4Q>%X .@K2"*"Y5[7CK1:*ZW0!;@E1= M5?0"70*$X"V5P$0_E+!:E9)1!MG0B:-)]*KV;K>:DFZS MARWAJ(+0>P&>\R^3Z;RD)CY,IM/)7V6PR$
B!]*6ZQ6^=/,B(>%V'SED9]"[MY-X)6WN,YPHRNLT:M@2;7<7= P>[R4^LL)O">8Q'T&YR%RSU%Y8 M67O,]):H:2V!V!)J=A1V'U))-ZGS@^3G@T2HYTHZ(*%LKU8J,+X(Q6CFHU)
M66OI6**\O]NL8EL0V5; O; F:^_XK+A)MR3$I>PZ\|3H3''C)<'C%BPMV&@(M$)1>2E$Q9FL?8E0AO#$-LC\"V"N_806$D5O8#5$AN#8#B17%"0,BFT\"F $PH7AA;2
M&>4CL[4O\"R]OC?AW9ODOU\E[!YX7?N3JZOAHE"A:=8VGF.HFL:AL))-S$R9 M#(J%LD2S(4*$RKA90TYO@KWV<%1+&3U('CR5T-'XIH!JY4WQ M8FN17Z0"GWAY-$9*TNS>
[\TY$T<% Y68!"%T $\|RD%XS@(-.I':.8>Z'/0F MZ&P/O1VJO)> O^,$2OO>AJ7%5<\RHM19'P'E@"RD$,!(7,TLEJFBC)7Q9=5O'#PA MHV]@VT[#3RX=[";N'B"F.!J3\1+]6>402IJ06QY
!!'!:8%>:Y#6AB"=SFVX M>LLT=%V&U0I6=A)T#X"R%V-3B>9&IVX8C\;[[NL00X\!9Q('@YKD@4Y44M2=JF$%/M?>IEJKH>KM<*IBHKHP?P
M6N)@HZD#7A@734Z04$P@)*XCXTDIW&!)*69\(+4/E5Y)8M=3N-HQ9BVJJ0Z5C.*(B.&Q6*J0ZC=P?8I%7WSIWH4Z+U*03U(TKZ4
MOAD8DBW7E@(M]X5P_3@P64:0)J&$9';1UG;?7Z*I-T?H;Y+VWUTM[V .R7*C MQGI31YY_:IN-)MN?*++1Q9[L4R3!X;YJ+5HSHC18S1Q$X7"3U4;*Z@51;]%U M9,=4,W*:5GI ,.$!J*
(B_#T M&I7W$O!WG.A C:/HW'C%!0CF/0912:(]0JE203EA:]_*[J\][0XCFQ\|O49A M/8#>PY,0=*E.ILV^%9M<]VF:GG]!Y0R\"SPG$H&2TBPRY0S&<&12L)AEULFS MVA>4-J.L;Y#
<#@=KCZ>J**5W4&M8F.U=S[],IF50Q@ C."$)16Z,*P++ 4P@ MY9*-I40+FD7U.RGK*>I;]J4%:.VDA)Y"ZF@VNT9.0J B*AT@EHHKX;@!YS"$ M-
^B+9,T#>M:UPY+GJ>GM"5=M*&TA_)["Z.1Z/IN[F" M@"NM<552@B2IN'?M[GY/2.KM\59M0&VKAIZBZF9]&$NXX]2!C1[7!T;ZN&ES M_"
<10DGAI#6UNU=O:ISJKQZM&=,\!N#4)'2OO0!7^HY3+CFZV=,^)#9I:C7\8$!Z$Q$+81/;1LK<[!R2!)[=;V&Y#5V]/)7>Q&;77T MP'8LL?3$1_-">6:L Q==.?G*Q0QF"0'=M1P9KJ?
JM:AKR.FV*KI]1.TD_CXB MZ68+LH&'Q&QCBW%59$7)!$@9)=UEL2RU*)]>K5SW-HQXULA: NQ]Q$]RQM[M8"X8KR3D1&WI_6]1/LI!XKCE >S#L\O\,_?
M#X\O3C[N[YW_]O'3R9_G.YU+KWQ@[2/IEZFN?QI].X#\OF\IAM?&&6(@E-'+ MPA$/%BT-9(Z;E9'"2UG;G*^C9_<3D9MG7Y19*FG]ZCK&UF'NP.=V+Y6N:NG+1H*DGF*H)A,=@
MJZF5#E$VF\[OY74>TMA-AY-&.EX+(QFZ -N8YBS)"G ?=^6 M\5P!G,L.I*8FA$2DT1N9G)>P\1P!W=B72DJ=U)9PQS Y<^/+U(C!>:840>;1 ME*(84KER$:D$&;3W 7E JBO
XNZ%71]I5C$3VXFO#SK_/5WY-!U8EUCDF8)C MT8&(P@%"W@ QBNA8+D+DC9JA;:+UQ2N[6_Y;*NNQNK>07,<*_]U]'UY=7]T0 M3K6AA-L$2>CBW+@$/GJ4 -
'VK'2MU'9I(;\>A""_)[< M['K10>]H_/5Z?H&_URP"BUP+[1E(7LZ0.>'@,RX';JW0QI?1-;6SK_1TG4U M0K4PMHJP>PJ:&^1RU][1NTSU/3;:Q:1]L; M0&@+T?< 1!^N9\-QFLWVPG]?
#V^NK13I<.^"18,+)%I1$HX1#!/XE4?+27#S M%=7K.9XAI>MJAFIVIX:H>XJ8\N4TW2X!K2(GVF7P&&.5%G@HI"0P6LFXG^ M&_+T!MAY0%2W1JB*ZC>
T_9ZZ!!8;G"69I/1=>'@PW R"\,T#J7AP(TOQZ0* MZ!66KN@B@-"4@0^4@*84O^^8C^S1^/9'IX4OO*!_T-A!C9/Z,NV!S;FSPI]0 M5D?XY6P@:29&VPP4EPIZ^$2!ETT.F-
@R35SDZG4)3ZGHNBZJ_M'.=@+N 42. MT[P_&_KF\&D5],SE*8C,-PE!ZP=#%YK32UUMX9 MQH$0SS$652A-'@3$X"3+-#%;O:*F#3ZZ/:Q\8Q1W#H0>+(:#A&\.PT;%^/4H
MS1<#1_:NRA7P_VF^/]#"!\T"3O\8#8@TZ M-M* IK$T5V^22BZ!#)P1SKF@IG;>]RD5W1Y3]@YU.ZJI%S.R%C=MSE.XGC:" M^?CM>/BK&XZ;._M-F.9*$C*(S?H2(EFD/2VAH?
A&Y=N^D=?1T>UK5._A5 M4UT?+-[55S><+FYH'*%2QY=#/TI[LUF:SPZ_WS2I^G4RB7\-1Z.!2^A;!$T@ M1:H7:3+G=()D/<9_RONH:_L?A6!W::N>P?4]I3; ^3>GC&A_^N'XT;)=T/+
MYOC5#"4\O='|M-1B-8K9_U*^/!ICJ';=W$I:_2NWK0-_T$$PA&I#,BA52O)] M]F!P&8/4)$N43'*\=DC^1JQU>WVY=ZNECX#JP3HK.]NL:"/-3L:'WPMSU\/9
MEX5568QS#DXI+DN]D6#HY.-7CGL%EF=)LD79Z]HN\HM$=7NENG?8KJO$UZ/2 M+E Y3I>EP@KX[6=C6 E9)589K<+!VDQ=]+0KL9V74_M:)]>,Y, .)C
"$C!T>I!T6E4%0+%73MF3";4[<91/_WG"ZUI-<>F,RGG.V% M4-SF&(K%R(=-P94=ER+8&ETM2^F;T)7MT>@;6'B M1>CMJ*">&LK;!'*9;4Y":36B,D@32\?
7(,$ZZB"@O)+.E)/8/MZ6".KVH+,S MH&VKDIXB[';=G+H?S:*AANBR-$!2Y$8DW M06 $D83)D:BVOWC?U1:*Z/

;J*'5U]'DQ\IG:5FSN'2V)-2#Z ,"@^<\!Z$-QX,YQRLR88@8G(, MM6\|O8:^;L\U.T-@)87U$HQ-@/58CNA-#XP0T5-:KKYG%*&W'(Q($2A%<3HC M*>&USS0WIZ[;$\[.@%A%6?
W)!FY>U3IPN4P;UA%2UF4"B2!@J260I>64IYA= MKIVCV9RZ;C?FMZ]P;T-I/9B<^@QGQ=.=/2-('TQ.5EN05C8Y4 J.8)2E6<@^ M&T6,JGV4\GHJ>])GZU.;MW=J*:D'>S3ZN3?
9K9L[F,@K+J[YC].1&_WQK'4 MLWPM'QEXXCE7G (GM,RI(!CDXPX 5,HH2&DRHFN?FFQ.72_O_53#R>.)(NTH MK1?1,K(24HJSCRCDQ1G0JHJJ05#H9@2A
)U>7N(R!X9B<&9XMID+GHFO[3!N M1EDOK^ZT!L3ZRNJC35S)E%08_'-=!G(7W\:6(R'<3%!X4?&8F=&Q=NG/1H3U MTC]\,TNXLZKZ$[\75S'DWE:3K9[254FC($RO@1B3)6R#%?
BLNB5#:51=NM& M\!%1W69M.K=_NZBHCZ;O,3]<>>UU,.A/9 ,B<@V&*0RZT+W(24D3-NO'N8O5 MVP9QK:5GNC9XNRBHG[;N8-B(;GX]72H *ME/[1S)60%/&+X)SPF@X3:0DJ:"
M1L6BJC]=[D6RNJTJ[]#>U5!3'RW>/2LHW,5DBIN?Q$'B3E+-""0O91FN'<#2 MI,ND+$VE]LFYV+;U6T-?MS7;75O"6HKK11B\N3 '2DM.+$97A)#2V4HX<#)% M(%I10WT2-
M;.RVQ.7;>EUF\,R9:4UM]L]1*D2\E0(4, MC-EL.*T_T;=%AGJ9$Z^&QC6N:;?0Z,4-\EOOZ*:*Y&)RX;[_.9Q_*:,[Y>8D'WX/PUGI5Y/N5]L]?[.'#";.3?(^0:2&@>"2 M@LD"
TUJA,8]@DOYJ*7JDU[-6[VXEWGVVD![''Z7TS^:=Y(-A$>LXSAXPE:DV M,1'0.A!<2D:!U6C7N?.E+AEYDM7SGVLIZF7BO6U;5T$Y/4+<2J?YTV1\B>^X M:JY^9S33&44%22ED3
=>+O1HB#XQSX(H]F36 M[FTU,G&[9O8GL_EL0%.@#@,BH"6K*P2/X$7,H"+GWHG !6DK:EA!3B_3XV^P MA>ZDEEX7E<_YE,IW?
K1\J;/#1$)!NX8:>FB=\9POUD7)@M_R]EQM_<:)&0 M1SD. RZ&IN)D'!]^8^F3 Y44\S()H#*4]J^:@HF! -=,RR T^CZUQR^UP$9/ MQN+6.3/O6LT]\"1V8Q9YI(QR#=XJ 8([AVZ3TB"-
\V??2V/URU M#GK?3G5;X_1KF@XG$?F>SKM'ZVE#S-.K[C='_LM&8&$8!LH%PA5*)OFD,2H0 M"6S6&8AW2N2L44NUZ]W?EL.>#'3LP7IH%QP]<&EVM!9*<^J%P[""BQ(51W#1
M*V""I$AL0)M1NTU@^X:^M01NGX#]*M7M:.@/QW72:^?77[^.&@&Z46'GXVCR MU]$X3Z97"Q7>!B^1.*(CH>!,,T@+-S*G8R@-%0T/EL7D:M\#WI"T;E.[E?'7
MACIZX/K>329*LU,WC*6Y#4F!>4M'Q"-PV ME/VTW= NDN\%=O!9:')OR?C:6:E')'3< M>N5-4+.]S'L!F94]MA[U'"RS(D.87C_L_<9QL_9*,0B)^'(2BTRKP,$++4MO
MZFC%&W1IWI3Q-=]@"V36'Q?:W=Z71R.757=P5YMZTR!7)D>49! M*D5+6S@%CD8'6;F(QEM%RFN'RIM1UG'"\@W V(*&JN'N7WYY(G;T2?_1_*CY M2?
FMLY1_*G]_/CMZ\'QW.2PAS-_065@\??_D^/SDT]'!WL7AP?D%_OG[X?'% MREB>6" *IDT1CE#FWH\'NBK 3"0^D+Y2)8E31D;J1'3,$FLOUDT(MV]E6W;
[DHD&\]=I'80,01F3IAN#!"ADA.6.5U#B87+GA>$!-UJ2TO; TZ-(%(V!0$EBYY$UI M4LHJ7_M2_DI">H*9W16]"O+N M13N!O1"NKZZ;:Y=-FJO(:)J^I/%L^"TM9 W.ETY)3$A>$1M:T
M(I8SAW_6WL$V)J[;1% +IJD5K?3 3)TV KVA/6!L$3V+8$RY0LX,!Z.\ AYS M("@P2VVH7JM^__YN"\;J@V9KV?8 %RM.M:FTZ+K9##DR@\B.&6ST'"1C+'"M
MHY"U[Q)\;ZG+56<,VPBV-Z6C3U.@@^B=-\P+$ KC/UPE"GPIU7;(MG9FKZS%^[[P%*NG,P2>"Y-N!W3X$-" M+TNH0 A+BE1OS+\)7;V[N;,+BJHKHA>!]@J&[IAQW"NF%8<4*
,A?"D;L:56 M(& 1@G! M(7N..66JGRT\1TOO+IWL@ITJ N_/1>S[:P0-)\MN?[,D%M_X.)D^;$ Y&T0M M,2QP'()W!$0JTT>%4N46)$TLA9AB[5+\;6GMW=V07?#W)@KK@6%
[Q.1:A1LR901:I!'8R![H742(F9?V^AM0V?O+HM4!&1]1?4 C UG M]Q67L;E_-2^S)@ZNI\C0XC+A@NM!M,QDFAQ0SLO-&Q_!:Y,A1:N("BS3ZI=(M7T-?M\V
VL@_M*&8_NS0F['8++M!R,I+%54YD"YS)I!-#((% '+I"PWHAOH M->1UW-:G$^B]7B_]0=Y>_*_KV?QV[,[JPHAF:?G';3I/TV_# MD!:R.$MAMPR3QTW!*J, M\5XAH!<9FP?
G(LDHJ[44@&N;@PC9EBPW >/0HGAHUN_!;6&DS>]$J5S.8I$NR)4"08XSQB!>@O* M4FL9UX14;ROX)E>BMIX<8ZST"5#@[R:?+9F M\7LTZK/-]9\3^WJWOY_?
#XZ/[HX.CD^/Y[,T^S5 MUO3I$VK8T!?HJF0Y/US/AN,T*[52?CANJ+R'EQ-!NY@2N% *Q9V68$V,$*AD M&@.4,FRYMMNSAIZ=7<"GSSX8SL)H,KN>IGM,J^A)B)H"SPQCLC*JUV5)
(3-E MK$D\|.HWF#:CK%M[50TI3QR[^FKIJ:DY._SC\/CSX:L-S.WOU3 K*VFH9$S. MTKS^>0J39=:JU%F0Q)0QH@![E2(&U0AL$2T\C)I MQNI?;]^(M-UKXM:^YA[-424A O6 ?
V40+)0]W#!P,7AKE"(DUJX#V92V;LU, M&QAZ6A#7@I9Z:G/.?]L[._RP=WYXL'_R^^GA\?E>\2A>;8*>>4P-B[0)A;4. MGE8FY>_=:4J("IP"\U:#T*7CL8T:K-
!*1&FT4=5/@]=2M/O=@]M]M)G'O53[MT1Q;-*,>[RFX/=2XQW_(,CH?5!G[6.Z")8PON(^X$C@1,G*K8^VK_CN2W/'! M4SU\/;W5\':J[*DI.SI& W%XL?>?
6Z3XEW^WAM%ZEI9*ENJN'_N]WN]@))3/ MGF#0+55I'D)$0A@Y \PEW+ ,B^B(5UZ5:\BIUO-_E=.O90HB"P&T:2C.LRYY M6PT.V0_1:1M,[2.(=?
1T:UUJ8>+9WO^[:J"G=N/X\&*Q7#^=G)^?'IXU#L<6 M.?-53ZF3+7^1ODI6Y;;MU>TQ\1U\E&7!RI!Q9RKCGDWI'X&[!3B.WQ94A5A] MG3U'R\[]/Q\]=^D0B(4Q]_E"*YL]=W-
;__S3J>QTHZJOD=&!KC1WZLV&,0 (DQ4KI1 M!X31R^=:X0@D@JXG1I+RLA0 1CW>PA. MF&P,,5S7C@37T=.UWU$'$T_]CDH:Z*W-.#T[P?W\XN^GGTI!S_%!*;]+ET\C5-
YS].1Z5\8QQ+<=S7$K?>1\S$6(8.*#A3 M&G,R66:D8=@L>7*2944SK6UR7B1JY_K?YUZP:AD(KZ@DC(1))3F<1:*D.[MC;*QN/54UK[
\AKZNC5,=?'SI,:W+3WUUEQ].MP[WR*W1N5CTK6[8SRD8%O2AK,[SPRWJ#5]\8 W;\3JJ*UF5 M7R>3^-=P-,+]X0B)'E\.RY0Y!,A\MLI;]DXS'BV$F"AB@R,VC%>@%4\JX0_J
MWY1X%8&[VJ2-7G:_5$A.GBGA2YD(]LX2UZ-+I*0:%0_2XY^I=J7-ZRCLUF:U MAZW')JU%O?76V2EYE/.+[>JGEW^W5DYG)2VUSKW#EQ2O1^DDEYC[IE__6:H M#
(D:W5:KG09A2ML+GDRYJ&M0F8G)ZJ-,UQ)4(].S>.1O-]V,5KYNZ8Q#&>=- M\L!X1F^ VU@2GARE$+A+U@E=O5/::VGL^%R[&GY6Y8!:TU5/W:N/>T=G?^Q]
M^GSX.WHFG\^VO,.Q^BDUK-$&]%6R2Q_=<-JT&;G?9>YA)14)EG$"";DN[1H3 M>"(R&*LRHT)33FL/4EI'SZY6:=6SEZI;M8T^204LE/Y#HE3R"T' &6*4X"X3 M]Q;,]L3>5,/%8W-
33PF]|6L.,/+Y8^_BZ(\M,CG+OUO#DCQ+2R7[<9"FPV](M5ND1C.BXOKV]\EN*E[B7[7\43/B>U7%1#(^.8;^LE$8G:.37 I(-3CG759* M$Y=K)TAV('?G2L#7O_I^75BM2\%K IY":"I-
/"@3?2L.]M7QGAQ='"V^EG&"=[QT?G)Z<7RQ]]_#X_.CDN/GA%G

AS3&+^;E%*3 J6GS?SI!A#6M% O*EC^Q:L,.3!)' M(V[34C%$M2^MPE0"9@@55 >M2.UZQ5JT[WS65SK8-Q?5GW_WR@7I>,XV9@]1 M

+9 L@]$T*RLJ3YD;4M:NS:W':#TR5'A6ZBYQW87[=+G_0O\X/&O MM]GWL\-/I;O8/MJL;8SM2T^L8V%?17>U2W)E=P[SI@5MTY*V*>"_WY^7,KI2 M)BLBQ+
(?"\8X.)H8BHI(%B354M:_)KV=[QQ>'6P372[]: MY;CS&4IJ'6Q>NZD;S],27CB)-)O@0$E1A@P2 SZ4?\8RM90HYYBO?5SWA(H* MU5<14ODR51T?1>Z&
MAA6E5365T%O/:/_D]]^/%N=ZZ%_LGS3]D Z/MVI2M^Y9=7K";DAK)0-3VA<. MYW?]9B9-CYDT#JLS(RH[EEG&;%L26^] MM6KGOYV<75PDZ%[VS[I\4F^\L
M[MX:AO.+D_U__^WDT\'AV?EB\L3K?8FGCZCB4+Q 6;4Q&(_[PI<^C_=N*6HQ M4(JPX5&CDCT#;Y.!%+@37@C< &JG(=935'_^3GGZ*C>9D:"=,@2BBOXF44BX M
81\)M&0J%C[8WF>(:[KT1;5,//RX)X:ZNFO^3G\M20[CHX_GIS]OF53M*>/ MJ&)^7J"LEOE)ER5N/4M?T?DL6?Q;$#&>O \Y ?7E7"#36$:^:5 &]RKF';/5 MVSD_1\O.)N?
1A.09/O)$!7":Y3)$78+S08#%4MS)0W*-KYU(V(*MC,U,# M&T\,3&5E]->T?/Y0_94,6LK*6JEE&Y]K/TW]?XXL-O#R\) M&)MT=!&
<4[AG(%)PSS"HW&J76SY'R\Y&Y=%S[]%+!7.!\P+7"%U M6_^.(WH9L8(HI5(*U:?[/D=,QP:D!@Z>&) J@N_IR?+MO9>CHU*@WCS-C>-_M7+O1,/]H"CB;1ORO;T^_\8.K&)FMN-
C1^,RF\|'=Z_96O>X.?MG9F&UHYM>6 MB0DL@)%9@_:2$:]]:V:S"1:<= M$:")*=6^)('[16H1=?=D$(.Y#8C?%J"4>W9NPMU=9;W^C54\]N
MASF]VNYM_Z9.IKNMYK/]*6\R$IMY3&""*7<.(@%C%.[/5#CAF>9&UX[V6ISR M=C-+XB#-PG3X]69YK1@=MM0865.I V= ,L.(0SD'UKL 2CEK5<0X1]?.S+^> MRMY.='L->IX;_-
&2LGHQ/G4\0XG%AHM&=C^6.W)KQV.I:U*1X1:2,>B5/H,E MB<= RW92N_O%.GJZ'9?:$L2J*: '8/H\0Z_A<#8?7KEYF@V8L]QYEH!K[T"(MZ,$;708JTHR^
)'6UK9;#RG8"#"M3:UO"3 ["+E#B+C!V7#V#S2>G\=N M."XEV(_Q[DR@5,< DB'4A18)G"@-8Q#N4BG+C--K/:J-7K,1+,0[@45]P?; MD-R,OSE+87(Y'JZRC":2@(A7"'NC021?
[J'JTOZ=8L1!N2&Q=COP%XG:"%?R MG>"J'57T ENSA 1\.4#&1I-%,\YQ,PWE&E]R/LGSOU#>CYG4R=E,1< 58]#, M:HHBI-J#1/OJI38B5*^XWXK0C3"HWAT&VU99#W"Y%
[^A_1YBP"9C,IYS ZC MQO!@%!"156EIAEXA5PR\]B%'X@R1M3/W+Y"T$=;T.\-:337T %5WDU.>6&T9 ME1#484"!T6E)W(&GD@"G@6.(P91UM1L]/D?+1C@R[PQ'503? P
]GIGQF)UH M!0894D.2PF/\P9$=@-5=VAZ$,BUOY\P73 VYY)L(80'_3@(B+F9<*K%8^.9=4R-6O M%NU [V:94?+. /EF&NP!6C'X2@\S9YL 9 MB[9V5[SGJ=D,:>\M"5])^CW T?
YD'%*9YMN,Q1S._K&/- SGY:M!2)YQ32.P MJ,MM8F_:/Q*1XE!=,@T5&^EL8:3? RC=329ZO"0H4TQ1W/Z3 M5A0= <(Q- D,M#.>6ZNM$O7]^M6T;
:B]Y9_KR+Y'B#HV>$Q3R+>+#B1U()S MK%3L4U%JZ3GD0+W!?]%(:[M;F]*V&<+>2RJ_5(?4L,9MAZKVE\>O(O@<@6LRV68RT M>>(.DF"R]P0H+@,0-@JP!)FRW%B27'*B>DO"-
>1L!J3WEHNO)?\>0.FVNF=_M^//4; :D]Y9HKR3] M'N!HS6R:)P4]D5DOM("4<7$(RG#'IN@C2AHQV)":!U;[$&=SZC;#V7M+Q+>D MG1[@[NCJJQM.BV-
X,CT8SKY.9FYTDLM]_$_#;RDN>#P:A]%U&5NRFOG'(D@E M<9)S IU* \1)#A.!&0M7$1O(.9CNISP]7CU>:4^L]4!5T_[(N4=SG(6V MIDP/JAUW;$389N!Z;^CKH
:!*G64:SQ:'9HLFZBLKX[3WD6KC M($M>!LQ+!J[C@G:T$L/X+9V4DDS&^6VB(10 M:EBP0&)P&+H$C-:C49"I]J77'(^T=@NN36G;#'#O[0RA%R?ICOQ)OI@F M-[N>_FC*ZV;N3H1?
5\;-RDBN8A) 9.F8*"P#[W@"GZDCS@@GXZ.CAJB\'"V^EA1Z8MH:I#VZ6XK+M/KF]5WS45*<,OZ7EM>2DC;)T<-"*EOO$ MC(&5(2&8##J@/&M)JSMLKR=S,TB^MR.*MO75
TC>SV1\XC=D$;EE44..%OT& MF]!--9R#*3UAI<851FM7$CU/S68 >V]G$Y6DWP,)L9""H-F&PC<)9M(R6$L"Y&2, MX41)77]0Q^O)[&VGG]?@YXFKU[*Z>FK]CM$HW*_^LY-
C_'*_&=Z\K9U[^8DU M+-HKZ:YDNX[37TOPFT[&^&5(=Z.5OKCQ99H=C9<_,QR'(8IL:2B=PT @40N: M"0/"(#X-[LW C)*)6QM#JGUAJ +9;6!O;__/A^='Y7NX=N";<4C:J#K),
(VGT8$69NQQ%)HZ(Y$-MG*RCI^9VV'02^9\4CV() MG_/PMG1E+Z"51;N(H/PT='XX6@R#GNHWTK17=TTWVK'0S_WRXI8U[^-MUIHH_2T^U M">)-TZ"/"+LR<+"
ZL_A_,O^]6P^N4K3.Z!9EEB2D:/+9#4(X3/X2!4PQK4) MBC+4;N55O"%I.^?5AC-W>3E-EXN48;YY[2-P,T9"C!BF$Z42>JQ1@9$R
]IYDWJKKIP=)N)72*A9WR=#^>,1BBIQQZ0DZH"6(MX64>C\>OD#UC9"345V\KM 69W;;^? M MJV[GNZ-Y[_MG1U^V#L_/-@_^?WT M\/B\F2:TY5:Y]F%UYKAN2FVUL:ZK3J#N
6>-BP@J"%(+$$%(\"0',,QK6VZ' M.E=_Z.DZBNJ%"8>H[.VH>>6/!;]W-TS0=3A:U,/=KQ1I& MO$X4%(T8=ZM P/(HP0AA%$^<\^KUX*TQT_6(V6J8?#YXZ%+]%2<3U%@)][R? MNA]-
[\._W#0VL_61]&S^T$-)81:?._15N&)82AY#S*4UIP:58/*L""5CHDI M8;.J?36V+@?=>@!O@ODW5W0/7-;[*2++_#\0A:) M1Q<,Q0XB&@LN20K!!TL(^F79UG9G*

[/0;=/R%H'>I:H[@/15ZWR9^47%V]|U-M_,MD6K:QS^@^3I<6?U-D].''X?'$$1$9A M.&$-<-.NS9X1S5SUGW#Y7W79K?v/#WR$@WL$26;(/SYF'FXWRUW+?8G8T7OB"*
MS;\.W+S<1IP.QI-A:&[]/-HY7?1)\T0@1(:Z))2"Q3 :M,I9T!-8ZOJ-5T^K M#":?;KK[#A=4?&+V'-1?FPV]/4T^$)^'%WQ_N74QWM.GU,@.OD!7I93@?6/Q>W_Z
M#D_4$;^LH$!%!50K"2$#85$K)196DU<[6;<:\BI9YH6+_F0\F2:fE^(?!WF MP[WCC<5K(^/C@-+/+D,*2D+0D8!)BD//$CO"&?)N^!3XGO64>&3I\7HPTBF&
*<\G#^B%E5KI/GR.$;7WH0V5QN,PGP M7?!&*3H0MG:WS1W/(38KUSY@V1$?S\)ZF';J3L/TCQ#9P["P692H2I>&*B=KNH^T>CM-K?6/EQ;UF#/\'1P0P*R-M>5-7-!J"*>
[!&C)@EAK,B@2I,KH8@&FY%OK4C2-(?L7.W;!5N2VFW&JWV4MJ>W M3@'J!HL;5$W%QF1!>9&F5YNQR"PE/J)'(YNQZ8QD<-DG,,0P[8ARKK]TF7S+ M5W>; ZH-M,?10^2-
*L_'TIN#;V3UQB>9G4U&(W2FFP.3AYP*8FRYHPRA"\+ ME@FZ)L&[=3HD;_&'O':(N#VUW29OVK>$K6[OH]E)X\.+1;+DT\GY^>GA65-3 MM?5EH^>?5>>;T8:T5LKM/)
[R=0AZ_N0B0# 83&FK@?{(J'=68-02*MMMD2HW06MO2U*!5*>2*,$*,U55TWFKGF_\X/+XX.?OIUMGFA[!?)I>\A]9JF>;; M2330HF:;E!QXDH_P3*E/
*MU)60.2:J<2I2+Z]*M+UM'6=.ZZ#E76YXVJ:Z.VE.3T[02_C MXN^GGTI;AN.#P__X?'1:;C6C(I*E|=G@D37LT6LIKV2BGAV5= > >^R!33D3HP
MKD1V5C0[D$0L!BNCUM:,VOVS7B2]M=%=2\LA2AJ\?3K<.|_ZU/W!+]A=!1V$,=A^>A4\K-R,>G[RGIG* M!(*D!Q&8'#B6#43GRI]FK<=S4MA;/D-*MB=A!WT_G9.TNZAYD&A?
*COD[0M+G2 M&:3AZNXZXN]N?CU]6F)$J3:^M %3$AD3+@NTB7T|.#OX\^H3^YL')Q6^'9T?%[_SUZ$/9%,X/M^Y?M.%C:VQ? MVW!0:6-
*,,01K10"7@G&EMQ9(8AD(33&V2C8!B98Z*WB.L79-M2VP&!*2>'W]VV MJVP/-<^':,MH -[Z#TK MMVUO(#'[PWEJ9G8!%N,'--C_-9GNIQLZ?(JC<3QTH&", ^I+7)+!$TN <:]P
*MY\@QT/8N;VY+=:?[:Q=0?1/H[@C1DfR&TX_7\R+A]\ET/OR?1NTW97./>UCP M0 4D"720L\38>"T#6!BX)(Y,XBKW?ZW)OW=5I2|/9"57\QGNP!F2-
*24I4@@&^4+SC*X@+"SSACIDDI4ME<4 MNH*@>O/_'M?ZQI0M1R?$.*= %"?$.2LA2>^8$H*%7#NW_!PM';<$]8.'Y^?_ M[2#['NR9O[KA^--D-CL9+TEHJ<@Q1.
*<%AOZ$1^2&)X|<) HI2ZD]R)'43O" M6DM1Q^TV6L-3I3W!T=&?ZN'>[\^OQ_NG7\^VZF9\]IGU=BM-J:UTKYU M-_#QWCM:RL$Y@U-_B'\)5A=B;=,F'$(1A$K;)3.DF1JP^B6$-
/O;CS[BVK"F%_ M;^8MI7@R/DOA>CH=CB]+2<^3MC::QX=@4!$+++W.-=B@):"AQ042!!&^MH&J MRD"W^V,UW#T??+ZUDGMQ%^2.Z0UX_3R>^%F:?EM,I?
*YZ/7]T+>8^&F=>:\D(MQ.Q0'QXUXZA18(WB1L?DN*Y]4:0-/KK=P5M#?.[,F-X]<;?"O M3,P]YLMJB9B,DE1V*\;6]$FR>\Y512Y(B:=+[D)4EOSZP=)LO:-1>;+-ZO< M'>?84DDFL3Q
*D@D\ A<:<'RW5M5[:$?TTG#]O?R.=L)FZ00[JC^.8Y8Y%< M"7"ED4Y42A2?R,?0&UF*1:$NK8LB>Y#,\!F'41<67.'W/15;WAA)!8>%81H M&?G@PI@SE,SEX>;
*{/$S;N'"CH;#VT#/-9IKKH #S'%]OIY{(M[AVZ[],IH'" MA'#Z8;.85(5?'"-7WDWG))@Q'$(.HF[5]B1C3L<(22)+GX-,!P;N4UD8-T#L M%-^#Xj!_,S@OC]TC!IR7V?P;_>;JDT2?Q6]HG($3
0)!/22LD:1I#3# M5?L,,3%ND-J[*0R,A4[+IQ^//I]=%R+K4X9/1^_>?'C_Z?.5GQZ_^_3V_;O5 M^ZL\T>?)7|%F[<]^G#4+HLMDBGGSUGDUQ)2P_G[Y%>?D9I?SBV7P5__&?>F;
*MB]FAI=@CZQ[%,*SK'K, 65P1)O/(0NN29"O:]I_,O:)CM3-D$I_.I\%>^:;; MMV6,I:)BJ*\>L@9KF?).ED"JR)F-VL3F@^&>2N/8X?8(J+R]#GQ M785?+S#
*M$+2[^__>EBO;BIN67LWHNUBCI,+'^HYLS MC)1@-H4 1FA1WWMQ<.$U)$,A6HI>,]!!ZB'ZKU\XFD MCCN1K0O 'T+)O6-Y)?(Z$G2.7W&ZN)BS6+/D&VP73$Z7PL"8.A]*QT2G'S.0
*M=)V ;8UD^:#8W]IT<4?"]8_U@4#0% ;O+%:[/+INOB$47@FK-7CE##$EX=5^._M"(E9A4H'SVSK[M>G43CN]+C>D-Q:I5T!=CWX]GWY-"$S+9,4ILM;S1^+RYCM M/OY9$M@*I_9N
*?@18=&46MW.2 MM#]/COQ(N%E<:!A_P!PI#3EDX?$c2%D16$(HLP+0S0FG,P0TW,WE/KK"R5NDX?$ MR0^2MMT-#ON;@+2=%KN]*2_?>;,?
*KS_37WSWZ_D,DX_'OQU]/G[S^OVGG1\= M;?NY;>[$=^"AT47X1ZRM%QG.YYE^(:1^Q-- 3NVRW>,"D#]'^JS- $M,@G(^ M@O>KG@\379:6^>;O3+59T/|:3V:_
*M344[/_1A/LL$Y^^&NB9V^?-BE-K-Q4DJ2U%,!BEEK%W/MJYBX."#$83N0)T9 M!D7D=C2./"UJ/Z3<[VH&4%"G?N.U^I]_?!N>YD'!R>OWISY3F'+\[O7,G1W/
MXY_8PA,]D>Y&KNGU[-NWR?\>[9V4=%1A--T=^>L,MP&PB.HE.NP7T!1OG2I MMJYF1D<0 :,U4*TG$3C(^-[W[W!]?/SQ]S?'KW:=)Wf'1S09Y?
L(9DW/M!+;S+=E2V&HZU).U^G9T29A=U"OSRY[O9)A)5.<1@ MK(FKJ?(UW4H0'.5 #$L,6:+EOGFM^4&]O4Y1RE?=?3M;99>/]D:<<.=%9#*! MK2O3E"T%G"H21"Q>2U-
*L4*UWJBS+Z%R?0DM9:ZAU M9TN#HW &WY(<%R>(BCN1'5CMR.BP>ODD(G"55,)ZU?T]S@EY0>.XKV .YL(& M55T'T+PZN7I[D5XF,!Z-0^022GV
*K(17X)PV4!NfG8PLY3C<-90)U-[M%K,J@KO8NFV_#>?/PB6W0?8(JN!T>N#3\:^UQO[VW2_O/_Y^]/GM^W>[%E_N M^Z FQ9>MJ&Q5?,$O-1;lB-_K$/KIE\NF'I>##+)5G
M?/]Y^,RK%Y_?,+YCTG:,"H_R=E(Y84#9GRI2R@RO%\W1=%>4M=\4K#J4"V M8V3D;<@%_A[H:!QX2,>\(OY\F3#P_OYAH-5;D6?PHY)N QU(V_@G&&LW#Z*8/*C/6^UBIB^X
*E;ZW250[_ON7J;MCP:'64/=](&MJPV(YKS08LEG%!%"L MZVI)E*0DA",0:0>PVP2,e[V.KT-D#T%W$&,\51KNPOW773(M0!8@I2OU(2@Y__K,3A=DT=2;/FO=(;4SL;UL?
*AC;MQU6ZQW ^U+T-X.8*XR_ M^KGYPRN)E$$59; @,C)BTVOP110PE@>A"BM"#O<@X4FDC@SM84/#X936 3:O M#VY_7RZVW9+)E\FR%A>]+6[87'R>O9Y-%
{/32:X%@2M/@]P2)1H)6==IB=H[M<@'20.%6>QN=#LT?>+>A?-R).X,@=P25=@CDS>\2T;OXL6VQ1'*+!!$IP M3;$2_8=PGHSU E?SI=[fTCKNM)R@#'40M74
*SZOO.581SN+.4*MNE[F^^N#5 MSU]QJF4>OG^=I':Z-,=P\T?)QV1"5 PPUM5:V9),BK? !,N:"Z^YUX.%":VY M&7=(SL"1Q*BJ[[74_L>KVCEX_[S|9]f+%2[YV.:E-FWH++5D?
*TL+O|_SFK/-MQP^\NIF/(T/Z'P,,,;.[#OAAXH2)X95(1NKC FMOX;0, 8+W?QY__//M\3^/-MWKWY\,?OOQ]|_*_WOWQZ^^N[M[^\?7WTIO/1Z]?O_U@|=?CP_K>W],'#&UR&
*MR>G38;+S%[4 4ALN&T'M**4Z@:N&A72XIJOO%@-/FM4G1,'65QRV>(A1,'"% MKYY/!M_M3]U#2^5WZY&%@\U%MAY8,@H43PZ< MY0XLBU(G)7-R6U6_=SI.MZ-
*O]&Z+%LAY8*9*>T7U40J_7O9E7AI=%V1YK%4L MD6-=N1LA.|.%9"XDW*IC^QE?LPRAZ<=N4)XB]CY@!7U'DERC<0ZSQJ,\) M8AV][WG6D9K_79+OG+9#I9XBIW>$N*F'Z9D-V<
*M9Q&_A_^>S5_7UIZ5L%!91"D*F8^4E#105.F8L*!SR-X@A);'W!/(*^76Y(:M7=/02NL;CY>,O0O?<&-NE,7J^CP8DDN4WQA7>\I/>O)>4JJ!&P>=#V1Q)'W M'\%E>TAN;?
*>,H#E&_R!I[/OM8ZB0DYGH,O/S[.OGPEYO!;Q^9)DH;\N\@ M45I0+ 1P6GD@n6DA&+(.K9_P/D)2M!#:'PZW=K2TTTT'4+M<[75^_7G(6A3 M9EQ9;_,>1!T%A%*WUS)O(&A.PE-
*61TOA"Z;FI9/;D3;RU=@A3^(AE-4#!M>D MW\'4QEY=,39@7<\=/1T5RB5PCDEP7J482F3M[OR==]]Y!R,AWIH?T M8OLKHDVJ[B&EH_&#NRGY,=CL
*M(/$.@'/ANL\M[;S!99T4A;2#5!Q"3'4F#(N4%/$"//!D3%9D8A:9#A5EW$33R M/?BND!96O:STU$69M"T2#\]MG/,8C,<)\2!.Y"SE(-%#_UX(H:*O;N M$&D"*8|
{D7#R9A^3&>+Y235BQ*O.)U|HU|N\E<;5?:5;!LQ:;SRKJI[ATD-[+"?Y],)]_.OFT(%SE8KXT!);%V M1D0.3F<+@14DP1BFMYM_\(C*KWWIR$K?166S%O(;6_'AKRN$EY(H 8L:++#H$
*ME5B"VCH/TENF"-,HV%93"1}3_4O'>'<.M9GB=Y9?[_G4A_GL.\Z7/VL>O:0!P MHH[:^KZ*D5.L"@O9=&:\O&$:+ 5J\!8I,O8N,,.UQ4IH3&BFGR^8! \A7P8BE7>"5M%ZIGO M#Y*3*;1V5?
*UL&#UT *E/L[+\-PEUTP-PA1&-641.%I4L;=H'K04*N%,CK%5/WE';]-3Z@@3/_,B-)[8(>0]94-3LR$5<< M&M/;43U*U+CG7O/5;P&GW?
4PZF7!1US,3L]64R0FLT6:X#35>8H;G\LIT16N M(69MF[&3@4B40A82B@8ZJ,&SGBK=N"!{^@/VCLH<99>YF."HU7;|__>?SZ M\\>C#>%)B*4J}5321;CZKR;4@P(I)^*XGBXV?
*MP"PPW/G+<4&8H]>\CMY&+ MAA=WJ=+>>?%=WR57&] P#.H0)M1K)4|:W+9IQ>&I4.)66?LC!<1[*1AW0?;!
M+I7;&\I\%*VO8:^RL#&HK#S#Z,@O.$H**&"7$#4EA(9;81(33/L6]P_W$C#>_M740CQDW2&>G;IT=7?GZ M&>'11IFS-I(=V7]<\;5S7,?
SUF]WW_=O!@S_X0:B+_#C%T_CQ(6YY"=%!4#"'L$^ =:DB>51;F/|\A5,LDS2A M7VX\JK(E2V\-<,W(O%C2X)(O9&.11CA40;O6MPQ/)K(OJ.V"C-DAU=0!#E^% MTS!-
*^.DKXO*WV7H%QKIOJ6#P]5C@O,YG]G67178&3)9'=34|NZA M93M4/>_)'4WUT2FN-O;(D_8Z!H08Z^,QZSTX;0(8%FW40HDD6S^2N!^:D4N" M3;2]!81Y$'T'{<
*H,75I\/(QA\[/:UL;)11.DTY:RE%5WG,$ P3$-/DLI4@P|\M-G\'2=1\M_0%H\UW?WE6WO^ [- O83+ , YR>X:N?%[_\QP3G1-37G[_5.]^5 MM4G%3:FSW W7%(Y&DR$Z*2''8(()(+AH#:?
M^-L.7"]D,$Q[7?6$P-\QU'7P MJZ="M_F[>'WH:IAD37?;407 7 ^X70RF[^;+?'\!BHYC<1_!LEXI!1:UP9.2H?I.(G]"R]VYOO5+?1] =(.7UC!+FZ7^WKPU6?SK5:WBI]_?POQ? MZYYC-
*(WKM|HBX%%XI;&.#N!U;ZDN M^$2>O3"(RJ<-&B#XZ'&,8_0I(5J3MG]#^^QKI&TUOFVE]"GBI[P\&=0L/?=]W M&C-0#@ A5UZ8B0!$!78.))(0LA"E]6.1NRD9UQWMK^%'(+.#N#L
*S>V\ MPF6+3'$!,I7JEF4=/%HH[,$KH5F'TW?GB+F#G!RAP_^{6)' MLD6AN$,$QFMBB^2#8Y BVS(WR&]/QHWB3=N-#NWN'MJ.F9FW$UH%7
M^97;:MT1_'[Z9K+X/EM+Y7PQZP53,-L)),@,$O*.X.DF)!.,_JAMS:2X'+K M3'TKPKI[V+8?GH932@=(^S")<2\6H?Z9O(#%\O)\FQ^Q4?CXB065D}}!,FF MKL.3
*GCF&'CWDH[DE[T88%;28V2-NQIA,)2U5D@'&+LTG$_AZO%_DKTIRD8*MK%5,L>E>LJQ'(-.O(8L%BN&S=0W5*+>..]#^ S)HN 4OZQ7UK<;O#7_%ZXVADSS4?
Z!\R6)>V_]SS4-BQ&5B,#L<%,9+Y$@Z9U2>$V%>,FC$/H^N8URGZ"[P ZK\/B M\FG_JL.*?L1ZAKTRRS%QY"<,9Q.?F%!)2XAQ)P@>^\CG?U.IN:7O]2-.[D MT[\4D,U=
*"JRL+RYR=,9_/5B\92?KR:G&@6 H9Z^VU+)\XDG>C2)@C9"Y," MNBQ-8RC=1):OPWS^DYSLJNGXI+XD.\%G0%%;C%,H MEO%8$E4H.MJ/6LP:$5GNU=("UU2JM2:*HO_)UXI-+I3@!
*M=%A7[VUL;0<48%A1C YMR5GKXM5U"L.M4PV(GCT$W0%,*LTWI*=(9+;)11< M^9LG(@H9I# @M:#D-2N*%6)6M@%W88-7:_V=O=_M74:R+>21\[^L'SN-LZ'T:%X*2T@3K*
*<3@5@10I4IPHF30 MV)&G<^YY!WD0V5T8'CNI>A/Q98SDY_FQ0|<4)Ff8N$ M(B4)K*PN5]5]=*V(QAB+N75?Z!9D=;,I&8S<@; NS';?2 =!^PI^XXMR%#06E MR9
*IQ@0E5*G;;OJX8U)0T96,K8_%ZO2,/+OQ, ^UAYP[0,GYA2EA_BVI8_IE M4L.$53_198APP1QGR)+A"(^2EOJNUL)^ 321,ED9K&(YMT23R%PY+EH@U|K
*MM]=21Q!\^^U[F,RKTZWM(B>"V9)YT1_%^1NZRY[)R)@5$H9;HMCK:\9[Z9D MW'-O0-7? [(]- !FGZ93"=+_&WR V_*Z\I7E@2VM=M6%@W4W.=P/%D(4NM
*MI>6H[I9LC*UMZ[JWRG\XI#7741=YXZ7=O"\W!AVFK&LN#ZM?!__E4[/&J2 MY5SF9&69DF\AP25'N?2M1_(EDJDQDf'6 J5K72?;A]YQ;Q0.A]2#Z7!4{(25 MNZJ5/=YH)0)&1\3
H!#!=2SU;G4)XZT,$5B_B1[_D-\.2CA0PI M.$"O0OX&2___T_S+;$Y.^B2)PG6E,*'(F@(;E>156X 2HG3:1.6YVP2PH[^Z MEI[QG>K5&RG__^;311'?GY VV/L]>X?
*IE"^;WY00I<]9,1]#"UA5QRH)/UD#@ MS#!"T8!*K>NL6Q,W3]QV<*#MH9$.?-D3AM7?=2$BM1 FUH9PS6J+DUVMSQ4@ M%%(0RKDRN?6(M?TH'GFTWV#UCP/JL0/4KBWO!"G-
YAHY<(%qM3,;*UDD,*& MK%5,D;6^!5A_\[@%CT/[^N:=*_%,W%6)>C$T]2Z!J.BEL20&GNLU(@HCV;) MD4"RMX%,#&..USH>H&?DP6V#N:AF.NC :W]?7_'Y=<9)=CU
*>BW=:.^2S6]=W-EKO)_@:\%-CR,^;*2TG M*:%*#"7=W&I B9@I/R&C$IGSA,;YR%MWOU[|_G%KJH.A96<1=P"/XV_?3V<_ M$3=/,W^CXWYRNGI8%/IL7J5Z-
*,WO9M.T^NI#>1&>4BE,*N=B#$QQD\|F**1!WT-Y@,;ZJ$# M5!V=KOX.YKO9.G]X'(W/II E,BXU]"(EO!@,Q2V^^,@$L>5:N[FM*\O7P[7$ MPDU/UEXQ?50J9G.IHO3ZV*+(J<0
P/MA:]/<2QX6P"S,@!V>1,ZX\"RMJVI/H6\/H#V_ MYTB#Z;@#_%WVL]W5F.FXW=]FK$461%T+4?GC=9\N.7^PFORU,A1_-H_4GDKC M=M7?Y_?H9%!-'+1+20-M_[_[I-
OZTX]>_^_WGYZ^_GM^W>?UFR&Z=6R$OWL[!OF-[@,D]/%=686DV_?*M3_'!3L4G?OS_NN3B)G^;;[F%I*8?]>(<:VE.GO]L2K$Q.0 KDNY709%2(8A"MI.+ M)=_>NN[Q5!K[&)R^-
*WINE=F&5%4'9^?I=7*VVGFB4R:@2ZI6@AI@I]2I" M%VE^JW@-/N>AAU^<>KM^__/'[}^>/19C,,-T88 M*RTX3?]0IBZ25]D#&A-=*8F7FQ'_K><@-5ZR/_7OH:I9"[GUZ4FNI"V:Y1)M
*M_J-YGJI5DDLF_<\U5+)0$9RAG)=9)62L M<fK>.STL1]WYRI V1]W@:],2P8O#2CV#2]K/[FY02PQ4E*1K,4Z"PBQ8"F4*; MX@5HAMHSC[+PUG.C#\%*7SQN?
*>C&0%!X8692NZRG]'4_3W+DV19A@:F8ZEHC M"<[E >)DE3W[$)NMTQW9QP4C/2ZDZ,83=E/["D'_-&[O??J4TI6#B]58=:(F4 M[4J22_#%@2GU2M]DG@IV; *W.>IYI58GMK
G#%Z84=P[!_ DZ!(HA[=0#/>@_M>'00:UN\2DQF8KELO5=P$$8ZWD16"G'ES(T0 MBM5WL_6 58$%"%9&^H=1O#"NG.\[H']$P9[WF'5B.6U!TH$%74R>VG#]YFP^
*MF7[Y@//)++)]$+$6BY%"8)F\@T=3YV77-L\|BH HIM|ZX\Q_]/>^SV@.?S530 M14-]2VO;C"^PR<>DC:KO#C+:)0$KPG5(27!7M!
*ZMGXGV9Z+GK;'C[B#|P>H8GT1J2$$DF\U#OP5.!4)("SLG%,(\J M-M_6>5 &NYY.WZTE[8.2EVE)YQ+Y'/ZZ\H$ MDUA4\\'L@S/5l.3C3LQD?S2\3"NY?>2NKVA"ECDQE.!"-
*NNV1.ILAF11%;%$ M4,U7RAZ K.[`EW9B*2T0\3)MY4X? MWVZ^ZA?"(""%A]6[RGY/EU_/EN9=3K3E]%Z6 X'2F?%$&", EEL(7KNO;2F=BZ
M^V1+TO;U6V\FB_#ER[RZ0Y+U^[+YVO5K"2T=|T5'\,D0\AD6\${JDH+3J00C M;&[=[_P0/>,VX0^!E9L>JIDV.KAI^D2]P=JF<^YV/^&7U3CEU0L_3&$R"5(MG3FY5]3$#$-(*+-
WGBFN6C]C>I"@<;'53N\W'W(W4T(/B%K3OGD:J>5)D@FL M,S0$'0W M4D*IO+40%==0*$XC!^HHZ?,/[,#QW"5 +K>\OKQ'5O9@O+X_'7W'V91Z^ M?YVD<+HZ&IU@-FAN(')%
*DF.PG,C/(A$X,FO#:J[\"3ON5*R$" NPP7'B1@ M7)?0/-!L)^RQ$,.VFZLL,$P(0@B;DZY!%VBK0? PQ M]Q$P3CS14+&SUE(>&2I'E.X3Y1>G(S0:.!O!D#^M@\8CN&(1%,5M<)3P)]W"
MHUS_UA%!T4.%LR;R'!D)QV?U;=&;G*2N6Y]A8"^4!R|3KK(ASHO,.+RFFW5 M^/T(#JY^YSB'R3
*HV%F68WN#Q21\"&E2)FE#?)*1.24S%'4NV@6'5/1'5YDR5M+DQ2#|V260K8(B=C\B3,,)-JOBIK!S*IK,+OB)/9897V3.Z@CZ?G=<16]]"W M/W&(N^A'Z#[P?30/T:K",+!
*<'YU9@DA4)8'46(^3V3+=^NZCA_MH-(D[&Q3X M6(M9GK).8ALA>1E24#QF;#T@Y?G?1S\%*T^ZCWZ*-D:M_E[:[JIV(9 5$4T" MG>HVW^ HE$!N(1'A1)K+ZN8VF%MEW^N?
*V.6IM8..9@T$UHFB-[F'XH:C8G16 M1\OK.X_:E5$/T$"Y!->*6:ZW5O68U;C]=*8G<0T*BJ_? US+ ^%A&?+FER& M:7XUF7V_]K,U8^=7%20&'^O(^U#YXDE2LF@":(/6I>2LC(_=]#
[M&\>'Q2X. MG1U O^"YO57_+8J6D_S4?X1[P>8I,'3\+IXAI'%+E,'4$&>AL5'H"'-+7 M'"%E++UGP0.1' +/M=XU3M&L&E4%$VDN'-.?V%6X\'K I"V B3R\QY9H#
*M"DC"H6$F(:OYX.>A/H%[OF6<\DLS8#06XZB0^&4VRI(= M>(>$.&ZC38*XL(\!X.9GCC,=L9FZ]Q+1N-T#*63R88%>NOL!\ZGM79]C17F M1$G6:BBB\#]7-
*(#7EH*MX'FQVM>NWL)Y,J:ZKU->PKGAP62HP(@HL!'Q;TB.8V,]+QIEKUPP7 M[8?90<7]T'43 M3-3&1/+QUBE0EJG;N)'|_K,VQ0M,.L7E",@ZN8)6'G2U|6''-2R? MI>7[^2>
*<_Y@D7%6_%>4@I%',.'A[@)%"'"%N^D*22CD(5^0V:'JDP^JN[^[R M5-M!JI.&(NX#(0G!RH:#\Q0&=>0<.24NE&*XO2/(#6'S-&8K!^3WZK'.CN< MW"9@O"[=_75Z&R!
*[^GC4'/_ME'SJV;=S\9_W%,8<;$X>O)>IQF09HE4:4G9% M%PH#?90/1C'W?/#H>M]75;-V]FTQL36PZKTCG4)#!J#+ZVF)5 M GCZ 1B;DB,_*J2-
*CR#@L>\8KTFI-1B:2K.#W/O1'#%ZPIT(&CBO#E.6"+&V MTL3 T4.!"],6\Q"?<5EGE_AC$%5T *U=*@0B.F5= ML:!;%Q%?7EGG23AI4-9YBM+Z+NN>^CVM8W-F*XD./BE+;
*M.ZT'JN1_NYC<@S%=@#K,\93KM@(4B262@8,=?>5 M< B16P80Q23<.5/$C7)'89ZWB!EY*DSJ8#60M2=(F#B(QOO_S-^7GCT?G MO7=2<%)O <3IZU:2LA#G=8$49 DVQF+
<8^W+-SZR/_7OH:I9"[EUX$DN?.ME MOBN3%5+G $:E.BE!ZC]}Q4%**20; M=QL$&:3RM#3?QJMV)LZ> _X#(G%@M)OH=\;1 M]4JRWU62U@1-;Z=ICF&!,W#]|[?
3AYFL\VJ33A3CJ3I<3-<+:UD7O&=TCH5(-M)W[K6Y=<&<4.JW=?=E',%]G @1CGR=1 B!U5P1T _,$CX29SO\SFYW _?.W8V^D=>YY.#"[U5TX*OVOOE?ARC\1)$$*?!04)2LZW'*% M
*&Z 7KWK1O5[1F+PFFK37::1_DIW\CSV_?O?L4ISL/IF\DBG_IT/X6?]V=&_PSROKS*E$8*E0%94;S%5$@%<-M$A'0!FO1&>%EZTIX,^)'OMQKA[E;=\2C]+>#TW]-.?
WE=2=.)K^NLH5D@=55 MAT_&4C3(4]P,E&5QU_IM^>1H!(^-K'!#.6FFD SCM+KA+MJ?YPVF80@O?SMN" MI+518!8.0WU1X#)6VE-(LJZ)R-
*"C<;H88Z3/;B8UQPIP&KFIYR;!UW@/-C M"@QG/Q$_+6?I7YN^,Z]T1%4'I$9E:C\(A>S2(QU"C'ECA6?-\Y\[R.CRB#X@-M-F9M%=4;UMY_O_)DVRJF(X\,C/8!E&8>B'X-5B?.A46?
6>L!+/<2,W+#3M>X MVUEI':#O(U)X/:F5@A4K?TPGR\7'3W]LF-%6BA!"!ID2UNTIBDR)%PA):M3$ M:..3M'_\0-#(33R]H;"=\CI XI4RUDJ{Y[L%E=,A1:9!<_JV'P'L;+!+!?& M!>5C;
(W!>T@9N8VG-_2U4-C(8X@^5MFM(F;M??:H.<2HZJHZ;<&1A0 O)ALL MP@JMMT'9(V.'+WYJ/-TU%1X=\GW)<-RH/(SA<500I.EA.CA^#1T#]D#:H
*M3.ZW%6#&GE"TH[)NJGL'R8VL\-\GT\FWLV_GCBT1>Y8E4&IEW9(#.WF&$FW2 MTB8E^%;Q^"JQ_:E(RM|%Y7-6LAO:.6'OZX0+DO0S#D-N6[-)N15G3OK(?-2 M+/V(.JPFBK_ZI>.-
*H&JB^)WEUT$D^NDL+O!_SDA,QS_J$|7SJAIY.Z.PKC%U' M51B8/$2O E"VY[U!IEUH?K5S-RDCYT%=%-);.*E/L%T,\Q?)%8? 7?69=0&@
*M\RD"N4I7N,@EF|:SI>XE9N2R8PM5/PZ?'>3>'X NBJ|%/L4N)@^&,461:Q MHI-EE8-4FK^)N9.0[H"SBY{?ALX.$N\|-H ^Y[OL |\V1734R)R6@$,O"R>F]O M#!
*<0L.5@>E>3>:)V:CY/:F^J1BSAJ')V'U?VXFX*N5NH_G,W35V*J5L$N&DMT M<-)%U. X"E"\-G1B%!""=|BC4=H\-E'XT2_I_:JNL;YGPPC_.7O-34)T{1-Z
M0M)\LKHX^AB62{F609F5!1L3I4BJ=]Y;P_JK:V6U9Q;[Y@8BI?1]JJV!5LK MG]E2\[U80'Q<#O&F"'XT,I\D.O_HO_Y6Q\157>$\T=\Z44IX5%.W- :E'86 MHL+5'%@1M5<^N=;/&H?
*C9K25I<-,P?C:W]D.?N >$LI8^"JZ=U81A$P(NCLZ6 M7V?US5MY}I++)G) -#6FRY24<*M'I*8F<*884X'434-_'Q&@;>DA:*8+#@D*W M=^Y&ZFC;?8>%[@'TUD-<;?X;3,
*[R7RQ.IBTRI2."R,;I 4><(3F3KG74A MXX'^3"AHVT>'@.:#776 S!W/3J.21_+3?TJ?,$33(D75R(D5"0$H15X)SP(EY4_MIBC;/IL8@I'.GUD\/W-
IAH>3&07_G+T>7_RU+T:>U9B:H].5M6&^=!KIBKCPK_I+;#NZYFG? M.=PXFSUX/\R(&_*\3B1; +&05ZYO'@+/'$10,AL;F56M=T,=:L3-16EMO6#X
*MG]!=*VBRWMAY/LYY;Q9OXOE8MV&9&+)61<)HM0^.J$2.(P9HF.Z<+3!---,"L9G:MX/3#CKH %#5Q.IDQ].+I|="!.VXH>:0@7I=0 MR00(Y4703]OLL["F>=!RBX@N@;.+@F]-
*MY'VAW Y2-I@@CX>C3-;_'GLZ^ M5PD=KR/M\T<,$KT.4H(-C 1DN0%OH@4C1+'6RUK@;@R@+<@:MWP['*1:.Z0# MD'W"4_JC+YNZ C%VE+]-
*IL,R'XG/W##VID%^>AL8DDJQD1(!P9R6>U=-6)?8,\E|<\]= M4.8H0Z SM-A(\VDQ#%QR!2)G3NN=:\=9>/B]H!8N3DCN:WB^FG&><#V M*1!{?1H6BTF9K'_P=OK+9!JF:1),.+\+
*2Q$7I85E=_26DBVH6!!!\C!J8R#&@-MS<7C@7H_=^1@W+BD)\<\(C/Z<-1M-/$Z?)\LPVG]Z=&WV=ET>9*8RTRC!8&V
*M7F%'2I%2{JE$70S7RH78>@C&0*QT>3UU$'0.$KKO!Y6&9\DAV@Q^"9/YZDG%/MT6)QJFWU\+CQ/IR'OF&X%H*M^3I,PX R14KD!=#I4.LQY/ECL]!E\L;SR+UH M/J[H0
*T#^\X]$)IMW]=S4;/.O/CB04:L M2P%9AA"E 9MBS%9*F4+K)H(\V.BE^>"@@-PJ$C\<.IZW@=P6P.:V(AFI=$@> M=+%U,RLZ\!HY%):LXSOXU[S+9@ V>CP,#@C-=],2!"
*<=F.KUM4M<%2F\=Y"+ M%91$V 2Q5@!82+.N6]!9MAY@_3]:L]@J/P^_GMWC70 I]T%]\":AVRU2<); M\)Q$JAQ9=PR4Y!;'C8LYYV"V6FW0\HW%,]^O]B18'6*_VE-TW`:[U^?A);+
*M$%%0$5F>-JZ+!))G+X*+'GCEM+6L=)^'RW\\JY[5I$ZVWGGU%*5C<1%SW^J: M.CJ5N^-A%IM:;2[&\[T!0XZ&LZ"R:U!PWF7?I//;M[0/IEHD-;0QM+!]_O#A MC!.NR-
#^S\P>ZAT+/F#LX%1]J M>F?9!R?V"?1:*6M?H%W/BH? M.8O&DB5&I)2<)VVW/S&0)@=FL[?8?/M,WV9\B2U//^EERE-TT &@&LS18D67 MZ.ED%[&0+$VL]Y{@EY*

<9SIMR!KM/^ALL%VA?0!]/]+?_TR M1WP[)0)QL5S-",=BK#')45I5+*CD YF_4\!=D4%22*-%-R/+MF6J\^RZ,4I; M&3'Y.,T[P2"+/6%[0.LN(UH7#DTW00@#Z'H.N4?7V8
M&ZB&3'5>)7A&-K0W9%Z:#?T3ZYPJS$<_-L$4-$&[6RV*0^2[_S"S3,=BM;0?,8'22_FTOIXON%! MLHY6!*_ Y]K_6*(!YR-"8M&FX'(ISO1\#-W-UCC#_GLRH(Y@_>PI,VB]I-D
M61$\%$A9D61L9N1M]&JW@M>!)$6YX_,SJ UW6]F5^8]='1)$?Q/S6N\ /%%(M*C2*00Z9XEQA(X1:8+5>OP/R<+?#TCKDY7G[T^WA,OPC-T(+C,=:!V!L>8ANA\D=IYJ_V-
M;.I6=\5(I&]E0NZ%F=#S $H7?6M-!54'/-2WK[_,YA]FB^6/S7AZ^A<);/4W M3KPHS&2)P%=+"BT:""QE*-D:F0/+VO">SZO'6=S*XOP+L[CG *=G-Y"3+AL$=D%C,
[?;3O'/.>V^+87UUK:35*21D04HL=XB:?0D /JM M0V.\M$5RW\VEY'U,= GZ@R)S.&/9 28[V\GW]9+E99@ON["6U?K"Q=O-NK9? MY[/%XL05E"6N-N<*"AU++A!5K"\H>,K"B*!S;R?
%'6P\TQZ8?BUF7ZCT<+8\ MM/\2EA[\0X]G\1H?#(F041.$N=UE*QA";P+RS74)[BESJ_L@O73W(N.%FNEKM-KVSNO##QDYRU584Q,#9H4"XIB#8+
M<$[K("ACEZ:;:XEMF7JF72C]'@MM8?0B+.MV;(G2,L:3!Q*M>R49.2\QG)5WAF0:$) M$!U)Q2K-!'K/$F\>?0W)4)=)20^UJW8P>-X7Z6L3LDXP)/)6(8'Q M+H+R,I##P
32QIB$2SK)UF]P#\3:\RYX-83S<(=.,V3UD-D_)I9[7[;>6=UX M4#1:>/*&F&L *^M =PW11P_%Q(#,*L.:CP_('M='E'/P?!&0MA+,+YS[K>4 MCDUUWJ."HE1=?>?
J:H5<0.2H3'3H,FN]F.6P'#[O=! M<16>>7%H 7/*H&3=<[(J\Q@G4T+'M7YVU<*]K;3;2F*_$>KA4/@BC/:63_L\ M6X;3M]/E?#)=3-*J'>\D%)\<LLM=:[*@_!5Y<' M90_EE.:@>
Y1YC[Q]^H/WX0E7K2PGD076&$&P7-3,V C(#(G(461=931R:@Z MLYDGLMCE"=:#^0P)E0XLZ<-\EA#SXA?22;TDK^-3-\/!%JNQ_&_I!].Z\9D.
MX+MEN9K63W_M]*Q6DJ[>J)]H5;1CQH%+V8$*%#8$ESA)A*<0$\7-S>^Z!F6H MRWNO%E;2#PPZL(FM%LB]FTWK^P5<#ZA=K [5JW]>E\B]FRW_"Y>7Z^6N"25Y MBJ*E1S
F(RB5-/BB6'T":U*PSB=LW5IW$,:Z?$+=PD;Z@\7S>@"S<(W#OA$9E>^#_-F)A=)_\<26,,(;SD4\"@2F87,MF#(Z_T?N]
M.PEOZF/K94CKN:=,H/:197"VSCUU44,HT0&R;)F5:$5J7MH:E*,N;U=W0>=3 MMQ<>$ @=!#6-9; :9BT"1Y-5A.R,KAU3#&(I!7C1H1@2A,F':3G8BXV^5QH>
M$J4'V'/X%,@\;ZNY=W]=D,Z7D#)X5\BGE>3 2_2 N22%T83"#U-,VHN-'H^- M T+S 'L.GX*348>XK(A^7ZXQPN1FP8IQ]?E<0#JR4\VX2+Y.>@D8.,O>)N2Y
M/!C;/_SYSQ:&;=0^:ZZ#_I"D-ES(@#;+NNX'7=UD+3DX)"YXPIB+B62>#V>) M#W]^C\U.W2!I%QWTAR2]X8*DP+-C'IB1Y.F#J$M30H*@>$C291K8 S_H2_^/C]:[QY_WI#&G>&
[>=E(NYL%M)E$,[3L>05 ^^M OI_88.0 MTNK''/HAZ'Q!P>J.2)QU"XL7=\;,_HWSC:J^398G'DDA(1M2CF.4 V0/D3.$ MP%-,4MO(1-\GS75^QC&E'G$[Z'FS!XA>FD']\?
W[=5FXB$)E!JA-H9B8.XA: M)(B4(A7'HT-SF%%2;?@9)X#[NQG4/B#JN$5Y1VFLG[J_+U<>(IZW052A..J;X)#+!3M=/98:6=FQVDV M?
R[&VSW\.K;4/?..S9_4ZZ/SO,,YHW(("@JN'E(J!T'F*B*=%?=%)MYU!?9^ MUL99Z_5LK7!<:+VTE/:V.+;.&[(-O.12(.B8Z[(9"3$P 85Y);)0T?A!3LKQ M61]GB]ASL=CQ]?,D:/9SBAY,<-?
^$\H.C. I!@09:G908H)H,8'P,B632F0^ M/FM#OL[O.!O)_F.][4#8RR'UU>[Q]P(,]8I$-K/%RNS7R/J<(->+9:Z' M,_HD2R9G!B$Z"TI*BI:3-2!EM)REJ+250QC+ M7LU"YQ_/QDI0F
K)$3,$28D>G9*A]NQE?Z"Q!T-O\.EOM/O8%C :CEZ6(3TX MMC>ZH(.L$WN=YJ"8K450%JK.1 Y&)N,[7I#U H>YOPRC:X:Y9S5U[6(>7:A2 M(75,?I N\X6:VDYSH6=..PR M*]D%O8?
+CO<&RG..J[:7SGG Z:Q+SEJPSCE0.2J(7&1@F$1" K]T^/PLZ"GU MX.<76^V/\,,;XPYPVW.%Z:=EF"\[M\;KD^1/F"R"?"<%PVAJSU;T$ 5Y5>D2WN ;87?
22N;XTOY%)\",QR2%WH]*9K/8ZXIP8F9" MU($26C(%2CL!,5@/QEJ5@DDY9/%L+/$6>UVNU_E[&>-^D!O5'L. 8GD[3?/5 M)X33\|4OEP+B7)*0=%T^4?>V6 F>,0/&JVR%3:(\.G%S%,*
[7-/3D[4]!T"- M/[5N$/'\]OG#ASM$=*':QS>,<9<*JWTJI-L(2FD#/BH.-A:7E#7"\?&LQW<."\T4GFC>+839SZ5RAO#OH*IA 3I %!9DY[0@%3O,#[=D9]?;: M_/WG,[+9ON&V9^WU>-
HDNMVEI7I[L3S:P_N7Q$"!IDDYV&9!.?DJK*=R/Q3M@ M7&JF$+TMW2P8;\CWLYM(.XJ5'/Y ; O8O]T]Y1;B*RAS# :$J#-,>2EU)X@ M5)P;KKGRHIOGG*V9?W93=K5Z_J7I<<,6XY-
"2YK.H$Q>%!J^- M!I:]CD6YDMUAQO..P/RS&^#[LFU^2.B^:)O?7(A5%3\N-9.]0^4S6%OG2G%K M(')9RPLJ&:1,6)KG<\@_A?-G-_SW95O[8*!]T:;^A&2(Z9BE#AJ$477C=B'W
M&*T'D9CW H49:)32<\C>>YH"_++-?"# CESI/I?;\;?OI[.?B)]P_F.2\&XQ M7NJO2FSQ>;8,IU?__/5LL7PW6_X7+C]BFGV9UID'EY^T_H]NBO4D8.(L4MR3
MHJIS130I.E$LE)VL\PV2BTSP/^'11$!],5.ML@Z*1S8_J MW^,GI%'/3;%0RMJ92O!*.V#HA,9HH\#6:?%A.>RRC[%KF]H?*"\Z,KV>O:\D M>GFT*QZ+LZ3!K.M5>W
9PJJ9)&!.*BJTXOG<)#W$:9<-BWV__&P&G$Z?\[]] M]_K]/\>?C_[?XT]7?OEA/OLQ6= G[_IN?\N/;?% ?Q<.&KW$?SLE*O!S^.LR MX[D<1^&Y3C8J,)QI4 8-.!T89G-
\8($7!S_1=],/F4R#?.?J]%G=*ZE.H!Z=DI?\^7M ME)!-UG4A,5N\S"8B'5&45RE$!C&C@J(+:B&X-ZQU2> ;(W[8+@50F\ZW-[P MT$'PLH-(WM O%LM).A%".E$8!U/J-)BL+:F".1 N!)69*-
FT'O6U![D]0+HC MZ.UO&COAX'E"GC(4G'R9GE!"HB@5T2"BD*!B72427&W@IA]&#"4T'VZW.[7C M-CV^0,#O@H+GB?=M-7$2O&5:J@*^"$>BP B.EP26%\<3)4*>MZ[I#,C.N$71
M%V@Q@^!H=Y.J>7 3DZKY^FRZRKS+!;MUU/YT@:]PBF6RO$L^%VH0NDBLM0(A M?00EZK6KYPXX'962:UT;+YV MP\|]TCPIEHN@LP%I$>DPVU$VKO\;$X@#:*X#/)Z;
MUSJDO\U.-$Y['1BDPDAB5DMP)2&$PA1';DJ^.=VAF2N\AZ1Q@],>7&$+774 MO0N#6O-SGT&12+27OH!62H$J@9.#QWH?*EV11GGI6D]TW8ZR<:^YNW"%[337 M 1XWYO6)=
(A'T_P;_0=WQ!LV>YYUSD#A1J(P6QCPVC-@!0M1Q7G*K>\YMB)L MW-OA#MQB0[UU ,9S$[O&U7V&%JQRT<L9)OO@;K")
M(V/BKH5NFI47!VMY.2X%Z^X&7(;_2'H[KZG8XB,;M[IL1?D!VEQB2BG6M>&8 M,KD<:0/AH5A &TIAR1 6R\C'+S-A3ZZ=E%.T^1TLE+2/<9P=%Y3JL[YC#[Y
MY^5_3RHY29DS8V(&+$'437]U 6Q=LYWYNZ,+7)P$*97*NB9@=:!WR!I\,H* QPI3VECM6[?&/I'$?J]3!@!I M$SWU"\.;U8!J86\F=-)554S"Z8F,Z)$5#KDH$BF%L^"T89 ,BRFGG-- +8)/
M)K6'"_"#P;*IWOJ%)_U@'6]_0?HA61U7*ADM#5A7,M0&+?"*UYI]])DK&=IG MS5N2-FYE\<#PVTLO'<#M(I:_9D W3"Q/)D??9F?3Y8F)JZ4V$81%XHYKRKX2 MI6 ELJ!-
%B7JUAEU=GB\D4 M%XL31V+3608*-3@'I6/=T*P=**:$==HZI@^4W]Q)W[A%PP/[P/TU]$P)3_^VRQ7+U&/-&V9&=8@,1J"5>G BY: P:]CQ12)^=:
MKZO9DK2M<.F>&RZ'T$M/<+M1S1>>"U0Q@R:YT*D0(KA4Y64L\Y()7?)@U=L= M;EK\LX73'G+OH$G[;F]]U]W3">/.8R+#L+Y>069.L8=/&GC"J%7(3LC6!&\H&4D]/?
NM6PO\)E\M37#OCP(TFZY$0!*,D7V8#Q$?B[;3$>[XX.'F(SS&Q0&NC@LW M4D41ZQAD5\8]G7%'9\NOL_ED^?/HK\GB MQ+ H47L!ML[$4=%:\,$9\$*SZ+0NLOG>
[KLIZ00ZNZOX/M#L+N\N4?-F]BU, MIB?62ZE-XL"-][7N3"=[H9.=%2-,X5%R-5C%X 8MG2!G#ST_"IT=A-X!>#;W MM:]KY6S^\W=OL"60U8 M0@/-+AJ> M-
19W!Y"YZ8ST],PWQ3QG<\L168H*U7U 7H=I*Z2 B83*F,R MNC)8S/,089WXI/U \ BT]M=(AS"[^/VF\+KX@//5M=))RC8Z)A%4\(6LDA?P M)B6(HEBM9#%9#C-_:
OB^O)BP\"MC6:>5>'H_"G/JF,S3/.L7BJU+2$]^!7# M%9.VY^P 925F14H&$4(T=-X&Q2$D17@U65%FQ9989Z2@9<8H;(W$WPN2-K, 9F<%-$8QIH7W;GIT?3_):4-_TR(3-
=_]&)L")C$62=-0523A6(7%.8Z;D.L1BA2^NNS:?0 MU\^\W$;PN&>P5'-=]8C#6@_<_&S3B7_U21%Q?'X+<;Z?[_SW)Y57IA@'78=\ M*/KE>L57ID1=!\&B-&9HE.Y,?
3^C=@^$X8H6L[&9&U*'N"9SQ/(ZV<<[X%0VDA3?<+P_ ?KBY@3(>IC)EN NUA M:5-KG&1*.)]T9? MR0Y?VL]PWK8H"%K^(SK7VZPM?D.REO?Q=/)E\U34EY*,90ILTI'X\1%"R@J$
M5,4697BZ.;WR42C=^I)^YNL.#9W]Y-OC.;PJRI^DI()+Q8-5RH$2SD-P1D$0 M 8UF6BO?NDQ]-R7CSJ,8(XMXLOS[3!A^G5,6=(+!>!.*A"P<64.*G$2C!#!B M02O!D@M#
[>BX3LFX@RC&J/L]6?X=3*2XQ<6?X?1LK:73T]F_ZR5D71["$B.Q M>,\8L20*1,D1,$H9BA:WB%E$MDG%H(! M$Y(&%2S)*R!E$L:[E%U4A;5^^707'2./F1@!44\5?@?ATSU2NM+*
<+FV0:$G M\C5P2='AZA6$YR0OYH0R)#C,MC6LMJ>NUP: 06]E]]52!_B[FYL/\QE)=/GS MPVF8+BF5/?Z?L\DZD?4AU:EF" 6U!(4A0% 4#XB2LW,.A6O>>?E$$KN\H-T; M*?>
[ON9JZV?J[-U5W!8"!Q MQNNA1$*-N@#2ATJG2R$>#P+4.XCK\O[U,,C<5U6]0W%=(T*K&":UFC)1#X6B MP*LLP*!#RT/TL?F;K@?(Z?+^]3!P>
[HZNDI^+]Y67F'H"1KC,X16):B;D^7 M$%5$X$AF5%>TEN9#X!^BI\LKT:'0M;="]O9?PQ7TKK!4TWU68M11B'J=%LER M5)O'%)JQW*L8^(84\/YL+M(ZO+:6E MVQ$NV]=V=<<\,;
D;$[+I(>47.WY]3=!48LE4>*"PP-63S^X55[(7#XD,A.Y MC)@V#M[LV9?Z-[]]C!717_VB/AB"%8%KB%EQ>I.= ;T7PF$\[[NH-9& MWXN$'[R#[OWEX[IF0V5;CJ6-
OM(NMZE+BX$5C!D$E^1A%N' $]T@I2]>16$U M#OYFNG7>N#6XCJ;\;9+(NVBBM]?3NW>^DAY973;$6/;$!_=DD*T"H4TP,NB(MIO4TH\K6.:V3G7NU M"S)VG7NUBQXZN.LV#
(5VJ'F27(!9S0^0AM4QEQQ$051>DGEFK=^1>ARVWE39 MVXU=WT7R7>)G/=XB)4&1@ZE["T2=*%=W+AKIP @A?:);GHGA$=3#M*L6>MYV M[/HN0N\ /(_. 5<4=?
(@"CBA:VMU),]0)%_'@K-0/'+;?"S1"8U=WTG#VXQ= MWT7<'4"&Q(#+BVFZ-SO>8I"9I&*D3:#0(_G^KH#(9)>-]<')YJ,3'B.DDT"% M+4%SN, [0,V+<#ZEFWLV#:\7849B7*XF+
<_I)E\S)-%GZ8BA4*]S)90%IX6 M0B;:%A4TQ9.M:PR?(VK<9/<@:&JKB Z0M)8,=-TLJ) ;@\^9 S.9 MA\2>QL2GQ%GV9/A+#J"T5O03<>RD M8%'+Q.SPI0W/DSDN2(\
(HOWANY=&3PNTGTCEN'K_2.%\XG5 GB_S5O[]/KU:Y3VQ) M=<1QANPBW3'<,/"28M-D@U)6Q^S*B$[N(Q2/6_=]$D@^5,^GA>IW\XO'&*9;
M)GM=;)V90[).24$HKH#)Q:.DV$/EUNF#@XD>M^K\)+#=0-NG!>^S<_K:&?W9 MCSLO\2F$P#T%SE;7;%\(X!FOA=/9$.\:>?.M.(=1W&O6[.BIB4.UV2-VU^/, M'DXAM3+[9 7=-
,4B*,*1,8$Q!A_"K/VS5^-L6:79&VX%7/B?/.5[<_<:E*=F%P!^%I$OMOVVAJ-1OJ MJP,X/LK->AURU%8*S3-P5JM8/'E-/C %,3FOI.728.N$UQ/D=&8*6\)@/HQ. M^M\7O"XQ#[-\/I]]H:_]-
ET]3%^$?X>5E.N?W!VM<'B!]'[?V+J$N@'?1RBR M]A1R:Q_)4+HZ'"'!27.Z4RR"5#EHQ+-JTGN,P8)'US4?C\B,FG/Y8O463+Z*+ MJ)SYN@HAFUP="0DA.!Y\"M4A-8E%T_1,^[3R/$0M:
<&1AV"$R:K M(2EYO?O'.36RF]9F1R3I>71>.5:U\&/V33K@E+2)\!4MXO)'"":$H I M0^S*F%7S,1$GVS2["S)V;IK=00\=N.4?,2SG,Z+\)YW795T+^FGZ938MTQ1F
M%R^^UM&);V9_S!:8YO3;_[M*"5XO8OKM9TTXKUH H_#$>)204Y%0QWI"#")# MX!I/KIF.\#S]CR^63Z4T+MP07;B?;FYQVXZA3P/ M,<0L(")8E"DA& -
F8SBD/%D*1!OO4E[(%;&1?P8J)SW!Y%1]X,1AV]F]$&X MK#GY#S@+YS7OONY:PTQ4UY%9*)'<;KH.(3IA@=C#S(T,6<3G@IRGOF!<_'6A M_'E[371@>A]V6;X+WW!U7)$[RU7RM1\
[@;(BTD\V0=8B9R=UJEU.?9F:GJM M>SK\RF^D@6ZQM#YKJ&W0QB(DR4JM@7$UZ6W!1L6)/8Z1#_:(]0@]G<0Y!^I\ M*RCMH8 .P%23$;B8SO.55'*V$2GN,TFDNB.9@8LZ06
DK62%-J+U,^\O!/1: M0'2X^=E?SCV!9(UQF8+5S#O01:T&:UEP2BD0+DO.;23DMZY$NT?"N';E &5N M@L4>DNT &-N4W&E,3N8BP-KZQ&_]JC-)@0N,XA'IK"FM=XZW&HLPV-
/3D):F MM4XZ@-FF*.3FM>0Z.#B;Y>N88?T*=UN&YVR)I:X'$)Y$RBA@"")0_" "7KY?DQ[692]7 M[LC=-\I)MHXQYS50\$(.3F(D3Q4L>":$,]X'V7S";AO*Q\UF= KE(;7?KX%]
MG.L/Q.WB$9Z+%99EM"!]K*/%2Z'[K&@@3S\'+H7-V'JJ:0NZQPV?3PKO+33? M+]I?XBX\FQ1R=C4_[P.Y<,(J\%X5L*'4^EG/T8?CH'TGNL<-X3I%^W":[Q?M M'S%?IA5#OS#]-GQ?
XOMR]OW[^335L+H.^KF\H-]Z._TVO4+*S0FQCEGI&2031UG)>JB MNN 21.U,Y-IB5$>R[>/N#>P4HCOIY\"X\M6LS5K4?42Y7H%](TH="M>1*RAT
M_=2+A\)IPXGM(IEVF6<1C^=@;TUVKZ_CXV7C#M%KOU;S\]=P\<_YY7E^\^T[M 0==6!4;\2X%MF:R8G0GN54+*2861WFPB DPT"ZE)((MB<4\6'G=KZ2<7O:KI3%LH9].^R+?O?
I\U37X]OVG3Q]>??ST][./K_;M@'SR MPUKT.FY/;:.NQE=A,2,CL_R BT]?PYW&-9NC\!$Y"0)3L[6M@<5Z@1ZH4AW M@C5/Y&VB9?_[[]WEMQKDS1M9#JJ_P29_-
OTUGI\SLCY(1509#+9%S=J^%]I#-1 MA[XQY524)J?[7L<#&_#8YXX;3S4V P<+K@.O\Y\X_?+U O,9&9?P!>E 1%R\ M+ROQ+-]?7JPZH4AFOX7E-$U<,#G'XH!%4>=,\ (A&.
(P:^=+16T0K#\N)\$(*PJ+$)2LH_H+0A R$7RL#4S(X.['WRV"H@.I'L?X M#8#.(RNP \AN.(\OI^>7]+L/CN4DN^J>+>?K7F^7R$O/+RP6Q<%55L^(LUO-5-TW@;'FE
MO&N19E\PL&3!UIM N1#!%Z[B9*B#TGQU-JEWXO0<5.:33W"XRFL XMX:]Y_MX>;6QO_V\^$-4)^.KT[DE7C>S*Y$,T$*CYCF 5BJ_?HA"9*T<^"%L5$7G0MK
M/L^C)0,C3U$8'G#W(3Z:]CM-H;YY]X]7[SZ___A?^P^.N_N*P_>MVZ M<-4Y610WB1<-CFMSU:W@H\S$LG+"R^2S:C^!^1%"QAY\T 8%#V.-0V7>PV59
M]WU6&WA34'56ZS]6_4_X9>5=5SU=1?NK XD&5,%I0*#J#2"%=XZSJWQIO5; MWY:D=0*N_4'PP$=KKY$>@'9%^B-,K;O](W=)BE) &5U7>,127=H$EAO);"XZ M-=_$^AQ-8_M.
P#A/MA::J4#E'VXC.?3],?%>D/(S>E<"8I9%*7.Q0H4MX/2 M3D#0&*&02YEMSC*SUH^B3]$S]C:"UH:KF>P[QM%G^O?KDR$"-\6@A\P,G0Q! MQR/42$4'%CS7=#I,ZS3&\U2-:['':
(6!+:.VIC@X =L/"VYMR=:^SY#'7);]" MT-E3"-Z3@%Q-0%J.TOC6F8:'5(R]UZ*U43I0SCTAY?5T-EU^Q?RW^;SN=V3: MT.WN2!1$NTK6@K,A@Q9*YI0T=Z%UT\CCE'3B?
^^IWTUPV5_8/4'FG_/%O][, M/BSF"9>U^O!C^/-W(Y\!;KB^D%^65_SB922*UE,: MUQ1#*D,\.(I2=39.6_?Y[-W+5__OCSYK*Q8SCY*$$$Z\@^X
8=)@O72"QN3#Z5YS^IE1*@M%Q>3C[4N;R64DE5M@#=@M/2@5/8D%,$@<\T$_92#W*H @#[U#I#H MOVY!],L7CILY&M0L[2_8'M"PWFJEK?<9I8 LZE:K1 %
(#$R#E28SFYW.;*M) MR]O@8J34V7 M],F?YN7B3Y+R%3]<>N7K&A:,=1AOC@$\EPY(-0G$()<>$&BWWNG4^^FF*QIWP/C"X&BIC M?VC-"=Y-H'66TN6WR_-P@?
DE$A%INM(3_7R.*X7-\MFW^>)B^K^KW]_(_*24 M@$P[!>B-HB-%7F5P10,=I1"9J^%QZSJC5K2/.^U]8+B.HN#=@>VO@#W#+Y72 M8:UFK=XJB04GO 6-
=9:]%A$\,P4,ZER*+=RKUG[>4_1L!4%[HA!LIH@.[.7G M,/LRC>=XMESB11W*/5U43EY\#8LON)Q@M?&QY"X0%E",IA MZY*>IRG:"ECN1('54!D=>'EWS?,DE.Q=0@$NY3K8/=35[-)
LLP*SJ0MJ?4> MP[O?OQ5L_(G"9F]!=U'&NU$X+Z?+[_-EK5>WVC%AZ@+04GERR" $&2"S0J!/ M*6#S(5+/4[5==I6=**8::Z73.N"WK\X^O?KTMBYM>S%?U@UN^]7^;OJ<%O6^
M6]'8J,9W]2UWII'EH(539$L8"Q3[108NV@+,"$S,^Z*P=8_\KQ0<:EMNU_9< MBV]B6=$*95TR67NK=$!P112(3#F=GV6 \U(@T(@Q("J&C8#,5D#2AB56"PS%H,] M833$Q'[B[,!*?
$3B_C)=K.92TG_@X@>>I83GU8/Z-9D]L47)G%D$MQK-J^H6 MR4+\Q9""=CR&P%I/TMN!O"?%QIB:2B5=("V7QWSVUSB:B.'MR9%F8D-74*= M<.(A2+0@2@X^&
[0,6S\6/$7/N(\%@T5#!PB]ZW3)I\OOW\^OI]Z'Y=?7Y_,_ MW\S*?/%M_1)W2 YERP]OEUC9AYMALBU<1')GBJN%LP6451H<*@;%2\RFUC,V M;\,;,MNR'G:_&-)GEL4#+5GP K2
7#,DN=F6*T0=T[%G)-H[?EL)*:KW,LN M.G_:VNPK[@[NJH]U;\'[0I2O'K[>1SIRLSH5^]6_T]?:9_!ZOOB5V;<4,-;A M;#\GUD1H1,:ZQ*".LHD(OB:AC%DS I#
MWKK4M.VE^!;I@%SEME[B,BVFWZL$KUIEZ/#Q6-NEZ-AIBBDP@T\2 1V%M9H5 MI9AOSMQ&[]Z.Z@T3="U;6 Y6OG?XI7C/CA:"8 M=,4,2E"U5;E MJH9?F1
@"&4A)JDT)B5"\]+2YV@:]VU^2%2U4D0'P'K<N@.5#>YU/4=3RXB M!E\4!T/>()"A#>0B!E>/GPA%H&&I=9;L:8IZM%1#P.H@3?2+J]M;?I(\:3YQ M"875*IN2)=0GI#K@3:),/-
G2NACV6:+&+GT\.KKVU$<7_3V_LG1O2?E'K&[I M]1_6*F$^24P8;U-]$&+5-%L-7F0&A2<*@U&C:)Z6VI7&L2LLCP7 QMKJSN#= MXZ]N;)U?SBX^A@O\@(NT:A-/C+&H'3 ,=1N4J?
$,A4TRQ.13Y'6D[S'1^ B- M8]=VCH3&0[75'1KO^:BW"SG+Z^F,(OH./\P7TZK>%_5Q]9E[15^.UW2I4!1 M%T;IP.9:\)&-!Q]LG5)=.+=.,^U;]R,T(GWL6M*1XH^!=-L=I._[QSOP+3(*
MB09!,B'I*!>*U4+4JQ%'DC%;=//)9:UH'[N@=:SH9R#M]HOJ6[]\!]9#-$%' M7FJW-(+BU7D7@@'2W56(/<]\Z[QB0_+''< Q:NPUD(Z[KG'[/=3NB)KDGY=? MY%)W=A]4W+;-)
[>K:MN9CV'*V7+,%!:Y LQ;PH7B''QF!3*3RB9IT=C3+6<+ MA8Y9# F8\AR4DQE\?5U,6ON@DX]"M%[/<"KE;+OH?9=RMEUWLUNK',)BA+
M!MLSX*XVQW@5RV9/KYQM)V5O6\ZVB^0[1=#U%I+(4N(B M0?2)[GYE-+A<.$0TQ5I5C,7_^'*VG;2]?3G;+J+O $1G*2TNZ5L?5##H7 2= M+5[[.U?;,"2Y;;4_@7G-
1$@QF]:OLYMHZ0]_^^CZX?#.PP7? 8">"T.,2R5% MDE%.*8,R+H+CR8.1R7LMT&K3?.'#J9:.''*KM=1#![!Z/ *E4W+=W/?R$F]< M2D>222$4D+RFNE>#$.JYL5Y8K$5\Z(_S,/LX?
3VZ47L"8ZL\00,M=?%<>R6Y M#;F0.QR^HP#Y\Y]X_@-_G\\NOI)()5?6AGIP537A2D#PWH*I,TH]3R++]NW+ M^]$Z+C:'P\^CUG%@579@-K?E\[\P+#[_.9\
(Z5S2#H$S7^=B&D_.BTQ0)-4"A8(^4+PVYVH;(++ZJN$$RM@Z M.-Z5QG'KLKK$YLZJ.S5H3G_@Q&'RA?D$B9M4G]N(M1(TB**-BMP2F\.T:FQ/ MX[A%6GU"UGB2CGM
M3&!5"%&? FUD[C0AXV'4NIQ[K7QRVDZ@Z/ M.ZFJ=PC^,?:O_-8G9&,Y2AL+K.G'+/7@KZX9R;WBJ&W]M M^S&Y>Q Z;B54'^!LHL0NMJMM8'"'FB]NF!=<\MI;;8EE^B6:P$
8ZU,=9F1D MZT>?@XD>=R_2T3!\7.5V8'DWS=ZK8V>CJ(5'6M"Q],5 #)&<;^8=G5A9K!BV M_7BW48C#K4\:&WH[:;)?0%VWO4KIC Y&0#:!N"GDD\2B$D0KE.&VL"A:#RQO
MT(#,3_^-IZ%>^EF9L$47+.8HE*U+AFR=TET"1!$MY)0-,XH55HYDQW;L2N:G M_VK35CM=5[]_QG]?7(;SPPK=[WU(NYKVIZ@;IGQ=&)>SEAIR#*&V5]3:K]5\
M3LX,XUFKT'K:NUAI\NXW]CNO@\?[\X^T'2JY5(#T867RU %RPER74& MFV+E5!3PF6(:2R%X3$*E:%KG[G:GT6BDKYZB]Q'<,))X($Y7?=KA>;F_4F"QI[ST@Q6[<3> MJ;OTM_?
O7_[SS=NW9^]>OO_\]U?/WV+/ ML,C[.E-[?$4+5^M0SAHY8G^;S_.?T_/SLUE^0VSU\L M"L=]AN+J$B/K":M),Q!2%33:AH*MPZ.="#S8C*6OF"_/\7VY_MJK6G(K(ME< M9\#I.GTK>5.
[R@T(GHR/D3/??'30!E+&=9X-\NE],9 M+I>?\,LJ:%YU35E$2^;?@-0F@]*UY<6C HSD=]K -8FK-:R>(FA<<#51^7T8 M-9-_%T7T:^K7'5-
!NVB<%Q21Q$*"JZ(17+#D77E&^8]^\+@!=@NM'RZO M#KS/:S_J[4U_(O=2*<4$Y)R(>,+>&DD9)F+E,B5UJW?4Q\0,;))&,#+/$S. M'0&E)AU>7R4=)D0G_<\H2$4H4%$I""@09-
1>>J92U*W[+A\AHX]X=T_%;H#) MOE+N""@3EG.TTDHP/JBZ/,B"B[7%W@NZ*P0E@V5">H#$GLK<0,H=I+HWDCX MCHOI/%/HM+AHB@>2!$Z_S*[*0]+/SXLP6YZO=/(WNH-
7>\IYBDX*7K/;U55B M3(.W'L&0J%)247C?^KEI>^K&O9.&PE1CK71D?\[2_UQ.Z>M?7BZFLR\?5JB> ML!)1(;ECW$BZPK.0$'C-/$JON1=(/OE0-]9C](SK! ^%J8,EWQ&*_KF87ES@
M['TI'_%\56HVKR]J[\MU2NF/V?1BPNFFS]Z2JT^QWE5-4TC20,D4[UFOC6A> M$[83@>,VIPZ%L_:ZZ:<.\>;.=R(X92@8Y>0^@D*&$%U&$$$F%Y55W+2>&+&3
M%S58W^A@7M0N$CW0BWHUN]LA?#'_]GT^J[GO>5EMT[M]G-M[MF&Y["H[Q:GZ@7$9Y5#<1M:[N/F.*TY7)%7C4 H3-(43NK>1#&8$C/ZJ_GI+- MQK?
3'_C@:Z^2,%FG@PDXIX4,4BN)(R),=S9,5H[UK/YM^>NC[BSO:8VOST MWE1?'?A]3_#SV_?PW_/%R_.P_+J =$50Z:0U>X9ZT Y8<%+5"#0.UN$CD:T M?ES=@;Q>7NK;
(F1^''7UC<1;QMZ%;[A^Q,B6(R^Q#K-,)$;G CA9NP:E0T4. M4BJ^=0'2CB2.B\C!H+(])_66P>P?(D_\'S^O<8ZZ>ML?C[_\G.U8.CZN=,J MXU74!8)/%-
U'FR!8&2&JR'BN;VFA=0[O&9*ZA=WA<)@/IYL.H/:^JN;]XL-B MGB]3U==O(?V+F%ISDW12'F.$D'-M,-2300G1% MU]4K5LG672U/D#-N%OB8F&JEDU'KL3Y_G2[RA["X^'E[G8=9?
CM-.%O>K"_P M&F40RD*N=8;*2HJ>JJWE4EOM6<1RO\+W07W65E\T;C+X&. 90N(=V*?KQY#5 MJ]S5@)E5C(,NJ+I/ UPL&I3. H+C&BCB-HD82:GYT/0-I/12[35HIJ*%&CI%
MT]5S[_71DY(QX>D\,.]6;S0(GO,(!57.F6G?ONSG6:)&WFC30O5;P&E_/8QZ MS_WVYOT_7KWX_/%L;5]12UT,>D"77!U/1%&J0 DL,*\FI8C/<1*+!,("B^S"(97T3K@8S;T#5R M\?KHN?
7]%-0WZ-[AQRP(*Z8)Q>/CI+RCB/%#D5BZ]32=I1U MF\O<$Q';0VY?]?0-NJLQ,IRB%5U7W62;XWHUHC5UL(>C2-5Z)9IG,I^CJ5N@ M[8V#[:&VNU+Z!ME92I??+E<5) A?F
CDU])MTAB,V]#5;1Z^%?R:*Z<#P#TMMHG6,0HK'"&B5CYE M(8 B\00HC!1)B)#+$>MVMIUA-D9B_@@V;E>%= "O1_V%AX?&\^AXG4(J/ 5@ M=447>.T,V.Q8C#:B3ZU?$;>CK-
M4_E VK8&"NH!=QK)9>_Y*QP52G(.L#@+ M"NE8A4)6.\02-5/.2-6ZDWM7&L?=^G,4* ZHM!.=R%>'!P_5 7 6K)%A>!X'KF@U7 M)E=Y1.]9],(V'YSVE^P3V 53A_0)

[*"O#B[C36]Z2D8*OYV"&$H=^N(E1&9K MRZ'3PAA3N&S=J7/(JWH7]?^[:'[+5_5=U- IFGY](BS<1ZLT1> J,'(+I"?6 M4@&N?
$RBE!!LZUS=B;ZJ[Z3ZG5_5=]'#J*_J'W$Y/[]9.Y\NK.75O9FG] M5IPIHE:91&,3R[7YB]@0AAB*3 83F"'_]HDW]B>_H#]H'*#&>7N9CCOH[58L MM[WR-
^5M@5A(TD0H*B,1GVV==X4@!!V@%*5S-CT#C2>_8-R$_E#0:"?3KFIQ M$A,HL"9&T/(J# ,QL@3)N<(T05K((6IQ!DNH#Z7^0^36@?^Q2V^<$%)+6SP(
M;NLB6,Y(0"&!6S5V[U#JZAN)CQ9ZER"LLE@@A;K+ ML"0#3MH$658KA+$8UCK>^LMVO>X$E0.[7G?16P>P?*ZS4G(5G>&\CG>FH,,@ MB>5-KO 3C22HB=%+;='H!=I-?]DA
7F(UK+L<$&$3#P:3I(H(ML:-10@CCQ=K,F:J+-B^N071.RG M_,/EU8&[\&:6YM_PYJ)\6__!]5-+$BP+%^EN=-83617-%6ZN@76>LCAYH\+ZX9<,3J?#D.+I ;9HVV0M?EREP=!UL]
M.*K-U+X=G/;000> >D&NU_NR6GA[&_I;U+7#.C%'#$1/EVSAH&(Q"8O)@;=N M*GA 1)? V4?!]V>L"'3M#N#R"<_/:^4ESG 1:C'46?Y&IKN6/5V0\7[U[^]W
MIWXH5G3DJ"#K6J,>E87(0QUG7PLU74@/NM(;!,H[$#BNKSP^,&Z",9_:=M/01V [I%2 M=SJ^OY:AWRYHUH$[QI"BT3HM*U.$&BVY&4PR7ZNI9 SMW;#MZ>OVE6-/=#S? MG-
=&51W \,EM,8+1B>4A@?4Y@5)94JRM26C&%8K%M6*^M$_/@#[<4"C8 M98'/+BKI8A/V$Z?SBB42X@+#$E_BU?]/9-9(#JR$8HRF XHDN^ 22%:\CTZD MC*U]O)V)'-O/.Q(4AU5>
[_C<8BN;$85S'A5$5[=HY2"@#K"$S'TQO(Y.M4-1&^^?0_310T%;Z0]>$)TID"ANZ,619,;GH(! MDHGI4@;:ULD MQWH8N<_@Z?R!8QC0<.EM:CVS:TO2^EA4.SCA@M\7^[V
MW%R+5;M<2K(97 S5X56)7%]OH3#G C?*R]"Z2W\7^KJ=_M7&*1Q,51W8T>L# MM JSB)R1)*S,3,R_]YB'6(FP=<$03"(J(OP1;:.F!\0T>VDK[91QGY"[V?[M\O7!>#'_%J>SE7Y>S&?
+*:EG]1_7_!&!?(*):6F2@9R*JX6=%+YG"MJ%\4:5 M8HT7K0/;7>CK=MI76QO67%4=V+"7T^7W^3*<_VTQO_Q^DZ^J,UKFLXOI[!+S M^^]K-N\+=V),0A-]??"4$50]
<]Y7P;I@BQ02+6N-R@/([78.6!N0'DN1'6#V M.I?Y?E9+@VY[X2><"<'N_(+^#:/Z*Y'+\ MP*O??%5'_RWKOW\UN_RVMNN3E&2Q.EA@3ICZ:DZ!O'.6I,ZY#LE1+-]\'.S0
M3&V%GF6YXF2_$DN3, UD"3DPF"8$+!T4%#-ZR*(-KC?Q] M"-WNG8:=+IP'U]Z)#J2]NUQA75 <9OGU9;W4'OFSH6;7[DG&,<;$XN+[((0;($: +971.%-*U;U(XZ$?>I>I--
VKFJ0+D@^E[3O_MT MF:HS1_'H:Z(NG/\7AL7R-NO+"T:;!"#SC$Y_H)"AKG](VG)=O,>(QRPS:L!2 MKZ_QAZ)WETJD8R.C]?EJ34[#P7QCHS5YS_Q_ ?^/I]=?%U.9$Z&J<@ABSH#
M7A0/SM1>8!6=C(H'8\X9VH+BKNMC#\^^'98N-08"2>'^RKESW_.)U(DGK4K M$$U"J_0$)*UD-"*:+1-AA]Q(]UF0KNMVCLQE.^C]],$-Z$5)XK5!IFCQ)@H-
5[^:#90PBXR&@>'1@Z*S $Z0B;7<8E+%9)U: MC[?YE8)>MO0=JON-(]-WEW,/%T_^[\NU-%[/%^_PS[.4YI>U5/?+A\5\1C\F MO)T3CB+1-
2T%E&PM*"L+!.$H[,9LB_61(I/6;Z0[$=C)C/4]D'#_/AI,+1U@ M[C/]O??E+,^_5\VLY]EI[WCR7M;9GL0#,011)00I%&:GM,JN=17_8W2,BZ ! MU3YOK(,.
<'0[A/&F:"RA".CIN)6B5%U;7BA\S!EB-LEH'Y-M/@GA(14C#W-O M9X4.%' '$+F:/U\%\0G3Y6)Z,;T3,%BC:E=> 1MYY259*'4H:XZD&2$2:+U MR\%3]'1R>>VIZ_E @N\
1*_^YW)Z\?.6CW].+[[.+R\^8LC3\Y\4L>#BVW16 M>7T=IHM_A//+FH(CLST)-G@I!:O;5.H<$%3@#%I HW,)%^)K=.:>Q,[+OS: MX64^AO(Z1.GK?
[Q[\VX^2U>9WXFQ)B=3(ABY*N8A&0:##HRV5GGO+.K6 *? MIFC<6_)H>#M #1V ZO,BU&>"6W8FVF#2QEDH,9*CF&J/G70,0HC11HV.8^OT M]@,BQBT5&0PZAPF[
[2\G<^^?"9[>B?%,A%6J@IMJ$.P*+ (2++@&K1E J7D M4I363M8C9(Q;>S$88@X5^/Z8F5^$\P.7+-TV[]XA_VE1,>-EJ14>U1L6X@Q"E \NY]RF7F&WKI.=VE(WCI_> O .UU
'V7F*\N.5I'9H\ MPE8QW'@>%)1:'Z%*YN!1,Y#.%1.]D"ZT?C;?DK21UVJVS:<.H8X.4/;KW(G; M(,;J0F=.D'FV-H*2)I#)KB&P"""*C4MDT+WC:0,K(NS;;HJB%N#M S?,6=T)>
M))=9E;J7S] YT J\%@C>.^%\9JSHH3/O#ZD:>9%86RPU5D*G S5>G[WY^(^S MMW^\^OW5V:<_/KY:%:G5EX(?]:5@3CBI!8)AEL^G(4[/5Y+XAJ%6M^;YC/12 M$[]DJF-83I?[EMT-
0D2+PKWAI=.H]._F;>>V^/C6^9-18)"6<.FDJ-6=&8)3 M$IAVB@EF"EHK9L/GJ#GX#Z,FW>LJ[K[67Y[*_W?U]) /_MX+7SZ"^_FLQM= M_%9U<54[$#(G#]5'.K69K@6/$EQ.DLQ#-
N@+=S&TSO4W(W[DJ0"M\/:@P6(4 MY79PYU^Y+O2U\]F757_)E0#^CN>9>/QCB?FWG[6H:549I;ERG"D&Z"C$5T74 M)Q.K@8NH?&(Q,S_,RHKMZ.L$F\>%T*.NZ #Z/ FLKG[C7?
B&UWN#?20Y,E8; M#&HZ--9IDHP#BR)DF401JK6[NC.1(Z^&' PO.P/S$.5U@,Z;__;S_5IKT'! MZP7^SV7=UK82('>&16,-
F)#JM$8K@#Y(@Y7%>T+\E!4="H%:6)H_8ZW#5V=@*T5&+8 MVT&:Z0EMO_V\^?'O4UP045]_OL4?>+XZHT47962VH$3-V5LN(&H5(4N;;$E" M!#E8_N%)RD8>R=3;?
=M*ASTA\^YI>\C?^ES;;)/BM8=$U4$[R2D("@7XPF+P MWN1B!@/H-@1V8AD;(F0;X]A$73UA\D$9^U!L EN!VJD4W")-2O1AN#JX[ACF&JEK(;@M '+ M"F-*D\%N?2&XLAT\ZLQ=:X?
K28+Z@](^6G]L'EX3%?2"I]OVV8?\V)R= M=II35*UK5"TS..0&,#G&F!->N];EQ_1-*XC/R2J6BFB%V!=3T5=N0_7!X0D MP15WQ ?2+UD'<"0?8,J*F)2R3K9^B=]$R[A.^Q',T]Z"[P5
MP?B%U:,"IFB M"@I>C-(4P;!$YM8@!"36',M,E-;5ZT^0,ZZ3?AQ[M+?X.T#2]2K9L_0_E]/E M],:CY!3O.HI+0/A:5B(9Q:N&V[-Y'F-= 2YV"K?ZX
MP.MJ)FF*T(9%,%:+NJA508CTDY/1&.ZD*,WW?SU+U,B.>@O5;P&G_?4P(K#" MY",NY^>7E8/?IO-EFB*9^S>SM#;&*5@6+!EYK4,M0*$+WKO"R-)KRZU'8?2] M4MP',QN>_(+^H'&
&N?M9=J!S6EAP-_>]"RIHIWB5H!(=4V \98"#;KL.3D- M2BM%AZ[YGLZ6#(R\/**+RW0\1'1P'*YXO@Z!KIM"3/(B&F& 65: :$;PV=!E MH@HZK76B]X8UH\2TLD;]_&!
<7\"\|%:ZF)'R8NP_$I"JO]7&S9_A/-?WMYN MVY,FS%+ Y66=3.=Q/9FNU-90[LBK,8)C\V:OK8D;>2KSX5"8'T,K'=BVU_,% M3K_,KF25?KZ8SU;"6DGP,?:4X!3E_:X,2">T)-'Z,M^-
MQ'&SN>VA-Z2&.@#@E<#N)(9N9(92>I*&%T+X1V=)D^,U4H3R91VC)762-M$ M2R>5/IUA2*EE#KQUE++?F-2! M;\U#M?OLB-1=!-V#?3JGSYJ1$G[@[0"628C!(\:,.>:L2X.7
@.8BS.2">S MMJW[E1\EI(?+KC%B#A=X#ZBYVN[XV/5:D3MW_'UO4B4977V!>=A,32>%JJ/[1HWTU8'M>HD+"G"K_;W#TR0K+HQ6&G)VC*YM9<%'7K?4 MA"!4"9J)UC?
>HX2,ZR.UTO*#88&'BKQ+W/R\F6#VOKR>SL(L339 I+7AK0HEH1Z\0I010Q:"1IBEKRE#& 3S&!MGFZC\4:%LT"Q]7ZZ/FY,*M M)XV(K]=#9V\(N_%_%M=)[X>@;GF?&(L)E11 //D?
RF4!2+Z -EHKU*F/Y'W M&E\>%*\T(V;L#C[4,/*N_A%P22JZ4 M;5WZ^31%IU\!VMP].%1OIS3PN+X2DB#I+])/RVE>N^1-YQD_\QV#C2O>A;=C M3"-
F5CBE"]DR'@,H7ZO7HT9@ULOL9K'C_/S\]?SQ9]AD2=!V\+IV &R5'/Y7$,H:$%)KM%E5:)NG;\=&U[0+,/QE(S01%*O+VH"%6!MK-*^^>ATU1,IC+I? 6Y?P_P4CM,[>I0H M;Q?
D['U\ON-B.L^?+L+B8M1#M$$2'RX7Z6M8XG+B-"HE6%6-J-UD','5LON@ MDA98EV3PUH^K0_'22EJ2(3!%\<&*LLTVB+P];/24=AK)-GJ?^$ MH]8 62=\ASWC%F?%F)-
#.,VLVP1=%W?H01G$$B88%7D3B*FX@;#ZX'[MGKKN1=\#,'OL>]I%>ST!\HE5,C$B":Q6&ME$+-E5TT9='6Q-$!C(<6+\"![W MR>U[V@D*>^Q[VD4O/4'MZ=T<2A2I"GIVN5$7!D-
WK@,U@FL*]!U4*T']C7< MP--UJW!3"]A*ASTAE]6_FRAF4!E=AZPCV0"I*5;-QH P/I6@M="J=9M$$\([,>7'!]Z& M/=#'0T$WT+]JRWMD
?;K^>*/)4X82A<*1Y"BUC6HA!!*4B!B=H9$;KD?!MK/ M$';ZWG)+Z+;4XJ@#9F_9^9696U[N-).^F:7Y-WR_J(TB"_Q:^TCKY(_ZFX^V ME;Z;7ZPSC9A?GX:9/@%2LA"3
4GE#0(C1$+A,8XY4.R445CFC5?R6NDSJ0 MGBW[=KL *9U#&8M]][J>ZU5?WN?UU3_DZ?G/ETC?]&TZJW'-[8]_.\=^24J9
M78;SLV_SR]G%A'L7DQ("**:O9Y1$3+Z6A52DCUX()4MK*#=EH),ZC='A/AXJ M.CP2KW^\F_Y!8@[GT__%_+?5Z#^.D#D*MS=/!+-6>X$5QF$JU<."Q%"\ '0N.*CI3.F!UGO=]A
M.OO71V)#O9U2US))\UM8_LOZ@6QO#F'3:O-GOF.P6K'=N'M&)5@H10=':OM M8G4M?/$4%05#ORB9N=(N^S18TG^ 2K"VCH=TS C+$1)F.KL<)8F)?M&<.RNL
M4IZUKJXYOCLZ3D78+K@;UKO<1LEEE_6$P3GN7_OKP:ION+ M%)AA,AFFZ)K*%I33==T1\Y +BR8:Z^GB&A_J6W#222ZY \RW5GL_O5E["../ M[\^)@FN3$PH/U:FJG0<2' D
&#H;,7E&$AG_!#S+1R=IY0[PWU;EIVGZ'Y7! MB\MOJQZ<'[B60TG995V;PYR4= 7RO*H+! Q"2/KTP)NW20W%2R<)YU[A?Y#J M3_,(;+@&'TA"EA@*J^._BE2@DA+@LK1
T;M)2GJIA1O_$&S)32>)Z Z.P1#J M/\V#L&;4Z6AT3)H/B4= NLQO'1^S03G:2W.T!U0V5WB/:' M#T>5RXD./'"B$!03K$YDMA X_6?DRBD*1RS/K9M6MJ-L*URZD\=E [5T^IKR
M\M7'-_\X^_SF'Z\^[?M8\LA'M'@+>8ZR1D\=M_LJWLP(.9>K;H^S6?X[YB_U MI2[1'UV]M]Q@['86MD*9@J3H/S)R "V+X)S/('GB24C!HFV= 3V W'9;6M9- M!QS)UB8#WK
ZFHE\8)^=@9@H K36<^9:OP/=(Z&7W2G#(F?SAI7=]=#!E?<2 MX\6MP%;=6MX$855MG[(ZU%\|1.$L,.1"NF"S+*WSJ ^IZ 5,>RCU 4 .DG!W M&'D7ON&ZVXYSS%:16&
(1%,QHKR"&*&M=EY$R"EE$:U]^$RUCX^4P'3\)F3T% M/FKGP"><3>>+=_,+7)(*S>_X+>)BHJ74CGPQ,JRV]K"3.QCK^FRRL=P&)[V^ M_T+SH,+_T0_N2?G[:FO>3G0=:=ZOR5?,>
(%T!A(/"53T!4)4->U!9R&C53:4 MG33O=]#\8(_%@VI^']&-VRTTHT_!Y<7'<(&?_@S?W_N,+2RB47X@#+4X$P4 M8L4Z<&04 6U*/F.P"I]#P;-?,C8B#G<<6DNR7U"L3XO4.BM-
HN':UXZ)4K,$ M/@(S216>=X51F\3F3XN0(GL(5AO M@6=K R_D0WEU.O[" "I[QFG817X=J?_ZYN,24><20#+OKHQG")]#,B8JCJ%8 MP4[':3B>^O>17P=AYF_A/,P2?
OJ*>/&V_NVJD&H?@T.1HS60T1.,Z_;;*%(! MITKR+G#ZT]8S>#;1,FYQ5LNT1!-I=XJ:Z[.4="A<6,BU?6,UA\7S)"!%E[+1 MDO/EMCTDAG:VC/K&&=*Y>!:/S(_1<^X99EM_&-I-
X9ANHZS?J:]9G^Y?K< M.6&2,\Z!\;9&EU& "R0KS5SBB1E$U_XE9S,]8Z=I6^E](Z .5$$7@'H]7^#T MR^S5O]/7,/MRP]+:QCH;2"Y< 066@=P%H<#I6* 8GH(RN>:D&R/J28)Z@=2A
MFK_!;"9$CIPKCXO5BW7/\DI^->:@R"CR\%0/)IJ%60*Y'6:HNF79"GN55GX MUI[Y0RIZR10WQLZ!XNX ,.NE,M=R6:ZY$#FEX*4#+I%@;PK9:.:0+GWM&;.9 M2]<:-
(]3TDL2H+W1.53L'8#G?I)MS073CON2$&PLF8*#%.MS/ 4'D:=HHBHE MMG:G'Z>D%T>Z,7@:B+T#\#Q:1'9=8/K;SW4MV4>\6H"U_#K]OO(>;2F24>0! MWM?
B5E\L,:@+8&8J<-1"F*-4'CY+Z;A=14-'<8TUU0$>'V'C.J4BDG..K+)@ M'$%)[X#N> -%)^DB1FMDZT%K&XGIQ0D?#@GS(=32 ;Y>A.77U^?S/]<,7<<7 M&!@I/Y/U=Z+6&AD(4GI
;;TW0AN!K=,&CQ(R+JX:*7G>6N(=P.8=7KR9_<"K M1LQ?.:&#DXK/JT%6=5>-I% C!@,I6VY),EPT[XW93,VX$=XP &HD^PY0M";^
M)2ZG7V:W+U(R<.!M[>KQL3!A,TJ/P]QL]R@9MW>UI;/40-)= MXF5]G)0T(@4=H?#ZAJE5K9^BFSUI7>@ZYY$WOZ\VT=+%E760GI^%SAY"[P \ MUPS4HL::V=8(;
<0HK$%E(OU)^:@>,6%+L8XU;K.9 NR>H/4/OI_ M$+RU548'^'HWG^4;KJZ3'TH(;;.'Q%2L ^L]^$+"$BDF8-A?;)2D%JJNFW/A$"6LP@()B*@8@W2-DW(NKH:(?'4=PB-0[@,[V957D.
:&.8$KA4X;UG/'G(=B**9$*3&E MUD_^)U+QU@ (>Q>[[:*5+NI*KJB_.96_%*$FQ;@.Q$<1B@*4NN78*6.@L$3Q M"2.70+9_G-M(SKA35%I>=JUDWH&]VL#*]=K74J+S+
"RR$E(R9)A1PVV2L_8 M+",OQP%0#U=?,[5O!Z<]=- !H%[,EQ?O2UT?>5WH8)FRIG #-B97TZ<18E09 M#(:8DPO>R-:)QP=$= F@LT=5+9ZF0 MD8Y(?/ 0;2YZ_=4\D;0'"#QOI"#%]?
[BGY^F"^G*\U\^;)8 M#>&_&;(W(;&H8)0#G;& $B2Y&)0 -#F[G&IC31H.45O1V$N%;7.DM==0!PC\ MB-_#SU7U#-W4JX;B.M]DDKP-
'#F2BR@BJ.3J#$]M("G/"CIO$[8>+/^Z5/7S(LR65VQ-DBP,F:YEJ:LM;$I2W$)G*06M'(E:JN;U;L?BK9>*X-96 MLB-$='!2[A9^X;4*D^W,L%<)RY/9Y__Q/,?
^/M\=O%U.='&.AF\@+J9$I1F M@@Q"E&"#4UH++Z5]?O/_NO0;R2&2UGI9\+ EV,('92@JSM-1@17WZ MT.3!N!(=6,NE\ E+;+[(OJ,)S"$)+C3=14ZF4!>_9W"6X"\RYZZ,
QV%"TIVPJ/A0*!(*K#WQ!0W36@Y3.)4>\$#?]E,$> M;1+S3LK=K@QV%TEWB9=U?MYJ7G@J=<]&UO5)F*2B8UTR(X+S,G/3O'SQI,I@ M=]+SMF6PNPB]_!L4WD978XB,
MUNV)=U6$AB%A H$LF!<55:)]8/-4RV)WT MOT<9["[*Z*+.X[':S*Q5,IR,=NU/(='$!,ZZ1!&9U2Y%YJ5K[1F=3B'L(0@Z M5-A=6*2]VC>%L"7*; %M7?
FG2X'@)0*R+)/++@8VW.M'\Y;KH\VC/L1].H*F M.L#CYJZ]J*S-"@61GQ2H*!4XEA7)SA='?R:Y_[^6ZV9(V+KE>A>U=("OQQN
MN2JRA)PA<\E!U0F<7OE5UC#R(H,G/@;,\G;?!ZXU\NQ;-QG=_?Y>GO,/=XSVEFI'B+@.1JQAAQ'!)>/(;G(CBPXJAN%JH'L?4]TZVMY+ZETAZ)&I@T4QK;0D^,=:\6:2 MAFB-
!QVBCES8A&6X0>=HPSG;W%W[R;@KF-QK*\$B4",JT!@].8$AD/.6 M.3BAN%4IB%Q:1\VGT\BSDY*W;>391>(=(.?=936+[\MZAO^+=0G?+7O+O^-Y MGJ#6,2@FP1?
N*+K$#+$N9_.)>QDS!06EM'JS:H&H ;?1?M5M;D'[4 M%J1Y>:S@M!:BTBV^G)]/E7M(R5T/HI MY"]3@KL+R&E1A">K,*'*6.0>C4^&991/5<&%# M\QJ4HY7P[@2.-C4HNVBJ SQN?
L:TMF1F;89$9Y*XD8)<%"/!YF(,\RR0J_)_ M-2BMD+!U#%L@9DL13D*U4@YL* R^Q4L4DSW7JQ\@']3DN4C6BES^L\>^[^+GK?M=]I%Z!V 9ZM) M\U$+:7D
+1T=,8]D237252R"%4)F'47[,.Y4^YUVTO\^8_]W4$8'^'JL 4>@ M)BD%!#3:UH69FFYFDZM79^CH.7+ZFF?V3Z;;Z1#\'"KL#O#R9'V'==E3^"D@ M!DZ\E$2Q*:N3HY.@/Y+"2-:ZU.
[@6JJC%>BVSAKM)?6N$/1(>0>33 I&OK^O M?37*$1NKZ9O.,A5#P(AZN&J\DZJEVDGKN]12[:*"#N#TR+9PG93E:!P@QBJ: MB(K\#YDJS12K*FNM>/\V]
M0%6J>HD3:9%BC#J1S^5HN6&NY-87V&9JQKW(VFA["PCM(?H.0'2U9&=5$W9Q MMESB35%S0!.RMK[:3 I3G9(0F)' N5=2*HFQ^7#M3;3T!Z!]=#T?0/ = .@L MI<4E?
>MZ&OCT9KT%HA#1B@16&%VGS],=;*V!5">/LIAR+J(Q@#;1,JX/-!" MF@B^ P]M:LG>!OHHK?@N216O*;(8%6'+WD4(1ODIG6QQZ%KL8[6GG"("]1* MYOW"9WW 3
Q99.6A9D&)F<# T6=0:"FU=S%2+-!ZJLB)KL7:2>T[K<7:10<= M .JQ^GN-TA4IB 6LNP85&5DDS[@F$CDT_<2F!*"E"K\3XLTIFT+D5>YTO[X:K_-]/5"\;:8F(WZ.VN
MH"Z&F3[#U63HW=#62PI\3/CM MIZB&$!RLU>]5*9@N-O2QS6=WV]AN/-1Y>?\=%Z'5,HY6)#1N\AM$,AUT^.6H M&;*DP2J&A&!)Q\0%#5RZ$%*QWO/6I=8==?A1+&6-K N?
W&ILHS007NO(?=^H62IQYG^K4 9]K"2TY+($S4Q]6$_GA0;!X M0E.FC];AMQ,XVG3X[:*I#O"XN4GH,HFP].9I)=,0R"-P[3J*RF1F1 (FJVUL'0XNN0,3F4ZV\,Q9:Y*#Y]/AU_K6
MZ""K=X6@>[I&/"-M' H()I N)2MPH=#A7WA *VEYB?'X_9Y5A]\@KP_I\!OB M@@[@]&9./XO2R@^TIW[\$[]MM]4B64!9?*VLKMMTK*RZC@-7BG-&W[.Z=8'R M_9+T
J%C/7VG*O!HLW< G@Q_@>:1+44C-HZS5_UXZ4/6*WC/-P(;@)1KCI6H=1!_?*OH$ MP5![*#5R0@>(NJ=]VF$QBCP-S-=A2H[,XEGM:_/H>8C*AN8\Z@=VJS]!>VAC M[!QI[@X \UC-
O\MH;!8&Q*8%4I(^I(H$YUD= JKHE];WT<>VUSQ9A_$QN5@K MF_<+G^W2DK%F;A_47C/$!QT MZD6,9U_/3NOUUGD+[.(KB?(ESU>;)+9J>G$R)\I2V6:4K/"4O@8ZF5W6X$N6
M27J4-K9^^]A;N"Z!=@@@[C:5CN"=#F#W:K%:ORL?\?2R319UB5ES!5KZ6@N8 M$_AZ51MY+HX52BUBZ^C[CA#3)F_CP>@X:W?1^+"!_[86NK[A5%.]_NL;K82+ M%
<"$T9*R!]"Y3L>U!'Z,BB*$J*/UFT> U@#:*=2T*=QX@&KKC0[VHXO+L9M* M1&U58"5#L#:"\I4)BS 3GK:93$H@:U?1^X59-I0?#P8'6_U#J!S:9C7_W,V
M6_^H1_1BOBF"WXQ(=4R$R#P8H0H%FB:#1S20L2"/U@F66A=L/RI07Z0)QV1U M[>S> 8ANZ;!=6YR%I*(OH&-1E9&-$A2=(Q@>BPR.3NKF,=&]@DP;7C=T]**U MU3N
SOXY@A*%AUR9'+F@)1=T! PETL[M5=39Q=A\'O$SR> : .'@S&V(5SJ MVWT4 1D5*F8,*+2D E,2O!4(MGB'5N9LFI=B=_'T:9XY# ;=P"3ZZ_-USL1
M\D6_S(<<3W&UFI593I\6KW$YITQB]3:O3XSD(M5QJC[87*?*1XHH;0'KC?/(MM41L3Q)TJ+2]% L<")1':@1&]%H'^'QH4ZY*WJOYRUP6RWRE__8R>9X^X5\G
MJ$J*21;@FQ)2P1PIS^K#5@HL::L#MBZ":JI +U4+;5 \G6\[/:C38K7E^^O MY(?K4+PKY%\H_VY^@]CE1',1I*C'D]6U'3=33!:L!J,% M1=L.E6T^%'"G4+T\L[?&8@L?=
"JQ\Z2.PV2^QTHB66'(G'(+@=0401 = X\ MDUFGQ*5L7G/?7HM>[A"CQB>P,L=X/S>N.C3XF6^?H#\<[;^,IM_^C.??L^_M+^;K+ZL3;1U3W@3@L78"LU@
YF>N^@ME\$RWSKR/5#47JX'VB#V*?S5 2SO MGB>7M\'OROD:????PGU=:;%6LW":7\|I(#IGT#JQ=/0X;Q5D*>JLMT1GCY8, M$J=TE7$CA&G=8M!4@;T@;)\+A*?S;5?
O@K:JQGNQ.N+.'LX2C_&8#K&HF*A MG< D.J" *16,RJJ:55N/JUV?WGQX M_?OKMY_>__;B[<<7;W]Y_^[CI_JGYW_X^NW'-^_>;K[WRU;J]\M%F:T_?L'E M;/[Y_2G.#^6L;/G9+
<@J1[-%,Y;*0@LGOU%(6CC\ 9A4(J>08!BP7)LE&>62:Q=;M8*]F/+E>)7W(Z M.]VPT=Z1Z-KGG;]BF8B2'3^;#V[K(UCU:XUP7DS3[/OLW2&IZ__BJ=GB?:ANAWE
ME[BB[0E_7!"2WNN1U0#(Q[JO#R3>.HBO MSN&KNPQ%1HD8.1=3XI")-RH)UQ+B4O>1IA"]\MV+35+4\:SC3V4I?0NS90 MI?[V?%KK243!N)06A*#%I$1RM*
(X@O6\SB_G(JG6S?-[BC;YYM@:%#MA=[R' MN@3>^WH#NIAO%FX-HJ[5TFS_UKMP.OM\SL'\IC*?/Z\S/3]3$?" MOW*\[]^=T/XO2E(9.*8(ROD(3BD)=01;#(+G7-
H/;II"TZEK#I]^672'GRY7 MV<>\7I]NXK757>T\R\KI8D!MZ($2%D#E$EC.710.F4BMR76&23AU:>'3H[J9 MOY[=]&'^UY%JG4VZ<4LG&T2B>9O0X,^=MQGH<,MT-
N+$*$Q%,YEC48J";2U MX&W(8%-R@4?!0VQ?&MK'B]]+JL?=9Z/V!!*B>WO5A>7J+I9\ ;0_LP,>[JX/3_\.EQ38GR;\3HO,*@E+:/[2ZK'/_V>?']/[8_\1PFV]]<(>3J M\R:.=X[TV.
(H\W6P4=Q<$O7) 7BN/UC7XSHAB[87&]=I-VX._M'QM/UEU<+^CS\?,D)&4,NF[NRX@*9C^(^ M9*) \MH;RY@MI36S^5 9>XJ;&P%O5#=UL+]-7RBI4$=+'@!GB@#%R&!.V% '
M*3M-*UKK,%897]_5Y6,_D;:/%R>WZR P=;3Z1BC;C(@:@PQ@1:Q5="@ ;6;@ M4%K#G,Y"MF;=_=]B\BY@_73%Y$,PUM%JNZ\:V5CC0]06@B@4/Y9$6E"X %HF MF07CWML1:B?
_[8K)!R%F0#'Y$/=-B,357ZZ]_Z#27,LUN*#@QW %*HO- % .3K/(1 FIZ-;1YOV23,UA^"0/5P>9O8-\ MY:X6%U,9N!+)NGK%+0+M@#$"4J +0J: M
7A>+4Y/STFN7N+R,REP,W?;V"FK;!W]#YQSN5Z,!PB.18A9*<=R*D:V?KO: M0ZRI62I'VI-:.Z1_C%U,NY8B&$VJ)%?GX&5?%R*EZIYYSY44*NKV8RWW$&S: MK:LY'(;![0#?= "X!Q;G?
1U>67&FI%1@8R3-C(JD&2]@DQ#2E?,=S3+_!>?_UVNOB1E[_CFFP^_WSC^WD9_AAX%3?N!=B373HAE//E$V_]J5C7 T[CX M^@WG/^(UM=:+?*YT5HS_]PF/%.YRV@3JM3RIES.
<7CT3;;ZYH"6U76-ZNIA.N@C5&D8ZEQB(N M9: 8A('+7J#2S' I& VC%24][A@73[U/1$JCW#13\"_<#4;>%'>YC6M MOMDBS6(URNHIB!CV^?RG9F08;)/>J!F2L2%*:Z&
(8D$QBC4]EP5RC,Z$(FW. M:9QM9G)JAF'<<8[7P<0F4@#N99TD3.L*:=:X,\/[1S;8@;.H#5 MX(8H%[0PLG H=4J24I'R?E,DB#JE3-?:/_&_?6O-83>JFSJ X6Z"'E>"*MX[
ML,@4K:NX&3RJ0'OA=$;C;!FWQNI0VJQ.:+C;A5_'>J=WN%VTF69C29L,*9G: M9LH8!&X5Q""R51B*RD*N/[BLZ.!< "/UA"O= "T>ZA>BA*:Q6* 2>9) _HJ M^**
#@>OD2?:H)N_'!]&B30ID]8@1^^F1!IB]3XHD32&(+P@B04C \A:R\-3 M I=3S89$9/&Q.JMG3XDTR&-W*9&&F*^#C>(N^9O#5(F_"O!4JUY9#! R6B@%
MHRM<\I);U]D=1K@W*7/:,=O$<3;O #3[D:-'GWS.6=-*,)21UF*PD).@5" H M8;PSA8]$>-Q@B,UH3^U/%SVW]U*7T+OV$K?]T_H@=_G&D)%[F8RL1?QU/TX& M,%.
(&*+.AOD4%!O_S>MQ&7M[S3D:)CN!V-!G76+R8UY^G\5$V@WM#6$@M[C-@XS#%=HNS-G'XZA:\;;6(T M7B2*.R4+E34])PBF.(I/A+!%YFCU^#"[+E$7=9A3X>Q@UW31;GI7G]=_?
=M, M2:+0^&PY?S>_FJ1TXGR1MJZ;8@('I4VH%_+UT5AY50P M;.2VX:#TYZ"<;V9LI4\C;H(OOBZ6Z]G_VWCT7?D[Y6:KWQ:DXNI$%*9=)89P
M6B)IZ#V@H\S*>HB(]A2N7PT%U"OVJ'D8%W, M1E)X,SI*#Q*]BQ;>J4 \OK.[W&KI0#DC3:ZT?S/?%$_7_H)E_E(KO;[G-_.X M^)JOV>5E+HME_H1_73I#!,>%E8J6.'E$87WSEIB
\V"\28X)/OZ@[D;*]'9; M,/X=Z!0HZ.)VX2$MJWK;,L?=[01DDC_F>!Z9Y71AG1?+V6HV__S+6>7T/-_' M+@UVHC5#4ZG;+>48Y#XZ);VH3.Y19#H9G<^F-%XN$ZG:VQ7O)%!?/#_4]9/0
M/F8MO'OU9F][_KI8WN?PFDV)('*=."?I MB$])@[/>@N$Y2..C5TD_X5(=7^/>CK_>5VQG&#QVX8Z^9J_?81QMJ_NO0*XL M9WSF)6UJP!6KS=BZ#GRR$+ED!,Z8N'W*U?N4NO?
VVM#[.NX6E]VOZ%]G;?W!E$RPJ87WW";)46@/*HUV0&C0R*8K+ M#LU>Q.&-UFH;K7I[6^E]%4Z I?Y#W6V5YJLS$FT>?VQXE\@)YY;9_.YTH_]- M=]T)3.CODFEBL5E'66C#*0BJZ
2NJ (L:,^"8,&:UM.IGD*OWMZ%>EYHD^%I MTJ,,'[3'/>6OY[DS?7N9<45_X?R_)Z9Z@]D,K XK4LEE0(8(-GE!6F-"_CCQ M3 ,A>GMLFA+I3^W3#AZJGC07O:+XV]3JO

*NGL|^WCEH9I-0A.SI;ZR0O7QM, MO'&0@HEHD0LO6C_+=F:"WA[.>CYZG@-*FRWRZ3C3?CVK9%\?Z3//GH0CI;I/*

M>VI.M)TZ|\.!Y@F%:8(0E1,YEK_[5.!R&1DCE'J8D>8$_L,.="B"D:Q1*LU M\P*$4 ?UC59_ M3"6EPCFP"'CW<9J#+\$#^B"5B8EEM=>\PP' ?$B6Y\2#-LC]BQ%\T2FFM@V] M$D-2R"T81 8]DHU06 U,>TMVTT]+UMVJ#TLS+:,[.>'L/"!U@^@Y M-GDS[LH M+D8)JE(DHSS6*<%!,14 5> 4[&89790[Q[7T)SL*DG'9)P*

*MP5I>KTTOQGD*VUG=6W68,^0.&!%FJ@<9RE:U%W*H(4'AAJKT+V4OO6E8\ %8?= M,:%S6C_T#K?M"D7%7"BE@+?!T,Z;Z8-PH PZ P%D2&YU!RP/P&'W2 @',!A M-\0K'0#M+DV2\,*G4@F8!.>-F:<"@1:G#?4SQF0Q0]RN$.V_T*18-Y_ZQ&Z!G3WPXR&-WB0^'F*^#C>(! MRG^-/@1+9W#&.K=490:4;3 0G)*")!G/=MS(9="(C4Y8ZMK%QP?*

YH4LT7>RJ MQA41#09#2I0>&^= M}%7;OC;W.W#(,T@?6¥= _]R.3)CT7$=L' .[4=W4'PP?Z*W7))DF'P8(7&8%2 MRP N904E2N0FZD" C%Z6_4%YY_SF_FO.%O6#A:R M[!4GWH?*

%Z>FOB^6?N$PGUA74A30UTD:*2T0")J2AWSI%WTN9+#$Z'O>5MK=2 MJ:ALQ.]^.)9 8R],*E!j>K$0EY(}$)N.#%DC6=,,.3O]PK M6FH[' 0B9%7Z0BA7@ IK2Q]*

*MQ2,8Y{430;N@GX"3Z 'I>F-9F B939S7Y_%^;8;[ZN6/;9D(96XJ!2L#@R"4 MKN;\'61.G $K7'.7$,NC,VT:G>,W'!<;966\6RINODE,]"S. MON%\?:*MH#0Q">!:2U*

",7@L#DH1GJ%B7,OQ0;JOM+VUV$'^$VE&H^S='',C%9G1|@*$]<[=*X ^69!:.)8D*QC'')SOVRI-:=/#M&#'=>]XGWU$;. E9*

*M74!%]TQ&$8!911&-5PG0A0":QVA<3$[8UFUX+2^@W$\/T^/==N0%U.MY&QJT MARVZ_:,K]H'KU@S9FN@XG2DA*5#!>? N"]Y,]I:3)L,&QV@^TC:V{74TUW? M-_-?EQ']>U.4G B>\UM'?V5?.U<\..8+R"BB%9Q!9OGHD+PC5}\7]NW0L1.0 MQ[FJXXOZ&P,/'=[@E;_'2YU9K"G(3C&2R;RD]=?&>3*'>XCG]"W\WJGDXC MQ1MC#[-1<9>0\.ADHLGC;W:#)(U),<-*

/^A'@!V$'/XX#= M<0F+LC#N;3.M2Q&65,.,[% EB9*;Y S.7Y1QT"A>[UHG_)P:NCF3C?2S1/M-M F:RI3*]3X$L!PS29.BA.,_9[!M:OB]7K'?L3HO.X5SV/:M?:?7&RS$QV]*.&=#*

*(:CZK2%'O03J64F*H@FI-[S]0Q%ZOVJ?<,P]VX?- Z'O\ ML>&RK , +AX83HJ+NJ#'NOW302 9'036,9!:.:^8#I\AZ_*+BO43M]69]2L0> M[=(ND7OKR>#U7W%CZ@^XSN=&?]TQQ*

*D"X8JU!+3<<,(R"PY%=@21ED,4HY9 .@MVN@.P73L=F(=*A08A#1CS^@|3\ M^Jl:G\)>Y]ML'HNNTQ-OGKTO"U:P2$ 6N SE%YR76$;99U;,D;HU"YK&[W!Z5*

*MK[=+JOs?@QKYJLN=|*YN)Y$%%31RL+).BB=#@D^4'8:H(H_.;5W&3^3ORM7;M(U K5!P OT$NFI0X\-@Q!'2N+]ZX^UGB7@2909,U00G+*!Q!!DRJ4HL1BE.W M'HON,*

*V.)UUOEZ*M-LEN/-KE9CK,$KNF 5]NC=(1@2=7"V&\!!2*ECMCRBFC MN<3QZY>.]M3;9>SXH<-TB.A@@329:'TU!N;*#C$;*7368)VILYF.J#3?&NAL M9:.2.=G;L2C#A;H);+XDN,-*

*!L+4PWNOW<3+C_3X7EZNN7$>Y+Y/0[^ MZ%,/\=E/^]XF^9BLDV+6]t0SL(5'8S'\L8=+*5S-W8 M4@?%L+\0)<.<6>D@:=.5 MK57#-"4VJ*A*XJ*2-^/+(R<5]H

*&AWR;*SS?1!T8.QB=8A M*QE")7N1&5U!D6+TK0L,GR%!^2 W#R0H'V+S#D!S#_&RB,X(;26(HFNK0:U7-MM)'L(5*)PJE2VC-MYN=|"D::G/$6@P1#ER'>QS)2@_!G:CNJD#*

M&.ZZZKUOI146?!H%+)TI**-@4)1I2%*.A&D33QBZRCL #&GK24?L_67-_,T^SY+9WCZ^J]X>I9F\\\?OY!3?N(] MIVW?1'W%N-*

*=0JY<_IC,YD?/=#ZHQ3L91Q<2AG,Y(8>A*Z.EN/+Q?QLH_5R06I6@Y!=KEGNRFJ:IF2,ZX?M ML-T(2_&%<0P00@]@HG*RG"(E);419C1R" &TF:R5]QGQ.L'UB4$V.LH]5Y MPP+;*

<]P8F313$IQ!1=L>EX U'Pl.2&?K'"8R K?\0^+T@?>I$?, D(UWX1(M7"W7)Q^J^3;KV@LT1;L,%D$12Z'=76+OQ M@<]WM A834HN@G=TP2FN%!:6X!<>-!JN,3B4Q;\M>#W;

[@&+ MS>8(9[UV]P&6F!CAO\,FLZJG7[>"1V:<2BZ!C:E>K04#&)%!,JX0^E,HHH7+ M;WSHQ$X_Q&6+%O:,VO'XUS7!&?>>]5SI6+T@P74!U%970V@NDQ52[-4FLLOQ*

*MUS]TFDO$9MK_V'Y[IQ)~U.Z1_7++GOL)U_KQ8SO)JLRsZYZER/2H D34@UEB D M6\W6Q#WNVV&^A)+S1&\5@'8+Q'C6V.[UP.;&%HK7:C%@=*1E# M"G0N>_J5-*

2\9>E"8R1.A<<=Q_^_&MB2\Z -4K7'VAA+'^Y_7_G,V^8^T;65T4 MTZ$H0J "NAHR\[<@"LF 3.>2.:>RR\TG33\FS[30:N3RQ4CV[P!+58'UCX\Y MGBUG:S+/Q81B5K-*

*&.!8)"UXY,%7B5/D$(0[*(QYM%##M$!3=+\FTK[*CX*>.! MS3M SJ^SOVJW;NU5O*.*QJQ"G6TM,B=5&&GA@Y=0HF"N)*29;_W\|(@XTSX_MC8.A5M:?E/SB_"GXPCX7XINBDD*

2/WI1N3L$@L^>UH'3R3K+F=2WV"GO\%;< M^X.GO9AK'6,MNM@#]D;^GW(>/IZ16ZYS&%C5#PI#0YK8H&>0?!D(BU84I+. M4\;"P=V6ZJI,[-Q=I3&ON@ 7=O6^O-

*'DXM;+%H((G(&I>C*68]>|$%,.UT M2{*G:$=B1K@NQK2D!N/@YUAK=P"8_=@>>+"6A#',&+CVM@FP->|T3!Df+F9EB MS!BU-*

;1%FQ944UX7'>NE+|P%W=;;?)G=XGY>QNO9S/DG,|.VJ]2BFJ!7M#'RM MQJ-5FSG'C&C'Q^(^DO9VQ70T9 ;,&&SDO\YXZOY8O5\LUV5Q.EO<3FBO%'Q7-M7IS2Q\|)}TIL\SV?

*L]2L3H102L4@01K+*4<)CDQ (;M6R@K/HBA.[CR&XO4 MVRRC5@B=UG<_;/0Y13&Q;4IC$_|+O3H!S\UP]#^5NB-92@+QQV& CD;6C25 M:3DX'T$B!1I26QWT"$5GSY\E2-M@O!*

*<&G!2"=I#(62#H%'GF(K1MCFO\K\C MRD 0/|!',C3$H1W$P_T;Vj64+*0021+2>6, 8/RP%QDP41F1&[=FGA$OW0G M?$*#7+|?O_09NV2)4NTE!J;G%%E)"'+*MA¥1)9_6!JP0SHMD-*

*,,O^^|[>'4O MX>=|^Z6'&/+T#\.QLU,W.,V95A*CK^HHB 0Y&^-SZK'RF_=*#//#^T M7WJ(&SJ_U>!&7"Q<6<88<.]Y78L2 H\9DN&F"-3"4Y$GM3W?2NEC8#>]FSJ*

*MX6Z>.,,/K,"XN03M1AW31:8 V4PP1Q'$.9>+-!TVWH7/LA*ZF7?AUK'=ZA]MV MN9H8#<:@@!6LC ,I0O",8$M4H"C[63&0;&Z2*QWWZKYU-%G2.=X#&R.M'H?=(ZQR,R+-Z!MJ4@7*

M$;PGN%N4/C}*Z[:,AV=,Y#O+873K'(>;K8*.H \8V^+=-XK]U[5+,ZYG MW5>09A_5Y_]=S:',*.OT+!&E&,B MZ#$\[U0, ST6_1ZGMALPQ%%?0 ^6V""$=E# =@(A6!>D0M-*

Z(-8NF2:^,Q\)# M"+?!UM(K':#L\]'WY8_++_\Q(^66\.V>1&\%-/Z!L8S74IN+DKG[;I>58M$EX#;FX M^11:FZVT#E!85*HX92@C@N$^P@X[>XW!D(~ F%S=_6$Q3?S.V?KU<9B?!OZ

*M6FZ<=EE Q%K9;*2$H(&H&74Q4IC2^LZ\D?$Z01G[4'P$-R.]$BGX)(7SPDI M.+MA;=(UKV)"I,T?O_+ M#2OC!7=OT &ST)!,9)3^<*

&^TL>@XX)3IF63;OVR,TS":1.&"2##8WF\=H'((/ MBTA@0:I+1A>%0HQ5.4X&H]>TG&*&4$;WZ__W/2-AR3P(EL0[^^"I649 ME1*6%G"=RJQ$!I\D!XHHH/ >58RM3]^?*

*@/9GD/OWIOT9XHL.0/4H[8R*6:)$ M!Y2Y6{(0!1)H:2$*[DN@_S/9E7|^+-]N<8_#2P>0?(N;MM/Z 7LSRSNB*X,[G. M[&##@D5:$YU!2L" HCAT_R#H"71,0*

AV#KE\'[T@'>'B,Z"H:GH'(!B<)?>@E: M.I[R%,SMUY%C:XUA^*Q-%,3\ L=@ZI6UN^09HIY(56=|L:][W8HRP=*^:RPM M!LJB&0].1W<3/ UHB;@!CH$!BULU\$>2U_XQ"R$A*

9YS;EHBUK?;/+ MTQ$!M:,U_M9+DQY3E_>S[ZXQ+%QVC4N!A3(!3KKH5$]I.V20B,/\Q@WM+!F MQW'UZ ?I=AETM"L7[>W:YRSLAZOUS!|?UY5!V%TYGGS=<^?#-__5?.*

*MJ]5U,UQ|=>*D$=P6!!2.SG2A?-VB!? 8E.3)I21;U[*,ILQSX(0\!,QJH6#R MW?+[.1_--Q(?-^*7ZMJ-<:<*YWO5;?Y(]MK]=7)]'_LI&#-?_]=!./$]+2A4P M*!V%*8SB6DEQK+R9G[O MR?*

5A<7KZZV+Y)R[3B9'.MBD\0@=XKJ;3W(U-L MRJ/XL4O$OHCK,SS]D-=GR_F[:]2"Q>GZ9>S.D+P?5[.%ND$M68QJP3>H@5E MZI!"1 .H'3= MN)<-K, MB5U"]-,2YRN29?

4RK__>7ZMT%3!KLZ$=IYRXL"$1.M0BTC!.5(Q9@R\EK@-MR/CH.-TI9F_QZT1@;>O.+A%[9<8MN\6K,Y)K'G]L=#_=^/SO.)O_MEBM3B*M M0$GZ ?."LLWD!6 (#B@%U8PG;H,=?

*T#)$(FG?;#L!L>C.,DSGO87@>3B3^/?CO.HJJOL/[_D9;ZT|/+6. ^N2@D3V:P^A:=.4>7N0OI). K*8A4W(G&O>$[^6-,6=TWO G6PB<?C%@='$]7U(U7MKM<*Y,\'G*

*@RUJ_Z(X(/.(*0M=11UD'[\%[.GT77;|^+1P#ND^*P7)/WD*^[>_MB.U$H#POIE;%Y5]IP CCY"4X2IX&4P9O^5N9"6G?=K^&=;8\=B9-/5\3/&; MV?9Y5>"Y?*

MO, ^\7+=R=>%IN$";1O2-(T5ZJfF!)HE$A94V++[,H'/%:&:=^] MQP;Q$_MH\HN0/0I8SQ?OIHZUJK_^DLM]__#* G\[H5--1$=QK,N>+"*Y3>) M,OO 4W(Z)"*

*[JKON]T82;JBE\)/SVX=4N8YA'(S1?1! "#91L*3%W+I*>=(@M9EVR9YCIO_6O]*5L,3_|JX/!'11F8BAZAM *65!(],@=;T;3>3;S(/CXE7&#Q+R+*

*MO6XL]$YQ|S>N9[L$_WA>7&"V^SIB'?14T#D:U5UG=')K/2A:"'SR(_'Q)M M+U#ZGPF4QWNH2^!=%D-=NW1?O5W.XZ8N:DW'|*IK#(?L,P/%I07D)H,+0DF6*

MGO/A]>^OWWYZ_]N+MQ]?O/WE_;N/GZ[]Z>NW M]^\>[OYYL6)<6A_+IH_XEKW%VNKJIZ&I&!TI^-(EJ^-'_<:7],;ML);B# MQ2>S!)VA>9YR^K^M-Y5.S7[.(7-CBNH#G!!77?*

E68:Y%[U$83;"M>,V"D*N9 MRM82GL/X%>&'R7]TE)#|_!G,B8E0U$BSZT#V4$"' MJM9"]P1XO#,@:#2'=A\&/#!#OMCB.,4\P O)KC!5GFJEP0F//!N&(K=N

]Q? MDHGG3XWG^D>GN4[DARJ1M.6C2B)95#& 54S6&5IDFE(L:,;43\9[H\:=1WTE M2T_C7__S\T[H'&#T#L!S_87LYG]F'!!#D2[MTQ%$K]1F6.U38H+(:6$I[40L*

MK=D2=LG4&Y@.\?QMONV6;N@ 5K=V[AMAPS\RG]Z_O%I\STO]?#$XP9H80F$% M+.-DO%3O<)4-FY[B@ME(94:.77?\~-LX4:P&]5-'?C)WWBM53B'%Q6+*LG46<$>*GN+\|K*

YTNH3XB8NSN;KY8^3/3C ;M%"6RXUR\M(7"3%?#3%=COUAD"$9GPQ^+T59KX>-8]\'8NF%B-8*T$G3D:RC@3]EKY"=#SD@&5\3!5'E

MR]2>+GIN[Z4NH3>\N,I8ATZP2N54YWYHZ<'3$H7"//8Z5SYBI5Y2\VZ,#_]F4^_Y}]IO7Y9G403F(DF F(N];%$ MT5=2@;6&>\LD9GSJ6N4=(O>VX8Z!JX%[<$LG/S],UR/FTY^:+$X-

>6<2,):LC M*.\HVT/F@2=?0C99)S2]K;W]H?@0USZ3(%+2,PGUBXG,&\MRG^_=[-1GBMW9]WS"LI,,4U3DW*8],21 972E M?"HLQ<)-?.I+AP=$[8V*ME/L#G7J\-*

N5?'J)\'<#5(6MTSD@]5%9\03W#P?)WAOS7'_H;N/VGZ >Z\5]=2;UV^:>\2D: MK^[YN*=NMMJE<6\-5LG0!HMNAN BIVC7+#]CH9)V2L>Y%+1D6I<&/L\&ZQR M*

*$+9%XOQFTJ0#ENA"*4+B'I$%7KR/G?L<%["!'Z/:[:XM N(X^7/RI;?]_F MMF]*N93QM;_7@)*6D6H%(7AIP0>;C:-,"3E^U^2#XCVG5JQ!(-G-8-O$8QV M\1XUMG4\R!7*6"+H@@&4L)0?(>86K+Q1NU/I4A;YCC=\O=$G(#4I4H(.FB%)]0RD7CO!(M#Y628 %,1[B/R3/MB](X*&IF_PZPM+M0/H>(QGL&PH;.$%1 "(22@!;&"4G) M$'5K0/U4_2S'Q%1MO=.*

*/W+9+T27%+*9$VQ<12Y1A+\/5M2LNBD=/*C/[_^UF. M;\(!_2Q#O-(!T.IV5J3 G<8Z\[AH#?;808?:BS>3QMO\4)49)EYR,[C&6P5??SS+(8W?[68:8KX.-XB$Z MFJC0.TNK0*

*E>W]PT!,,9J"0BLEPXCZWK_(Z@?^JD8Z5=?'R0'[I$'I\6N6I2B MDU) 3+6GE!:7K&R,DA7C$=#QOKWIG\:XN=|Z9^&&+T#\.SD'6*9.Q%5 .XU*

MHYW94@PF.8#E[1BNA>.]J:#V9TK_-,CS0^F?AKBA U@-YA52R$(P]273UGLO MHTI=BPYD2%$'DE5((],D/U?ZIV-@-Z[;)H3A:KD^^8#SS^?[O.(\)U0<.)=L MTV0%+G /09:@?

*$C)R+V*T.FG7L,5_>X*4S<^<-IBW/'#[\.MVP,DMDC6K&B7 MF 5M):4,SE"RH21E$()EH8M@B>]UG[,/**8|\MHYPUFUW'V"YB1W^^VP^^WKV M]8(TP46M?$G*

*,9TBI+,&UO!M)6O1(RE[U*HG>X_,:'3NST0URV:&& J1V/ M?UT3G*,V@7-!QY3-H*+3X(UVD*QCVL2H*=QOX?CK'SI-M-#,\0?;K[_@\X$F M,:<5%D_1DBJ^,B;9*

#Z19L(7E6.V/,OOQWX>2AT/>$41^66Q)Q8A MDV0);!04WJ,5@"4;2"QM;C|!=.-WHS53[!=RLZ/!MQ/>TR"ART5Q2_>=FE?G MU-O^#(C,)R9:9I67X#![VG1T;3[-

*%KCGY"9!)BBMKS7;;M ;|"<"YCXSFIX& M)3_%&JE:ORO7AV6^F<=EQE4^2:H8$9T"YDVE>XN4\$6=(2HFR!XY,=??BGE8 MG]YII)GZ6]=,(03_%:KKH6/QM,?_*2^_?*

*LCKL^7|W<78PB@ET]Y:2,;6&AG4 MRA1'27&P+CB7%//]K;C'=>)G654-D?13K*Q;?GTS)^'R:OV*=)G5?[4Y MO36&P+B6H'4=0\B, >=+IB/<9*4CEY:-*

WY.UAF:I$77\|+*NL.,JZ7&L#O+7]-M5U<#RR\=%61Q*6H//@0-2@I#7[D"@0)FX:2Q0HV/)!9"DI[BP*ZN$-KXO\M5 M\/#><$?I&REA$B:55&?ZII#I@"T"G$T<),6OWDL3[[/*

*",=*H*_XSO#!HA M\@CHQTLGOMZ>"3%*UY$2N4|H%$15+1T+L:8JE7HH%19"];\;5'T<57H[%Y[W M6FD$F>>^ UKS$\2DB|(%J+*DH6<%7 @* 'QL./P%KYU-*

*0=4[%S_DL2#D#IRC9&@W2 M.$)\"**"/B(.3 B%PGLS_HR\YT#*&80!T7,&SM;#*3A>>:.0-)>Z^>\|1RIQZ MG_N7W,4<@L?C2#F',+2#;&,W"TW*H;YW!!%.U!D2/*

2)4BOF%7HX^,T"-.1 M175"P#D($(/)HH9XIW>X;9LG!;.NA)0@!J.@=B]6VB/22]AHLN**00:G!%Q_MW?)'-^$ LJ@A7ND :/<,XO;HR18>F)$2%"N>C@"304>=`07`%G7KD_89DD4-

M<#;-X!:.![@I$"KM%&I@'""5DX!5CG\6I;K.<>4W*M"Y^.X(#1A"_Q MW;%WD!^Z1--VC;&,)0=OP&3*PU51B?3 2G2B@F=6*A/&C:@ZYX 9Y.=].6"& M&+T#\.PD'Q'!*J:X@:.13I/5EL+*

*(^*&"H=>:;5GRNTGB7U3#E@!GE^^:2,$#=T M *N/9V*5,>,C/3Z_URN>2R=(5XM'|+*. RF<>K3 =U*2)GKPRFUL.<'A#E M.?&*

<'7/&M?!$GX#:+COIBXLI!<$R4DI1,!%U$C2>X-%N^;LY8_*,S$]P4M M7+T;/@?8O3\ ;;=5$VGS-,Z#]Bf4(3H22,0$/$3#E$I"9#,N>'HXTAIHY^7'H M'&#Q#F!SZ[3'OSZ26

I.9Y'X&+7@C@$F[4$YTL?S&DY:F51$IG#L^/JZ,,^) M>;IATG:P1_H%UW;M!>,8|QPKY;6FE9))+>\=I.(ITG2&Y>8720*U%78?;C; M]X/3 3[H#E" GLW3;/[YF]$X5\PDEX .?MK.E;

*<0"D(/2E R89S1MG6=]PZ1 MGA/C3;M=ZSC/]-YTBPM>0^N%20W,"3]10@&!20O6$_&LDGGU6>3]%ZVL& MA,#^\-N\'|T!|*U^>/]4E4GTDR#)\SEBI<).%[IR"K#DF*:-*

-WSI>OU^2:>-O' MIMJW#O)#EVC:K@H5#-;+V^6]:8WFL M S#>]H\9V526+15NLDU%K\:IG@V%F'':310@GN R^MAU0!$QOU7R-W+_W/-DA MON@ 5+_B;/F?>]67_ZX_/(?!LPDH:*

*|\^"U_5Z<;6TF.KMXE@|(BU&9I#4'H M#|\YS+B%X)F3K['$_R?:"FWO^^]H(?NH)?;IGK(;]$8S,(0F50#!! M65O"'!BS!:-5=B%'C*KU!>L@ .;?=^L9 Rs,@,.ZN#K\X>\KSRQIOYM_S:EV5*

*M?!?^E>-Z]OT\,A:.TG2F PB7R(3%)G"'>*8C:H0QXW+[X].25B[&33OBRQ_7O[.O7S3*IV@DZ,P$*!LIVJU3 MU8(U+')KK)+MKWKWE6X_$++GOQF.Y++#.H+@-*Y#6$M;6UE)RKF&%*

*(PTHU9)1 M:QS$W(|A'IC^?L16!U@.:]ZF/IV_$6M/ZAH$QURU@?7@Z@ ;|)3JI^CPL MAJ_8X>;M-1,78XT8Y4%"'*Y7L3F@T4'E6A:Q(T.B-MUV^\TTUMP>,Z72WF-ZO5&;4_TG-*

<6P":[DY M'R/@2Y3@F8|>ZWPTO7G5."L^63;-K8@KZP>)"WTVGCUS>XHS6.+E6JH +L<-.4,$%%F! MQ%C?I(L6]F!VJN//Y-&J!?I"W2#O=(/V|[A&+_&TLH)_)+S^M4IKE:S,MMV

*M9U_$V#DX'KVVD%W2H!%RFA"\CF0!U"47'&%3KH3C'RCSMJ3UZV^D+NW^X'Y5 M'ROGZQ/C2]8%CZ"-VS)>(]7BP&#,C#/5+T0?25*<;@6;F/;L2;$R"*B',*X# M-/Z6U_6'O2NOZ+-*

*GZW=GZU55L]Z;?UV"+5N!]_?_/I]]=O/WU\\?:75^_>?GKS]N^O MW]YZ<_A;Q1X_LL7CQ5#)&[UFO%I_3K;#*I9O9BG5PM'WOQSGL<,^+NGQ6*

M&5H++A2U)40CQ(&DO2D]RF:=;1UW#Q+PZ%UKL5K=^(CS!BLI5&VT3\TH'I) M2 9U4@\@*4T1K>(QMJ8(N5^2:4_)\;R9ZLZW@\IG(&W4M7CYXRVNR4:T!5_^ M\?*

EH%EE04_A00/%&6>9 .>-KHIJKIV/NOES_]238NZ%EC8!:\VCND.^LGM$G,Y U0@!CP+M<'=TARRR MV&^?)35), ^9+\H"A/G9'VO.1?@5'H6I"RD^<:WWW_TT]YJ/,5F=9CA.X#0*

MN_67O+P(DZLLD)3'$#)C*]#83D"%LZ C)%B<-*YTGK"R2T1.MN$#O3LHIV9 M.TWK/O[CW8=/GUY_^/V7UR_G:>O%]2[6"/1KU_S,LJ[@\>WO#PTT3OH0UJD M?*

*L=KUR@9_/AEL5Q_RNIO+Q?+Y>)/PN75$4_D\A/$+3>T> '"9(/O'*C11VQ MU:GT#/2+.T:<9K;2+BY_+6YJOU3H7(83F((PG[9QV@#QL1F1SQ8.(K'F' MX(/"3'PIV@@-*

*=PZ[0\OX#SD)8?UFWDM^:[[["98I%U:\:&%#&Y6;JE>HHP&.B M7*1>#$-PPJ6ZS'!Y-GKM23'RJM7'OG6%<1]FZ.[2\Q:\7B8 /=$)G$2#QS$$E M1Z=^290(<*6S92A3;EU@]I L4X]T.|*

*I'CT+F0(-/RJ?V0Q_7\H_Y]DX5S^GF MBMKR@8F"Q=3QX.PH74=X:@BUN0 SA8I:8Z9U]6C0L\>'] 2*0[VX&,>DDZ+C MS3PN-V4?>/HA?U^4$2CF!.T"R MV=-*

FWTWQLHH!N(@)+]545PHP7-A.6G(A'!0OD0(;DZTU<4KT)RJO6(H7L %MP?85MBF$VAE\THWFC\I+|+]6Y7N?T^V*>?.R.R _.ZQKGG:^&%Y^7>;.-L8F*

*M46@GO*D.13'3H2T4A%RUT[;DD*T61>S8;P9^Y+3E=XVWG3'-W<'N&MY))(TW&RXR;.JO7-V=3>4B6B2^11\F@FMB|4_S\5F^_EMM5 M9P5/H60#0JI.[&PH>ZBOS\(')RW&[)U*

*AQ=EZF_C'RXY_> T\%NZ !6]Y@G M%VE)[=\T)=;"Z(P05*P$:#E[;=#PTOI=Z\"M:.+1P:)RMZ$A;=X>6B_$D,00I MZRN-*

*KCK(BGAF(3EO5&D@<_CXJ6'S>98WSX*E0,,W0%8KB^BH|C?;GAK!900 M:?7D@. 2188L>\N-X5RKUM90 M:1*$)SUR @S2 69A-?HDF6I-/_!LFF0'^7C?)MDA!\T*_]*

{6^XZ?Y[%-_/Y MXOO&#[^>S=.V !IX:(I$;S@M;6]D4)$QL"I("Q[%>5/CP8O.SZ@=0)5SC'ANV_?:),]7V4Q>?7BG-?XU;L76Z5(%V831?^.+%);_M-5-X7P10+IA5KAQ=T>W

OX"/Z[0]|C"TC&7F#HZAF^A1CM=N&&)-.^2SW-IG.8V3L ST;XQ?PS_<2O+^9IHU3]^M7B M;R"=TI;@G?G,.%<2-%.H(HLL)5D8#)9]7&C*UOAO>3K*,]Z4 ,W)-6-79(-M)S!*

|K+)$9|>8<0E(*TI$<^$0E,Y0G&&:)ZT5RR/@Z]A:G_%"I7& US MBT*49)7$O-:.VG$"+MV^^D=-.^\WMLV@0?A@DP86;T,Q\Q:!%_7VP818*%XT*

*MMC6KU3UB3'I+>*3?'[\V'F[]#HZ>%^E?9ZO$;2;_+I9O]O^\O8JO!&:W$]O% MG+Z,^?S62$]%LMB&6]ZDN&.H*UH?>8] M)M9/#OJ';TM-+-XIEF;. MW;B-M_>-T*

&F[P!$%]=;-R[RO8XR.Z0]LR@&*KH"&$,&DQFC/S+2L_8SIN[.MT1.'[/';SM&6[A M%R2!K(($*D5VL!Z4\!Q0A-K_5B(MLIAC;/V\<;\D4T"-M.M;#.R!S@+D[*

,W')]1'+A8Y]5%'8'FSA1N(2+MOTJ;4FEN$;B.3@6/KKCF MXZMO"]$75 [O[.V;P:/,W %.[JF)XX8+IU@ JWRE_@IT1F>O($E6F')"Y=2: M!/; ,M,GHJ4^_A@ZTLK=X>1: 127SBI-
&VSTH=Y^JP3.&$.AE^)&(N.Y.3C?:M+AQA\VNK2J[V17"BW^R,RC))[#_3? "I0&A"L*L!*E%ZE4KS: MU>IY[P_NR?F'>FO1SG0=>=YLQ<\V"C2I .=5?"$\>/096 @LQ*R,O=V^L,/S
MINO*T!:>/\1T'7G>7HCO;1&TZ4'QB8/*AM)SIBM]D&0F"/3F]OCD'9ZW7<\[M:>'Y0TS7D>?]5GR3F$HJ:W"RW@L[72L)A:+PR0K:RJ(F^0=YWG<]M:2%YP\Q M73^>E^SB12
D(U0=U)S)"BH+ ZAK7:J(UJ*5+H4XQ/,7/WC:7OLQ/7^0Z3KR M/+\8JF-]8E@4\"PI S:FDI)D1PEQ*+^O>('17@7/WC:=OA1/7^(Z3I("N_> M?NC$7+8R@1(6C;WVP+G MO^/Z;#F;?
R;_Z8L33CN64=>\>H$\'B9&#CDG"A MT9@B35TN?>VP8D3Y9$J?%<]EJ,F8[.]E[J7ARABR:VI#F:?1K/O!YK<9JY!. MGB-+E6>**FR*![2_E&)[=:*2RXJ M'1 Q(C?%BKGJF6)
(.#BZJ>0.CO97958-&U1I+K2B6@=@1B3;X#U'.X.FJON M6/ETGXZH+8-;NK9(P-R!^58B%S!!00GK#=S9:?$><@=$J-E0@D)D@L/:CT5S"R3I$9/#N^S59%QT!W1/BV4F[M!7LZ#)?
*^\A;5"*1=\]PI=-X3TE<*(GW,>SWJ9Q!,*52Q$CE!$Z.->PS3#CD MB!5)$FMM\6C'?7(,D;4RY1^#,^NE=-EO]Y2< P0<#I
MK%G..XW!A^%8]%*>L5E4"O6#=.H)005TNEI$N[Q;_/HT]__F!QBA5RG&??)%4V:.ZPLZW@'S6UZ?7@[Z*_"DS/O34'L&->9RTD9\!\
MED(CEQ/*E50D<$]H5*7#V=Y&_8X^#I/>FJZ0+=OU(Z53WA.-;-)@,<,"0EK! M6JZ.)X\BS86+-@3/D*,$U")\A MYC,@+)5@T MWBDQ[.-/Q7496F'OR] *K1/6:QO5583\+L6*-
""4%S"!FK@%D:"6]>6B$I8Y@EN MA7R;[/S7K\M0 ODNJJL(^=VM6T2G6((M4.;R5YP#9YT,*KMO990X$N;:U65H MX[5X_;H,)9#OHKIZD+]/,=RN$!_?EV&
M$LAW45U%R._R17U2A/& $1,Q)WKE]]WD-8H4=&0D$32UJK_4*M7V]>LRE$"^ MB^JJN!2^##A9_@64\FF^7+[[]=<8;B:SFZ]QND9I^7WR8WTM\@G#95H[A+W.
M&I,!Y8AK1)0/*3GG$B]=4;:;I#7M-<,$A15&JP).[IG&+B<>RR2YI2BX'.[/ M6,RW<8HH-58FCX-.I9OH'!1F[-OJ\$R8#P%+!?PZM\OO'Z;S/[83NH]I,M(P
M;!"55"!N:/;Z:HX,3P49EU>%0)Z7UG@%M-D*_SXN)S>SASX% M@@@AO"(H>!/ U+,>N9=[+;V'I4&NC>).&I77@K7AC&KE4K(B,!A+C[!.6^SEI@BQE.M>.EX MNMY'9.NIK?
400ZZ4LA4Q[D/B_C[79SY7Y=I4Z5LXK_87_E/KBEE MAN'(D=(2@_H$K"H-AWI*V 63&U46+WK:5+::7E4&.1?+H%+A.9EWZ,J0YJ 11!-Q!Y;*JD9]M@\(EQ-SLTA&%<* MERHVN-
W3U.=Y!LA.MR8FICIWW_6(4AD0SP_N6BO0FP]*:2QU$,,]&C^5I2;' M0BDZ%=!Z%>PY4,-S,?'QT:F/3?+<1X8<-PQQ;2C*33,1\5;'J#AQ>-C-ZJ!H M-57)&V*K*H-
)!53[&G]LMMCE9=H$\ZRKO*5H#3&@)+-N/&Z80(X)@8C5N=2@ M-CB4]F'MEZ2FQ@1EB%1 XQ7P)H=9+'.<15Q>SB[^7$UF-W>3Y?<\K\NTGA < MRUQ$P5 0N>4*8P99
DL"%HA,.F**HRE,H9-"-7.&XK=$I[) M&>6V3!K%F_R ME?2J&,$N[&+ZZWZM/%TJ(EKE.$?4>8HXH0I9SQV*GBCMB3%.EMZ<#DO3C%)O
MRL%>2/45[%+//2@^EW&*9]XO[F+8.52N'8LLQASZBGV"!9)#7QVFR#DN O?2 MN32LL_V 8,VH]89=[R4 J8)E1^(0OT8_M8[]WMW31OF)?G M'Z_FH(?Y;;Q8KB:W^?
<^Q]7FWG(U?Q>O%G:VW$SKVC-LX;I+4,C=;'FN'V6C MLLAX[V63')2.O3SM>;6C.MO[(F@0EH46R[#%63>=6\K48WY^5BE2S$?E;50 M'>;,S?>3I9_.EW>+>%^5%Q-
*:8P"19513P;#)LDI"EIX9:T/E):/>MHG2>^" M'[#:+M,Y$'&2'V,GT\GJUS;01*H8HXZ(80=3Y#0A8SC.Q2TD6*TZC$5 M5P!IA7'3"B!M%%YK3]Y(P/C23B)OHT=KB3^W,QOLY8\?
\|7J;C993>+R M[":'S9R=7YYM)\5X2);RA+!.V6M*)+(B112H"]*SI"0[U;6[Q>=J"H3KS9:A MU%R!);K/0M]86QK#5D@2$A28SS7SR'E'D5-P3JH ^BO>Q?F0+..>0]1
M"&@%$.\1#QY@:R,%L7DG+::1\%+=]_LN!4-9@0-LQ7UU'5U M;-D=]8I)JG" 140$XB[EE[Q<\|L2 Q>ZJ!TK'>2X3XYQ-YN^V!ZE2@=%5T"6
MO5OE_5L;@=6BB#2(:@Z7094+0T;/D91P3;3,",[P:QQ7K1)O![.C7_VZ89 MI73ZF_USCCX M!366/B_;.@B[#LE7GV'4D18-"%<$HQKX][@OLO(B&44- M3M9+[TOGQK7N.OVJ%
[5"_.FJXRKRCAXW5_CO.+GYGDMGP ?L37R M4(Z,HR%WM8Q(*PX:HM*EH"W%;LAF*$=$J_J+L>KTLA4L"4]#B[?!&Q*(]RQ M&'D7'0);
(2+G)$%1:L6\=\:PTBDBSV6HSXXJ0Z%>NJZ *RW2BZ/SGL@DD):Y M[EW0!%D3) K>!NH<]4F7=@ 43OP>+!%W.'X-A$\%S#L28*Z$=C@FBDC*+X)& M8J2-
E2AQ"M<;SKW6I>LN]8SM'RSA=CAF%=)_!4PZD$QEHG;&QMR16<%.['+I M<68IBB$$Y@D/+I;V?/=(7QLLQ_9USKZ.>J^ /:=SIY)TFF/"D+0L3\@&9+EG M*+
@J8I&"EDZD+!,$MM@N;7#<:HL&A70JUFRBY4N:*4U4BQ7^4P\KQY/42"" M<.%@9F+@B1"[%4#D4(^1.!.I5"!KXDVQ^-PD) MF0 7MVA"$D%&^&>(6-_RN1-YU)TKXVP6OGV?
+U;YY^?S6P>K)6SK7UAB0\I] M/331.283"@1'+ADC#D^1(;C:2D!8P$4:UE)QRSE-QMW>O%)U! V8+DZF,VBO@SYZ4 NV8TQ0[M.&!5KG%$?*YMZ! M@EED UAF2B8G0A!
<#%R4N^(4G588-TW1::/PBN/S/<>:2A90CD%&V9.%C.() MB9P<[9006]:C9G")^/S73]1IA5[#^/PVJGPS\?E2RR ET\C"*LJ--A32)O3W=V#*4FBLXAHZ[()Q<=SX72%B1*\W#C P7"F%)
M--71,F/JBU8;(5*_CRE3#H$*Z-3P9J@,TYI3C"QV,"M*$$62$4)0R%<0@ M-;9KOZH7I$*W&WL;7"I@V].XJ8"#XYHCGW+Y4^,DJ(J.1:'WW MGU)
(5$"L)XN"TF2,D!@9ER0<_C8BE\L%G]Q==O%__UV\>K M?WQ;S?T_O\8?=PO_W2[CLNOK4O.12[PY=9Q'H9>H];>^SZ>P32TO?K^#[2,7 M0[AW$W,J+2P)6.41PXW(:S@^#,:(:L^4%
<*0P M3Z;A$7=?.XD*:GR"DZ0=71C=DYLU -V^(_Y+(<:K?V<+*F4L##(&\'A2*%P MGZ3,(N*D5$D1;DUIP^2H0..PJ2CD\Z'T7P&9GLUAZ^MR,5A!%$/4$PP'-Z'(
M4"R18&"QP1IS.++")-HKR-A;43&@GP>8]M9Z!=3YFJV!60P7=C&;S&Z66R\F M55YPFQML>9]+PE*"C+)YFP[4IN28UZ4OT_LE&9<\!2!^$5/:6]\5L.8LP UQ MW7OFBYV$C[-
S^V.RLM/=9(2TB5*=8P!@45$9D8XR(.DLJ,99+D/IT^NH0..Z M9LISJ)SV1Z32X<-]4T7 @EZ4PSFBA"$NJ4<6,XRL5DD$;WD@;C +>KRB0$.8 M/ 4U725?MBN*N6B,9A(.<-@]>?
8>&G$F#$MG9+XGJ1, M!V6/^T(.X)$7L]ANE9IJ0CEEB,2DX-1-&FD&VW'@T3L?F/'L6?>>ET_B1\:O MC0Y=L)L75^3H=&"'9J$D!PW0D)T1%"X#B2,=E$0DN1BU=<%3UX .A\:O[43I
M38J(XH3I2A2(;L.7-[S%&R!3'/I M0[!*27^"'FV^5QM=NMNC ^JY*O8\F:!1IP1+" M+I<[4U19(EORY_@7QS%'AD3[(*$*JK[**\^G^T=Y2BRVC%)DK""Y* (8]MQ@ MY*U4<-
)ZBTFCTB>=;CV?6L7E%:]^\KJ7Y6XZ'YL^3Q]_GRV]7=P7N:;)IY1C M&!2WZ^X$'FFM)0I""T*)= 0W\O>>HE$S<6J[.'6$?CXL#A7X@9]-*YS-PM>X
MRCWMWZ_[7WR)B\D\K)4*6SLLP,!50$J9[)CD'L%N3Q 1@6).2,!ZD-?_AO+5 M=CWK1[K!$7HS[/N[G=[%:ZHI@QD8N)*FE$,.'$Q-1F25%=C!G\EA0D^:B5>;
M+I7BQ=_^LDR7MD_O]A?:TLY&I]%Z%-)F!0 MIA-(AV3@" #S&:>07/'2=\TD&Z?LW>#*X_*J)Z/+[L::_=3B,NO<=WC]VK^ MZ%I^F<[GM[?SV7K]7:=\TP\I5Y+DL.4")'&SB-
+&&A3P=7\9$)BIP^/4_!N M*$Z]AO8KK?VS)];YQ>^__AS$N(LE S?/OV1@2*Y6\ZN4%#W)H#E/G@W1DN] M-1)Y;G(.OJ,(Z"F1HA8;3X4UM'0IKZ<2]#X3_?<8[J;Q,JU7PKM?
Y[E)^<9E M9+WWVEB*X!H.DW-,(MB$!3+".Q>"(547H-%=>>6 M\?>['%#Z$WZX@O]L[;CF)&F%9"\8$K"]AD'8Y#M1SHEF(A/OB'HI#PHQ,H1)0 MGZ9/![W71Z!=
ZHA##F4%+$(ZYR^PCL'.*)86IP+F%2_-S:)TAUQ.D"\G'J M=-!X!;19[\+;/?GAPL$5UTE[CP+7,D,>T.04*=5#!BEY'*^VFY IH\/$HRAFB"="R4OK$?EVC/1=C^[KUGTV-#"<%
(I!SR[BU#QH:$J*6)!.^9$J4+^+04L7>^[@,@ MEQF0/9_*/4DV5YX@M59>:*2ESETA!$-.B !+U5@!.SWQN'3=@#;R55).8 !N MOLL/[)\#QH M512E#2@5,&Q_WKW7%GL-2S%1KF
2VB.'$T7..T=C,-Z[TDU"WEQ1E%9 -RJ* MTD;K%5#GT8*[6MC9 MKM*^>!7;9I+5\&[-3%LOSM?K')L;>Z$F,V6[9Q9, E+2Q C$@SE* 5RW%(4C!11 M1>6P+NW+*R'WN#Z;42E/
EW^-X29> M_.FG=R&&>S5_66-S?^@(K%742+J'-,21"M0@)*1XLJ,Z!UI*!7T;)A/1&D%0\ZNR%%.,>XZ]_ M.^ZF_@H(U%!5L+=?IBO[YS5EWA 2 E)&KA\ /#)49(]T#,*H&%CQ4-
^6(E9R MC>[(B&[^OD[P=&;?CTV"Z,HN5D4X>&QF[V*:YP0)G^,K)FGBUTAN?SO/V,24 ML()%Z[&'#9M9."D\X4C2)+&E#%M3VDCL(^_(84UEV?EJP%6P41Z;:WX)_S"=
M_[&V+W:&[WX%G,U"GCQH-Y (]HWPN=R(M'#\)*J1%Y1JJA)HHE&-CD*L;3V! M<>\XKTCC8:&M@-?/9_$!M)TMZ/.[189BDY!]OVK/5JO%Q-VMLN5T-=]8SM=6
M.!PYCRBM:P1@BI$12<%5+R1J$Y6V>)Y#?ZG'O?449O K@U@!;8_;]7]>NR2U MI &C&"P!;4J/K. !F>0X)]$2JTJW*3PATCAYRR-LF6W5WYY-9L.F6;S)AC$8 MOX-3ZM[
UBGJ)!5%L%AR'U@FD9.P8+0FAF.;)_>:YF:K2T_Q!.81R-4)B KV MJ]87.0*V<<("R?3$+KQBP M^.+"-K];S=.K1B_V%F&84,:RFADIKC$I&HC#'!DO?
V[9A)B%2A0/2F$6XC258HR[Y'+5,26*:4EMZ'WTJ027NR 'X M<= 9WE[S%1S0&T4\'"OS[:4^1S^97(8L=[;%RN5*9!RFHJ6%W9XPP;&3HGB$ MV!%Q*F%4!Y3GPZB\7O9L7S-)X%
(825"T JP%:C&8J2(@ZJT X*55JG1ZY%&! MQF50,=B;T:D#!A40:FV%7H(%"'.8W6RF=O'G#]BTX_:E&@<9. 7KTT6DRH*HG5A0#[;J3%T*B 7A_FBSBYF6W\@_[7LV =
MA06S./NLX3*#N!(.5$4IDE)@@;'6B99.RCTJT+B/9L/1JAP*%5 JARQ>IF]V M&G<3",FJ)+Q%F*Q; .75P8Q"B1A"X"?4L](^V!="C/M0-1QU^FF[KKLNK<_ MW4:=B3H98A A.3?*18J4
M-YXQC0CF(BSG@JN@"(%'D0Y;*')<#A^ MF<(PXV"1P3&WXQ4FYB:\.)6^]+_2J_9K!K^UXDWY5^TV(%9 VV-O#\^,Q776 MD_6[P).''*@782GW ?IK_5V>?_P:
[32'Z/_V8S[+%L3EXM/D][M)6/_U_+IA ML6=P:5$YZAG. V4HTHXP9"2.\&]KG!OD:CGZS"O9PVS 7S>!+($^X8Q1ZK5UL4[:6O M+JYPJ"-D0%#?(IW/$GS\^?3SQ$DT,A
K$=,Y%$YI#B8H6*3&2#@0(Y%2E;Z: M%A.^NIC%5R5S$4C?(I=?6'U9$9NP3N,L]]F!-VB>JV"0]M0@8D-DG&ML9>F' M@6+"5QK&W G2RKE\^K+R)?\G:[-L/?RW_I<58[F'1@HSW-
M]UC'_46KDV01)68DXE9H9!66*.%<^UL'36/IE_QQ9UQ=E.=0JZ8R\O0-BK]Z ME15WMJGV4$9A^^N?/*C/46,<#P$) K'F;^OP>]!0D'!C$RDBY5A //"(G%,""0^6;XHDBE==
M>8K,%]%8>ZFOF1P6GSMXXAM,)AT_"'![R7JVTF,&MT=O+SUK7YUS1)L-6R3OL\,,2N5RQIO,S*_Q1[X#SV[ND_)"Q#:PH%$@,B(N M;IZ= M?VW_NH"WWPH78Y*C/<3>S.;+U<3
MOSR;A;_$V?P6?GH_"Q-A&A&1]2P8K!$#MV'DM-:>$N94(B<8<6S*DR:7E0H MIKU1.7"VN>:>+^;+)0RURUD7@B4/!VI4$L2G&"Q_(30B3DLE0R0XB!/@[QUX MY*#O JCWU]>
(<"\7J^OS7)]JNLW"6/NYUN=B%$D8&A/"N6L]=Q9F %]&ADL? MM(!CDS6Z9,,G'MD+*L'6^'PUT?>#%[)]BRD_>KXLUU//$1.A$TH6JMA/06/ M;/
6!6X2MUP*CH=AT)A&9RE,CU*D@X(KN/Z^\"=M]TJ9O!#66N0)$3 -XW)) M,8=N@,.,<68-QIXS2*V#/D2/\X6$/+F9& M:9A$<.O&/E$BV) #$F"R6ZR$R[OSG MAB7I5=*
("L81MU0A(P)'0L(-)'G.""U=!:F5@%6X:PKRHSD!>X)5 1._QI]Q M=A=SV $<&.LI_/=D]?W\;KF:W\;%IM7=NO7=,L(_Z_XDP8(Z57"(A@0WXN0<
MW(A30!%K9ZB5TLG2*2P=Q*R6E7U)\R*"9%@$*R#IL[J)67775& A>?:B*&(1 MCSJGPN0.S7EBP5.M9&DC;X\85;@G7X%D?1&HXO7K;+K^.S%\^P[J?6>7FQ:>
M<;9Q:!NV9M0H6AX?92)V03IZ@Z!E5C"B=1.FR3SR^;B:EDNWG;OL,/$VYZ>P=#QMD)CZJFAB$J1WPQAC[$**[0N/T\I
M"X:7;LXY5+SM@[MG>]%8YIO&!2AP,;/3W2TC/VU_FL]N/DU^QK!1_,;S@R/E M5.6H!AH-XDQ99&,BB&F#B;+:I%B\K&HOB>NZ-G9BU.$8RL$AK.[1XY'KY-@$O7>(\=R.P9/$RP%
MAI%UW.?H=<%$:0;U3QIYA<"]5[.!RL-4A3_J:60L#4Q1K QR&@O$4\+($!M1 MH$;HZ&-@;J"LTOKS1UI!>S1_I(V6J\\?"59$J>%DAD_#5DN%09I9B2)-Q 7,
MK!7/7NW>>OY(*_A:Y8^TT66]^2.!4,^Y@C-2AD%\YR= +_Z_)%NJ/?7 M5PU&ZIU;/CX4&4]$PST,,2EAQXI.(RN)A-D8$S 1*L;B\91/1:@E=/+U#=$> M4-3%I.VRLA0SP8U!-%E01@JPK
+)!9TL=]0;3D/QH,CG0HQL9_2!]#].NBW M+H(<\%,:)UD2*:#DX93DR8%MKJU&,7G/ U?6D.)WXE-"C1R%4<5V5 "NVOFW M75(&##)G>4 TK(VU$)&VH##JM!$LYK2,
;>LNAX4!B)"&YIU0&7D-ZE[E\-? MXOQF87]\GW@[72O)&ZTU%P%Y+#GL_=(AD\U-RPDE)(1H(VM"K1./4@<%&+G- MRSB/G&7@&)M3F_7Q>
K;A1%Q4#$(@:@6,JLEFQ(XH61%KFKHM/:-W'NG.'5(M@/&>K0H!.R^MY1&IXN=WL]7BU_5OWZY3D))IDA!>2RQBOMIZCF"?ULE23:T^ M%M*SC/[_WLQ__C_;$3?
4V/[B@1D/WQN1!F5 F_?28 68O[^XIH;RP!+<+7). M)[<,#F%+%!*,>*=(\(3K8IB_OQCOU7$8S%MJ<%1/W=>X7%VF_YXOIF'7W%U1 MKU04*+$<-JT<1SH0BEB"ZZ5@(6+\+-_KA9?
NQ:#C.&+*(]Q77Q4L[_.S7,$X MI5RW4^L(-K: F3L1.8(+/Z5)XV"?^V%[+._SLW&NO<,M[Y8:K."Z^LY.[E':%')9F7](&;0;4*B# MZBL@T;H"_N?YS&\JWF_6V/:@C5SHH"6!?
@W3.EJ_DR!UTF(1%. K=\%D]L]P:QR MMVC-G%))FLCQ0)ED3<2K(M"J(#?VDZ\X4!5P<"LU%XXDYQ/21.E<@U@A%XU% MTO-@-3.$V](AG"V8,V[.6TLIPGT
#:%R.$!1.29>:28QLDF2:,J70.HN715A'\-1ZZ! M8*J @%\6\8>=A&V%CVV3J^M(';?*") ZQ[I%19"EDB P:35V*G%\U#O5A6M[M!:FV9D896O57?@4,RL?RBT4@4DS9(R>TBK +:X?
@@@+VI^%<,AMDBJ5MJ#UB MC/Q$/C1[^BI^U#>/Y]KY&CU<>2?3R7VTR&YZNQZ3\#\EP,B.TJ&8]9JP5+!SO=]^]LK^N;$>/\?5 MM<6^3I8+&I$N;6?OD&-
G],/3>U5OU%=#G/BOZ4[3+ M^'5R\WUUF7Y;QO6$KG60(O=21_#_G#C@/#**8U!6PIA2*0TO7=/NJ$"-"*7? M+*'*@5$#L_+&NET7]X[@:Q*LV_KW%Y-RU9P*
[QIX8I:M=MID,7NDO>$L:81];F MGB'1!2"GT"B(Q F30-(P4 O)XH7NGBKX4;G'AXJD^=5KE^5_-7_(*,B68W[H MDL;R2!3<,X+&V63$2#-
*D=+P\QA2XL\O@@4*H_>5NJXWG$[,>ED2_56AK*Y2 MV3I\1!!-.4\:KPO>?*(V>20P/ T%H],X)N$.XQRLUT$(-78Z2 E,FQ2^:Z/@"JSZ0W78 M'%7'.X!AO(M28D3
@4K8"*,1)23S9$@'"=-2%*J=%'SMU3XK@]WRBB] O8]%$HQ#6&190K 3KNK!>!4^Q+/S(/-)5Q0VM&LKUJ MHD<%JV1?OQY0JBNUP:H"NIV%_[G;//J#!L]NLV[_=XWI-<%
<2+C"PUI.%HQDZ9'F/*"D S=* M"ZMUZ1#]@\+4%7-8_7*X-:>@&9#P%F\6<^E2++1M@KG^?S6368;5/WO=Y/E M.E[W:YSF+YW/EZOE-?$^D
B3P9+#W!B8RHX9A[!PS.GL6BK>O["Y='7%+M9 MTH&0'96U]OIJ86?+^S_C[0\[660UG7^WBYNXO,;)<"=B@MNB]S"9 M 'NYYQ193:7'"=9)*GV9WB])78&/->QH!1"K@GF[G?
GBS\EJO0&3:TF(4SG% M@>,UYCX0F#CD!&-@^!HA*"$)/S]^>Q/X5296 M5PAG#6NB/CY5LK,K#8+:U=CV>JM?&.*Z0I43D"+B%M"(;CBBGI MA=.>E#9B#\E25Z!I#=PK@EH=_-
OI;CN#Y34/R7'B(RR>.P'2Q@?B=$92&J55"N%U 5>,H?TN,VWOZ/,Q@;?N?:4Z62"=6%NG$AD9 M+,+!>,$924:7?O5^)D(SLOU;OT.SJT&)FG'PW^K1I2"$56Q[NY?
UK#;0%LSH#B:UU2MH M[UU,\T7<_+TK^V=<7ORY6EB ?C*SBU]K?>:,&O@O0;0U,KL3@'(;&:Q01)DR MN4R?V%SP@V7))J*YU*7[B@PXG69+X=_BC:@V\KR9I*P+T-
#JUW]/0GP_6?KI M/#O7EMO*<>7RL9I\99A4K-;S&SH+*WIJHY4"Z90-!)??C)SF*&@2@@V,8E+Z M[E Z"\M>[]/JY>RA4O-9]J>>K5:+B;O+H8+SC[,P^3D)=W8*VT*Q2)B%HYPK+U-
=P6^=^//P@CXJ8&-W M33G8(81[YWV &R 5"2:!J4$._ELD$QCN 7Z0M)"5I!6RCKCQMM%Q! M"X??OET[+0SU60>Y\T0NKX5,LF!.YI=]&0W5XEBZY[]"5YY6H+WLRM-&@YTQ
M_QD7;EZJ<-!BD"BWMD'.">RQ51)+?((M0\@USI92B;U: =05>&>?S?9X MCX'=G=7I9(0'3;L0(^(DPAR#9;E("*QGSXB2I1LU=)'S7^ ZUI%7\U<&N0(B M;R>U"2
PMV\+O[TT[N0'2_+981_">+83WZ!S[V>H[])K,=VK]/ M-#5"B8#T.ALX>SJ,R24:>,"4\&A$>BM5UGJV$M(ZAL"]1Y2XW% CT!QN$V&1 M>4R$Q,$Y55H3O22NU./?
AE$O2BR\'H1C>V$/>AP%,UAJBY&,.>I0,P+'C/,H M"NP,=A;FT2@>_FUY^<=@0"//?ALXQN;403='S@9Q62TFY@ND!\/:>$%09,PR
MS,&V:+;+_RMY]EL!V\BSWT;+=7CVJ04E1*51Y"K'T&L%MZY D$S.>]C$.8W' M2FC*WCV6X'VTK/?1H-U>/;/KBG53@IJD1$N7U^]!I+BX(B3KA@#2.Z&.H- M6W*_LF>_#^HM-
5C!2G]_<6TC@UFM#;):V^XM_>?;OXK]\N/E]=_!U^^-;9#7Q@G"(>WB8REG+>WKEE_/T.OG\!F]3J MX1W"2FD)3@XQZ>0F54:3I%!,3A-F0W2T=+;3(5D&X<%V=_[X,=?2V!33FH7_
MNK/32?J578Y^;9YU?R9H.7X1WO294T\^9>/I_JMG^[YZSRQ#>20Y3 U32G/R MB$;.)HN(8]AX8Y(_>D5LZC!J)DT?G]CQ+SR\Q6P.=!9#)-EWC5DN7.0Y!U,2 M?
J8==8RK2$UJM*!Z3?N94.,Y30;@RF-'VG#05& */4QN.IW_86<^9BL2KAIQ M\3,NKV"4M1-26V:B5 [)F$]K8[(%"8=W#(XG;4P0N+15WDRR6EG7BQ;SP3&J MGGG;FW+"BD1%,3(\P
U7L)A;;R=DM128<*Z2+AWBU$2N<8WU(?C0BG(=P*F2 M<)?I1=O;K6?%J0JVPK_-?\9-)9_CB_GK?)IC8?^PBW =:, &;O$(Z^RTQMG[XZ5$C 2E M?)*$^=)M##J(6;\]V)$T\]=%L
*2'I_8.SO-OW4=-7;.V((R?7N)1/(8/BE MT-: (N&X,:]K(6X%&_>,'IP>K>S%+EAU)N"/=1';RN[6+T"#3?U1D,NNK)< MP>_OJ@,IS[5C,B+A<^@UAY^Y ,9WT#Q(S 5WQ3L
=A)TW'>MNFA: LM18V<: M6N@QW/EUT9[KE 2V! L4A&:(NVP]<]"J420P.(228J6[-3>5;=PF,'41LR-B M513":W8R6&(4LUBA1$E / F-M'0)":Q!CT1AK5_7O]CF%!^L%%A=+.R"5<]3
M_&(62KS>/@D-BSYL/G&6]74UN04K_<$Z/_TXMS?>+ ^ZX9P/#U3;_X66SW.= MA>_Y"@>?NMY\Y7;]B8?;?U=U'!ZQXQ[S>,"_S7Y,\J!7,.UW\(?_+"+FRU%' M,>M/8K%;R8TT,N+=
[HE\?=[J8M*@/KK_(\'^&'J4!72?@CNMF9 #OS]3);0Q@ M\AS,Y'@UOQ):]U-=91V[U M >K94.->RH[K?'Y* 6,OI>GT0:Y=@$FO1;1OP-$0.J#S>3,%5/ ,NEG_NW#'
MLC[0IV./>UENM(J.*J4"L+Y]A\F^L\OPLYNU*W?Y[M?#W_EB M?^7?6T_F84:S\&5J9Y_M;=P&&Y;%?! 11WWLWD^&YWEL R)3 ?$N;G],Y[]B M_+8"(^WR1Y[;R:V\"WL.?V?
<_+4AT9VW5'4%=%C+=O8#/N^W'7LG-]]7RV]G M7[\-0HO3WQLW?_85Z=%8]6/;??L.73"$\@S+7Z)V X_20;;_->J97FJ [K=9 M6$Q_W7S+G6,74=@?R7*Q6+\7#!2"\W+T(N$W)X0N
M$'J3VS[^C(M?E^G%MUZ0H1/O&WV@QY+=CKK[3'_G_-X!1_,KML'G\6(]H:1 M-]E<8&I;A3*? ;V=]/O&&PVOHWJ?-U+"O_7SR2#625-0_O-P\I^'DU;8?)[/
M/L=Y"5">CC3>0^,Q7<]/3+RB3V5IG>7\M=L"\&'BT3:VK9=!$36-O M>3GN;G@XU6@!H5[3VJV)D?'8"S>STUW*R+!/;='#0T8)!>]K>!]4S M,GK?
5O_\LO"7BZOEXF*YFFS*+Y:,DF_T@=$B1;NBVD9M(R-\>;>"/7ZV[IM4 M;BL]/.IHH:-=L3RIH'H.P,_SU3_B_4D=2X5Q-_G :)&D!0[+DVH;&>$/,.A\ M%GF#(T2)*NZ)X7#5UX?;^+E[-
MPG\,.]N^FVV;[XSVV%T(MX29*K!#VOT_FT[6:+]-?Y[=QT\7SUR?[QQ#8'_W8>__G)1G01)\5T@!F_/NZ
M#M/$;Z6_LG^^B[.8)JO>P1*=/CC>4WU).C35:UV4@&UL:F=;@3_>_L@E@6$" M;C*=K'Z5L=VZ?7&\V(!"I&BGV7IN8"5-O"/#CA= 4. 25J>MMT? PO?HY\,V M
K$J7]=I'57T*C"/2[@7?HV_WTT6]_M*F4VYQ6<:@5R5ZZN]#FN- OKR)FOOC5.W1D_XCCP?1>+SHJZ-0S-OI963HOL1Y 9P>1ADSIN2TKN=')CY^D ^(]+D(',_'
M&B\7NB4H!Y3PGUC%USQI_A.?^)_XQ';8A/_)9:;A/MYW>3P=:;0PJF.K8^]D MQP9@.KT7J\S2>#[<>,?Z7G7/F\Q];%!N;E;KK*79,E<_CC[=G=[N_%;+5>S
M*Y>+')_]F+KI/Q8E,&O]M3$MM4.(S0NHKP+8L\PPQ>6WG_Y\N2J$[MY!Q[3L M&H)X3!EC7WY*X]09HV$6VBGMSYNIHA*4OBP6Q8%Z/N9XZZD#5@<4,K:7[O?5 MK[,_%F&912P
U;[QQJNPW&C;.Z*"6L 9V!QI\YWQ_'A'8-J'YINQ09Y,[.)/ M/[T!"^KKC\4JO)Q"Z17:['/C)6FVQ+RU!D>&_A^+BUGXD,M=7*;[2?QE,T@G98\=QKP3?"/O++P\ M-S<;WX=I6,_M?
#X+R_<+^$DIYA028;3$TC(*@O$R*QZ_S.$Y>7B,O=,=&Q'[U;:,K'2+T<;+]JB7_AE;6DGY_-O<1K]*H8M MAWIGG.P?<;SW_VYX'=7+V.%E($JXC\6Z3&GB8=P/LS)K[?
3HXVV!W;!LK*^Q M]\P8%W]9S.]^?%PN[PHB>FS&G.T,B<=@3NAF['-SEU_]G/FV)[X\%! MQZM0TM7*/*&>BM!;2_9HAR@)XKZQQRLO4@#+(\JJ82N]%[7XAGIPY/$*@_39
M5T\I:O0XG[O)ZE=N;;)1)5QO;M1#C1"ORG?408TC(]]G^\DSWSJ_RH#>]!N- M*[)^]12>=4M\LO5][@8>'WO_T8CJ&MR7+54WMBKVKJ][J5U\FBQ7!9^Z#X_:
M",Z:W%DG%30V@"]WEKZ>D -#-HI6J,F9=5PUHWO^=YM_>0!/C=T(R9I<60V5 M-2*DN_[D]X;[I_GR6+Q6ES;P3\=N!&(M#JRCZAG=VGEF>?==?GL'; 1730ZH M8VH9NT)M-JCRC
H!MF^\1GC5Y# ZHI0:7/Q%NIH]'J@10#5Y>?:I870C9-X[M5'(W1B,\:O+!/)M\'6'>O>%H&Z]*:W*35!BF.I_]!0R7K6#OX](O)NMGF$)Q MJJ>';P1B30Z0YBH;_5P*DRR7G7),?
S[,KM3S\ZG1&R%;DR^DL<+&/M9FR]F[M65KE%*)B\<<'QFR4$U"35^2$0&.:&<6KL/?)PM M)Z#,JX5==YY<+'+<=.ZJ\,P#T+,5P9'/%.E+T'0.!9H4O/C4"UIT+/9[<-@^ M'NC[X=

[E3C;]VQ/L'7#$2KBGL'CB[92\]4R5T\< 58':F<>U(A_ZF\/M8;^D\5]O]486_GT5HMIE=Q<;N\ M3%>+ /PJ8\T?&7;T-=3.1CBMF-$MA2Q5B)V MMBJ[%SX;K@VUW85C<3C9-X0OMA,]' M'"]SO$?56!U\>>/R:(D5,\&'"\OO0M2^[51!5#O[S:'"%8#H?JCQLLR[M@/-< U7 \BWZN\5D-8G+LYN;LYJV,NV=WW!DW/'RQ+L =E0W; ^,Y^,M\.O$P M@2^+N1_P.?C)9P9X#CX\C>+/P8\ ]8(C!=Z%JX_?ZJ%D.WQX/'2IN_?JT2MY M.CZ*VJ.7EH;Z&OTQ,)^KK:AE_/W-OU*)^[\GSD?T- R.OOV#_(.SR_C_M_I__'U!+ 0(4 Q0 ('F6DUD;T&DA8 T *$Y 5 " M 0 !A+3$P,S$R,#(T>&5X>#$Y,2YH=&U02P$"% ,4 " !YEI-9$UQ8 M-08# "G$ %0 @ &3#0 82TQ,#,O,C R-'AE>'@R,3$N M:'1M4$L! A0#% @ >9:3658[5;<9 P > D !4 (! MS! &$M,3 S,3(P,C1X97AX,C,Q+FAT;5!+ 0(4 Q0 ('F6DUG!)S;; M*P@ +DJ 5 " 1@4 !A+3P,SR,#(T>&5X>#,Q,2YH M=&U02P$"% ,4 " !YEI-9V:D*$SX(!)*P %0 @ %V M' 82TQ,#,O,C R-'AE>'@S,3(N:'1M4$L! A0#% @ >9:362JKN_@D M!0 @A@ !4 (!YR0 &$M,3 S,3(P,C1X97AX,S(Q+FAT M,5!+ 0(4 Q0 ('F6DUFV7R8G#P4 -06 5 " 3XJ M !A+3P,SR,#(T>&5X>#,R,BYH=&U02P$"% ,4 " !YEI-9# E8]!H9 M ";K@ %0 @ & +P 82TQ,#,O,C R-'AE>'@Y-S$N;'1M M4$L! 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